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**Wheatsville Board of Directors
August Meeting Agenda
Tuesday, August 26, 2008**



**6:00 – 9:00 pm @ the Episcopal Theological Seminary Campus, room 210A/213
606 Rathervue Place (near Duval and 32nd St in North Campus/Hyde Park)**

TIME	TOPIC	ACTION
6:00pm	1. OPEN TIME – for WV Owners to present any topic to the board	LISTEN
6:10pm	AGENDA REVIEW 2. CONSENT AGENDA: July Meeting Minutes GM Report	DISCUSS VOTE
6:15pm (20 min)	3. RENOVATION PROJECT UPDATE Discussion with Denise Chevalier	DISCUSS
6 :35pm (10 min) (10 min) (5 min) (5 min)	4. LINKAGE/COMMITTEE WORK Discuss Fall Owner Gathering Discuss Annual Report Bylaws Committee Report Nominations Committee Report	DISCUSS DISCUSS DISCUSS
7 :05pm (5 min) (10 min) (5 min)	5. POLICY MONITORING C4 – Monitoring General Manager Performance D2 – Staff Compensation and Benefits D4 (top level) – Financial Condition	VOTE VOTE VOTE
7:25pm	6. BREAK	ENJOY
7:35pm (10 min) (70 min)	7. *EXECUTIVE SESSION* Blackstar update (confidential discussion related to real estate) GM Evaluation (closed due to employee confidentiality)	DISCUSS DISCUSS
8:55pm	8. HOUSEKEEPING/CLOSING ITEMS Administrative update – miscellany & check-in on outstanding action items Review action items/upcoming agenda items Board self-evaluation	DISCUSS DISCUSS DISCUSS
9:00pm	ADJOURN	

Benefitting Community * Promoting Cooperative Economics * Transforming Society



**Board of Directors
26 August 2008
Meeting Minutes**

Present: Rose Marie Klee, Board Chair; Jane Kurzawa Cravey, Treasurer; Tom Wald, Secretary; Stephanie Johnson; Jimmy Robertson; Bob Kinney (arrived at 6:38 PM); David Pease; Theron Beaudreau, staff-director, Mike Crissey, staff-director

Absent: None.

Also present: Dan Gillotte, General Manager; John Perkins, Finance Manager (arrived at 6:10 PM); Colin Borchert, Minutes Taker; Barbara Virian, Meeting Facilitator; Denise Chevalier, Project Manager; Steven Tomlinson, board candidate; Ingrid Devilliers, board candidate, Steven Yarak, President of Black Star Co-Op Board

CALL TO ORDER

6:03 PM

1. OPEN TIME

--Introductions of all present at the meeting.

AGENDA REVIEW

--Instead of spending 5 minutes on the Nominations Committee Report, the board will instead discuss the Hanover Retreat.

--Denise Chevalier discussion was cut by 5 minutes; D.2 extended to 15 minutes.

--July meeting minutes moved to immediately after the Consent Agenda.

2. CONSENT AGENDA

6:10 PM

- o GM Report

--Jimmy moved to pull the GM Report.

--Consent agenda was approved 8-0-0.

--Rose-Marie moved to move the July minutes approval to the September meeting. Jane seconded. The motion passed 8-0-0.

3. RENOVATION PROJECT UPDATE

6:15 PM

--Denise Chevalier and Dan Gillotte gave an update on the renovation project.

--Denise has been working on getting acquainted with the project team and the sub-contractors that she will be working with on a daily basis.

--Denise is also focusing on keeping up with the timeline, which will become more crucial as the construction moves to the store.

--Denise has been reviewing the equipment plan and budget to combat increasing prices and ensure that it fits with the fixture plan.

4. LINKAGE AND COMMITTEE WORK

Fall Owner Gathering

6:32 PM

--The board discussed the possibility of holding the upcoming Fall Owner Gathering at the new community space that will be completed.

--A tour of the new offices, the construction site, and some demonstrations could be held.

