

Minutes
Weavers Way Cooperative Association
General Membership Meeting
Tuesday, June 4th, 2002

Bob Noble, Vice-President, called the meeting of the Weavers Way Co-op General Membership to order at 7:35 p.m. on the evening of Tuesday, June 4th, 2002 at the Church of the Annunciation, Lincoln Drive and Carpenter Lane. Bob announced that a quorum was met and thanked everyone for attending. 85 people attended.

AGENDA REVIEW: Bob Noble reviewed the agenda and introduced the Board members.

MINUTES APPROVAL: The minutes from the December 4th, 2001 General Membership Meeting were approved.

PRESIDENT'S REPORT: Marilyn Anthony

Marilyn was back from Bangkok and Bhutan (some where in the Himalayas) with some high altitude ideas. Himalayans include a "happiness index" in their national measurements of progress. She thought we at Weavers Way could relate. Weavers Way is not just a place to get "cheap cheese," but one that is interested in giving its members a place to commune, while being a good neighbor in the community.

There were several challenges during her tenure: policy making, transition to a Policy Governance model, community relations, an increase in competition, no longer ahead of the retail grocery curve as we once were 25 years ago, and a reevaluation of core values. In evaluating our values, Weavers Way was neither defensive nor aggressive, but asked "what do we believe in?" and "who are we?"

There was a painful process with staff and management. There was an operational challenge involving the decision making process, becoming more inclusive and democratic. Marilyn gave credit to staff and management.

When a potentially thorny problem emerged, monitoring Henry School students in the store, we worked on creating a healthy relationship with our neighbors. We involve students in co-op principles and practices through the Market Place. We are cultivating future co-ops. Thanks go out to the Diversity and Outreach Committee and all members involved. The Farm project also involves the students. They get to see where produce comes from, how it is grown, the cycle of a farm, and produce distribution. It is a wonderful project.

There have been external business pressures. Cooperative principles were used, member input sought via a professionally administered survey. We asked, "how will Weavers Way function in the future?" The message was we need to grow within our membership and neighborhood.

Cooperative democracy in action is a messy, glacial process, but through it Marilyn witnessed who we are: viable, visible proof of cooperative beliefs in action, a shining example of practical

idealism. In her view, Weavers Way contributes to the Gross National Happiness (GNH) index of our neighborhood.

AWARD PRESENTATION: Marilyn Anthony

Thanks and appreciation were given to:

- ❖ Dina Schlossberg for her legal expertise and efforts given.
- ❖ Carol Prouse-Goldstein and Debra Hoffman for their service on the Board of Directors.
- ❖ Alex Moss for his 10 years of dedicated service to the Co-op and the Board of Directors.
- ❖ And to Flora Lisi, a lifetime service award, who gave over a quarter of a century of her efforts to serving Weavers Way and its membership.

CREDIT UNION: John Tuffy

John informed the membership of the Delaware Valley Federal Credit Union's variety of services, which include: hours 9-12 Saturdays at Weavers Way, 9-4 Monday through Friday at the office in Elkins Park at Broad and Cheltenham. They also offer low interest loans for cars and homes. New members get a \$10 coupon towards their purchases at the store. He offered literature, which detailed their services and loan rates. They offer checking and saving accounts, which now come with MAC cards.

MANAGER'S REPORT: Ed McGann

Ed expressed thanks to Alex and Flora for their service to the co-op.

Addressing budget highlights: Our gross margin was good and helped offset our shortage in sales. Payroll was on target, while sick time, vacation and health were a little over. Our casual labor cost was held down. Office expenses were down as were utilities. Board expenses were over, but that is because of instituting the Cooperative Advantage Program (C.A.P.). The up front cost to launch the program will be offset by savings in the near future. CAP pools the region's cooperatives to act as a virtual chain, and helps us compete with national chains. We hope to shop health insurance as a group and receive a better price on what is nationally becoming a growing expense item on balance sheets.

After visiting other cooperatives, what sets Weavers Way Co-op apart is our high level of activity, conversation, and interaction among members and staff. We are a community draw. We continue to grow, improve quality, and are currently focusing on training and developing our staff.

