

# MINUTES

## Weavers Way Cooperative Association Board of Directors, 7/12/2011

Attendance: Sylvia Carter, Chris Hill, Nathea Lee, Margaret Lenzi, Brian Maher, Bob Noble, Sue Wasserkrug, Nancy Weinman, David Woo, Stu Katz  
Excused absences: Ian Zolitor, Linda Shein  
Staff present: Glenn Bergman, Rani Singh (minutes)  
Guest: Mike McGeary

The meeting began at 7:00 pm. Glenn introduced Mike McGeary, who was just hired as finance officer.

### Agenda and Calendar Review

Two items were added to the agenda: GM Report and Establish International Year of Cooperatives (IYC) committee. There will be no board meeting in August. David and Margaret will write the Shuttle article for September (due August 1) about board policy monitoring. Sue and Nancy will write the article for the October Shuttle (due Sept 1). Sylvia suggested that when the board reads articles for Ends discussions, someone should write a review of the article for the Shuttle.

The September meeting date should read 9/6/11. Packet submission will be due August 29. Notice of the 8/29 due date will go out on August 22. Some other corrections were made to the Board Calendar and will be reflected on the September calendar.

### Approve Minutes of June 2011 BOD Meeting

The following corrections were offered:

- Under “Magarity Site Issue,” a final sentence should be added: “The following board members volunteered: Linda, Nathea, Brian, Ian, Chris, Nancy.”
- Under “Ends Discussion,” first sentence of second paragraph should begin: “Weavers Way’s global ends policy includes ...”
- Under “M3 Delegation,” the first sentence should remain, and the rest of the paragraph should read: “It was clarified that we are monitoring ourselves, not the GM. The issue of measuring progress incrementally was brought up, but this is being investigated by a board committee. Also mentioned was the need for board members who are also staff members to keep in mind that they are not staff representatives on the board but rather representatives of the whole membership.”

**Board Action:** The Board unanimously approved the June minutes as amended.

### Policy Monitoring G1 (Brian)

There was some discussion of our mission statement and its relationship to our ends. It was offered that everything in our mission statement is either found or reflected in our Ends.

There was also discussion of how best to report what we are doing in terms of monitoring to the members. As determined earlier, David & Margaret will write about this for the September Shuttle and we will try to do a Shuttle article on this topic every September and subsequently post the article on the website, perhaps under “Important documents.”

**Board Action:** A motion to amend Board Policy G1.3.1 to eliminate the last six words was passed.

### **International Year of Cooperatives (IYC)**

A committee was formed to plan activities for IYC: David (chair), Margaret and Nathea. Glenn suggested that Jon McGoran, Anne Workman and Kirsten Bernal from staff could assist. Some possible activities include: bringing a resolution to the members at the fall GMM; trying to get City Council to pass a resolution recognizing IYC, and a co-op trip to London to visit Rochdale.

### **GMM Planning Committee established (Margaret, Ian)**

Margaret distributed a draft agenda for the Fall General Membership Meeting. She suggested October 30 as a date, but there was some concern about conflicting with the World Series, which Margaret will investigate. If October 30 is the date, an announcement will need to go in the October Shuttle (due Sept 1), but if the date is any earlier it will need to go in the September Shuttle - which would be preferable even with an October 30 date.

A possible location is the Unitarian Society of Germantown.

The agenda included interactive items such as a “get to know your coop” trivia game. It was suggested that the Q&A period be 5 minutes longer and the trivia game be 5 minutes shorter. It was also suggested that costumes be encouraged, and that we might have a Halloween parade for the children.

**Board Action:** The board voted to approve the agenda as amended (regarding time of Q&A and game) and to authorize the committee to change date if in conflict with World Series.

### **Board Election results, publication for membership (Sue, David)**

The election results were included in the board packet. There were 25 invalid ballots, which is high; Michelle Lempa has indicated that she will address the issue.

The results for the board of directors and the by-law change will be included as an amendment to the minutes of the Spring GMM, and Brian will ask Michelle Lempa to write an article for the Shuttle reporting on the election.

