

TPSS Board of Representatives Meeting

April 18, 2024

Open Session Minutes

Date/Location/Time: April 18, 2024 meeting 6:30 pm*

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

Staff present: Mike Houston (MH), General Manager

Members present: Tatianna Dzekon, James Gibson, Betty Wilson

Not present: Taylor Dibbert (TD)

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

**Meeting held at Historic Takoma*

Board ACTION:

- The Board approved the April 18, 2024 Open Session Board meeting minutes.
- The Board approved the GM's Ends and Indicators Statement (April 2024).

Housekeeping: *Announcements and Reminders:* The 2024 MAFCA meeting will be held at Park Slope Co-op on May 18th, and TPSS Co-op's Community Engagement Manager is planning to attend. Crossroads farmer's market is opening on April 24th. As CBLD members, the Board can participate in CBLD's academy and trainings.

Open Member Forum: A member's request for the Co-op to have a wellness reference book available in the wellness department was noted.

Membership Engagement: Board members shared positive impressions about this year's annual Earth Day event, noting healthy attendance and the variety of vendors. MH noted a follow-up survey would be sent to vendors to gather feedback.

New Member Orientation: The next new TPSS Co-op member orientation will happen on April 23rd. ET agreed to attend on behalf of the board.

Staff Appreciation: The Board is planning to hold a staff appreciation event on May 1st, which will include lunch from Ceilo Rojo. A card will be placed in the office for Board members to sign.

Spring Member Meeting: The Spring member meeting will be held on Wednesday, May 22nd at the Takoma Park VFW with catered food from Olive Lounge and some complimentary drinks.

Visual representations of the renovations will be shown at the meeting. Reportedly, people have been responding to the cashiers' flyers about the meeting. Board members planned to utilize their neighborhood listservs to remind people about it.

Membership and Community Affairs Committee (MCAC): At the most recent membership meeting they verbally reviewed the details for Earth Day and the spring member meeting. There was a discussion to promote the Spring member meeting—including through social media.

Board Perpetuation

Board Elections: The Board reflected upon the strong interest in appointment to the vacant seats and contemplated the advantages of moving Board elections to earlier in the year. The Board will continue to consider the logistics involved in such a move. A Board member mentioned the idea of incentivizing people to vote by matching a vote cast with a donation to a charitable organization. *Ami Amin had conveyed to the Board her plan to step down from the Board to pursue other things, effective April 18, 2024.*

Delegation to Nominations Committee: The Board agreed the Nominations Committee would thank all the Board appointee candidates and follow up with those selected for appointment about next steps.

Board Compensation: A proposal was made to increase Board stipends, which have remained unchanged in over a decade. As part of being able to attract and recruit people for Board service and in recognition of the inflationary increases, the Board is planning to present a proposal to the membership to change the Board's stipend amounts. The Board will send notification about this proposal prior to the spring member meeting and ask for a resolution and/or vote at the meeting. Newly approved stipend increases would be effective at the start of the next TPSS Co-op Board year (2024-2025).

Expansion Planning:

Expansion Committee Rationale: The Board agreed to establish an expansion committee to assist with the work necessary for a second store expansion. The Board discussed the Expansion Rationale document put together by OK and BG. BG agreed to prepare a public version of the document and KJ agreed to distill that version into bullet points to facilitate the Board's messaging to members about the expansion. Board members attending the upcoming CCMA conference intend to reach out to other co-ops to learn more about their experiences. The Board also plans to look into why the former, second TPSS Co-op store in Silver Spring closed, begin investigating the respective responsibilities of the Board and GM in an expansion project and consider potential policy changes necessitated by expansion planning.

The Board also considered the use of an outside consultant to validate the steps they take throughout the process. TPSS Co-op has already employed the Development Cooperative for a financial pro forma and projections on the performance of two stores in a second store scenario. Board members plan to utilize Columinate and CCMA resources.

Siting Considerations on Social Justice: The Board noted articles included in the Board's packet that illuminated decisions made by co-ops in siting a second store in food deserts. MH shared the insight of establishing two successful stores prior to opening a third store that can operate at a loss.

GM Report

Ends and Indicators Report: The Board shared the observation that the report revealed good numbers and thanked MH for the report's thoroughness.

A conversation about TPSS Co-op's current product selection guidelines and processes occurred after noting a member's recent concern about a product originating from Israel and whether an equivalent, USA-produced product could be sold instead. Currently, product selection decisions are largely determined by the buyers in the different grocery departments.

The Board recognized the need to educate itself about the considerations that go into product selection and planned to discuss the issue with the Columinate consultant.

MH shared that the National Cooperative Grocer spring meeting was very valuable, and a good opportunity to meet in person. MH will give a presentation about the gender wage gap at the CCMA meeting in June.

Meeting adjourned at 8:40pm

Board Representatives' Committee Memberships:

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

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

Nominations Committee: TD, OK, ET

Term 2023-2024 Meeting Attendance:

Board member:	Dec	Jan	Feb	Mar	April
Amin	*	*	*	*	Ex
Beck	*	*	N/A	N/A	N/A
de Dobrzynski	*	*	*	Ex	*
Dibbert	Ex	*	*	*	Ex
Gibson	*	*	*	*	*
Jha	*	*	*	*	*
Keiner	*	*	*	*	*
Stitt	Ex	*	Ex	N/A	N/A
Teuwen	*	*	*	*	*

(Ex=excused)

Board Terms:

<u>Board Representative</u>	<u>Term:</u>	<u>Term Ends:</u>
Amin	Resigned	--
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	Resigned	--
Teuwen	3 years (consecutive term)	2026