

FREDERICTON DIRECT CHARGE CO - OPERATIVE POLICIES

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100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100 **BOARD OF DIRECTORS**

100.01 **GENERAL POLICY**

Date of Adoption:

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. The Board of Directors shall perform all formulation of policy which is not reserved by the Act of By-Laws to the membership, or which has not been designated to management by the Board.
 2. At the first of each year after committees have been named by the Executive Committee, the Chair of each committee shall at its first scheduled meeting review all the policies pertaining to the Committee with the committee members. This review shall provide new committee members with an understanding of the responsibilities of the committee to which they have been named. It will also permit returning members to make suggestions for changes, additions, deletions to these policies.
 3. Recommendations for policy changes can be proposed at any time.
 4. All recommendations for policy changes shall be submitted to the Executive Committee for review. These recommendations shall include the recommended wording.
 5. The Executive Committee shall bring forth all policy changes to the Board of Directors for approval.
 6. Immediately following the adoption of policy matters, the Corporate Secretary shall create the format, assign a number and distribute copies to all directors and the Recording Secretary.
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100.02 **BOARD MEETINGS - AGENDA AND MATERIALS**

Date of Adoption:

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

All Board meeting agenda and materials shall be made available to Board Members at least five (5) days prior to the meeting with the exception of those committees meeting after this date.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.03 DIRECTORS - LIABILITY INSURANCE

Date of Adoption: MAY 18, 1988

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

The Fredericton Direct Charge Co-op will purchase Directors and Officers Liability Insurance from the Co-operators:

Coverage: \$500,000 per occurrence and \$1,000,000 aggregate limit per year

Deductible: \$25,000 corporate reimbursement

100.04 CHAIRPERSON PRO TEMPORE

Date of Adoption: JUNE 23, 1976

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

In the absence of the President and the Vice-President, the remaining Members of the Board, being a quorum, shall elect from their number a person to be chairperson of that meeting.

100.05 ACCIDENTAL DEATH/ DISMEMBERMENT INSURANCE

Date of Adoption: MARCH 28, 1984

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. Fredericton Direct Charge Co-op shall insure the named Directors on a twenty-four (24) hour basis against accidental death and dismemberment to a limit of \$100,000.

2. This also includes \$50,000 for the spouse or partner and \$25,000 for each dependent child.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.06 **SERVICE CERTIFICATES**

Date of Adoption: JUNE 20, 1984

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

Service Certificates shall be presented to Board Members upon completion of their term(s).

100.07 **BOARD PHOTOGRAPHS**

Date of Adoption:

Date of Last Amendment: JUNE 20, 1984

Date of Last Review: SEPTEMBER 28, 2010

Photographs of the current Board of Directors shall be taken annually and displayed in the store.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS
REVIEWED BY: EXECUTIVE COMMITTEE

100.09 **NOMINATIONS TO THE BOARD OF DIRECTORS**

Date of Adoption:
Date of Last Amendment:
Date of Last Review: SEPTEMBER 28, 2010

The following form will be used for nominations to the Board of Directors:

If you plan to nominate someone from the floor, please use this form to supply information on the candidate. This format will be used as well for candidates put forth by the nominating committee of the Board.

NAME: _____

OCCUPATION: _____

NUMBER OF YEARS IN A DIRECT CHARGE CO-OP: _____

HAVE YOU EVER SERVED AS DIRECTOR OF A CO-OP ASSOCIATION? _____

ARE YOU WILLING TO GIVE AT LEAST 2 EVENINGS A MONTH IN ORDER TO ATTEND CO-OP MEETINGS?

YES () NO ()

PLEASE INDICATE OTHER COMMITTEES AND BOARDS ON WHICH YOU HAVE SERVED:

OTHER PERTINENT INFORMATION: _____

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.10 ELECTION OF OFFICERS

Date of Adoption: JANUARY 18, 1989

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. Under the Fredericton Direct Charge Co-op by-laws and policies, the Board of Directors is required to elect Officers of the Board of Directors, and an Executive Committee, at a meeting immediately following the meeting where the election takes place.
2. Under the Fredericton Direct Charge Co-op by-laws and policies, the Board of Directors is required to elect the following Officers of the Board of Directors, and an Executive Committee, at a meeting immediately following the meeting where the election takes place.
3. The Officers of the Fredericton Direct Charge Co-op are required to be the following:
 - President
 - Vice-President
 - Corporate Secretary
 - Secretary-Treasurer

Procedures for Election of Officers:

- a. The General Manager shall act as Chairperson and Secretary of the meeting until such offices have been filled.
 - b. The General Manager shall poll each member of the Board to determine that, if nominated, the member polled will be willing to serve as President.
 - c. Upon completion of the poll, the General Manager will have distributed nomination ballots to the Board Members.
 - d. Provided there is more than one nomination for the position, an election shall proceed by ballot until one candidate receives an absolute majority. After each ballot, the candidate who receives the least number of votes shall have his / her name removed from the ballot.
 - e. If there is a tie in the vote for President of the Board, the Recording Secretary will select, at random, a completed ballot to break the tie. The Board will not be informed if a tie occurs.
 - f. The General Manager will then proceed to call for nominations for Vice-President in the same manner as outlined in Sections 2 and 3 above. The same procedure will ensue until a candidate receives an absolute majority. If, for any of the remainder of the positions, there is a tie, the President will cast the tie-breaking vote.
 - g. The General Manager will conduct the same procedure for the election of Corporate Secretary and Secretary-Treasurer.
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PRESIDENT
Cindy Riley

CORPORATE SECRETARY
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100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.11 **CONFLICT OF INTEREST**

Date of Adoption: FEBRUARY 19, 1997

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. A Director of the Fredericton Direct Charge Co-operative represents the membership at large and owes **his/her** loyalty to the organization. Any member serving as a Director, Officer, Partner, Consultant, or in any other key role in any organization, which is in direct competition with the Co-operative, shall be prohibited from serving as a Director of FDCC.
2. The following guidelines deal mainly with conflict of interest situations and are designed not only to protect the Co-operative but also its Directors.
 - a. Directors shall refrain from being influenced by commercial, personal, religious, political or other interests, which may be detrimental to the Co-operative.
 - b. Directors shall refrain from asking special favors for themselves, as well as for relatives or friends.
 - c. Board members may not attempt to exercise individual authority over the staff of the organization except as explicitly set forth in the Board policies or by special Board decisions.
 - d. Directors shall not disclose confidential information or matters brought up at board meetings without the permission of the Board.
 - e. Directors are obligated to abide by statutes, regulations, legal documents and contracts affecting the Co-operative.
 - f. Directors must be diligent in making decisions for the Co-operative and must exercise the same degree of care they would in conducting their own affairs.
 - g. Directors shall reject gifts, entertainment, favors or loans from suppliers and competitors of the Co-operative.
 - h. Directors shall not enter into contractual relationships with the Co-operative without the approval of the Board.
 - i. Directors must disclose their involvement with any organizations doing or seeming to do business with the Co-operative.
 - j. Board members who interact with the public, press or stakeholders must be mindful of the limitations around speaking on behalf of FDCC and not make any comments or commitments that have not been previously approved by the Board.
 - k. Directors have a general duty to act honestly and in good faith and to exercise the care, diligence and skill of a reasonably prudent person in using their authority on behalf of the Co-operative.
 - l. Should any director fall into a conflict of interest over any issue as a result of this policy they should absent themselves from the meeting.
 - m. All Directors will be asked to sign the following Code of Conduct statement at the beginning of their term.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

