

Meeting Minutes for Weaver Street Market's Board of Directors

December 2012 Meeting

Monthly Board Meeting, Carrboro Century Center, Carrboro, NC on December 12, 2012, 6:15 pm to 9:30 pm

Directors present: Ruffin Slater (general manager), Curt Brinkmeyer (chair), David Bright (secretary), Audra Marotta (treasurer), Lisa Best, Jon McDonald, and Linda Stier.

Others attending: Andy Sachs (facilitator), Jason Baker (notes), Emily Buehler (worker owner), Julie Boykin (worker owner), Geoff Gilson (worker owner), Adrienne Jimenez (worker owner), Amy Lorang (worker owner), John O'Sullivan (consumer owner and CEFS guest speaker).

1. Preliminaries

Owner Input: Amy Lorang reminded the Board that there are outstanding issues from the Elections Committee report that may need to be addressed.

Agenda: The agenda was approved, with the removal of the board budget item.

Minutes: Minutes from the November meeting were approved, with the recommendation that the notes from the owner discussion be reformatted as a pre-meeting and not part of the main board meeting.

New Owners: There were no exceptions to the owner lists for November 2012: 88 new consumer owner shares, 6 new worker owner shares, and 12 refunded shares.

Decision: The Board approved the November minutes.

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

2. General Manager Reports

General Managers Report

The General Manager answered questions on his monthly General Report. *General Report* included figures on Panzanella and the Food House. The report included the following highlights:

- November sales exceeded the budget by 2%. November sales dipped in all the stores and the Food House compared to the previous few months. Panzanella sales were above last year for the second month in a row.
- The GM gave a presentation to other NC Co-ops about WSM's 2020 goals as part of an organizing meeting to discuss how NC co-ops can continue to work together following the Co-op Affair event in Durham last summer. Co-ops attending included Self Help Credit Union, State Employees Credit Union, Local Government Federal Credit Union, NC Credit Union League, Star Telephone Co-op, NC Association of Electric Co-ops, Ag Carolina Farm Credit, and Cabot Creamery. The organizations represent 5,000-10,000 employees in the state. Potential group projects and WSM-specific projects were identified.
- Ralph Nader highlighted Weaver Street Market in a column holiday consumerism in the *Huffington Post* on November 30. The full article is available at

http://www.huffingtonpost.com/ralph-nader/holiday-consumerism_b_2218765.html

December 12, 2012

A Director commented favorably on the format of the report.

3. Board Process

Board Monitoring: Policy 4-15 Appointment of Board Members and Policy 4-16 Cost of Governance

The Board Chair commented that the Board has not appointed directors recently, so the process hasn't been tested. He noted that there are still opportunities for developing the candidate pool if the Board wishes to make an appointment. The Board Chair also commented that the Board budget was not developed this year and that there is ongoing work that needs to be done in this area.

Report on Board Emails

The Board received no emails during November.

4. Open Board Time

- The Board Chair commented that the meeting was short, but that it has only been two weeks since the last meeting. He is hopeful for the next year and looks forward to the retreat.
- A Director asked if there was a possibility of working with the SECU to allow co-op owners to join, along with looking at adding ATMs to stores. The GM suggested that there may be other credit unions to which we could direct our owners, as SECU may not be able to change their rules on membership.
- Another Director suggested a future item for discussion: Bringing clarity to the Board's relationship to the pre-meeting discussions and any committees that might come out of it. Another Director agreed, stating that there are still steps left in the process. The Board Chair observed that these are just brainstorming ideas at this point.
- Directors were pleased with the meeting space, acknowledged the level of discussion on the two goals, and expressed a commitment to continuing to build relationships with owners.

5. Closings

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

February Agenda Items:

- The Elections Committee agenda item needs to be revisited.

Meeting Evaluation:

The meeting was short because of the pre-meeting discussion and only two weeks between meetings. The facilitator commented that the discussion around the board role was good. The GM noted that the February and March meetings will be in the same room.

6. Executive Session: GM Evaluation