

FEBRUARY 2014 BOARD PACKET

Fiddleheads Board of Directors
February 18, 2014

**FIDDLEHEADS
BOARD OF DIRECTORS MEETING
February 18, 2014
6:30-8:30 PM
105 Huntington Street, New London**

Time	Topic	Resource	Board Action/ Outcome	Leader
6:30-6:40	Meeting Preamble <i>Each of us is a member of the coop community and has been elected to be leaders in serving our members. May we conduct this meeting by empowering each other, treating each other with kindness, and maintaining an atmosphere of mutual respect.</i> Check-in			President
6:40-6:45	Agenda Review		Make any needed adjustments	President
6:45-6:55	Member Comments			President
6:55-7:00	Minutes Special and January (board packet)		Accept minutes	President
7:00-7:25	GM Update Report		Discuss as necessary	GM
7:25-7:30	Consent Items-Any item can be removed for discussion at the request of a board member <ul style="list-style-type: none"> • GM Monitoring B1 Financial Condition • CBLD Leadership Training (board packet) 		Accept report	President
7:30-7:40	Consent Agenda Items needing discussion		Accept after discussion	President
7:40-7:50	Action Items <ul style="list-style-type: none"> • Retreat Date <i>Do we want to hold a spring retreat?</i> 		Approve Retreat Date	President
7:50-8:30	Board Discussion-These items are for discussion; no action at this meeting <ul style="list-style-type: none"> • Member Equity (board packet) <i>Review Proposal to revise Bylaws and Member Equity Definition</i> • Annual Meeting Agenda Planning <i>Discuss following questions</i> <ul style="list-style-type: none"> ○ Board Elections (Board Roster in packet) <i>How are we conducting the board election?</i> ○ Bylaws Approval <i>How will Bylaws get to members for ratification?</i> ○ Minutes of 2013 Meeting <i>Do we have minutes?</i> • Review of 2013 <i>Reflect on the following questions</i> <ul style="list-style-type: none"> ○ What were the board's greatest accomplishments in 2013? ○ What contributed to those successes? ○ What are the board's biggest goals for 2014? 	Fiddleheads Interim Bylaws Elections Field Guide (CBLD)	Take action at next meeting as needed	President

	o What will help us achieve these?			
8:30- 8:45	Closings <ul style="list-style-type: none"> • March draft agenda (Board Packet) • Meeting Checklist <ul style="list-style-type: none"> o Everyone was present physically and attentively o No sidebar conversations o Maintain topic focus o Everyone had a voice and was heard o Be honest but not brutal o Don't monopolize o Clarify the purpose of each agenda item to begin o Signal if you feel personally attacked, disrespected, or put down • Review Decisions, Tasks, Assignments • Adjourn Meeting 		Review Evaluate meeting process: what worked and what needs improvement	President President

BOARD PACKET:

- 1) Draft Special January 6 and Rescheduled January Meeting Minutes
- 2) CBLD Leadership Training Summary
- 3) Member Equity Summary
- 4) Proposed Bylaws and Member-Owner definition
- 5) Board of Directors Roster
- 6) March Draft Agenda

Minutes of January 6, 2014 Special Meeting

I CALL TO ORDER

Susan Zimmerman called to order the regular meeting of the Fiddleheads Board of Directors at 5:30 p.m. on January 6, 2014 at 105 Huntington Street, New London, CT.

II ATTENDANCE

The following Board members were present:

Susan Zimmerman, President
Mark Roberts, Vice President
Ed Demuzzio, Treasurer, *arrived at 5:33*
Lee Boltz
Mona Harmon-Bowman
Carolyn Wilson
Sue Phillips
Ellen Clinesmith
Suzanne Cattanach, *arrived at 5:38*

The following additional persons were present:

Alyssa Skaves, Recording Secretary
Richard Virgin, General Manager

III. CONSENT AGENDA

A. The following items were removed from consent agenda for full discussion:

- Revised GM Monitoring Report B1: Financial Condition
- GM Monitoring Report B8: Board Support
- 2014 Meeting Schedule
- 2014 Board Budget
- 2014 Annual Calendar

B. The remaining item: **GM Monitoring Report B7: Board Communication** was accepted.

 Motion to accept: Lee Boltz

 Second: Mark Roberts

 All in favor

IV. CONSENT ITEMS DISCUSSED

A. Revised GM Monitoring Report B1: Financial Condition

Lee raises concern that debt ratio was mis-stated in subsection B.1.3. It was clarified that "Industry standards call for a positive ratio of resources to debt of 1.25" and that Fiddleheads currently has resource to debt ratio of 1.35.

