



BCCA AGM Agenda — June 2nd, 2022

Virtual via ZOOM

In-person at SFU Morris J Wosk Centre for Dialogue

420 Strategy Room

Time	Item
1:00 pm	Welcome from the Chair & Call to Order Opening remarks from Parliamentary Secretary Sharma Q & A with Parliamentary Secretary Sharma Approval of the Agenda & 2021 Minutes Report from the Chair Operations & Staff Reports Finance Report & Audit Resolution Thank You to Outgoing Board Members Nominations Committee Report & Governance Committee Adjournment of Formal Meeting
2:30 pm	Collaboration Discussion with ACCA Board Chair, Vicki Zinyk
3:00 pm	Government Relations - Priorities Discussion
4:00 pm	Adjournment/networking



Virtual AGM Meeting Minutes

June 4th, 2021

Location: **Virtual, Zoom**

Commencement Time: **1:00pm**

Board members in attendance: **Ben Hyman, Patrick Nangle, John Kay, Michelle Iversen, Andrea Harris, Karen McDonald, Eden Yesh**

Regrets: **Phil Baudin, Devan McClelland,**

Staff members in attendance: **Paul Cabaj, Marla Gagnier (minute taker) Iva Jankovic, Corinne Remple, John Vandenberg, Elliot Bridgewater**

Attendees: **Derrick Carson Pawlowski, James Roorda, Tracey Kliesch, John Richmond, Michelle Colussi, Rob Baxter, Marcelo Cohen, Chris Bodnar, Kuan-Jian Foo, Catherine Fisher, Zoë Creighton, Kevin Millsip, Darlene Thorburn, Thom Armstrong, Matthew (Shift Delivery), William Lindsay, Jen Anthony, Launi Skinner, Vernon Albush, Michelle Tsutsumi, Joy Emmanuel, Robin Puga, Doug Lang, Vanessa Hammond, Sarah Hughes, Elvy Del Bianco, Debby Zeeben, Tammy Lawrence, Matt Murray, Jamie Bohach, Sandy Forbes, Chris Yli-Luoma, Michael Mascall, David Christie, Chelsea Lake, Zoe Quinn, Coleen Doyle.**

1. Welcome from the Chair – Call to Order at 1:00pm

Chair, Ben Hyman, welcomed attendees to the 2021 virtual AGM.

Territorial Acknowledgement

He proceeded to acknowledge the ancestral and unceded territories we live and work on. In the wake of the news of the mass grave found at a Residential School in Kamloops BC, participants were encouraged to acknowledge the varying unceded territories they reside on, and reflect upon the lasting affects of colonialism, and the residential school system.

1. Approval of Agenda & 2019 AGM Minutes

Approval of the 2021 AGM Agenda moved by Doug Lang, seconded by Robin Puga, carried. **Agenda approved.**

Approval of 2020 AGM Minutes motioned by Doug Lang, seconded by Robin Puga, carried. **Minutes approved.**

2. Report from the Chair

Ben Hyman, BCCA Chair, thanked members, staff, and the Board of Directors for their collective work this year.

With the last AGM in October of 2020, this AGM will cover a condensed 7.5 months. Since then, the co-operative sector continues to thrive, and 3 main initiatives have occupied the Chair's time. Leadership continuity, sustainability and Government Relations. BCCA has entered a historic cross boarder collaboration with the Alberta Community Co-operative Association (ACCA), the two organizations share an Executive Director Paul Cabaj, and a collaboration task force. Sustaining the co-operative community has informed BCCA's Government Relations work, which has seen great success, through meetings with 3 Cabinet Ministers 3 Parliamentary Secretaries, and more to come. Overall, a busy and rewarding year working with BCCA.

3. Operations Report

Executive Director, Paul Cabaj, began by thanking outgoing staff Andrea Harris and Jackie Sargent for their work. He then reviewed BCCAs Strategic plan and priorities that staff, directors and members have helped to create. He noted, that the similarities between ACCA and BCCA are close, allowing for meaningful collaborative work.

BCCA staff and partners then gave operational updates, explaining their roles and work with BCCA. Highlights included expanded member offerings and education initiatives, greater co-op development activity, new partnerships with they Community and Co-operative Counsel, BCCA's Principle 6 Deposit Pool with Vancity, and the launch of ACCESS a shared services platform in collaboration with ACCA.

4. Finance Report

Michelle Iversen, Treasurer, was pleased to submit the financial report for the year ending March 31, 2021.