Comment: The store is great as it is. We always hear the business must grow. Can we cherish who and how we are?

Response: We need to grow ahead of our expenses, as well as control expenses. When we have about a \$12,000 increase in insurance for example, we need to offset this somehow, and preferably not by raising our prices. We also hope CGANE will help find cheaper insurance programs.

NEW STORE PRESENTATION: Marilyn Anthony

Marilyn got involved in the Property Acquisition Committee (PAC) in 1999. Various possibilities with real estate were explored in Mt. Airy. Member input focused us on Greene and Carpenter. Customer Survey results yielded lots of information. PAC recommended expansion

in the neighborhood with prepared foods. We were helped in our feasibility study and business plan for 608-610 Carpenter by local professionals in the prepared food business. The National Cooperative Bank was contacted, a budget worked out, and financing sources identified. We went to the city to correct the zoning of the property and to handle a variance. By December 2000, fund raising was under way. After the first draft of our wish list in 2001, it was quickly downsized when real dollar amounts came in. We refocused to meet our budget. Our equity drive was successful, exceeding our goal of \$30,000, pulling in \$44,000. We generated \$150,000 in member loans. We perceived this as a vote of confidence in our efforts. In February of 2002 our NCB loan was approved, and in March 2002 Weavers Way Co-op bought 608 and 610 Carpenter Lane.

Ed McGann:

In January 2001, we had our plan. It looked great. 610 Carpenter was priced. What we wanted to do with the property cost too much, and we did not have enough space to fit everything in on the wish list. We included 608 Carpenter in our plans as it became available, with the idea of joining the buildings. Things were starting to shape up.

Dick Winston, architect:

We had to balance the budget, sequence our current work with future work and keep present square footage renovation to a minimum. The plan includes the front of 610 for retail, the rear for kitchen space. We anticipate a good commercial grade, high quality prepared food store. In the rear of 608 there is space for packing and food preparation to support 610. At present, the second floor of 608 will be apartment space. The second floor of 610 will provide office space and break room space for 608-610 staff. There will be café seating in the front of 608, with the entrance in 610. There will be low impact cost improvements in 608, while we concentrate on 610. There will be possible outdoor seating in the rear. 608 will have a walk-in refrigerator in the rear and a bathroom in the center. Construction will start in mid-July and finish in mid-November.

Question: Was there open bidding for contractors?

Response: No. We weighed out the advantages between competitive bids and negotiating bids. Several contractors were interviewed and we chose Phil King, a co-op member. His bid must remain within budget.

Question: Are any of the planners knowledgeable about energy efficiency?

Response: Yes. We will use green architecture and address sustainability issues where feasible. The building is being recycled. Sustainable products cost more than conventional.

Question: Will display cases be open or closed?

Response: Both open and closed.

At the half-way point, 8:30, two raffle prizes were given away.

BY-LAWS, 3 CHANGES PROPOSED: Yvonne Thompson-Friend and Bob Noble

FIRST BY-LAW CHANGE: Make Diversity & Outreach Committee a standing committee: Yvonne is the current Diversity and Outreach co-chairperson. Yvonne started by drawing attention to page 17 of the GMM Packet, an event announcement for the Weavers Way

Multicultural Potluck. The purpose is to get members together and have fun. There will be music and entertainment, and socializing. Everyone is invited to bring a dish to share.

Next she spoke about the store's relationship to Henry School. Two points of contact we have with the school are through the Market Place and the garden. The students have been able to watch their seeds sprout, plant them and visit over the growing season. By sharing our garden, its produce and our philosophy with the students, we take the co-op "on the road" highlighting cooperative principles, members' volunteer work, and our variety of offerings not available at most retailers.

She also spoke about the committee's involvement in the development of staff and offering diversity orientation and training. The committee has 35 members, with 15 core members.