There are also typographical errors in the last sentence of B.1. and B.1.10 which will be corrected.

These typographical corrections will be made, and the report is moved accepted as corrected.

Motion to accept: Ellen Clinesmith

Second: Mark Roberts

All in favor

B. GM Monitoring Report B8: Board Support

Monitoring report generally indicates GM is providing minimal support and board if offering its own logistical support. In other words, GM is asserting compliance with current practice although that is not fully consistent with written policy. For example, it was discussed that Ellen Clinesmith is maintaining the Board Book.

Susan Z. notes that pursuant to best practices, GM should probably be doing more that is consistent with written policy and not simply relying upon past practice. For example:

GM should be providing an area at co-op to keep Board Book

GM should maintain Board email accounts and distribute contact info

Suzanne C. also suggests that as part of providing support the recording secretary position could be a paid position facilitated by GM.

Mark R. made motion to change policy at this time. No second.

Board is cognizant of need to revisit/clarify this policy but at this time wants to accept report.

Motion to accept: Lee Boltz

Second: Sue Phillips

7 in favor, Susan Zimmerman opposed, Ellen Clinesmith abstaining

C. 2014 Board Meeting Schedule

Lee Boltz asks that in caption that it is clarified that meeting is third Tuesday of every month unless otherwise noted.

Sue Phillips notes that April 15th meeting coincides with beginning of Passover and she may not be in attendance.

Board wants to accept, with the addition to header noted by Lee Boltz.

Motion to accept: Suzanne Cattanach

Second: Mark Roberts

All in favor

D. 2014 Board Budget

Upon Lee Boltz query, Susan Z. clarifies that we are seeking to incorporate 3 extra consulting hours each QUARTER, for a total of 15 in the course of the year at \$130 per hour ($\$130 * 12 = \1560). The purpose for extra consulting hours is also clarified.

Also clarified that lodging for first quarter conferences is also included to encourage board members to attend. Instead of Cooperative Cafe, the board budget should say "Conference Expense."

Upon the suggestion that the issue of paying a recording secretary be put upon the next regular meeting agenda it was then suggested to just make the decision now.

Motion to add \$300 per quarter (\$100 per month) to Board Budget for Recording Secretary Stipend.

Motion: Sue Phillips

Second: Mona Harmon-Bowman

All in favor

Motion to accept Board Budget with the addition of Recording Secretary Stipend.

Motion: Mark Roberts

Second: Suzanne Cattanach

All in favor

E. 2014 Annual Calendar

There is explanation of the new format.

It is decided there should be a board presence in the newsletter, including articles of interest. A schedule will be made for the newsletter such that board members can be given a deadline for submissions. The Calendar can also be revised when new information, such as newsletter deadlines, presents itself.

The board tentatively moved the retreat to October. No funding was added for catering for retreat, it was assumed that there will be savings elsewhere to allow for this expense.

Motion to accept the October date for the Board Retreat:

Motion: Ellen Clinesmith

Second: Carolyn Wilson

All in favor

V. AGENDA ACTION ITEMS

A. Remove Board Member

Unnecessary to pursue.

B. Elect Secretary

Summary: Sue Phillips volunteers to fill the position of Board Secretary

Motion to elect Sue Phillips as Board Secretary

Motion: Mona Harmon-Bowman

Second: Ellen Clinesmith

All in favor

C. Policy Register A: Global Ends

Summary: Language under A6 regarding the co-op as a workplace was adjusted to provide a "meaningful work opportunities in a supportive environment."

Southeastern Connecticut will be spelled out completely throughout and capitalized. The parenthesis around global will be removed.

It was left open whether these Global Ends override existing "mission" and "vision" statements.

Motion to accept Policy Register A with these changes:

Motion: Mark Roberts

Second: Ellen Clinesmith

All in favor

VI. ADJOURNMENT

Sue Phillips moved to adjourn at 6:30. The motion was seconded by Suzanne Cattanach. All in favor.

Draft minutes submitted by: Alyssa Skaves on: January 12, 2014

Reviewed by Sue Phillips on: January 24, 2014

Minutes approved by vote of the Board on: _____ *(date)*

Minutes of January Board Meeting

II. CALL TO ORDER

Susan Zimmerman called to order the regular meeting of the Fiddleheads Board of Directors at 6:34 p.m. on February 4, 2014 at 105 Huntington Street, New London, CT. Note board meeting was rescheduled from regular meeting date of January 21, 2014 due to weather.

