



Board Meeting, November 21, 2011  
605 Robson Street, Vancouver - In Person  
MINUTES

In attendance:

Ben Hyman (Managing Director)  
Brian Owen (Director)  
Edel Toner-Rogala (Chair)  
Joanne Richards (Treasurer)  
Julie Spurrell (Director)  
Kevin Kierans (Vice Chair)  
Scott Hargrove (Director)  
Shannon Ellis (Director)  
Jacqueline Van Dyk (LLB, ex-officio)  
Allan Carlson (LLB)

1. Call To Order 10:05
2. Approval of Agenda & minutes
  - a. Agenda approved
  - b. Minutes from the October meeting approved as amended: moved by Joanne & seconded by Shannon. Carried.
3. Consent Agenda
  - a. Reports from Board Subcommittees
    - i. Governance: Met 21.11.11 to continue SMA review. General discussion regarding clarification of roles, BFG's, Board and staff.
    - ii. Finance: Met 17.11.11 to review financial reports and draft budgets, as well as staff report on deposits, Investment update and Staffing Plan.
    - iii. Personnel: no report
    - iv. Communications: Dan Lepsoe continues work on visuals.
  - b. Report of the Vision, Mission and Values Task Group
    - i. Latest version of the Values, Vision, Mission endorsed in principal.
  - c. Reports for the Business Function Groups
    - i. Licensing BFG: verbal report by Scott
    - ii. Sitka BFG: written report submitted by Melissa
  - d. Operational Report
    - i. Ben commented on the written report

#### 4. Items for Discussion

- a. Appointment of new Board Secretary and Board Signing Officer. Shannon Ellis volunteers. Moved by Julie, seconded by Scott that Shannon Ellis replace Lauren Stara as Board Secretary and signing officer. Carried.
- b. Motion to move in-camera for discussion about Staff Report on Cataloguing. Moved by Joanne, seconded by Shannon. Carried.
- c. Report from in-camera session:

Given that Sitka members have expressed a strong desire to see Sitka's bibliographic database de-duplicated, and that a Sitka Guiding Principle is the user experience, the Board has approved a bibliographic database cleanup. Motion that a Cataloguing Ad hoc Committee lead by staff be established to make specific recommendations regarding consortial best practice for bibliographic data in Sitka that will keep the database clean. Specifically, the Ad Hoc Committee will:

- i. prepare a terms of reference for approval by the Board
- ii. make recommendations regarding the proposal to limit cataloguing permissions while ensuring that local cataloguing needs are met.
- iii. make recommendations regarding consortial cataloguing opportunities such as record sourcing and acquisitions while ensuring local cataloguing needs are met.
- iv. consult widely across the Cooperative membership
- v. prepare preliminary reports and recommendations to the Sitka BFG and Licensing BFG, where appropriate. A Q2 2012 preliminary report deadline is envisioned.
- vi. prepare final reports and recommendations for the Board

Moved by Joanne, seconded by Julie. Carried

#### d. Finance Sub Committee Reports

- i. Balance sheet, statement of income and expense, draft budget all received for information and discussion.
- ii. Motion to distribute 50% of the Cooperative's existing investments to CIBC WoodGundy as outlined in staff report. Direction to MD to investigate VanCity services for next fiscal. Moved by Joanne, seconded by Shannon. Carried
- iii. Motion that MD has discretion to invest up to \$100K, in addition to the existing investment portfolio. Whenever exercised, such discretion must be reported at the next scheduled Board meeting. Moved by Joanne, seconded by Shannon. Carried.
- iv. Motion: For new product offerings that require infrastructure support or pre-work, the Cooperative will charge a 25% deposit of the initial

participation fee, payable at the time an agreement is signed to implement said product. Approved in principal, with one outstanding ACTION: develop policy regarding implementation timelines and delays, along with corresponding 30-60-90-180 day thresholds. Moved by Brian, seconded by Joanne. Carried, with one abstention.

- v. Members Council materials. Overview and discussion of materials, with some modifications, as discussed.
- vi. Meeting schedule through June, 2012. Discussion: scheduling to follow.

5. Adjournment: 3:04pm