

## Tasks and commitments arising from the Skookum board meeting of June 11, 2010

Task/commitment	Who	When
Create a register of directors present at meetings of directors, to be signed at each meeting.	David	June 23, 2010
Correct typos in minutes of the board meeting of May 28, 2010; re-send to the board.	David	June 23, 2010
Complete the GST registration form and decline GST registration.	David	June 23, 2010
Revise the Treasurer's report of May 28, 2010 to update the numbers; email to all members of the Association.	David	June 13, 2010
Read through the Rules and add comments as appropriate.	Giovanni	June 23, 2010
Make ballots for show-of-hands voting and voting for directors at the AGM.	David	June 23, 2010
Make a tally sheet for easier counting of votes at the AGM.	Sharon	June 23, 2010
Send out the AGM agenda for the board's consideration.	David	June 20, 2010
Talk with BC Co-operative Association or Registrar about how to waive the appointment of the auditor without passing a special resolution.	David	June 15, 2010
Convert the Treasurer's report of June 11, 2010 to a PDF and email it to all members.	David	June 13, 2010
Print copies of the Treasurer's report of June 11, 2010 for the AGM.	David	June 23, 2010
Change share certificate to read "hold(s)" instead of "hold".	David	June 23, 2010
Ask Jan to help with revision of the draft of the Secretary's Manual.	David	June 15, 2010
Ask Dave Harris for suggestions about non-toxic finishes for our cider press.	David	June 13, 2010

## Resolutions brought forward at the Skookum board meeting of June 11, 2010

Resolution	Proponent	Outcome
That the agenda be accepted with the addition of items 5.3.5, 5.4, 6.1, and 6.2.	David	Passed.
That the board accept the Treasurer's report of June 11, 2010 as submitted.	David	Passed.
That the financial year of the Association runs from April 1 to March 31.	David	Passed.
That the Association accept the membership applications from Heinz Becker; and Chris Bratseth & Danielle Marentette.	David	Passed.



# Skookum Food Provisioners' Cooperative

## Minutes of the board meeting of June 11, 2010

### Present

- Sharon Deane
- David Parkinson
- Giovanni Spezzacatena
- Julie Thorne

### Regrets

- Jan Burnikell

David noted that Section 137 (2) of the BC Cooperative Association Act stipulates that "A director who is present at a meeting of directors or of a committee of directors must sign his or her name in a book kept for that purpose." David will create a register for this purpose, or a standard form that the board can pass around at each board meeting for signatures. For this meeting, those present signed a spare copy of the agenda of the meeting.

### 1. Agenda (accept or revise & accept)

David added the following agenda items:

- Item 5.3.5 ("Financial statement");
- Item 5.4 ("Insurance: Co-operators");
- Item 6.1 ("Secretary's manual");
- Item 6.2 ("Financial year").

David introduced the resolution that the agenda be accepted with the addition of these four items. This resolution passed by consensus.

### 2. Minutes of previous meeting (accept or revise & accept)

David found a couple of minor typos in the draft of the minutes of the board meeting of May 28, 2010 that he sent out on June 8, 2010. He will correct these and re-send a final version. The minutes were accepted as revised.

### 3. Correspondence

David gave an update on the GST registration document that Canada Revenue Agency sent. David spoke with Rod Allan at Community Futures, who advised us that unless we anticipate doing more than \$30,000 of business in a year or we expect to be making large capital outlays, we should hold off on registering for GST right now.

David will complete the form and decline GST registration.

### 4. Treasurer's report

Sharon circulated a current Treasurer's report. Our current balance is \$691.56.

David will revise the previous Treasurer's report to update the numbers, and then email this version out to all members of the Association. (See §5.3.5.)

David introduced the resolution that the board accept the Treasurer's report of June 11, 2010 as submitted. This resolution was passed by consensus.

David gave Sharon some receipts for printing and other expenses: envelopes from Hindle's; postage for the AGM mailout; printing from the PREP Society; printing from Staples; and \$20 for filing the Notice of Change of Directors with the BC Registrar.

## 5. Old business

### 5.1. Circulating the Rules

Sharon finished reading through and commenting on the Rules. Giovanni now has the Rules and will read them and add comments or questions where relevant.

### 5.2. Stamp

Sharon reported that a stamp from Phoenix Printers might cost about \$45 with name and address but no logo.

### 5.3. Preparing for the first general meeting

David passed around mockups of our share certificate. Certificates will be handed out to members at the AGM.

The board also discussed refreshments and agreed that we will put together some juice and cookies for the meeting.