II. ATTENDANCE

The following Board members were present:

Susan Zimmerman, President
Mark Roberts, Vice President
Ed Demuzzio, Treasurer
Mona Harmon-Bowman
Carolyn Wilson (arrived at 7:55 p.m.)
Sue Phillips
Ellen Clinesmith

The following Board member were absent:

Lee Boltz
Suzanne Cattanach

The following additional persons were present:

Alyssa Skaves, Recording Secretary
Richard Virgin, General Manage
Shannon Heap, Auditor

III. AGENDA REVIEW

MOTION: Susan Phillips motions to move talking points from board discussion to, the auditor's presentation

Mark Roberts seconds.

All in favor.

GM requests the Board go into Executive Session at end of meeting to discuss personnel issue. The request is approved.

IV. MEMBER COMMENTS

No members present.

V. MINUTES

November Minutes Corrections: Page numbers and footer with the meeting date and approval date are to be added. There is a missing period on next to last page. Under "Action Items - Board Monitoring Proposal 8A" the language "more discussion than is practical for one person" is to be added.

MOTION: Ellen Clinesmith moves to accept the November Minutes as edited.

Mona Harmon-Bowman seconds.

All in favor.

VI. AUDITORS PRESENTATION OF JANUARY-JULY 21, 2013 AUDIT

A. Summary of Presentation

Summary: The audit was issued on November 1, 2013 covering the period of January 1 through July 19, 2013. The audit was prepared by Shannon Heap, of Adrich, Perkins, Mulcahey & Heal, LLC, has been working with Fiddleheads' over the past three years, doing taxes, reviewing Fiddleheads' books, and making recommendations. The auditor observed the July 19th inventory and because he had not also observed the preceding inventory he is not able to unqualified opinion.

It is anticipated that auditor will observe 2014 year-end inventory AND the 2015 year-end inventory and that an audit for 2015 will result in an unqualified opinion. More information on qualified opinions can be found on page 2 of the Auditor's report.

Some significant changes were made in the starting figures from year end 2012 as a result of the observation of our inventory process. Changes made from the year end 2012 financials are itemized on page 5 of the auditors' report. For example, adjustments were made as to what was counted and there were small adjustments made to accounts payable. A few outstanding loans were eliminated, as no paperwork confirming them were found. This is further explained on page 9, note 3-long term debt in the Auditor's report.

In terms of Capital Stock, no large adjustments were made, however the estimate came close the amount the auditors calculated after counting and adding up the member investments, therefore providing validity to the estimate.

It was decided that the Board is not in violation of their policy B1-10 by having a qualified opinion or by the failure to use generally accepted accounting principles

(GAAP). The reason we are not using GAAP is because we are using the income tax basis of accounting which uses a non-GAAP method to calculate depreciation. The record keeping was deemed adequate because the language of policy B1-10 provides enough room for interpretation that the Board can decide Fiddleheads is in compliance with financial recordkeeping despite using methods that are not GAAP as long as records are accurate. The method used to calculate the depreciation may be adjusted by using the straight line method in the future when we are also able to get an unqualified opinion. Board reviewed the accountant's recommendation for this audit not to use straight line method. Although it could be done, it would cost money, not result in greater accuracy, and still not result in unqualified opinion due to inventory observation issue. More information can be found on the bottom of p. 7 of the Auditor's report.

Discussion of the hiring of the auditor by the Board as an external monitor led to the addition of this subject being put on the agenda for a future Board meeting. There will also be a discussion concerning whether or not it would be more efficient to change accounting year to the calendar year.

MOTION: Mona Harmon-Bowman motions to accept the Auditor's Report.

Mark Roberts seconds.

All in favor.

B. Discussion of what Board Members should discuss with members (if asked):

Talking Points:

- Full financial information will be reported at each annual meeting.
- Between annual meetings, requests can be submitted to the GM for quarterly summary statements.
- Generally speaking:
 - We are seeing strong growth in sales.
 - The debt to equity ratio is good.
 - We are prioritizing strengthening cash flow to meet existing debt obligations.
 - The Co-op is performing well in accordance with its budget.
- Members should also be aware that Fiddleheads is experiencing growing pains, in that it is in fact growing, however, expectations of performance tend to be higher as though it were a larger operation. Overall this is a critical time in Co-op development.
- Members should also be aware that a lot of profit from the last year went into equipment, such as the refrigeration unit, etc. This reflects an increasing investment in the store (staff, equipment, etc.) as is appropriate to our stage of growth.

