

Kootenay Country Store Cooperative

Regular Board Meeting Minutes February 8, 2016 6 PM

Present: Jon, Abra, Alex, Cathy-Ann, and Stephan **Regrets:** Liz and Andrew

Staff Present: Paul (Russell joined the meeting at 6:30 pm)

Recorder: Nancy

Next Meetings: March 7, 2016

Adoption of Agenda: M/Alex S/Abra

Approval of previous meeting minutes: To be adopted electronically.

Business Arising			
	Who	Does What	By When (assumptions)
1	Stephan	Forward comments regarding Gabe Tyler's contract to Paul and Sean	ASAP
2	Jon	Invite Liz for store tour on February 18, 2016	ASAP
3	Russell	Send Finance Committee a copy of Gabe Tyler's contract for review for next FC meeting on February 15, 2016	February 13
4	Jon	Add discussion of Member Outreach Committee Terms to March 7, 2016 meeting agenda	March 5
5	Abra	Add newly formatted Board Handbook to Google Drive	March 7
6	Paul	Upload the Marketing Strategies from previous years onto the Drive	March 7
7	Paul	Communicate to Sean that the February 8, 2016 motion regarding expenditures becomes an addendum to the current spending limit policy	March 7
8	All Directors	Send suggestions for prime retail space to Russell.	March 7
9	Russell	Research and report on lease or sell options for prime retail location.	March 7
10	Paul	Discuss developing a communication to member lenders with Jamie.	March 7
11	Russell	Arrange a review of the owner's list to ensure all owners who would like building updates are subscribed to the mail-out list	March 7
12	Paul	Check with Sarah about status of HR	March 7

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		Monitoring report.	
14	Nancy	Send a meeting poll to all directors for April/May board meeting dates	March 7
15	Paul	Edit <i>Our Fearless Leaders</i> from board of director's introduction on Coop website	March 7

Previous Action Requests			
	Who	Does What	By When (assumptions)
1	Finance Committee	Connect with Russell around the General Contractor Gabe Tyler	February 16
2	Russell	Develop specific objectives for upcoming tour of Cooperative/Regular Grocery Stores in Spokane and Seattle and present them to the board (looking for solutions and best practices)	March 7
3	Russell and Paul	Prepare Commons wall chart in a clear format	March 7
4	Collaborative Management Committee	Review the contract for Commons' future General Contractor	March 7
5	Paul and Jamie	Work on potential MOC communications strategy and plan how to communicate it to the membership	March 7
6	Member Outreach Committee	Review Paul & Jamie's communications strategy and plan how to communicate it to the membership	March 7
7	All Directors	Review draft MOC TOR and send feedback to MOC via Liz	March 7
8	Russell	Invite Board to any future Commons events	Standing
9	Jon	HR Committee to consult with Sarah about the development of a Disclosure of Wrong Doing Policy	March 7
10	Cathy-Ann	Send Jon a draft of staff updates before finalizing them and posting them for staff	March 7
11	Board Development Committee	Alter the deadline for Director Applications	March 7
12	Paul	Decide which day to hold the 2016 AGM: rd th November 23 or the 30	March 7

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13	Board Development and Policy Committee	Meet to assess the workload of the BDC and decide if it is necessary to split into two committees	March 7
14	Board Development Committee	Review board budget to determine if necessary to contract someone to update the election process policy	March 7
15	Policy Committee	Develop a Policy Review Timeline	March 7
16	HR Committee	Generate a report on the 3 rd party GM Evaluation process of 2015	March 7
17	Finance Committee	Work with the board's other committees to develop the next board budget	March 7
18	Abra	Look for Marketing Strategies from previous years in her archives	March 7
19	Policy Committee	Write a Board Communication Policy	March 7
20	Policy Committee and Board Development Committee	Meet and determine Committee Chair	March 7
21	All Committees	Draft annual goals for the Committee and, if possible, a tentative schedule for the meetings	March 7
22	Board Development	Review best practices for interviewing candidates	March 7

Business Arising

Action: Stephan to forward his comments regarding contractor contract to Paul and Sean ASAP. **Action:** Jon to add discussion of Member Outreach Committee Terms to March 7, 2016 meeting agenda. **Action:** Abra to add newly formatted Board Handbook to Drive.

Paul found that this year's labour costs have increased slightly over last year. **Action:** Paul to upload the Marketing Strategies from previous years onto the Drive.

