

TPSS Board of Representatives Meeting

December 19, 2024

Open Session Minutes

Date/Location/Time: December 19, 2024 meeting 6:30pm*

Board present: Elizabeth Teuwen (ET), Orly Keiner (OK), Bob Gibson (BG), Mary Arimond (MA), James Gibson (JG), Shelia Rieser (SR), Guru Singh (GS)

Board Absent: Mary Morehouse (MM)

Staff present: Mike Houston (MH), General Manager

Members Present: Mary

Others present: Jeanie Wells (JW)

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

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

Board ACTION:

- The Board approved the December 19, 2024 Open Session Board meeting minutes.

Open Member Forum: Tracy described attending a Board meeting previously, being a supporter of the slow food movement, and wanting to attend tonight's meeting to learn more about what was happening at the Co-op. Mary also noted that as someone who used to teach a wine class in San Diego, she likes TPSS Co-op's wine section.

Agenda/Action Items: ET gave an overview of the documents the Board regularly uses to perform its work. The agendas are assembled to include committee reports, updates, and the GM's monitoring and Board reviews of the policies in the policy register.

A few of the topics the Board is currently focused on are hearing from a communications expert, navigating marketing and communications engagement, and pursuing land acknowledgement.

The Topical Calendar shows the policies and events due for review, consideration, or participation each month. The Board planned to do its review of the Topical Calendar for the 2025 year at the next meeting.

The action item list tracks the Board's and sometimes GM's follow-up actions that are, generally, identified at the Board meetings. The list includes immediate, near term tasks, and longer term tasks, i.e. parking lot issues.

OK planned to capture the new action items generated during the meetings. BG planned to create a template for Board biographies, and MH planned to contact a photographer for Board members' photos.

The Board discussed the idea of Board-mentor pair groups, so Board members with greater tenure could provide guidance to newer members. Board members agreed to a suggested list of groups and left it to the new members to solicit their group's support and to the groups to determine how to organize themselves. As the mentor leaders, ET, OK, and BG planned to touch base with their groups before the next meeting.

The Board planned to hold the Board retreat on February 22nd and noted that there will be a dinner with the managers and staff the prior evening.

Nomination Committee/Board Committees: ET reported that currently the Nominations Committee is setting up a vetting process and will aim to rev up recruiting in the spring. The Nominations Committee does designated outreach work; however, recruitment should be a year round task for the full Board.

Committee assignments: The following Board committees were noted and discussed: the Finance and Audit Committee, the Membership Committee, the Nominations Committee, the Personnel Committee, and the Expansion Committee. Each committee has a chair and is responsible for creating and sending their committee's agenda, memorializing their meeting's discussion, creating minutes, and giving a report or update to the Board. The Board committees should be very intentional and try to stay within their scope. Board members are required to join at least one committee, but all the committees are open for Board members to attend.

The Board planned to set up an internal Board calendar, including all the Board committee meetings. ET asked those Board members who have already served on a Committee to inform her of what type of leadership role they would like to take.

Ends Statements Update: Board members described having a good exchange about the new draft Ends Statements at the Co-op's managers meeting. BG shared that staff comments notably aligned with the Board's vision for the Ends. One employee suggested changing the first line to "Members and shoppers have access to products and local farmers and producers" to reflect how TPSS Co-op sells more than just food. This change has been made.

The Board planned to finalize the new Ends Statements at the next meeting. MH planned to send an email re: the new Ends Statements, with a response date, to the full membership around the new year.

Expansion Planning: OK reported that at the Expansion Committee’s (EC) early December meeting, they discussed their history-gathering calls with former Board members; spoke with the Expansion consultant, Jeannie Wells (JW); and did some work on the rationale for expansion. JW is a former GM and went through a major renovation of her original store and then an expansion to a second store.

OK elaborated that the EC has been cognizant of how expanding to a second store is complex, involved, and unfamiliar task for most Board members. So, the EC has sought consultation to guide the Board through the expansion process. This is the beginning of the Board’s work with JW and will entail evaluating which tasks should be done by the Board and which should be done by the GM/Operations during the expansion process. It is to clarify responsibilities and roles to help prevent miscommunication and plan effectively.

Finally, the EC aims to use the next meeting to help bring all members up to date on the work we have done with respect to our rationale for expansion. The EC meets each first Wednesday of each month, but will meet on January 15 because of the New Year holiday.

Meeting adjourned 7:29pm

Board Representatives’ Committee Memberships:

Finance and Audit Committee: BG (Chair), New Board members to be determined, MH (GM), and the Co-op’s Finance Manager, Yodit Gebremeskel

Membership and Community Affairs Committee: New Board members to be determined, MH (GM), and the Co-op’s Community Engagement Manager, Chloe Thompson (Co-op staff)

Expansion Committee: BG, OK, New Board members to be determined

Nominations Committee: New Board members to be determined

Term 2024-2025 Meeting Attendance:

<u>Board Rep.:</u>	Dec	Jan	Feb	Mar	Apr	May	June	Jul	Aug	Sep	Oct	Nov
Arimond, M.	*											
Gibson, B	*											
Gibson, J	*											
Jha, K.	*											
Keiner, O.	*											

Morehouse, M.	Ex.											
Rieser, S.	*											
Singh, G.	*											
Teuwen	*											

(Ex=excused)

Board Terms:

<u>Board Representative</u>	<u>Term:</u>	<u>Term Ends:</u>
Arimond, M.	3 year	2027
Gibson, B.	3 years (consecutive term)	2027
Gibson, J	1 year (after appointment and filling term)	2025
Jha, K.	3 years	2026
Keiner, O,	3 years	2025
Morehouse, M.	2 years	2026
Rieser, S.	3 years (after appointment and filling term)	2027
Singh, G.	1 year term	2025
Teuwen, E.	3 years (consecutive term)	2026