These notes will be brought back to the March Board meeting for discussion and finalization.

VII. CONSENT ITEMS:

A. GM Monitoring Report B4: Membership

Corrections: typo: "now" to "not." "At" is missing from the last sentence of the paragraph starting "historically."

Clarification: The member who moved to CA was reimbursed \$175 of his membership investment. The other member was reimbursed \$25, the full amount her payment as of that time. The Board discussed the necessity of clarifying how much is reimbursed and in what cases, full equity or stock only.

Concerns: The Board was not necessarily in agreement with the GM's interpretation of the policy, but also agrees that the board has not created a clear and concise statement of membership fee of \$175 and what it consists of (equity, additional paid in capital, administrative fee). It was suggested the GM could add in his report that he has worked with the Board to define the common stock as \$25 and \$150 as paid in capital, but it was felt that this was a Board decision/responsibility, not the GMs. Mark Roberts proposes a need for clear documentation that outlines what exactly the member equity system is to be placed in the Board Book before GM is expected to interpret/understand his responsibilities around member payments.

MOTION: Ed DeMuzzio moves to accept the GM Monitoring Report B4: Rights and Responsibilities as written.

Mark Roberts seconds.

Voting is as follows:

In favor: 4

Opposed: 0

Abstaining: 3

MOTION: Mark Roberts moves that after clarification of Section One is made, another monitoring report be submitted.

Mona Harmon-Bowman seconds.

All in favor.

B. GM Monitoring Report B9: Succession

Although GM makes clear that a team will perform his duties in the event of his absence or incapacity, the GM was questioned as to why he did not specific individuals by name or position in his report. He explained that the succession plan will change several times in the course of a year (even this coming year), as a result of maternity leaves, illness, new hires, etc... It was agreed that he will email current succession plan to Board in the near future and will update the Board via email whenever it changes so there is always clarify about current individuals Board should turn to in his absence.

MOTION: Ellen Clinesmith moves to accept the GM Monitoring Report B9: Succession with the addition.

Mark Roberts seconds.

All in favor.

VIII. BOARD DISCUSSION:

A. Annual Meeting

The Board discussed the proposed date of Sunday, May 4th. Location possibilities were also brainstormed, including Connecticut College and the Elks Club. Mark Roberts, Mona Harmon-Bowman, and Susan Zimmerman volunteer to come up with a written annual report with a presentation component for the annual meeting.

The GM is willing to work with the Board on the planning. Lisa Cygan has also offered to help and lend her experience from last year although she is no longer on the Board.

MOTION: Mark Roberts moves to set the date of the Annual Meeting to Sunday, May 4, 2014.

Ellen Clinesmith seconds.

All in favor.

MOTION: Susan Zimmerman moves for GM to establish a committee to plan and execute the Annual Meeting including staff, Board members, and members.

Ellen Clinesmith seconds.

All in favor.

B. Board Monitoring Proposal

The Board proposes sending a survey to review the board policy per the annual calendar after each meeting . Results will be compiled and reported for discussion. Mark Roberts volunteered to compile the results and organize the report. The Recording Secretary will be responsible for creating the survey on Survey Monkey, Lee Boltz will be responsible distributing survey monkey and the report to the Board. The Board will try this method and see if it works.

Board members will be responsible for completing the survey within a week following the Board meeting.

Mark Roberts will be responsible for preparing the report to be on the agenda (so to President by Wednesday before a Board meeting).

The process will start in March, so Board members will expect a survey within a week after the February meeting.

MOTION: Ellen Clinesmith motions to accept this proposal adopted.

Mona seconds.

All in favor.

C. Remainder Of Agenda

Given the time, and the GM's request for an executive session to discuss personnel matters, the Board tables the remaining agenda items for the February 18th meeting, with the exception of discussing the Board Book, which will be moved to the regular March Board meeting.

IX. EXECUTIVE SESSION

MOTION: Mark Roberts moves to enter executive session at 8:36 p.m.

Mona Harmon-Bowman seconds.

All in favor.

Recording secretary leaves the meeting.

No minutes were taken and no votes were held.

Board exits executive session at 9:00 p.m.

X. ADJOURNMENT

Sue Phillips moves to adjourn at 9:00 p.m.

Mona Harmon-Bowman seconds.

All in favor.

* * * * *

Draft minutes prepared by Alyssa Skaves on 2/5/2013.

Draft minutes reviewed and prepared for submission to Board by Sue Phillips on 2/12/2013.

