



Board meeting 10:00AM Friday July 6, 2012

Minutes

Attending:

Ben Hyman (Managing Director)

Brian Owen (Director)

Allan Carlson (LLB)

Dan Phillips (Director)

Heather Daly (Director)

Joanne Richards (Chair)

Julie Spurrell (Director)

Trevor Surgenor (Director)

Sabina iselli-Otto (SBFG chair)

Michael deKoven (LBFG chair)

Regrets:

Jacqueline van Dyk (ex-officio)

Scott Hargrove (Director)

Orientation agenda

1. Call to order and introductions

Joanne provided an explanation of the background of the Coop and highlighted some of the work achieved over the past few years.

Joanne expressed her hope that all will feel part of a team and excited about potential of organization. There is a need to recognize that the operational team is lean, no redundancies present. Her desire is to keep the governance footprint light while maintaining our responsibilities to the membership happening in a meaningful direction. We are engaged in an ongoing review of the SMA, as it needs to be streamlined, accessible to the membership and reflect roles of BFGs as well as clarify language. Need some policy around finance and personnel. We will continue to develop the strategic vision with the entire board.

2. Orientation

Environmental scan and review of board orientation package by Ben. Highlights as follows:

- First full year in some operations – ie.LBFG and staffing.
- Some initiatives have moved operationally ahead of policy, due to nature of business, allowing for nimble development. Not due to lack of effort on behalf of board.
- International Year of the Cooperative – Diverse and rich on nfp and profit side. Overview of cooperative gathering/conference in Quebec. Ideals congruent with ours and our community. Coop development in Canada young, to watch.
- Membership grown to 100 in 3 jurisdictions. Post sec, school, govt, huge diversity of membership; testament to potential of organization.
- Recent successes: new visual identity, new website, ebook summit, Sitka's growth, Evergreen 2013 conference co-host, major Evergreen upgrade for Sitka just completed.
- Evergreen powerful tool with which to layer vendor and non solutions. Discussion of discovery layers; licensing and consortial involvement there.
- Continuing to explore diversification; in last month 2MOUs developed leveraging our development expertise and doing work for aligned organizations. Revenue and capacity grow alongside this.
- Connectivity survey well underway and strategies developing.
- Announcement of open data summit on September 21. Hold the date!
- and more!

3. Review of issued Board Orientation package:

- Role of the board derives from two places: Coop association act and the SMA
- Material covered in broad strokes

Regular business agenda

Meeting called to order at 1:22

1. Approval of agenda. Shannon moved /Heather second, all approved
2. 11.06.12 Minutes. Julie moved /Dan second, all approved as amended
3. Correspondence from Edel. Read to Board by Ben, card passed around
4. Role of the board. Covered during orientation.

5. Reports

- Operational report.
- Financial – activities on the horizon related to diversification and sustainability.
- Governance – activities on the horizon related to efficiency and accountability
- Sitka. Operational report attached. Major upgrade and several new sites.

- Licensing. Several updates relating to ebooks, Zinio and more.
- New website phase 1 here, phase 2 coming this fall.
- BCNet update
- Brewster Kahle meeting in Victoria attended by Ben
- Discussion around how to share pieces of the operational report with bfg chairs

6. Reports from board sub-committees

None have met since last board meeting

7. Appointment of board officers

- Chair – Joanne Richards (as established at the AGM)
- Vice chair – Heather Daly
- Treasurer – Shannon Ellis
- Secretary – Julie Spurrell

Motion to approve assignment of the officers of the board made by Brian Owen / Trevor Surgenor second / all approved.

8. Appointment of signing authorities. Staff – Ben Hyman, Sharon Herbert. Board – Joanne Richards, Julie Spurrell, Shannon Ellis

Motion to appoint the signing authorities as stated made by Trevor Surgenor / second by Dan Phillips. All in favor.

9. Review & appointment of sub committees

Finance – Shannon, Dan, Joanne (ex-officio)

Governance – Brian, Trevor, Julie, Scott, Joanne (ex-officio)

Personnel – Julie, Shannon, Brian, Trevor, Joanne (ex-officio)

Motion by Julie to approve the committee structure and appointees. Dan second. All approved.

10. Meeting schedules – Joanne suggests 6 meetings per year for board. Committees meet perhaps more often as required. AGM & Member's council are additional meetings. October's face to face meeting will be around developing the strategic plan. Survey to follow.

BFG reports will be presented at meetings by Ben.

Meeting adjourned at 2:25

MINUTES APPROVED BY ELECTRONIC VOTE 12.07.12