

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

*December 13, 2023 Meeting*

*Board Business Meeting, December 13, 2023, Admin Offices, Hillsborough, NC (with online access via Teams), 6:00 pm to 9:00 pm*

**Directors attending:** Ruffin Slater (general manager), Deborah Gibbs (consumer owner), Allannah Hines (worker owner), EmJ Jakubowics (worker owner), Amy Wares (consumer owner), and Anna Cates Williams (consumer owner).

**Others attending:** Mark Goehring (consultant), Brenda Camp (notes), Willow Dees (worker owner), Portia Hackett (worker owner), Amy Lorang (worker owner), and Makeda Ma'at (consumer owner).

## 1. Preliminaries

**Introductions:** Attendees introduced themselves.

### Owner Input:

Amy Lorang expressed her frustration at not receiving feedback from the Board about what she brings to them in her owner input time. She observed that she's left not knowing whether the Board talked about her feedback or whether something is changing. She added that she would appreciate a word of thanks for the feedback and would like to know what the follow up might be.

EmJ Jakubowics presented a statement from worker-owner Caroline Anders who could not attend the meeting. Anders spoke in favor of having more transparency about the way the Board responds to issues worker owners bring up. She advocated for a more thorough follow-through system that makes workers feel heard and appreciated. She also applauded the Board for paying workers fairly and encouraged the co-op to promote the benefits of working for a co-op and create more worker engagement.

Makeda Ma'at, Executive Director of Grow To Life, expressed her appreciation for the organization's partnership with Weaver Street. She described Weaver Street as supporting the organization's focus on reducing food insecurity through the provision of healthy nutritious food and education to vulnerable households. Ma'at also noted that the relationship with Weaver Street has been difficult and that there were some behaviors and practices of some staff that were unacceptable. She described feeling like she'd been bullied and asked that this behavior stop. Ma'at formally asked to meet with Ruffin Slater to try to resolve, restore, and revitalize the partnership. Slater committed to following up in 30 days.

Willow Dees, worker owner, agreed with the worker owners on the need for more worker-owner engagement, more transparency, and follow through on worker-owner and community concerns. She thanked Makeda Ma'at for coming to the meeting and sharing her piece. Dees reported that total for the food shuttle contributions was 35,948 pounds the Carrboro and Raleigh stores.

Portia Hackett also expressed her support for more transparency with how Board actions are communicated. She also provided feedback on the meeting setup for visiting owners. Hackett suggested that some consumer owners and worker owners might feel pressured when asked to introduce themselves and to state whether they had comments for the Board. She suggested allowing owners to have the choice of just listening and being comfortable in the space.

**Agenda:** There were no changes to the agenda.

**Minutes:** Minutes from September 13, 2023 Board Business Meeting.

**Decision:** Minutes from September 13, 2023 Board Business Meeting were approved with an edit.

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### 2. Elections Committee Reports

Amy Lorang, member of the Elections Committee, answered questions about the election reports and supporting documentation for the 2023 Board Elections.

#### a. 2023 Elections Committee Report

Lorang noted that the report had several objectives: to review the year's elections, provide follow up on the action items from last year's elections, identify action items for the 2024 elections, and suggest items for the Boards consideration. Lorang called attention to an action item included at the end of the report—the appointment of the committee members to next year's committee.

The Board provided the following feedback and suggestions on the report and the elections:

- The report is thorough, precise, and clear, which is greatly appreciated.
- The report highlights the quandary with the committee's Board liaison, who must not be running for election in the current election cycle. This means the liaison needs to change every year or be an appointed member.
- Even though the elections calendar was created early in the calendar year, it would be good for the committee to work with the GM to help arrange candidates' schedules to participate in the unit meetings.
- It would be prudent to relocate the passages in the manual that are related to paper ballots to the appendix rather than remove them completely.

Lorang noted that the committee would like a worker owner from each unit to be on the committee to help promote voting among workers in their unit.

Allanah Hines moved to appoint the committee members as requested. EmJ Jakubowics seconded the motion.

**Decision Item:** The Board appointed the continuing 2023 committee members to the 2024 Elections Committee: Worker-Owners: Amy Lorang and Caroline Anders; Consumer-Owners: Kuanyu Chen (continues as Committee Chair), Becky Laskody, and Denise De La Montaigne; and new worker-owner member Willow Dees.

#### b. 2023 Elections Committee Monitoring Report and Supplement

Lorang noted that this report is a monitoring report on the Elections Committee's delegated responsibilities for the 2023 Elections with a supplemental document, the *2023 Elections Procedure Manual*, which has annotations of any deviations from the manual during the elections.

Allanah Hines moved to accept the report/Deborah Gibbs seconded the motion.

**Decision:** The Board accepted the 2023 Elections Monitoring Report. The report provides evidence

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that the Elections Committee has operated consistent with its delegated responsibilities in Board Policy C8 - Election of New Board Members.

### 3. General Manager Accountability

#### a. December General Manager Report

Ruffin Slater presented his December General Manager Report and made the following clarifications in response to questions from Directors:

- The new marketing capability being pursued has the potential to bypass credit cards, including gift cards. However, that capability would be added after the first launch.
- With these integrated systems, there is a potential of accepting alternate payment forms, such as Apple Pay, Nowadays, and Bitcoin.

