

WEAVERS WAY COOPERATIVE ASSOCIATION
General Membership Meeting Minutes
Tuesday December 6, 2000

Bob Noble, Vice-President called the meeting of the Weavers Way Co-op General Membership to order at 7:45 p.m. on the evening of Tuesday, December 6, 2000 at the Church of the Annunciation, at Lincoln Drive and Carpenter Lane. He announced that a quorum was met and thanked everyone for attending. He then introduced all of the Board members including new board member George Benz who was elected as interim Treasurer by the board to replace Ian Merkle-Scotland who resigned. Bob also extended his thanks to Marjorie Felton for the light supper she prepared which was served before the meeting starting at 6:30.

AGENDA REVIEW: Bob went over the agenda for the meeting and explained the time allotted for each item.

MINUTES APPROVAL: The minutes from the June 20, 2000 General Membership meeting were approved.

PRESIDENT'S REPORT: Marilyn Anthony

Marilyn reported that her first six months as President had been largely occupied with the expansion project, and that she would report on that later in the meeting

MANAGER'S REPORT: Ed McGann

See Manager's report incorporated herein. Ed reported that the Co-op has had a good strong six months. He went over his report and explained the various numbers in it. He said that third quarter, October, November, and December usually has the highest gross margin of the year. Ed also reported that he is working with a doctor from Temple to help start a Co-op/Buying club in the neighborhood around Temple University. Weavers Way got started the same way. Ed explained that the Weavers Way Diversity / Outreach committee together with some staffers are continuing the after school store project with Henry students and they are working on a project to beautify the schoolyard and the surrounding area. He said Yvonne Thompson Friend is the new Co-chair of the Diversity Outreach Committee.

PROPERTY ACQUISITION

ARCHITECTURAL PLANS: Marilyn Anthony, and Dick Winston

Marilyn introduced Christine Wuenschel and Dick Winston of the firm Becker Winston Architects. Dick Winston introduced himself and said that he is a long time Weavers Way member. He presented drawings of the layout and facade at 610 Carpenter Lane and explained that the designs take into account the eventual addition of the space at 608. He also said that 610 is about the same size as the corner building at 559. The first floor will have a retail area and second floor will only be used for food preparation.

PROPERTY ACQUISITION: Marilyn Anthony and Ed McGann

See Weavers Way Property Acquisition: Update on Financing Expansion incorporated herein. Marilyn began by saying that the planning of the Weavers Way Café is still in the theoretical stages,

the committee has a wish list that they must conform to the budget. She went over each section of the Weavers Way Property Acquisition: Update on Financing Expansion and explained each point. Under the scope of Project section she said that the possible minimal renovation to 608 was for use as a Membership office for Madelyn Morris. In the Potential Funding sources section she pointed out that Weavers Way has a strong relationship with the national Cooperative bank from which WW would borrow some of the expansion money. She also said that this expansion will cost twice what the last one cost and that the Co-op still has \$200,000 in debt from the last expansion, so the Co-op will have around \$1 million in debt after this expansion. Other proposed sources of funding are raising the member investment to \$400 and a member loan program, which worked well in the last expansion. Based on current sales of Prepared Foods the operation would break even the first year and Weavers Way would be able to meet the loan payments. Marilyn also said that the Co-op would not go ahead with these plans until we are confident that it will pay for itself. A Member asked if any other Co-ops had prepared food shops. Ed reported that the Brattleboro Co-op had been in the Prepared Foods business for three years and that we are using them as a model. There was also concern about the number of new staff needed for the new store and the number of cooperator hours needed there as well. Ed said that about ten new staff members would need to be hired and that problem of cooperator hours was still being worked out. Marilyn then explained the resolution (see last page of Weavers Way Property Acquisition: Update on Financing Expansion incorporated herein) There was some concern about the purchase of 608 and the possibility of renting the second floor until the Co-op could afford to renovate the whole property and about the Co-op being a landlord did not really fit with the mission of the Co-op. Marilyn said that they would need to have some income from that property in order to afford the purchase of it and that it was not very wise in terms of future plans to only purchase 610. A motion was made and seconded to pass the resolution. The resolution passed.

Membership action: The Membership approved the motion to approve the following resolution:

The Membership of Weavers Way seeks to expand products and services available to members by acquiring additional physical space in our immediate neighborhood. This space is intended to be used for a prepared foods take-out store and/or other operations in support of our mission.

