

Meeting Minutes for Weaver Street Market's Board of Directors

March 2021 Meeting

Monthly Board Meeting, March 10, 2021, Online Meeting, 6:30 pm to 8:30 pm

Directors present: Ruffin Slater (general manager), Nazmin Alani (consumer owner, treasurer), Alice Ammerman (consumer owner, secretary), Caroline Anders (worker owner), David Bright (consumer owner), Allanah Hines (worker owner), and Linda Stier (consumer owner, chair).

Others attending: Mark Goehring (facilitator), Brenda Camp (notes), Darby Deitrich (worker owner), Portia Hackett (worker owner), Amy Lorang (worker owner), and Jon McDonald (worker owner).

1. Preliminaries

The Board welcomed Caroline Anders, who was appointed to serve the remaining term of the worker-owner Board seat vacated by Charles Traitor.

Owner Input: Amy Lorang shared that she had not heard from the Board what happened to the 2020 plan—how well we did and if we're still improving. Jon McDonald noted that as Caroline Ander's friend and colleague he was excited to see her selected for the worker-owner appointment.

Agenda: There were no changes to the agenda.

Minutes: Minutes from the February 10, 2021 Board Meeting and Decisions from the February 23, 2021 Executive Session were approved. Caroline Anders abstained from the vote as she was not a Board member at either meeting.

Decision: Minutes from the February 10, 2021 Board Meeting and Decisions from the February 23, 2021 Executive Session were approved.

2. Board Process

a. Election Committee Members

Linda Stier asked for questions about the materials she provided related to the appointment of two new members to the Elections Committee. Stier noted—Rob Pengelly is a worker owner from the Hillsborough store, and he served on the committee last year; Kuanyo (Ken) Chen is a consumer owner from the Raleigh store, and he attended the first 2021 Elections Committee meeting.

Stier noted that for the April meeting, the Elections Committee will submit the *2021 Elections Procedure Manual* for review and present some charter edits for the Board to consider.

Decision: The Board approved the appointment of two members to the 2021 Elections Committee: Rob Pengelly (worker owner) and Kuanyo (Ken) Chen (consumer owner).

b. Appointed Board Member

Dave Bright, who is leading the Appointed Board Member Committee, reported on the work of the committee and reviewed three documents provided in the Board packet: A competency matrix that identified and ranked the desired experience, knowledge and skills sought in an appointed Board

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member; the committee's proposed process for replacing an appointed member; and an article that provided background on basic board member characteristics.

Bright shared the ratings the Board members provided on the competency matrix—the three highest ranked qualities were community relations/connections, strategic planning, and performance management. He asked for feedback on priorities in the qualities being sought in candidates for the appointed position, in particular skills and experience that would be helpful in addition to those the Board seeks for any Board member. Board members suggested priority qualities that included overall business acumen, awareness of the bigger picture, conceptual thinker, understanding of the role of a board versus running operations, ability to help the Board get to a better level of effectiveness faster. Other suggestions were to consider diversity that's missing from the Board and to remove from the matrix qualities that received lower scores or that could be outsourced.

Bright also asked for feedback on the process plan. He tasked Board members to submit potential candidates to the committee and noted that the committee will communicate to owners about the appointed position. Bright clarified that the committee will evaluate and interview the candidates and present the top candidates for Board consideration; then, the Board will review and make the appointment decision.

Next Steps: The Committee will publicize the search for the appointed Board member. The committee tasked the Board to submit names of potential candidates to the committee.

c. Board Work Planning

Linda Stier provided an updated Board Work-Goal worksheet in the Board packet. She noted that worksheet begins to plan out the items on the Board's docket through the lens of the Board's job. Stier identified two intentions that are helpful to keep in mind when organizing the Board's work and owner dialogue: 1) have a rolling 3-year Board work plan and 2) expand owner engagement, that is, participation that is transparent and informative and also expands the Board's capacity to fulfill its job.

Stier asked for feedback on the worksheet. Suggestions included:

- Create opportunities for participation at level of commitment less than being a Board member, such as short pop-up advisory boards or groups or groups organized around a topic of interest for a three month period.
- Layout what these quarters might look like and build around the structure already here—with two retreats for longer discussion and to set up the work for the next two quarters.

3. Accountability - GM

March General Manager's Report

The GM answered questions on his March General Manager's Report. He updated the number of employees vaccinated or scheduled for vaccination to 90%, and he reported on a special vaccination site and time period set for workers who might have language barriers.

a. B-Global Constraint Monitoring Report

The General Manager answered questions on his B-Global Constraint Monitoring Report.

Decision: The Board accepted B-Global Constraint Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

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b. B7-Board Communication Monitoring Report

The General Manager answered questions on B7-Board Communication Monitoring Report.

Decision: The Board accepted B7-Board Communication Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

c. B8-Board Logistical Support Monitoring Report

The General Manager answered questions on his B8-Board Logistical Support Monitoring Report.

Decision: The Board accepted B8-Board Logistical Support Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

4. Closings

a. Decisions and Tasks

b. Meeting Evaluation

5. Executive Session: Contract for DEI Initiative