

OFC/FBC AGM Nov. 22 2007

Minutes

1. 9:00 am - Welcome and introductions – roll call of the delegates of the members (voting and ex-officio)

Arnold Taylor, Chair, Saskatchewan Organic Directorate (SOD); Janine Gibson, Secretary, Organic Food Council of Manitoba (OFCM); Paddy Doherty, Treasurer, Certified Organic Associations of British Columbia (COABC); Kim Thorne, ED Organic Council of Ontario (OCO); Nicole Boudreau, OFC Coordinator; Julie Belzile, Filière biologique du Québec; Raymond Loo, PEI Organic Producers; Beth McMahon, Atlantic Canada Organic Regional Network (ACORN); Stephanie Wells, President, Organic Trade Association (OTA); Claire Desmarais, Growers of Organic Food Yukon (GOOFY); Jennifer Grant, Ontario Organic Council (OCO); Ron Hamilton, Going Organic Alberta (GOA); Angela Patterson, Nova Scotia; Mark Wilson, Newfoundland & Labrador

Ex-officios: Clair Hanlon Smith, NS; Marc Boulanger, MB; Claude Berthélemé, NB; Susan McKinnon, PE; Hugh Martin, ON

Guests: Alain Rioux from Filière biologique du Québec; Brian Baker, Organic Materials Review Institute; Sherry Casey, Canadian Council of Grocery Distributors (CCGD); and Tom Rudge, Growers of Organic Food Yukon (GOOFY)

Regrets: Keith Mussar, Import Export Canada, Chantal Stumborg, SK ex-officio

The meeting has quorum.

2. Adoption of Agenda- Jennifer so moves, Adopted
3. Appointment of referee for the minutes- Janine Gibson will take the minutes and Stephanie will referee.
4. Report to the Directors (from the President Stephanie Wells)

Stephanie thanks all who worked to fill the OFC coordinator position, and welcomes Nicole who has extensive experience in the Quebec organic sector and has opened the OFC office in Montreal. Stephanie notes the formation of the OFC structure has sometimes been a slow struggle in the absence of a coordinator, but the organization is coming together nationally and provincially. She expresses appreciation of the provincial and territorial ex-officios agreeing to participate.

Nicole is a biologist with a degree in communication. Her last position was with the CAAQ, in charge of the supervising the Quebec market, which gave her an opportunity to find solutions to complaints, clearly explain the standards, and resolve with marketing issues. After a year and a half, the position was cut due to the Canadian Regulation beginning to cover this function.

5. Report of committees-

- The Canadian Organic Office Liaison Committee (Paddy, Julie and Stephanie) have met regularly with the COO and reports to the broad organic sector.
 - The Brand Name input Directory Committee (Paddy, Beth, Linda Edwards and Stephanie) met with OMRI and mapped out how the directory will be managed.
 - The Hiring Committee (Angela, Stephanie, Paddy, and Paul Rouillard of Filière bio) posted the position, reviewed applications, interviewed, checked references and French capabilities and selected Nicole.
 - Standards Committee was less cohesive, although the members were active on the standards work.
 - The Trade Task Force was proposed but not pursued with Stephanie shouldering most of the communication work with business associations.
6. Financial Report (Treasurer) To date, the only expenses have been office expenses, this meeting and Nicole's salary. Paddy reports \$540,000 Contribution Agreement with the Federal Government which runs until March 2009 with specific deliverables. See attached Expenses report. Some funds have been paid to date along with a contribution from the BC government and the Organic Council of Ontario. Substantial in-kind contributions from members and associate members are necessary. Associate members, ex-officio directors have offered support for teleconferences and could extend this to further calls. Hugh suggests we record details of the in-kind contributions in the appropriate formats.
 7. Appointment of auditor- Nicole presents quotes from auditors. Paddy moves to engage Gosselin & Associates, as they have much experience with non-profit organizations. Carried by consensus.

ACAFF funding requires an audit at the end of March, which is the federal government year-end, to be completed by the end of June. Nicole presents the choice we need to make to end our financial year the end of March or keep it at December 31st. She recommends we align our year end with the government's year end.

Moved by Stephanie to change our year end to the end of March, all in favour. Carried.

8. Designation of directors (voting and ex-officio) - appointments are staggered— ½ serve one-year terms and ½ serve two year terms . Each member organization will indicate who the designated director will be from each member organization.

Stephanie reports that Claude Berthélemé from New Brunswick, Claire Hanlon Smith from Nova Scotia and Chantal Stumborg from Saskatchewan have come forward as associate directors, ex-officio members. Discussion of procedures for proxies and alternate members.