**CODE OF CONDUCT AGREEMENT FOR DIRECTORS OF
FREDERICTON DIRECT CHARGE CO-OP (FDCC)**

I _____, director of FDCC's Board of Directors agree that in carrying out my duties:

1. I will use the powers of my office and carry out my duties honestly, in good faith and in the best interests of FDCC. At all times I will apply myself with care, skill, and diligence. And I will do so reasonably and prudently.
2. I will honour and observe FDCC's:
 - (a) By-Laws, Board policies and procedures; and
 - (b) Decisions taken by resolution of the membership.
3. I will publicly support the policies and positions of FDCC as approved by the Board of Directors.
4. I will keep confidential all information I learn about matters specifically determined by board motion to be matters of confidence. Where I am uncertain in determining whether something is a matter of confidence, I will seek direction by way of a resolution of the Board of Directors.
5. I will publicly support actions taken by FDCC's management to implement programs and achieve the objectives contained in the FDCC's approved plans and budgets.
6. I will strive to place the interests of FDCC and its Board of Directors ahead of my personal interests and I will immediately declare any conflicts of interest which arise.
7. I will be deemed to have resigned as a director on the date:
 - (a) I make an assignment into bankruptcy;
 - (b) I am convicted of a criminal offence; or
 - (c) I am not in good standing as a member.
8. Where I do not abide by this Agreement or where I find that I am in a situation where my continued presence on the Board of Directors would cause embarrassment to FDCC or would undermine member confidence:
 - (a) I will immediately resign; or
 - (b) I will ask the Board to determine the matter and then resign if there is a determination not in my favour; or
 - (c) I will resign where the board makes a determination not in my favour after the Board raises the matter itself.

Special Notes:

- A Board determination must be made by a vote of two-thirds of the Directors attending a meeting after I have been given the opportunity to be heard by the Board.
- The Board can determine what are matters of embarrassment or matters tending to undermine member confidence, which may include, by way of example, charges under the *Criminal Code* relating to spousal assault, theft from an employer, or other matters which in the sole and absolute opinion of the board could bring the reputation of the Co-op into disrepute either with its members or generally.

Name (Please Print)

Signature

Date

Witness

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.12 OBSERVERS AT BOARD MEETINGS

Date of Adoption: APRIL 17, 1996

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. Meetings of the Board of Directors are open to observers from the staff. The General Manager is authorized to invite any of the Management Team and / or Staff Advisory Committee to attend Board Meetings as observers.
 2. Member/Owners wishing to observe at a Board Meeting shall apply to the President to attend at least 2 weeks prior to the Board Meeting so that the request maybe reviewed at the Executive Meeting.
 3. Observers have the privilege of speaking at the meetings.
 4. Observer privileges do not apply to **in camera** meetings of the Board.
-

100.13 RESPONSIBILITIES OF THE BOARD

Date of Adoption: AUGUST 12, 1998

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

In addition to the responsibilities outline in section 38 of the *Co-operative Associations Regulation, Co-operative Associations Act*, the Board of Directors shall:

1. Establish the general objectives, goals and major policies guiding Fredericton Direct Charge Co-op.
 2. Communicate with the member / owners of Fredericton Direct Charge Co-op so as to be an effective link between them and Management.
 3. Carefully assess information and make decisions on matters and issues affecting Fredericton Direct Charge Co-op.
 4. Be a strong supporter of Co-operatives, Credit Unions and other Co-operative organizations.
 5. Keep abreast of changing conditions in Co-operatives and the retail market in general.
-

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.14 **BOARD DECISION MAKING**

Date of Adoption: SEPTEMBER 16, 1998

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

1. Directors have the responsibility of expressing their views fully on issues and motions before the Board.
 2. Decisions of the Board are decided by a majority of votes unless otherwise noted.
 3. Motions to change a previous decision of the Board are decided by a 2/3 majority.
 4. Unless the Chair deems it desirable to take a secret ballot, every question shall be decided by open indications of support or non-support.
 5. All Directors in attendance shall vote on each motion unless the motion places them in a conflict of interest (see Policy No. 100.11).
 6. At any meeting a declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes shall be conclusive evidence of the fact.
 7. When voting, each director shall consider the good of the ownership as a whole and the seven Co-operative principles.
 8. The Board's authority is a group authority, not an individual authority. Therefore, (a) the breakdown of votes supporting or not supporting a carried motion shall not be noted in the minutes and (b) all Directors shall support motions carried by the Board even through the decision may not have been unanimous.
-

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.15 STORE HOURS

Date of Adoption: OCTOBER 14, 1982

Date of Last Amendment: OCTOBER 21, 1998

Date of Last Review: SEPTEMBER 28, 2010

Regular shopping hours for the Fredericton Direct Charge Co-op shall be as follows:

Monday:	Store:	9:00 a.m. to 6:00 p.m.
	Gas Bar:	7:30 a.m. to 6:00 p.m.
Tuesday	Store:	9:00 a.m. to 9:00 p.m.
	Gas Bar:	7:30 a.m. to 9:00 p.m.
Wednesday:	Store:	9:00 a.m. to 9:00 p.m.
	Gas Bar:	7:30 a.m. to 9:00 p.m.
Thursday:	Store:	9:00 a.m. to 9:00 p.m.
	Gas Bar:	7:30 a.m. to 9:00 p.m.
Friday:	Store:	9:00 a.m. to 9:00 p.m.
	Gas Bar:	7:30 a.m. to 9:00 p.m.
Saturday:	Store:	9:00 a.m. to 6:00 p.m.
	Gas Bar:	7:30 a.m. to 6:00 p.m.
Sunday:	Store:	12:00 p.m. to 5:00 p.m.
	Gas Bar:	12:00 p.m. to 5:00 p.m.

100.16 BILINGUAL POLICY

Date of Adoption: APRIL 18, 1984

Date of Last Amendment: JANUARY 20, 1999

Date of Last Review: SEPTEMBER 28, 2010

1. Newsletters, surveys, flyers and other printed information that is produced in-house and distributed to our members, will be in the English language. Printed information intended for distribution to members, which is received from Co-op Atlantic and national cooperative associations, will be in both English and French.