Minutes approved by vote of the Board on: _____ and put into final form by Sue Phillips on _____.

CBLD LEADERSHIP TRAINING

January 11, 2014

Keene, NH

Attendees: Susan Zimmerman, Susan Phillips, Carolyn Wilson

Topics:

- Individual Leadership: 10 Characteristics of Servant Leadership
- Team Leadership: Development of Teams as Leaders
- Organizational Leadership: Cooperative Strategic Leadership (CSL)

Key Points from discussions:

- Leaders are both separate and a part of
- Underlying questions: Who are we and what is the greater good
- Without shared sense of purpose it is difficult to do anything else
- Four pillars of Cooperative Governance-see Cooperative Grocer, February 2014
 - Strategic Leadership-setting direction
 - Accountable Empowerment-ability to accomplish strategic direction
 - Democracy-unique to cooperative and distinguished from non-profit
 - Teaming-common purpose
- Before engaging in strategic conversations, the Board-GM relationship needs to be clearly defined
- In general, the board sets direction and the GM implements
- Strategic conversations involve board and GM in a conversation about both outcomes and implementation without decision-making
- Two ways to begin a Strategic Conversation
 - TRENDS: Identify relevant issues, topics, questions
 - KNOWABLE DECISIONS: outcomes such as capitalization, lease renewal, hiring GM, where to expand

Other resources:

- *Blueprint for the Cooperative Decade*
http://ica.coop/sites/default/files/media_items/ICA%20Blueprint%20-%20Final%20version%20issued%207%20Feb%202013.pdf
- *Strategic Concepts for Guidance of Cooperatives*
http://usaskstudies.coop/CSC%20Research%20Reports%20&%20Other%20Publications/2003_Three_Strategic_Concepts.pdf

Written by Susan Zimmerman with input from Carolyn Wilson and Susan Phillips

MEMBER EQUITY
Reconciliation between AOI, Bylaws and Board Action

Articles of Incorporation	Bylaws	September 2014 Board Action	
<p>Members who meet membership requirements shall purchase one (1) share of Class A Member Voting Stock, having a par value of twenty-five (\$25). The Board of Directors shall establish the number of Class A shares authorized to be outstanding at any one time.</p>	<p>May become Member-Owner upon submitting an application and making a capital contribution in an amount and on such terms as determined by the Board</p>	<p>An individual or household becomes a member/owner with a \$25 membership payment. The membership payment contributes to the lifetime full-member/owner status upon payment of an additional \$150 equity payment for a total payment of \$175. Member/Owner in good standing defined as having a fully paid membership or a partially paid membership if at least one \$10 payment every three months</p>	<p>Bylaws and board action in agreement</p>
	<p>Right to elect the Cooperative Board</p>		
	<p>Right to attend meetings of the Board</p>		
	<p>Right to receive notice of and attend membership meetings</p>		
	<p>Right to petition as described in the Bylaws</p>		
	<p>Right ratify amendments to the Bylaws</p>		
<p>The record owner of Class A Voting Stock shall be as it appears on the books and records of the Cooperative, and such record owner shall be entitle to one vote on any matter before shareholders for a vote.</p>	<p>Rights apply to members in good standing</p>	<p>Members not in good standing retain their voting rights but benefits are suspended until payment is made</p>	<p>AOI, Bylaws and board action not in agreement</p>
	<p>Rights and responsibilities subject to the Bylaws as amended and to policies and decisions of the Cooperative or the Board</p>	<p>Benefits of member/owner in good standing</p> <ul style="list-style-type: none"> • Be eligible for regular discount • Be a working member and get an additional discount • Be eligible for special member/owner sales • Be eligible for discounts on 	<p>Bylaws and board action in agreement</p>

		<p>Member/Owner appreciation Days</p> <ul style="list-style-type: none"> • Be eligible for patronage dividends when they are issued • Run for the Board of Directors 	
<p>The bylaws shall provide:</p> <ul style="list-style-type: none"> • Requirements for the distribution and apportionment of net earning and losses, the payment of patronage to members, and the establishment of an internal capital account for each member • That no distribution of net earnings to members shall be declared or paid until a sum equal to ten percent of the net profits is appropriated for a contingent or sinking fund and until there has been thereby accumulated a sum equal to twenty percent of the capital stock • A limit on the payment of dividends on capital stock 	<p>Patronage distributions shall be made in accord with applicable law and as may be allowed by the current articles of incorporation</p>		<p>AOI and Bylaws not in agreement</p>

PROPOSED CHANGES TO BYLAWS

Article V: Patronage Distributions

5.1 Allocation to members. Fiddleheads shall be operated at all times as a cooperative. The cooperative shall allocate and distribute to Member-Owners the net profit from business done with them in such manner as to qualify them as patronage distributions consistent with cooperative principles, applicable federal and state laws and generally accepted accounting principles. The Board shall determine when and how such allocations and distributions will be made.

