

**Hornby Island Co-op  
Regular Board Meeting Minutes  
May 15, 2019**

**Present:** Claire Burke, Jill Candlish, Jim Garton, Bill Havens, Dave Hoy, Rob Lewis, Lisha Scott, and Randy Wunderlich

**Regrets:** Al Dickie and Don Peterson

**Recorder:** Anita Lewis

**Location:** New Horizons

**Time:** 1:07PM – 2:26PM

**Next Regular Board Meeting:** Date and location TBC

Jim opened the board meeting at 1:06PM.

**Consent Items:**

The consent agenda included the April 2019 Board meeting minutes, the President's Report, the Governance and Membership Engagement Committee Reports. The Building and Finance Committee Reports were removed. There wasn't a Nominations committee report or correspondence. There were no objections, so the items were adopted.

**Standing Items:**

**Finance** – Rob noted that the Auditor Report was received on May 14<sup>th</sup>. The report was very positive. Rob noted that every year we have clean financials and this year is better than ever.

**MOTION: Endorse the Auditor's Report as presented. M/S Rob/Jill, carried.**

**Building** – Randy discussed the next step(s) to take in upgrading the building structure and envelope. Herold Engineering was recommended to serve as the role of structural engineer, with Jimmy Dallaire serving as Project Manager. **Action:** **Randy** will release the engineering reports to Herold Engineering. **Action: Building committee** to organize a board meeting to look at improved functionality. It was clarified that the **action** from the last meeting was for **management** to bring, in concept, the priorities for the improved functionality of the building.

**MOTION: Release the engineering reports to enable Herold Engineering to table a proposal for managing the structural upgrades to the building. M/S Rob/Randy, carried.**

**Team Report** – The organization Living Wages for Families will assist the Co-op in calculating the living wage for Hornby Island. Quotes to replace the fence between the Co-op parking lot and the campsite are coming soon. 5 applicants for YES camp to date and one applicant with exceptional grades for the scholarship. Petroleum variances are within the normal range.

**MOTION: Resolution for cash refunds dated June 15th Jan 31, 2019 for fiscal year ending Jan 31, 2019. The Board of the Co-op authorizes and directs the MANAGER of the Co-op to do all things necessary to effect the various dispositions determined in this resolution and to finalize the actual amounts of each application of a general repayment as laid out in the General Repayments schedule. M/S Rob/Bill, carried.**

**MOTION BY EMAIL AND REVIEWED DURING THE MEETING:**

Three options presented for 2018 Patronage Allocation for our retail to our members.

Lisha considers Option #1 of staying at 2%, as FCL recommends, as being the best option for us, for the following reasons;

1. Anticipating renovating building expenses, as approved at last Board meeting, to start this year.

2. Raising the percentage (option 2) doesn't affect individual dividend amounts that much. ie My cheque might go from \$75 to \$80 (amounts totally fictional).
3. It could be optically challenging to lower the rate in the future. Like wages, a raise is celebrated but the decision to cut back is not.

**MOTION:** To issue a patronage allocation as outlined in the documents per option #1. M/S Rob/Jim, approved by Bill, Jill, Don, Randy and carried by email.

**MOTION:** To approve the net equity change of -\$4,186.53 as presented by Lisha Scott. M/S Jill/Randy, carried.

**Strategic Planning** – The Strategic Planning session, led by Dave Hoy will be held at Room to Grow on Monday November 4, 2019 from 9:00AM to 4:00PM.

#### Old Business:

**The Action Checklist** – completed.

**Policy Manual** – Claire walked through all the policy revisions with the board.

**MOTION:** To approve the requested revisions to the Travel Expenses Policy #5. M/S Claire/Rob, carried.

**MOTION:** To approve the requested revisions to the Attendance at FCL Conferences Policy #6. M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Code of Conduct Policy #1 M/S Claire/Bill, carried

**MOTION:** To approve the requested revisions to the Commitment to Office Policy #2 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Director's Legal Obligations Policy #3 M/S Claire/Rob, carried.

**MOTION:** To approve the requested revisions to the Confidentiality Policy #7 M/S Jill/Claire, carried.

**MOTION:** To approve the requested revisions to the Board of Directors Operations Policy #8 M/S Claire/Randy, carried.

**MOTION:** To approve the requested revisions to the Consent Agenda Policy #9 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the In-Camera Minutes Policy #10 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Conflict of Interest Policy #4 M/S Rob/Bill, carried.

