

**FIDDLEHEADS BOARD OF DIRECTORS**  
**Minutes of Board Meeting of April 20th, 2021**

Conference Call

(Approved by the Board on May 18th, 2021)

**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 6:34pm on Tuesday, April 20th, 2021, via Conference Call.

**B. Attendance**

**The following Board members were present:**

Danny Spurr, President  
Brenda De Los Santos, Vice President  
Robin Harris, Treasurer  
Monica Chapman, Secretary  
Carolyn Wilson  
Sehar Mahmood

**The following Board members were absent:**

Liam Powers  
Amelia Lord  
Sara Florek

**The following additional persons were present:**

Lexa Juhre, General Manager  
Katie Blanchard, Board Administrator  
George Page, Owner

**C. Opening**

1. Directors shared check-ins.
2. Directors reviewed the agenda.
  - a. Columinate Contract Quarterly Report removed from the Consent Agenda to begin discussing scheduling the Board Retreat.

**II. APPROVE DRAFT MINUTES OF March 16th, 2021 MEETING (6:39-6:40)**

**Motion to approve the minutes of the March 16th, 2021 Board Meeting.**

**Motion:** Robin Harris

**Second:** Carolyn Wilson

**All in favor.**

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**IV. CONSENT AGENDA (6:40-6:42)**

**A. Owner Equity Refund Requests (if any)**

1. None this month.

**B. Columinate Contract Quarterly Report**

1. Pulled from the consent agenda to discuss potential scheduling for the Board Retreat.
2. October is potentially a good month to explore having a Board Retreat.

**V. COMMITTEE/TASK FORCE (6:42-6:58)**

**A. Nominating Committee**

1. All statements, pictures and videos have been submitted to Lexa and the marketing team. The Nominating Committee will meet once more following the election to reflect on the successes and opportunities of this year's election cycle.

**B. Annual Meeting Committee**

1. The Annual Meeting will be held on May 22nd from 1:00-3:00 PM and will be virtual.
  - a. Lexa is working on creating a Save the Date announcement to go out to owners. Simply Voting is queued up and ready to go.
2. The Annual Meeting Committee began discussing the structure and finer details of the meeting.
3. The Board set a cut off date for owner eligibility as April 30th. All owners who have made their first equity payment by the end of business day on April 30th will be eligible to vote in this year's board election.
4. The Board set the Election timeframe for May 5th through May 19th.

**Motion to set the date for the Annual Meeting for May 22nd.**

**Motion:** Danny Spurr

**Second:** Monica Chapman

**All in favor.**

**Motion to set the voting eligibility cut off date as the end of business on April 30th as well as holding the Elections from May 5th through May 19th.**

**Motion:** Danny Spurr

**Second:** Robin Harris

**All in favor.**

**C. Equity Policy Review Committee**

1. Met on April 7th with La Donna and on April 19th.
2. The committee is discussing the Ends and reframing them through an equity lens.
  - a. Evaluated language in our Ends Statement such as defining "Community" and focusing on how the language could be more inclusive.
  - b. The committee is working on drafting a new Ends Statement to be proposed next month.

**D. Executive Committee**

1. The board reviewed the Executive Committee charter.

**Motion to approve the Executive Committee Charter.**

**Motion:** Robin Harris

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**Second:** Carolyn Wilson

**All in Favor.**

**V. GM MONITORING REPORTS (6:58-7:36)**

**A. B6 Staff**

1. The board discussed the wage scale and benefits offered to employees.
  - a. It was noted that Fiddleheads seeks to be a choice employer who can pay employees a premium. Historically, entry level jobs have offered a competitive wage. We are able to keep up with current minimum wage increases, but do not surpass the current minimum wage at this point. . It was also noted that manager salaries are not as in line with the market.
  - b. While there is a generous paid time off policy, other benefits, particularly the lack of health benefits, remains the largest gap between comparable co-ops of our size. As staffing continues to grow, the co-op will soon be in the category of large employer under the ACA and will be required to pay health insurance premiums for all full time employees.
  - c. It was also noted that many staff roles in the co-op do not have direct correlations to other grocery stores in our market.
  - d. Lexa also brought up a living wage calculator provided by NCG that when populated with local data generates \$16 as a living wage for someone living independently in our area.
  - e. The board reviewed Lexa's thoughts and concerns surrounding wage scale timelines, hazard pay, and updating the organizational structure of the store to reflect the consistent increase in business.
  - f. Though hazard pay has effectively raised entry level wages to \$14.50 per hour and whereas Fiddleheads continues to extend hazard pay while most area grocery stores discontinued hazard pay at the end of last summer, the main challenge ahead is determining how much of this increase can be made a permanent increase to the base pay scale, while accounting for upcoming significant increases to payroll from health insurance premiums as Fiddleheads offers coverage through the ACA.
2. The Board inquired about an HR consultant.
  - a. Lexa has utilized some services offered by Columinate for HR adjacent analysis but has yet to find a service or person who would be the right fit.
3. The Board inquired about some survey results indicating confusion around job descriptions.
  - a. Lexa noted Covid's effect on the business and how the store had to flex to meet unprecedented business demands. This resulted in employees shifting and working throughout many departments and some departments rapidly expanding and decreasing in staffing levels. Many staff members have been learning skills beyond their job descriptions which is exciting but has led to a less concrete understanding of their expectations and has started to wear on morale, as reflected in the survey.
  - b. Lexa also noted how 9 staff members are embarking on a leadership training program. These staff members are either currently directing people or are on a leadership path.
  - c. Lexa also noted that the store is preparing for a staffing shift with many staff members going off to college or embarking on new career changes so it is pressing to iron out the organizational structure before the new wave of employees are hired.
  - d. Strengthening the organizational structure to support the increases in sales volume and clarifying existing roles, updating existing job descriptions, defining new roles, and providing more development paths are current priorities of the management team.
4. Lexa will deliver an update to the Board on her payroll plan during October's meeting ahead of

