

Fiddleheads – Board of Director

Meeting Minutes

January 15, 2013

I. Call to order

Susan Zimmerman called to order the regular meeting of the Fiddleheads Board of Directors at **6:36PM on January 15, 2013** located at **Fiddleheads Food Coop, New London, CT.**

II. Roll call

The following persons were present:

Mark Roberts

Jamie Lee

Ed Demuzzio

Lisa Cygan

Lee Boltz

Mona Harmon-Bowman

Donna Laughlin

Susan Zimmerman

Carolyn Wilson

Sue Phillips

The following were absent:

Ellen Clinesmith

Suzanne Cattanach

Members: N/A

III. Approval of minutes from last meeting

The minutes were approved for December 2012

(Susan Zimmerman – Motion/Lisa Cygan – Move/Lee Boltz – Second) All in favor (8) Opposed (0) Abstain (0)

Note: Change December, 2012 meeting minutes section 6A1 from ‘approved’ to ‘discussed’

Attachments:

Discussed attachments for future meetings will be in pdf format.

Attachments will be included when agenda goes out.

Attachments will be included in meeting minutes.

IV. Member Comments

a) No member comments

V. Secretary's Report

a) No Report

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VI. Board Reports

- a) By Laws Task Force
 - 1. Next meeting tentatively schedule for 1/28/2013
- b) Governance
 - 1. Issue with some of attachments – Mark will resend

VII. Financial Report

- a) No Financial Report

VIII. General Manager's Report

- a) Lisa had question about hiring as sometimes board members are questioned. All hiring inquiries should be referred to Richard to avoid any miscommunications or confusion.
- b) Susan Zimmerman reminder Inventory 1/27/2013
- c) CSA Showcase (host site) 2/17/2013 yet to be confirmed
- d) Reminder 2/2/2013 Fiddleheads 5th Birthday. Everyone Promote!
- e) Discounts for board members 10%
 - a. Motion made by Ed DeMuzzio to adopt formal policy: members of board to receive 10% discount at Coop. 2nd by Sue Phillips All in favor (7) Opposed (1) Abstain (0)
- f) Tracking member hours

Lisa Cygan – Motion to approve General Manager Report / Mona Harmon-Bowman – 2nd (All in favor = 8) (Opposed = 0)

IX. Board Decisions

- 1. Approve Annual Calendar – Motion by Lisa Cygan / 2nd by Mona Harmon-Bowman. All in favor (8) Opposed (0) Abstain (0)
- 2. Annual Meeting, May 5th
 - a. Task Force: Richard, Lisa, Jamie (Chair: Lisa) + 3 members
 - b. Richard will send e-blast looking for volunteer members for task force
- 3. NFA Meeting 2/9/13: Richard plus 1 employee and board member. Donna will be the board member, alternate will be Mona.

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4. Executive Limitations and Board Process Review

- a. Motion by Jamie that due to time constraints – keeping in line with the agenda times we review and approve highlighted item. Donna 2nd All in favor (10) Opposed (0) Abstain (0)
- b. Section B4: change dividend to distribution
- c. Section B7: #4 missing policy # - Add D3
- d. Section 6: Skip
- e. Section C8: #3 add ‘no later than’ change TBD to October
- f. Section D2: #1 ‘stopped here’

X. New Business

1. To be added to agenda template

XI. Closings

1. PDF will be used for all documents and be attached to meeting minutes for all future meetings.
2. Meeting with Mark (4 members to be scheduled)
3. Members signed up for 1/26/2013 leadership training in VT
 - a. Carpool to be set up – Susan Zimmerman to send email
4. Next Retreat – be sure to mark dates that are available based on calendar that Joel sent.
5. Next Meeting Topics:
 - a. GM Evaluation
 - b. Policies
6. Debrief:
 - a. Meeting place back to 105 Huntington Street
 - i. Need key (approval required from all owners)
 - b. Review Agenda Process
 - i. Like the time limits, flexibility and use review time to add new items as necessary

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- ii. Add section to agenda after Board Decisions called “New Business”

XII. Adjournment

Mark Roberts motion to adjourn the meeting at **8:33PM**

Minutes submitted by: Jamie Lee

Minutes approved by: Board of Directors February 2013 Meeting