--Rose-Marie motioned to create a committee to discuss the Fall Owner Gathering to coordinate with Dan on the date and to come up with suggestions about the agenda of the meeting, coordinating with the board as necessary before the September board meeting. Bob seconded. The motion passed 9-0-0.

--Rose-Marie, Mike, and Tom volunteered to join the committee.

Annual Report

6:42 PM

--The board discussed time constraints surrounding the Annual Report.

--The board took a straw poll and determined that the Annual Report should be in the November issue of the Breeze, making the deadline October 10th.

--The board discussed the content of the Annual Report.

--The board decided to hold an informal meeting to discuss the content of the Annual Report.

Bylaws Committee Report

6:52 PM

--The next committee meeting is September 7th, and the deadline for the October Breeze is September 15th, so the committee would like to hold a meeting with the board between those times to discuss the proposed bylaws changes. The board tentatively decided on September 11th at 6 PM.

Hanover Retreat Report

6:57 PM

--Stephanie, Rose-Marie, and Mike discussed their experiences at the Hanover Retreat in New Hampshire.

5. POLICY MONITORING

C4- Monitoring General Manager Performance

7:02 PM

--The board discussed the results of the monitoring report, noting areas of dissent.

--The board approved the C4 Policy Monitoring 9-0-0.

D2- Staff Compensation and Benefits

7:07 PM

--The GM agreed to provide the corollary data from last year so that the board can compare the figures.

--The board discussed ways to streamline the monitoring process.

--The GM discussed the Employee Outreach Program.

--John noted that in D2.4, "higher" should read "lower."

--The board approved the D2 Monitoring report 8-0-1.

D4 (top level) – Financial Condition

7:17 PM

--The board discussed the GM report.

--The board expressed satisfaction at the tremendous sales growth.

--The board approved the D4 Monitoring report 8-0-1

6. BREAK

7:22 PM

-- Denise, Ingrid, John Perkins, and Steven Tomlinson exited.

7. EXECUTIVE SESSION

7:33 PM

--Mike moved to enter executive session to discuss real estate and the GM Evaluation. Rose-Marie Klee seconded. The motion passed 9-0-0.

Black Star Update

--A confidential discussion related to real estate.

GM Evaluation

--Discussion closed due to employee confidentiality.

--Rose-Marie moved to end executive session. David seconded. The motion passed 9-0-0.

--The board ended executive session at 9:21 PM.

--Rose-Marie moved to approve the compensation package as discussed in executive session, effective September 1st. David seconded. 8-0-1.

8. HOUSEKEEPING/CLOSING ITEMS

9:21 PM

Administrative Update

--Check-in on outstanding action items.

Review Action Items/Upcoming Agenda Items

--Rose-Marie reviewed the upcoming agenda items.

Board Self-Evaluation

--*Plusses:*

- One of best GM Evaluation meetings we have been in.
- Meeting ran much smoother.
- New timer.
- New candidates.
- Colin is here.

--*Room for Improvement:*

- No good job.
- Process stiff.
- Need cookies.

Rose-Marie moved to adjourn the August general meeting. Jimmy seconded. The motion passed 9-0-0.

Meeting adjourned at 9:27 PM.

ACTION ITEMS

--Revise the July minutes

--Monitor B8, D6, and D4 (top level)

--Approve year-end financials, net income distributions, and patronage rebates.

--Discuss possible price comparisons with local groceries, similar to a recent Statesman article on HEB.

--Activate the fall Owner Gathering committee.

--Continue discussion of the Annual Report.

--Hold a Bylaws forum on 9/7 (1-4 PM) and special board meeting on 9/11 (6-8 PM).

--Hold a special meeting to discuss the Hanover retreat and watch a CBLD webinar

--Rose-Marie will draft the follow-up letter to the GM Evaluation.

PARKING LOT:

- Board budget (what % of sales, what should be included)
- Policy language regarding staff directors who are direct reports to Dan (disallowing)
- Ends policy revisions