

FIDDLEHEADS BOARD OF DIRECTORS
Minutes of Board Meeting of November 19, 2019
289 State Street, New London
(Approved by the Board on January 21, 2020)

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 6:31 p.m. on Tuesday, November 19, 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
Susan Zimmerman, Treasurer

The following Board member was absent:

Amelia Lord

The following additional persons were present:

Lexa Juhre, General Manager
Elisa Giommi, Board Administrator

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 October 15, 2019 MEETING (6:37-6:39)

Motion to approve the minutes of the October 15, 2019 Board of Directors meeting.

Motion: Robin Harris
Second: Caleb Bailey
All in favor with Susan Zimmerman abstaining

III. APPROVE CONSENT AGENDA (6:39-6:42)

There was a discussion about internal procedures for equity refund requests and making sure that the equity being refunded is properly conveyed to the Board.

Motion to approve Equity Refund Request with a value of \$175

Motion: Susan Zimmerman
Secon: Brenda De Los Santos

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All in favor

IV. COMMITTEE/TASK FORCE (6:42-6:52)

A. Nominating and Annual Meeting Committee

The Committee submitted minutes from its October 29, 2019 meeting. There are 2 candidates interested in running for the board. The deadline is set for December 30, 2019 for candidates. Location suggestions and potential dates were discussed. Danny and Monica will provide a summary of candidates for the Board.

V. GM MONITORING REPORT (6:52-8:17)

A. B1 – Financial Condition Q3 2019 (6:52-7:52)

Sales remain robust, but net income was out of compliance. Reasons for non-compliance included unplanned expenses due to a water heater bursting and increased personnel expenses. Plans for correction include work to increase margin and increase sales in the prepared foods department.

There was a request for a budget for capital expenditures and well as an asset depreciation list (schedule) for the upcoming 2020 budget proposal, to be reviewed in December.

There was also a discussion of the condition of the building where the store currently resides and how to potentially address this in the future. Options of relocation or investment in the current location were discussed and are an area for future research. It was suggested that the Board may wish to form a committee to look into this.

The Board reviewed the report and moved to accept with correction to the reported income.

Motion to accept GM monitoring report B1-Financial Condition Q3 2019 with acknowledgement of non-compliance in section 2 (net income)

Motion: Susan Zimmerman

Second: Monica Chapman

All in favor

B. A - Global Ends (7:52-8:17)

Lexa Juhre reported compliance with all parts of the policy. There was a discussion about the potential for a Food for All program, as had been discussed in previous years. Some of the potential barriers include lack of state support for programs like this. There is potential federal money available that the state can tap into. Vermont, for instance, has supports for programs such as this. This topic was seen as one to further explore and research.

Motion to accept compliance with the A-Global Ends report

Motion: Carol Connell

Second: Robin Harris

All in favor

VI. DISCUSSION/ACTION ITEMS (8:17-8:51)

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A. Board Monitoring Report C6 – Officers (8:17-8:19)

Due to technical errors, this report is tabled for revision by Board Administrator. It will be re-issued when corrected and all Board members will take the survey

B. 2020 Board Calendar

Tabled.

C. Proposal from consultant LaDonna Redmond for DEI (8:21-8:51)

Discussion around the cost and efficacy of contracting with LaDonna Redmond of Columinate Consulting to engage in Diversity and Inclusion training for the Board and General Manager to better meet Ends Policy. Consulting costs would be spread over 18 months. Danny will schedule a conference call with the consultant to clarify her proposal. Clarification was sought on goals of the project and more specifics on what the work will look like. Danny, Brenda, Carol, and Monica volunteered to be on the call. Board members were requested to funnel any questions for the consultant through Danny.

VIII. OWNER COMMENTS

No owner comments

IX. CLOSINGS

A. Meeting Talking Points

1. Approved A-Global Ends report
2. Approved B1 Financial Condition Q3 2019 report
3. Discussed consultation proposal for Diversity, Equity, and Inclusion work
4. Discussed store's physical infrastructure limitations
5. Discussed store structure strategy

B. Upcoming events

C. Adjournment

Motion to adjourn:

Motion: Susan Zimmerman

Second: Sara Florek

All in favor

Meeting adjourned at 8:54 p.m.

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Draft minutes prepared for submission to the board by Elisa Giommi on December 29, 2019

Minutes approved by vote of the Board on _____, and put into final form by _____ on _____.