She presented the 2020-2021 Financials, and highlighted that BCCA has had another stable year, with the statement of financials position showing just over \$350,000. The statement of operation shows that the year's revenue over expenses came in at a conservative \$1,412 surplus. BCCA had budgeted for a surplus just over \$40,000. However, a reduction in membership dues and increased government relations costs has resulted in a reduced surplus. BCCA did buffer some of these additional expenses by applying for and receiving a Canada Emergency Wage Subsidy for just under \$20,000.

Motion made by Ben Hyman, to receive the financial statements as presented. Moved by Robin Puga, Seconded by William Lindsay. The motion carried. **Financial Statements received.**

Motion made by Ben Hyman, to waive the appointment of the auditor for the fiscal year ending March 2021: motion is in accordance with section 109 of the Co-operative Act. Moved by John Kay. Seconded by Karen McDonald. The motion carried. **Auditor waived.**

5. Thank you to Outgoing Directors

Ben Hyman thanked outgoing Directors, Phil Baudin and Karen McDonald. He recognized their significant contributions to the BCCA, and their role on the Board of Directors.

6. Nominations Committee Report & Acclamations and Appointments

Acclamations and Appointments

In the absence of Phil Baudin, Karen McDonald presented the Nominations Committee Report.

Karen McDonald explained that the Nomination Committee began their work in spring to assess the Board, complete a skills gap analysis, and begin recruiting for new Board members to replace those leaving. BCCA's rules state that it can have a maximum of 11 Board Members, including seven at large members, one national representative, and three sustaining members. Seven of the current Directors are continuing their terms, meaning of 4 seats are available. Four members put their names forward, thus running uncontested. All four candidates were acclaimed for a 2 year term. They are:

Michelle Cooper-Iversen, Co-operative Housing Federation of BC, Kuan-Jian Foo, Viridian Energy Worker Co-op, Lisa Schmitke, First West Credit Union, Chris Bodnar, Glen Valley Organic Farm Co-op. As a sustaining member, The Co-operators also appointed Jamie Bohach to the BCCA Board.

Special Resolution

The Board has given the Governance Committee permission to bring forward a Special Resolution to change BCCA's by-laws regarding the composition of the Board of Directors. The Resolution rationale circulated explains that as the BCCA grows, as does the diversity of the co-ops it represents. The Governance and Nomination Committee believes that BCCA may wish to have more flexibility regarding the size of its Board, to ensure these different aspects of representation can be reflected.

The Governance Committee recommends the members approve the following rule amendment:

WHEREAS

BC Co-operative Association's (BCCA) mission is to advance the co-operative sector across B.C.; and

one of BCCA's core values is to embrace and foster diverse forms of co-ops, across a variety of business sectors; and

representation of that sector diversity on the Board of Directors is a key way to build short- and long-term synergies; and

the BCCA rules currently limit the Board of Directors to a maximum of 11 members; and

the BCCA rules currently limit the number of Directors-at-large to 6 or 7;

BE IT RESOLVED THAT

As a special resolution, sections 4.01 and 4.04 of BCCA's rules be amended as follows*:

4.01 Number of Directors

The Board consists of at least 7 and not more than 15 people elected or appointed as set out in these Rules, with the number of Directors-at-large to be elected to be set by the Directors annually.

4.04 Directors-at-large

At least 6 ~~and not more than seven~~ directors are elected as Directors-at-large by all Delegates at an Annual Meeting, with the number to be elected to be set by the Directors annually.

** Strikethrough denotes deletion; bold text denotes addition*

Resolution to change the BCCA bylaws, so that the Board consists of at least 7 and not more than 15 people. Put forth to membership to vote. The resolution carries with unanimous support. **Bylaw amended.**

7. Adjournment of Formal Meeting –

Motion to adjourn the formal meeting of the 18th Annual General Meeting of the BC Co-operative Association. Moved by Doug Lang, Seconded by Eden Yesh. The motion carried. **Meeting Adjourned**

Report from the Treasurer to the 2022 Annual General Meeting

I am pleased to submit my treasurer's report for the year ending March 31, 2022, to the BC Co-operative Association (BCCA) Annual General Meeting. The compiled financial information for the year ending March 31, 2022, prepared by Pace Accounting Inc., are included in the AGM package.