### 4. General Manager Monitoring Reports

#### a. Policy A1-Ends Monitoring Report (resubmitted)

Ruffin Slater resubmitted his Policy A1-Ends Monitoring Report. Directors made the following suggestions and comments:

- The additional information was appreciated and easier to absorb.
- There is a preference for visual information.

Deborah Gibbs moved to accept the report/Anna Williams seconded the motion.

**Decision:** The Board accepted Policy A1-Ends Monitoring Report. The report provides evidence that the General Manager has made reasonable progress towards the Ends.

#### b. Policy B1-Financial Conditions and Activity Monitoring Report

Ruffin Slater resubmitted his Policy B1-Financial Conditions and Activities Monitoring Report. He reported compliance with all provisions of the policy except for Provision 2: Net Profit, Provision 3: Allow Liquidity to Be Insufficient, and Provision 6: Service Coverage Ratios. The following suggestions and comments were made:

- A correction was made to page three: \$201.988 should be \$201,988.
- A request was made to have information in the report broken down by store.

Deborah Gibbs moved to accept the report with contraventions/Allanah Hines seconded the motion.

**Decision:** The Board accepted Policy B1-Financial Conditions and Activities Monitoring Report with acknowledgement of contraventions. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation except for the contraventions indicated in

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the monitoring report. The Board finds that the rationale for contraventions and the commitment for future compliance to be acceptable.

### **c. Policy B5-Treatment of Consumers Monitoring Report**

Ruffin Slater presented his Policy B5 – Treatment of Consumers Monitoring Report. He reported compliance with all provisions of the policy. He made the following clarifications in response to questions from Directors:

- The data provided on the chart **Overall Satisfaction from Cash Register Surveys** shows the percentage of customer who rated their satisfaction as a 5 on a 5-point scale.
- Feedback from consumers is collected online; paper feedback forms were discontinued during the pandemic.

Directors made the following suggestions:

- Provide the industry standard for the customer satisfaction benchmark.
- Document that feedback emails receive a response.
- Clarify the statement about what we do with shopper data for marketing purposes.

Anna Williams moved to accept the report/Deborah Gibbs seconded the motion.

**Decision:** The Board accepted Policy B5-Treatment of Consumers Monitoring Report. The report provides evidence that the General Manager has operated within the constraints of this Executive Limitation.

### **d. Policy B6-Staff Treatment and Compensation Monitoring Report**

Ruffin Slater presented his Policy B6-Staff Treatment and Compensation Monitoring Report. He reported compliance with all provisions of the policy. Directors asked for additional information on two topics covered in the report: Safety Training and the Employee Policy Handbook.

#### **Safety Training:**

- Slater confirmed that safety training, which had been paused during the pandemic, resumed this week and that the intent is for the training to be trilingual.
- In the next version of the report, the GM agreed to expand safety to include protocols for shooter safety/bystander training.

#### **Employee Policy Handbook:**

- Slater confirmed that an attorney reviews the employee handbook when changes are made and that it had been several years since that occurred.

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- The Board agreed on the importance of employees having access to the employee handbook. In the next version of the report, Slater will provide specific data for items 1 and 2 in section of the report on the employee handbook.
- The Board will deliberate on the question—What is the Board saying about the importance of written personnel policies.
- Other suggestions included updating the handbook, particularly for vague language that could be open to interpretation.

**NOTE for 2024 Board Education:** Learn about the employee grievance process outlined in the employee handbook, including how grievances are handled and what a formal appeal looks like.

### **e. Policy B7-Communication to the Board Monitoring Report**

Ruffin Slater presented his Policy B7-Communication to the Board Monitoring Report. He reported compliance with all provisions of the policy.

Allannah Hines moved to accept the report/EmJ Jakubowics seconded the motion.

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

### **f. Policy B8-Board Logistical Support Monitoring Report**

Ruffin Slater presented his Policy B8-Board Logistical Support Monitoring Report. He reported compliance with all provisions of the policy. Directors provided two comments and following comments and suggestions:

- In Provision 2—a “workable mechanism” for the Board to communicate to owners boils down to the Co-op Fair, which is an activity one or two afternoons a year.

**NOTE for 2024 Work Plan:** Is this criterion too low? Is this the level of communication the Board is seeking with consumers owners?

- Many people in the community, including workers, are not English speakers, which makes it challenging to participate in any way with the Board and its activities, such as the Co-op Fair.

**NOTE for 2024 Work Plan:** How does the Board address this situation so that all owners, regardless of language, can engage with the Board.

Deborah Gibbs moved to accept the report/Allannah Hines seconded the motion.

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

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Limitation.

### 5. Board Budget

#### a. Board Budget Report Q1FY2024

Amy Wares presented the Board Budget Report Q1FY2024. She reported that the Board was under budget and in good position for the upcoming quarter. Brenda Camp provided additional information about the costs associated with the annual report—the primary expense, other than staff labor to produce the document, is the translation costs; the report was translated and designed in Spanish and Burmese.

### 6. Closings

#### Additional Notes

Susan Singer, appointed member, resigned from the Board.

#### Notes for 2024 Board Work:

- Discuss the Board liaison position on the Elections Committee at the January retreat.
- Items identified for the 2024 workplan: workable mechanics for communications/engagement with consumer owners, events that are accessible to non-English speakers/multi-language speakers, and feedback to owners who attend Board meetings.
- For the Treatment of Staff Policy--what is the Board saying is important about the employee handbook?
- For Board Education--learn about the employee grievance process outlined in the employee handbook.

### 7. Executive Session