### **Board retreat committee report (Chris, Sylvia)**

Chris has been talking to the Teleos Group, which did a study of the culture of the co-op, about leading our retreat on October 22 at the Lutheran Seminary. Chris will determine the cost. David will talk to Michael Healy about leading a CBL 101 (Cooperative Board Leadership training) on October 15, instead of leading our board retreat. We will invite other local co-op boards to the CBL 101 session.

### **New Member Orientation Committee report (Sylvia)**

Glenn provided a written description of the current orientation process, which the board will review and determine whether we approve at the next meeting (September). The description is attached to the end of these minutes (titled “On the Question of Member Orientation”). We might not need to specifically approve it but rather determine that we accept the information and request that any changes be communicated to the board. It was suggested that we add a limitation policy requiring the GM to report any changes in the orientation procedure. This task will be added to the committee that is currently considering the M4 policy.

## **GM Report (Glenn)**

Glenn reviewed the budget. WW will end the year with sales at about \$14.8 million, whereas the revised expansion budget had projected \$14.2 million, and the original expansion budget was even less. With the grant, we expect about \$200,000 in net income; the original projection was \$96,000. The farms should show a profit of \$5,000 or \$6,000, this year and next. The forecast indicates a loss for next year, which is driving the decision to close the West Oak Lane store and take a write-off. Glenn described numerous actions that have been taken to improve sales at WOL and save the store, including approaching a variety of local community groups. The board expressed concern about giving adequate notice to members. Glenn's August column in the Shuttle will address the closure of the WOL store.

Regarding patronage rebates, the current strategy is to reserve cash and pay down the debt, especially in light of potential future competition in Chestnut Hill.

Surveillance cameras have been installed in the Mt Airy and Chestnut Hill stores, with proper notice signage. One camera indicates that there may have been an incident of shoplifting. The by-laws need to be checked for direction on how to handle this.

**Board Action:** The Board passed the following Resolution of the Sense of the Board: "While the Board understands that keeping the West Oak Lane store open may incur a loss to Weavers Way of up to \$7,000 per month, the Board requests that the General Manager delay closure of the store for at least 30 days from the publication of an announcement/article in the August Shuttle, so that there is adequate time to provide notice to members and the public and to communicate the reasons for the closure and what was done to avoid it." The vote was nine in favor and one abstention.

## **Ends Education**

The discussion of the article "The Business of Relationships" by Greg MacLeod was tabled until September because the meeting was running so long.

## **Leadership and Finance Committees (Brian, Bob and Chris, tabled from June)**

As a reminder, the issue was how to deal with the uniqueness of these committees, which serve board functions, as opposed to other co-op committees, which serve management or operations functions. The board decided that this issue should remain a mandate of the committee on committees.

## **CCMA 2012 (Stu, David, Sue, Margaret, Brian)**

Anne Hoyt is researching hotels in Philadelphia for the 2012 CCMA (Consumer Cooperative Management Association) conference. If she finds a hotel, she plans to visit Philadelphia in August, and we will have to commit (or not) at that time.

As the host co-op, WW's primary responsibility would be organizing the Thursday-afternoon tours (CCMA will pay for the buses) and hosting the Saturday night party (CCMA will contribute \$50 per person and any excess cost is absorbed by us). We need to consider the costs in terms of not just money but also staff and volunteer time. We might be able to get donations to help defray the costs. Glenn indicated that if the Board wants to host, the staff will make it happen.

An academic conference on cooperatives, hosted by Drexel, is scheduled for the Wednesday before the CCMA conference. We would want CCMA to promote that conference and vice versa, and maybe get

the conference rate at the hotel for Tuesday night, and also allow people to register for both conferences on one form.

The board discussed the benefit to the co-op and its members of hosting the conference: it would boost our visibility, as well as the visibility of co-ops in general and the co-op movement, particularly in this region, and it would showcase WW as a leader of the co-op movement. However, there would likely be no direct financial benefit to WW members.

