

FIDDLEHEADS BOARD OF DIRECTORS
Minutes of Board Meeting of October 15, 2019
289 State Street, New London
(Approved by the Board on November 19, 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 6:32 p.m. on Tuesday, October 15, 2019 at 289 State Street, New London, CT.

B. Attendance

The following Board members were present:

Danny Spurr, President
Carol Connell, Secretary
Caleb Bailey
Monica Chapman
Brenda De Los Santos
Sara Florek
Robin Harris, Vice-President
Amelia Lord

The following Board member was absent:

Susan Zimmerman, Treasurer

The following additional persons were present:

Lexa Juhre, General Manager
Elisa Giommi, Board Administrator
Liam Powers, Owner
Kim Megrath, Owner

C. Opening

All members of the Board read the Meeting Preamble. The Board reviewed the agenda for the meeting; no changes were made.

II. APPROVE DRAFT MINUTES OF September 17, 2019 MEETING (6:40-6:61)

Motion to approve the minutes of the September 17, 2019 Board of Directors meeting.

Motion: Caleb Bailey
Second: Monica Chapman
All in favor with Carol Connell abstaining

III. APPROVE CONSENT AGENDA

There were no items on the Consent Agenda this month.

FIDDLEHEADS BOARD OF DIRECTORS
Minutes of Board Meeting of October 15, 2019
289 State Street, New London
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IV. COMMITTEE/TASK FORCE (6:41-6:46)

A. Nominating and Annual Meeting Committee

The Committee submitted minutes from its September 24, 2019 meeting. The Committee was planning “meet and greet” for potential Board candidates and developed a list of characteristics that it felt potential candidates should know about the Board and Board service. The Committee held its first meet and greet in October and another is planned for November 9, 2019. The next meeting will be held on October 29, 2019 at Fiddleheads and the Committee will begin planning for a venue for the annual meeting.

V. GM MONITORING REPORT (6:46-6:56)

A. B3 – Asset Protection

Lexa Juhre reported compliance with all parts of the policy. The Board reviewed the report and suggested there be more clarity around issues that are being worked on and those that have been resolved in next year’s report.

Motion to accept compliance with the B3 – Asset Protection

Motion: Amelia Lord

Second: Caleb Bailey

All in favor

VI. DISCUSSION/ACTION ITEMS (6:56-7:09)

A. Board Monitoring Report C5 – Code of Conduct

Very few directors responded to this survey and the Board discussed ways to ensure more robust participation. Directors were encouraged to put reminders in their calendars and Elisa Giommi will send out an email with a link to the survey. It was noted that we need more Board members participating in trainings; for instance, no one is planning on attending the upcoming Co-op Café. A schedule of trainings and recommended participation will be provided to Board members.

VII. VISIONING (7:09-8:28)

A. Board retreat review and next steps

The Board would like to thank Jade Barker, Columinate consultant, who facilitated our Board retreat on September 28, 2019. We reviewed her report and started addressing the next steps identified at the retreat. The next steps and potential actions included:

1. More meaningful self-assessment – the Board discussed the possibility of another tool that would provide more in-depth and critical assessment.
2. GM compensation discussion – Lexa Juhre will propose her recommendation at the

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- December Board meeting.
3. Diversity/inclusion next steps – Caleb Bailey and Danny Spurr will investigate potential training for the Board.
 4. New co-op legislature – Questions regarding re-incorporation under the new legislation will be posed to our attorney by Lexa Juhre and she will relay the recommendations to the Board.
 5. Board social – Amelia Lord kindly volunteered to hold a movie night at her home in December; she will be sending out a Doodle to the Board to select a date.
 6. Board/Staff engagement – Board members should be more visible in the store. One thought was to have a Board member volunteer to bag during high-volume times. So as not to overwhelm the staff, Sara Florek agreed to help coordinate this effort. It was also suggested that some Board members could attend Staff training sessions. Lexa Juhre will look into this.
 7. Discuss impact of competition (e.g., Costco) – The Board will plan a SWOT analysis in an upcoming Visioning Session.
 8. Financial Training – the ideal time to hold this would be in late Spring, early summer to capture newly elected Board members.
 9. Succession Planning – other trainings were suggested to ensure that Board members were capable of stepping into leadership roles on the Board. Some of these included meeting facilitation training, problem solving, and having a robust support system to train and rotate Board roles.

The Board will start planning for next year's retreat.

VIII. OWNER COMMENTS (8:28-8:43)

Liam Powers complimented the Board on a business-focused meeting and said he felt the co-op was in good hands. He also questioned how many openings would be up for election this coming year. Danny Spurr informed him that there would be 3 openings for Directors.

Kim Megrath asked how many food co-ops were in the area. There are only 2 food co-ops in Connecticut – Willimantic Food Co-op and Fiddleheads. She asked where we fit in with our ends on food justice, that the demographics of New London suggest that we could be part of a solution for access. She also asked about the process of becoming a candidate – the nomination committee identifies candidates that are interested in participating; we have 3-year terms and elections are in the late-Spring.

IX. CLOSINGS

A. Meeting Talking Points

1. Two co-op member/owners attended the Board meeting.
2. Plans are underway for the Board to become more visible in the store to both owners and staff.
3. The Board has identified several topics for training and will be developing a schedule for training seminars.
4. Danny Spurr will explore the possibility of diversity training using the Intercultural Development Inventory process.

FIDDLEHEADS BOARD OF DIRECTORS
Minutes of Board Meeting of October 15, 2019
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5. The next Meet & Greet will be held on November 9, 2019 at Fiddleheads.

B. Upcoming events

1. The CDS Co-op Café will be held on Saturday, October 19, 2019 in New Hampshire
2. October 24-25, 2019 Co-operative Business Training with Saint Mary's University, Greenfield MA will be attended by Monica Chapman.

C. Adjournment

Motion to adjourn:

Motion: Robyn Harris

Second: Brenda De Los Santos

All in favor

Meeting adjourned at 8:46 p.m.

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Draft minutes prepared for submission to the board by Carol Connell/Elisa Giommi on October 25, 2019

Minutes approved by vote of the Board on November 19 2019, and put into final form by Elisa Giommi on November 30, 2019..