

# TPSS Board of Representatives Meeting

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Date: August 13, 2015

Time and Place: 6:00pm, TPSS Community Room

Present: Rachel Hardwick (RH), Robert Anderson (RA), LuLu Fulda (LF), Tanya Whorton (TW), Adam Frank (AF)

Absent: Emily Townsend (ET), David Zuckerman (DZ), Bill Rodgers (BR)

Others present: Marilyn Berger (MB)

Minutes submitted by: Solveig Mortensen (SM)

## RESOLUTIONS:

- The Board approved the June 22, 2015 open session board meeting minutes as submitted; AF motioned and approved by consensus.
- In concurrence with the Policy Committee's recommendation, the Board voted to allocate all net savings to the reserves for the expansion for the fiscal year 2014: AF moved, RH seconded, and approved by consensus.

***GM Report:*** MB reported that the Co-op's sales are currently up and that the new Pay It Forward program appears to be starting off well. **MB agreed to provide the Board with more information on the June 2015 balance sheet's listed amounts for returned membership and Co-op member equity.**

***Ends and Indicators Update:*** The Board discussed the aim—listed in the Ends and Indicators Review—of minimizing the impact on the environment and also customer's interest in the extent to which Co-op products are local. **The Board requested the definition or parameters that the Co-op uses to deem products as local and asked that monitoring reviews be performed using that definition.**

***Finance Manager's Report:*** MB shared that Ben Sandel will give the Board feedback on the type of financial reports it should receive from the Co-op; Mr. Sandel has suggested that the Co-op could consider using the CBLD template. Board representatives discussed the issues of capturing comprehensive data in the financial reports and ensuring that future Boards are aware of the reporting expectations for the financials.

MB confirmed that the FY 2015 audit is projected to be complete by the end of October 2015 and that the July and August financial statements will be provided at the September Board meeting.

***FAC entire Board vs. Committee:*** AF reviewed the Co-op's current by-law requirements for the Audit and Finance Committee and explained that they apply regardless of whether the entire Board or a separate group comprises the Committee. The Board and management discussed the pros and cons of having an Audit and Finance Committee that meets separately and is not

necessarily comprised of the entire Board. **RH planned to discuss the issue with the president of the Common Market and Ben Sandel.**

**Policy Committee: G7, G8, G9, Boycott Policy:** AF shared that the Policy Committee (PC) sent proposed revisions of the Co-op's Boycott policy to the GM and plans to send the Board policy revisions for a number of the policies currently due for review.

AF relayed that the PC reviewed the requirements for patronage rebates within the by-laws. He confirmed that currently, the Co-op's net savings are to go towards patronage rebates except for the amount by which that are reduced, as determined by the Board.

**Membership Committee:** LF intended to coordinate with the Co-op and update attendees of the Fall Member-Owners meeting re: the input received at the June Member-Owners meeting.

**Nominations Committee:** AF planned to revise the candidate's packet.

Meeting Adjourned: 8:44pm

BOARD ATTENDANCE TALLY:

Term 2015:

Rep.      Dec. Jan. Feb. Mar. Apr. May June Aug.

Anderson	*	*	*	*	*	*	*	*
Frank	*	*	*	*		*	*	*
Fulda	*	*	*	*		*	*	*
Hardwick	*	*		*	*	*	*	*
Richards	*	resigned						
Rodgers	*	*	*	*			*	
Townsend	*	*	*		*	*	*	
Whorton	*			*	*		*	*
Zuckerman	*	*	*	*	*		*	