

# TPSS Board of Representatives Meeting

## Open Session (public part of meeting)<sup>1</sup> Minutes

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Date/Location/Time: February 18, 2021 meeting (held remotely, on-line) 6:30 pm  
Board present: Diane Curran (DC), Bob Gibson (BG), Susan Cho (SC), Adam Frank (AF), Fred Feinstein (FF), Elizabeth Teuwen (ET), Katherine Tsantiris (KT), Xitlalli Velasquez (XV)  
Board absent: Katea Stitt (KS)  
Staff present: Mike Houston (MH), General Manager (GM)  
Minutes submitted by: Solveig Mortensen (SM), Board Administrator  
Meeting held by zoom and telephone connection.

### **Board ACTION:**

- The Board approved the January 21, 2021 Open Session Board meeting minutes.
- In advance of this meeting, the Board approved the December 17, 2020 Board meeting minutes through email.
- The Board approved the GM's Monitoring report for policy L-7, Communication and Counsel to the Board.

**GM Report:** MH updated the Board that the Co-op has signed up staff for COVID-19 vaccines through the Montgomery County system. MH explained how there is a six weeks period before the first and second shot. MH shared that after staff receive the second shot, the Co-op will re-consider the maximum number of in-store shoppers and the re-installation of displays.

**L-7 Communication and Counsel to the Board:** Board members did not pose any questions re: the report. DC shared the observation that the Board and the GM have communicated when they found their perspectives on roles have differed; DC expressed appreciation for the clarity resulting from those exchanges.

### **Board Business:**

**Committee updates:** Membership and Community Affairs Committee (MCAC), *meeting report and proposal for spring member meeting:*

FF reported that he sent the Board the notes from the most recent MCAC meeting. FF summarized how the MCAC is starting to plan for the spring Membership/Member-owners meeting and anticipating including a "public forum" presentation and Q&A as occurred at the December Board meeting with "Small Things Matter". Currently, the two potential spring Membership meeting dates are either April 6th or April 20th and contact has been made with Loren Goldeburg, the Executive Director of Crossroads. FF explained that in addition to the presentation by Loren Goldberg, the meeting would include the customary reports from the GM, Board President, and Treasurer.

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<sup>1</sup> 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.

FF also reported that the MCAC had a lengthy discussion about rewriting the portion of the policy register that solely entails Membership Committee policies (MC-1 to MC-7) and hope to have updates by the next Membership meeting.

KT noted how the Policy Committee questioned how, in addition to overall changes to the policy register, whether a dedicated section for Membership Committee policies should be in the register; there are not separate sections in the policy register for other Board Committees.

Membership Committee members and MH further discussed how the MCAC specific section of the policy register also includes directives for the GM, how there is a need to differentiate the aspects which regard Board outreach versus store outreach, and how they would like to keep significant, substantive information somewhere in the policies, but eliminate the burdensome pieces.

Policy Committee: *Possible general policy review*

SC recounted how during the Board retreat, the Board received the feedback that the Co-op's policies are quite detailed and overly prescriptive. SC explained that, per guidelines the Board already ensures that it/the Policy Committee goes through the policy register and completes a policy review every year. However, SC conveyed that at this juncture, the Co-op/Board may be better served by doing a larger, all-inclusive dive into the Co-op's policies. SC observed that having that full policy analysis would also be an opportunity to incorporate other, identified priorities, such as integrating diversity, equity, and inclusion understanding throughout all the policies. The Board also considered using a template for the policies to create a more efficient document.

Committee Chairs: *Confirm updates on charters and topical calendars*

FF confirmed that the Membership Committee had worked on and updated language in their Committee's topical calendar. Other Board Committees planned to work on their topical calendars and charters.

Retreat Reflections: DC recounted how in the most recent Board retreat, Board members discussed and prioritized their ideas for the Board's goals and visions for the new, 2021 year. DC invited Board members to further reflect upon and share their sense of the most significant points and objectives from the retreat.

Collectively, Board members identified the following Board retreat priorities:

- Hold a diversity, equity, and inclusion (DEI) training and implement that understanding into the long-term vision for the Co-op to create institutional transformation. Continue to revisit the subject to see if the Co-op/Board has integrated the training goals fully.
- Utilize the information from the Co-op member survey to gain all sorts of member feedback and pursue our inclusivity goal. Is the Co-op welcoming to a more diverse population? Carrying culturally relevant products? The Board should do the work to determine what the barriers are for people of color to come to the Co-op, rather than asking people of color to identify those barriers. Are there also barriers for other groups? For instance, how does having a fully on-line store affect people with disabilities?

- To create more usable policies, revisit the Board’s policy register and make modifications or do an overhaul. Utilize a policy template and review how other co-ops have created their policies.
- Ensure that the Board/Co-op is doing the necessary contingency planning and framework development for potential issues related to the Junction.
- Given the opportunity to think past the pandemic, focus on the strategic planning process (to create a framework for all the concerns) and the five year plan. Potentially involve members in the strategic planning process. Do member engagement and then revisit the priorities to see if they are still on target.

Board members also gave overall feedback re: the retreat.

- The retreat as a stand-alone event, had value.
- The break-out sessions and work in small groups was productive; some noted they felt they were just beginning to discuss a topic, when the separate group time would end.
- Hearing the Columinate consultant’s, Jade’s story and getting to know her was informative and beneficial.
- Having the opportunity for some free conversation with one another was also enjoyable.
- The GM’s thorough work truly frees the Board to look at the big picture for the Co-op.

DC explained how the Board’s reflections on the retreat revealed the Board’s priorities and recognized how they could be the underpinnings of a strategic plan. The Board identified a group of Board members to set the framework for a DEI training/program and then planned to follow that DEI work with a focus on revising the Co-op’s policies. Members of the DEI planning group are BG, AF, XV, KT, and KS.

The Board also discussed a third objective of further setting the direction for the Co-op by including time at the Board meetings for education, visioning, or addressing issues affecting the Co-op. DC planned to be in contact with the Board with more detail about the third objective. The Board noted how once the Board establishes a working set of priorities it will also want to communicate this to the Membership.

Meeting adjourned at 7:44pm

#### Board Representatives’ Committee Memberships:

Membership and Community Affairs Committee: (FF Chair) FF, DC, KT, ET, EdD\*(non Board member) \*Esteban de Dobrzysky

Finance and Audit Committee: (AF Chair) AF, SC, BG, KT, CV (DC, ET as ex-officios)

Personnel Committee: (DC Chair) DC, KS

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

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

Junction Committee:(FF Chair) FF, DC, BG, KS, ET

Expansion Committee: (AF Chair) AF, SC

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

**Term 2020-2021 Meeting Attendance:**

	Dec	Jan	Feb.
Cho	*	*	*
Curran	*	*	*
Feinstein	*	Ex	*
Frank	*	*	*
Gibson	*	*	*
Stitt	Ex	Ex	Ex
Teuwen	*	*	*
Tsantiris	*	*	*
Velasquez	*	*	*

(Ex=excused)  
(Re=Resigned)

**Board Terms:**

Board Representative	Term:	Term Ends:
Cho	3 years (consecutive term)	2022
Curran	3 years (consecutive term)	2023
Feinstein	3 years (consecutive term)	2022
Frank	3 years (consecutive term)	2023
Gibson	2 years	2021
Stitt	3 years	2021
Teuwen	3 years	2023
Tsantiris	3 years	2022
Velasquez	1 year	2021