

TPSS Board of Representatives Meeting

Date: September 28, 2014

Time and Place: 6:00pm, TPSS Community Room

Present: Tanya Whorton (TW), Rachel Hardwick (RH), Matt Hersh (MH), Emily Townsend (ET), David Zuckerman (DZ), Bill Rodgers (BR), Robert Anderson (RA)

Others present: Abdi Guled (AG), Marilyn Berger (MB), Navneet Rangra (NR), Paul Richards (PR), Christina Fenton, Dave Paris

Minutes submitted by: Solveig Mortensen (SM)

RESOLUTIONS:

- The Open Session September 28, 2014 Board minutes were accepted as submitted; ET motioned and approved by consensus.
- The Board accepted the GM Monitoring Report L6 September, 2014 by consensus.
- The Board approved the Nominations Committee to extend the acceptance of Board candidate nominations for the 2014 Co-op election through the close of business on Oct. 5th 2014; TW moved and approved by consensus.

TW reviewed the agenda and noted that there may be some changes.

Open Member Forum: Dave Paris shared his sense that a lot of people in the Takoma Park community are concerned about the Co-op's expansion and want to see things go well for the Co-op. ET commented that she notices that the store is looking nice.

GM Monitoring Report/L-6: The Board accepted the GM's monitoring report of policy L6. TW observed that within policy L6, asset protection naturally, needs to address the protection of specific business assets; however, she inquired if its monitoring should include an assessment of TPSS Co-op's brand (history, message, and reputation) as well. The Board discussed how an organization's brand is typically evaluated, through tools, such as, a brand study or surveys and noted that this was a point of consideration.

GM Report & Financial Summary: BR asked for information on the audit's timeline and the Co-op's efforts to implement the auditor's recommendations. MB confirmed that the auditors have provided the Co-op with the preliminary unaudited numbers for the annual report and that some of their representatives will be in attendance at the upcoming October Member-owners meeting. NR stated that the Co-op has addressed the issues more recently noted by the auditors in re: to the Finance Department. He gave the example of the Co-op's adherence to a greater segregation of duties within the Finance Department, so the finance manager is not performing all of the operations alone. AG noted that also following the auditor's direction, the Co-op has now been sequencing its checks as recommended.

AG relayed points discussed at the NCG meeting for general managers, which he recently attended. He commented that many other co-ops seem to be aware of the controversy with Eden

Foods. However, AG stated that rather than hearing about formal boycotts, he heard other co-ops describe how they issue a statement next to the product/s in question and let their members decide whether to purchase it. BR expressed empathy for the GM/Co-op in having to manage a boycott and highlighted--in being so close to the Nation's Capital--the Co-op's exceptional position and even increased leadership responsibility in these types of situations.

AG also reported that while at the NCG meeting he was pleased to highlight the benefits (100% health care coverage, vacation days, and paid time off) that full time employees receive at TPSS Co-op. MB confirmed that the staff survey has been completed with a rate of 100% staff participation and that the providers of the survey had agreed to try to give the Co-op the data earlier than the scheduled date of Nov. 30th.

Board election: TW explained that the Board election begins on Oct. 8 '14 and that the Nominations Committee has received four applications while there are six open slots for the Board. She further relayed that the Co-op's bylaws do not contain a probation against extending the date for accepting nominee applications and that she and Thane Joyal had consulted about an extension. The Board approved extending the application acceptance deadline for Board nominees.

DZ reminded the Board to keep diversity and gender in mind when thinking of potential candidates and to work to be more representative of the community that the Co-op serves. In response to a specific inquiry, the Co-op stated that it would provide the necessary supports to a representative with a hearing loss if they were elected for the Board. The Board also discussed if it needed a more targeted approach in attracting more Board candidates. **DZ agreed to make contact with the people that Steve Dubb suggested as nominees.**

Meeting adjourned 7:00pm

BOARD ATTENDANCE TALLY:

Term 2014:

<u>Rep.</u>	<u>Dec.</u>	<u>Jan.</u>	<u>Feb.</u>	<u>Mar.</u>	<u>Apr.</u>	<u>May</u>	<u>June</u>	<u>July</u>	<u>Aug</u>	<u>Sep.</u>
Anderson	(new 3/14)		*	*	*	*			*	*
Firestone	*	*	*	Resigned						
Gabrielson	*	*	*	Resigned						
Graves	*	*	*	* Ineligible						
Hardwick	*	*	*	*	*	*	*	*	*	*
Hersh	*	*	*	*	*	*	*	*	*	*
Rodgers		*	*	*	*	*	*	*		*
Robinson	*	*	Resigned							
Townsend	*	*	*	*	*	*	*	*	*	*
Whorton	*	*	*	*	*	*	*	*	*	*
Yanes	*	*	*		* Resigned					
Zuckerman	(new 3/14)			*	*	*	*	*	*	*