

Weaver Street Market Board of Directors

Minutes of November 2007 meeting

Held at the Corner Building, Carrboro

6.15 - 9.30 p.m. Tuesday, November 27, 2007

Directors Present: Seth Elliott (treasurer), Tamara Fetters, James Morgan (secretary), Jacob Myers (chair), Robert Short, Ruffin Slater, Linda Stier, Lori Washington (director elect)

Others attending: Kate DeMayo (notes), Andy Sachs (facilitator), Geoff Gilson, Jamie Bort, Emily Buehler, Sara Carter

1. Preliminaries

The Chair offered two amendments to the Agenda adding a consent agenda item as item 1.5 and moving the GM evaluation to the executive session. The Board approved the Agenda as amended. Minutes of the October meeting were accepted with minor corrections.

1.5 Consent Agenda Item

The GM requested the Board's consent to a change to the authorized signatures on the organization's credit union account #6. Decision: The Board authorized the Secretary to sign the relevant document.

2. Debrief Annual Meeting

The "History of the Future" session produced some excellent results with owners responding creatively on imagining our future course. On the down side, attendance figures of less than a hundred reflect poorly on the annual gathering of an organization of 12,000 plus owners. One option is to provide more incentive in the form of name speakers at future events as previously discussed, another is to consider more frequent owner gatherings on the small current scale in order to connect with more people.

Decision: none required. Tasks: none at this time

3. GM Monitoring

2-6 Financial Condition

The GM presented his quarterly report on this policy. The report indicated that the Coop was in sound financial condition with all financial targets met. Decision: The Board accepted the report. Tasks: none.

4. Debrief Election & Election Process

There were significant missteps with this year's board election, including a confusing ballot presentation in the newsletter which led to a number of miscast votes, some owners voting in both the consumer-owner and the worker-owner race and some voting only in the incorrect

race. While it was easy to discard the incorrect votes of those who voted in both races, the votes wasted in the wrong race were more problematic. Jacob had therefore examined the vote count carefully and had circulated a detailed breakdown:

Correctly cast votes:

Consumer-owner election: James Morgan 83; Eliza DuBose 58

Worker-owner election: Lori Sheffield 31; Geoff Gilson 8; Emily Buehler 7

Invalid votes:

19 consumer-owners incorrectly voted only in the worker-owner election, while there were 2 votes by worker-owners in the consumer-owner election, and 4 votes by non-owner employees. All of these were discarded.

It was noted that the invalid votes were insufficient in number to affect the outcome of the election no matter how they might have been cast. Nevertheless this election had made clear that the election process as currently practiced had no clear protocols or accountability and was in need of overall improvement. In addition to the ballot confusion, other concerns expressed by board members and owner-visitors who were invited to share their thoughts focussed on the lack of specific protocols to ensure fairness, voter anonymity and transparency in the election process. Jacob indicated he was very uncomfortable with the role which had fallen to him of verifying the votes of his fellow employees and board members. Other comments included that the details of the vote count had taken way to long to emerge and the meet-the-candidates table at the annual meeting had not functioned well and in any case was probably too late in the election process to be useful - a special session for that purpose earlier in the election cycle had functioned well in previous years.

The board discussed the possibility of rerunning the election but there was insufficient support for this idea to proceed to a motion. The Board did agree that it needed to take more direct control over the election process which in the past had been largely run by the marketing department as a matter of convenience. The need to put together a plan for improving the elections process seemed to be an ideal opportunity for increasing owner input and involvement in Board activity and a proposal was made to convene an Owner Task Force to advise the Board. It was also proposed as a courtesy to Eliza DuBose, as the only candidate who was not present for this discussion, that she should get a direct communication from the Board on the detailed breakdown of the election results.

Decisions: The Board agreed to convene an Owner Task Force to study and report to the board on two areas: a clear set of election rules and a strategy for increasing voter turnout.

Tasks: Jacob and Robert to flesh out the Task Force scope and composition and present options to the Board. Jacob would be in touch with Eliza with full details of the election results.

5. Board Communication with Owners

The Board has long been aware of the need to improve its channels of communication with the ownership, and this seemed especially important when there was a need to communicate about substantial missteps as with the confusion of the election process. It was proposed that the Board Newsletter concept which had been proposed earlier in the year would offer an ideal vehicle for connecting with owners on this and other issues. The newsletter could report

back to the ownership on recent Board matters and give notice of impending discussions and owner input opportunities. Jacob had provided some of the groundwork for this by circulating an early draft of next month's agenda.

Decision: to put the Board Newsletter into practice immediately. Task: James and Jacob to prepare a draft of the first issue, to be circulated to the Board first with a 24 hr period for comment before full distribution. Management would be responsible for compiling the initial circulation list from existing owner email data.

6. Set Annual Retreat

The retreat was provisionally set for Wednesday, January 9th 2008, 12 - 5 p.m. with Monday 16th as a backup date if Andy's schedule did not work. Place TBA

7. Closings

Decisions, tasks and the next month's draft agenda were reviewed. Appreciation was expressed for the spirited discussion on the election issue and the visitors were thanked for their attendance.

The meeting was adjourned.

8. Executive Session

Visitors and the executive secretary were excused as the Board went into executive session for the General Manager's performance and compensation review.