2. A translator shall be available at the Annual General Meeting.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

100 – BOARD OF DIRECTORS

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: EXECUTIVE COMMITTEE

100.17 MANAGEMENT AGREEMENT

Date of Adoption: JUNE 20, 1984

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

1. The Fredericton Direct Charge Co-op will maintain a Management Agreement with Co-op Atlantic and will review this Management Agreement on an annual basis.
 2. The President shall meet with the Area Manager and Store Manager on an annual basis to review management performance and salary.
-

100.18 CO-OP ATLANTIC ANNUAL GENERAL MEETING

Date of Adoption: JUNE 20, 1984

Date of Last Amendment: DECEMBER 16, 1998

Date of Last Review: SEPTEMBER 28, 2010

1. The Board of Directors shall appoint a maximum of five (5) delegates, one of whom shall be the President if possible, to attend the Co-op Atlantic Annual General Meeting.
 2. All delegates attending the Annual General Meeting shall receive a minimum of \$500.00 to cover the cost of all expenses.
-

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200 **BOARD COMMITTEES**

200.01 **EXECUTIVE COMMITTEE TERMS OF REFERENCE**

Date of Adoption:

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

This Committee shall be called the Executive Committee

Membership: The Executive Committee shall consist of the President, Vice-President, Secretary-Treasurer and Corporate Secretary.

The Committee shall:

1. Meet at the call of the President.
2. Establish committee and appoint Board Directors to Committees. The term of membership on a Board Committee is one (1) year. There is no limit to the number of times a committee member may be appointed to a Board Committee. The President or his/her designate shall be an ex-officio member of all standing and ad-hoc committee.
3. Meet with Management to discuss common areas of concern.
4. Consider future expansions
5. Report to the Board at each monthly meeting and to the membership at the Annual General Meeting.
6. At the direction of the board, deal with other items which may arise from time to time.

Written reports will be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meets after this deadline.

Reports from the Committee containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.02 MEMBER RELATIONS COMMITTEE TERMS OF REFERENCE

Date of Adoption: APRIL 8, 1980

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

PURPOSE: To assist the Board in its role of maintaining and improving the viability of the Fredericton Direct Charge Co-op through programs aimed at increasing the interest, understanding, and commitment of members, recruitment of new members, and developing a positive feeling towards FDCC in the Community. Additionally the Committee ensures that appropriate processes are in place to communicate effectively with members and other stakeholders.

COMPOSITION: The committee shall consist of at least four members of the Board of Directors with the Chair appointed by the Executive of the Board. There will be at least three members at large appointed from the general membership. The Member Relations Officer staff person will be a voting member of the committee. The President of the Board of Directors will be an ex-officio member of the committee.

DUTIES AND RESPONSIBILITIES:

1. Post Secondary Award Selection Process
 - a. Annually review scholarship form and score sheet for needed changes
 - b. Score and select recipients
 - c. Write article for the Board Newsletter
2. Co-op Cash Program
 - a. Develop and review yearly selection criteria
 - b. Prepare advertizing for program
 - c. Select winners every 6 months
 - d. Notify organizations, present funds every 6 months to organizations
 - e. Write article for the Board Newsletter
3. Engagement/Education of Members
 - a. Create a Newsletter 3 times per year
 - b. Organize Member Meet and Greets two (2) or more times per year
 - c. Organize Member educational events two (2) or more times per year
 - d. Conduct surveys, focus groups as required/needed
4. Review membership levels and work with Member Relations Staff in recruitment as required
 - a. New Members
 - b. Member Retention
 - c. Membership Trends
5. Liaise with external stakeholders to promote FDCC and cooperatives in general
6. Carry out other duties as requested by the Board of Directors or Management

The Committee chairperson shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting after this deadline.

Reports from the Committees containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

The Chairperson of the Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.03 ENVIRONMENT COMMITTEE TERMS OF REFERENCE

Date of Adoption: FEBRUARY 15, 1989

Date of Last Amendment: MARCH 31, 2011

Date of Last Review: MARCH 31, 2011

This committee shall be known as the Environment Committee. It shall consist of a minimum of two Board Members and three co-opted members. The President of the Board and the Store Manager shall be ex-officio members.

PURPOSE: The purpose of the Environment Committee is to study, recommend and conduct activities, which heighten environmental awareness and environmentally consistent practice in our Co-operative.

The Committee shall meet at the call of the Chair and at least monthly, (except during July and August, unless there is a specific reason to do so).

In addition, the Committee shall also:

1. Ensure that the Co-operative incorporates environmental considerations into all business decisions and conducts its business in a responsible manner and provide relevant and appropriate factual information about environmental issues;
2. Connect with members and employees to keep abreast of their attitudes, beliefs, values, and practices regarding environmental issues;
3. Promote environmental awareness and provide relevant and appropriate factual information about environmental issues;
4. Take necessary action to promote safe, healthy and environmentally sustainable practices;
5. Take necessary action to correct unacceptable environmental practices, and/or make representation through the Board of Directors to the appropriate level of authority;
6. Recommend to the Board of Directors an annual operating budget;
7. Shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting is after this deadline;

Reports from Committees containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

The Chairperson of each Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.04 FINANCE COMMITTEE TERMS OF REFERENCE

Date of Adoption:

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

This committee shall be called the Finance Committee. Membership shall consist of the Treasurer, two other Board Members; the President of the Board shall be Ex-officio.

The Finance Committee will:

- 1.** Meet at the call of the Chairperson.
- 2.** In conjunction with the Manager, prepare a 12-month budget for presentation to the Board of Directors and subsequently to the Annual Meeting.
- 3.** Review the Auditor's report and Management Letter covering the previous fiscal period and ensure that the Board of Directors considers any recommendations made in that report.
- 4.** Review and initial all expense sheets after reviewing the same for approval or adjustments where necessary in accordance with current guidelines adopted by the Board of Directors.
- 5.** Review the capital requirements, both short and long term and research the means of financing such requirements.
- 6.** Scrutinize all expenditures and make appropriate recommendations to the Board of Directors, based on a constant analysis of expenditures, methods of payment, and accounting procedures.
- 7.** Review annually or as required, the weekly service fees with a view to making appropriate recommendations to the Board of Directors.
- 8.** Maintain a full and correct record of all proceedings and shall report to the Board of Directors on a regular basis.
- 9.** Generally perform such other acts as the Board of Directors prescribes.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

At its regular meeting, the Finance Committee shall complete, to its satisfaction, any of the following tasks:

- a) Periodically check the financial statements and review with the accountant or auditor at the discretion of the Finance Committee.
- b) Read the minutes of the Board of Directors to see that any new financial policy has been carried out.
- c) Initial all expense sheets.
- d) Scrutinize all expenditures.
- e) In consultation with the Executive Committee, review staff pay rates, Manager's salary allowances, travel expenses and any other matter, which may be properly brought before this committee.
- f) Recommend to the Board of Directors appropriate procedures for signing.
- g) Review banking procedures with a view to making recommendations for change to the Board of Directors.
- h) Ensure adherence to proper bank reconciliation procedures by management.
- i) Generally perform any other tasks with a view to maintaining an efficient, well-run operation.

The Committee chairperson shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting is after this deadline.