QC: Filière biologique appoints Julie Belzile as director, with Alain Rioux as an alternate.

ON: Organic Council of Ontario appoints Jennifer Grant as director, with Kim Thorne as alternate and Hugh Martin as ex-officio.

MB: Organic Food Council of Manitoba appoints Janine Gibson as director, with Marc Boulanger as the ex-officio.

SK: Saskatchewan Organic Directorate appoints Arnold Taylor as director, with Chantal Stumborg as the ex-officio.

BC: COABC appoints Paddy Doherty as director, with Robert Prins as the ex-officio

YT: Growers of Organic Food in Yukon appoints Claire Desmarais as director, with Tom Rudge as alternate and Matt Ball as ex-officio.

Trade: Organic Trade Association appoints Stephanie Wells as director.

Janine proposes that directors select one- or two-year terms based on the experience of the province and representative organization, to ensure staggered terms. She volunteers a one-year term to respect the developmental process in Manitoba, and so do Paddy for BC, Jennifer for ON, Clare, Claire for YT and Arnold for SK. The remainder of the directors have two-year terms.

9. Adoption of P&P and of Bylaws- All members were asked to have previously reviewed the Bylaws as we will not have time to review them at this meeting in depth. The intention is to approve the Bylaws now. Amendments can be made throughout the year for approval at the next AGM. The Bylaws allow us to appoint directors with no pre-determined limit to accommodate all members and our need for directors, and to allow appointed directors to vote.

Julie moves to delete the second sentence of item #3 in section # 4.1.1. of the P & P Manual, which reads "Such directors shall not have voting privileges." The second part of the motion is to add – Not to exceed a period of two years. Carried by consensus

Discussion on the transparency of meetings and the invitations of guests and alternates.
ACTION: Recommendation from the members to the new directors to determine who can attend Directors meetings and recommend breadth of circulation of the minutes of meetings.

Paddy moves we approve the P & P as amended. Carried by Consensus.

10. Setting Time and Place for next AGM meeting. November 19th (half day and dinner) & 20th (perhaps half day), 2008 in Alberta. **ACTION: Ron and Keri are invited to make recommendations and arrangements for this event.**

11. Adjourned

OFC/FBC Board of Directors Meeting Nov. 22 2007

Minutes

This meeting followed upon adjournment of the AGM

11:30 am convene and roll call of directors:

Arnold Taylor, Chair, Saskatchewan Organic Directorate (SOD); Janine Gibson, Secretary, Organic Food Council of Manitoba (OFCM); Paddy Doherty, Treasurer, Certified Organic Associations of British Columbia (COABC); Kim Thorne, ED Organic Council of Ontario (OCO); Nicole Boudreau, OFC Coordinator; Julie Belzile, Filière biologique du Québec; Raymond Loo, PEI Organic Producers; Beth McMahon, Atlantic Canada Organic Regional Network (ACORN); Stephanie Wells, President, Organic Trade Association (OTA); Claire Desmarais, Growers of Organic Food Yukon (GOOFY); Jennifer Grant, Ontario Organic Council (OCO); Ron Hamilton, Going Organic Alberta (GOA); Angela Patterson, Nova Scotia; Mark Wilson, Newfoundland & Labrador

Ex-officios: Claire Hanlon Smith, NS; Marc Boulanger, MB; Claude Berthélmé, NB; Susan McKinnon, PE; Hugh Martin, ON

Guests: Laura Telford, Canadian Organic Growers; Alain Rioux from Filière biologique du Québec; Brian Baker, Organic Materials Review Institute; and Tom Rudge, Growers of Organic Food Yukon (GOOFY)

Regrets: Chantal Stumborg, SK ex-officio

1. Approval of agenda, additions noted.
2. Appointment of referee for the minutes- Stephanie
3. Approval of previous minutes- hard copies were distributed and email versions will also be sent out **ACTION: Janine to circulate minutes electronically and will correct errors as noted.**
4. Applications for Membership- Reviewed ACORN PEI joint application presented by Raymond Loo to Arnold. Paddy moves acceptance, carried by consensus. Raymond reports they will be selecting a director and the ex-officio is Susan. Reviewed Going Organic Network application presented by Ron Hamilton. Janine moves acceptance, carried by consensus. Ron Hamilton is the director with Keri Sharpe as the ex-officio. Discussion of breadth and depth of member organizations provincial memberships. **ACTION: Nicole will create a brief descriptive form for members to submit which describes their membership and the membership application process.**
5. Appointment of additional directors to fill vacancies (e.g. provinces that are not members and the national organic trade position). We have identified we are missing directors from NWT, Nova Scotia, Newfoundland and Labrador.

