

# Meeting Minutes for Weaver Street Market's Board of Directors

February 2019 Meeting

Monthly Board Meeting, WSM Admin Center, Hillsborough, NC on February 13, 2019, 6:00 pm to 9:30 pm

**Directors present:** Ruffin Slater (general manager), Alice Ammerman (treasurer), David Bright (secretary), Glenda Clare, Jon McDonald (chair), Linda Stier, and Charles Traitor.

**Others attending:** Susan Sachs (facilitator), Brenda Camp (notes), Joddy Marchesoni (worker owner), Kenra Barrett (worker owner), and Cosima Hernandez (worker owner).

## 1. Preliminaries

**Owner Input:** There was no owner input. The visitors indicated that they were attending to learn about what the Board does.

**Agenda:** Changes to the agenda included moving Board Budget Report and Monitoring Report Policy B – Global Constraint to the March meeting and adding Summer Retreat date to calendar discussion.

**Minutes:** Minutes from the December meeting and Decisions from the January Retreat were approved.

**Decision:** The Board approved the December meeting minutes and Decisions from the January Retreat.

## 2. Board Goals

Jon McDonald, Board Chair, led a discussion about finalizing the 2019 Board Goals and organizing the calendar around the four goal areas: 1) Link between the co-op and owners, 2) Governing policies, 3) Assurance of organization performance, and 4) Perpetuation of Board leadership. The Board approved the actionable goals, which were identified at the January retreat, with the addition of developing an “elevator speech” about the role of the Board.

**Agenda Notes:** 1) Review policy B9 to determine whether it should require two emergency successors. (Currently two are identified in the monitoring report, but the policy only requires one.) 2) Alice Ammerman requested time to share with the Board the work being undertaken by the Interfaith Council with its Food First program.

**Decision:** The Board set the Actionable Board Goals for 2019.

## 3. Board Business

**Appoint Elections Committee**

<p><b>2019 BOARD GOALS</b></p> <p><b>1. LINK BETWEEN CO-OP &amp; OWNERS</b></p> <p><u>Be visible and listen informally once a quarter in stores</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Walk store w/ nametag and greet staff</li><li><input type="checkbox"/> Drink with Board in cafe</li><li><input type="checkbox"/> Listen to trends/highlights of that store</li><li><input type="checkbox"/> Have periodic feedback event at stores (like bags, CB lawn events)</li></ul> <p><u>Understand how shopper data and trends reinforces or points out holes in our plan for Ends accomplishment</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Discuss survey data at five meetings &amp; summarize relation to plan</li><li><input type="checkbox"/> Discuss industry and other trends at two meetings and summarize relation to plan</li></ul> <p><u>Reiterate role of board at every opportunity</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> At in-person meetings and events</li><li><input type="checkbox"/> In all written communication</li><li><input type="checkbox"/> Develop "elevator speech"</li></ul> <p><u>Report results to owners regularly</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Quarterly blog post reporting of one aspect of results</li><li><input type="checkbox"/> Podcast ("Co-op Cast")</li></ul> <p><b>2. GOVERNING POLICIES</b></p> <p><u>Explore issues that might inform board policy</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Quarterly strategic learning event</li><li><input type="checkbox"/> Have public events related to strategic issues being explored: eg movie, lecture, podcast</li><li><input type="checkbox"/> Summarize six-month learnings at retreats</li></ul> <p><b>3. ASSURANCE OF ORGANIZATIONAL PERFORMANCE</b></p> <p><u>Board goals</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Check in regularly on progress towards board goals</li></ul> <p><u>Board communication</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Develop new system to replace Yahoo Group</li></ul> <p><b>4. PERPETUATION OF BOARD LEADERSHIP</b></p> <p><u>Create community leadership group</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Focus on building leadership pool rather than one-time candidates</li><li><input type="checkbox"/> Cultivate leadership tasks such as owner loan recruitment, event facilitators</li></ul> <p><u>Clarify appointed board member criteria</u></p> <ul style="list-style-type: none"><li><input type="checkbox"/> Create talking points and materials about what makes a good board member</li><li><input type="checkbox"/> Apply that learning in review of appointed board member process</li></ul>
--

*February 2019*

Linda Stier reported that all of the members of the 2018 Elections Committee want to return to this year's committee. The Board appointed these six owners to the 2019 Elections Committee.

**Decision:** The Board approved the appointment of six owners to the 2019 Elections Committee: Linda Stier, consumer owner and chair; Caroline Anders (worker owner); Maggie Funkhouser (worker owner); Chip Gentry (consumer owner); Becky Laskody (consumer owner); and Amy Lorang (worker owner).

### **Appoint Candidate Recruitment Committee**

The Board appointed Dave Bright, Glenda Clare, and Jon McDonald to the Recruiting Committee for the 2019 Elections. The committee agreed to have a meeting or phone call to talk about recruitment work and opportunities related to the co-op leadership group.

**Decision:** The Board appointed Dave Bright, Glenda Clare, and Jon McDonald to the Candidate Recruiting Committee for the 2019 Elections.

**Task:** The Recruiting Committee will have a meeting or phone call to discuss the recruitment work.

### **Summer Retreat Date**

The Board set its Summer Retreat date for Wednesday, August 7, at the Raleigh store. There will be a regular Board meeting on July 10 and no Board meeting in August.

**Decision:** The Board set the Board Summer Retreat for August 7, 2019 and a regular July meeting to be held on Wednesday, July 10.

## **4. GM Reports**

### **GM Report**

General Manager Ruffin Slater presented his 2019 February General Report. Highlights include:

**Checkout bags update:** We continue to get positive feedback about eliminating single use checkout bags so we are moving to the next step of ordering bags and preparing for the transition.

**Sales Growth:** Sales grew 5% over last year for the quarter ending in December, with Carrboro up 1%, Southern Village up 7% and Hillsborough up 9%.

Sales for the first half of the current quarter are up 7% overall, with Carrboro and Southern Village up 6% and Hillsborough up 11%.

**New Email System—ClickDimensions—Launches Wednesday Feb 13.** Charles: targeted emails: people give explicit consent to information being taken from them.

### **Monitoring Report B1 – Financial Condition and Activities**

The General Manager answered questions on “Monitoring Report B1 – Financial Condition and Activities.” The Chair noted that the Board had received the report prior to the meeting in time to study it in preparation for the meeting.

**Decision:** The Board accepted Monitoring Report B1 – Financial Condition and Activities with acknowledgement of contraventions.

*February 2019*

### 5. Open Board Time

Jon McDonald wanted to practice the “officer report out” discussed at the retreat. He reported that a physician at Duke contacted him to discuss his intent to “cooperatize” his research with the multi-stakeholders involved in the research Charles Traitor reported that he was visiting Green’s Field Market in Greenfield, Massachusetts, to talk with its board about transitioning to a hybrid co-op.

### 6. Closings

#### **Decisions and Tasks**

**Next Month’s Agenda:** Monitoring Report B – Global Constraint, elevator speech, budget report

#### **Meeting Evaluation**

### 7. Executive Session Facilitator Evaluation