Reports from the Committee containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

The Chairperson of the Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.05 NOMINATING COMMITTEE TERMS OF REFERENCE

Date of Adoption: FEBRUARY 15, 1989

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. The Nominating Committee has the responsibility of securing a good representative cross section of the owner members to stand for nomination at the Annual General Meeting.
2. Nominations shall be pursuant to Article 8 Section 2 of the Fredericton Direct Charge by-laws and shall include only those members who are in good standing.
3. The Nominating Committee is an ad hoc committee that shall be struck at the October Board meeting or approximately 100 days prior to the Annual General Meeting.
4. The Nominating Committee shall consist of a minimum of three Directors. These Board Members shall be individuals whose term is not due to expire during that year, or Board Members whose term is expiring but who are not re-offering.
5. Approximately 100 days prior to the Annual General Meeting, the Nominating Committee shall post notice-seeking members who are interested in running for a position on the Board of Directors. This notice shall be displayed in a prominent location within the store.
6. The Nominating Committee may approach Directors, Staff and Members to secure suggestions for nominees.
7. There will be an information session held at least 60 days prior to the Annual General meeting. At this time, prospective Board Members will be informed of the responsibilities of a director, will be advised about the Co-operative Associations Act, the New Brunswick regulations pertaining to the Co-operative Associations Act, and the by-laws and policies of Fredericton Direct Charge Co-op. Prospective Directors should be fully informed of the time commitments, and responsibilities inherent in sitting on the Board of Directors of the Fredericton Direct Charge Co-op.
8. The Nominating Committee shall ensure that all nomination forms are completed and submitted to the Board at least 45 days prior to the Annual General Meeting.
9. The Nominating Committee shall attempt to nominate at least two more nominees than are required to fill the existing vacancies.
10. The Nominating Committee shall prepare a biography sheet, which highlights each nominee's talents, experience and involvement with the co-op. A separate voting ballot will also be prepared. Instructions will be placed at the top of the ballot to indicate the maximum candidates for which members can vote and what constitutes a destroyed ballot.
11. Should a candidate withdraw after the ballots have been made but prior to the start of the meeting, registration the Nominating Committee will ensure staff crosses the candidate's name off the ballot before distributing the ballots to the attendees.

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200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

12. At the Annual General Meeting, the Chair of Nominating Committee will:

- a. Request all members stay seated until all ballots have been picked up by the scrutinizers.
- b. Only vote in the case of a tie, as per paragraph 13.
- c. Present the results of the election to the membership.

13. The Committee chairperson shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting is after this deadline.

14. Reports from the Committee containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

15. The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

16. The Chairperson of the Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

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200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.06 ENTERPRISE PLANNING COMMITTEE TERMS OF REFERENCE

Date of Adoption: SEPTEMBER 28, 2010

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

This Committee shall be called the Enterprise Planning Committee

Membership: The Enterprise Planning Committee shall consist of a Chairperson and at least two additional Directors.

The Enterprise Planning Committee shall provide oversight and guidance in the preparation and completion of an Enterprise Plan containing Board related goals on a yearly basis.

The Committee shall:

1. Meet at the call of the Chair.
2. The President or his/her designate shall be an ex-officio member of all standing and ad-hoc committee.
3. Participate in the yearly Enterprise Planning meeting between Board and Staff.
4. Establish the working committee to attend and participate at the annual Enterprise Planning meeting consisting of at least one member of each standing and ad hoc committee.
5. Take a leadership role in the creation of Board Goals and Action Plans.
6. Report to the Board at each monthly meeting.
7. At the direction of the board, deal with other items which may arise from time to time.

The Committee chairperson shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting is after this deadline.

Reports from the Committee containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

The Chairperson of the Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

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200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.07 PROPERTY DEVELOPMENT COMMITTEE TERMS OF REFERENCE

Date of Adoption: JUNE 23, 1976

Date of Last Amendment: MARCH 31, 2011

Date of Last Review: MARCH 31, 2011

General

This committee shall be called the Property Development Committee. It is an ad-hoc committee. The Property Development Committee shall provide oversight, guidance and direction to management and maintenance staff and shall be accountable to the Board for the overall good management of the real estate assets.

Membership

The membership of this committee shall consist of at least two Board Members (one of who shall be chair), maintenance manager and at least two co-opted members (one of who may be a representative of the store Health and Safety Committee).

The President shall be an ex-officio member of this committee.

Meetings

The Committee shall meet at the call of the chair or otherwise on a quarterly basis.

Responsibilities

1. The Committee shall make recommendations to the Board regarding the acquisition and disposal of real estate assets.
2. The Committee shall liaise with management and maintenance staff concerning the repair and maintenance of the real estate assets.
3. The Committee shall investigate and make recommendations to the Board concerning development opportunities for the property.
4. The Committee shall undertake an interior and exterior "walk-through" of the building during the spring and fall with management and maintenance staff.

The Committee chairperson shall present written reports to be distributed to Board Members one week prior to each Board meeting, with the exception of when the committee meeting is after this deadline.

Reports from the Committee containing recommendations for the Board shall have the recommendation moved and seconded in order for those recommendations to appear in Board minutes.

The Manager shall establish and maintain a Committee book to contain Committee minutes and reports.

The Chairperson of the Committee shall present an annual report covering activities of the Committee during the year to the President of the Board of Directors in December of each year.

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200 – COMMITTEES

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: COMMITTEES

200.08 CREDENTIALS COMMITTEE TERMS OF REFERENCE

Date of Adoption: SEPTEMBER 28, 2010

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

1. The Credentials Committee has the responsibility of ensuring that the ballots for the election of Directors are counted in a transparent and impartial manner.
2. The Credentials Committee chair shall be selected at least 30 days prior to the Annual General Meeting. The Chair may be a Board Member whose term is expiring but who is not re-offering or a previous Board Member who is not being nominated to the Board.
3. The Credentials Committee shall consist of a chair plus four Scrutinizers. Ideally, the Scrutinizers will not be Board Members. No individual who is nominated to the Board may serve as a scrutinizer.
4. The Chair of the Credentials Committee shall:
 - a. Select Scrutinisers at least 2 weeks before the Annual General Meeting.
 - b. Ensure there is a ballot counting room booked at the Annual General Meeting location.
 - c. Meet with Scrutinisers at Annual General Meeting location at least 30 minutes before the start of the Annual General Meeting to review process and answer any questions.
 - d. Ensure all Scrutinisers sign an Oath of Confidentiality.
 - e. Have a basket placed at the registration desk for members to drop in ballots if they have been missed during pick-up.
 - f. Prepare a tally sheet to record the votes.
 - g. Provide the completed tally sheet to the Chair of the Nominating Committee for presentation of results to the membership.
5. If a tie occurs either for a director or for the length of a term for directors the Chair of the Credentials Committee and the Chair of the Nominating Committee will recount the ballots together. Should there still be a tie, the Chair of the Nominating Committee will cast the tie breaking vote considering the make-up of the Board, the skills needed and which candidate will best provide those skills. The general meeting would not be informed there was a tie only given the ultimate results.
6. When counting the votes:
 - a. A ballot will be considered destroyed if there are more votes for candidates than are eligible.
 - b. Should a member vote for a candidate who has withdrawn, the remaining votes will be counted.

