

MINUTES: JANUARY 7, 2008

KARMA CO-OPERATIVE BOARD OF DIRECTORS

Minutes of the meeting held on Monday, January 7, 2008, 7:00 pm – 9:30 pm
At the Annex Arts Centre

Directors present: Donald Altman, Rachel Birenbaum, Deborah Cherry, Charles Danzker, Deborah Finestone, Orla Hegarty, Arthur Jacobs, Margaret Knittl, Harry Koster, Ahdri Mandiela

Regrets: none

Absent: none

Staff Present: Justin McNabb, G.M.

Members present: Herb Vandendool

Minutes recorded by: Sylvia Kym

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
- Rachel seconded
- Motion passed

3. Declaration of any conflicts of interest

- None declared

4. Acceptance of the Minutes of the Board Meeting of December 3

- A spelling error was noted: Justin's name was spelled "Jason"
- Rachel moved to accept the minutes of the December 3, 2007 board meeting as amended
- Deborah C. seconded
- Motion passed

5. Welcome of Sylvia Kym, our new minute taker

- Sylvia was welcomed

6. Establishing a chair for the committee squared

- Suggested that the position should be under the direction of a board member for a year
- Margaret moved to appoint Ahdri Mandiela to chair the committee
- Harry seconded
- Motion passed

7. Report of the interview committee for our tenth member Harry

- Ballots were collected from board members, nominating the top candidates that expressed interest, and interviews with the top candidates were held
- The interview committee consisted of four people, Margaret, Harry, Ahdri and Charles
- The ballots and the interview results both confirmed that Deborah Finestone was the preferred candidate

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- Harry moved to appoint Deborah Finestone to the board
- Orla seconded
- Motion passed

8. General Manager's report Justin

- The Receiver General has been paid.
- PST and WSIB payments are up to date.
- Sales & Marketing
 - December sales were approximately \$148,480.24, which is 4% below the budgeted target.
 - We have ordered reusable Karma shopping bags. The bags are made out of natural, bio-degradable jute and, when they arrive at the end of the month, should sell for \$2.73 each.
- Staff
 - We were able to satisfy every staff request for time off over the holidays.
- Garbage Shed
 - The garbage shed has been cleaned out. It still contains: carts, extra shelving, and some usable lumber.
- Computer
 - We have our new system installed and functioning well. The membership database and bookkeeping files are on a separate and secure system.
 - Our essential files are backed up several times per week on multiple devices.
 - the use of the new computer is limited to the GM, the Bookkeeper and the Member Labour Secretary
- Debit Machine
 - Inconveniently, our debit machine system was down for most of the busy Friday before Christmas. As this has become our most common method of payment, we may consider installing a second unit. The cost, however, is about \$900 per year.
- Discussion
 - Charles wanted clarification on the decline of membership; Donald said the finance committee will have numbers of households from month to month at the next meeting
 - It was noted that in-store cleaning should be increased, and suggested that the old list of cleaning duties be found

- Charles moved to receive the General Manager's report
- Harry seconded
- Motion passed

9. Treasurer's Report Donald

- Committee is short one person because Harry left
- Concern about the IOU system – the number of IOUs is very high; a report is expected at the next meeting
- For the offering statement – information is needed from the new board member
- From the written report: there was a high level of uncertainty about the stated numbers, namely the “cost of goods sold” is too low for how much was sold; there isn't an adequate financial reporting system and therefore there are no explanations for the ambiguity

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- A Point of Sale (POS) may help figure out this problem but professional help is needed to find a system that can manage the coop (i.e. tracking of member labour needs to be included), and then to install and maintain it
- Herb Vandendool – has done research on a POS but no firm costs have been obtained.
- The proposal for a technical assessment and report, submitted by Freeform Solutions, was discussed
- Deborah C. likes the agency because it understands coops
- Herb Vandendool also noted that they are local as well
- Justin commented that the POS idea has been underway for a long time and it's needed to get better numbers for finance and raise sales. He feels it's essential that it be initiated soon
- Charles wants the issue deferred due to other pressing issues, and would like more time to look at this issue.
- Herb said he would email the background research on POS systems

- Margaret moved that this question be tabled till the Feb. meeting
- Deborah seconded
- Art abstained
- Donald opposed
- Motion passed

10. President's Report Margaret

- We have secured a city license to operate our store and it has been posted in the store.
- A copy of it has gone to Alterna, along with a cheque for \$750, to complete their requirements for providing us with a \$300,000 line of credit.
- My discussion with the Cooperators re the grant we received from them two years ago (still unspent) has been set for Friday January 14. We need their permission to use the grant in other ways than were originally agreed upon.
- Donald will fax to the City Licensing Office on Jan. 8th all the information they have asked for, but we do already have the license. It will need to be renewed in a year's time
- Margaret outlined the timetable for union certification:
 - A renewed application for certification may come as early as Wed. Jan. 9
 - A response would be required by Friday, Jan. 11
 - A vote would be taken five days after receipt of the application, the vote counted, and the result posted in the store.
 - Shortly thereafter a 'paper meeting' would be held.
- Margaret and Harry will have a pro bono meeting with a potential negotiator on Friday Jan 11. His charge per hour would be \$125, half his regular charge because Karma is a non-profit organization.

- Ahdri moved to empower Harry and Margaret to engage Ken Godevenos if they were convinced he would do a good job as Karma's agent in negotiating a first contract with the staff.
- Donald seconded
- Motion passed

11. Setting of day and place for future monthly meetings

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- Next meeting: February 4th, and every first Monday of the month unless there is a conflict (which there is in March, for Rachel)
- Ahdri offered that we use her office – 720 Bathurst Suite 402, above Sprouts; To enter the building, the phone number is 416-533-1500 or 647-401-0787

12. Scheduling of Board Retreat

- Margaret identified possible dates in January or February: January the 20th or the 27th or February 3rd
- Two possible facilitators were identified: Diane Saibil, past recording secretary for the Karma board, and Brenda Gainer, Director of the Non-Profit Management and Leadership program at the Schulich School of Business
- Diane would want to meet with two board members beforehand and two staff members
- February 3rd was decided upon, location TBD

13. Adjournment

- Meeting was adjourned to an in-camera session