

# MINUTES

## **Weavers Way Cooperative Association Board of Directors, 2/7/2012**

Attendance: Sylvia Carter, Chris Hill, Stu Katz, Nathea Lee, Margaret Lenzi, Bob Noble, Linda Shein, Sue Wasserkrug, David Woo, Ian Zolitor  
Absent: none  
Staff present: Glenn Bergman, Karen Plourde  
Guest: Nancy Weinman (past president), Megan Clinton (potential board candidate), Dave Tukey (former board member & HR director)

The meeting began at 7:00 PM. Margaret chaired because David was running late.

### **Agenda Review**

One item was deleted because it was accomplished last month, specifically, L4.1 policy rewrite. One item was added: WWCP (Weavers Way Community Programs) report by Sylvia.

### **Approve Minutes of January 2012 BOD Meeting**

No changes were offered.

**Board Action:** The minutes of the January Board meeting were unanimously approved as written.

### **Policy Monitoring L6: Communication & Support to the Board**

The Board reviewed Glenn's L6 Policy Monitoring Report. A request was made for more detailed data in some sections, although the request did not interfere with accepting the report.

**Board Action:** The board unanimously accepted the L6 Policy Monitoring Report.

### **Board Policy Monitoring G6: Board Committees**

The Board discussed the Survey Monkey results. Regarding the finance committee, there was some concern that its two-pronged role of handling the audit and serving as a sounding board for the GM created a potential for conflict. Chris, the finance committee chair, noted that the committee functions well nevertheless. The board decided there was no need to make any changes. There was also some discussion of the need to reinvigorate the Leadership Committee. Ideas included: having more than one board member on the committee, and recruiting members via the web and social media (Facebook, e-news, Twitter) in addition to the Shuttle and in the stores. Nathea agreed to serve on the committee at least for this election cycle.

### **Committee established to propose Grievance Committee Chair**

This committee proposes a member to chair the committee that resolves staff grievances that cannot be resolved through other channels. We've had the same person for several cycles (each "cycle" is two years). It was suggested that we have an alternate in case the chair cannot serve.

**Board Action:** A committee was established consisting of Sylvia and Ian (co-chairs). They will report back in April.

### **Committee established to nominate board officers**

This committee solicits nominations and oversees the election of board officers at the June board meeting.

**Board Action:** A committee was established consisting of David (chair) and Linda.

### **Report from GMM Planning Committee**

The committee distributed a proposed agenda of for the Spring GMM (General Membership Meeting) and clarified that the International Year of Cooperatives (IYC) will be the theme of the meeting, which will be noted on the agenda.

**Board Action:** The Board approved the agenda for the spring GMM. [The agenda is attached at the end of these minutes.]

### **Board Retreat Update**

Chris reported that Teleos will attend our March meeting to engage us in a discussion about the issues regarding the culture of the co-op. Some staff will join us at that meeting. This discussion will take the place of the April Ends discussion. The Member Engagement discussion, which is currently scheduled for March, will move to April. Then, in April, we'll have a full-day retreat (with some staff), facilitated by Michael Healy, focusing on the future of the co-op. One goal is to inform the strategic planning process and to enrich the board's understanding of co-op issues.

**Board Action:** The Board voted to have the retreat on April 14.

### **CCMA (Consumer Cooperative Management Association) Update**

Margaret reported that the committee has communicated with Ann Hoyt about workshops, which are being developed. The Saturday night party will be at Reading Terminal Market. The committee is working on tours, both by bus and walking tours, for Thursday afternoon. More detailed news about the conference should be on the CCMA website ([www.ccma.coop](http://www.ccma.coop)) by next week. David asked for volunteers to lead tours (walking & bus). Because the board gets a reduced rate, every board member who wants to attend should be able to do so.

**Board Action:** The Board asked Karen to poll the Board about attendance, gather the information, and send the registrations into CCMA, with payment.

### **Board Policy Change Proposal**

Former board member Dave Tukey presented a proposal to add a board policy on membership diversity, which he clarified as being cultural diversity. He proposed adding a section "L3.8" to policy L3, Planning, addressing enhancing membership diversity. The new section would require the GM to not allow long-term plans that "do not provide for enhancing membership diversity." Dave gave the background of this proposal, which grew out of a complaint by one member five years ago. He indicated that diversity is an aspect of our Ends, and our mission statement talks about diversity, but no other policies deal with it. Dave said that he looked at other policy

manuals and concluded that “Planning” would be an appropriate place to add such a policy, since the board had expressed reluctance to changing the Ends itself.

The board discussed whether we should re-consider modifying our Ends, despite our previous reluctance, to give greater weight to the issue of diversity. Dave mentioned that he sees more “diversity” at other area grocery stores. He felt this policy would be a simple way to emphasize the importance of the issue and to keep it in the forefront. On the other hand, diversity is a prominent theme of E7, and therefore Glenn does report on it in the Ends report. There was a suggestion to create a committee to address diversity in board policy manual.