Yvonne read the resolution to make the Diversity and Outreach Committee a standing committee:

Proposed Bylaw Modifications to Add Diversity and Outreach Committee to the Board of Directors

Article V—Directors and Officers

[existing language]

2. Number of Directors—The administration of the Co-op shall be vested in a Board of Directors of eighteen (18) persons who shall act for the Co-op in all matters, except those required by statute, the Articles of Incorporation or reserved by these By-laws for the members. The Board shall consist of seventeen (17) elected members and the immediate Past-President.

[proposed new language]

Change the existing numbers 18 and 17 to 19 and 18 respectively.

[existing language]

3. Board Positions—The Board of Directors shall be composed of the following persons, all of whom shall be members of the Co-op: the President, the Vice-President, the Secretary, the Treasurer, the Operations Committee Chairperson, the Education Committee Chairperson, the Membership Committee Chairperson, the Merchandising Committee Chairperson, the Co-op Development Committee Chairperson, the Environment Committee Chairperson, the Leadership Committee Chairperson, the immediate Past-President, four (4) other Directors elected from the membership at-large and two (2) other Directors who shall be staff members. Except for the at-large positions, each Director shall be elected individually by the members.

[proposed new language]

Insert, "the Diversity and Outreach Committee Chairperson," after "the Leadership Committee Chairperson."

[existing language]

5. Terms of Office. c. Staggered Terms of Office - The President, Vice-President, Membership Committee Chairperson, Education Committee Chairperson, Environment Committee Chairperson, two (2) at-large Directors and one (1) staff Director shall be elected at the meeting held in even-numbered years. The immediate Past-President position shall be filled in even-numbered years. The Treasurer, Secretary, Operations Committee Chairperson, Co-op Development Committee Chairperson, Merchandising Committee Chairperson, Leadership Committee Chairperson, two (2) at-large Directors and one (1) Staff Director shall be elected at the membership meeting held in odd-numbered years.

[proposed new language]

Insert, “Diversity and Outreach Committee Chairperson,” after “Leadership Committee Chairperson.”

Article VII—Committees

[new paragraph; the paragraph number is dependent on the decision to eliminate the Co-op Development Committee from paragraph number 2; the intention is for Diversity and Outreach to be the last named committee and to come immediately before the current paragraph number 10, Special Committees.]

9. Diversity and Outreach Committee—The Diversity and Outreach Committee shall be chaired by the Diversity and Outreach Committee Chairperson and shall work toward better reflecting the diversity of our community in our membership. We seek diversity in many areas—principally in race and ethnicity, but also in income, age, and other differences.

MOTION: Adopt the by-law change.

MEMBER ACTION: Motion passes.

SECOND BY-LAW CHANGE: Bob Noble

We wish to change the wording of the by-laws regarding casting ballots without a member being present (which is actually the rule at Weaver Way, not the exception). We want to change the word “mail” to “absentee ballot”. The by-law change being voted on is as follows:

Proposed By-law Changes

A change to the wording for voting for officers when not present at the membership meeting. There seems to be some confusion over the word MAIL. The committee that created these by-laws did not intend that the US Mail could only send ballots that were not cast at the meetings. Therefore we propose changing the language to support the maximum flexibility.

Article	Current wording	Proposed Wording
Article V Section 1.	<u>Election of Directors and Officers</u> - The election of Directors and Officers shall take place at the Spring meeting. The Board shall provide for voting by mail for election of Officers an Directors, subject to these limitations:	<u>Election of Directors and Officers</u> - The election of Directors and Officers shall take place at the Spring meeting. The Board shall provide for voting by absentee ballot for election of Officers an Directors, subject to these limitations:

Article V Section 1. d.	Mail ballots shall be deemed delivered if deposited in the United States mail with at least third class postage affixed and addressed to the latest address provided by the member at any time up to 20 days before the votes are to be tabulated.	Absentee ballots shall be deemed delivered to the members if deposited in the United States mail with at least third class postage affixed and addressed to the latest address provided by the member at any time up to 20 days before the votes are to be tabulated.
Article V Section 1. e.	Mail ballots shall be counted at the meeting at which the vote is to be recorded. No mail ballot received after the meeting date shall be counted.	Absentee ballots shall be counted at the meeting at which the vote is to be recorded. No absentee ballot received after the start of the meeting shall be counted.
Article V Section 1. f.	Members who do not vote by mail shall be permitted to vote in person by attending the meeting. Members voting by mail may change their votes at the membership meeting. Each household shall be limited to one vote per Director.	Members who do not vote by absentee shall be permitted to vote in person by attending the meeting. Members voting by absentee may change their votes at the membership meeting. Each household shall be limited to one vote per Director and Officer.

