

# Kootenay Country Store Cooperative

Regular Board Meeting Minutes

**September 12, 2016, 6 PM**

**Present:** Jon Steinman, Abra Brynne, Stephan Martineau, Liz Babcock, Andrew Jarrett, Alex Berland and Cathy-Ann Glockner

**Staff Present:** Allan Broom, Jamie Frederick and Sean Silverson **Regrets:** Russell Precious

**Recorder:** Nancy Liknes

**Next Regular Board Meeting:** TBA

**Adoption of September Agenda:** **M/** Cathy-Ann Glockner **S/**Liz Babcock (with date correction)

**Approval of August 16 Minutes:** **M/**Andrew Jarrett **S/**Stephan Martineau (with date corrections)

Business Arising				
	Who	Does What	By When (assumptions)	Complete (Yes/No)
1	Allan	Circulate the content for the New Store Report to all Directors.	Prior to AGM	
2	Sean	Develop and forward to Jon and Alex visuals to accompany AGM Finance Report. (Include a slide regarding how the new development will not affect the prices in the store.	Prior to AGM	
3	BDC	Update Board manual and start working on the upcoming director orientation.	Next Board Meeting	
4	Policy committee	Produce an updated draft of interim GM Succession Plan policy.	Next Board Meeting	
5	Nancy	Send out a doodle poll for the October Regular Board Meeting.	Immediately after AGM	
Ongoing/In Process				
	Who	Does What	By When (assumptions)	Complete (Yes/No)
1	Allan	Request deposit from the commercial tenant.	Next Board Meeting	
2	Finance Committee	Present a proposal on whether or not the Board should be presented with monthly or quarterly financial reports.	Next Board Meeting	
3	Allan	Update and present Cash Flow Analysis report after a commercial or residential sale and present it at the following	Next Board Meeting	

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### **Business Arsing**

Allan provided an update on current negotiations with the commercial tenant.

### **Patronage Return**

Jamie reported on the results of the survey. The survey respondents voted 60% over 40% in favour of not having a patronage return. Jamie made a recommendation to offer a modest patronage refund as a show of good will.

**Motion** (Andrew Jarrett): To offer a 10% patronage return. **Amendment** (Alex Berland): To set aside a fixed amount of \$25,000 for the patronage returns.

**All in favour motion passed.**

### **AGM Planning**

The board reviewed the draft agenda and talking points for the upcoming AGM. Jon and Alex will be presenting the financial report. There was some discussion around rule 44 and a decision was made to review it in 2017. There was discussion around a suggestion to prune out inactive members and it was agreed that a procedure for this must be decided upon. Abra will MC the Member Information portion. **Action:** Allan to circulate the content for the New Store Report to all Directors. **Action:** Sean to develop and forward to Jon and Alex visuals to accompany AGM Finance Report. (Include a slide regarding how the new development will not affect the prices in the store. There was discussion around the suggested talking points.

### **New Store and Commons Report**

Allan presented a brief report and confirmed that at this time, the project is still set for the same opening date. There was a question around the residential units and if there will be a delay in occupation. At this time there is no reason to think that there will be.

### **GM Report**

Allan presented highlights from his submitted GM report. There were some questions around plans for the new store.

### **New Director Orientation Planning**

Jon mentioned the absence of a New Director Orientation Plan and proposed that the Board discuss what orientation (if any) can be put in place before their first board meeting. **Action:** BDC to update Board manual and start working on the upcoming director orientation.

### **Governance Committee Terms of Reference**

Andrew confirmed and answered any questions regarding the updates on the Governance Committee Terms of Reference.

**Motion:** To adopt the Governance Committee Terms of Reference as amended. **M/Jon S/Andrew.**

### **Emergency GM Succession Plan**

Andrew presented and discussed the amendments suggested by Abra, that a rewording around "if a GM is unable to preform duties..." There was agreement that the wording needs to be clear and that the Board is responsible for ensuring that an emergency interim GM succession plan is in place. **Action:** Policy committee to produce an updated draft of interim GM succession plan policy.

**CMC**

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Abra offered to answer any questions from the previously submitted CMC report.

### **Finance**

There has not been a FC meeting since the last regular Board meeting so nothing to report at this time.

### **MOC**

Liz presented the MOC report. There was a brief discussion around the possibility of conducting a survey to research different (and most effective) ways to approach members. The “Meet the Candidates Forum” was successful with approximately 20 attendees. The Presidents AGM report will be used for October’s newsletter. Considering asking the new candidates to pass out treats in the store for the next Director Days.

### **Board Development/Policy**

Andrew offered to answer any questions around the previously submitted Board Development/Policy report.

### **HR Committee**

Jon presented an HR Committee update. The HR Committee has been discussing how to provide a three-month evaluation for GM – current draft will be provided (in the form of an outline) for the next Board. Kootenay Co-op Job Fair Event: September 30 @ 11:00 am - 6:00 pm, Kootenay Co-op New Store, 700 block Baker Street.

### **Upcoming Dates:**

**Next Regular Board Meeting:** TBA

**CMC:** Wednesday, September 28, 3:30 pm

**AGM:** Wednesday, September 21st, 6:30-9:00pm, Adventure Hotel, 616 Vernon St

**Kootenay Co-op Job Fair Event:** September 30 @ 11:00 am - 6:00 pm, Kootenay Co-op New Store, 700 block Baker Street

**Action:** Nancy to send out a doodle poll for the October Regular Board Meeting.

**Regular Meeting Adjourned:** 8:02 pm