This has been a very busy year for the Association. Our mission is to support co-operatives, educate the community and advance the co-operative sector in BC. I am pleased to report that the year-end results demonstrate that BCCA aligned our finances in pursuit of that mission. Despite operating in a pandemic, we expanded our services, refreshed existing programs and recognized significant gains in our government relations work. Furthermore, we fully embraced the sixth co-operative principle through our innovative strategic collaboration with our neighbours, the Alberta Community and Co-operative Association (ACCA), to host events, and share staff and other resources. This fiscal year represented a full twelve months of that collaboration and we pleased to report huge gains in terms of spotlighting the co-operative business model and bringing value to our BC members.

Last year's budget forecasted a deficit of \$68,710 to align with an operating plan that was designed to spend more than prior years in terms of staffing and government relations activities. The work conducted this year was to lay the foundation for a more robust and sustainable association, with diverse revenue sources. At the end of the year, we finished a little better than expected with a deficit of \$54,475 and the results of that investment has exceeded our expectations.

On the Statement of Financial position, our cash balances are consistent with prior years. Accounts receivable and prepaid expenses are higher because of the Agriculture and Food Co-op Conference, an event that we co-hosted with ACCA. At year end, we had not fully reconciled the finances for that event. Deferred revenue of just over \$247,000 represents a grant that we received at the end of the fiscal year.

On the Statement of Operations, revenue is generally higher than last year. This is good news for BCCA as we set out to diversify our revenue streams so that we would be a more sustainable association. We are pleased to report higher than projected revenues in member dues. We had budgeted \$152,000 and finished the year at just over \$206,000. This was due to new members and retaining more credit union members than our conservative budget forecasted. This year we introduced the Co-operative Deposit Pool, a service that benefits both BCCA and participating members. The revenue for this program was just over \$26,000 and this does not reflect a full twelve months in the program. Sponsorships from the Agriculture and Food Conference and from Vancity, also contributed to revenue that exceeded our budget projections by 77%.

Correspondingly, our expenses of \$530,310, exceeded our budget projections by 57%. While office and other operating expenses increased, the most significant expenses are in staffing, either in the wages and benefits category or contracted services, which include government relations, and executive director and communication services that we share with ACCA. These are the real costs to operate our co-operative association and we are fortunate that the collaboration with ACCA makes it financially feasible to employ full-time staff who are dedicated to advancing the mission and vision of BCCA. Next year, our revenue will better balance off these expenses, through member dues, the Co-op Deposit Pool and grant revenue. We have secured a significant amount of grants for the next year but the board is cautiously monitoring these activities so that these grants provide a segway to services that provide consistent revenue for BCCA. We will continue to steward the resources of the Association prudently and strategically in the best interests of the association and its members.

The financial statements for the year ending March 31, 2022, were prepared by Pace Accounting Services. This is not an audit engagement, and they are not expressing an audit opinion or conclusion. The board is also recommending that you waive the appointment of the auditor for another year.

I am grateful to the members of the Finance Committee and my fellow directors for their continuing support and oversight and leadership, and to staff for their diligence and going above and beyond to celebrate the co-op business model and meet and exceed the needs of our members.

Thank you for your support and confidence.

Respectfully submitted,

Michelle Cooper-Iversen
Treasurer

COMPILED FINANCIAL INFORMATION

British Columbia Co-operative Association

March 31, 2022





COMPILATION ENGAGEMENT REPORT

To Members of British Columbia Co-operative Association

On the basis of information provided by management, we have compiled the statement of financial position of British Columbia Co-operative Association as at March 31, 2022, the statements of income and net assets for the year then ended, and Note 1, which describes the basis of accounting applied in the preparation of the compiled financial information and other explanatory information ("financial information").

Management is responsible for the accompanying financial information, including the accuracy and completeness of the underlying information used to compile it and the selection of the basis of accounting.

We performed this engagement in accordance with Canadian Standard on Related Services (CSRS) 4200, Compilation Engagements, which requires us to comply with relevant ethical requirements. Our responsibility is to assist management in the preparation of the financial information.

We did not perform an audit engagement or a review engagement, nor were we required to perform procedures to verify the accuracy or completeness of the information provided by management. Accordingly, we do not express an audit opinion or a review conclusion, or provide any form of assurance on the financial information.



Readers are cautioned that the financial information may not be appropriate for their purposes.

