

**Kootenay Country Store Cooperative
Board of Directors Meeting
July 28, 2015 6:30 PM**

Present: Jon, Susan, Paula, Zoe, Andrew and Cathy-Ann and Liz

Staff Present: Russell and Paul

Guests: Mike Chapman and Britney Durand

Recorder: Nancy

Called to order: 6:32 pm

Round of Introductions

Motion to adopt the agenda (as amended to table Cathy-Ann's piece and to note that half of the Finance Report will be in-camera)

M/ Paula **S/** Susan

Motion to adopt the minutes of June 23rd (as amended to note that the June Policy Committee report was presented by Susan and not Zoe) **M/**Zoe **S/**Liz

Business Arising

1. **Action:** Russell and Sean to present a joint financial Redevelopment Report (including pro formas) for the next board meeting.
2. **Action:** Paul to send an email invite to all board members (including the recording secretary) for Jocelyn's send off.
3. **Action:** AGM Planning Committee to finalize agenda and motions for AGM meetings by the 10th of August.
4. **Action:** AGM planning Adhoc committee (which was struck during this discussion with Jon, Paula and Andrew) to liaise with Member Outreach Committee to plan AGM.
5. **Action:** Jon and Andrew to collaborate on developing the annual Redevelopment Report.
6. **Action:** Remove item 8.1 from updated Terms of Reference.
7. **Action:** BDC to review the rules around patronage refund.
8. **Action:** Directors to review and offer feedback on the two policies on "The Drive" that are works in progress.
9. **Action:** Executive Committee to discuss changing the wording of Interim GM to Acting GM.
10. **Action:** Policy Committee to review rules around allowing members to participate in committees and also determine which committees it is appropriate for members to participate in.

Review of Action Requests

1. **Action:** Any current board members planning to re-run in upcoming election please fill out and return their application. **Done**
2. **Action:** Board to provide feedback on Change Management Committee's proposal for Ad-hoc Executive Committee. **Done**
3. **Action:** Cathy-Ann to do a Doodle Poll for Directors to attend board/staff luncheon with new Board members in the meeting room sometime in August for September meeting date. **In Process**
4. **Action:** Cathy-Ann to develop a report from the board to the staff regarding what the board has been working on and present draft to Member Outreach Committee for collaboration and feedback. **Ongoing**
5. **Action:** Paul and Jon to discuss Mir Centre for Peace Transformative Visioning proposal and decide how to proceed. **Done**
6. **Action:** BDC to review best practices for interviewing candidates. **In Process**
7. **Action:** Board to complete doodle poll for financial literacy workshop. **Postponed**

Redevelopment Report

Russell presented the Redevelopment Report and addressed the board's questions regarding his synopsis and also provided a detailed financial report. **Action:** Russell and Sean to present a joint financial Redevelopment Report (including pro formas) for the next board meeting. Hall Street project has delayed the redevelopment somewhat but delays should improve now that city project has moved further down the street.

Q4 Finance Report

Moved to in-camera meetings.

GM Report

Paul presented the GM report. Sales are currently on the rise with some double-digit growth in the bulk department. Deli also showing strong growth despite the fact that a primary refrigeration unit broke down 4 times in a row last month. GM researching an IT audit before the move as IT will be pivotal in the development of a linked document that insures Coop is receiving the correct product at the right price. **Action:** Paul to send an email invite to the board (and the recording secretary) for Jocelyn's send off. Because of changes in purchasing and receiving HR will be re-writing job descriptions for receiving department. Co-op starting to generate products that are developed and packaged in-store.

AGM Planning

Paula presented update on AGM planning. AGM will be held during a community meal to coincide with the 40th Anniversary. \$5 for children and \$10-20 sliding for adults, the plan is for a simple meal that is hearty and full of vegetables. **Action:** AGM Planning Committee to finalize

agenda and motions for AGM meetings by the 10th of August. **Action:** AGM planning Adhoc committee (which was struck during this discussion with Jon, Paula and Andrew) to liaise with Member Outreach Committee to plan AGM. **Action:** Jon and Andrew to collaborate on developing the annual Redevelopment Report.

Motion: To appoint Andrew Jarrett as Treasurer. The appointment is to last until the September 23 AGM. **M/Zoe S/Liz**

Committee Reports

Member Outreach Committee

Paula presented the MOC report. There was discussion around member benefits and also a member survey. It was suggested to keep the number of questions to a maximum of 5 to 7, also suggested that a series of focus groups would be helpful. It was suggested that the annual Redevelopment report should be coming from the board.

Board Development Committee

Zoe presented the BDC report.

Motion: To amend the Board Development Committee Terms of Reference as proposed by the Committee to include management and oversight of the Board Manual (as distributed on July 28th). **M/Jon S/Liz**

Change Management Committee

Andrew presented the CMC Report. There was a round regarding the Terms of Reference updates. **Action:** Remove item 8.1 from updated Terms of Reference.

Motion: To approve the terms of reference as distributed **M/Zoe S/Jon**

Motion: To appoint Jon, Susan and Andrew to the Change Management Committee. **M/Paula S/Zoe**

Finance Committee Report

Jon presented the FC report. 2015 budget is still in process. Finance Committee recommends that Coop Members forego the patronage return for 2015. **Action:** BDC to review the rules around patronage refund.

Policy Committee

Susan presented the policy committee report. **Action:** Directors to review and offer feedback on the two policies on "The Drive" that are works in progress. **Action:** Executive Committee to discuss changing the wording of Interim GM to Acting GM.

Jon presented a report on Jon and Paul's meeting with the Mir Centre's Transformative Visioning workshop. Jon and Paul recommended that Board take advantage of their free offer to lead the board through a visioning workshop. The rest of board is in favour of this recommendation.

Member-Owner Q&A

Action: Policy Committee to review rules around allowing members to participate in committees and also determine which committees it is appropriate for members to participate in. **Action:** Nancy to email Britney with the date of the next regular board meeting.

Upcoming Events

Next Regular Board Meeting: August 31, 4 pm (in-camera portion to precede dinner)

Annual AGM: September 23rd

Meeting Adjourned: 8:29 pm