

MINUTES: DECEMBER 3, 2007

KARMA CO-OPERATIVE BOARD OF DIRECTORS

Minutes of the meeting held on Monday, December 3, 2007, 7:00 pm – 9:30 pm
At the Annex Arts Centre

Directors present: Donald Altman, Rachel Birenbaum, Charles Danzker, Margaret Knittl, Harry Koster, Ahdri Mandiela

Regrets: Deborah Cherry, Orla Hegarty

Absent: none

Staff Present: Justin McNabb, G.M.

Members present: Rolf Struthers, James Wilkinson

Minutes recorded by: Diane Saibil

1. Call to order

- Meeting was called to order at 7:05 pm

2. Motion to accept the agenda

- Harry moved to accept the agenda
- Charles seconded
- Motion passed

3. Declaration of any conflicts of interest

- None declared

4. Acceptance of the Minutes of the Board Meeting of Nov. 21

- It was noted that the confidential portion of the minutes should be transferred to a separate document
- Clarification was sought by Donald regarding item 6. on the appointment of a sub-committee for the POS system
- It was also noted that the Provincial license deadline is in 15 days.

- Harry moved to accept the minutes of the Nov. 21, 2007 board meeting
- Ahdri seconded
- Motion passed

5. Building Committee's Report

- The report on mould behind the cooler has been submitted.
- The mould found is allergenic, but not toxic or pathogenic and removal can safely wait until the wall is being repaired.
- Pinchin will prepare specs for mould removal, identify some qualified contractors and oversee the mould remediation.
- The cost for Pinchin to do this work needs to be priced, but it appears that it will fall within the approved budget.

- Charles moved to receive the building committee report
- Harry seconded
- Motion passed

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6. General Manager's Report

- The report was distributed.
- The new computer arrived as planned and an ex-member of Karma, who is an IT professional, will do the set-up work.
- A question was raised about the cleaning out of the shed. Justin replied that staff is gradually chipping away at the work. There is a possibility of using member labour.
- Yuill McGregor has offered to haul away a load of garbage for free and is preparing an estimate for repairs to the shed roof.
- Justin does not feel that this is a priority.
- The Building Committee will look at the issue of the shed roof.
- Justin raised a question about whether the co-op should be looking into the idea of family memberships, as suggested by the current and past member labour co-ordinators. The Board felt that this was not a good idea.
- Justin reported that Karma experienced no growth in sales compared to November of last year, whereas it is budgeted for 4% growth.

- Donald moved to receive the general manager's report
- Charles seconded
- Motion passed

- Donald suggested that the financial component of the G.M. report should present a 6 month analysis of progress with respect to the sales budget, the expense budget, and the membership budget, showing whether we are over and under budget for each.

7. Secretary's Report – re: Provincial License

- Rachel reported that she has met with Deborah and that she will apply for the Provincial license.

- Harry moved to receive Rachel's report
- Charles seconded
- Motion passed

8. Treasurer's Report

- Donald requested clarification about what is wanted in the monthly reports and who is responsible for distributing it. It was clarified that this is the treasurer's responsibility. He also noted that he needs the membership numbers to compile his report.
- He noted that the finance committee will do the POS work if the Board so requests.
- He suggested that, annually, each committee should choose their chair and vice-chair and report these names to the Board, along with a list of committee members. This should be recorded in the minutes for the purposes of the volunteer insurance coverage. It was noted that this is supposed to be done by the committee of committees.

- Ahdri moved that the concerns raised about committee membership lists be referred to the Committee of Committees
- Harry seconded
- Motion passed

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- The October results and projection to year end were reviewed. The store had made money, but the membership budget shows a deficit, with a year-end deficit projected. The projected membership growth is not happening.
- The offering statement is complete except for the names, addresses and occupations of current directors. Don will follow-up on getting the offering statement in.
- The next step is to obtain the big buck loans and it is not clear whose responsibility that is.
- A question was raised about the interest rates. These are set by Citizen's Bank and will vary, depending on the investment savings account rate, which is higher than the regular savings account rate. Rates will be fixed for a year.

9. President's Report

- For the January meeting, Margaret will prepare a first draft calendar of the key items the Board needs to deal with through the rest of the year.
- The application for a City license will be completed shortly.
- Margaret did not go to Guelph because the person she needs to speak with about unspent grants is away until Dec. 11. She will follow up as soon as possible.
- The Support and Supervision Committee (presently Margaret and Harry) was to meet on Saturday Dec. 1, but the meeting was postponed to mid week. An item of importance will be how the Board's interest in outreach can find expression in-store, since retention of members is important as well as attraction of new members. Support will be uppermost on the Sup. Committee's agenda this year.
- Deborah has volunteered to be a liaison member to the Committee Squared.
- Art Jacobs has indicated that he is willing to fill one of the Board vacancies

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| <ul style="list-style-type: none">• Charles moved that Art be appointed to the Board until the next AGM.• Donald seconded• Rachel abstained• Motion passed |
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10. Steps taken and needed to fill out the Board and to secure a note taker

- An additional Board member and a minute-taker are still needed. Margaret has sent an article to the Chronicle.
- In addition, a notice will be posted in the store and Margaret will arrange for an email notice to be distributed.
- It was suggested that we try to find a former staff person who is still a member.

11. A Retreat - yes or no? If yes, a week-end? One day? Half a day? When? Where?

- It was agreed that there should be a half day retreat (possibly longer) in late January, with an external facilitator, to establish goals for the year, get to know each other, establish group norms, establish priorities from the Governance Committee list and possibly do some strategic planning (if time allows).
- May want to wait until the Board membership is complete.
- May want to do a full-day, including a meal.
- Rachel, Margaret and Donald will look for names of possible facilitators. If possible, it should be a Karma member.

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12. Identify Elements and First Steps of an Outreach Strategy

- Strategy must include both retention and new members.
- Staff sense that some members feel the fees and financial commitments are prohibitive.
- Orientation sessions have been promising family memberships.
- Members leave because they get behind in their hours and then become non-working members.
- This would be a good topic for the retreat.
- Perhaps some staff should be invited to the retreat.

13. Future Meeting Place

- Margaret reported that there is a room at the library that holds 20 people; cost is \$10 to \$15 per hr.
- The Annex Arts Centre room is preferable and the next meeting (Monday, January 7, 2008, 7:00 – 9:30 pm) will be held here.
- Proposals for cheaper alternatives can be brought to the next meeting.

14. Adjournment

- Meeting was adjourned to an in-camera session, if any, at 9:10 pm

Action items/next steps:

1. The Building Committee will look at the issue of the shed roof.
2. Rachel will apply for the Provincial license.
3. Don will follow-up on getting the offering statement in.
4. Margaret will prepare a first draft calendar of the key items the Board needs to deal with through the rest of the year.
5. Margaret will complete the application for a City license.
6. Margaret will follow up re the grants as soon as possible.
7. Margaret will arrange for an email notice to be distributed and a notice to be posted in the store re the Board vacancies.
8. Rachel, Margaret and Donald will look for names of possible facilitators for the Board retreat.