

TPSS Board of Representatives Meeting

May 18, 2023

Open Session Minutes

Date/Location/Time: May 18, 2023 meeting 6:30pm

Board present: Bob Gibson (BG), Elizabeth Teuwen (ET), Esteban de Dobrzynski (ED), Adam Frank (AF), Susan Cho (SC), Taylor Dibbert (TD), Orly Keiner (OK)

Staff present: Mike Houston (MH), General Manager, Chloe Thompson (CT) Community Engagement Manager

Not present: Ami Amin (AA) Katea Stitt (KS)

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

**Meeting held at Historic Takoma and remotely, by zoom*

Board ACTION:

- The Board approved the April 20, 2023 Open Session Board meeting minutes.
- The Board approved the Membership and Community Affairs Committee Charter drafted and submitted in April 2023 by the Membership Committee. (Addendum A).
- The Board approved the second option for a new listed item as a revision to Policy, B-7, Communication to the Board. (Addendum B)
- The Board approved the revision of a proposed additional listed item to Policy C-2, the Board's job. (Addendum C)

Open Member Forum: SC shared a member's interest in being able to buy a single beer instead of the \$45 package at the Takoma Foundation Beerfest at the VFW. MH clarified that TPSS Co-op is one of nine event sponsors, not the organizer, and has no say on the pricing.

Board survey of Member engagement: The 2023 Member Engagement Survey will be closing Sunday May 21 and thus far, many TPSS Co-op members have completed it.

Earth Day - April 22/Reflections: BG described the recent TPSS Earth Day event as a success with good energy and positive interactions. MH reported receiving positive feedback from participating vendors and even hearing from them on an outdated form question that they would pay for Earth Day event space.

BG highlighted the zero plastic waste shopping tour that OK held, noting that in reminding people that the Co-op is a place for responsible shopping and food prep, the tour was relevant to the Co-op's values and attracts people. OK and the Board discussed her coordinating with the Co-op's Community Engagement Manager to hold, and possibly film, another tour.

In response to Board inquiry, MH confirmed that the Co-op's Earth Day event, which usually entails a big tent and band, is typically a financial loss for TPSS. The Board considered that even with the loss, it is a worthwhile expenditure in creating community connections.

Member Appreciation Day–May 24: Member/Customer Appreciation Day, is scheduled for Wednesday May 24th, 6-8pm at the Takoma Park VFW. The Board confirmed the event logistics. The event will entail an update from the GM and Board President, open member forum, a “human bingo” ice breaker, food and tickets for drinks, and raffles. One raffle will specifically be for those who completed the member survey and others will be open to people at the event.

Board and In-store Participation: The Board reviewed the schedule, and Board members were thanked and urged to continue putting in more in-store hours as their schedules allow.

Mid-Atlantic Food Co-op Alliance (MAFCA) meeting, South Philly Food Co-op, Philadelphia, April 29: BG recounted TPSS Co-op's involvement and participation with the Mid-Atlantic Food Co-op Alliance group. SC has been active with it for a number of years, and last year the Co-op's Community Engagement Manager, Chloe Thompson (CT), SM, and he attended their meeting. This year, CT, AA, and BG attended MAFCA's meeting at the South Philly Food Co-op in Philadelphia.

BG shared what he learned about South Philly Food Co-op and the success they have had even in challenging conditions. The South Philly Food Co-op opened during the pandemic, sits on a narrow street with a little store front, moves all their products through the front door, and has no parking; yet, it is a vibrant store. Additionally, the South Philly Co-op is doing well enough to consider a larger space.

BG noted that people from several other co-ops also attended the MAFCA meeting and discussed their priorities and practices and how they cultivate member and board participation. Weavers Way Co-op was an example of a co-op that takes sustainability measures, works to reduce plastic use, still publishes a paper newsletter, and has a member volunteer committee to help develop its next set of board candidates. BG noted that within our co-op community there are people who do not want to commit to being on the TPSS Co-op Board but might be interested in helping to find good candidates.

Other Membership Committee (MCAC) Business: OK shared that on June 20th TPSS Co-op will host an educational Zero Plastics event at the Fuffillery. Rini Saha, Laurie Hill, and Stephanie Miller will share ideas on real life ways to reduce plastic use. The panelists will discuss how they approach managing waste and hold a question and answer session, where the audience will be able to share their most challenging plastic conundrums.

ET shared that at the most recent Membership meeting, the status of the Co-op's communication plan was raised and Board members expressed a desire to tailor any Board activities around that, and likely not schedule another Board-initiated educational event over the rest of the year after the event at the Fulfillery. ET and the Board discussed ideas for informal engagement opportunities, such as story sharing and open questions, which would allow people to be part of a fun, group activity without a big time commitment.

GM Report/Open Session: MH reported that per Columinate's services, the recent staff survey revealed generally high staff satisfaction at the Co-op. MH and the Human Resources Department manager, Irene Meta will meet one on one with the department managers to discuss the survey results. TPSS Co-op's last staff surveys were held in 2019 and 2014. MH also reported receiving the first union contract, which also demonstrated positive feedback for TPSS Co-op.

