

FIDDLEHEADS BOARD OF DIRECTORS
Minutes of Board Meeting of June 18, 2019

289 State Street, New London

(Approved by the Board on July 22, 2019)

I. CALL TO ORDER, ATTENDANCE, ANNOUNCEMENTS

A. Call to Order

Danny Spurr called to order a regular meeting of the Fiddleheads Board of Directors at 6:34 p.m. on Tuesday, June 18, 2019 at 289 State Street, New London, CT.

B. Attendance

The following Board members were present:

Danny Spurr, President
Susan Zimmerman, Treasurer
Carol Connell, Secretary
Caleb Bailey
Monica Chapman
Robin Harris
Sara Florek

The following Board members were absent:

Amelia Lord
Brenda De Los Santos

The following additional persons were present:

Lexa Juhre, General Manager
Elisa Giommi, Board Administrator

C. Check-in

Danny spoke with Jade regarding our retreat in September. The tentative dates of the retreat are either September 28 or 29. We need to specify outcomes for the retreat and that has been added to the agenda for this meeting.

The July Board meeting will be held on Monday, July 22 to accommodate summer schedules.

D. Owner Comments

No owner comments.

II. COMMITTEE/TASK FORCE

A. Annual Meeting Committee and the Nominations Committee

- a. These committees will hold a joint debrief with lessons learned at the July Board meeting.

III. APPROVE DRAFT MINUTES OF May 21, 2019 MEETING (6:45-6:47)

Motion to approve the minutes of the May 21, 2019 Board of Directors meeting as edited

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Motion: Susan Zimmerman

Second: Robin Harris

All in favor with Caleb Bailey and Monica Chapman abstaining

IV. APPROVE CONSENT AGENDA (6:47-6:49)

A. B1 Update was reviewed, which showed owner growth

B. NFCA Update – was not in the packet and will be presented in the July meeting.

Motion to approve the B1 Update

Motion: Caleb Bailey

Second: Susan Zimmerman

All in favor

V. GM MONITORING REPORT (6:49-7:00)

A. B5 Consumers

All sections were in compliance. It was noted that for the consumer survey that 30 responses drove the conclusions.

Motion to approve the B5 Consumers monitoring report

Motion: Caleb Bailey

Second: Robin Harris

All in favor

VI. DISCUSSION/ACTION ITEMS (7:00-7:08)

A. Board Monitoring Report D4 Monitoring GM

There was poor response from the Directors; therefore, this will be resent to those who did not respond when it was originally sent out.

B. Code of Conduct

All Directors present signed the Code of Conduct.

Danny Spurr noted a potential perception of conflict of interest; his wife is a contractor to Fiddleheads. No objections were noted.

C. Assignment of 1-year Director Term (7:09-7:10)

Caleb Bailey volunteered to fill this position.

D. Elect Board Officers (7:10-7:24)

President: Danny Spurr

Vice President: Robin Harris

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Secretary: Carol Connell
Treasurer: Susan Zimmerman

Motion to approve Board Officers

Motion: Caleb Bailey
Second: Sara Florek
All in favor

VII. VISIONING – CO-OP VALUES (7:43-8:30)

A. Quorum and Term Limits

The Board engaged in some discussion regarding these topics with agreement that the Bylaws Committee should address this in their agenda at a future meeting.

B. Outcome for Retreat

A small subcommittee will review our Ends led by Sara Florek to evaluate if any changes should be recommended and to recommend to what degree of success would be sufficient to be considered achievement with those Ends. They will also look at the list of co-op values in relation to our Ends and make suggestions as to how they can be incorporated into the Ends.

VIII. CLOSINGS (8:30-8:38)

A. Meeting Talking Points

1. The Board will schedule a debrief and lessons learned from the Annual Meeting and Nominations Committees.
2. Noted that SB138, the co-op bill was approved by both the CT State Senate and House due to good cooperative effort.
3. The Board elected the following officers for the 2019-2020 year: Danny Spurr, President; Robin Harris, Vice President; Carol Connell, Secretary; Susan Zimmerman, Treasurer.
4. The B1 update and financial report were accepted.
5. All Board members present signed the Code of Conduct.
6. The B5 Consumers GM Monitoring Report was accepted.
7. The upcoming July meeting date was changed to Monday, July 22.

B. Upcoming Agenda Items

1. Debrief and lessons learned from the combined Annual Meeting and Nominations Committees.
2. Susan Zimmerman will present an updated Board budget at the July meeting.
3. Lexa Juhre will update the store budget.

Review Decisions, Tasks, and Assignments

Decisions:

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1. Approved the minutes of the May 21, 2019 Board of Directors meeting as edited
2. Approved the B1 Update and the B5 Consumers GM Monitoring Report
3. Approved the appointments of the Board officers.

Upcoming events:

1. June 6-8: CCMA-National Food Co-op Conference in Durham, NC; Danny Spurr will attend.
2. Board retreat is tentatively set for September 28 or 29, 2019

C. Adjournment

Motion to adjourn:

Motion: Robin Harris

Second: Caleb Bailey

All in favor

Meeting adjourned at 8:38 p.m.

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Draft minutes prepared for submission to the board by Carol Connell/Elisa Giommi on July 11, 2019

Minutes approved by vote of the Board on July 22, 2019 and put into final form by Elisa Giommi on September 20, 2019.