

## **MINUTES**

### **Weavers Way Cooperative Association Board of Directors, 2/5/13**

Attendance: Stu Katz, Nathea Lee, Margaret Lenzi, Jonna Naylor, Bob Noble, Linda Shein, Jeremy Thomas, Dave Tukey, Sue Wasserkrug, David Woo  
Absent: Megan Seitz Clinton  
Staff present: Glenn Bergman, Michael McGeary, Rebecca Torpie, Bettina de Caumette  
Guests: Pat Paulus

The meeting began at 7:00 p.m.

### **Agenda Review & Timekeeper**

Jeremy was named as timekeeper for tonight's meeting. No changes were made to the agenda.

### **Approve Minutes of January 2013 Board Meeting**

No changes were offered.

**Board Action:** The minutes of the January 2013 board meeting were unanimously approved as submitted.

### **Calendar Review**

Margaret pointed out some upcoming calendar items, particularly a report in March from the committee implementing the new policy on committees. Nathea will facilitate self-monitoring survey discussion in March. Our Board Retreat is this Saturday; Margaret urged us to think about what we want to discuss regarding Strategic Planning. Board nominations are closing on February 22. Informational session was held January 23; four potential candidates attended.

### **Reports**

The GM report was submitted and included in the board packet. Glenn noted some updates: Vegan Day on March 17; New Member Orientations on March 16 & 20.

**Board Action:** The report was accepted as submitted.

### **Update on Google Docs**

Karen is going to put together a folder (in Google docs) containing all board packets back to 2004; all packets going forward will also go in this folder. We'll receive instructions on how to access it. Should be available within a week or so. Update on Board Administrator position: management is looking to hire from within to keep overall head count down.

### **Board Education: Grocery Business & Trends**

Michael McGeary (the co-op's CFO) provided some information to the board regarding trends in the grocery business, and how WW compares. Michael mentioned that he has been in the grocery

business for 20 years, mostly at Acme, where he started off as a bagger and worked his way up to a corporate position. He told us that Walmart is the #1 grocery retailer in US. #2 and #3 are Kroeger and Safeway. More than \$583 BILLION was spent in supermarket sales last year in the US. In response to our requests, Michael said he would try to find out the average number of suppliers, as well as trends and/or significant events on the local landscape that could have an impact on WW. We also requested that Michael provide these numbers annually, with some comparative data in one chart.

Rebecca Torpie, the co-op's operations manager, mentioned that Steve Garfinkle is looking at buying patterns of members. Rebecca is a student in the food marketing program at St. Joseph's University and she has connected with a professor who is interested in analyzing this information.

## **Establish 40th Anniversary/Fall General Membership Meeting (GMM) committee**

Current plan is to combine the Fall GMM with the co-op's 40th anniversary celebration. Staff has already established a committee to work on this. (Rebecca, Jon McGoran, Bettina & Norman are on it.)

**Board Action:** Jeremy & David will represent the board on the committee. Pat (guest/member) said she might be interested in participating.

## **Rules of Order**

Margaret reminded the board that in the fall, we agreed to have a 3-month trial period of using the modern rules of order for our meetings, then we would evaluate how it's working for us. Margaret moved that we adopt the rules of order. There was discussion about whether we need to formalize our procedure. Margaret pointed out that the modern rules, unlike the Roberts rules, are very simple and provide a structure of formality if necessary. She noted that she has tried to follow them when necessary but remain informal as much as possible. Dave reminded us of the framework of modern rules and how they are useful as a fall-back. He pointed out that this set of rules gives the chair more ability to participate in the discussion than Roberts rules, but he suggested that there might be other formats that work even better for us.

**Board Action:** The Board voted not to adopt the modern rules of order, formally, but rather to proceed as we have been proceeding.

## **Board Article**

Nathea led a discussion about how best to write our board articles for the Shuttle. Some ideas: creating a link between board & members who only shop but do not participate in the life of the co-op in any other way, by writing more personalized articles (e.g., "why I joined the board & what it means to me to be on the board"). Michael Healy suggested looking at our Ends (& Glenn's Ends report) for inspiration on what to write about. What about dropping the sub-title? What about a focus group? What about everyone brings one or two ideas about what they'd like

to write about? Nathea will have a follow-up conversation with Rebecca & other staff, & she will report back next month.

## **Weavers Way Community Programs (WWCP) Committee Report**

Jeremy reported that representatives from our board & WWCP board met, to examine how the 2 boards can better work together to move both organizations forward. The committee looked at some other community organizations created by food co-ops, as well as Whole Foods' "whole kids" foundation. The committee also looked at the sum total of everything that WW & WWCP do for the whole community: some is done by WW and some by WWCP, and the committee wondered if this makes most sense. The committee would like to do a short retreat with the two board, in the spring.

**Board Action:** The board approved the motion to have a joint half-day retreat. The committee is meeting again at the end of the month, with the new WWCP director and with Glenn, and will report back at the next meeting.

## **GM Monitoring Report: L6, Board Communication & Support**

Everyone read the report & came prepared to discuss it. Operational definitions were deemed to be reasonable. Data was deemed adequate to determine compliance or accomplishment with policy. Further, data was deemed to demonstrate compliance with policy.

**Board Action:** The board accepted the report as submitted, in compliance.

Discussion: There was some discussion about the operational definitions of "relevant trends" and the data provided, specifically that no SWOT data were provided. Glenn agreed to meet with concerned board members to get a better idea of what trends would be helpful.

## **Self-Monitoring of Policy G6, Board Committees**

There was some discussion about whether some ad hoc committees should be made standing committees, because of their importance to the work of the board, but the board decided to leave the policy as is. There was also some discussion about the purpose of the Finance Committee and how that is articulated in the policy and in the description of Board Committees. Stu agreed to look at the purpose of the Finance Committee in these two documents and suggest changes, if necessary.

## **Electronic Survey Results**

Stu reminded us that a quick e-survey of members was done in December 2012. The results were included in our packet and provide a wealth of information, from 1500 respondents, in a very short survey. Three open-ended questions were widely answered but responses have not been codified. Also, two-by-two tables would be interesting. Hopefully we'll be able to do more of these.

## **Announcements**

- Thanks to Karen for all her help as our Board Administrator! Good luck!
- The co-op will be offering a course on Food Justice in April, with the hope of interesting some members in a food justice committee.
- Spring MAFCA (Mid-Atlantic Food Co-op Alliance) meeting is scheduled for March 16 in Doylestown.
- CCMA (Consumer Co-op Management Association) meeting will be in June in Austin; we need to think about who will attend.
- A fundraiser was held last week for a start-up co-op in Roxborough/Manayunk; \$700 was raised.
- David is volunteering for WHYY fund drive & invites us to join him this week.
- The co-op is providing dinner to residents at Ronald McDonald house next Saturday.
- Staff bowling party next Saturday night; board invited.

The meeting adjourned at 9:05 p.m.