MH confirmed that the Board will receive the staff survey and will have access to the recent member engagement survey, which closes 5/21/23.

Reviewing Action Items and Topical Calendar: BG stated that the Board will not require extra allocations for this fiscal year's budget. The Board and MH discussed a preferable time for the Board to do something for staff appreciation.

Second consideration to amend B-7 and C-2: BG summarized that in doing the routine policy review work of the Board, OK gave feedback on Policy B-7, Communication to the Board. BG reviewed the policy further and drafted a limitation to the current policy list, which OK edited.

The Board discussed the pros and cons of the two versions of the proposed limitation and chose the second option as the one for updating policy.

BG described his wording edits to policy C-2 and conveyed the aspiration to collaborate as appropriate with the GM and staff on staff-led initiatives.

Global Governance Commitment and C-1 Governing Style: ET noted that the Board had agreed to review its own performance as part of policy review. The Board discussed doing this at a midyear informal gathering or the annual retreat and that the GM does share his impression on the Board's work as part of his monitoring. The Board decided to add this task onto the Topical Calendar for the month of August.

Meeting adjourned at 8:30pm

Board Representatives' Committee Memberships:

Annual Meeting Committee: BG (Chair), TD, MH (GM), and Chloe Thompson (Co-op staff)

Board Development and Elections Committee: AF (Chair), BG, TD

Diversity, Equity, and Inclusion: KS (Chair), SC, ED, AF, ET, and Chloe Thompson (Co-op staff)

Finance and Audit Committee: AF (Chair) AA, TD, BG, MH (GM), and Yodit Gebremeskel (Co-op staff)

Membership and Community Affairs Committee: ET (Chair), ED, BG, OK, MH (GM), Chloe Thompson (Co-op staff) and Diane Curran & Fred Feinsten (former Board members)

Personnel Committee: BG (Chair), ET

Retreat Planning Committee: AF, ET, MH, OK, (and the Columinate consultant, Jade Barker)

Term 2022-2023 Meeting Attendance:

	Dec	Jan	Feb	Mar	April	May
Amin	*	*	*	Ex	*	Ex
Cho	*		*	*	*	*
de Dobrzynski	*	*	*	*	Ex	*
Dibbert	*	*	*	*	*	*
Frank	*	*	*	*	Ex	*
Gibson	*	*	*	*	*	*
Keiner	*	*	*	*	*	*
Stitt	Ex	Ex		Ex	*	
Teuwen	*	*	*	*	*	*

(Ex=excused)

Board Terms:

Board Representative	Term:	Term Ends:
Amin	3 years	2025
Cho	1 year (appointed term)	2023
Dibbert	3 years	2025

de Dobrzynski	3 years (term after appointment)	2024
Frank	3 years (consecutive term)	2023
Gibson	3 years (consecutive term)	2024
Keiner	3 years	2025
Stitt	3 years (consecutive term)	2024
Teuwen	3 years	2023

ADDENDUM A:

Membership and Community Affairs Committee Charter Adopted _____

Authority:

- Bylaws 7.2.A.2 (with proposed amendments)
- Board Policy C-2.3 (Provide opportunities for Board and member-owner education and engagement on significant policy issues)
- Board Policy C-2.4 (Regularly seek information from member-owners on their needs and perspectives.)

Accountability

The Committee serves at the request and under the direction of the Co-op board. The Committee has no independent authority to direct the General Manager or any Co-op staff, to commit any of the Co-op's resources, or to take any formal action without approval by the board.

Purpose

The Committee exists to assist the Board with the job of engaging with member-owners and the broader community to promote the Co-op's Ends Statements and values, and general cooperative principles. The Committee shall:

- Coordinate with the GM to support board communications with member-owners;
- Develop content for the biannual Membership meetings;
- Plan educational events and initiatives in accordance with the Board's Member and Community Engagement Plan.

Committee Composition

Membership will consist of at least three board members and the GM or his designated staff representative. Member-owners are also encouraged to join. A member of the board will serve as the Committee Chair and is responsible for conducting meetings and for seeing that the Committee output is delivered to the Board.

ADDENDUM B:

B-7 Communication to the Board:

“[The GM must not] Fail to provide the Board an annual plan for communications and member engagement to be executed by TPSS staff. The plan should be submitted for Board review 30 days prior to the start of the new fiscal year. The Board understands that this annual plan will largely lay out a general structure for engagement and communications, and that details are within the purview of the GM and the staff. The Board asks that any basic changes to the plan, or information on new events, be conveyed by the GM to the Board in advance wherever possible.”

ADDENDUM C:

“[In order to fulfill our role successfully, we will]: Develop an annual Member and Community Engagement Plan that the Board will be responsible for executing, and which will be reviewed by the Board at a minimum every six months to ensure our compliance with our own commitments in this area. The Board will share this plan with the GM and will hope and expect to collaborate with the GM and staff on execution, especially where activities complement staff-led initiatives, but not with less than 30-days notice to staff and only where the activity does not place an undue burden on staff, a decision that will rest with the GM.”