

**Toronto Sustainable Food Co-operative Board of Directors Meeting:
Sunday February 16th 2014 at 3:00PM
Location: The Green Room (296 Brunswick Avenue)**

Facilitator: Elie

Minute Taker: Vic

Present: Nicole, Jes, Elie, Nico, Vic

Absent: Shari

Location: Green Room, 296 Brunswick Avenue

Meeting Start: 3:20PM

1. Approval of the Agenda

MOTION (Jes/Vic)

Amend (Jes/Nicole) to add GSU Elections, Online Banking and Certain Days Political Prisoners Calendars.

All in favour, amendment carries.

MOTION (Jes/Nicole) Approval of the Agenda as amended

All in favour, motion carries.

2. Approval of the Minutes of 23 January 2014 and 3 February 2014

MOTION (Jes/Vic)

All in favour, Motion carries.

3. Check-Ins

a) Remaining Outstanding Last Meeting Tasks

ACTION (Nico): still filling out survey by contacting Julia for financial report; may need Jes to assist re: past board years

- Survey is almost done; Nico needs to volunteer info and past board info

Action: Nicole to send Nico volunteer info for survey; Jes to send info on past board members to Nico

ACTION (Nico): complete double checking whether Co-Operators insurance is paid

ACTION (Nico): find out whether catering from WalkTO event paid and deposited

ACTION (Jes): change ULife contacts on application to Nicole:

n.davis@mail.utoronto.ca and Vic: v.benjamin@mail.utoronto.ca . Now check with Student Life since form wouldn't let enter mail.utoronto addresses

ACTION (Jes): to continue to talk to remaining board members individually about roles, bringing in past board members to answer questions as necessary

b) Mail + Email

Mail:

- Received reissued GSU Orientation catering cheque
- Canada Revenue Agency (CRA) letter authorizing auditor McColl Turner LLP to deal with the CRA on our behalf: Given to Julia
- notice of reassessment of Corporation Income Tax Returns + refund cheque for \$291: Given to Julia

Email:

- Fwded to Board: Ontario Co-Op Association training resources on their website
- MOTION (Shari/Vic) to purchase a print copy of *The Guide to the Co-operative Corporations Act in Ontario* book for board use.**
- All in favour, motion carries.**

Action (Vic?): to buy *Guide to the Co-operative Corporations Act in Ontario* book for board use

- Catering request for March 12th from UofT Energy Fair
 - Requesting catering for unknown number of people for breakfast items (muffins etc)
 - We don't do offsite normally but the event will be on campus and they are willing to pick up + breakfast foods of this type are relatively easier to package
 - There was some confusion about whether or not they were requesting breakfast or lunch.
 - **Action: Jes to follow up to confirm what UofT Energy Fair is looking for in catering and for how many people.**

-Catering Request for Friday March 14th from GSU for UofT Student Food Justice Roundtable

- This is an inquiry as to whether we would be able to cater lunch for roughly 30 people at OISE
- This would be significantly harder to carry out for transportation & storage reasons (+weather?)
- **Action: Vic to consult staff as to what our capacity is for catering GSU event (if it is picked up by GSU)**
- **Action: Vic to let GSU (susanne@utgsu.ca) know what the staff/board decision is**

-Request from UofT's 350.org to sell tickets for their Divestment party on Feb 27th at Hart House :

- this is part of a [campaign](#) to get UofT's Governing Council to divest UofT's investments from fossil fuel related companies; presenting to UofT Pres. Gertler on March 6th
- they asked GSU to sell tickets but since they don't do much cash handling, it doesn't make much sense
- tickets are 5\$
- we've not done something like this before but it doesn't mean we can't
- tickets could be stored in the register and we would require recording system and minor volunteer training
- 350.org may also table at the cafe sometime after Reading Week
- This was agreed to via e-mail and staff & volunteers are aware and have been selling tickets in the cafe last week and will continue after reading week.

c) GSU Updates

i) Building Repairs

- pest are less than they were, want us to keep it up
- Shain is pulling strings to get UofT to pay for flooding repairs; will have to wait until new April facilities budget

ii) Internet Access in Cafe

- We brought the lack of internet access in the cafe up to the GSU. GSU is aware that this is bad for business especially as a student cafe, where folks would ideally be able to study, and that board meetings are often rendered ineffective because we cannot use WIFI to share meeting minutes amongst ourselves, and that staff cannot effectively place food orders online or do bookkeeping and other admin tasks
- GSU will be looking into this over the next 4-6 weeks to get the GSU building wireless network reinstated.

