

CNFC Board Meeting Minutes

In attendance: Kristen, Peter, Eric, Josee, Ray, Susanna, Myann, Jenn, Mielle

Chairing: Kristen

1. Approval minutes

Motion: *Ray moves to approve minutes, Kristen seconds: approved by all*

2. Approval of agenda

Motion: *Ray moves to approve agenda, Kristen seconds: approved by all*

3. Tenant update and discussion about garden

Discussion:

- The tenants have agreed to move, and a care-taking arrangement with Axel is underway.
- The music co-op downstairs pays \$100 a month for the use of the space.
- Discussion on formalizing the arrangements with people using the garden space, and charging a nominal fee. Two further issues arise: We need to look into insurance. And, we need to put up a 'no vehicle access' notice.

Josee and Ray (and possibly Susanna) will be on the tenant committee.

4. Local vendor policy

- Eric held a growers meeting a month ago. We can give produce a 4% margin/cushion.
- Discussion of signage informing the public about the percentage of funds that go to growers of local produce vs the percentage on imported produce.
- Discussion of consignment and wellness products.
- Discussion of food safe regulations: value-added food producers must be cleared with VIHA (have an approved water and waste water system, kitchen, etc).

5. Approval of "online business plus" account

Motion: *Ray moves:*

(1) THAT Cortes Natural Food Co-op (the “Member”) enter into an Online Business Plus service Application and Agreement with Vancouver City Savings Credit Union (“Vancity”) to enable the Member and/or the Subscribing Member to use the services offered by Vancity which will provide business members with online access to their accounts (the “Online Business Plus”), and enable business members to conduct such transactions as may be permitted by Vancity from time to time with respect to such accounts.

(2) THAT any **two**,

title **General Manager, Treasurer, Secretary, Board Member.**

is/are hereby authorized on behalf of the Member

- (a) to execute and deliver the Online Business Plus Application and Agreement;
- (b) to designate the accounts of the Member with Vancity that may initially be accessed through Online Business Plus and the account of the Member with Vancity that is to be debited with service charges, if required;
- (c) to make arrangements from time to time with Vancity or new or additional payment services to be conducted through Online Business Plus on such terms and conditions as they may agree upon with Vancity and to execute and deliver on behalf of the Member any agreement with Vancity with respect to such new or additional payment services;
- (d) from time to time to appoint and remove, users (the “Users”) who may access Online Business Plus and to determine, from time to time, what rights each such User may exercise in respect of the Member’s accounts with Vancity;
- (e) to notify Vancity in accordance with the politics and procedures established by Vancity, from time to time, of the appointment of each User, specifying the rights each User may exercise;
- (f) to notify Vancity from time to time in accordance with the policies and procedures established by Vancity, from time to time, of changes of Users or changes in the rights Users may exercise and until so notified Vancity may assume for all purposes of this resolution that the appointment of a User and the rights that a User may exercise remain unchanged;
- (g) to appoint Corporate Approver(s);
- (h) to notify Vancity from time to time of all changes in the name(s) of the Corporate Approver(s) and until so notified Vancity may assume for all purposes of this

resolution that the persons named in such list or in the notification last provided to Vancity remain the Corporate Approver(s);

- (i) to act as the authorized Corporate Approver(s), in the absence of any Corporate Approver(s) being assigned or when Corporate Approver(s) are not available, and,
- (j) to terminate the Online Business Plus Application and Agreement.
- (k) to delegate authority to the Subscribing Member on Online Business Plus for tasks (c) through (j), in the case where the Member is giving authorization to another legal entity to access the Member's accounts;

(3) THAT all transactions in the accounts of the business conducted using Online Business Plus will be valid and binding on the Member

(4) THAT this resolution be delivered to Vancity and remain in force until the Member gives Vancity written notice to the contrary and Vancity acknowledges receiving the notice.

Kristen seconds. Approved by all.

6. Update: Capital projects: (a) waste water system; (b) options for courtyard upgrades

waste water system: The new tank will move next to roadway and will be sunk underground. Rob Driedegger will move road over a little bit. The circulation tanks and tank for kitchen waste will be located on the hillside. The drain field is to go where the old field is, close to the building and garden, which means cutting down most of the alder trees. The plan is start digging mid-May, with the hopes of having it done by mid-June.

Regarding maintenance: We have a maintenance contract with a phone line hooked up to the control panel. The system comes from the US, and there is a field tech assigned to our region.

Other capital projects:

We are over budget and behind schedule, but have a bit of flex room to make this all balance. The budget tracking and invoices are sent to Vancity every month, or every \$15,000.

Discussion: Although the building is unpredictable, we should endeavour to get fixed quotes for labour rather than paying hourly. The plan is to get through the kitchen expansion and reassess.

The waste water has the biggest expenses. Roof repair is also a major issue and must be addressed.

Courtyard upgrade:

Discussion of the dilapidated state of the courtyard and stage, and of the problem of dog poo.

-We need to put up a fence and provide new sitting arrangements.

-Although we need a gate we must be mindful of accessibility and get gates that swing open easily.

-Wheelchair accessibility is also a consideration given the elderly people in our community.

-There are federal grants available to help with this.

7. Co-op structure (Board/staff/etc) and committees

committees:

(i) landlord/tenant committee

(ii) courtyard committee

Lengthy discussion on Co-op/employee structure:

-We need to be thinking about about how to organize supervisory structure in terms of departments.

-Discussion of holding a strategic planning process in the fall. One of the issues is decision-making structures and processes.

-Discussion of the structure of the board and the ratio of staff on the board.

-Discussion of separating the role of the board from the role of committees who are involved in day-to-day operations. The issue of asking staff to be on unpaid committees is raised.

-Discussion on conflict of interest situations which may, and have, arisen on the board and how to best understand and approach this issue.

Agreement: everyone will review the code of ethics and rules of association for the next meeting.

8. Looking forward: strategic planning

Susanna will contact Sandra to ask her to look for a grant fund a facilitator to help with a fall strategic planning session.

9. Fixing a date for the AGM

Motion: *Ray moves that we hold our AGM on August 26TH. Susanna seconds. All are in favour.*

10. Approval/further changes to letter of thanks

Changes will be made and the letter left in the Co-op for all to sign.

11. Celebration plans

General Discussion:

-Facepainting and balloons during the day

-Cake and musicians in the evening, from 7pm onwards

next meeting: Thursday in May 28th. 4:00pm

Meeting adjourned.