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setting the budget in December. Lexa will provide any updates as they happen before then, including any changes to hazard pay.

- a. Lexa noted the creation of a new Department Head role in the Kitchen as well as a Night Shift Lead for the kitchen.

**Motion to Approve GM Monitoring Report B6 Staff with Acknowledgement of Non-Compliance in Section 4.**

**Motion:** Sehar Mahmood

**Second:** Brenda De Los Santos

**All in favor.**

**VI. DISCUSSION / ACTION ITEMS (7:36-7:52)**

**A. Board Officer Succession Planning:**

1. Brenda De Los Santos has been approached about taking on the President role so she may be well supported during Danny's last term, assuming he is re-elected.
2. The Board was encouraged to think about whether they may be interested in changing their roles.

**B. Board Monitoring Survey: D2 GM Accountability**

1. The board reviewed the survey responses.
2. There was a question about the language surrounding, "The GM will be the Board's only link to store operations."
  - a. The board made a note to revisit this clunky language in the future.

**C. Update on Patronage**

1. The board expressed interest in discussing Patronage at the Annual Meeting.

**D. Check-in on small group DEI meetings and DEI Work**

1. The next La Donna Meeting will be held on May 2nd 10am-12pm

**E. Update Board Monitoring Survey.**

1. The Board discussed amending "Is this policy okay as is?" to include "e.g. Does this policy help us get to the equity position in which we want to be?" Do other changes need to be made to the policy?

**Motion to approve changing the Board Monitoring Survey question, "Is this policy OK as is?" to "Is this policy OK as is? e.g. Does this policy help us get to the equity position in which we want to be?"**

**Motion:** Robin Harris

**Second:** Brenda De Los Santos

**All in favor.**

**VII. CLOSINGS (7:52-8:00)**

**A. Meeting Talking Points**

1. The Board Approved the Annual Meeting Date for May 22nd.
2. The Board chose the dates for the election and set parameters for voter eligibility.
3. The Board reviewed an update from the Equity Policy Review Committee.
4. The Board Reviewed the GM Monitoring Report B6: Staff and are continuing to work on greater compensation goals for staff.
5. We updated our board monitoring survey to reflect reviewing policies through an equity lens.

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6. The Board formalized the Executive Committee Charter.
7. The Board approved the GM Compensation request for proposal.

**B. Upcoming events:**

1. Meeting with LaDonna- Sunday, May 2, 10am-12noon
2. [CCMA 2021](#) (Virtual)- Wed. June 7- Sun. June 11th - contact Lexa to be registered

**VIII. Executive Session and Meeting Adjourned (08:00-08:13)**

**Motion to enter into executive session to review Draft Request for GM Compensation Proposal**

**Motion:** Carolyn Wilson

**Second:** Brenda De Los Santos

**All in favor.**

The board met in executive session to go over the draft Request for GM Compensation Proposal. The board accepted the proposal with an amended deadline.

**Motion to approve the Request for GM Compensation Proposal as amended.**

**Motion:** Danny Spurr

**Second:** Robin Harris

**Motion to exit executive session and adjourn.**

**Motion:** Carolyn Wilson

**Second:** Brenda De Los Santos

**All in favor.**

**Meeting adjourned at 08:13 pm.**

\* \* \* \* \*

Draft minutes prepared for submission to the board by Katie Blanchard on April 20th, 2021.

Minutes approved by vote of the Board on May 18th, and put into final form by Katie Blanchard on May 18th, 2021.