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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300 **MEMBERSHIP**

300.02 **MEMBERSHIP**

Date of Adoption: OCTOBER 27, 1987

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

CRITERIA FOR MEMBERSHIP

To be considered for membership one must fulfill the requirements set forth in the By-Laws of FDCC. Submission of an application is a declaration of accepting the policies, principles and rules of FDCC, together with the terms stated on the application form.

1. Full membership is open to all persons to a maximum number as determined by the Board of Directors
2. A Member is the representative of the household unit in whose name the shares of Fredericton Direct Charge Co-op are issued.
3. Two (2) adults in the household unit can be joint on the shares purchased and issued to that household. In the event of a marital split the share capital will be divided equally between the two (2) parties.

MEMBERSHIP CATEGORIES

1. FDCC in the spirit of co-operation will offer a percentage-based membership to former members of co-operatives that have ceased operation and where they have lost their share capital. This membership will entail a 2% up-charge on all purchases except gas and snack bar items. Of this up-charge 1% will be allocated to the store's service fee account, the other 1% will be allocated to the member share capital account, until such time that the member has purchased 1000 shares.
2. FDCC will provide a Limited Purchase Program Membership. This membership will be set at 2 percent (2%) of the total value of food purchases before HST at time of purchase. These members will also purchase one (1) share per week for \$1.00.
3. FDCC will extend shopping privileges to other Co-op members, providing they present their membership cards. A 2% up-charge will be charged on all purchases excluding gas bar and snack bar purchases to all **non-** direct charge members.
4. FDCC will provide Gas Bar membership to those wishing to join Northside Gas Bar which entitles the member to gas at both Gas Bars. There will be a one time fee of \$10.00. These members wishing to shop will pay a 2% up-charge on all purchases with the exception of the Snack Bar. These members will not pay a service fee, nor purchase share capital.
5. FDCC will extend memberships to businesses and organizations who will use the purchases for the sole use in these businesses or organizations. These members can choose to become regular members paying a service fee and purchasing share capital, or pay a 2% up-charge on all their purchases.
6. Retired employees of FDCC (age 65) with at least five (5) years of employment service with FDCC will retain membership privileges without service fee charges.

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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

HIERARCHY OF MEMBERSHIP

1. Children of active members who move out of the family unit
2. Applications from former members who have moved back to the region
3. New Full-time employees
4. Permanent part-time employees of FDCC working 16 or more hours per week on a regular basis
5. Transfers: Members of other Co-ops who transfer to the Fredericton area and who were members of a Co-op in the area from which they moved.
6. Regular – includes all other applicants

ADMISSIONS

1. Applicants may exercise membership privileges immediately with the understanding that the Board of Directors must approve member applications.
2. A list of applicants who have signed a completed application form and paid the initial share deposit will be submitted by Management to the Member and Public Relations Committee for recommendation for approval as members to the Board of Directors at the next scheduled board meeting.
3. The final approval of applications is the responsibility of the Board of Directors of FDCC.

WITHDRAWALS

1. Management will provide a list of resignations and recommendations for reimbursement of share capital to the Member Relations Committee.
 2. The final approval of resignations is the responsibility of the Board of Directors of FDCC.
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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300.03 **LIAISON WITH MEMBERS**

Date of Adoption: SEPTEMBER 19, 1984

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

A strong, supportive, informed and attentive membership is vital to the long-term success of FDCC. FDCC needs members who understand and value their role as Co-op owners. By listening and responding to members' concerns, and by seeking their opinions FDCC can build trust and confidence in FDCC's leadership.

Communication with and Education of Members can involve any of the following but are not limited to:

1. Surveys/Focus Groups
 - a. Periodically Surveys/Focus Groups will be conducted to determine how members perceive our services and to obtain our members' opinion and ideas on future directions and/or specific topics of interest.
 - b. Surveys will be available on-line and in hard copy
 - c. Inform members of the results of the survey/focus groups
 - d. Respond to any particular member concerns when possible
2. Suggestion Boxes
 - a. Suggestion boxes will be placed around the store with appropriate signage to make them visible
 - b. Member Relations Staff will collect suggestions and distribute to appropriate Store Manager or Board Committee
 - c. Member Relations staff will track the suggestions to determine any particular trends
 - d. Member Relations staff will provide a report to Member Relations Committee quarterly on the suggestions and follow-up
 - e. Include suggestions and responses in the Newsletter whenever possible
3. Bulletin Boards
 - a. Bulletin Boards will be used to communicate with members on store activities, community events and Board of Director News.
 - b. One Bulletin Board will be devoted to Members Buy and Sell. Members wishing to use this facility will provide their name and Co-op number to the Service Desk along with their item.
 - c. Member Relations Staff will update the Bulletin Boards on a monthly basis to keep them neat and current
4. Letters
 - a. Each new member will receive a welcome letter from the President of FDCC Board of Directors
 - b. Congratulatory/Celebratory letters will be sent to members by the President of FDCC Board of Directors whenever possible.
 - c. Cash or product may also be provided in addition to Congratulatory/Celebratory Letters. See Policy 300.11 - Donations.

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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

5. Newsletters
 - a. A newsletter will be published at least 3 times per year
 - b. Member Relations Committee will be responsible for the content and the initial writing of the Newsletter
 - c. FDCC staff will provide the expertise to publish the newsletter in hard copy and on the Website.
 - d. The Newsletter will be a tool to educate and inform the membership on Board related events and topics
 - e. Space will be provided to other Co-ops in the Fredericton District to inform the membership of their activities.
 6. Website
 - a. A component of FDCC's website will include a summary of Board of Director Meetings, Board News, and Board Events.
 7. Meet and Greet
 - a. Member Relations Committee will be responsible to organize at least 2 events each year
 - b. One Meet and Greet will be planned each October during Co-op Week
 - c. Directors will be responsible to provide their time to staff these events
 8. Member Education Sessions
 - a. Member Relations Committee will be responsible to organize at least 2 events each year
 - b. Whenever possible these sessions will be held in the Store Board Room
 9. Telephone Contacts
 - a. Whenever possible members who have resigned for reasons other than moving will be contacted by telephone to gather feedback on why the members are resigning.
 - b. Whenever possible new Members will be contacted after three (3) months to ensure their membership has been a positive experience.
 - c. When particular information is needed, members may be contacted at random for their opinions.
 - d. Member Relations Staff will provide the Member Relations Committee with a report on telephone contact every three (3) months.
 - e. Member Relations Committee Members and Directors of FDCC's Board will make an effort to perform some of these calls.
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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300.06 AWARDS FOR POST SECONDARY STUDIES

Date of Adoption: SEPTEMBER 16, 1998

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

The Fredericton Direct Charge Co-op will allocate three (3) monetary awards annually for the purpose of assisting members or employees of FDCC, or spouses, children or wards of members or employees, to pursue a post secondary course of study or skill development. FDCC will also award one (1) scholarship in memory of Sid Pobihushchy a former President of the Board of Directors and an avid advocate for the Co-operative movement to a recipient who is pursuing cooperative studies. This award is intended to be awarded every two (2) years for a term of two (2) years provided the recipient provides an update on his/her studies at the conclusion of the first year. Should this scholarship not be awarded in any year, an additional general scholarship may be awarded.