iii) Request from Pub: Signage

- Ed thinks that we need better "we're closed" signage to save folks going up the stairs

- He recommends some type of re-useable sign placed on the stairs by staff or volunteers that gets put out after we close or when we run out of food

-Tabled (Nicole/Jes) to next board meeting so we can have larger discussion

iv) GSU elections ongoing Feb 25-27

- Civics and Environment Commissioner uncontested; Susanne Waldorf seeking reelection
- Internal Commissioner (& levy group liaison) uncontested; Nickie Van Lier, an active member of the Environmental Justice & Sustainability Committee seeking election

d) Financial

- i) "Should Harvest Noon have a credit card" discussion
 - Update: there is a business assessment: we will need to show 2 audits and also have a full time staff member (regardless of signatories)
- ii) Online Banking: we always had online banking (never transitioned to previous 2012-2013 board). Nico reset the login information for our online banking. He shared it with other board members.
- iii) Opt-Outs of TSFC levy report:
 - Action: Nico to find out if there were any TSFC opt-outs**
- iv) Costing out Gluten Free Baked Goods / Price Updates
 - Action: Vic to follow up with Xander if he's finished pricing process.**

e) Administrative / Board

- i) Insurance Changeover & Payment Update: Vic submitted the letter to change our information and Kahai Insurance received the letter and is processing the changes. According to Julia we are up to date on payments.
- ii) Door Code Changeover: Done
- iii) Board Meeting announcements/agenda: Starting now facilitator will create an agenda with no "pre-minutes" for public distribution. 3 days before the board meeting the facilitator should send out a "last call" to board members for changes to the agenda. 48 hours before the meeting is the cut off time for any changes; at this point the agenda is posted publicly on Harvest Noon website.
- iv) Internal Board of Directors Google Doc Folders: Need to assess the Google Drive overall (i.e. what should be public versus what should be current board only, etc.) Motion to table this item to visioning meeting (Nicole/Nico)

f) Volunteers

- i) Service Learning Volunteers: Nicole and Xander met with the current service learning volunteers on Friday. They plan to write a report about our business model in terms of sustainability. Board would really like to be kept in the loop about this and have access to the final report.
 - Action: Nicole to provide updates on Service Learning Volunteers as necessary**
- ii) ACTION: plan a volunteer appreciation event for National Volunteer Week (April 6-12 2014)
 - Table to visioning meeting (Nicole/Vic)

g) Member Initiatives & Committees

- i) Bread Collective
 - Idea to have a bread-making event has been brought to Willie. Ideally this event can be used to peak interest in joining the bread collective.
 - Toronto Media Co-op meetings space share during the bread bakes have

been going smoothly

ii) Grants & Funding Committee

-got confirmation that the Canada Summer Jobs application was received; we won't actually know results until April. So we should plan on coming up with summer employment/operations plan A (none), B (get exactly what we asked for), and C (get part of what we asked for) for summer staffing

iii) Menu Planning

- First meeting Tues Feb 11 at 6pm with Shari; in future will advertise to all HN General membership.

Some ideas/concerns: Online cookbook, questions about use of nuts in the kitchen, variety of options during regular service.

- Action: Shari to update the rest of the board with more in depth information about what came from this meeting, when the next meeting is

iv) Food Growing: Not a thing right now, its cold.

v) Promotional & Advertising: No update.

vi) Sustainability: Doesn't exist currently. Maybe bring this void to the attention of the service learning volunteers.

vii) Events Committee

- Action: Jes/Shari to continue to plan a meeting to plan for 18 March, 25 March, 1 April & summer.

h) Staff Update

i) Staff-Board Communication & Collaboration

- Way better to have in person board/staff conversations; publically posting agendas will also help with this so staff can know what we're discussing and attend board meetings if they wish to collaborate

ii) Publishing of Harvest Noon recipes online

- This could be a good way of extending knowledge to membership, showcasing that vegan cooking doesn't have to be hard, help large groups with accessible scaled up cooking needs

- Menu planning committee is working on this

iii) Harvest Noon Birthday Potluck: Staff hours

- Motion (Nicole/Vic) to pay Kat R for the 3 hours she worked at the Birthday Potluck

All in favour, motion carried.