David took over as chair of the committee, since Stu stepped down, and Nathea joined the committee.

**Board Action:** The board voted to accept hosting CCMA, provided Ann Hoyt finds a hotel in Philadelphia, and provided there are no unacceptable conditions imposed (such as holding it at a hotel in Valley Forge). The vote was eight in favor and two abstentions.

## **Announcements**

- Bob requested we add a discussion of the Rochdale tour to the September agenda.
- Bob announced that we are organizing car-pools for the July 23 MAFCA meeting in Frederick, Maryland.
- Bob reminded everyone that WW's 40<sup>th</sup> anniversary is in 2013 and we should think about celebration activities.
- Stu announced that he attended a workshop at the CCMA conference about strategic planning in the context of policy governance and requested that we discuss it at either the September or October meeting, whichever works best.
- Brian announced that this would be his last meeting as a Board member; he is resigning because he just got a job in Newark, NJ and he anticipates that he will not be able to attend meetings.
- The board praised Brian for the excellent work he has done as a director.
- Nancy requested that we have a social gathering in August, since we have no board meeting.
- David announced that tonight was the first meeting of the South Philly Co-op board of directors.

## **Executive Session**

The Board had a preliminary discussion of the Grievance Committee recommendations, but it was tabled until September to allow board members to read a report that was distributed.

## **Adjournment & Appraisal**

Meeting adjourned at 10:45 pm.

## On the Question of Member Orientation: Management's Orientation Program for Members

Weavers Way Board requested that management confirm that By-law Article III- #3 was being met. This bylaw article states that ***“Applicant members shall be required to attend orientation programs under such rules, procedures and policies as the Board of Directors may, from time to time, determine.”*** Weavers Way Membership and Outreach Department would like to describe the current orientation process and proposed enhancements to ensure that the above by-law continues to be met.

Our Current Orientation Process:

### **At the Register:**

Upon submission of membership form and payment of equity at any store register, the new member is issued their membership cards with member number and given a Welcome orientation packet that includes the salient information including:

- Upcoming Welcome Orientation Sign-up (no longer required, but strongly encouraged)
- Weavers Way History
- International Cooperative Principles
- WW Mission Statement
- Products and Services
- WW Community Programs,
- Working Membership Option
- Committees
- Weavers Way Locations (stores, farms, etc.)

Within one week of joining, each household receives a Welcome e-mail from our membership coordinator. This e-mail provides members with log-in information and passwords for the on-line member center and an explanation of the work-cycle and working requirements.

*The above orientation packet is considered the initial required orientation program by management.*

### **Welcome Orientation Meetings:**

Approximately 35% of new members attend a 1.5 hour, in-person, Welcome Orientation meeting. These meetings are held three times per month at our three store locations. This Welcome Meeting also offers attendees a two hour work credit per household to 1) encourage attendance at in-person Welcome Meetings 2) encourage people to become working members by “jump starting” their work hour credits.

The in-person Welcome Orientation Meeting is an in-depth look at the above bulleted items with a tour of the store. A Welcome Meeting can be attended by new members, long-term members looking for a “refresher,” or shoppers considering becoming a member. This personal, face-to-face interaction enhances the above welcome packet information and gives attendees the opportunity to ask questions and share experiences.

Planned improvements and enhancements to the above process include:

- More in-depth training of cashier staff to highlight information in the Welcome packet and encourage new members to attend a Welcome Orientation.
- An on-line orientation for new members to complete in order to receive their web-site username and password. Membership is in the process of developing this 5-10 minute on-line orientation that will include orientation information, video clips and a “self-test” review. Proposed operational date is October.

Today, many grocery cooperatives do not provide in-person orientations. Some require that only working members attend an in-person work orientation. Membership and Outreach recognize the need to provide a variety of accessible options to educate our members.

Co-op Orientations Reviewed for this program were: Honest Weight, Brattleboro, Bloomingfoods, GreenStar, Swarthmore, PCC, Mississippi Market, and Willy Street.