

FIDDLEHEADS BOARD OF DIRECTORS

Minutes of Board Meeting of June 14th, 2022

(Approved by the Board on July 19th, 2022)

I. CALL TO ORDER, ATTENDANCE, ANNOUNCEMENTS

A. Call to Order

Brenda De Los Santos called to order a regular meeting of the Fiddleheads Board of Directors at 6:36 pm on Tuesday, June 14th, 2022.

B. Attendance

The following Board directors were present:

Brenda De Los Santos, President
Danny Spurr, Secretary
Amelia Lord (arrived at 6:42)
Sehar Mahmood (left at 8:00)
Amy Duval
Chevelle Moss-Savage
Olivia Jenkins

The following Board directors were not present:

Monica Chapman
Robin Harris, Treasurer

The following additional persons were present:

Lexa Juhre, General Manager
Katie Blanchard, Board Administrator

C. Check-ins and Agenda Review

1. The scheduled community partner was unable to attend the meeting and so was removed from the meeting.
2. Appoint Directors:

Motion to appoint Olivia Jenkins to the two year term vacancy and Monica Chapman to the one year term vacancy.

Motion: Danny Spurr

Second: Amy Duval

All in favor

3. Owners shared check-in's.

D. Owner Comments

1. No owners present.

II. APPROVE DRAFT MINUTES OF May 17th, 2022 MEETING (6:50-6:53)

Motion to approve the minutes of the May 17th, 2022 Board Meeting.

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Motion: Brenda De Los Santos

Second: Amy Duval

All in favor.

III. CONSENT AGENDA (6:53-6:54)

1. Owner Equity Refund Request:

- a. There were no Equity Refund Requests this month but the Board took this opportunity to explain what a Equity Refund Request is to the newly seated directors.

IV. COMMITTEE/TASK FORCE (6:54-7:01)

A. Equity Policy Review Committee

1. Final Policy Approval Vote.

- a. The Board reviewed the proposed policy changes to the Executive Limitation and Board Policies drafted through the lens of equity and inclusion.
- b. There was a question about allowing time and space for some policy changes to be fully enacted. The Board understands that some policy changes will take time and research to enact but are excited to have their intentions set.

Motion to approve the proposed policy changes to the Executive Limitation Policies and Board Policies.

Motion: Danny Spurr

Second: Amelia Lord

All in favor. Chevelle Moss-Savage abstains.

VI. GM MONITORING REPORTS (7:01-7:25)

A. B5: Consumers

1. Lexa spoke about the customer survey results noting mostly positive responses as well as demographic information.
2. Lexa included information speaking to the newly adopted policy for customer expectations as well as staff expectations for handling difficult situations and de-escalating volatile interactions. Lexa reaffirmed the co-ops commitment to seek interventions other than police to de-escalate or address non-violent issues.
3. Though the sample size is still too small to be statistically significant, It was noted that customer survey results were generally lower for people of color versus those identifying as white. As more data is collected, it is hoped that improvement or lack of improvement can be tracked over time.

Motion to Approve GM Monitoring Report for B5 Consumers.

Motion: Danny Spurr

Second: Brenda De Los Santos

All in favor. Sehar Mahmood not present at time of vote.

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VII. DISCUSSION / ACTION ITEMS (7:25-8:09)

A. Board Monitoring Survey: D4 Monitoring GM

1. Directors noted that the GM evaluation process often extends past January.
2. Katie will check on the most up to date timeline for GM evaluation and update the Board Monitoring surveys.

B. Welcome New Directors

1. New Board Orientation:
 - a. Scheduled for July 18th from 5pm-7pm

C. Sign Code of Conduct

1. The Board individually committed to the Director's Code of Conduct.
 - i. Absent Board Members (Rodin Harris and Monica Chapman) will commit to the Code of Conduct next month.

D. Elect Officers

1. Brenda De Los Santos - President
2. Sehar Mahmood - Vice President
3. Robin Harris - Treasurer
4. Danny Spurr - Secretary

Motion to approve proposed slate of officers.

Motion: Amy Duval

Second: Amelia Lord

E. Committee Assignments

1. Nominating Committee
 - i. This committee will be chartered as the election season begins.
2. Annual Meeting Committee
 - i. The Board noted that holding the Annual Meeting is in Fiddleheads' Bylaws. The past two years resulted in poorly attended virtual meetings. The Board is considering having a fall meeting in person which would necessitate assigning people to the Annual Meeting Committee as soon as possible. Lexa will schedule meetings with the following directors who have expressed interest.
 1. Amy Duval
 2. Chevelle Moss-Savage
 3. Brenda De Los Santos

Motion to Charter the Annual Meeting Committee with Amy Duval, Chevelle Moss-Savage, and Brenda De Los Santos and Lexa Juhre with the chair to be named at a later date.

Motion: Brenda De Los Santos

Second: Chevelle Moss-Savage.

All in Favor.

3. Equity Policy Review Committee- this committee will be charged with proposing changes to bylaws to allow for owners who are on staff to run for the Board of Directors.
 - i. Brenda De Los Santos-Chair
 - ii. Olivia Jenkins
 - iii. Amelia Lord
 - iv. Danny Spurr

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Motion to charter the Equity Policy Review Committee with Olivia Jenkins, Amelia Lord, Danny Spurr, and Brenda De Los Santos as chair.

Motion: Sehar Mahmood

Second: Amy Duval

F. Board Retreat Dates:

1. The Board discussed dates for the Board Retreat to take place in September and October.

G. CCMA Feedback:

1. This is a conference for Co-op Directors, staff, and managers.
2. Rachel Watrous, Operations Manager at Fiddleheads, led a panel on how to be an excellent employer.
3. Lexa attended a session about making social media accessible to visually impaired customers.

VIII. CLOSINGS (8:09-8:20)

A. Owner Comments:

1. No owners were present.

B. Meeting Talking Points:

1. Welcomed new directors: Chevelle Moss-Savage and Amy Duval. The Board appointed Olivia Jenkins for a two year term and Monica Chapman to serve a one year term. These appointments will fill the vacant seats of Ali Rangwala and Liam Powers.
2. Chartered an Annual Meeting Committee with the hope of having an Annual Meeting in the fall.
3. Acknowledged that our owners and shoppers who identify as American Indian, Alaskan Native and Asian have rated us lower in some areas of our consumer survey.
4. Chartered the Equity Policy Review Committee.
5. Discussed the GM Monitoring Report B5: Consumers.
6. The Board Elected Officers.
7. The Board Signed the Code of Conduct.
8. The Board approved proposed policy changes to the Board's Executive Limitations and Board Policies updated through the lens of equity and inclusion.
9. Reaffirmed commitment to seek out interventions other than police to de-escalate or address non-violent issues.

B. Tasks and Responsibilities:

1. Brenda will send a doodle poll to schedule the Board Retreat.
2. Brenda will also send a doodle poll to schedule the next Equity Policy Review Committee Meeting.

D. Upcoming events

1. Step Up NL Community Conversation, Wednesday, June 22, 5-7pm
2. DEI Training with LaDonna, Saturday, July 23rd, 10am-1pm
3. New Board Member Orientation is scheduled for July 18th from 5pm-7pm.

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IX. Meeting Adjourned

Motion to adjourn meeting:

Motion: Chevelle Moss-Savage

Second: Amy Duval

All in favor.

Meeting adjourned at 8:20 pm

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Draft minutes prepared for submission to the Board by Katie Blanchard and Danny Spurr on June 14th, 2022.

Minutes approved by vote of the Board on July 19th, 2022, and put into final form by Katie Blanchard on July 19th, 2022.