Pace Accounting Inc.
Chartered Professional Accountants
204 - 2929 Commercial Drive
Vancouver, BC V5N 4C8
May 16, 2022

British Columbia Co-operative Association**STATEMENT OF FINANCIAL POSITION**

as at March 31

	2022	2021
	\$	\$
ASSETS		
CURRENT		
Cash	373,852	355,898
Loan Receivable	5,000	—
Accounts Receivable	100,998	31,404
Sales Taxes Recoverable	2,393	1,604
Inventory	6,680	10,295
Prepaid Expenses	18,925	4,142
	507,848	403,343
LONG-TERM		
RESTRICTED CASH	65,099	65,154
PROPERTY AND EQUIPMENT - NET	4,191	5,836
	577,138	474,333
LIABILITIES AND MEMBERS' EQUITY		
CURRENT LIABILITIES		
Accounts Payable and Accrued Liabilities	7,411	517
Government Remittance	34	27
Deferred Revenue	247,856	97,567
	255,301	98,111
Members' Equity		
Membership Shares	108,835	108,745
Externally Restricted Net Assets	65,099	65,154
Unrestricted Net Assets	147,903	202,323
	321,837	376,222
	577,138	474,333

*On behalf of the Board:*Director: Director: ACCOUNTING INC.
Chartered Professional AccountantsSUITE 204-2929 COMMERCIAL DRIVE, VANCOUVER, B.C. V5N 4C8 TEL: 604 874-1191 FAX: 604 874-1006 paceaccounting.ca

British Columbia Co-operative Association**STATEMENT OF CHANGES IN NET ASSETS**

for the year ended March 31

	Externally Restricted	Unrestricted	2022 Total	2021 Total
	\$	\$	\$	\$
Net Assets				
Beginning balance	65,154	202,323	267,477	266,065
Current Surplus		(54,475)	(54,475)	1,412
Fund Transfer	(55)	55	-	-
Closing Balance	65,099	147,903	213,002	267,477



British Columbia Co-operative Association
STATEMENT OF OPERATIONS

for the year ended March 31

	2022	2021
	\$	\$
REVENUE		
Member dues	206,439	190,856
Sponsorship	68,397	—
Vancity	44,707	11,709
Fees	32,067	14,714
Canada Emergency Wage Subsidy	30,777	19,394
CED Network Project	30,000	30,000
Cash Pool	26,206	—
Sales and Miscellaneous	18,340	1,561
WES Miriam Assefa Foundation	16,479	—
Interest	2,423	2,842
Co-operators Grant	—	20,000
	475,835	291,076
EXPENSES		
Contracted Services	236,737	133,966
Wages and Benefits	127,545	73,459
Program Costs	57,300	1,318
Office and Administrative	47,235	17,494
Professional Fees	24,199	25,746
Office Rental	19,814	18,360
Membership and Dues	12,831	12,397
Insurance	2,892	2,871
Amortization	1,645	1,451
Bad Debt	112	2,602
	530,310	289,664
EXCESS (DEFICIENCY) OF		
REVENUE OVER EXPENSES	(54,475)	1,412



British Columbia Co-operative Association

NOTES TO THE COMPILED FINANCIAL INFORMATION

March 31, 2022

Note 1 - Basis of Accounting

The basis of accounting applied in the preparation of the financial information is on the historical cost basis, reflecting cash transactions with the additions of the following:

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- Accounts receivable less an allowance for doubtful accounts;
 - Accounts payable and accrued liabilities;
 - Inventory valued at the lower of cost and net realizable value.
 - Capital assets recorded at historical cost and amortized on a declining balance basis; and
 - Restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.
 - Revenue from sales and fees is recognized when the goods are delivered or when the services are provided.
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2022 BCCA Board Nominee: Karen Hawes, Interior Savings



This year, the BCCA was seeking skills in Governance, HR, Government Relations, Change Management and Financial.

I have been in the financial services industry for approx. 35 years and during that time I have worked in many different roles within the industry as well as volunteering outside of the industry.

My experience within the financial institution industry affords me the opportunity to see where we can see opportunities for co-operatives and how local community owned credit unions can assist in that market. My experience outside of the financial institution, working with both Chambers locally and provincially as well as Accerlate Okanagan, has provided me with many opportunities to assist small businesses, in both Government relations as well as understanding the unique needs a start- up business requires.

Working with boards over the last 12 years has provided me the opportunity to see firsthand how governance works within a board and an organization. Being part of a local, provincial, and Canadian board, provides an opportunity to work on complex issues that impact your members locally as well as, seeing how those decisions at the local level impact provincial decisions and vice versa.

















