

Wheatsville Board of Directors
August Meeting Agenda
Tuesday, August 30th, 2011
6:00 – 9:00 pm @ Wheatsville meeting room, 3105 Guadalupe



TIME	TOPIC	ACTION
6:00pm	1. OPEN TIME – for WV Owners to present any topic to the board	LISTEN
6:10pm (5 min)	AGENDA REVIEW 2. CONSENT AGENDA: July 2011 Meeting Minutes C4 – GM Performance D8 – Board Logistical Support General Manager’s Report BOD Email Action to Commence Co-op Vote	DISCUSS VOTE
6:15pm (40 min)	3. STRATEGIC LEARNING Strategic Learning Conversations and Overall Trajectory	DISCUSS
6:55pm (20 min) (5 min) (0 min)	4. COMMITTEE WORK Fall Owner Gathering Committee Nominations Committee Annual Review Committee	DISCUSS DISCUSS N/A
7:20pm (15 min)	5. GOVERNANCE, PART I Annual Report	DISCUSS
7 :35pm (10 min)	6. BREAK	
7:45pm (10 min) (15 min)	7. GOVERNANCE, PART II Year End Net Savings Allocations, including Patronage Dividend Allocation Board Compensation	VOTE DISCUSS
8 :00pm (50 min)	8. GM EVALUATION ***EXECUTIVE SESSION*** Purpose: to discuss confidential personnel matters	DISCUSS VOTE
9 :00pm	ADJOURN	



Board of Directors Meeting Minutes August 2011

Present: Rose Marie Klee (arrived 7:54 p.m.), *President*; Doug Addison, *Secretary*; Steven Tomlinson, *Treasurer*; Theron Beaudreau (arrived 6:03 p.m.); Kate Vickery; Kitten Holloway; Reyna Bishop; and Mark Wochner.

Also Present: Dan Gillotte, *General Manager*; Beth Beutel, *Board Administrative Assistant*; Mark Goehring, *CDS consultant*

Board Candidates: Monika Cavazos, Sukaynah Goyan, Ellison Carter, Jason Heffron, Jim Reed (departed 7:15 p.m.)

Absent: none

Call to Order

6:00 PM

1. OPEN TIME

- Dan informs the Board that Chef Ramsay and Kitchen Nightmares is filming across the street and may film a segment in Wheatsville.
- There was a round of introductions.
- Kate informs the Board that the Austin Co-op Think Tank retreat was a great success with almost thirty people and many great project ideas coming out of the retreat.

Agenda Review: Kate proposed moving Governance Part I to be a part of Strategic Learning.

2. CONSENT AGENDA:

6:07 PM

July 2011 Meeting Minutes
C4 – GM Performance
D8 – Board Logistical Support
General Manager's Report
BOD Email Action to Commence Co-op Vote

Kate pulled the D8 monitoring report from the Consent Agenda.

--Kitten moved to accept the consent agenda. Theron seconded the motion. Motion passed 7-0-0.



Board of Directors Meeting Minutes August 2011

Kate requested that Dan and Beth explain the non-compliance on the D8 report. Dan says that there are issues with the Google Site storage space, and he plans to get with Doug in order to come up with a new archival plan.

Kate moves to accept the D8 monitoring report, Doug seconds. Motion passes 6-0-1

3. STRATEGIC LEARNING

6:12 PM

The Board reviewed their strategic learning conversations for the past year, noting that they had set the goal to prepare themselves for the next phase of the Big Direction.

The Board discussed opportunities and difficulties conversing with Owners about the Big Direction and its role in the Co-op Development Model.

The Board wants a written list of frequently asked questions regarding the Co-op Development Model. This will come with preparation for the Fall Owner Gathering and will provide a framework for how to engage owners with the Co-op Development Model.

The Board discussed potential future Strategic Learning Conversations.

Proposed:

- Decisions the Board will make during the opening of a second location: real estate, architecture, etc.
- Researching Boards of multi-store operations
- The line between specificity and generalizing in the Board's decision making processes

The Board discussed whether there were Strategic Learning Conversations that need revisiting, and proposed the following topics:

- Practicing the conversation with Owners, continuously
- Creating new forums for the Board to interact directly with Owners
- The "Bumper Sticker" conversation from the June meeting

Annual Report (from Governance Part I)

The Board discussed article ideas and recruited authors for the Annual Report issue of the Breeze.

4. COMMITTEE WORK

7:10 PM

Fall Owner Gathering Committee



Board of Directors Meeting Minutes August 2011

Dan updated the Board on his plans for presenting the Big Direction, including two interactive activities.

The Board discussed the timing of various presenters, and the method of presentation, including time for Urban Roots, Austin Co-op Think Tank, the Big Direction and the Board Candidates.

The next Fall Owner Gathering Committee meeting will be on September 7.

Nominations Committee

There are 11 Board Candidates after one candidate withdrew.

Annual Review Committee

Doug and Mark agreed to be on the Annual Review Committee.

5. BREAK

7:35 PM

7. GOVERNANCE, PART II

7:45 PM

Year End Net Savings Allocations, including Patronage Rebate Allocation

Dan reviewed the Patronage Rebates for last year, and the proposal for this year's Patronage Rebate.

--Steven moved to adopt the Resolution Distribution of Net Savings for Fiscal Year Ending May 31, 2011. Theron seconded the motion. Motion passed 7-0-0.

Board Compensation

The Board Compensation discussion was moved to the September meeting agenda due to time constraints.

8. GM EVALUATION

7:50 PM

The Board went into executive session with Mark Goering and Dan Gillotte.



Board of Directors Meeting Minutes August 2011

--Rose Marie moved to accept the GM compensation package discussed during executive session. Steven seconded the motion. Motion passed 8-0-0.

9. FAREWELL TO THERON

The Board and Dan shared their remembrances of Theron as a Board member and Stocking Supervisor, thanked him for his valuable Board service, and wished him well in the next phase of his life. Then they all had some cake.

RMK moved to adjourn at **9:03pm**.

ACTION ITEMS

- Dan and Doug to discuss web-based archival options.
- Steven agreed to lead a strategic learning conversation at the September meeting and write an article on values for the Annual Report.
- Kate and Mark to write an article on the Austin Co-op Think Tank for the Annual Report.
- Doug to write an article on the Patronage Rebate for the Annual Report.
- RMK to write an article on Board preparedness for the Annual Report.