

Meeting Minutes for Weaver Street Market's Board of Directors

May 11, 2022 Meeting

Board Business Meeting May 11, 2022, Online Meeting, 6:00 to 9:00 pm

Directors present: Ruffin Slater (general manager), Deborah Gibbs (consumer owner), Allanah Hines (worker owner), EmJ Jakubowics (worker owner), Linda Stier (consumer owner), and Anna Cates Williams (consumer owner).

Others attending: Mark Goehring (consultant), Brenda Camp (notes), Caroline Anders (worker owner), Willow Dees (worker owner), Amy Lorang (worker owner), and Christine Smith (consumer owner).

1. Preliminaries

Introductions: Attendees introduced themselves.

Owner Input:

- Amy Lorang expressed her support for an initiative to make Weaver Street more environmentally friendly, particularly plastic packaging for pastry items.
- Christine Smith asked why we chose the colors for the Bring It Back Sack, which she described as looking like Walmart's colors and not our logo colors. Ruffin Slater explained that the colors were intentional—the sacks are made with recycled materials, which impacts the colors.
- Willow Dees also noted her support of the worker Green Committee and suggested to Ruffin that he establish a sustainability coordinator for the co-op as a permanent position reporting to him. She emphasized the need to prioritize and be accountable for sustainability.
- Caroline Anders also spoke in support of the Green Committee. She thanked the board for reviewing the committee document and noted that it included information about climate change and about what other co-ops and organizations are doing to address climate change.

Agenda: There were no changes to the agenda.

Minutes: Minutes from February 9, 2022 Board Business Meeting were approved.

Decision: Minutes from February 9, 2022 Board Business Meeting were approved.

2. GM Reports

a. May General Manager's Report

Ruffin Slater, General Manager, reviewed his May General Manager's Report. The report included an update on provisions for pandemic safety, current sales trends, and steps taken to address hiring challenges. In response to a question about Covid cases rising over the summer, Slater acknowledged that it is a potential that some people are predicting.

b. Policy B1- Financial Condition and Activities Monitoring Report

The General Manager answered questions about his Policy B1 – Financial Condition and Activities Monitoring Report. He reported compliance with all provisions of the policy.

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- A director asked about the correlation between owner equity and sales growth. Slater clarified that he predicts the number of new owners mostly on recent trends and that optimally owner shopping increases faster than overall sales growth, depending on where the store is in its growth.
- A director suggested an addition to the government filings data—issuance of the 1099s for loans and nonemployee compensation as well as any requirements related to the SNAP program.

Decisions: The Board accepted Policy B1 – Financial Condition and Activities Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

c. Policy B9 – Emergency GM Succession Monitoring Report

The GM answered questions about his Policy B9 – Emergency GM Succession Monitoring Report. He reported compliance with all provisions of the policy. Directors asked several clarifying questions that are noted below for potential policy consideration.

Decision: The Board accepted Policy B9 – Emergency GM Succession Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

Notes for potential policy modifications: Questions raised include—How does the Board know that there will be competent ability for the co-op to continue? Does the Board meet with the people named in the emergency succession report? Are these individuals knowledgeable in Board process? Are they aware of how the Board works? What is the concern expressed in these questions that underlies the Board’s interest in getting to know better the named individuals?

d. DRAFT of Policy B2 – Planning and Budgeting Monitoring Report

The GM presented a draft of his Policy B2 – Planning and Budgeting Monitoring Report. He noted that between now and the Board summer retreat he would get feedback on the draft from workers, and that the feedback would inform the next draft of the plan. He noted the challenges in synching the long-term plan with immediate plans—that it’s challenging to synch things that take three months with things that take three years. He proposed a balance by focusing on the one-year increment.

His draft report identified both challenges and opportunities, and it identified 12 draft goals for 2022-2203. He suggested that at the Board level, questions to ask include—If these goals are accomplished, would it indicate reasonable progress toward the Ends? Is there a proper amount of ambition, progress, and prioritization weighing the different things we want to accomplish?

The directors provided the following feedback on the draft report:

- The game changer concept in the goals also applies to Weaver Street Market—we’re a game changer in the industry.
- These things are not a monumental feat—trust that we can do them incrementally one step one step at a time.

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- There's space for us at the retreat to spend time on the details of the goal and extrapolate up to the Ends. Our fundamental relationship with the community as their agent basically generates the goals.
- What are the measurements that allow the Board to assess where we are right now and where we want to go?
- Where are the opportunities to strengthen the feedback loop, to strengthen the membership connection, and to increase input on how we're doing on the goals?

3. Board Process

a. Board Budget

The Board Chair, Allannah Hines, reviewed the Board Budget for FY2023. She pointed out that budgeting had been lower during the pandemic, which required online meetings. She noted that hybrid meetings were being considered. Slater clarified that the expenses for Board staff (Brenda Camp) were estimates of time and cost.

Decision: The Board approved the 2023 Board Budget.

b. Board Elections

Linda Stier, Board Liaison, presented three items for the Board to approve for the 2022 Elections. She also noted that the Elections Committee had a new committee chair, Kuanyu Chen, a consumer owner, who is a seasoned member of the committee.

Decision: The Board approved the 2022 Elections Timeline.

Decision: The Board approved the 2022 Call for Candidates.

Decision: The Board approved the 2022 Elections Procedure Manual.

c. Board Calendar

The Board Chair reviewed the upcoming calendar, including the Candidate Orientation on June 8. She will send a Doodle poll about possible dates for the Board's summer retreat.

4. Closings

Decisions and Tasks

Review Board Calendar

Meeting Evaluation

5. Executive Session

Appointed Board Member