

## CNFC Board Meeting Minutes

*In attendance: Eric, Josee, Myann, Jenn, Susanna, Ray, Mielle*

### 1. Approval of minutes

**Motion:** *Susanna moves to approve. Myann seconds. Minutes approved by all.*

Matters arising from the minutes: An agreement has been negotiated with Axel.

### 2. Approval of agenda

**Motion:** *Ray moves to approve the agenda. Susanna seconds. Agenda approved by all.*

### 3. Manager's report

Finances:

- bakery: customer count down because were closed for a week for renovations.
- have operating profit. generally starting off much better this year than last year.
- found accountant in campbell river for fiscal end. they're preparing taxes

General:

- Josh is leaving, and Dana is taking his place as the new cook
- We've hired both a new baker and a new prep baker.
- Kirsten will continue doing the administration and training.
- We need more staff with experience

**Motion:** *Ray, moves to approve the manager's report. Susanna seconds. All are in favour.*

### 4. Capital projects

We've organized with Vancity to pay our local labourers directly and then submit for reimbursement.

The new walk-in freezer is underway. The back room just got finished. The next step: kitchen expansion. Next week we collect Trude's oven and other equipment.

Discussion of roof repair and replacement.

All the equipment for our septic system has been ordered. We expect to be on time.

Question: Can we use some of the money in the budget to buy things like picnic tables? Answer: Its possible but we'd need to request a variance from Vancity.

**Motion:** *Ray moves to approve the report on capital projects. Josee seconds. All are in favour.*

#### 5. Discussion of Employee Manual

Eric will take the proposed changes to an all-staff meeting on June 9th, and then will bring them back to the board.

Discussion of: pay levels and premium rungs, difficulties with collecting tips, the necessity of attracting staff with experience, and a supervisory structure.

Discussion of incentivizing cafe staff, and the current system of cumulative work hours determining pay.

#### 6. Celebration update

Discussion of musicians, face-painting, story-telling about co-op history, sound systems etc

#### 7. British Columbia recycling regulations

CNFC will comply with the regulations to refund bottles.

#### 8. Property liability issues, Board/Manager responsibilities re property management and improvements, Grounds Committee and budget

Property liability issues: There are nails sticking out of the gate and benches, which is a concern. The platform is in contravention of building code (it is higher than 2' and thus needs a railing, or to be taken down).

**Motion:** *Ray moves that the board approve a budget of up to \$500 for grounds repairs. Josee seconds. All are in favour.*

Grounds:

Discussion of picnic tables and benches.

Board/Manager responsibilities re property management and improvements:

General Discussion:

What is the manager's job, and what does the board take responsibility for? Who takes care of it outdoor seating and tables? The grounds committee? Does it come out of cafe budget?

Axel has agreed to maintain the grounds, but we need to get it to a good standard that Axel can maintain.

Even the septic—does every contractor go through the manager? Or a committee of the board?

Eric (the manager) considers capital projects to be his responsibility, but it is a temporary responsibility.

Should we be looking at getting a grounds manager? Suggestion: we accept Eric as having this responsibility for the summer, and then revisit this in the fall and as part of the strategic planning process.

**Motion:** *Susanna moves that in the strategic planning in the fall, we bring up the topic of property management. Myann seconds. All are in favour.*

## 9. Continuation of discussion re: conflict of interest, ethics, rules, and restructuring

### General Discussion:

- Resource suggestion: "The co-operative grocer network" a website.
- found reference saying that staff on boards cannot be part of review of manager's contract.
- a lot of boards try to stay out of conflict of interest situations.
- what is the process for the non-employee board members to find out what is actually happening in the store?
- \*consensus to start the review process immediately after the AGM\*
- when a new board is elected, the contract can be shown to new board, and a review gets put onto the annual calendar, which should be completed a month before the contract renewal.

## 10. Manager's contract renewal

### General Discussion:

- We should extend the manager's existing contract for 6 months so that the renewal can happen in December, at a less busy time of year.
- Challenge: we do not enough non-staff board members to get a quorum (quorum needs to be one more than 50% of all serving directors)
- Some staff board members don't want to be part of a discussion re the manager's bonus, or know the amount.
- Is it even appropriate to give the manager a bonus without any kind of review process?

**Motion:** Jenn moves to extend Eric's existing contract until December 4th. By then the board will have completed an annual review, with the evaluations starting 6-8 weeks in advance of that date. Ray seconds the motion. All are in favour.

**Motion:** Jenn makes the following motion: the board will appoint two temporary board members to join a non-staff working group to respond to the manager's letter to the board dated May 25th 2015. Ray seconds the motion. All are in favour.

*Action item: Ray will approach Doug Butt, and Mary Lavell to act in this capacity.*

Next meeting set for June 25th, 4:00 p.m.

Meeting is adjourned.