MOTION: Adopt this by-law change

MEMBER ACTION: Motion passes

THIRD BY-LAW CHANGE: Bob Noble

We would like to change the Co-op Development Committee position on the Board to an At-Large position. This committee has become inactive, while much of its original activities have been taken over by the Education Committee, Operations Committee, Merchandising Committee, and so forth.

Proposed By-law Change

As the leadership committee has noticed that the coop development committee ceased to have a role to play at our coop we propose eliminating the committee as a committee with board representation.

The duties that were once those of the development committee have been taken over by other committees and by the staff of the coop. If there is a future need for coop development activity that can be satisfied by an ad hoc committee created by the board.

Article.	Current wording	Proposed change
Article V Section 3.	Describes the board positions	delete reference to the Co-op Development Committee.
Article V Section 5. c.	Describes the staggered terms of office	delete the reference to the Co-op development committee. Chang Two at-large Directors in the odd numbered years to Three at-large directors.
Article VII	Describes the committees	Delete section 2 Co-op development committee. Renumber the following sections so there will still be a section 2

MOTION: Adopt this by-law change

MEMBER ACTION: Motion passes

FARM REPORT: Raisa Williams

The farm is in its third year. There has been lots of hard work digging, weeding and watering our garden. Mort Brooks Memorial Fund helped start this project. A part-time manager has been hired. She oversees rotation, what goes where, what bugs are a problem, etc. The water is city water when it does not rain. Aside from that we are organic.

Henry School children helped to dig the garden. This winter they started seeds and planted them in the spring. Some have returned to see the growth. We encourage summer visits. Each committee member takes turns by day of the week to do work, between 4:30 and 7:00.

Volunteers are encouraged! No “co-op hours work credit” is given. (The co-op needs six hours per member to sustain the store’s operation). We have had seeding parties and planting parties. We are quite organized, including our watering schedule. \$1,600 was raised from the Shuttle donation request. Our hope is to become self-sufficient. Currently our costs exceed our income. We do have grant proposals written.

Comment: Congratulations! Suggestion: Out of sight, out of mind. Put volunteer “coupons” in the Shuttle that people can fill out to chip in time or money.

MURAL: Steven Storiman

Steven secured a grant for a mural in Mt. Airy, and the current site targeted is the Co-op’s Greene Street side on the 2nd floor. Jane Golden, director of the Mural Arts Program has taken an interest in the proposal. She wants a mural in Mt. Airy and at Weavers Way. She is excited about the location because it is a hub of activity and embodies much of what the neighborhood is about. We want it to be reflective of who we are, a multi-ethnic, multi-racial, diverse community. Tuesday, June 11th there will be a neighbors meeting to discuss the project. Jane

Golden and Sara Steele will be there. What we/the neighbors want as a community will be implemented. Please attend. The cost to Weavers Way is zero, including maintenance.

Comment: A large picture could taint the corner. There is a lot of natural beauty in the neighborhood.

Response: Please attend the June 11th meeting at Summit Church. Your views as a neighbor and Weavers Way member are welcomed.

RAFFLE:

Remainder of prizes given away.

ELECTION RESULTS:

President: Bob Noble

Vice President: Sylvia Carter

At-Large: Robin Cannicle, Alan Dawley, and Dorothy Guy

Education: Larry Schofer

Membership: Rosemary Daub

Staff Representatives: Margie Felton and Drew Stanislaw

Environment: Bonnie Hay

Operations: VACANT

Leadership: VACANT

MOTION: To adjourn

MEMBER ACTION: Unanimous

Respectfully submitted,

Suzanne Weltman, Secretary