

Weavers Way Board of Directors

June 3, 2013

WW Board Meeting Minutes, May 7, 2013

Board Members in attendance:

Margaret Lenzi, Linda Shein, Sue Wasserkrug, Stu Katz, Dave Tukey, David Woo, Jeremy Thomas, Nathea Lee, Megan Seitz-Clinton, Bob Noble

Board Members Absent: Jonna Naylor

Staff: Rebecca Torpie, Annette Aloe, Mary Sweeten, Glenn Bergman

Guests: Leo Levin, Lane Blackmer

A delicious vegetarian dinner was prepared for meeting attendees by Glenn Bergman and served at 6:30.

The meeting commenced at 7pm

Preliminaries

Guests and staff were introduced.

The board agreed to make the following changes to the June agenda: Executive Session was moved up to the time slot previously scheduled for the Finance Report. The Finance Report was moved to the end of the meeting.

Jeremy Thomas was appointed to be Time Keeper.

Minutes of April Meeting

The board acknowledged that David Woo was not listed as in attendance at April Meeting in the associated minutes. The board agreed that the April meeting minutes should list David Woo as having been in attendance.

Board Action: The Minutes for the April Board Meeting were accepted unanimously, as amended to include David Woo in the list of attendees.

Calendar

The board observed that the June board meeting will be the first for newly elected board members.

The board agreed that the following items should be included in the June meeting agenda:

-A follow-up discussion on branding

-The election of board officers

-The filing of conflict of interest forms

-Review board committees

Sue Wasserkrug volunteered to write an article 'From the Board' for the next publication of the Shuttle.

GM MONTHLY REPORT

A question was raised about the Farms and the deficits. The GM reported that they were exploring other options for the farm with WWCP and Awbury to address this. The board observed the GM Monthly Board report contained a lot of financial information. The board agreed to reserve financial questions for Stu Katz upon his presentation of the Finance Report later in the meeting.

Board Action: The Board accepted the GM report as presented.

OTHER REPORTS

Environment Committee Report

Board Action: The Board accepted the Environment Committee Report as submitted.

Finance Committee Report

Board Action: The Board accepted the Finance Committee Report as submitted.

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WWCP Board Nominees

The Board observed that any slate of nominees must be approved according to the by-laws.

Board Action: The Board accepted the nominees as submitted, by majority with one abstention.

Education Session on Branding/Image/Marketing:

Leo Levinson, of the marketing firm Group Levinson.

Leo Levinson was invited to speak to the board about the concept of branding and the methodology his firm has developed to formulate brand identities for his clients. Mr. Levinson defined 'brand' as 'a promise delivered via a product or service that is used to articulate a unique identity for the product or service provider. "A brand is not a Logo, or Awareness, or a slogan. It is the essence of your business and the reason why customers prefer doing business with you," Mr. Levinson stated.

On building a brand, Mr. Levinson argued that a brand must be meaningful to customers and that a brand works best when it is conceived through the customer's point of view. He continued to speak at length about how to follow through with his methodology of articulating brand identity. Mr. Levinson distributed a worksheet-questionnaire that he said facilitates the brand-building process. He summed up his presentation by recommending that the board and WW staff engage customers and respond to the questionnaire as a means to define a core service, product or essential experience to associate with a Weavers Way branding concept.

Executive Session

The Board met in seclusion for an Executive Session to discuss the GM Compensation Plan. Guests were asked to leave the room until invited to return.

Board Calendar Report

Calendar Proposal to continue one page annual calendar, and discontinue the longer annotated board calendar Strategic conversation about the ends report scheduled spreading out over a few months for more time to discuss. The Board agreed to move the Planning Report from October to July, in order to align it more efficiently with WW fiscal year and to make other adjustments in GM reports to spread out evenly.

Board Action: The Board approved the one page Annual Board Calendar for June 2013 through May 2014.

The Board agreed that the June Board of Directors meeting should be cancelled on June 4 and rescheduled on Monday June 3, to allow many of the board members planning to attend the CCMA conference in Austin, TX June 5-8 ample time for preparations and traveling.

Board Action: The Board approved the rescheduling of the June board meeting as proposed.

Finance Committee Report: Stu Katz.

A set of minutes from the finance committee was included in the board packet at Stu K's request, in response to concerns regarding financial and inventory losses raised in March. There is a projected loss for the current fiscal year due to several factors: smaller gross margin percentage, increased personnel costs, payment of business privilege tax for first time, store closure due to MA renovation. Glenn reported that management was addressing these issues and don't expect them to occur next year. Sales at the MA store are up 10% since the renovation; HAVA up 25% and bulk up 54%. Stu reported that the finance committee most recently concluded that current projections of loss were no threat to stability or future growth and profitability.

Board Officers Report: Sue Wasserkrug

Sue notified the board members that nominees have been determined for all board officer positions except that of Secretary. Sue advised the board to turn to newly elected board members and prepare to elect all officers at the June board meeting. The board acknowledged that the nomination for all Board positions, including the Secretary, must be submitted to Megan by May 24, 2013 in order to be in the board packet.

M4 Self-Monitoring Report on Monitoring GM Performance: Nathea Lee

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The board observed comments included in the survey responses and fell into a discussion about how to determine when a policy change is necessary, when to re-write policy and if self-monitoring surveys should include explicit review of compliance with all board directives. The question was raised as to whether or not this conversation on M4 Monitoring GM Performance should be added to a future agenda, but no one made a motion to do so or volunteered to facilitate.

Announcements

David recognized departing board members Sue, Stu and Bob for their roles on Weavers Way Board of Directors during the past year. The meeting was concluded at 9:50pm.