#### 5.3.1. Voting

David noted that we need to print ballots in case of an election for directors. Members who are eligible to vote will also use these ballots when voting by show of hands, so that we can tell eligible members from others. David will take care of this.

The board discussed the need for scrutineers in case of an election for directors. If this happens, we will call for volunteers to count votes and tally them. Sharon will prepare a tally sheet to make it easier for the scrutineers to carry votes from the ballots to final tallies.

#### 5.3.2. Agenda

David will send around the agenda one more time before the AGM.

#### 5.3.3. Recruiting

David will talk to the two known potential candidates for director, to be sure that they can handle the expectations.

David reported that there is no provision in the BC Cooperative Association Act or Regulation which prevent a member from nominating himself or herself. In the case that a member nominates himself or herself, we should be aware that this is not ruled out.

#### 5.3.4. Appointment of auditor

David had followed up with Carol Murray about the appointment of an auditor, which depends on whether or not we are a 'reporting association'. Carol told David that we are not a reporting association, so we have the ability to waive the appointment of an auditor at each AGM.

However, David discovered while reading through the BC Cooperative Association Act that a special resolution is required in order to waive the appointment of an auditor. Since it is now too late to get this special resolution in front of our members within the required period of time before the AGM (i.e., no less than 14 days), we may not be able to pass a resolution to this effect.

David will contact the BC Co-operative Association or the BC Registrar to see whether we can work this out.

### **5.3.5. Financial statement**

Another provision of our Rules that David discovered recently is that the financial statement is supposed to go out to the members at least 10 days ahead of the AGM. We should have sent out a financial statement with the notice of meeting. David will convert the most recent Treasurer's report to a PDF and email it to all members. He will also ensure that we have printed copies on hand at the AGM.

### **5.4. Insurance: Co-operators**

On June 10, 2010, David spoke with Marilyn Pederson at the Co-operators about insurance for the Association. David needs to supply her with some additional documentation (Memorandum of Association, Rules, the list of directors, most recent minutes, and most recent financial statement), after which she should be able to give us a quote on liability and directors' & officers' insurance.

David will report back on any outcome from this conversation.

## **6. New business**

### **6.1. Secretary's manual**

On June 6, David emailed a draft of a Secretary's Manual for the Association, which documents most of what he has been doing so far in his role as Secretary. Giovanni suggested that this manual should contain information on preparations for the Annual General Meeting. David will add this information.

David will ask Jan if she is willing to help with suggested revisions and additions.

### **6.2. Financial year**

The board determines the financial year of the Association. Because we incorporated on April 6, it makes sense to declare our financial year to run from April 1 to March 31. David resolved that the financial year of the Association runs from April 1 to March 31. This resolution was passed by consensus.

## **7. Recurring business**

### **7.1. Projects**

#### **7.1.1. Skookum Gleaners**

Jan, Giovanni, and David met on Monday, June 7 to catch up on planning for this project. The team continues to plan for Harry Burton's visit in mid-July. The cider press is on its way by UPS and should arrive in Vancouver on Wednesday, June 16. We're considering non-toxic finishes to use on the press instead of polyurethane or epoxy.

#### **7.1.2. Oats**

Sharon, Giovanni, and David are planning to visit our oat patch in Wildwood on Saturday, June 12.

### **7.2. Fundraising**

David reported on some potential sources of funding on our radar, specifically the City of Powell River's Grants-in-Aid program and the Powell River Regional District's Grants-in-Aid program. David and Giovanni will continue to work on these until such time as we have a formal fundraising committee or working group. Giovanni had passed around another program of funding from the Mountain Equipment Co-op (MEC), which is another possibility.

### 7.3. Publicity

No update.

### 7.4. Acceptance of new members' applications

Ryan Barfoot and Karin Westland were the recipients of a gift membership application from the organizing committee of the Chamber of Commoners. David contacted them by email on Thursday, June 10 to make sure that they were willing to endorse our Statement of Purpose and were content to have a joint membership. Until David hears back from them, we cannot accept their application for membership.

David resolved that the Association accept the following as members:

- **Becker, Heinz**
- **Bratseth, Chris & Marentette, Danielle (joint)**

This resolution was passed unanimously.

## 8. Other business/roundtable

The board discussed whether to throw the AGM open to more members of the public. The consensus was that it is sufficient to invite people who have expressed interest in Skookum rather than invite all and sundry.

The board also talked about whether we will have a presence at the Thursday night market.

## 9. Next meeting

The next occasion for the board to meet will be at the Annual General Meeting on Wednesday, June 23. At that time, and after the next board is in place, the board will set the date, time, and place of the following board meeting.