

TPSS Board of Representatives Meeting Open Session Minutes

Date/Location/Time: April 16, 2020, meeting (held remotely, on-line) 6:30 p.m.

Board present: Diane Curran (DC), Fred Feinstein (FF), Adam Frank (AF), Susan Cho (SC), Bob Gibson (BG), Sawa Kamara (SK), Susanne Lowen (SL), Katherine Tsantiris (KT)

Board excused: Katea Stitt (KS)

Staff present: Mike Houston (MH), General Manager (GM)

Member-owners present: Mark Sherman

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

Meeting held by Google Meet and telephone connection

Board Actions:

- The Board approved the March 19, 2020 open session Board meeting minutes.
- Due to the ongoing need for management to prioritize the COVID-19 response, the Board deferred the GM's submission of the bi-annual Ends and Indicators update report until a later time.
- The Board confirmed that the Co-op would hold an audit this (2020) year, with the intent to begin it in the fall.
- The Board approved the recommendations to the Co-op's Policy Register as made by the Policy Committee during this meeting

Housekeeping:

- Due to the COVID-19 emergency, the Board held the April 2020 meeting by Google Meet and telephone.

Open Member Forum: A Co-op member-owner was present for the on-line meeting, but gave no comments. Remotely held Board meetings now have the capacity to include the membership and community for the open session.

Monthly GM Report (Including on-going response to COVID-19): MH summarized the experience of moving the store's products and operations to an online platform. MH reflected that the first two and a half weeks were the worst for the initial rush because Co-op staff were all learning the new online system. MH stated that as of this date, the Co-op is filling orders from just the previous day and is much more caught up than a week ago.

MH shared how there were glitches when the Co-op first opened its current online shopping platform, so they simplified offerings to just get orders filled, which meant not having all department products available online; providing general produce boxes, rather than specific produce items; and offering substitutions. MH noted how attempting to have the wellness, bulk, and beer and wine sections available through the on-line platform was extra challenging; getting those departments on-line has been delayed.

MH shared that the Co-op continues to add more of the store's products, including beer and wine, into the new online system, and that he hopes the Co-op will increasingly be able to complete more customized orders, allowing customers to pick items in a more a la carte fashion.

MH explained that, in the past, the state of Maryland did not allow the SNAP program to include online sales, so he has been working with Crossroads and Lorig Charkoudian to find an accommodation. Now the Co-op has an outside terminal, which allows SNAP beneficiaries to pay for purchases using SNAP benefits. MH shared that his collaborators are trying to bring the same accommodation to other venues.

In response to questions re: 1) how many orders the Co-op is filling daily and 2) how the Co-op's sales volume compares with previous, ordinary times, MH shared that the Co-op is filling between 160-200 orders a day. MH also shared that the average basket size is large, larger than at the peak of the initial pandemic reaction purchasing. However, MH clarified that there have been no small basket sales, which would normally decrease the average basket size; in other words, pedestrian sales of just a single item or two no longer occur.

In response to the question of how the Co-op's sales volume compares now to when the Co-op first moved sales online, MH recounted how the Co-op experienced the peak of its online sales (thus far) at the launch of the online store. MH noted that with 300 orders at that time, the servers crashed for four hours. MH highlighted that the Co-op is filling a much greater percentage of orders now. The latest number is that on average, 77% of an order is filled.

In regards to issues with the supply chain, MH shared that with the exceptions of flour and toilet paper, everything is coming in. MH also speculated that currently, every grocery store in the country is ordering at a higher volume, so items ordered multiple times a week now come in maybe once or twice weekly.

In regards to how the Co-op has selected which brands of products to order, MH shared that the Co-op selected the brands which were the top sellers during the initial pandemic reaction purchasing. MH explained how if a grocery store's sales volume decreases by a certain percentage, it is in a grocery store's best interest to decrease product selection by a certain percentage. MH emphasized how the Co-op wants items on its website that will sell.

In regards to whether the Co-op will eventually have the capacity to provide special orders, MH confirmed that the Co-op is working on making full-case purchases available online.

In response to a question re: what safety protocols the Co-op is following for the staff (and customers) MH shared that the Co-op continues to take the following steps:

- arranging for staff to provide transportation to and from work, for those staff who need it, so they do not have to take public transportation;
- asking staff to refrain from visiting other public places;
- increasing the employee discount, so staff do not have to grocery shop elsewhere;
- asking staff to respect the severity of the COVID-19 pandemic impacts;
- limiting the number of staff who work together at any given time and practicing social distancing inside the store;
- asking all staff to wear masks and continue wearing gloves;

- stepping away from the pick-up table after placing the boxes down, allowing customers to pick up orders from a safe social distance;
- trying to follow all the unfolding CDC guidelines;
- communicating with other urban co-ops; and
- submitting a request for an NCG support program.

