

## TPSS Board of Representatives Meeting

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Date/Location/Time: February 27, 2020 at Historic Takoma, 6:30 p.m.

Board present: Diane Curran (DC), Adam Frank (AF), Susan Cho (SC), Bob Gibson (BG), Sawa Kamara (SK), Katea Stitt (KS) by phone

Board excused: Fred Feinstein (FF), Susanne Lowen (SL), Katherine Tsantiris (KT)

Staff present: Mike Houston (MH), General Manager

Minutes submitted by: Solveig Mortensen (SM), Board Administrator

### BOARD ACTION:

- The Board approved the January 16, 2020 Open Session Board meeting minutes.
- The Board accepted the GM's Monitoring Report: Policy L7-Communication and Counsel to the Board as submitted.
- The Board approved the proposed date of May 7, 2020 and agenda for the Spring 2020 member-owners' meeting.
- The Board approved the establishment of a new committee, the Publicity Committee. The Publicity Committee will be a subcommittee of the Membership Committee.
- The Board approved that the Policy Committee will become a standing committee.

**Open Member Forum:** No other Co-op members present.

### GM Updates:

**Monthly GM Report:** MH updated the Board on a number of topics. The Co-op ended December with sales up 5.6% on the year, continuing a very strong growth pace. January grew over the prior year despite the lack of winter weather that typically drives large sales days this time of year.

To date the Co-op has received over 800 responses to the shopper survey, an excellent turnout. MH commented that staff are doing a good job of distributing the survey in the store and that the survey is making it to places around town. MH will send out a message encouraging participation in March.

The Co-op has resumed its previous collaboration with Crossroads Community Food Network on a joint "GusNIP" grant application to the U.S Department of Agriculture (USDA). The collaboration was interrupted last year by staff changes at Crossroads. The USDA grant will double reimbursements to users of USDA's Supplemental Nutrition Assistance Program (SNAP, formerly food stamps) for purchases of fresh produce. The Co-op needs sponsorship by a nonprofit such as Crossroads in order to offer GusNIP to its members and shoppers. The grant

application will be submitted in June. The Board received this report with enthusiasm, given the value we place on serving the community as broadly as possible.

MH updated the Board about his work with a group of citizens and businesses that provides feedback to the Maryland Department of Health regarding proposed MD regulations that will relax some inspection and food-licensing requirements for food sales by non-profit organizations. The regulations will generally help the small-scale food industry in the state. MH projects late spring or early summer as the earliest timeframe for drafting the regulations.

MH met with Planning Board staff as a Food Council representative to talk about the Thrive 2050 Montgomery County strategic planning update. He offered insight on minimum wage, business composting, the grocery industry and access to healthy foods in underserved communities. These meetings will continue.

The Union voted two new stewards into leadership to replace stewards who have left the store.

MH met with OTBA staff and the Compost Crew to help work out a pricing proposal to include more TP businesses in composting pickup. He hopes for more sign-ons by local businesses in the coming months.

**L-7 Communication and Counsel to the Board:** The Board reviewed the GM's monitoring report for this policy, which requires effective and timely communication and counsel by the GM to the Board of Representatives. MH reported compliance. The Board agreed and approved his report.

### **Board Business:**

#### **Report on CBL 101 and Columinate Financial Trainings:**

**CBL 101:** BG reported on his experience of this Columinate-sponsored workshop for Co-op board members, held in Swarthmore, PA. BG found the training real-world oriented, engaging, and useful in presenting basic tools and materials for board members overseeing co-op businesses. BG also noted that some of the training participants wanted to learn more about how the TPSS Co-op has become so successful.

**Columinate Financial Trainings:** Board members gave feedback on 4-week financial training webinar that some have listened to. Board Treasurer found the training was a good introduction to learning co-op financials. AF, SC, and DC plan to use the webinar materials to prepare orientation and training materials for future TPSS Co-op boards.

