

Meeting Minutes for Weaver Street Market's Board of Directors

September 2012 Meeting

Monthly Board Meeting, Panzanella meeting room, Carrboro, NC on September 12, 2012, 6:15 pm to 9:30 pm

Directors present: Ruffin Slater (general manager), Curt Brinkmeyer (chair), David Bright (secretary), Lisa Best, Zack Robertshaw, and Linda Stier.

Others attending: Andy Sachs (facilitator), Brenda Camp Orbell (owner services coordinator/notes) and Amy Lorang (Elections Committee chair).

1. Preliminaries

Owner Input: No owner input.

Agenda: No changes to the agenda.

Minutes: Minutes from the August meeting were approved.

New Owners: There were no exceptions to the owner lists for July 2012: 148 new consumer owner shares, 14 new worker owner shares, and 35 refunded shares.

Decision: The Board approved the August minutes.

Decision: The Board made no exceptions to new consumer and worker owners.

2. Ends Report

The Board reviewed the Ends Report section by section. A Director noted how important it is to emphasize *how* the coop is “making healthy eating affordable” and to change the perception that it’s more expensive to shop at WSM. Several Directors acknowledged their appreciation for the structure of the report and how it aligned the components of the Ends Report, including operational definitions and benchmarks, with the 2020 Goals. A Director observed that it is important to have the support of the staff in achieving the Ends and recommended emphatically that the Ends be communicated at a level that employees could easily communicate to others. To that end, the Director suggested that the word “empowered” be added to the Challenging and Rewarding Work Experience section.

The discussion included clarification of purpose for the Ends versus the strategic plan for 2020. A Director offered the distinction that the Ends are “the results people get, versus what we’re doing.” A Director described the Ends as “the constitution” that directs the life of the coop, with all other pieces fitting within that context. With these distinctions in mind, a Director observed that it was important to see the impact of the co-op more fully fleshed out in the report.

The Directors provided feedback on the alignment of the Ends with the four 2020 goals.

- **Goal #1: Make healthy eating accessible, tasty and fun:** A Director suggested that this goal needed include something interactive, such as stocking products on the shelf that shoppers have indicated that they most want.
- **Goal #2: Drive the growth of local and sustainable foods:** A Director observed that doing this is what separates WSM in the market, “it’s what drives us.” The Director saw this as an excellent marketing strategy, one that warrants being communicated widely and strongly.

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- **Goal #3: Invigorate downtowns.** A Director described this approach as “a brilliant idea,” one that makes us unique and defines a major part of who we are. A Director suggested that creating a hometown environment that draws upon community leadership and ownership would overcome any disadvantage of the co-op becoming larger.
- **Goal #4: Use net zero energy, create zero waste, and promote responsible recycling.** A Director noted that the value of this goal was discernible to all. A Director stressed again the importance of having employee buy in and commitment. Employees were identified as an excellent resource for coming up with the “the how to do it.” Another Director noted that it is important to identify areas where things need to be changed but also to communicate the areas in which actions are already in place that are moving WSM toward the goal. A Director suggested that we need to “beat our drum more and trumpet our successes.”

Considerable discussion ensued about the new format of the Ends report. The following elements in the discussion provided the context for the Board’s approval of the report:

- **The need to keep aspects of the goal in check.** For example, should there be a cap on net profit to ensure that we continue to provide value to owners and how do we balance the increase in the endowment fund (from \$81,000 to \$1 million) with other responsibilities to owners?
- **The understanding that benchmarks for 8-year goals are necessarily crude at the beginning,** but that they will develop more clearly as they are revisited throughout the process. The GM suggested measuring the progress on the Ends four times a year instead of once a year.
- **The importance of identifying the specific impact for beneficiaries,** which allows the Board to perform its governing duties. This work includes identifying the impact the co-op has on the quality of life for its owners and the difference the co-op makes in the community.
- **The acknowledgment that the Ends report for this year needed to be different to accommodate the shift in focus to defined goals for the future.** The new report format reflects that the co-op is in transition; it is becoming clear about what’s important and establishing what’s foundational.
- **The need for the Annual Report next year to focus on progress toward the four goals,** a section each, in language that employees can easily communicate.

Decision: The Board accepted the Ends Report within the context of the Board discussion.

3. General Manager Reports

General Managers Report

The General Manager answered questions on his monthly General Report. *General Report* included a number of highlights:

- Sales slowed a little in August compared to July.
- We are in the process of updating the employee policy manual. The process involves sending the proposed changes to staff in order to collect comments and make revisions before the updated policies take effect. We are working through staff suggestions on the proposed social media policy.

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- We held staff meetings in all business units in August mainly to get feedback on the four 2020 goals. There was lots of interest in the goals and the meetings generated 162 suggestions of how to accomplish the goals.
- The annual report was reformatted to be easier to read and more impactful. It started arriving in owner mailboxes on Saturday.
- The GM will go next week to attend at the National Cooperative Grocers Association general assembly. This is the GM's last meeting of the NCGA Board, after 10+ years serving on the Board.

Monitoring Report 2-7: Asset Protection

The GM presented his Asset Protection report. A Director asked if there would be a review of assets. The GM reported that the assets are reviewed at the end of each fiscal year.

Decision: The Board accepted Monitoring Report 2-7: Asset Protection.

Monitoring Report 2-8: Communication and Support to the Board

The GM reported on his communication and support to the Board.

Decision: The Board accepted the Monitoring Report 2-8: Communication and Support to the Board.

4. Owner Communications

Tabling

The Board will hold tabling events at the three stores this coming weekend.

Annual Meeting:

The Board finalized plans for the upcoming annual meeting.

5. Board Process

Report on Board Emails

The Board received no emails this month.

Board Monitoring: Policy 4-11 Board Meetings and Policy 4-12 Board Ground Rules

The Chair reported that the results were consistent on both policies. The Chair clarified three questions on the survey that were unclear to one of the Directors.

6. Open Board Time

A Board Director asked about the need for an updated Emergency Preparation Plan for different scenarios that might occur, including contamination issues. The Director recommended having checklists and flow sheets for each potential scenario.

7. Closings

Tasks and Decisions: The Board reviewed and confirmed its tasks and decisions.

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October Agenda Items:

- Auditors Report: Executive Session
- Review Board Budget
- Debrief the Annual Meeting
- Agenda for Next Four Meetings