

Kootenay Country Store Cooperative

Regular Board Meeting Minutes

December 18, 2017 – 6:00 PM

Present: Abra Brynne, John Kingsmill, Maureen Kelsey, Maggie Jones (via Skype), Ina Pockrass, Alex Forsythe, Shannon - Employee Director

Staff Present: Allan Broom, Sean Silverson

Recorder: Zoe

Adoption of December Meeting Agenda: M/John S/Maggie

Approval of November 20, 2017 Minutes: M/ John S/Alex

Meeting brought to order at 6:00 PM

| Business Arising | | | | |
|--------------------|------------------------|---|-----------------------|-----------|
| Item # | Who | Does What | By When | Complete? |
| 1 | Allan | Auto-forward the board@ communications to Ina's address through Sitkum | Early 2018 | |
| 2 | Abra & Governance Ctte | Draft an Executive Ctte. Terms of Reference, that will include that the Board President be an ex-officio member of each committee. | Early 2018 | |
| 3 | Maureen | Circulate revised HR Ctte ToR in advance of the January meeting | Early 2018 | |
| 4 | Allan | Update and put the most recent version of the Employee Handbook in the GM folder | Early 2018 | |
| 5 | Board | Discussion of Product Standards | Spring 2018 | |
| 6 | Abra | Discuss governance/board training opportunities with the UCCC | Early 2018 | |
| Ongoing/In Process | | | | |
| Item # | Who | Does What | By When | Complete? |
| 1 | Governance Committee | Begin working on The Kootenay Co-op's Rules in late 2017 and any changes that are to be made, begin preparing to present by the 2018 AGM. | 2018 AGM | |
| 2 | Policy Committee | Will bring revised Eligibility Agreement to sign | January Board Meeting | |
| 3 | Britney | Will work to revise the Board manual over the next month, for approval at a future meeting. | Early 2018 | |
| 4 | Allan | Will enable Board member access to the CGIN listserv | Early 2018 | |

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Department Update

Finance

Sean Silverson provided an update on the Finance Department, and lauded the members of his five-person team, each by name. A discussion ensued around staff roles and tasks, and security of cash transfer. Allan provided an overview of increased staff efficiencies. A discussion ensued around scheduling and mentorship.

Committee Reports

Finance

John Kingsmill provided a report, referencing the minutes included in the online Board folder. Directors asked questions regarding the member loans campaign. A discussion took place around terms of the VanCity loan. Details of the new smoker were discussed.

Governance

Abra provided a report. No meeting this past month, but they intend to meet before January meeting.

Member Outreach

Shannon provided a report, referencing the minutes included in the online Board folder. A discussion took place around responding to member communications. **ACTION:** Allan will auto-forward the board@ communications to Ina's address through Sitka.

Human Resources

Maureen provided an overview of the committee's proposed changes to the HR Committee Terms of Reference. **ACTION:** Maureen will send out revised ToR and circulate in advance of the January meeting.

A discussion took place around policy regarding occasions in which staff members need to circumvent their superiors to address concerns (a "whistleblowing" policy), and, if the superior is the General Manager, these concerns would go to the Board. Directors were reminded that most occasions would be covered in the Employee Handbook. **ACTION:** Allan will update and put the most recent version of the Employee Handbook in the GM folder.

The President's status on committees of the Board was discussed. **ACTION:** Abra will draft the Executive Committee Terms of Reference to capture that the Board President will be an ex officio member of each board committee.

A discussion took place around the Board Admin. Assistant's evaluation and support, and who is responsible.

GM Report

Alan offered highlights from his circulated report. November is traditionally the leanest month of the year for sales, and management of scheduling and staffing needs to be monitored to mitigate fluctuations in sales. Allan answered questions around the current scheduling process.

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President's Report

Board Roles & Practice – Governance Training

Abra discussed the possibility of accessing some board governance/roles and practice training through the UCCCC, and that the launch of the revised Board Handbook might be a good time to build in an activity or two.

ACTION: Abra will discuss governance/board training opportunities with the UCCC, and report back to the Board.

Discussion around the Co-op's product standards **TABLED** until the Spring.

Tasks/Dates

Next Regular Board Meeting: January 15th, 5:30 PM

Meeting adjourned and Moved to In Camera at 7:31 to discuss details of Personnel issues Allan's GM report.