

TPSS Board of Representatives Meeting

June 20, 2024

Open Session Minutes

Date/Location/Time: June 20, 2024 meeting 6:30 pm*

Board present: Elizabeth Teuwen (ET), Esteban de Dobrzynski (ED), Orly Keiner (OK), Adria Armbrister (AA), Sheila Rieser (SR), James Gibson (JG)

Absent: Bob Gibson (BG), Tatiana Dzekon (TD), Kopal Jha (KJ)

Number of Members Present: 2

Staff present: Mike Houston (MH), General Manager

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

**Meeting held at Historic Takoma and remotely via zoom*

Board ACTION:

- The Board approved the May 16, 2024 Open Session Board meeting minutes.
- The Board approved the draft charter for the Expansion Committee with the modification of including the general manager as a committee member.
- The Board approved the GM's monitoring report for policy B-5, Customer Experience.
- The Board tabled the proposed addition to policy B-5, for re-evaluation when the Board completes its comprehensive policy review.
- The Board approved the GM's monitoring report for policy B-8, Board Logistical Support and also decided that the Board is satisfied with policy B-8 as a policy, as it is written, at this time.
- The Board suspended consensus and voted to approve the submitted Annual Member Engagement Plan (in favor: ET, ED, OK, SR, JG; abstention: AA) with the plan to revisit revisions for policy B-7.

Open Member Forum: A member shared concern for members who may be adversely affected by the remodel project due to their reliance on the Co-op as their sole source of groceries and specialized products. MH thanked the member for her feedback, passed out a renovation planogram for the store, and explained:

- TPSS staff can help people make special orders, and the Co-op's phone will ring into the tent.
- Most every 8ft. set in the store will be moved to 4ft., so most items will be represented and available throughout the remodeling.
- The bulk section will be pre-packed and include the same brands they currently buy, but in varying pre-measured amounts.

The Board also thanked the member for her comments and committed to taking them under advisement in later discussions about member engagement as it relates to the remodel.

Consumer Cooperative Management Association (CCMA) Conference Debrief: MH and ET shared reflections on the recent CCMA conference. This year Board members attended in addition to the GM and that went well. All the presentations were good. Some of the sessions were particularly pertinent for co-ops attempting to expand and demonstrated the necessity of the Board's being able to tell TPSS Co-op's story.

Expansion Committee: Board members confirmed that MH, ET, OK, and BG will sit on the Committee (and will confirm KJ's participation). BG and OK will act as co-chairs and the Committee's charter will be modified to include the GM (MH). Members will be able to join by invitation. BG and OK will set a regular meeting time for the Committee.

Foundations for Expansion

To date, Board work on the expansion has entailed preparatory, background reading and research, envisioning the Board's role, and completing a document that provides the rationale for expanding. Board members indicated satisfaction with the rationale document and an interest in finalizing an understanding of the Board's role in expansion. TPSS Co-op has also already paid for a financial feasibility study and completed a market study in 2022. The Board would like to work with the GM to develop a clear timeframe for completing the expansion

The Board expressed the need 1) to ensure foundational documents like the Ends Statement and Bylaws are up-to-date ahead of expansion, and 2) to identify the "Three Why's of Expansion that will guide member engagement on the project. The Board agreed to take part in a facilitated work session to begin this work. Planning the logistics of this work session was delegated to the Expansion Committee

Board Communications:

Proposal from Rebecca Torpie, Columinate: The Board has reached out to Columinate consultant, Rebecca Torpie (RT) to provide communications support for TPSS Co-op as it prepares for expansion. The Board reviewed RT's consulting proposal noting certain portions involve only the Board, some only operations, and some the board and operations working together.

The Board agreed to pursue those areas of the proposal specifically involving the Board and Board/GM cooperation. The GM also expressed interest in pursuing the operations portion of the proposal. The Board agreed to request a formal proposal from RT and to ask for RT to confirm the total cost for the budget and include her background in addressing diversity, disability, and generational issues.

Membership Engagement:

Spring Member Meeting Debrief: ED shared that the Membership and Community Affairs Committee (MCAC) reflected on the Spring Membership meeting and were generally happy with the outcome of the event. They noted the demographics of the meeting's attendees and considered ways, including social media, to attract even more diversity. They recognized that those who attended were very engaged and

planned to follow up. A Board member shared behavioral economic cards to give ideas on ways to interface with and utilize the membership. The Board discussed the possibility of including a hybrid option for future member meetings.

