

## G.I.R.O. BOARD OF DIRECTORS – MINUTES OF MEETING - OCTOBER 5, 2013

Attending the meeting: Richard Nolan (Acting President), John Coleman, Jackie O'Hara, Patricia Sweeney, Merv Sweeney, Peter Dzierzawa (Treasurer) and Richard Ralphs.

Regrets: Peter Jordison, and Bruce Taylor

Invited guest: Nancy Hetherington Peirce

1. Call to order: Meeting was called to order at 7:10 p.m., and a quorum was present.

2. Agenda

**MOTION: M. Jackie That the agenda is approved.**

**CARRIED**

3. Approval of Minutes

Minutes of Sept 16 and Sept 19 Board meetings were not available for the Board to review. They will be approved at the next Board meeting.

4. Correspondence None

5. Reports

i. Treasurer

Peter D. gave his treasurers report. The financial statement to August 31, 2013 was distributed to the members ahead of the meeting. The financial statement to September 30, 2013 was not available, due to this Board meeting being so early in October.

ii. Building Maintenance Committee

**MOTION: M. John That the Board give a \$100 gift certificate to the volunteer welder who provided some recent repairs at GIRO.**

**CARRIED**

The Building Committee will now consist of: John Coleman, Peter Jordison, and Richard Ralphs.

Richard N. gave a brief summary of GIRO's application (for facility improvements) for approval by the RDN on Sept 24/13 for a grant of \$75,000.00 from provincial gas tax revenues.)

6. New Business:

i. Appointment of Acting Secretary and Acting Vice-President (up to the 2014 AGM)

**MOTION: M. John That the Board appoint Jackie O'Hara as Acting Secretary until the next A.G.M.**

**CARRIED**

**MOTION: M. Richard N. That the Board address the position of Acting Vice President at the next meeting.**

**CARRIED**

ii. Approval of applications for membership since last Board meeting

**MOTION: M. Richard R That the Board approve all new members whose applications were received by October 5/13.**

**CARRIED**

iii. Planning for the October 8<sup>th</sup> continuation of the Sept 5<sup>th</sup> extraordinary general meeting

**MOTION: M. John C. That the Board adopt the following 2 policies regarding access of members and the public to Board meetings:**

*Members and the general public are welcome to attend the scheduled monthly Board of Directors meetings, either by invitation from the Board or by request from members or general public. Requests to attend Board meetings must be made one week in advance by contacting the chair.*

*The date and location of the next regular monthly Board meeting will be posted on the GIRO website and at the GIRO depot at least two weeks before the meeting.*

**CARRIED**

**MOTION: M. Patricia That the Board adopt the following policy regarding the availability of minutes, financial reports etc. to the members:**

1. *Minutes of a Board meeting (after approval at a subsequent Board meeting) are posted on the GIRO website.*
2. *A monthly financial summary (unaudited) is posted on the GIRO website after each Board meeting.*
3. *Financial statements and other reports, after appropriate Board approval, are available to members on request at a reasonable time and place.*

**CARRIED**

**MOTION: M. Jackie That the Board adopt the following policy regarding the dispute resolution process:**

1. *Concerns are addressed to the Board, via a written and signed letter*
2. *The Board responds to all written correspondence*
3. *The parties use a co-operative dispute resolution model, facilitated by a mediator*

**CARRIED**

**MOTION: M. Peter D. That the Board adopt the following policy regarding the role of the Board Nominations Committee:**

A. *The directors shall, as soon as is reasonable after each annual general meeting, appoint a nominations committee comprised of at least two directors or members of the society who, if possible, are not officers of the society*

B. *The Nominations Committee shall:*

1. *Meet at least once in the period prior to the next annual general meeting*
2. *Determine the skills and expertise necessary for the effective operation of the board of directors;*
3. *Determine and recommend, at least four weeks in advance of the next annual general meeting, a slate of potential directors to be nominated for election at that meeting (The number of nominated directors must be at least equal to the minimum number of directors to be elected in the particular year and not more than the maximum number of directors to be so elected);*
4. *Obtain a confirmation from the potential candidates that they are prepared to stand for election as a director of the society; and*

5. *Publish the names of the candidates nominated by the committee, as well as the procedures by which the members may make further nominations, as part of the notice of the annual general meeting.*

C. *Further nominations from members of the society will be accepted by any member of the nominations committee up to 48 hours before the scheduled commencement of the next annual general meeting. Such nominations must be in writing and must be signed by the nominee and at least five other members of the society.*

**CARRIED**

iv. Ways to improve communications from Board to members

**MOTION: M. John That the Board agree to spend \$60.00 per year to upgrade the website.**

**CARRIED**

v. Ways to improve communication from members and staff to Board

Postponed until next Board meeting.

vi. GIRO Strategic Planning Day

Richard N. reported on the first planning meeting, held on Oct 1/13. In attendance were:

- GIRO Board: Richard N, Richard R, John
- Sustainable Gabriola core group: Dyan Dunsmoor-Farley, Fay Weller, Jood Heather, John Peirce
- Group who requisitioned a general meeting of GIRO: Susan Yates
- Chair of the September 5/13 Extraordinary General Meeting: Nancy Hetherington Peirce

**MOTION: M. Patricia That the Board accept the offer of Fay Weller and Dyan Dunsmoor-Farley (of Sustainable Gabriola) to act as the lead facilitators for the G.I.R.O. Strategic Planning Day in November.**

**CARRIED**

7. Next Meeting: **Wednesday Oct 30, 2013 – 7:00 pm at the Commons (location to be confirmed)**

8. Adjournment

**MOTION: M. Jackie That the meeting adjourn.**

**CARRIED**

Meeting adjourned at approximately 9:45 p.m.