Action: Nicole to tell Kat she can claim these 3 hours on her next time sheet

- From the potluck we learned a few things:

- Reminder for board members to turn to other board members for support

- Clear minutes (specifics of the event, details in the action items) eliminate confusion

- If an event is to be board-run board members need feel comfortable assigning other board members to specific shifts/duties

i) External

i) GSU EJSC (Environmental Justice & Sustainability Committee) - Feb 5th 1PM Meeting (Jes & Nicole)

-Most of the time spent on logistics for "Chew on this" the March 14th Student Food Justice Roundtable from 12-2pm (location, food planning -> see catering request, facilitator selection, agenda creation, creating list of invitees, promo etc)

-UofT's 350.org discussed their Divestment party & asked if we could sell tickets

-Discussion on general unhappiness about UTERN's uncritical acceptance of problematic partners for Environment Week (GM, the Munk School - concerns related to Peter Munk funding & his statements against human rights, Barrick Gold's environment damaging & exploitative resource extraction, academic freedom concerns etc)

-Groups like Harvest Noon, Dig In! & the GSU's EJSC committee really stand out unlike many other groups

-EJSC may write a letter to UTERN in future expressing concern

-Nicole will be a voting member as of next meeting (Jes is already a member due to attending past meetings)

-We promoted Harvest Noon's Birthday Dessert Potluck

ii) MEDIA - *the newspaper*

-Jes did an interview on Feb 5th

-article: [Harvest Noon Celebrates Two Years of Success](#)

-Jes had to ask for corrections about a few issues that were inaccurately conveyed in the article ... some of these were fixed, some were not. Now it's no longer as offensive, just wrong in lots of places.

iii) Local Organic Food Co-operatives Assembly (LOFC) (24-26 Feb)

-Jes: they want items for their potluck showcase for each co-op. Jes will bring salsa

-Jes: Are there [workshops/steams](#) folks think I should attend in particular?

Priority: Student and Youth led co-ops breakout group, Member engagement OR funding and partnerships, Co-Op Board Training and Development, Financial Management, Expanding your business

iv) Website updates

-all unpublished blog posts restored

-bylaws updated (PDF & on site)

- board section created
- minutes section created in board section
- past board section created, awaiting previous minutes

Action: Jes to review whether policies are fully updated

-not sure how long domain name "harvestnoon.com" registered for; often registrations are for 1, 2 or 3 years from creation, who would get would get email reminder about expiry?

- WHOIS shows harvestnoon.com expires in 2014
- we don't want to lose harvestnoon.com

-also hosting info; who knows who actually pays

ACTION (Jes): get domain + web hosting password info from Willie or track down other previous board member

v) Board (+ Staff?) Photo for Website

- We will take a board photo for the website at the visioning meeting

- If staff are into it, we can also take a staff photo for the website

- Action: Vic to ask staff about potentially having staff photo on the website

vi) Email Listservs

-we have a formerly more internal googlegroup + a MailChimp-based all members list

ACTION (Jes): to get MailChimp passwords from Willie

-formerly the google group was used more for internal discussion /organizing but now is mostly an "announce" list with board announcing events + super occasional posts by others (about committees etc); but doesn't have to stay this way

-in some ways has a lot of overlap with the current volunteers list; merge?

-our overall members mail list (mailchimp) contains people who would rather be conservatively emailed, doesn't necessarily make sense to use all the time

-what to do?

-Makes sense to have Mailchimp mailout about Feb 25 Culinary Arts Club, March 4 Doc & Talk, potential bread event + Enviro Week event + whatever else we want to talk to members about

- Action: If/when Jes gets mailchimp password she will send out this email

Decisions:

- Mailchimp to be used for "monthly-ish" mailouts about events, hiring,

AGMS, announcements etc.

- Internal google group to be used for larger volunteer callouts (i.e. for specific events, or for last minute shift coverage)
- Current volunteer mailing list will continue to be used for weekly volunteer schedules.

