

Weavers Way Board of Directors Meeting

Meeting Minutes: April 5, 2013

Present: Margaret Lenzi, Dave Tukey, Bob Noble, Linda Shein, Jeremy Thomas, Stu Katz, Jonna Naylor, Nathea Lee, Sue Wasserkrug, David Woo
Absent: Megan Seitz-Clinton
Staff: Glenn Bergman, Rebecca Torpie, Mary Sweeten, Annette Aloe

Next meeting will be held on May 7, 2013

The meeting commenced at 7PM.

Preliminaries:

Margaret welcomed and introduced Mary Sweeten, Jon McGoran's replacement as editor of The Shuttle.

Agenda Review & Timekeeper:

The Board accepted the Agenda as amended for accuracy. David Woo was named Timekeeper.

Calendar:

Nathea Lee volunteered to write an article for the Shuttle about the Food Justice Course hosted by WW this month.

Bob Noble will facilitate the self-monitoring report at the next meeting in May. The Calendar Review Committee will report.

Approve Minute of March 2013 Board Meeting:

No Changes were offered.

BOARD ACTION: The March Minutes were unanimously accepted as submitted.

GM Report:

The question arose as to the prospect of taking on the building next door to the co-op in Chestnut Hill currently occupied by The Chestnut Hill Business Association. Glen reported that a meeting had been scheduled to explore the costs and potential for WWCH expansion into that space.

No further questions or comments.

BOARD ACTION: The board unanimously accepted the GM Report as submitted.

Board Education Report:

Nathea commented that the current board education plan would encompass three areas, i.e. Branding; Growth & Development; and Diversity. There would be several sessions for each topic of study selected. Tonight's meeting would include the first of these three areas, on the topic of Branding & Marketing

BOARD ACTION: The Board Education Report was accepted as submitted.

Board Education Session:

The Board invited the following staff members to lead a discussion of Branding and Marketing efforts for WW: Rebecca Torpie, Director of Marketing, Mary Sweeten, WW's Communication Director, and Annette Aloe, WW's resident graphic designer.

Rebecca opened the discussion by describing her background as the former owner and developer of a successful bakery who holds a master's degree in clinical psychology. She added that she is currently pursuing a Masters of Business Administration in Food Marketing at St. Joseph's University.

Rebecca described her approach to branding WW as centered on developing warm relationships that garner deep ties and a rich social experience. She passed out material from The Relational Capital Group that has built a formal marketing strategy based on the idea that people respond to brands in the same way they tend to spontaneously perceive, judge and behave towards fellow human beings. The strategy argues that response to both brands and people can be measured by assessments of Warmth and Competence. She argued that “irrational loyalty” saved the co-op during a major financial crisis, and is an instance among many that has demonstrated how WW scores high on the Warmth Scale. The current marketing challenge is to define and harness that ‘Warmth’ factor and use it to build a cohesive campaign that will successfully tie the two store ‘personalities’ and all disparate parts of a complex identity together.

Discussion ensued regarding how to approach the question of identity, with some consensus manifesting around the idea that the WW’s Brand should encompass our shared values and cooperative principles. Rebecca added that while this kind of consensus was valuable and necessary, a final decision should ultimately be made by people with demonstrated marketing expertise because the entity is so complex.

The board agreed to continue “this important conversation” with a discussion next month featuring an outside presenter with expertise in branding.

Board Budget FY 2014:

Stu Katz led the presentation of the budget for 2014. He noted that the CCMA conference in Austin this year cost more than the previous one because the 2012 conference was in Philadelphia. Some discussion ensued as to whether or not the large CCMA budget line appeared appropriate and justifiable. Some board members expressed the high value they placed on the experience and education gained at the conferences, and concluded that it significantly enhanced a board member’s ability to govern.

Stu noted that the second major board expense is the board’s consulting contract which we have had for several years and helps the board to accomplish its goals.