Development Report

There was discussion about funding strategies for the civic space at the Commons. Decision to postpone further discussion until Russell could be present.

GM Report

Paul presented his report. January sales reflected current inflation rates. Labour costs are within budget through January. Light-duty pallet stacker is still in use but may not last for much longer. Demand for Deli products on the rise; Produce sales improved over December results; Wellness department is still strong; Grocery sales down slightly. Kristina Hus appointed as new Front-End Manager. Current offsite warehouse and commissary passed recent fire inspection. Jamie is working on consolidated communications strategy. Member Survey is going well.

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Submissions almost entirely online. It was suggested that a phone survey could capture the thoughts of members who are less inclined to submit surveys online. Nadine is working on the true local vendor package. Matt Knowles tasked with Commons parking lot control research & proposal.

[Russell joined the meeting at 6:30 pm]

Store Insurance Policy

Email Decision: Unanimous - "To approve the renewal of the Co-op's store insurance policy at a cost of \$11,213 through Optimum West/Peace Hills" (February 8, 2016).

Spending Authority

Discussion on spending limits policy.

Motion: Until a permanent GM is in place, all Co-op store expenditures between \$10k and \$50K will be approved by the Finance Committee. M/Jon S/Alex

Action: Paul to communicate to Sean that the February 8, 2016 motion regarding expenditures becomes an addendum to the current spending limit policy.

Development Report (continued)

Discussion regarding the Commons civic space was resumed. Commons obliged to include green space as per the development permit. Budget for the green space was reviewed. Russell updated Board on fundraising strategies to date. MLS listing is in place for residential units; A steady increase of condo sales enquiries coming through the door. Redevelopment financing was reviewed. Discussion about VQA wine licenses and alternatives for the prime retail space adjacent to the new store. **Action:** All directors to send suggestions for prime retail space to Russell.

Action: Russell to research and report on lease or sell options for prime retail location. New store tour planned for February 18, 2016. **Action:** Jon to invite Liz for store tour on February 18, 2016. **Action:** Russell to send Finance Committee a copy of Gabe Tyler's contract for review for next committee meeting on February 15, 2016. Grocery store tours in the USA are planned. A list of objectives to be met during the tours is in development. A full report on the tours will be submitted to the board upon completion of the tours.

General Manager Search Committee

Alex presented the GM Search Committee report. GM job description/search has been posted widely and resumes have been received. Consultant is researching appropriate wages and compensations for position in this region. There was discussion around researching and forming overall compensation package.

Collaborative Management Committee Report

Board reviewed committee's role. Committee will be reviewing its role at next meeting, and there was discussion that any tasks should be routed through the GM/AGM to ensure board-assigned tasks are kept in context of the staff's other priorities in the store.

Finance Committee

Alex presented the Finance Committee report. Committee continues to review forecasting scenarios. FC is satisfied that reasonable contingencies have been allowed for within the Redevelopment's budget. Working on the same budgetary contingency exercise with regards to fixtures, furniture and the move itself. Redevelopment's cash flow is manageable providing project stay on track with budgeted wage costs. There was discussion around how money could be saved by purchasing more basic equipment for the new store.

Member Outreach Committee

Cathy Ann delivered the MOC report. Online responses to the survey are steadily coming in. First staff highlight in the newsletter was warmly received. Next newsletter will highlight a member-owner. Plan is to highlight a member-owner 4 times a year and member of staff once a month. Survey deadline is February 22. **Action:** Paul to discuss

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developing a communication to member-lenders with Jamie. **Action:** Russell to arrange a review of the owner's list to ensure all owners who would like building updates are subscribed to the mail-out list.

HR Committee

Jon presented the HRC report. The 9-month evaluation for the Acting GM is almost complete. The Disclosure of Wrong-Doing Policy is in process as well as a report about the Board's use of a third-party for the 2015 GM Evaluation.

Board Annual Calendar Check-in

Policy/Board Development Committee: Review of the new director orientation process and board self-evaluation scheduled for January. **Action:** Paul to check with Sarah about status of HR Monitoring report.

Upcoming Dates

Action: Nancy to send a doodle poll to all directors for April/May board meeting dates.

Director Days Luncheon: February 23, 11-12:30 and 12:30 to 2 pm.

Action: Paul to edit *Our Fearless Leaders* from board of director's introduction on Co-op website.

Meeting Adjourned: 8:03 pm