



## CORNERSTONE CO-OPERATIVE

### MINUTES OF THE ANNUAL GENERAL MEETING

**May 16, 2023**

**Pomeroy Inn & Suites, Vermilion, AB**

*Making Life Better in our Communities*

Attendance:

*Directors:* Cliff MARTIN (President)  
Keith BROWER (Vice-President)  
Cole JACKSON (Corporate Secretary)  
Justin ANDERSON (Director)  
Ron BOISVERT (Director)  
Jordan THOMPSON (Director)  
Kathy ZAJIC (Director)  
Doug ZAROWNY (Director)

*Regrets:* Tracy EDWARDS (Director)

*Management:* Graham GETZ (General Manager)  
Brad BELTON (Director of Finance)  
Kory KRALKAY (Director of Operations)  
Judy GRIMWOOD (Director of Talent & Culture/Board Recording Secretary)

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#### **1.) CALL TO ORDER – Welcome Members - Owners**

Cliff Martin, board chairperson for the annual general meeting, called the meeting to order at 7:00 pm. Cliff welcomed member owners to the Annual Meeting. Cliff reviewed the land acknowledgement that this meeting is being held on Treaty 6 territory. Cliff reminded attendees that the meeting notice for tonight's meeting was in alignment with the bylaws and was posted in local newspapers across our trading area, hung in all the Cornerstone Co-op locations as well as shared on all social media and our website. Cliff also recognized the frontline emergency services teams that are battling the wildfires in Alberta at this time.

## **INTRODUCTION OF BOARD MEMBERS & GUESTS**

Cliff Martin introduced all Cornerstone Board Members, Graham Getz, General Manager and Brad Belton, Controller.

### **2.) APPROVAL OF THE AGENDA**

**(Don SHAW #18844 / Ron BOISVERT #5750)** That the agenda be approved as presented.

**CARRIED**

### **3.) MINUTES OF 2022 Annual General Meeting of Cornerstone Co-operative**

**(Nicholas DOMBROSKY #20 / Tara BURKE #819919)** That the minutes of the 2022 Annual General Meeting be approved as presented. **CARRIED**

### **4.) REPORTS**

The following reports were presented:

- **Board Report – Cliff Martin**

Thanks were conveyed to the Cornerstone Team for a successful year and for *making life better in our communities* through the various programs and activities. Thanks were also conveyed to the Board for their commitment and flexibility.

- **General Manager’s Report – Graham Getz**

Thanks were conveyed to the Cornerstone Board of Directors, Team Leaders, and Team Members to the successful operation of Cornerstone Co-op in 2022.

- **Financial Report – Brad Belton**

**(Mark GORMLEY #15143 / Dan BOJARSKI #17308)** To accept the reports as presented.

**CARRIED**

### **5.) QUESTIONS & DISCUSSIONS ON REPORTS - None**

### **6.) NOMINATION COMMITTEE REPORT**

Keith Brower, Chair of the Nominating Committee (Keith Brower, Ron Boisvert & Jordan Thompson) presented:

- Brent Becker as Director Elect for a three-year term; and
- Cliff Martin as Director Elect for a three-year term; and,
- Doug Zarowny as Director Elect for a three-year term; and,
- Justin Anderson as Director Elect for a three-year term.

Each Director Elect was provided with 2 minutes to address the membership prior to the election.

Keith reviewed the voting procedures, including that the election will be held by secret ballot. The Nominations Committee appointed: Kory Kralkay, Jordyn Prior and Don Shaw as scrutineers for tonight’s election.

Ballots were included in the packages provided. Ballots were to be completed and deposited in a collection box at the back of the room.

The scrutineers left the room to count the ballots.

**7.) ACTIONS OF BOARD OF DIRECTORS FOR YEAR ENDING JANUARY 28, 2023**

**(Cheryl JORY #815467 / Jean PELCHAT #21841)** To ratify the actions of the Board of Directors for the year ending January 28, 2023. **CARRIED**

**8.) APPOINTMENT OF EXTERNAL AUDITORS**

**(Ron BOISVERT #5750 / Tara BURKE #819919)** That MNP be accepted as our External Auditors for 2023 as recommended. **CARRIED**

**9.) RESOLUTIONS**

Cole Jackson, Chair of the Board Governance Committee provided a report on behalf of the committee: Cole Jackson, Keith Brower and Tracy Edwards:

- Our process was in accordance with our current Bylaws (2016)
- The committee is proposing to repeal our existing bylaws from 2016 and replace with revised bylaws as stated.
- Proposed Bylaws were posted on our website in detail and were available at our two Administration Offices.
- Proposed Bylaws were posted on Annual General Meeting notice of Meeting and in our locations and social media channels.
- In your packages there is a high-level summary reviewing the revisions and considerations.
- We will conduct this vote by show of hands and require 2/3rds to vote in favour of the resolution to pass.
- The vote occurred with results of: 53 in favour of the resolution; 1 opposed.

**(Cole JACKSON #824294 / Kathy ZAJIK #819818)** That we approve all of the bylaw changes collectively, with a repeal of our 2016 bylaw and a replacement of our proposed bylaws. **CARRIED**

**10.) ELECTION RESULTS**

Keith Brower returned to the podium on behalf of the Nominations Committee.

Kory Kralkay announced the results of the election on behalf of the fellow scrutineers and the following were elected to the Cornerstone Co-op Board of Directors:

- Cliff Martin
- Doug Zarowny
- Justin Anderson

Keith Brower, Chair of the Nomination Committee welcomed the new board members to the Cornerstone Board for a three-year term:

**(Ron BOISVERT #5750 / Don ZAROWNY #5060)** To accept and approve the Nomination Committee report as presented. **CARRIED**

**(Dan BOJARSKI #17308 / Cole JACKSON #824294)** To destroy the ballots of the election. **CARRIED**

**11.) DOOR PRIZES**

Guidelines – winners must be in attendance to win.

There were 5 draws for \$25 Co-op gift cards.

Winners:

- Danielle Schmaus
- Mathew Zarowny
- Cliff Martin
- Owen Zarowny
- Ken Jory

**12.) ADJOURMENT**

Thank you to everyone for coming out to the Annual General Meeting today and participating as an owner with your co-op, Cornerstone Co-op.

The meeting was adjourned at 8:09 PM.