In response to a question re: if any other co-ops have also switched to online ordering, MH stated that he understands a Kroger store in Ohio (a private grocery outlet) may be piloting an online system, and Flatbush Food Co-op is currently following a limited entry protocol.

A Board member commented on hearing stories about grocery stores having issues with people coming into contact and becoming sick or even dying during this crisis. The Co-op seems ahead of the curve in moving its operations online.

Board members gave the feedback that the communications they have received and the Co-op's facebook page demonstrate public appreciation for the Co-op's efforts during this pandemic. MH commented that the appreciation is very well received and confirmed that electronic communication is the safest way to receive appreciation at this time (as opposed to actual cards).

The Board and MH discussed the subject of tips and tipping. MH noted that the Co-op would want to be particularly mindful of how as an essential business, Co-op staff are still receiving paychecks while many people in the community and greater public are not. MH also noted how tipping Co-op staff was not a regular practice prior to the pandemic, but he observed that it is a consideration.

MH commented that he imagines the Co-op/grocery stores may need to continue with this new method of on-line shopping for some time.

Ends and Indicators Update: Due to the need to prioritize the COVID-19 crisis response, the ends and indicators update report was deferred to a later time. The Board planned to check with the GM about its status next month.

Board Business

Annual Decision to have Audit: AF recounted while the Co-op's by-laws stipulate that the Co-op conduct an audit at least every other year, Maryland Cooperative statute requires Maryland co-op's to perform an audit annually. The Board made the decision to hold an audit in the 2020 year and projected beginning it in the early fall.

Committee updates (MCAC, PC):

Membership and Community Affairs Committee (MCAC):

Spring Member meeting: FF confirmed that the Co-op's spring member-owners meeting will be held online on Tuesday, May 7th. FF relayed that the MCAC is still determining the preferred technical platform for meeting remotely and shared that the MCAC suggests using something that can include at least 30-40 people.

FF shared that the MCAC discussed the meeting's agenda and they anticipate that people will be focused on learning what is happening at the store and understanding the Co-op's current

operational outlook. MH confirmed that using a moderator to address questions meeting attendees submit in advance or type at the time, may be the most effective way to manage the meeting.

FF reported that the MCAC also discussed SL's initiating a summary report for the meeting, regarding big picture considerations about food security as related to the COVID-19 pandemic.

The Board planned to collaborate with the GM to provide a member communication re: how the spring member-owner meeting and other Co-op meetings will be held remotely and the protocol to participate in them.

Policy Committee (PC): AF informed the Board that the PC decided to continue reviewing the Co-op's By-Laws annually to ensure that the Board remains in compliance and completes any needed updates.

AF reported that the PC made the following recommendations regarding policies within the Policy Register:

- Modify G4.1.1 to state that the Board meeting agenda's need to be posted seven days in advance of the meeting, online (on the Co-op's website) and inside the store, when the store re-opens to the public.
- Modify G5.4.2 to clarify that the Board Secretary does not interview a departing GM if they are fired.
- Modify M1.3 to move the Secretary's job description into the part of the policy register that describes it.

AF explained that the PC would wait until the next By-Law review before changing its current *ad hoc* status to that of a standing committee. It was suggested that temporary "committees" be called "working groups," so they wouldn't need to be listed in the Policy Register, with their committee charter reviewed each year.

The Board approved the changes that AF and the PC described in this meeting.

DC confirmed that the Board is still interested in having the Nominating Committee and Personnel Committee, in particular, create their topical calendars for the 2020 year.

Adjourned 7:50pm

Board Representatives' Committee Memberships:

Membership and Community Affairs Committee: FF, SK, BG, DC (FF Chair)

Audit and Finance Committee: AF, SC, BG, KT (AF Chair)

Personnel Committee: DC, SK, KS (DC Chair)

Policy Committee: SC, AF, KT (SC Chair)

Nominations Committee: SK, FF, BG (SK Chair)

Junction Committee: FF, SK, KS (FF Chair)

Expansion Committee: AF, SC, SL (AF Chair)

Board Development Committee: DC, AF (chair position shared)

Term 2019-2020 Meeting Attendance:

	Dec	Jan	Feb	Mar	Apr
Cho	*	*	*	*	*
Curran	*	Ex	*	*	*
Feinstein	*	*	Ex	*	*
Frank	Ex	*	*	*	*
Gibson	*	*	*	*	*
Kamara	*	*	*	*	*
Lowen	*	*	Ex	*	*
Stitt	*	Ex	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

