

**FIDDLEHEADS BOARD OF DIRECTORS**  
Meeting of October 15, 2013 [Minutes approved 11/19/13.]

**I. CALL TO ORDER**

Susan Zimmerman called to order the regular meeting of the Fiddleheads Board of Directors at 6:39 pm on October 15, 2013 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  
Lee Boltz  
Mona Harmon-Bowman  
Carolyn Wilson  
Sue Phillips  
Ellen Clinesmith  
Jamie Lee, Secretary, *left at 7:30*

**The following Board members were absent:**

Suzanne Cattanach

**The following addition persons were present:**

Richard Virgin, Fiddleheads General Manager  
Alyssa Skaves, Recording Secretary

**III. AGENDA REVIEW:**

The agenda was presented in new format this month and the President clarified the intent behind these changes. It was decided the GM monitoring report should be listed as a separate item. Retreat outcomes did not need to be added to the agenda at this time. Ellen Clinesmith offered to compile a collection of approved items for a board manual to be reviewed at the November Board meeting.

**IV. MEMBER COMMENTS (By Board policy limited to 2 minutes per speaker.)**

No members present.

**V. APPROVAL OF MINUTES FROM PRIOR MEETING(S)**

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**Date of Meeting: August 20, 2013 and September 17, 2013**

**Discussion/Corrections:**

Motion to accept August minutes: Mark Roberts                      2<sup>nd</sup>: Ellen Clinesmith  
All in favor: 5  
Abstaining: 4

Enough corrections were to be made to the September minutes that they will be presented again in November for approval. The recording secretary is also to work to streamline minutes for length.

Lisa Cygan was thanked for her service as a board member

**VI. GM Monitoring Report:**

**Summary:** Some suggestions were made to improve the document, including the addition of another table to summarize fiscal data, a simple income statement, assessment to describe the reasoning behind terms such as “adequate”, and the use of standard accounting ratios for consistent language.

Given these suggestions, the board decided to give the document to the monitoring task force to help them set targets for future reports to ensure such information is included in the future.

The sections in question include: B1, B2, B1.3, B1.4.

**Motion:** to defer acceptance of this document until the General Manager meets with the monitoring committee to discuss changes consistent with the boards discussion of sub 2, 3, and 4.

**Movant:** Sue Phillips

**Second:** Jamie Lee

All in favor: 9  
none abstaining, none opposed.

**Action Items/Person(s) Responsible:**

Document will be given to monitoring committee with suggested changes for discussion with the General Manager.

**VII. Consent Items:**

**A. NFCA Fall Gathering**

Sue Phillips moves to accept document with the appropriate editing corrections. Mark Roberts seconds.

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All in favor: 9  
none abstaining, none opposed.

**B. Member Owner Participation**

Sue Phillips motions to accept Mona's document given that the language is changed from "Member" to "Member-Owner" and that a firm end time of 8 o'clock is stated. Ellen Clinesmith seconds.

All in favor: 9  
none abstaining, none opposed.

**VIII. Presentation of CCMA Conference by Sue Phillips and Lisa Cygan**

Presenters tried to share the take-aways from the many tracks they attended and suggested checking out Mark Winne and Kristin Christian. From the Food Access/Food Justice segment they shared the idea of a sliding scale memberships, buyers club meals for a week, and other ideas to encourage cooperatives in low income communities. From the Effective Decision Making they share the Diamond of Participator Decision-Making.

Wheatsville Coop: This Coop has a lot of inspired ideas reaped from 50 years of experience, including a recent re-branding campaign as the "friendliest store in town."

Presenters shared photos illustrating this Coop's attempt to communicate information to customers via easy visuals and informational signs. One photo included a display offering free fruit to kids under 12 which was friendly and accessible to small hands. They also shared lessons learned from this Coop's long history, including their new policy to hire for friendliness, pay employees for special projects, eliminate customer unfriendly policies, teach staff about finances in their departments, spontaneous sampling, and their culture of healthy communication "Going Direct".

"Going Direct" is a cooperative communication approach which encourages employees to go directly to the person with whom you have conflict, bringing a solution to help solve the problem. This method normalized conflict as a part of life.

Open Corral (Q&A by directors): Board compensation was a big topic with Fiddleheads coming in as a minority by offering only a discount to board members. The norm is slightly more than nominal compensation or a stipend instead of or in addition to a discount. The rationale behind this compensation is that it should recruit high quality board members and recognize the time, commitment, and outside meetings expected of them. This compensation pattern also finds that individuals in turn take board membership more seriously.

Final notes(ideas): Some Coops give volunteer discount to members who volunteer outside store in the community. A 4% day is a day when 4% of sales go to a designated organization. Vision discussions could be organized to include members of the Coop community, vs only just members of the Board. The Coop should establish local food policies. Finally, leadership should be built from within the volunteer team.

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## IX. Discussion Items:

### A. Self-Assessment: What has changed and where do we have the largest spreads?

**Summary:** The idea was presented that the board do it's own monitoring, via monitoring reports resembling those of the General Manager. Some Board members felt they wanted to revisit the discussion of progress as to not lose momentum. For this reason, the topic is to be placed on the November agenda for an increased amount of time (30-45 minutes) with the intention of a deeper conversation about self-assessment and the steps toward further progress. Board discussed whether to further analyze results of the May self-assessment and instead decided to implement monitoring policy.

Mark Roberts motions to to put together a presentation concerning board monitoring, including templates, for Board review and discussion. Mona Harmon-Bowman seconds.

All in favor: 9

**Action Items:** Board members are to go back through to find action items still needing to be addressed. November Board meeting – reflect on progress, discuss next steps

### B. Monthly Agenda and Workflow:

**Summary:** This item is to be added to the November agenda. The current workflow is not efficient; materials are not being given to the Board Chair in a timely manner such that the agenda can be compiled. November's meeting will include a discussion of the workflow and solutions to the problem. The Board would also like to work on clarifying the purpose of items put on the agenda.

## X. CLOSING DISCUSSION

Next Meeting Topics: Board book, Mark Robert's proposal concerning board monitoring reports, workflow, post retreat debrief

**Debrief:** The Board measured their performance staying within the following parameters:

Everyone be present physically and attentively

No sidebar conversations

Maintain topic focus

Everyone have a voice and should be 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

## XI. ADJOURNMENT

Mark Roberts moved to adjourn at 8:42pm. The motion was seconded by Mona Harmon-Bowman.

All in favor: 9

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Draft minutes submitted by: Alyssa Skaves on: 10/18/2013.

Draft minutes prepared by: Alyssa Skaves on: 10/18/2013.

Minutes approved by vote of the Board on: November 19, 2013