

# TPSS Board of Representatives Meeting

## December 14, 2023

### Open Session Minutes

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Date/Location/Time: December 14, 2023 meeting 6:30 pm\*

Board present: Bob Gibson (BG), Elizabeth Teuwen (ET), Esteban de Dobrzynski (ED), Mandillyn Beck (MB), Kopal Jha (KJ), Orly Keiner (OK)

Staff present: Mike Houston (MH), General Manager

Not present: Ami Amin (AA), Taylor Dibbert (TD), Katea Stitt (KS)

Minutes submitted by: Solveig Mortensen, Board Administration

*\*Meeting held in person at Historic Takoma and remotely by Zoom.*

#### **Board ACTION:**

- The Board approved the November 16, 2023 Open Session Board meeting minutes by consensus.
- The Board approved the new slate of Board officers for the 2023-2024 Board term.

**Open member forum:** BG congratulated MH on becoming the Chair of the Montgomery County Food Council's Board. BG also described the positive experience of volunteering with Community Farm Share, which primarily supports local farmers while providing local food assistance to people in need.

Speaking as a member, SM stated that various union organizations, such as United Auto Workers have been supporting the aim of a ceasefire in Gaza. SM noted that it is also challenging to know where all food products originate from, but that the Board had previously expressed an interest in revisiting the Co-op's product selection guidelines.

MH confirmed that TPSS does not keep a database of all TPSS products' countries of origination and summarized the Co-op's former (2014) Boycott policy. In answer to inquiry, MH explained that presently, TPSS staff determine product selection and that to his knowledge, no other members have raised this concern.

The Board recounted other food product boycotts and planned to look into how other co-ops are approaching this issue.

**Slate of officers for the new Board term:** BG stated that next year, he will be well out of the area for an extended period, making staying on as President difficult. The Board voted to approve the new slate of officers: ET as President, ED as Vice President, OK as Secretary and BG as Treasurer.

Confidentiality Agreement and the Code of Ethics forms: Board members present in person signed the forms. ET and MH disclosed their relationship at the Montgomery County Food Council: the Board acknowledged this.

**Board retreat – planning update:** The Board retreat will occur on Saturday, January 20th. The Board and staff dinner will occur the evening prior on January 19th. ET and OK met and considered retreat ideas. They will also meet with the Columinate consultant, Jade Barker to discuss retreat aims, such as how to optimize the staff and Board dinner.

The Board noted the following as possible retreat topics and priorities:

- Board cohesion—what Board members want to bring to the Board and what is important to them
- The upcoming store remodeling and Board’s role in the expansion
- Reviewing the bylaws
- Policy Governance process and how to use policy governance time most effectively
- Priorities and purpose for the non-policy governance work, be that an overall theme, events, or blog posts
- How to utilize the Board committees

**Review action items/topical calendar:** The Board is considering changing the day of the week it meets. Board members can add community events to the Topical Calendar and attend those events seeing themselves as representatives of TPSS Co-op. OK planned to be present for the next new member orientation on January 23, 2024.

**Board Committees:** The Board recognized that some of the Board committees require direction from the Board and that committee assignments need to occur soon. The FAC meeting will be folded into the Board meetings.

**MCAC:** The Membership and Community Affairs Committee will need a new chair. Board members discussed possibilities.

**GM Report:** MH had a good meeting with National Cooperative Grocer (NCG) representatives and Bates Architects; they discussed how TPSS Co-op can stagger various steps in their remodeling. The general contractors have been to the store to ensure aspects of structural integrity prior to making modifications. MH reported that the Co-op has now ordered the new refrigeration equipment.

In answer to Board inquiry, MH explained that they considered adding more shopping space on a second floor and have determined it would not be a really feasible plan or an easy shopping experience.

Meeting adjourned 8:03pm

Board Representatives' Committee Memberships:

Annual Meeting Committee: MH (GM), Chloe Thompson (Co-op staff)

Board Development and Elections Committee:

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

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

Membership and Community Affairs Committee: MH (GM), Chloe Thompson (Co-op staff)

Personnel Committee:

Retreat Planning Committee\*: ET, TD, OK (and the Columinate consultant, Jade Barker)(\*for 2024 year retreat)

**Term 2023-2024 Meeting Attendance:**

Board member:	Dec
Amin	*
Beck	*
de Dobrzynski	*
Dibbert	Ex
Gibson	*
Jha	*
Keiner	*
Stitt	Ex
Teuwen	*

(Ex=excused)

**Board Terms:**

Board Representative	Term:	Term Ends:
Amin	3 years	2025
Beck	3 years	2026
Dibbert	3 years	2025

de Dobrzynski	3 years (term after appointment)	2024
Gibson	3 years (consecutive term)	2024
Jha	3 years	2026
Keiner	3 years	2025
Stitt	3 years (consecutive term)	2024
Teuwen	3 years (consecutive term)	2026