The selection process will be carried out the last 2 weeks of July with the winners presented their awards at the August Board of Directors' meeting. The Chair of the Member Relations Committee will provide each committee member with a photocopy of each applicant's form with all names removed to ensure the anonymity of the process. The Member Relations Committee members will individually score the applicants using the score sheet developed by the Committee, then meet as a group to select the winners. Selection will be based on Academic Achievement, Financial Need and Community Involvement, but the winners will not necessarily be the highest scoring applicants. Only those applicants with scores of 55 and above will be given further consideration.

If in any year the full value of the awards are not given, the remaining funds will be for an additional scholarship in future years.

At the conclusion of each year, the Member Relations Committee will review the score card and application forms for any changes to ensure there is a fair and just selection process.

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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300.08 MEMBER COMPLAINTS/ CONCERNS

Date of Adoption: MAY 16, 1984

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: OCTOBER 19, 2010

Members- owners of FDCC are encouraged to take an active role in their store. Should members have any issues with the store or its operation they should make their concerns known. Members may document their concerns and deposit them in the Suggestion Boxes around the store, speak directly to Member Relations Staff, Management, Board Directors or Committee Members.

1. Member complaints/concerns should be documented with Member's name, Co-op number and a summary of the complaint.
 2. Complaints/concerns which are of an operational nature will be reviewed by the Member Relations Officer and forwarded to the Manager of the area to which the complaint is directed.
 3. The Manager will review the complaint, make the appropriate investigation if required and take any necessary action.
 4. The Manager will follow-up with the member providing him/her with a response to the complaint/concern.
 5. The Manager will provide a written summary to the Member Relations Officer of the action taken.
 6. Those complaints/concerns not of an operational nature will be forwarded directly to the Executive Committee to determine an appropriate course of action.
 7. Board/Committee Members who receive complaints directly from Members will forward them to the Executive Committee
 8. Member Relations Committee will track the nature of the complaints/concerns to determine any trends and provide these results to the Executive.
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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300.09 LEAVE OF ABSENCE - MEMBER

Date of Adoption: MAY 16, 1984

Date of Last Amendment: MARCH 31, 2011

Date of Last Review: MARCH 31, 2011

A member who will be away from the area, or unable to use their membership due to extenuating circumstances, for a known period of time in excess of four (4) weeks, and who wishes to retain his/her membership, shall, upon application, be granted a leave-of-absence with no requirement to pay service fees or share capital.

300.10 MEMBERS REQUIRING ASSISTANCE

Date of Adoption: JULY, 1995

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

Fredericton Direct Charge Co-op strives to provide its member-owners with the highest quality of service. Management is authorized to initiate, when appropriate new services for members to make their shopping experience the best that it can be and to provide additional value to its members.

1. Disabled parking spaces will be provided near the front door of the store and the first group of spaces near the parcel pick-up area.
 - a. Parcel Pick-up staff will be encouraged to monitor the use of these spaces and inform management if there appears to be abuse in the use of these spaces.
 - b. Periodically there will be an item in the newsletter reminding members about these spaces and that they are for disabled only.
 2. Electric cart(s) and wheel chairs (2) are provided to assist members who find walking the store difficult.
 3. Assistance may be provided to members to assist them to shop.
 - a. Request should be made to the Member Relations Officer who will determine if staff are available to assist
 4. Parking spaces are provided for families with young children. These spaces are adjacent to the disabled parking spaces near the parcel pick-up area.
 5. Parcel Pick-up staff are available to assist members loading their groceries into their cars as well as assist seniors and disabled in carrying their groceries to their vehicles.
 6. Cart corrals are provided at various locations in the parking lot for members to leave their carts once groceries have been loaded into their vehicles.
 7. On-line shopping and delivery are available in Produce, Floral and General Merchandize Departments.
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300 – MEMBERSHIP

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: MEMBER RELATIONS COMMITTEE

300.11 DONATIONS

Date of Adoption: FEBRUARY 21, 1990

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

FDCC contributes to its community- financially as well as culturally and socially and through these contributions FDCC enriches the lives of its members and those to whom we contribute.

1. Upon the illness or disability of a person in the Co-operative movement or who is closely associated with the Fredericton Direct Charge Co-op, the General Manager is authorized to send, on behalf of the Board of Directors, flowers or some other suitable remembrance in the amount not to exceed \$75.00.
2. Upon the death of a person, or immediate family member of a person in the Co-operative movement, or a person who is closely associated with the Fredericton Direct Charge Co-op, the General Manager is authorized to send, on behalf of the Board of Directors, flowers or a contribution to a charitable organization of the deceased family's choosing, in the amount not to exceed \$125.00.
3. For any celebratory/congratulatory reason, the General Manager is authorized to spend an amount not exceeding \$60.00 in cash or product.
4. The General Manager or designated staff is authorized to donate appropriate merchandise for local community and Co-op related organizations, on behalf of the Fredericton Direct Charge Co-op.
5. The Board of Directors will provide non-profit organizations the opportunity to be the beneficiary of donations of Co-op Cash from the two (2) Gas Bars.
 - a. Organizations can make application every six (6) months by letter describing the objectives of the organization and how the organization will utilize the Co-op Cash.
 - b. A maximum of two (2) Organizations will be selected as beneficiaries of the Co-op Cash for a term of six (6) months.
 - c. Organizations making application serve the service area of the Fredericton Direct Charge Co-op.
 - d. If selected as a benefiting organization, that organization will not be eligible to make an application for six (6) months following the end of its Co-op Cash winning month. The Fredericton Food Bank will not be subject to this restriction. The Fredericton Food Bank may be the beneficiary of Co-op Cash for one (1) six (6) month period each year.
 - e. Name signs along with a brief description of each selected organization will be posted on the donation boxes in each of the Gas Bars.
 - f. Member Relations Committee will review all applications and make its decision based on:
 - i. Goals of the organization and their compatibility to Co-op Values and goals
 - ii. How often has the organization benefited in the past compared to the other applicants
 - iii. Extent of government funding to financial stability of the organizations making application
6. Local Service Groups may be permitted to conduct fund raising activities at the store provided the activity provides a service to the members.
 - a. All applications must be submitted a month in advance of the date of the activity.
 - b. Each request is to be reviewed and approved by management.
 - c. Only one (1) service group per month will be permitted to fund raise.
7. Member Relations Staff will have the ability to fulfill requests for financial assistance.
 - a. Non-Profit organizations with the goals and objectives of community improvement/assistance will receive priority
 - b. Organizations will not be provided with assistance more than once per calendar year.
 - c. Member Relations staff will approve requests for assistance within the yearly budget.

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450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS
REVIEWED BY: FINANCE COMMITTEE

450 **FINANCE**

450.01 **LINE OF CREDIT**

Date of Adoption:
Date of Last Amendment: OCTOBER 8, 1993
Date of Last Review: SEPTEMBER 28, 2010

Fredericton Direct Charge Co-op has authority to request a line of credit up to \$1,000,000 with the National Bank of Canada.

