

**KARMA CO-OPERATIVE BOARD OF DIRECTORS**

**Minutes for meeting of Monday, Nov. 2, 2009, 7.00 – 10.00 p.m.**

**90 Olive Ave.**

**Directors present:** Arel Agnew, Corey Berman, Hilary Gibson-Wood, Arthur Jacobs, Howard Kaplan, Angela Lee, Reg McQuaid, Sarah Pretty (chair), Danielle Thibodeau, Benjamin Watts

**Also present:** Ken Godevenos (labour contract negotiator)

**Chair:** Sarah Pretty

**Note-taker:** Angela Lee

**Minutes edited by:** Reg McQuaid

**1) Call to order.**

Meeting was called to order at 7.05 pm.

**2) Approval of Agenda**

The agenda as circulated was approved.

**3) Update on the contract negotiations from Ken Godevenos (in camera)**

**4) Ken's other observations about Karma's situation (in camera)**

**5) Ken's interest in future additional consulting (in camera)**

**6) Review of the negotiating session of October 30 (in camera)**

**7) Establishment of a formal mandate for the negotiating committee.**

Howard had distributed the proposed mandate before the meeting.

**Moved by Sarah to adopt the negotiating mandate.**

**The mandate of the Negotiating Committee:**

**To prepare itself for each negotiating meeting and Board meeting by performing these tasks, as required:**

- Reviewing the current status of contract negotiations**
- Reading any supplementary materials provided**
- Commenting where necessary on written materials already prepared**
- Preparing additional written materials where necessary**
- Discussing current proposals prior to the meeting**

**To serve as the primary contact with the external negotiations consultant, managing the flow of requests to and from the consultant**

**To bring a general knowledge of Karma's history, traditions and current situation to the negotiations**

**To determine the Karma Board's opinion concerning the most significant items being negotiated as determined by the Committee or otherwise identified by the Board**

**To determine the direct financial and indirect administrative costs of contract proposals, consulting with General Manager and the Finance Committee as required**

**To attempt to ensure that the total financial cost, especially the staff compensation cost of the proposed contract does not exceed the limits established by the Board**

**To provide an *in camera* report on the progress of negotiations at each Board meeting, unless no progress has been made since the previous Board meeting and to seek specific Board guidance as required**

**To provide the Board access to all contact proposals, both agreed and still under discussion, identifying those proposals most requiring the Board's detailed attention**

**To alert the external negotiations consultant about any proposals, whether or not already tentatively approved, that are unlikely to be acceptable to the Board**

**To periodically educate the general membership concerning the process of negotiations**

**To establish effective systems for communication within the committee and from the committee to the Board, and, as agreed with the Board, to the membership.**

**Passed unanimously.**



**8) Review of the membership of the negotiating committee and schedule of attendance at future negotiating meetings.**

Next meeting dates November 10, 13, 17.

**Moved by Art to elect Margaret, Howard and Arel as the negotiating committee of Karma Co-Operative, effective immediately, with the authority and responsibilities as described in the mandate approved by the Board on November 2, 2009, and with the understanding that some of those duties may be reassigned at future meetings.**

**Passed unanimously.**

**9) Approval of the minutes of the October 24<sup>th</sup>.**

Howard pointed out that the formal descriptions of officers which he had provided were not incorporated into the minutes. The secretary agreed to attach the descriptions as an appendix to the minutes. The motions to elect the officers should also refer to these descriptions.

Move to defer the approval of minutes to the November 16<sup>th</sup> meeting.

**10) Shopping rules and membership privileges termination.**

Justin reports that one particular member has been abusing the IOU system, and passed some bad cheques. This person reportedly owes about \$700, but there is some suggestion that this figure could in reality be as high as \$1200. Justin is asking us to pull this member's membership privileges.

See, "Shopping privileges policy background briefing" from Howard.

Our current IOU policy is, if you take an IOU, it must be paid by the next day. If not, you have to pay a \$5 surcharge. The member in question does not have a repayment plan, although other members who needed to write IOUs are paying them off.

When members owe work hours and leave the co-op, the value of those hours is deducted from the membership loan being returned.

Does a person lose their membership if they have not paid their fees? The finance committee asked the board to pass a motion to terminate shopping privileges, but not membership, in such a case. However, this policy cannot be enforced because it has not been published by the Chronicle and the membership is largely unaware of it.

Angela reported that the Park Slope Food Co-Op cheque writing policy is much stricter than Karma's.

Reference to the board's motion in Minutes from April 6, 2009 meeting was read by Reg.

Sarah will ask Donald about this past policy that was proposed from the Finance committee to the board from April 6, 2009.

Howard will circulate the policy from April 6<sup>th</sup> to the board.

Sarah will ask Justin about the membership booklet. Howard agreed to convert the booklet to a format that the Board could read and distribute it to them.

November 16<sup>th</sup> meeting agenda topics will include:

- Committee structures
- Membership communications
- Record keeping and policy implementation
- Strategic planning and membership engagement

**11) Continuing discussion of possible role assignments, to be formalized at the next meeting.**

We will be proposing some new positions:

- Committee coordinator
- Communications coordinator

Sarah will email descriptions for these positions before the next meeting.

**12) Loose ends, November 16<sup>th</sup> meeting and communication to members.**

November 16<sup>th</sup> agenda is in the process of being drafted. Finances will be the main topic of the meeting, as well as planning for the board. This will be important since there has never been a strategic plan for the board.

Sarah will send around a draft email for a message to the membership introducing the new board. The web committee will send it out to the membership.

**Bulletin board of the store:**

Several board members noted that there was no good bulletin board space in the store reserved for board communications to members.

**Moved by Corey that, effective immediately, the large bulletin board near the produce will be used for official Karma communications, and that we will ask Justin to find another spot for members to advertise their services, and that all things posted in the store must be initialed and dated by Karma staff. Once this transition is done we give up the rights to the bulletin board in the back near the freezers.**

**Passed unanimously.**

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Sarah will send out Justin's job description via email before the next meeting.

**13) Adjournment:** The meeting was adjourned at 10.10 pm.

**Next Meeting: Monday, Nov. 16, 7-10 pm, at Art Jacobs' house, 90 Olive Ave.**