Currently, I am the acting CEO for Interior Savings, however, my main role within the organization is that of Senior Vice President, Culture and Technology. This unique position has provided me with experience in all levels of Human Resources as well as people change management. The technology side of my role has provided me an opportunity to see how the technology fits within the organizational strategy and developing the architecture to get us there.

My background and experience within the cooperative sector, technology and on numerous boards I believe has given me some great skills and learnings to be a valuable board member on the BCCOOP board.



ACCA / BCCA COMPARISON CHART



ACCA - 2019	ACCA - 2022	BCCA - 2019	BCCA - 2022
 <p># of staff (FTE's)</p> <p>5</p>	 <p># of staff (FTE's)</p> <p>5.5¹</p>	 <p># of staff (FTE's)</p> <p>6</p>	 <p># of staff (FTE's)</p> <p>6²</p>
 <p># of members</p> <p>27</p>	 <p># of members</p> <p>33</p>	 <p># of members</p> <p>91</p>	 <p># of members</p> <p>94</p>
 <p>Revenue</p> <p>\$1,175,623</p>	 <p>Budgeted Revenue</p> <p>\$2,670,747</p>	 <p>Revenue</p> <p>\$323,392</p>	 <p>Budgeted Revenue</p> <p>\$2,858,550</p>
 <p>Expenses</p> <p>\$1,185,920</p>	 <p>Budgeted Expenses</p> <p>\$2,596,339</p>	 <p>Expenses</p> <p>\$274,247</p>	 <p>Budgeted Expenses</p> <p>\$2,734,787</p>

¹ includes two .5 Full Time Equivalent (FTE) communications staff and a .5 FTE Executive Director.

² includes two .5 Full Time Equivalent (FTE) communications staff, a .5 FTE Executive Director, and other contracted staff.