450.02 **AMORTIZATION**

Date of Adoption:
Date of Last Amendment: OCTOBER 16, 1988
Date of Last Review: SEPTEMBER 28, 2010

All capital expenditures for equipment, building extensions, or renovations shall be amortized using either the Revenue Canada guidelines or the Accounting Practices guidelines.

450.03 **SPENDING AUTHORITY**

Date of Adoption: MARCH 8, 1974
Date of Last Amendment: AUGUST 16, 1995
Date of Last Review: SEPTEMBER 28, 2010

1. Board authorization is required for the commitment of all capital expenditures except as follows:
 - a) Emergency expenditures authorized by the Manager in relation to equipment and / or building where direct physical loss or damage has occurred to same or will likely occur to same without such expenditure being made.
 2. Where expenditures are made under (a) of Item 1, such expenditures shall be reported at the following meeting of the Board of Directors.
 3. In relation to the ordinary operating expenditures of running the business, the Manager has authority to transact same without requiring Board authorization.
 4. Any extraordinary expenditure not covered in Items 1, 2, and 3 must receive prior approval of the Board.
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PRESIDENT
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450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.05 REFUND OF SHARE CAPITAL

Date of Adoption:

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

1. **Refund of Share Capital** - Each time a refund of share capital is recommended to the Board of Directors for approval, the recommendation must express the details of the refund in dollar (\$) terms.
 2. **Beneficiary on Death** - Each application form has a place where the member designates a beneficiary. In the case where no beneficiary is designated, the share capital goes to the member's estate. In both scenarios, a proof of death certificate must be provided to the FDCC.
 3. **Marital Split** - The membership application requires both signatures. In case of a marital split, share capital will be split 50/50. Should only one person sign the membership application, share capital will be assigned to that individual.
 4. **Resigning to Access Share Capital** - The membership form states that within 60 days notice in writing, a member may resign to access their share capital. The member will be allowed to rejoin under their choice of program. This policy is to be monitored on an annual basis to determine if there is an excess number of members resigning and rejoining in order to access their share capital.
 5. **Loans on Share Capital** - Any member may submit, in writing, a request for a loan of up to 50% of their paid up share capital due to extraordinary circumstances. This request must be approved by the General Manager and reported to the Member Relations Committee on a monthly basis with the Membership update report.
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PRESIDENT
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450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.06 NSF CHEQUES

Date of Adoption:

Date of Last Amendment: OCTOBER 19, 2000

Date of Last Review: SEPTEMBER 28, 2010

1. The policy of dealing with NSF cheques and credit card rejections shall be as follows:
 - (a) Information regarding this policy shall be given to the membership via the newsletter.
 - (b) Any member or reciprocal shopper, who wishes to have cheque-writing privileges, will be required to complete a cheque writing application. This completed form will give signed permission for staff to perform a credit rating check. Upon receiving an acceptable rating on an applicant, cheque-writing privileges will be granted.
2. Members and reciprocal shoppers shall be notified by telephone that they have an outstanding cheque or a refused credit card upon the Co-op receiving notification from the Bank.
3. Members and reciprocal shoppers shall be notified that they are to go to the Head Cashiers office to correct the problem. If the problem is not resolved, the member will be notified at the checkout.
4. Where a member or reciprocal shopper
 - (a) Has written two (2) NSF cheques, or
 - (b) Has signed two (2) credit card slips which have been rejected by a credit card company, or
 - (c) Has written one (1) NSF cheque and has had one (1) credit card purchase rejected, within a 24 month period, the members cheque writing privileges and use of credit cards shall be suspended for a period of 12 consecutive months, and during such period shall obtain goods and services on a cash or certified cheque only basis.
5. For a first suspension under Clause (4) the member or reciprocal shopper may appeal to the Store Manager who has the authority to reinstate cheque writing or credit card privileges.
6. Where a member or reciprocal shopper is suspended for a second or more time, the member or reciprocal shopper may appeal to the Board of Directors. The Board may, upon giving a member or reciprocal shopper the opportunity to be heard, reinstate such privileges with or without imposing terms, conditions or restrictions on any member or reciprocal shoppers cheque writing or credit card privileges. A decision of the Board is revisable upon request each year.
7. Notwithstanding the above, the Board of Directors may, upon giving a member or reciprocal shopper an opportunity to be heard, revoke, suspend, or impose terms, conditions or restrictions on any member's or reciprocal shoppers cheque writing or credit card privileges. A decision by the Board is revisable by the Board each year, upon receiving a request from the particular member or reciprocal shopper.
8. In the event that 4 (a), 4 (b) or 4 (c) happen on the same day, such event will be considered as one (1) for the purpose of Clause 4.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.08 TRAVEL, ENTERTAINMENT AND OTHER EXPENSES

Date of Adoption: SEPTEMBER 1, 1982

Date of Last Amendment: MARCH 19, 1997

Date of Last Review: SEPTEMBER 28, 2010

The following guidelines are to be used in the payment of in-province and out-of-province expenses:

In-Province

Meals: Maximum \$45 per day, including tips and taxes (HST and others)

Breakfast	\$8.00
Lunch	\$12.00
Dinner	\$25.00

Accommodations: To be supported by receipt.

Mileage: .32 cents per kilometer.

Taxis: To be supported by receipt.

Other Transportation Costs :In-province transportation costs will be either mileage or car rental costs, at the discretion of the Manger.

Approval: the Manger shall approve All expenses.

Out-of-Province

Meals: Maximum \$67 per day, including tips and taxes (HST and others) or daily maximum allowance at the discretion of the Manger

Breakfast	\$12.00
Lunch	\$15.00
Dinner	\$40.00

Accommodations: To be supported by receipt.

Transportation: Economy air fare or the equivalent of mileage, at the discretion of the Manager.

Parking: to be supported by receipt.

Taxis: to be supported by receipt.

Child Care Expenses: Board of Directors or Committee Members:

Directors and Committee Members may be reimbursed for all reasonable child care costs incurred as a direct consequence of their participation in Board or Committee meetings or other authorized Co-op activities.

General: Notwithstanding the above, an employee, Director, or Committee Member may be reimbursed for any reasonable expenses including entertainment, meals, travel, etc. to a maximum of twice a year to a value of \$100.00 each occurrence supported by a receipt.

Approval: All expense claims submitted by staff, Board Members or Committee Members are to be approved by the Manager and reviewed by the Finance Committee.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS
REVIEWED BY: FINANCE COMMITTEE

450.09 SIGNING AUTHORITY

Date of Adoption:

Date of Last Amendment: OCTOBER 19, 2000

Date of Last Review: SEPTEMBER 28, 2010

The Signing Officers for cheques shall be appointed as follows:

- Any two of:
- a) General Manager
 - b) Assistant Manager
 - c) Food Division Manager
 - d) Any of the four Members of the Executive of the Board

Legal and Commitment Documents

The Signing Officers for Legal and Commitment Documents shall be:

- Any two of:
- a) President, Vice-President, Secretary-Treasurer or Corporate Secretary; or
 - b) Any other person or persons authorized from time-to-time by resolutions of the Board of Directors to so sign specific legal and commitment document; or
 - c) As regards to legal and commitment document pertaining to the ordering and obtaining of general merchandise and general services for the Association on an operational basis only, the General Manager or his designate.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.11 CREDIT CARDS

Date of Adoption:

Date of Last Amendment: OCTOBER 19, 2000

Date of Last Review: SEPTEMBER 28, 2010

Subject to Policy 450.05, Community Visa or Desjardins Visa, Visa and MasterCard credit cards will be accepted in all store departments.