The Membership authorizes the Property Acquisition Committee of the Board:

- to enter into any necessary agreements with any person or financial institution required for the purchase of 608-610 West Carpenter Lane
- to borrow up to \$800,000 for the purchase and renovation of these same properties
- to hire necessary tradespeople and professionals as appropriate
- to take any actions generally required in furtherance of this resolution

VOTE ON MOVING INCORPORATION: Dina Scholssberg

Dina explained that the Co-op was incorporated in Washington D.C. in 1977 because the state of Pennsylvania did not have any laws governing Co-ops. Pennsylvania now has such laws so the Co-op is looking at domesticating in Pennsylvania. Under D.C. laws rebates to Co-op members are strictly governed. In Pennsylvania the laws are much more flexible. Incorporating in Pennsylvania would mean that the Co-op could avoid the SEC filing for the member loan program for the expansion and there would be a less complex filing at the federal level. There are not really any disadvantages to moving incorporation to Pennsylvania. A motion was made to move the incorporation of the Co-op to Pennsylvania. The motion passed.

Membership action: The Membership approved the motion to move the incorporation of the Co-op to Pennsylvania.

VOTE ON NOMINATING / LEADERSHIP COMMITTEE BYLAW CHANGE: Mira Rabin

See old and new by-law language incorporated herein. Mira explained that the members of the Nominating Committee are appointed by the Board President and the committee's current role is to seek out members to serve on the Board. The Policy governance committee reviewed the current role of the Nominating committee and saw a real need to expand the role of this committee from a recruiter to a leadership role in which they would develop leadership among the membership. The proposed By-law changes change the role and name of the Nominating Committee to the leadership committee. The Nominating committee would become a Board committee and the chair would be a voting member of the Board. The Board has approved these changes. Mira read the By-laws section on changing the By-laws. Mira asked the members to approve the amendments to the Weavers Way by-laws necessary to create a Leadership Committee, with representation for its chair. A motion was made to approve the amendments to the By-laws.

Membership action: The Membership approved the motion to approve the amendments to the By-laws.

COMMITTEE REPORTS

FARM REPORT: Dorothy Guy

Dorothy reported that the Garden project located on a half acre at the Awbury Arboretum is new this year. Member participation in this project has been very poor, there is only a small group led by Steve Hebden which works on it now. The plot was a real mess in the beginning and has been transformed into a nice garden. Over the summer a few youth groups came and worked in the garden. Some of the produce was sold in the store. The garden was a moderate success, the project did not make any money but it did come in under Steve's budget. The Garden steering committee has decided to continue the project next year. The garden was originally funded with money from the Mort Brooks fund; Dorothy read a poem about Mort.

DIVERSITY / OUTREACH: Yvonne Thompson-Friend

Yvonne reported that Weavers Way is partnering with Henry School on a number of projects. There are 600 families and 75 teachers at Henry who could join the Co-op. The Diversity / Outreach committee is looking at strategies to involve Henry in the Co-op, such as giving the

teachers temporary memberships so that they can work at the Co-op and learn about Weavers Way, also the Curriculum committee is educating the students about Co-ops. The Farm project is another project in which the committee is hoping Henry students will participate. The D/ O committee will also participate in the Perimeter project, which is a Henry project to beautify the schoolyard and deal with the congestion and parking problems.

MEMBERSHIP COMMITTEE: Louise Perry

Louise reported that Weavers Way now has 2903 member households and about 30 new households are added each month. The Membership committee needs new members. All of the committees need new members, so please sign up.

CREDIT UNION REPORT: John Huffy

John reported that the Delaware Valley Credit Union is the Weavers Way credit union. Currently there are 700 Weavers Way members in the credit union. The Delaware Valley Credit Union is a full service credit union. There is literature about it at the Co-op and they have office hours at the Co-op on Saturdays. The credit union will likely have an office at the co-op again sometime in June of 2001. Please join.

EDUCATION FOR ALTERNATIVE ECONOMICS: Alan Dawley, Education Committee Chair

Alan introduced himself and explained about the EAE (Education for Alternative Economics) its history and recent revival. The mission of the EAE is to educate everyone about Co-ops and alternatives to the dominant economic system. The EAE has contacted Henry, Philadelphia University, and Saul Agricultural High school about setting up programs to educate students about co-ops. The EAE is also working on setting up a speaker's bureau.

Meeting adjourned at 9:45 p.m.

Respectfully submitted,

Mira Rabin
Secretary, Weavers Way Cooperative Board of Directors