**MOTION:** To approve the requested revisions to the Diversity Policy #11 M/S Jill/Bill, carried.

**MOTION:** To approve the requested revisions to the Purchasing of Fixed Assets and Major Repairs Policy #12 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Shoplifting, Internal and External Policy #13 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Personnel Policy #14 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the General Management Policy #15 M/S Claire/Bill, carried.

**MOTION:** To approve the requested revisions to the Donations & Community Giving (Guidelines) Policy #16 M/S Claire/Randy, carried.

**Online File Storage** – **Action:** Rob to initiate the beta test of online file storage with Cloudspace Inc.

**Board Photo for Annual Report** – **Action:** Anita to organize a time for the board photo, for inclusion in the AGM report.

#### New Business:

**Electric car charging stations (Jim)** – **Action:** Management to investigate installing an electric car charging station and bring a recommendation to the board in September.

**MOTION:** That management investigate the feasibility of electric charging and bring a business case at September board meeting. M/S Bill/Randy, 1 against, carried

**Ringside liaison (Jim)** – deferred to next meeting.

**CAST Meeting** – Jim described the purpose of CAST and noted that each group present at the meeting is doing important work but not necessarily in coordination with each other.

**Action Calendar Item Flagged**

- **Candidate Bios posted on website** – done
- **Manager Performance Review** – Noted that the manager performance review to be completed soon.
- **Plan for orientation of new board members (Claire and Jim)** – deferred.
- **AGM Preparation:**
  - **Resolutions R1. and R2.** Reviewed and approved.
  - **Agenda** – Claire reviewed the agenda. **Action:** Lisha will include mention of the YES camp and bursaries in the AGM report.

**MOTION:** To approve Resolution R1. Procedural Items as presented. M/S Rob/Claire, carried.

**MOTION:** To request approval from the membership for the proposed Resolution R2. Board of Director Remuneration. M/S Rob/Bill, carried.

Meeting adjourned at 3:23 PM prior to in-camera.

Next Board Meeting to be determined at the Post-AGM board meeting.

Action Items			
Who	Does What	By When	Complete
Building	Provide a proposal with various washroom facility options for the Board to select from, in preparation for requesting funding/support	Pending feasibility study from CVRD	<b>On-hold</b>
Claire / Anita	Work with Recording Secretary to compile a Board Policy Manual, a reference document where Framework and Governance policies are recorded, and add to as motions are passed	March 2019	In process
Finance	Review the donations policy with the assistance of the governance committee	June 2019	On-going
Claire	Flag on meeting agendas the items on the annual action calendar for the following month	On-going	
Jim	Spearhead Board compensation with the help of Dave Hoy	By May AGM	On-going
Claire	Purchase a gift for Doug Potentier up to \$200	AGM	
Jim	Prepare and present a note of recognition for Doug Potentier's years of service to the HI Co-op and a card from the board	AGM	
Bill	Send out a quick-start guide to teleconferencing	June Meeting	On-going
Lisha	To provide on-going updates on living wage in the monthly Team Report to the board		On-going
Lisha	Send a description of the bursary to Claire for the AGM report		Pending
Lisha	Include mention of the YES camp and bursaries in AGM report		
Randy	Release the engineering reports to Herold Engineering	ASAP	
Building	Organize a board meeting to discuss opportunities for improved functionality for the store		
Management	Provide, in concept, the priorities for the improved functionality of the building		
Rob	Initiate the beta test of online file storage with Cloudspace Inc	ASAP	
Anita	Organize a time for the board photo for inclusion in the AGM report	ASAP	
Management	Investigate installing an electric car charging station and bring a recommendation to the board	September 2019	
Management	Prepare Ringside renovation/build policy for presentation to the Board. Specifically, if lease language is clear on what tenants can do to their building	October 2019 Board Meeting	
Anita	Arrange food for all day Strategic Planning meeting on Nov 4 <sup>th</sup>	Late October 2019	

<i>Rob</i>	<i>Provide an evaluation of the on-line file storage company X</i>	<i>November 2019</i>	
<i>Claire</i>	<i>Send out the final approved copy of the policy manual to the board</i>		
<i>Jim</i>	<i>Send out the AGM President's Report for review by the Board</i>		