

# Weavers Way Co-op

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June 3rd, 2014

## **WW Board of Directors Meeting**

Meeting Minutes: June 3, 2014

555 Carpenter Lane

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**Board Members Present:** Margaret Lenzi, Stu Katz, Laura Siena, Chris Hill, Jeremy Thomas , Megan Clinton, Lisa Hogan, Nathea Lee, Linda Shein (7:24), Josh Bloom

**Absent:** Dave Tukey (excused)

**Staff:** Glenn Bergman, Rebecca Torpie

**Guests:** Jill Fink- Executive Director, WWCP, Mira Rabin- Board President WWCP

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The Meeting commenced at 7:02pm in the lower level of 555 Carpenter Lane

Megan offered to be timekeeper.

## **PRELIMINARIES**

Margaret announced that Dave Tukey sent an email regretfully resigning from his position on the Board. Margaret invited the board to entertain nominating another individual to fill the remainder of his term. Nathea, Stu and Jeremy offered to review the candidates from the May 18<sup>th</sup> election and make a recommendation to the board.

## **Agenda**

BOARD ACTION: The Board accepted the agenda as submitted.

## **Minutes from May 6th, 2014**

Chris requested that a dollar sign be added to the number \$180,000 in the GM report Pg. 1

BOARD ACTION: The Board accepted the amended May 2014 meeting minutes unanimously.

## **Calendar**

Lisa offered to facilitate the Monitoring Survey for July. Margaret wrote the Shuttle article for July based on the President's Report at GMM. Glenn agreed to submit a six month interim report on L5 – Staff Treatment -- due July Board Meeting

## **Committees Review**

BOARD ACTION: Committee Review accepted as submitted.

## **GM Report**

Rebecca Torpie and Glenn expanded on the marketing section of the GM report. She also explained NCGA ad incentive program and answered questions about margins.

BOARD ACTION: The Board accepted the General Manager's Report as submitted.

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## **CCMA Report**

Four board members will attend: Margaret, Chris, Megan, and Laura. Two staff members will attend: Glenn and Bettina. Attendees will give a report to the board on workshops attended.

## **Conflict of Interest**

Forms were given to all Board Members, per the By-laws, and collected by the treasurer who will distribute to the board.

—END OF PRELIMINARIES—

## **WWCP Strategic Plan 2014-2017- Jill Fink, Mira Rabin**

Jill Fink, Executive Director of WWCP, presented its strategic plan, including a new mission statement: WWCP empowers children, youth and families with the values and knowledge to be *healthy, strong and informed* through experiential activities centered on *urban agriculture, nutrition and the cooperative economy*. WWCP's Board and staff undertook the planning process with a grant from The Philadelphia Foundation and enjoyed excellent participation from nearly all stakeholders.

Jill reviewed Governance, Facilities and Technology, Resource and development, financial management and marketing and communication.

Link between WW and WWCP: WWCP pays WW 10,000 a year to get HR support, marketing, publications and payroll services.

The Board discussed ways in which the Co-op and WWCP are moving forward as two organizations but also as united organizations. All parties agreed that this partnership will be explored in the future, including reports and discussions at future board meetings.

Link to WWCP Strategic Plan:

<https://drive.google.com/file/d/0B37QD9RNJuWTbFhnVzYzM2Jvb1d6UGp1TkcwS3NqeFFIM3FV/edit?usp=sharing>

## **Board Self-Monitoring, M3 Delegation to the General Manager- Megan**

M3.4. Action items and interim steps could be implemented in order to monitor progress towards concerns which are raised when the Monitoring Report is found in compliance. (Margaret).

Board discussed briefly what an approval requiring interim steps and reports may look like, and will try to use this mechanism when called for after reviewing a Monitoring Report. In such cases, monitoring reports would be approved with the proviso that interim steps addressing the particular concern would be taken and reported back to the board at a specified date.

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## **L8, Member Involvement - Glenn, Rebecca Torpie**

Glenn presented the May report with updated information.

The Monitoring Report did not include a report of L8.4 about the Endorsement Policy. A verbal report was given of L8.4 and a written report will be given in September.

Rebecca gave an update on new Committee Procedures- in the beginning stages of implementation.

Currently using Desk.com software to handle shopper feedback/complaints which is going to be phased out and replaced with something simpler. Most shopper problems solved on the spot and do not need management intervention or follow-up.

### Decision Tree:

Is the operational definitions/interpretations reasonable?

*The Board agrees unanimously.*

Is there adequate data?

*The Board agrees unanimously.*

Is the report accepted?

*The Board accepts the report unanimously.*

**BOARD ACTION:** Board accepts GM monitoring report L8.1-L8.3 Vote: Unanimous  
Monitoring Report on L8.4, Endorsements, will be presented in September 2014.

### **Board Election Results**

Margaret congratulated newly-elected incumbent Board members. Voting Numbers were given to Board.

### **Board Officer Elections**

#### **Nominations for WW Board Submitted:**

**President: Jeremy**

**Vice-President: Chris Hill and Josh Bloom**

**Treasurer: Stu Katz**

**Secretary: Laura Siena**

No nominations from the floor: All of those who were nominated accept the nominations. Chris self-nominated as VP with supporting nomination from Jeremy. Nathea nominated Josh for VP.

Megan: Motion to nominate Stu as Treasurer, Laura as Secretary and Jeremy as President.

**BOARD ACTION:** Board votes unanimously for Stu as Treasurer, Laura as Secretary and Jeremy as President.

Board took two sequential written votes for Vice President between two nominees: Chris Hill & Josh Bloom  
Both votes result in a tie, 5-5.

Board decided that the nominees for VP will meet and discuss with the newly elected President, Jeremy, and a decision will be made at the July meeting.

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## **Board Meeting Facilitator Report-Jeremy**

Board Officers met with 3 of the 4 applicants, compared credentials and conducted interviews. These interviews resulted in 2 qualified candidates: Aorta Consulting (Esteban Kelly and Jenna Peters-Golden); and Bob Noble. Each had different assets to offer but both could do the job. The officers made a recommendation to the Board that one of the candidates, Bob Noble be hired.

Motion to accept Officers' recommendation. After further discussion, motion amended to make the offer a six-month trial period. 7 for and 3 against. Motion passes and offer will be made to Bob Noble for 6 month trial period.

## **Governance Educational on "Four Pillars of Cooperative Governance" article.**

Discussion is deferred until July Board meeting due to time constraints.

## **Expansion Report- Jeremy**

Committee met and will be sending out minutes. Plan is to have educational/strategic board sessions on market studies utilizing the scope of the study to be conducted for WW expansion, financials important in expansion/growth periods; and whether WW needs additional policy on growth/expansion..

## **Committee Review with New Board**

Margaret motioned to disband Education Committee because its purpose has been absorbed by other committees

BOARD ACTION: Education Committee is disbanded, vote unanimous

Other changes to committee's chair and members include:

Expansion Committee: Margaret will be chair; Jeremy, Stu, Chris are members. David Woo is removed.

Leadership Committee: Laura will be the chair; Margaret, Jeremy and David Woo are members

Diversity Committee: Nathea (Chair), Josh, Stu [Dave Tukey no longer a member as this is a Board-only committee.]

Bi-Laws Committee: Lisa (Chair), Laura, Stu, Margaret

Fall GMM Committee: Megan (Chair)

Board Vacancy- Jeremy, Stu, and Nathea will review candidates and make recommendation to board.

Meeting Adjourned at 9:19pm.