Delegation to the Membership and Community Affairs Committee: The Board expressed interest in opportunities to engage members who attended the Spring Meeting. The Board discussed the concept of Co-op ambassadors who could energize membership sales during construction and help fellow Co-op members during the remodel and beyond. The Board delegated to the MCAC to draft the concept of the ambassador's role.

July New Member Orientation: The Board and GM noted that this orientation usually occurs the 3rd week of the month but that the next one will happen once the store re-opens.

Policy Update:

Proposed Modifications to B5 - Customer Experience

The Board recounted their interest in considering a proposed addition to policy B-5, stating: “the GM must not...fail to promote awareness of the Co-op’s Ends and the unique value offered by a cooperative grocery store as part of the customer experience.” The intention of this addition was to ask for information on how we tell the story of TPSS Co-op and distinguish ourselves as special and different. The Board planned to revisit revisions for policy B-5 following consultation with the proposed communications consultant.

Board Perpetuation:

Delegation to Nominations Committee (NC): The Board recognized the need to begin planning for the 2024 elections. The Board asked the NC to review the candidate application and consider a possible Candidate Vetting proposal prior to the next Board meeting.

GM Report:

B8 - Board Logistical Support: The Board and GM reviewed the Board’s various channels of communication and noted the value in documenting them. The Board approved the GM’s monitoring report and also determined they are satisfied with Policy B8 in its current form.

Annual Plan for Communications and Member Engagement: The Board recounted that the purpose of the Plan is to inform the Board of the store’s general structure for engagement and communications to aid in the Board’s formulation of its own plan for member communication and engagement. A majority of Board members agreed that the plan complied with the intent of the policy. Some members expressed a desire to see improvements to the presentation and contents of the plan.

The Board suspended consensus and voted to approve the plan. Board members reiterated interest in engaging a communications consultant to aid in the understanding of communications and engagement matters and to help with creating a policy framework with which to evaluate the GM.

GM Report: MH reported that the Co-op is tapering its ordering ahead of the remodel project with a focus of selling down frozen items and certain bulk products. MH explained that TPSS can do special orders on

any dry products. MH confirmed that while there have been recent price changes from some major vendors, these are not unusual and are actually less striking ones than a few months ago. MH confirmed that the refrigerator procured for the remodeling period can accommodate two shoppers at a time. The GM discussed updates to the construction schedule and the safety measures that will be in place while tent sales take place.

Meeting adjourned 9:25pm

Board Representatives' Committee Memberships:

Finance and Audit Committee: BG (Chair), MH (GM), and a Co-op manager
Membership and Community Affairs Committee: ED, AA, SR, KJ, MH (GM), and Chloe Thompson (Co-op staff)
Expansion Committee: BG, OK, ET, JG, MH
Nominations Committee: OK, ET

Term 2023-2024 Meeting Attendance:

Board member:	Dec	Jan	Feb	Mar	Apr.	May	June
Amin	*	*	*	*	Ex	N/A	N/A
Armbrister	N/A	N/A	N/A	N/A	N/A	*	*
Beck	*	*	N/A	N/A	N/A	N/A	N/A
De Dobrzynski	*	*	*	Ex	*	Ex	*
Dibbert	Ex	*	*	*	Ex	Ex	N/A
Dzekon	N/A	N/A	N/A	N/A	N/A	*	Ex
Gibson, B	*	*	*	*	*	*	Ex
Gibson, J	N/A	N/A	N/A	N/A	N/A	*	*
Jha	*	*	*	*	*	*	Ex
Keiner	*	*	*	*	*	*	*
Rieser	N/A	N/A	N/A	N/A	N/A	*	*
Stitt	Ex	*	Ex	N/A	N/A	N/A	N/A

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(Ex=excused)

Board Terms:

<u>Board Representative</u>	<u>Term:</u>	<u>Term Ends:</u>
Armbrister	7 months (term after appointment)	2024
de Dobrzynski	3 years (term after appointment)	2024
Dzekon	7 months (term after appointment)	2024
Gibson, B	3 years (consecutive term)	2024
Gibson, J	7 months (term after appointment)	2024
Jha	3 years	2026
Keiner	3 years	2025
Rieser	7 months (term after appointment)	2024
Teuwen	3 years (consecutive term)	2026
Amin	Resigned	2025
Beck	Resigned	2026
Dibbert	Resigned	2025
Stitt	Resigned	2024