ACCA / BCCA COMPARISON CHART

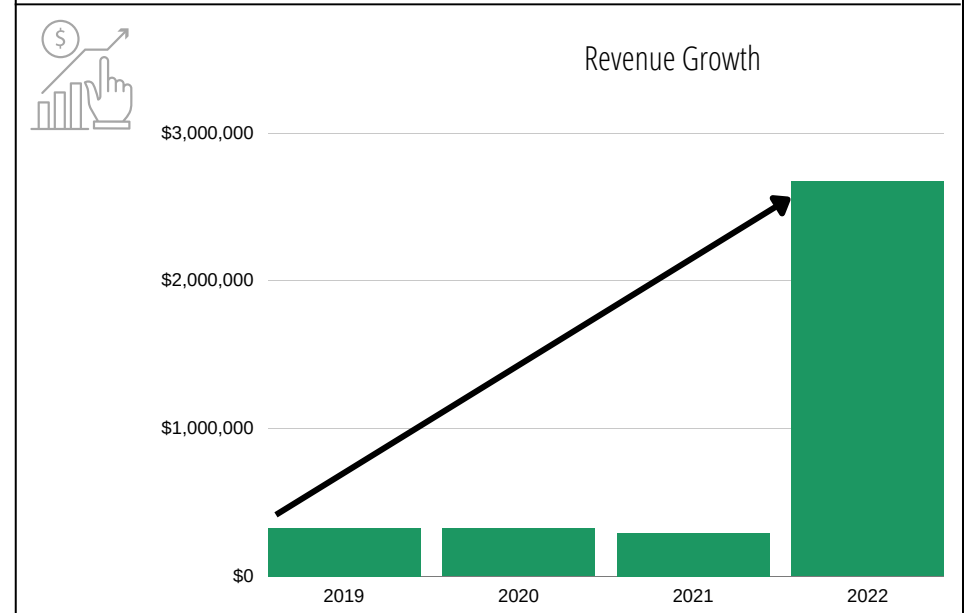
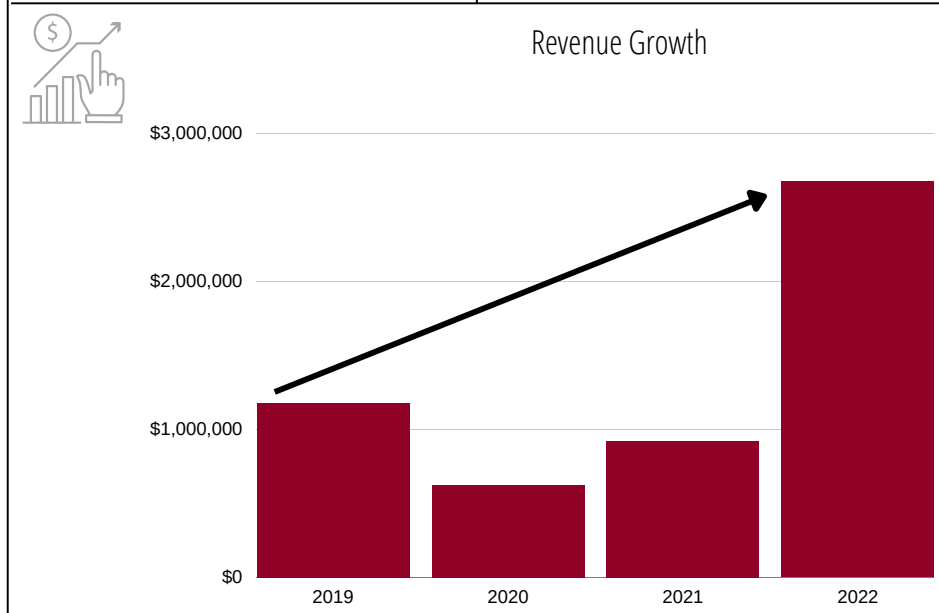
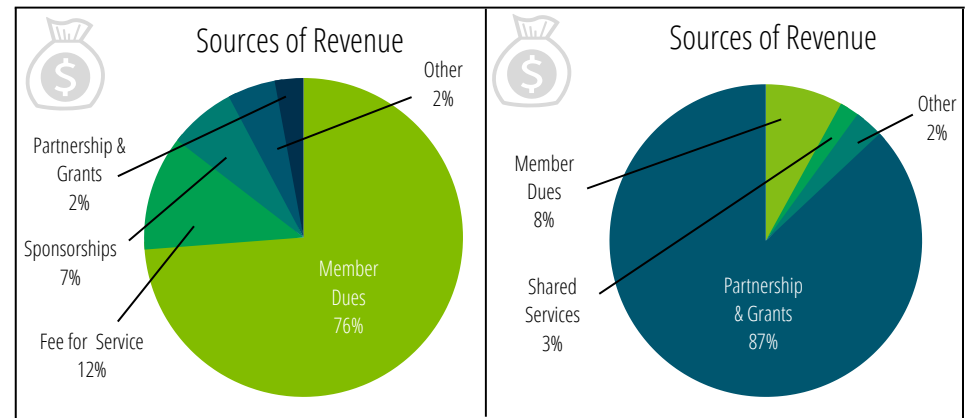
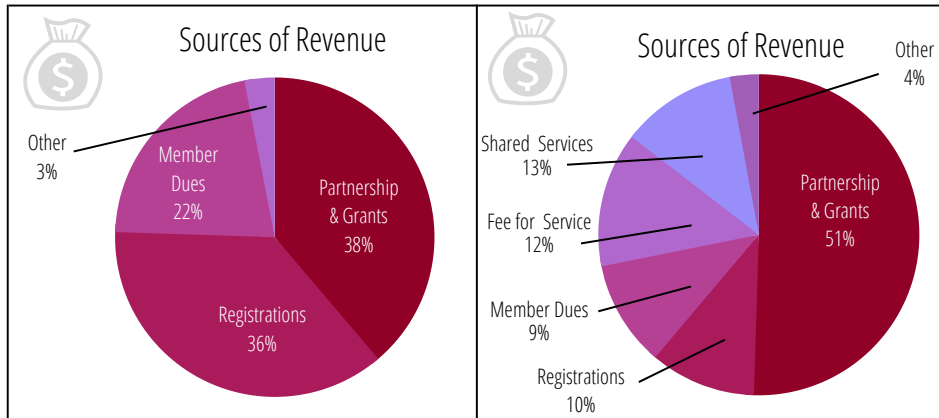


ACCA - 2019

ACCA - 2022

BCCA - 2019

BCCA - 2022



British Columbia Co-operative Association

2022 Annual General Meeting Policy Issues

Issue 1: Liquor sales marketing restrictions, Otter Co-op/Federated Co-ops Limited

Issue 2: Canadian resident majority Board composition requirements, Stocksy United

Issue 3: Co-op enterprise registration, GiA Consulting Co-operativ