-Action: Current volunteer mailing list contacts need to be added to the google group. Jes and Nicole to collaborate on making this happen. Vic to let Xander know about changes to volunteer emails.

j) Past Events -

- i) UofT Veg Club Film Screening "Food Inc." (4 Feb) Staff: Stef
 - event ran smoothly, no setup problems, good discussion
 - higher facebook "attendance" than normal, still lowish real life attendance
- ii) Harvest Noon Turns 2 Dessert Potluck (Feb 7)
 - See above re: staff report.
 - Pretty great attendance and lots of delicious food. We were at capacity most of the evening! This is consistent with December's potluck, of which both events have been bigger than previous Harvest Noon potluck events.

k) Upcoming Events

- i) DONATION: Toronto's 9th Annual Strawberry Ceremony (14 Feb) - We just missed the deadline for food ordering by the time they got back to us with their needed ingredients list and were actually unable to help :-)

- ii) Culinary Arts Club (25 Feb)

-Action: Jes ask Shari for logistics update on this event.

- iii) UTERN Environment Week March 7-16 (Deadline 31 Jan)

Action: Jes to email UTERN for update on scheduling

- iv) Healthy Campus Challenge Workshop Series

-upcoming meeting with Veg Club on Feb 22nd: Jes & Shari to attend

- need for better communication between Harvest Noon and Veg Club

- vi) Cinema Politica UofT (Spring 2014, post-March 27th) - no update

4. (Tabled: 3 Feb) Board Member Appointments

- Action: Board will prep a call out for board member appointments at the visioning meeting

- Harvest Noon volunteer Maina Le Glatin has indicated interest; was out of the

country prior to the AGM

-previous Hot Yam! volunteer Shana Kim has indicated interest, is looking to get more involved

5. Board Training

a) Opening and closing the cafe: At the next in-cafe board meeting Jes will train all present board members on opening and closing. If we need to know this information before then we can make arrangements with a staff or Jes as needed.

6. Policy

a) Health & Safety Policy

-Jes to finish over reading week, incorporating new *Accessibility for Ontarians with Disabilities Act* (AODA) info we need to be compliant with

7. AGM Bylaw Updates & Motions - Implementation

- bylaws now updated on website

-implementation:

a) 7.1 (have a Treasurer on the board) = done

[Be it resolved that bylaw 7.1 (Election and Appointment) be amended to read: The Board shall annually or as often as may be required, elect a President, a Secretary and a Treasurer from among the Board of Directors. The directors may elect or appoint such other officers and agents as they shall deem necessary who shall have such authority and shall perform such duties as the directors shall prescribe.]

b) 5.4 (investigate a new definition of quorum)

[Be it resolved that the AGM direct TSFC Board of Directors to investigate a new definition of Quorum for the Annual General Meeting of the Members of the Co-operative that reflects the growth of our co-operative to be reported or amended at the next general meeting.]
-discuss at visioning meeting

c) 6.4 (board members tenure - sticking around for 10-20 days post transition)

[Be it resolved that, bylaw 6.4 (Tenure) be amended to read: Except as otherwise provided by law, by the articles, or by these bylaws, the elected directors will serve from the date of election until the next Annual General Meeting, they choose to retire, or they are unseated by a motion passed at a General Meeting. Following elections during an Annual General Meeting, outgoing Board members are expected to remain as official advisers to the newly elected Board for a period ranging from ten (10) to twenty (20) business days to provide training and mentorship.]

-Jes: amend in future to specify business days? (or Harvest Noon's business days?)

-Vic: or think about investigating longer terms that can be staggered

d) 6.9 (board remuneration / meals)

[Be it resolved that Bylaw 6.9 be amended to read: Directors shall serve without

monetary remuneration, and shall not receive, directly or indirectly, any profit from their positions as directors. Directors may be paid reasonable expenses incurred in the performance of their duties and one noncumulative complimentary meal from Harvest Noon Café per week.

- currently "system" functions on trust & recognition by staff at the cash (not ideal)
- system for recording board members consumption needs to be developed
- tracking would also show whether this is used or not
- cashier training needs to be updated to include any recording system

ACTION: Elie to create a calendar/spreadsheet to track board complimentary weekly meals and send to Vic ; Vic to tell staff about new procedure and ask them to print it and implement it (i.e. train cash volunteers)

e) broadening TSFC's collaborations

[Be it resolved that the Toronto Sustainable Food Co-operative prioritize requests from, seek out and work with other cooperatives, collectives, community organizations and organizers etc that focus on ongoing environmental issues, poverty, economic disparity, racism, colonization and others in order to actively confront the food system crisis as a whole.]

