

TPSS Board of Representatives Meeting
Open Session (public part of meeting)¹ Minutes

Date/Location/Time: August 19, 2021 meeting (held remotely, on-line) 6:30 pm
Board present: Diane Curran (DC), Bob Gibson (BG), Susan Cho (SC), Esteban de Dobrzynski (ED), Fred Feinstein (FF), Katea Stitt (KS), Elizabeth Teuwen (ET) Kathy Tsantiris (KT)
Staff present: Mike Houston (MH), General Manager
Not present: Solveig Mortenson, Board Administrator (SM)
Minutes submitted by: ET, Board Secretary
Meeting held by zoom and telephone connection.

Board ACTION:

- The Board approved the July 15, 2021 Open Session Board meeting minutes as amended.
- The Board approved the GM's Monitoring report for policy L-6 Asset Protection.

Housekeeping

- Check-in

Michele Byrd: This was a significant month with the loss of Michele. The store was closed on 8/11 to permit staff to attend her funeral. Staff filled over 4 rows at the service; over half the store was able to attend. Board members agreed that it was important that the store was able to close to allow the staff to go and were proud of the humanity displayed by MH and the Co-op. Board members shared memories of Michele:

- "I thought I was the only one Michele had those conversations with - but everyone did."
- Her personal connection with customers was a model example.
- MH gave a beautiful tribute to Michele.
- Significant donations were made to Michele's family.

Board Emails: AF reminded everyone to check email threads to ensure all board members are included. It was noted that non-board members need to enter individual board emails separately and cannot rely on the board@tpssboard.com distribution list. SC provided instructions for creating a separate board distribution list in gmail, for use by the GM.

Topical Calendar: SM will make the following changes to the Topical Calendar:

- Board assignments for election duty should be moved from Sept. to Oct.
- Draft GM evaluation should be moved from Oct. to August.
- In October, there should be a new item: discuss proposed slate of board officers for new year
- In November, there should be a new item: elect slate of board officers for the new year.

Takoma Park Events: The Folk festival is not happening this year, but the Street Festival will take place on October 3rd. The Co-op will have a tent. OTBA asked if the Co-op parking lot was available.

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.

Open member forum

No members were present.

GM Report

Outreach: MH signed an engagement letter with Blue Bike to take on outreach planning projects. MH intends to review store level community outreach in the next six months and look at what they would like to accomplish through community engagement. Leandra is currently working on an hourly basis. Engaging Blue Bike is meant to bridge the gap. MH anticipates filling in the community engagement manager role with full time staff in January or February..

A Board member brought up the fact that Michele Byrd was the union representative and asked what plans were being made to fill that spot. MH indicated that there are supposed to be 3 union spots, but that he has no say in that matter. The union contract is up in March and initial negotiations should start several months beforehand in September.

Policy L-6, Asset Protection

A Board member noted that sexual harassment training was given to the staff in 2018 and 2019, and asked whether future sexual harassment training is planned. MH explained that full staff training is required by the union contract every year and that he coordinates with the union, which provides the topic. MH has no problem with offering sexual harassment training on a yearly basis but it is up to the staff to decide.

AF/DC stated their view that it is important for sexual harassment training to take place at least every other year.

Committee updates:

Membership and Community Affairs Committee

FF reported that the Fall Member Meeting has been set for October 17th, but that the question of whether to hold the meeting in-person would be determined in September. Proposed items for the agenda include presentations by DC, AF and MH, introducing the slate of board candidates, and update on the Takoma Junction development and a COVID update. The possibility of relaunching the 5-year strategic plan was also raised. MH suggested this would also be a good time to start collecting recollections of the Co-op throughout its history as part of the 40th anniversary celebration. BG asked if we have documentation of different stages of the Co-op, e.g. old newsletters etc. MH indicated a lack of those kinds of materials but thought this would be a great opportunity to collect whatever information exists. A final agenda for the Member Meeting will be established in September.

FF then reported on the status of the Membership Policies. He noted that the current Membership Committee Policies differ widely from the rest of the policy register and that he and ET had been working on revisions. FF summarized those revisions, which focused on membership engagement and mobilization. He noted that the premise for these revisions is the fact that Co-op is not only a grocery store, but also a member-owned institution that seeks to promote a healthy, environmentally sustainable, and equitable food system that recognizes and meets the needs of our diverse community. It educates, advocates, and facilitates activism and participation by the membership community to promote these values.

ET said that the MCAC planned to propose a new L policy that would require the Board and the GM to meet on a yearly basis to devise an outreach and engagement plan, and that the Board would have a role

in implementing and working towards these goals.

AF stated that the MCAC was tasked with reviewing the policies and reporting back to the policy committee, and that it was not proper to be raising policy revisions with the entire board at this time. He also recommended running any revisions by Jade Barker (JB) because any new policy revisions should conform to the Policy of Limitations structure. AF reflected that the proposed revisions appear too restricting on the GM, and that a better approach would be for the Board to come up with its own plan.

ET explained that the proposed revisions were an attempt to address past conflicts over roles and responsibilities, and established a process where the Board and the GM would resolve these issues. ET suggested that changes to the L policies could be written to mandate that cooperation. AF stated that the Board is involved with engaging members in ways that differ from the GM, and that while the Board may piggyback on what the GM does, it is not our job to tell the GM what to do. AF would support a policy that said something like “The GM shall not operate without a plan for member engagement,” because the GM is the best position to determine what is required. To the extent the Board takes its own initiatives, it should consult with the GM to make sure their respective plans are not “out of whack.”

SC said she thought that all the policy register revisions, including the MCAC review of membership policies, were on hold until after the Board completed DEI training. DC stated that these processes are not necessarily inconsistent. Membership policies are very different than other parts of the register, and revisions to the Membership Policies could be integrated into a fuller revision of the entire register. AF shared his view that all the membership policies should be eliminated and that Board outreach efforts could be accomplished through the Membership Committee. ET indicated that the content of two of the current membership policies would need to be addressed because it is required by the bylaws (MC-8) or is otherwise not addressed by the L policies (MC-7).

Nominations Committee

Board members who were on a monthly call with Columinate consultant Jade Barker (JB) reported on her recommendation that one of the principal jobs of the board is to develop candidates to run for the board. She recommended that board members take a more active role in cultivating candidates through their own networks. She indicated that CBDL training is available to anyone, including members, and could be offered as an incentive to those members interested in board membership. FF stated that in past years, we couldn't get people to run for the board. BG noted that we have had recent success with a low touch approach, but that doesn't mean this strategy will always work in the future. Engaging in the 5 year strategic planning process would be a great way of engaging more members. This would be a substantive way to allow members to feel useful. AF suggested we could track who has run for the board over the past few years and reach out to them. He also recognized that we need candidates with specific skills, e.g. financial acumen. Board members discussed why they chose to run for the board, and MH suggested the Board submit blog entries about their choice to run as a way of promoting elections. The Board established the following schedule:

- ET, KT, KS by August 27th
- AF, SC, ED by September 3rd
- FF, DC, BG by September 10th

Personnel Committee

The Personnel Committee roster has been updated to include BG and AF, who will remain on the

committee through the end of the year.

Meeting adjourned at 7:50pm

****Board committee titles:**

Board Development Committee (BDC)

Diversity Equity and Inclusion Committee (DEIC)

Finance and Audit Committee (FAC)

Membership and Community Affairs Community (MCAC)

Nominations Committee (NC)

Personnel Committee (PerC)

Policy Committee (PC)

Retreat Planning Committee (RPC)