Furthermore, Stu added that no staff party had been included for 2013, as had been done in 2012 to show appreciation to the staff for the Mt. Airy renovation.

There were some questions whether certain items should be in the board budget- i.e., NY Eve’s Champagne Store Event (maybe move to Membership budget); MAFCA and PACA items (might be moved to general co-op budget).

BOARD ACTION: The board accepted the budget as presented by majority vote, but will proceed to review the question of whether or not some items should be removed.

BOARD COMMITTEE PROCEDURES:

Margaret reminded the board that last month a presentation on member committees’ compliance (Article 7 of the By-laws) raised a question of the Board’s compliance with Article 7. Discussion: A Report was submitted that concluded and recommended that current board committee policy and procedures are in compliance with Article 7 of the by-laws and need no revisions. One member noted that Section 4 was not addressed in the report. Upon review of Art 7, Section 4, it was concluded that the Board is also in compliance with this section as there are clear lines of authority, accountability and communication for committees.

BOARD ACTION: The board agreed that the current board committee policy and procedures are in compliance with Article 7 of the By-Laws and need no further revisions.

BOARD OFFICERS PROCEDURES REVIEW:

The Board Officers’ Com submitted a report outlining the procedure for officer nominations. Sue reported that an email notification should go out to the board including newly elected directors immediately after the election is closed. Margaret and/or David Woo offered to compose and send the email to new board members about the officer nomination process. The new officers’ nominations are due on May 22nd. The

Com will canvass the current board members to determine who is interested in running for an officer position and will present a report at the May Board Meeting

DECISION-MAKING PROCEDURES for GM Monitoring Reports:

Margaret submitted a Report outlining the current decision making process on GM Reports and some proposals for discussion/decision making based on other boards' practices and consultation with Mike Healy. She noted that currently the board uses The Decision Tree model, which dictates that a discussion only ensues upon an objection. She offered three alternatives:

- 1) Educational/Strategic conversation about a monitoring report could take place prior to voting
- 2) Allow Objections and Discussion on each question in the decision tree before taking a vote on each question)
- 3) Open ended Consideration of the MR and vote at the end.

The board discussed these options.

BOARD ACTION: The board voted to adopt option number two, agreeing by majority vote, that the Decision Tree process will be maintained with following amendments:

1. The Chair will entertain any objections and discussion on each question in the decision tree (i.e., interpretation and data) before taking a vote on that individual question.
2. After the final vote on the GM Report, the Chair will ask the Question: Is this the policy we want? Discussion will ensue if changes wanted.

However, the board also agreed to evaluate the new procedure over the course of the next several months, looking at the factors of time, efficiency and effectiveness.

GM MONITORING REPORT: Conflict of Interest

No discussion.

BOARD ACTION: The board accepted unanimously that the GM Monitoring Report is in compliance with policy L7 on Conflict of Interest.

However, one director suggested that the policy is not as broad as it could or should be.

It was suggested that the policy be compared with corresponding text in the employee handbook. Stu, David W. and Dave T. offered to make the comparison and report to the board on it in June.

SELF-MONITORING: M1 & M2

David Woo presented the results of the self-monitoring surveys on M1 and M2.

ANNOUNCEMENTS:

WWCP MOTHERS' DAY TEA AT THE COPE HOUSE AT AWBURY ON MAY 5.

PACA HAPPY HOUR AT FERGIE'S PUB APRIL 16TH.

FOOD JUSTICE COURSES START TOMORROW

STU'S WIFE'S BLUES BAND WILL BE PERFORMING AT NXNW

NEXT MAFCA MTG WILL BE ON JULY 21ST IN BROOKLYN, at GREENE HILL CO-OP

MTG ADJOURNED, 9:25PM, FOLLOWED BY EXECUTIVE SESSION.

Executive Session: Report and Recommendation on the General Manager's Performance Evaluation for the period of March 2012 to February 2013 was reviewed and accepted.