-this is happening

8. Proposals + Partnerships

i) (Tabled: 3 Feb) - Trade City: Toronto beta Proposal

- organized by G, a U of T grad student
- Trade City: Toronto beta is a live reality augmented game that takes place in the social landscape of Toronto from April 1 to April 16, 2014. It is designed to move people throughout the city where they will interact with various spaces, people, communities, initiatives, and programs. The purpose of the game is to reveal Toronto's affordable resources in a way that is both entertaining and challenging.
- April 1-16th 2014: however it would only be at Harvest Noon on one day; it has been suggested that it would be best for organizers if HN could do day early in the month. Vic thinks this works out well since classes end April 4 and so this would be a good opportunity to get people into the cafe when its not super busy.
- Xander pointed out that this has to happen either after lunch hours or on a day when the cafe is closed.
- Harvest Noon's name, logo and website will be included on all promotional material for TradeCity: Toronto beta. Players are encouraged to post interactions and documentation of the all game locations via social media, through TradeCity: Toronto website and app. (i.e. good for promo and outreach to new members)
- Concern about food waste. We would like to brainstorm/suggest a different "challenge" with staff to have at Harvest Noon with the organizers.
- Need to find out more about material costs on our end. What costs will the

organizers be covering?

- Need to do this before April 4 (i.e. end of staff contracts)

- Actions: Vic to ask staff to meet with board or communicate through a representative to the board in order to brainstorm/organize for this event. And subsequently to communicate with organizer G about our decision.

ii) UNICEF food donations/tabling - Fri Feb 28 (Shari)

- U of T UNICEF wants to know if we would be willing to donate food/set up a table at their Globalicious event. The event is supposed to promote a diversity of flavours/cultures, while fundraising for UNICEF's efforts in Philippines.

Pros:

- promote HN at a lunch event nearby on campus (CIE/Cumberland house)
- it would align with our mandate to create a local presence at a globally-minded event (i.e. promoting the benefits of local/sustainable food)
- especially since many of the students attracted via CIE/UNICEF are interested in things like international development

Details/considerations:

- Time: Fri Feb 28 11-3pm, would require 1-2 volunteers to man table throughout event

- Location: Centre for International Experience

- Costs? Each booth serves portions to attendees via a stampcard system (i.e. each attendee gets to try maybe 8 servings of whichever things they choose at the event) - serving sizes should be something like one delicious duo "main" or less; UNICEF is expecting ~100 attendees (+/-50 depending on weather, etc)

→ perhaps just upscale usual production for Friday/bring anything that looks to be leftover?

Decision: The board cannot support this event for a few reasons. First, the large scale of the event is beyond our capacity. We are turning down paid catering opportunities of this scale, so it seems inconsistent to subsequently give a donation of this scale. Moreover, HN has a very small resource pool and it seems inconsistent with our mandate to promote community groups to contribute what few resources we have to such a well networked, decently funded organization. The board also expressed concern over this event falling so close to another large scale collaboration (Culinary Arts Club event on Feb 25). In addition we require that board members are transparent about any conflicts of interest they have when planning a partnership. [Shari is an executive of UofT UNICEF and presented this proposal as though it were a request from a distinctly distant group.] Conflicts of interest are not necessarily a bad thing, but certainly need to be highlighted and taken into account.

iii) **Certain Days Political Prisoners Calendar Sales (Jes)**

Motion (Jes/Vic) to sell Certain Days Political Prisoners Calendar at the cafe.

-calendar produced by collective in Toronto, New York political prisoners and via QPIRG Concordia

-is a fundraiser, this year (changes every year) the proceeds go to The New York State Task Force on Political Prisoners, [Addameer](#) (a Palestinian prisoner group) & [TGI Justice Project](#) (a trans prisoner inside-outside support group)

-this is the calendar we have on our wall right now behind the cash

-sales should ideally be unobtrusive to service, system like what is used for 350.org
Divestment tickets could be used

Tabled for e-mail discussion, decision to be made via e-mail within 48hr; if no one objects within 48 hours motion to sell these calendars at the cafe will pass.

UPDATE - Motion carries

Action if passed: Jes to obtain calendars, Vic to communicate with staff

9. Next Board Meetings:

Nicole to doodle next meeting for the week after reading week.

Update on Visioning Meeting: Nicole and Nico to give their availability. Nico to figure out a time and hopefully a location.

10. Adjournment

Motion (Jes/ Nicole).

All in Favour. Motion carries.

Meeting adjourned at 6:45PM.