

TPSS Board of Representatives Meeting

Open Session (public part of meeting)¹ Minutes

Date/Location/Time: November 19, 2020 meeting (held remotely, on-line) 6:30 pm
Board present: Diane Curran (DC), Fred Feinstein (FF), Susan Cho (SC), Bob Gibson (BG),
Susanne Lowen (SL), Katea Stitt (KS), Katherine Tsantiris (KT)
Board absent: Adam Frank (AF)
Staff present: Mike Houston (MH), General Manager (GM)
Members and Attendees present: Elizabeth Teuwen (ET)
Minutes submitted by: Solveig Mortensen (SM), Board Administrator
Meeting held by zoom and telephone connection.

Board ACTION:

- The Board approved the October 15, 2020 open session Board meeting minutes.
- The Board certified the results of the 2020 Board election.
- The Board approved the following slate of Board officers for the Dec 2020-Dec.2021
Board year: President: DC (Diane Curran); Vice President: BG (Bob Gibson); Treasurer:
AF (Adam Frank); Secretary: SC (Susan Cho).
- The Board noted there is no requirement for a vote to allocate funds to either the reserves
or patronage rebates due to the financial outcome of the 2019-2020 fiscal year.

Housekeeping: Re: the action items, BG and FF will be completing the training for the new Board members.

Open Member Forum: In response to inquiry, MH explained that the Co-op's buying club has not been fully implemented yet; he hopes to have the program running in the next month. MH elaborated that the Co-op is creating the buying club platform by pre-calculating the costs of items sold in various bulk quantities and listing them online. MH confirmed that the special ordering option and the special order form are still available on the Co-op's website.

MH described the Co-op's Feed a Neighbor Fund program. MH summarized how the Co-op started the program when the Co-op adopted online shopping and found the system function which allows shoppers to make a contribution at check out. MH shared that the money raised through contributions has, in partnership with various community groups, been used to provide food to neighbors.

¹ Monthly Co-op Board meetings have open and closed portions. Members are welcome at the open portion of meetings. The closed part of Board meetings is reserved for discussion of finances, personnel, and legal issues.

DC observed that with the recent surge of COVID-19 cases and the resulting uptick in pandemic conditions, she is refocusing on online grocery ordering and the Co-op's online ordering features. MH confirmed how more recently, the Co-op's online orders have grown and that the Co-op is systematically adding items each week. MH explained how the Co-op can now test the online shopping for newly added products prior to public use, which was something they were unable to do when they initially launched the platform.

MH further shared that on January 2nd the Co-op will have a new online sales platform through ECRS, which holds an entries and membership database, and will integrate payments through the Catapult system. MH shared that the Co-op received a \$5K grant funding from Montgomery County Economic Development Corporation to cover the Co-op's switch to the new Catapult system. MH explained how the new system will make payment easier and further streamline the online shopping experience. A Board member gave the feedback that he has experimented with online shopping through other grocers and finds the Co-op's platform to be competitive and simpler.

MH noted how as citizens, we are seeing more stay-at-home orders; he is aware that it remains possible that the Co-op may need to close in-store shopping again and return to offering 100% online shopping. At the same time, he noted that the Governor's most recent executive order stipulates having only one customer per 200 square feet, a limit with which the Co-op easily complies. MH surmised that in light of our strict safety protocols and lack of COVID-19 incidence since reopening, we have strong support among members and shoppers for keeping the store open.

Board Business:

MCAC, Member-owners meeting-reflections: The Board planned to approve the minutes for the fall 2020 member-owners meeting at the next Board meeting.

Nominations Committee: The Board certified the results of the Board Election. The Board thanked the Nominations Committee for their work on the election and BG for his post-election review report. DC reflected on how the reported percentage of flagged, problematic ballots seemed high. DC encouraged the Committee to follow-up on the indicated voting-process issues.

BG commented that a notable number of members did not cast their vote with the correct member number and suggested that there should be a way for the electronic system to give the user a notification, if the entered number or name does not match the account. BG also described how in some instances, a ballot seemed to be cast by the spouse or partner of a member and therefore did not match the originating member, but due to since-discontinued practices, showed as a name associated with the account.

BG shared that he tried to count and include as many ballots as he could reasonably interpret. BG stated that once the discrepancies were resolved, the actual ballot counting took just ten minutes.

Finally, BG observed that voter turnout was higher this year than in previous years, but still only comprised a small percentage of the Co-op's total membership. BG shared how during this election, when the website temporarily went down, the Co-op sent an email explaining that the voting hours were extended and this seemed to prompt another round of election voting.

Policy Committee: The Board planned to do the further review of Policy L-2 at the December 2020 or January 2021 meeting.

Retreat Planning: DC shared how a committee composed of BG, KS, AF, Marth Whitman, and Jade Baker will be planning this January's Board retreat. DC reviewed how the Board's current Columinate consultant, Martha Whitman, is retiring and the new Couminate consultant Jade Baker will overlap with her and then fully act as the consultant for the January Board retreat.

Farewell 2020 Board & New 2021 Board transition steps: Recognizing that the December Board meeting will be the first meeting of the new 2020-2021 Board member group and lighter on "Board business," DC explained that she, FF, and BG considered including an educational event re: the food crisis in our region for the meeting.

The Board discussed the plan to invite the director of the community group, Small Things Matter, to present at the meeting and for the Board/Co-op to encourage member participation. In summary, DC and FF shared how requests for information on the group arose on neighborhood listservs and how the Membership and Community Affairs Committee has also been looking into topics on which to pursue greater member outreach and engagement prior to the Board retreat.

Acknowledging that SL's Board term is ending, DC thanked SL for her work on both the Board and the Nominations Committee and for her advocacy re: local food producers and local food issues. DC encouraged SL to remain in touch and involved as a Co-op member. Other Board members expressed appreciation to SL for bringing up critical ideas while on the Board.

New Slate of Board Officers: DC will continue as Board President; BG will fill the role of Board Vice President; AF will continue as Board Treasurer; SC will continue as Board's Secretary.

DC thanked FF for his valued work and tenure as Board Vice President. To consider Board continuity and succession planning, the Board projected BG's eventual assumption of the role of Board president and KT's assumption of the role of Board secretary.

Meeting adjourned at 7:35pm

Board Representatives' Committee Memberships:

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

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

Personnel Committee: DC, KS (DC Chair)

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

Nominations Committee: BG, FF, SL, KS (BG Chair)

Junction Committee: FF, 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	April	May	June	July	Aug	Sep	Oct	Nov.
Cho	*	*	*	*	*	*	*	*	*	*	*	*
Curran	*	Ex	*	*	*	*	*	*	*	*	*	*
Feinstein	*	*	Ex	*	*	*	*	*	*	*	*	*
Frank	Ex	*	*	*	*	*	*	*	*	*	*	Ex.
Gibson	*	*	*	*	*	*	*	*	*	*	*	*
Kamara	*	*	*	*	*	*	*	*	Re	Re	Re.	*
Lowen	*	*	Ex	*	*	*	*	*	*	Ex	*	*
Stitt	*	Ex	Ex	*	Ex	*	Ex	Ex	Ex	*	Ex	*
Tsantiris	Ex	*	Ex	*	*	*	*	*	*	*	*	*

(Ex=excused)

(Re=Resigned)

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
Lowen	3 years	2020
Stitt	3 years	2021
Tsantiris	3 years	2022
Currently vacant	3 years	2021