

Minutes of April, 2010 Board Meeting

Held at Panzanella meeting room, Carrboro, NC, 6:15pm April 21, 2010

Directors present: David Rizzo (chair), Jacob Myers (secretary), Curt Brinkmeyer (treasurer), Ruffin Slater (general manager), David Bright, Linda Stier, Rickie White.

Others attending: Andy Sachs (facilitator), Jason Baker (notes), Alvin Kirschner (visiting owner)

1. Preliminaries

a) Owner input: Mr. Kirschner attended the Annual Meeting last year, and recalled owners providing input to the coop about saving money and improving sales, but has not heard feedback. He would like to see more change in the Panzanella menu, more vegan options. He does not like the pastries; would prefer we bought them from Miel Bon Bons. He would like to see “tear sheets” to provide information.

Board members noted that some feedback response should have been given earlier to the comments provided at the annual meeting. There are gaps getting communication needs met. It was suggested that the posted consumer query responses in the Carrboro store should be brought back.

b) Agenda: The agenda was approved with three additions. The general manager requested two consent agenda items relating to a change in the company 401k provider, and a resolution to add the new finance manager as a bank account signatory. Rickie requested a small item to discuss a local transportation issue.

c) Minutes: The minutes of the March meeting were approved as written.

2. General Manager Items

a) GM Report and Communication to the board

The general manager presented his report concerning relevant trends, changes and issues. Overall coop sales continue to be above the previous year’s sales, for the fourth consecutive month. The GM suggested alterations to the co-op business model as it relates to volumes purchased/sold and final product pricing, alternative forms of distribution, and messaging that engenders trust and confirms Weaver Street as a reliable partner when it comes to organic and local food as well as transacting on all facets of their business model. Input is being sought to aid the consideration of staying open until 10pm at all three of stores, and opening the Carrboro store earlier at 7am.

b) Monitoring Report 2-6: Financial Conditional

The general manager reported that the co-op continues to make progress towards full compliance with the provisions of this policy. In certain areas it was reported that financial health was improving ahead of the fiscal year’s budget. The report showed continuing noncompliance with provisions related to rolling 4-quarter profits, contributions to the coop’s reserve fund, and late payments to vendors. The general manager suggested that the removal of the senior discount was having a negative affect on overall sales on certain days. It was noted that the general manager’s interpretation of provision #1 would be rewritten to remove the reference to PM 2-11, which no longer exists.

Decision: The board accepted the report with acknowledgement of contraventions.

3. Policy Development

a) New policy language based on Fairbairn article

Curt presented considerations from a committee meeting and two possible approaches for incorporating the Fairbairn ideas into the Ends Statement. Linda pointed out that ends should be about what is given for whom at what cost, and defining relationships with ownership and others. It was pointed out by several directors that a lot from the current ends statement that does not appear in either option; do these appear somewhere else. According to the committee, we’re serving the owners by providing a commercial center that is characterized in a particular way, but, the organizing framework is about the relationship between

the business and the owners. The social aspect takes place through the owners. What the owner should come away with is that the co-op serves a financial need and that it is my best partner to meet my needs. The GM pointed out that this isn't necessarily the right, or the only approach—it is an approach not about saving a little money on the side to do positive when one can, but about integrating the social/ecological good into business operations. There was concern expressed that this approach, as written, may be over-ambitious or place too much impossible responsibility in the hands of the directors. It was suggested that this should become a full board assignment, to take the ends statement and suggestions from the committee, and bring them back to the next meeting.

Task: Each director will create a version of the Ends Statement which integrates the ideas from the Fairbairn article for discussion at the May meeting.

b) Role of Weaver Street Market's role in advocacy

Rickie asked what the proper role of the coop should be in advocacy and community action. The GM clarified that there are some things we stay out of, for example electoral politics or community decisions; there are some issues in which people ask us to participate that fit clearly into our ends that we do take a position on.

4. Board Process

a) Update on Elections Committee

The membership of the committee has not been determined. David B presented changes to PM 4-10 and 4-15 and a draft of PM 4-19. These changes are to clarify the authorization and authority of the elections committee, and to separate language related to the appointment process for directors from the language about the elections process. The board asked for some minor changes to the draft for review in May.

Task: David B. will incorporate the suggested edits to the draft for May.

b) Appointed board position

Dave would be happy to serve again.

Decision: Dave Rizzo will be reappointed to a 2-year term as director beginning in July 2010.

5. Closings

a) Tasks and decisions

The board reviewed and confirmed its tasks and decisions.

b) Input for next month

In May, the board will continue its work integrating the ideas from Fairbairn into its policies. The structure, composition, and roles and responsibilities of the election committee will be finalized. The board will look to approve its FY2011 budget in May, and will begin a discussion of resolving issues around the volunteer program.

c) Meeting evaluation

We should be clear about everyone's expectations during the owner comment time. We need to think about how we handle owner input.

Policy Dev: Linda did a good job of framing the issue, committee needs to remind people where we were.

6. Executive Session

The board conducted an executive session to discuss real estate matters.