

Board Resolution – Committee Charter

Expansion Task Force

Purpose

The purpose of this Board Resolution is to create a board-chartered committee, in accordance with Bylaw 7.2 and Board Policy G7. This committee is to be known as the Expansion Task Force, which is chartered to guide and regulate the Takoma Junction Expansion Project, advising both management and the Board of Representatives on progress and recommendations for the Project.

Goals

The goal of this resolution is to provide the expertise and oversight required to successfully implement an expansion project at the Co-op's Takoma Junction location. Task force members are expected to bring professional skills, experience and insights to the Project. A further goal is to gather together multiple viewpoints representing a variety of values and stakeholders to build support and input among the Board, management, staff, membership and the community regarding the Project.

A specific goal of this resolution is to recruit Task Force members capable of contributing professional experience in business, finance, strategy, retailing, real estate, legal, marketing or research, nutrition or healthy living, architecture or design, environmental systems or engineering, construction or project management, grants or external funding, training or education, quality systems, cooperation, communications, community involvement, governmental liaison, and other specialized fields needed to successfully implement the Takoma Junction Expansion Project.

Hence the TPSS Co-op Board of Representatives is resolved:

That the Expansion Task Force is chartered to serve as the steering committee and clearinghouse for information regarding activities related to the Takoma Junction Expansion Project.

That members of the Expansion Task Force be recruited to provide competent professional skill and expertise, representing diverse perspectives and stakeholders.

That the Expansion Task Force shall exercise oversight regarding the Expansion Reserve Fund, reporting to both management and the Board of Representatives on the sources and uses of funds, the allocation of the investment of funds and rates of return, the balance of funds and the timeline of the anticipated capital needs of the project. That the role of the of the Expansion Task Force is limited to oversight with no authority to spend or authorize spending, except as explicitly defined by the Board. That the Expansion Task Force shall assure that half of the Expansion Reserve Fund can be readily liquidated at low cost. That the Expansion Task Force shall recognize the right of management to authorize borrowing from the Expansion Reserve Fund to provide short-term needs for liquidity or working capital.

That the Expansion Task Force or its working groups shall meet regularly as needed to successfully implement the Takoma Junction Expansion Project. That the Expansion Task Force make decisions by a vote of a majority participating. That meetings of the Task Force be open, except for discussion of personnel, contract negotiations, real estate, legal or financial topics which are prudent to remain confidential. That members of the Expansion Task Force who choose to participate in confidential discussions shall sign an appropriate confidentiality agreement.

That the Expansion Task Force shall keep and approve minutes of meetings, forwarding the minutes to the Board Administrator for recordkeeping and distribution as needed. Minutes of confidential meetings are to be available only to persons approved by the Board, who have signed an appropriate confidentiality agreement.

That the Expansion Task Force shall cooperate with management and other Board-chartered committees to implement Board policies and achieve approved goals or objectives of the Takoma Junction Expansion Project.

That the Expansion Task Force shall report regularly to the Board and management regarding plans, activities and the status of the Project, the timeline and expected budget of the Project, and any anticipated future needs for resources.

That the charter of the Expansion Task Force be reauthorized by the Board annually.