450.12 COUPONS

Date of Adoption:

Date of Last Amendment: OCTOBER 15, 1997

Date of Last Review: SEPTEMBER 28, 2010

The member purchases the Fredericton Direct Charge Co-op will accept for redemption coupons from our members at the checkout when the product named on the coupon.

450.17 FINANCIAL REPORTING PERIODS

Date of Adoption: JANUARY 18, 1989

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

The Fredericton Direct Charge Co-op shall maintain 13 four-week periods for financial reporting.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.18 ADJUSTING ENTRIES

Date of Adoption: JANUARY 18, 1989

Date of Last Amendment: MARCH 16, 1992

Date of Last Review: SEPTEMBER 28, 2010

All adjusting journal entries shall be reviewed and approved monthly by the Manager and / or designate.

450.12 DEPRECIATION - VIDEOS

Date of Adoption: DECEMBER 13, 1989

Date of Last Amendment:

Date of Last Review: SEPTEMBER 28, 2010

Based on the straight-line method, DVD's and VHS tapes shall be depreciated 75% the first year of life and 25% the second year of life. This policy is effective as of the year ending September 1989.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.21 COMMUNITY CONTRIBUTIONS

Date of Adoption: FEBRUARY 21, 1990

Date of Last Amendment: JANUARY 15, 1998

Date of Last Review: SEPTEMBER 28, 2010

This policy is intended as a guideline to assist in maintaining consistent practices when making community contributions to individuals or organizations.

The aim of community contributions is to extend the fundamental intent of Cooperative principles to community welfare and improvement. Applications for community contributions shall be considered from the following sectors:

Social and Human Welfare
Health and Recreation
Environmental Preservation and Improvement
Community Service

Each request is considered on its individual merit and there is no minimum or maximum for a contribution.

The Environment Committee shall be consulted regarding requests for funding which may have an environmental impact.

In making decisions for community contributions, the following shall be considered:

1. Sufficient budget allocations are available taking into account possible changes in store revenues and inflation;
 2. The individuals or organizations are from and serve the local community;
 3. Requests for funding from individuals or groups responding to extraordinary need outside the local community shall be considered;
 4. The amount of funding awarded at any one time does not set a precedent for that individual or organization (or for any other individuals or organizations with similar interests) for any future contributions;
 5. Normally, sports and business organizations, service clubs, religious, ethnic and cultural groups, political organizations, and organizations which conduct national fund-raising campaigns are not funded;
 6. Registered charities are requested to supply their latest financial statement before funding is approved.
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PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

450 – FINANCE

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: FINANCE COMMITTEE

450.22 MEMBERSHIP IN CREDIT UNION CENTRAL

Date of Adoption: NOVEMBER 18, 1982

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

Fredericton Direct Charge Co-op will retain membership in Credit Union Central of NB by purchasing one share.

450.23 MEMBERS BEHIND IN FEES

Date of Adoption: FEBRUARY 15, 1989

Date of Last Amendment: SEPTEMBER 28, 2010

Date of Last Review: SEPTEMBER 28, 2010

Policy

Subject to policies 300.02 and 300.09 members are expected to keep their weekly payments for service fees and share capital as current as possible.

Procedure

If a member has not paid service fees for a period of six weeks, the member will be contacted by phone by management. After a period of 10 weeks, the member will be contacted again by letter at the address on file.

If the member does not update service fees, the account will be considered inactive and share capital will remain in this account until we are notified in writing that the member wishes to resign. Every effort will be made to encourage the member to reactivate their account.

If, after a period of two years the member in question has not used the services of the co-op and every attempt has been made to contact the member, the amount of the member's share capital will be transferred to service fees at a rate of one dollar (\$1.00) per week until their share capital balance is depleted.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

500 – ENVIRONMENT

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: ENVIRONMENT COMMITTEE

500 ENVIRONMENT

500.01 REDUCTION OF PLASTIC BAG USAGE

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

The Fredericton Direct Charge Co-op will encourage customers to reduce their reliance on plastic bags. Upon joining Fredericton Direct Charge Co-op, new members will receive a cloth bag to encourage them to avoid using plastic bags.

Visible signage will remind members to bring their cloth bags.

Each October the Environment Committee will review the usage of plastic bags for the previous fiscal year and when required launch an education campaign to encourage members to use options other than plastic bags for carrying their groceries.

500.02 PROMOTION OF NEW BRUNSWICK PRODUCED FOODS

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

The Fredericton Direct Charge Co-Op will post a schedule of seasonally available New Brunswick foods, both as an in-store poster as well as on our website.

When feasible, the Fredericton Direct Charge Co-Op will sell locally grown produce (will be identified as Product of NB).

The e-flyer will feature recipes which contain available New Brunswick grown seasonal ingredients.

New Brunswick and Canadian produce will be identified with easy to recognize symbols.

The snack bar will feature and promote New Brunswick food items on the menu.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

500 – ENVIRONMENT

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: ENVIRONMENT COMMITTEE

500.03 ENERGY CONSUMPTION

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

The Environment Committee will monitor FDCC energy consumption annually. The maintenance manager will meet with the Environment Committee annually (October) and will report on energy consumption and to discuss the efficacy of implemented energy saving measures. An energy efficiency walk about will be executed, with the purpose of identifying potential areas for improved energy efficiency.

The Environment Committee will evaluate and conduct an annual review based on the aforementioned discussion and findings.

500.04 RECYCLING AND WASTE AVOIDANCE

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

Recycling containers will be provided in all departments. All paper used will be recycled.

PRESIDENT
Cindy Riley

CORPORATE SECRETARY
Heather Tesselaar

500 – ENVIRONMENT

AUTHORITY: BOARD OF DIRECTORS

REVIEWED BY: ENVIRONMENT COMMITTEE

500.05 HEALTHY ALTERNATIVES

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

The Fredericton Direct Charge Co-op will offer members options to positively complement a healthy lifestyle.

Fresh fruit will be available free of charge for children to enjoy within the store.

"Green" products will be displayed alongside regular products to ensure members are aware of all options.

Environmentally friendly products will be promoted.

Scent-free products will be offered and a scent free environment within the store will be promoted.

The Environment Committee will monitor for opportunities to promote health options to members.

500.06 ENVIRONMENTAL CONTRIBUTION RECOGNITION

Date of Adoption: DECEMBER 15, 2011

Date of Last Amendment:

Date of Last Review: DECEMBER 15, 2011

The Fredericton Direct Charge Co-op will recognize those who exemplify environmental lifestyles and support the environment committee.

Members who submit Green Tips will be eligible to receive a \$10 gift card which will be given away monthly.

PRESIDENT
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CORPORATE SECRETARY
Heather Tesselaar