**Five Year Planning Process:** The Board discussed the initial planning documents drafted by MH for the four planning groups. The planning documents are in google docs and thus will be ongoing records of group work. The GM and Board decided that each working group should interview or present a questionnaire to approximately four to six different staff. Board members agreed to complete the following tasks before the March board meeting: hold at least one

meeting, read the materials provided by MH including other co-ops' strategic plans,; begin work on a staff interview or questionnaire, and create two program ideas.

The Board discussed the five-year planning process in relation to the possible conduct of diversity, equity and inclusion (DEI) training in 2020. We have received two proposals from independent consultants. One of the proposals would involve a significant time commitment, and thus raises questions about the workload demanded of the Board in 2020. We agreed to discuss the issue over e-mail and possible at the next board meeting. DC will circulate a written proposal for how/whether to undertake DEI training in 2020.

### **Committee updates: (MCAC, PC, NC):**

Committee charters and chairs: The following needs were identified for several Board committees:

**Nominating Committee:** SK is the Chair; this committee needs another Board member.

**Personnel Committee:** Has not met.

**Membership Committee:** Needs to confirm their Chair.

**Junction Committee:** Needs to confirm their Chair and establish their charter.

**Board Development Committee:** Needs to establish their charter.

**Expansion Committee:** Needs to establish their charter.

Membership Committee (MCAC): The Board approved a proposal to hold the spring member-owners meeting on Thursday, May 7<sup>th</sup> from 5:30-7:30pm, during a Thursdays at the Co-op event. The Board also approved creation of a Publicity Committee to help the Membership Committee advertise Co-op events such as Thursday night at the Co-op and member meetings.

Policy Committee (PC): The Board reviewed a document which reported on compliance with Co-op policies for the Board of Representatives (G and M). The Board requested recommendations from the Policy Committee on next steps with respect to any areas of noncompliance or where changes are needed.

The Board agreed to request the Board Administrator to send out the topical calendar in advance of each meeting and include review of the Topical Calendar as an item on each agenda.

The Board agreed to make a greater effort to get meeting minutes and other documents to the Board Administrator in time to provide the Board with an agenda and relevant documents at least ten days in advance of Board meetings.

The Board approved changing the Policy Committee to a standing committee.

Nominating Committee (NC): The Board agreed that individuals who serve on the nominating committee should not be potential candidates for re-election that year. DC and SL are both on the nominating committee, and both are potential candidates in 2020. Therefore, they will be asked to resign. DC will circulate an e-mail message asking other Board members to join SK on the committee.

**Administrative/Secretarial:** SC confirmed that the Board is moving forward with creating a Board business account for e-mail and online document filing. This will allow each Board member and the Board administrator to have a personal email account. It will also enhance the security of Board e-mails.

Board Representatives' Committee Memberships:

Membership and Community Affairs Committee: FF, SK, BG, DC

Audit and Finance Committee: AF, SC, BG, KT

Personnel Committee: DC, SK, KS

Policy Committee: SC, AF, KT

Nominations Committee: SK

Junction Committee: FF, SK, KS

Expansion Committee: AF, SC, SL

Board Development Committee: DC, AF

**Term 2019-2020 Meeting Attendance:**

	Dec	Jan	Feb
Cho	*	*	*
Curran	*	Ex	*
Feinstein	*	*	Ex
Frank	Ex	*	*
Gibson	*	*	*
Kamara	*	*	*

Lowen	*	*	Ex
Stitt	*	Ex	Ex
Tsantiris	Ex	*	Ex

(Ex=excused)

**Board Terms:**

Board Representative	Term:	Term Ends:
Cho	3 years (consecutive term)	2022
Curran	3 years	2020
Feinstein	3 years (consecutive term)	2022
Frank	3 years (consecutive term)	2020
Gibson	2 years	2021
Kamara	3 years	2021
Lowen	3 years	2020
Stitt	3 years	2021

Tsantiris	3 years	2022
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