

Kootenay Country Store Cooperative
Regular Board Meeting Minutes

July 4, 2016 Convened 6:02 PM

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

Regrets: Liz

Staff Present: Allan

Recorder: Nancy

Next Meetings: Tuesday, August 16th, 5:30 pm and Monday September 12th, 5:30 pm

Adoption of June 6 Agenda: M/Cathy-Ann S/Alex With the addition of a discussion around policy and procedure

Approval of June 6 Minutes: M/Abra S/Andrew (approved with the following corrections: remove Vancity from syndicate partners, correct wording to “current provisions are adequate” in the discussion reviewing the policy. Also streamline wording regarding Jones Food Equipment contract and move to in-camera portion of the meeting.)

Business Arising				
	Who	Does What	By When (assumptions)	Complete (Yes/No)
1	Allan	Request deposit from commercial tenant.	August 16	
2	Abra	Share feedback received from the Board regarding the show suite with project managers.	August 16	
3	Allan	Ask Russell to call and set up an appointment with financing executive to have financing paperwork prepared.	August 16	
4	Board Development Committee	Add discussion regarding encouraging and helping local farmers store valuable winter crops to the next strategic planning discussion.	August 16	
5	Paul	Update file name of Operations Report.	August 16	
6	Allan	Consult with Carolee on possible industry learning opportunities for his training.	August 16	
7	Abra	Facilitate a meeting between Allan and KOGS.	August 16	
8	Board Development/Policy Committee	Discuss with Paul if Allan or Paul should sit on the BD/P committee.	August 16	
9	Andrew	Put revised Best Practices for Interviewing Candidates draft on the Drive.	August 16	

Kootenay Country Store Cooperative
Regular Board Meeting Minutes

Ongoing/In Process				
	Who	Does What	By When (assumptions)	Complete (Yes/No)
1	Tory	Investigate possible ways to reduce the WCB rates.	Referred to management	
2	MOC	Engage with Directors to come up with a proposal for a dedicated email for Directors.	August 16	
3	Board Development and Policy Committees	Review their Committee's Terms of Reference.	August 16	
4	Board Development Committee	Meet to discuss the AGM planning.	August 16	
5	Jamie	Investigate the costs and potential member advantages of a points program.	Referred to Management	
6	Jamie	Research survey respondent demographics.	Referred to Management	
7	Finance Committee	Discuss how and if the Finance manager should produce ratios around key indicators for Quarterly reports.	Referred to Management	
8	Allan	Review Paul and Jamie's broader organizational communications strategy and plan how to communicate it to the membership.	August 16	

Development Report

Allan gave a brief summary of the previously submitted Development report. Highlights of discussion included managing temporary cash-flow shortfalls as Commons project speeds to completion. Condo sales are brisk and there seems to be much more activity on a week-to-week basis for the residential suites. Commercial suites do not have all of the legal information and paperwork in order to go beyond the local market. Strata package should be ready in a week or two. **Action:** Allan request deposit from commercial tenant. **Action:** Abra to share feedback received from the Board regarding the show suite with project managers. **Action:** Allan ask Russell to call and set up an appointment with financing executive to have financing paperwork prepared.

GM Report

Allan presented the GM Report. A new reporting template is in place. August will be a review of the last quarter for the previous financial year as well as the budget for next year. Staff morale is improving and everyone is looking forward to the completion of the project. Management focus is on the store launch project. Produce Department rejuvenated and open to support from the management team. According to analysis, the store ran well over the last two years. Sales are still good but likely will see an improving trend going forward. There was brainstorming and discussion around the suggestion that local farmers be more involved in the storage crops so that the Co-op

Kootenay Country Store Cooperative
Regular Board Meeting Minutes

can carry truly local produce year round. Some ideas included: microloans for hoop houses, root houses and cellars; community giving on projects that align with mandate and values of Co-op; approaching CBT; demonstrating to farmers that micro loan programs have excellent returns; review the agenda of our annual grower meetings; store could host a forum on this topic **Action:** Board Development Committee add discussion regarding encouraging and helping local farmers store valuable winter crops to the next strategic planning discussion. Management meetings are now happening weekly; also looking at pricing perception and how to address that issue. **Action:** Paul to update file name of Operations Report. **Action:** Allan to consult with Carolee on possible industry learning opportunities for his training. **Action:** Abra to facilitate a meeting between Allan and KOGS.

Finance Committee Terms of Reference

Alex presented this item and provided a review of the minutes from last Finance Committee meeting along with a closer look at the changes made to the Finance Committee's TOR. Highlights include that the committee will now be reviewing all financial reports; will also be looking at how all the policy and procedures are being complied with and preparing the recommendations for the Board before regular Board meetings so that the Board can review material in advance of discussion. The committee will also advise the Board on strategic issues involving the organization's financial matters. Will be meeting monthly and will try to squeeze meeting after finance reports are prepared and before the regular Board meetings. **Motion:** To accept changes to the Finance Committee's TOR. **M/Alex S/Andrew.** Policy revised and approved on July 4th, 2016.

Elections Policy

Board discussed the proposed changes to the Election policy as presented by Andrew. There were suggestions on wording. It was noted that some redundancies in current policies have been changed. It may also be time for a rule change around a mailed ballot. Further discussion was had around the need for a policy that prevents Directors stepping off the Board and becoming contractors bidding on work with inside information. **Motion:** To pass changes as amended according to the comments (not all of which will get rolled into policy)/ **M/ Jon S/Alex**

Collaborative Management Committee

Abra presented a brief CMC update. Members of the CMC discussed the future of the committee and all agreed that the committee is an important avenue for Staff and Managers to have access to the Board (and also that these regular meetings increase accountability for everyone). The committee is going to continue staggering their monthly meetings with Board meetings.

Finance Committee:

Alex updated on the financial presentation the Finance Committee is working on for the Board; FC is also preparing a financial message for the AGM. Next year the FC will aspire to having a budget presented to the Board in April and then in place and approved for June 1st.

Member Outreach Committee

Cathy-Ann briefly presented the MOC report. Birthday celebrations went well. The garage sale made a couple of hundred bucks. There was no MOC meeting in June so nothing more to report.

Board Development/Policy

Andrew presented an update on the work of the committee. Committee has been working on the elections policy and the strategy to review candidates. **Action:** BD/P Committee will discuss with Paul if Allan or Paul should sit on the committee. There are three candidates running this year, Anne, Maureen and John. **Action:** Andrew put revised Best Practices for interviewing candidates draft on the drive.

HR Committee

Kootenay Country Store Cooperative
Regular Board Meeting Minutes

Jon presented his report and offered to answer any questions, as he had nothing to add from written report previously submitted.

Upcoming Dates:

Next Meetings: 5:30 pm, Tuesday, August 16th and 5:30 pm, Monday September 12th 2016

AGM: September 21, 2016