

# TPSS Board of Representatives Meeting

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Date: March 26, 2017

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

Board present: Rachel Hardwick (RH), Robert Anderson (RA), Melissa Schweisguth (MS), Adam Frank (AF), Susan Cho (SC), Fred Feinstein (FF), Mary Rooker (MR), David Zuckerman (DZ)

Board absent: John Cox (JC),

Staff present: Abdi Guled (AG), Marilyn Berger (MB)

Minutes submitted by: Solveig Mortensen (SM)

## BOARD ACTION:

- The Board approved the January 30, 2016 open session Board meeting minutes as submitted.
- The Board accepted the GM Monitoring Report, L-7 as submitted.
- The Board agreed to defer acceptance of GM Monitoring Report, L-9 to the April meeting, until it makes relevant updates to policy L-9.

**Open member forum:** The Board discussed different ways to dispense bulk grocery items in response to a board representative's inquiry.

**GM Report:** AG reported that he and MB attended the March 13<sup>th</sup> Maryland House Appropriations and Senate Budget and Taxation Committees' meetings; both Committees approved the portion of the MD budget that included the \$500,000 grant that Governor Hogan proposed in his budget. AG explained that more steps need to occur before the MD legislature finalizes the budget.

AG also relayed that the Co-op has arranged for some storage space in the Healey Surgeon building.

AG highlighted that (1) the Co-op will be holding an Earth Day celebration on April 22 and (2) the store remained open during this winter's significant snow day, which generated community appreciation for the Co-op. A discussion re: how to recognize the Co-op's appreciation for its members was held; the GM planned to take suggested ideas into consideration.

AG gave a security update to the Board. AG shared that the Co-op signed-up ninety new members in January and February.

*L-7, Communication and Counsel to the Board:* The Board reviewed the report and accepted it.

*L-9, Membership Monitoring:* The Board reviewed the report. A Board representative inquired about the type and volume of information he should expect to find on the Co-op’s various social media accounts.

The Board tabled acceptance of this report because the Board had not reviewed and approved previously discussed modifications to the monitoring section of policy L-9.1. The Board agreed to approve the relevant changes to policy L-9 at or prior to the next Board meeting; the monitoring report will then need to be resubmitted to the Board.

*Membership and Community Affairs Committee (MCAC):* MS shared that the MCAC met, and discussed the committee's scope, the member-owner meeting, and upcoming events led by outreach, such as Earth Day and Celebrate Takoma. Regarding the spring Member-owners meeting, MS updated the Board of the following: the MCAC narrowed down potential dates; anticipated that a notification re: a vote on the by-laws needs to be sent out by the 3<sup>rd</sup> week of April; and ranked potential activities/focus areas for the meeting. The Board discussed the activity and focus ideas and agreed on a meeting format that included business updates and a speaker, with the aims of engagement and fun.

*FAC, by-laws:* AF shared the FAC’s suggested change to modify Article 7.2 Committees: Subsection A.1: Audit and Finance, #c of the Co-op’s bylaws to read the following:

*“at least bi-annually auditing, or causing to have audited the financial books of TPSS Co-op and making a full report on the audit to the Board of Representatives and at one of the regularly-scheduled meetings of TPSS Co-op members as described in Article 5.1. On those years that a full audit is not required, the full Board shall vote to determine whether an audit or a review shall be conducted. The vote should take place prior to March 31st of each year, and soon enough to give management the ability to find and hire an auditor.”*

The Board agreed with the suggested modification and asked the Policy Committee to include this change within its compilation of all the proposed by-law changes.

*Policy Committee:* The Policy Committee shared that they have been working on updates.

Meeting adjourned: 7:55pm

Board Representatives’ committee memberships:

Membership and Community Affairs Committee: MS, Chair; SC, FF, MR, JC

Audit and Finance Committee: AF, Chair, RA, MS, DZ

Personnel Committee: RH, Chair; RA, MR

Policy Committee: DZ and SC, Co-Chair; AF, MS

Nominations Committee: RH, Chair; AF, MS, FF

Term 2017:

Rep.            Dec Jan Mar

Anderson       \* \* \*

Cox                   \*   ex  
                           (Appointed Jan.2017)  
 Cho                   \*   \*   \*  
 Feinstein           \*   \*   \*  
 Frank                \*   \*   \*  
 Hardwick           \*   \*   \*  
 Rooker              \*   \*   \*  
 Schweisguth       ex \*   \*  
 Zuckerman         \*   \*   \*  
 (ex=excused)

Board Representative	Term:	Term Ends:
Anderson	3 years	2017
Cox	1 year	2017
Cho	3 years	2019
Feinstein	3 years	2019
Frank	3 years	2017
Hardwick	3 years* (*2 <sup>nd</sup> consecutive term)	2019
Rooker	2 years	2018
Schweisguth	2 years	2018
Zuckerman	3 years	2017