

TPSS Board of Representatives Meeting

February 15, 2024

Open Session Minutes

Date/Location/Time: February 15, 2024 meeting 6:30 pm*

Board present: Elizabeth Teuwen (ET), Esteban de Dobrzynski (ED), Orly Keiner (OK), Bob Gibson (BG), Ami Amin (AA), Taylor Dibbert (TD), Kopal Jha (KJ).

Staff present: Mike Houston (MH), General Manager

Attendees present: Marty Bates (MB)

Members present: Shireen Lewis (SL)

Not present: 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 January 11, 2024 Open Session Board meeting minutes.
- The Board approved the monitoring report for Policy B-7, Communication to the Board.
- The Board agreed that Policy B-7, Communication to the Board, as it is composed at this time, is satisfactorily conveying its aims.

Open member forum: A member described an incident where a panhandler, outside of TPSS Co-op, was behaving aggressively, Co-op staff provided assistance, and the authorities were contacted. After a notice of no trespass is given, this individual will not be allowed back on TPSS Co-op property.

Board Business:

Board Retreat Recap: Board members felt the January retreat was positive and productive. The Board discussed suggestions for future retreats including a later start time and brainstorming priorities ahead of time.

Board Committee - Finalize Assignments: The Board confirmed standing board committee will consist of the Finance and Audit Committee, Membership and Community Affairs Committee (MCAC), the Nominations Committee, and the Personnel Committee. The Board understood that the MCAC will probably have enough tasks to warrant meeting separately.

Board Development/CCMA: The Board noted that CCMA's national, annual conference will occur in Portland Maine this year and that CCMA is open to presentation ideas. ET, BG, and KJ expressed an interest in attending and planned to confirm their plans soon.

Store Remodel:

Presentation by Bates Architects: MB updated the Board with the status of the store's remodeling project and related timelines. For the last several months, Bates Architects have been managing the surveying and completing construction documents. They discovered that TPSS Co-op needs the 2017 record plat to proceed on the site plan. They have been working on assembling the plan and now, will wait for the Takoma Park's Historic Preservation Society's review, prior to filing the building permit application.

MB estimated that the project's construction costs can still go to bid around the end of February. After the general contractors's bids come in, the Co-op will pick and enter into an agreement with a general contractor (who will provide a schedule); Bates will assist TPSS Co-op in submitting a building permit; and then, TPSS will give National Cooperative Grocer a start date for equipment deliveries. The new refrigerator equipment has already been ordered. MB approximated that the construction work is on track to begin in the latter end of June or early July 2024.

In regards to the criteria for the general contractors, MB explained that they would like to see 3-4 candidates who meet all the following requirements: 1) have experience working in Montgomery County 2) have experience working on grocery stores 3) have experience with a modest sized project.

MB also gave the news that while the store's electrical service will need to be upgraded in this project, this can be done without a new transformer or major modification to how electricity is delivered to the building. Also by the month's end, MH is attempting to determine if the ceiling can support certain equipment and the best placement for the condenser—indoors or outdoors.

Member question: Will solar technology be installed in the store's remodeling? Will there be other new efficiencies?

Answer: (MH) This is not part of the present remodel but may be considered in the future when TPSS considers upgrades to the store's roof. After the remodeling, the newly added appliances will be more energy efficient.

Question: Does the Co-op's building use propane gas? Are we moving towards more electric power use? Answer: (MB) The store most likely does not use propane, and if TPSS Co-op would rather see more electrically powered energy used in the building, it is still possible.

Question: What will be the greatest difference the member-shopper will experience after the remodeling? Will the remodel result in any significant changes to the floor plans?

Answer: The store will have better lighting, better temperature control, and should feel newer and fresher. The shelf-sizes in the back room will change; otherwise, no significant changes to the floor plan.

Question: Can any of the general contracting companies in consideration be minority-owned or minority-run? Answer: (MB) Bates is familiar with a woman-owned company that is building a grocery store in Annandale, and people are also invited to suggest companies.

MH confirmed that for this project, TPSS Co-op hired National Cooperative Grocer (NCG) for guidance and as a sounding board. Furthermore, MB explained that as a fairly straightforward remodel job, there will not be a separate project manager; the GM (MH), the architect (Bates), and the general contractor will be the project team.

Board Priority: Expansion Planning: ET summarized the Board's decision at the annual retreat to make expansion planning a main priority. MH offered to provide background information on the decision to expand to a second store and include previously performed feasibility studies, in advance of the March Board meeting. All Board members planned to review the reference expansion toolkit material prior to the next Board meeting. BG and OK planned to create a list from the toolkit and facilitate a discussion about the Expansion planning at the March meeting.

Board Priority: Board Perpetuation The Board discussed their decision at the annual retreat to make board perpetuation another priority for this year. Mandolyn Beck resigned in the January Board meeting and is welcome to re-run and remain involved in the interim. The Board now has an available board seat and three board members' terms expire this next fall. AA confirmed her time frame for stepping down: by August 2024.

The Board discussed a number of ways to attract more board candidates, including tabling in the store, modifying the Board's stipend, and bringing potential Board candidate names to the next meeting. ET, OK, and TD planned to work on a Board promotion package to present at the next meeting.

Committee Updates:

Membership and Community Affairs (MCAC): The Board and Members of the MCAC discussed the need for the MCAC to plan for board participation at the upcoming TPSS Co-op Earth Day and for the spring Member-owners meeting. The MCAC will meet before the March board meeting to discuss logistics for these events.

The Spring Member-owners meeting will feature a discussion of the upcoming remodel, with possible participation by MB. The Board is also considering a proposal to increase Board compensation which will need a vote of members present at the Spring member-owners meeting.

GM Report: MH shared that in the Co-op’s outreach section, you can find a tri-fold, which several departments, the Co-op’s Engagement Manager and IT worked on. It shows the new low priced items in member basics and will be set for the calendar year.

The theme of this year’s TPSS Co-op Earth Day celebration will be “Power to the Planet” and feature investments in green energy and efficiency. A date was chosen to avoid conflicts with the Montgomery County Green Fest. MH has reached out to vendor collaborators.

In response to a question about MH’s participation with SEEC, MH explained that it is an organization that supports people with developmental disabilities in obtaining employment. MH confirmed that while there are not many job openings at the current store location, hopes to support more of this type of employment at the second store.

Policy B7 - Communication to the Board: The Board did not present questions on the GM’s reporting, approved this monitoring report, and agreed that policy B-7 was acceptable in its current form.

MH planned to ask Hussein Choteka to attend the March Board meeting in MH’s absence.

Meeting adjourned at 9:00pm

Board Representatives’ Committee Memberships:

Finance and Audit Committee: BG (Chair), TD, MH (GM), and a Co-op manager

Membership and Community Affairs Committee: AA (Co-Chair), ED, KJ, KS, MH (GM), and Chloe Thompson (Co-op staff)

Nominations Committee:

Term 2023-2024 Meeting Attendance:

Board member:	Dec	Jan	Feb
Amin	*	*	*
Beck	*	*	N/A

de Dobrzynski	*	*	*
Dibbert	Ex	*	*
Gibson	*	*	*
Jha	*	*	*
Keiner	*	*	*
Stitt	Ex	*	Ex
Teuwen	*	*	*

(Ex=excused)

Board Terms:

<u>Board Representative</u>	<u>Term:</u>	<u>Term Ends:</u>
Amin	3 years	2025
Beck	Resigned	
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