**Board Action:** The Board voted to form a committee to propose whether and, if so, how, to further address diversity in policy manual. There was one abstention. Chris will chair the committee; Sylvia, Stu, and Nathea will also serve. The committee will report back in May.

### **WWCP (Weavers Way Community Programs) Update**

Sylvia reported on the results of the WWCP appeal, and she conveyed appreciation from WWCP board & staff (Rachel Millenbach) for the board’s facilitating WW assistance with mailing the appeal. Specifically, Sylvia drew our attention to an item in our packet that included the following information:

- The Results: From December 5-31, 2011, we received 128 contributions totaling \$13,837. The largest gift was \$5,000, in honor of Liz Werthan and Mira Rabin. The smallest gift was \$10. We mailed to 4,582 member households, receiving responses from 2.79% of the membership. Two percent is considered a usual response for this kind of mailing. Several of the larger donations were as a result of the WWCP house party in October and Liz’s follow-up meeting and phone calls. The thank you letters are being compiled by volunteer Corri Gottesman and will be mailed next week.
- Cost of Mailing - \$1,695.89+
  - \$420 Re-print WWCP Brochure (The Next Crop Begins with You)
  - \$730 Annual Appeal Letter, #10 pre-printed envelope, #9 return envelope
  - \$545.89 Bulk Mailing
  - Plus supplies at Staples (mailing labels, glue sticks etc.) and cost of thank you letters

### **Ends Discussion**

The Board discussed the article, “The Business of Relationships,” which compares cooperatives to corporations in our economy and discussed cooperatives in other countries (Spain, Italy, Canada). The authors assert that cooperatives have an advantage and it’s all in the relationships. Co-ops completely alter the fundamental relationship between buyer & seller. The board discussed the project in Cape Breton, Canada, where co-ops created a development fund to assist local organizations. We wondered why none of the “heavy hitters” in US business are cooperatives, like they are in Mondragon (Spain) or Emilia Romagna (Italy). Mondragon is partnering with the US Steelworkers union. Also, innovative (Evergreen) worker co-ops are being developed in Cleveland. There was a suggestion that we have a discussion with TRF (The Redevelopment Fund) about a co-op development fund in Philadelphia. Among the co-ops in Emilia Romagna: 3% of profits of all co-ops go into a co-op development fund. Why can’t we do that in the US? There was also a lot of discussion about the accomplishments of WW, despite our weaknesses, and it was mentioned that the education committee is going to start focusing on

education about cooperatives. There was some discussion about worker-owned co-ops and hybrid worker/consumer owned co-ops.

## **General Manager Report**

Glenn referred us to his written report and the supplemental membership report. Management would like to engage board & shoppers on plans for redevelopment of the Mt Airy store. The construction might take place this summer. Glenn also mentioned that we'll get a more comprehensive membership report next month.

## **Review Calendar**

David agreed to write the board column for the April Shuttle (about leadership committee). Karen will email us to see if we want to attend CCMA. The March Board meeting will begin at 6:30.

The secretary will indicate when the "unscheduled items" were added to the calendar.

## **Announcements**

- Stu announced that his daughter is now working at WW; Stu wants to discuss what ramifications are for a board member with a family member on staff; the secretary will add this to "unscheduled items" on the board calendar.
- Ian requested that we use his Weavers Way email ([izolitor@weaversway.coop](mailto:izolitor@weaversway.coop)), not his gmail account.
- David went to Creekside groundbreaking last week, which was well attended; opening is scheduled for September. He also attended a meeting in Ambler of 160 community members interested in forming a co-op.
- Bob announced that on 2/14, the Delaware Valley Regional Planning Commission (DVRPC) is holding an event, from 9 to noon, focussing exclusively on co-ops. It is a meeting of the Regional Community & Economic Development Forum. Paul Hazen, formerly of the National Cooperative Business Association, is speaking; Bob is moderating a panel. Hopefully Chakkah Fattah will be there.
- Check out [www.philadelphia.coop](http://www.philadelphia.coop) (PACA website).
- There is a new co-op start-up effort in lower Bucks County.
- Bob announced that his wife is now a paid cooperator.
- Glenn announced that Dean Stefano is the new manager of the Chestnut Hill store.
- Glenn attended a meeting of a group of folks interested in forming a used book co-op.
- Glenn reported on more actions we're taking to lower credit card charges.
- Linda announced that she would be happy to facilitate the board using social media more.

## **Executive Session: GM Review Progress Update**

The GM Review Committee updated the Board except Ian, who was not present at the executive session because he is a staff member. The committee requested guidance on how to deal with the fact that the calendar changes caused the L7 report to not be done during this review period of March 2011 to Feb 2012. The board recollected that we knew this would happen. Therefore the Board decided that the GM Review Report will include the policies covered during this review period and will not include L7. The committee will distribute a report before the next meeting.

The meeting adjourned at 10:00 PM.