Paddy moves Mark Wilson be appointed director from Newfoundland & Labrador. Carried.
Paddy moves Angela Patterson be appointed director from Nova Scotia. Carried.

Jennifer requests we send letters of invitation to participate to NWT and Nunavut. **ACTION: Nicole will research to whom she will send such letters on our behalf.**

Stephanie moves to appoint two extra director positions, representing national trade. Julie reports Quebec concerns about opening the door to further seats for specific groups. She feels strongly that we welcome their participation (specifically on technical committees) without a formal seat in addition to the OTA seat. Stephanie states the pressures on her position are excessive and values their expertise and involvement.

Julie answers questions on the nature of Quebec's concerns. Julie speaks to concerns about contrary positions presented to COO as OFC concerns when those concerns may not be broadly based. Quebec feels committee participation is the appropriate avenue for input, not directorship within our provincial framework.

The results of the straw poll indicated we didn't have consensus to approve the motion. We want to stress to Keith Mussar and Sherry Casey that we value their expertise and sincerely welcome them to all our meetings, both directors and committee meetings. We simply feel the voting director position is not the most appropriate vector for input, when we are striving to strengthen provincial and trade representation within the existing memberships.

6. Election of officers – Claire moves nominations for Chair, President, Secretary and Treasurer cease as the existing officers are willing to continue - Jennifer moves that Julie be nominated as Vice President. Motion seconded by Mark.
7. COG proposal regarding Guidance for the Standard: Laura presents COG's plan to write an Interpretation Guide for the Standard, to include Q & A's, Fact Sheets, coordinated responses to questions on the standards. Laura invites OFC to create a national system to answer standards questions consistently. A published Guidance Document to the standard with ongoing interpretation is envisioned to build consistent communication across the country. Discussion on the estimated expenses and time to interact with a Standards Committee and to answer questions. Paddy, Janine and Stephanie express concern that they are now answering questions on an ad hoc basis; they encourage the OFC to coordinate these efforts. Concerns are expressed about legal liability and accessing sufficient funds. Julie describes the Quebec's process for responding to questions with the support of the Standards Committee and indicates that we need to investigate further the potential role of the CFIA (e.g. standards issues becoming accreditation issues), the CGSB and how would the OFC fit in this process. Julie points out that after every written CAAQ interpretation, a disclaimer states. Julie points out that after every written CAAQ interpretation, a disclaimer states that ultimately the user is responsible for the interpretation.

Janine moves that OFC ensure the role of interpretation of the Organic Standard is consistently provided. Carried by consensus. To be discussed at the next Directors meeting.

8. OFC Activities- ACAAF plan- We are encouraged to become familiar with this activity plan **ACTION: by December 18th we ask each province to develop a wish list of how these resources can be used to strengthen and deepen provincial member effectiveness.** Julie recommends we develop plans and budgets for submission to Nicole for distribution of these funds. Mark suggests we strike a committee to support one another. Stephanie encourages us to communicate with other directors to develop project plans. Nicole asks directors to complete the in-kind contribution forms for all contributions back to June 20, 2007. Paddy asks directors to review the expense policy and submit expense forms ASAP.
9. Brand Name Input Directory Update – Nicole presents the concept of a Canadian Brand Name Directory; Julie expresses the Filière's concern as to whether this is an appropriate

OFC initiative, as it is not directly connected to Regulatory work. Hugh comments that the provincial organic reps who meet regularly by conference call have also identified the need for a National List, both for specialists and in general. Stephanie suggests the Directory is an extension of standards interpretation. Beth recommends that someone from OACC be involved in this development. Brian speaks to the importance of accountability, and certifier buy-in to using this list. He recommends the OFC try to bring the certifiers together to establish a program to ensure transparency in their inputs evaluation systems. Mark W. suggests trying a web-based model that shows both certifiers and OMRI approval of a given input.

10. OFC Website Discussion- participants have been asked to fill out the checklist

11. Other business: Communications: Jennifer asks that not all OFC communications need to go to all members if everyone is not involved. Set internal policies to minimize emails.

Mark encourages deepening relationships within our areas. Publication of Best Practices Guide would serve to reach out to the grassroots. "Be a cookie instead of a whip."

12. Next Meeting- January 8th, Tuesday at 11am Eastern Standard Time

13. Adjourned

Respectfully Submitted

Janine Gibson, Secretary