5.2 Consent of members. By obtaining or retaining membership in the Cooperative, each Member-Owner consents to take into account, in the manner and to the extent required by federal and state tax law, any patronage dividend received from the Cooperative.

PROPOSED CHANGES TO MEMBER EQUITY DEFINITION

Members not in good standing retain their voting rights and patronage distributions. Store benefits are suspended until payment is made. Benefits of member/owner in good standing

- Be eligible for regular discount
- Be a working member and get an additional discount
- Be eligible for special member/owner sales
- Be eligible for discounts on Member/Owner appreciation Days
- Be eligible for patronage dividends when they are issued
- DELETE Run for the Board of Directors

Board of Directors Roster

Name	Term	Title	Email	Phone
Susan Zimmerman	2014	President	susanzimmerman@sbcglobal.net	860-822-6767 (hm) 860-334-1102 (cell)
Mark Roberts	2014	Vice President	hrrmark@gmail.com	860-303-8223 (cell)
Ed Demuzzio	2016	Treasurer	eed@gocci.com	860-439-1087
Suzanne Cattanach	2016		Sccat@ct.metrocast.net	860-443-0779 860-235-9901 (cell)
Ellen Clinesmith	2015		eclinesmith@me.com	917-559-2482 (cell) 860-848-8190 (hm)
Carolyn Wilson	2015		cwilsonwellness@yahoo.com	860-922-3853
Sue Phillips	2015	Secretary	phillipssusan@sbcglobal.net	860-235-7136
Lee Boltz	2015		rustyboltz@gmail.com	860-848-7476 (hm) 860-625-5853 (cell)
Mona Harmon-Brown	2016		mharmonbowman@gmail.com	860-389-4479 (cell)

FIDDLEHEADS
BOARD OF DIRECTORS MEETING
 March 18, 2014
 6:30-8:30 PM
 105 Huntington Street, New London

Time	Topic	Resource	Board Action/ Outcome	Leader
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6:40-6:45	Agenda Review		Make any needed adjustments	President
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7:25-7:30	Consent Items-Any item can be removed for discussion at the request of a board member <ul style="list-style-type: none"> • GM Monitoring Report B1 Annual Financial Condition 		Accept report	President
7:30-7:40	Consent Agenda Items needing discussion		Accept after discussion	President
7:40-7:50	Action Items <ul style="list-style-type: none"> • Approve financial talking points 		Approve talking points	President
7:50-8:30	Board Discussion-These items are for discussion; no action at this meeting <ul style="list-style-type: none"> • Board Procedures and Process <i>Discuss improvements in record keeping</i> <ul style="list-style-type: none"> ○ Board Book <ul style="list-style-type: none"> ▪ What is it (minutes, board packet, practices, monitoring reports, bylaws, etc.)? ▪ Where is it kept? Do we want an electronic version? ▪ Who is responsible for keeping it up to date? ○ Committees <ul style="list-style-type: none"> ▪ What committees do we want? ▪ Do we have charters? ▪ How do we track committee activities? 	Policy C7 Board Committee Principles <i>How to Use Committees To Do Boardwork</i>	Take action at next meeting as needed	President/E

	<ul style="list-style-type: none"> • Process for selecting auditor • Capital Uses and Abuses 			
8:30-8:45	<p>Closings</p> <ul style="list-style-type: none"> • March draft agenda (Board Packet) • Meeting Checklist <ul style="list-style-type: none"> ○ Everyone was present physically and attentively ○ No sidebar conversations ○ Maintain topic focus ○ Everyone had a voice and was heard ○ Be honest but not brutal ○ Don't monopolize ○ Clarify the purpose of each agenda item to begin ○ Signal if you feel personally attacked, disrespected, or put down • Review Decisions, Tasks, Assignments • Adjourn Meeting 		Review Evaluate meeting process: what worked and what needs improvement	President President

BOARD PACKET:

- 7) Draft February Meeting Minutes
- 8) GM Update Report
- 9) General Manager Monitoring Report
- 10) Financial Talking Points
- 11) April Draft Agenda