

**MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING**  
**January 8<sup>th</sup>, 2024, on Zoom**

**Attendance:** Pamela Beck, Patrick Finan, Domenic Licata, Heather Lazickas, Terry Mickelson, Devon Dams-O'Connor, Emily Cosby, Michael Heubusch, Purnima Mohan, Carolyn Hoyt Stevens **Absent:** Michelle Niblock **Staff Members:** Tom Vrabel, Tim Bartlett, Nick Brown **Others:** Molly Snell-Larch (-8:25pm)

**Patrick Finan called the January 8<sup>th</sup>, 2024, Board Meeting to order at 7:06 pm**

Agenda Item	Discussion/Documents Reviewed	Board Action
<b>Agenda Review</b>	Board reviewed the following document: January 8, 2024, Agenda	
<b>Owner Observers</b>	No non-board member owner observers were present.	
<b>Minutes</b>	<b>The Board approved the December 4<sup>th</sup> Minutes as written.</b> <b>Motion:</b> Dom, <b>Second:</b> Heather <b>Vote:</b> 9-0, Carolyn Abstained. <b>Motion Passed.</b>	
<b>Board Calendar and Action Item Review</b>	<p><b>The Board reviewed the BOD calendar:</b></p> <ul style="list-style-type: none"> <li>• The next Board meeting is on February 5<sup>th</sup> 2024.</li> </ul> <p><b>Upcoming Board Trainings:</b></p> <ul style="list-style-type: none"> <li>• Gender Equity Now on January 9<sup>th</sup> 6p-7:30p</li> <li>• Foundations for Sustained DEIB Impact (workshop series); January 16<sup>th</sup> 7p-8:30p</li> <li>• CBL 101 on January 20<sup>th</sup> 11a-2:30p</li> <li>• Intermediate Facilitation Training for Cooperators (workshop); January 23, 7:00-8:30</li> <li>• Board President's Roundtable; January 28, 7:30-8:45</li> <li>• Finance Training for Directors; February 1, 7:30-8:45 (workshop)</li> </ul> <p>The Member Engagement Committee plans to meet and report back to the board afterwards.</p> <p>Pamela introduced the possibility of a Governance Committee to help the board determine the best process of conducting business in the future. Board members will reach out if interested.</p> <p>Patrick announced that he is likely to resign from the board and as board President after the February meeting.</p>	
<b>Board Member Orientation</b>	<b>Tim, Molly and Emily gave a Board Member Orientation to the Entire Board</b> Tim trained on co-op history/operations, Molly trained on the Policy Governance model and Emily trained on the variety of training opportunities for new co-op board members	
<b>GM Report</b>	<p><b>Plan for policies previously out of compliance.</b> Motion to accept Update on Plan for Compliance for B1.1 Sales Growth &gt;3.0% &amp; B1.2 Net Income &gt;0.5% <b>Motion:</b> Carolyn <b>Second:</b> Dom <b>Vote:</b> 10-0, Motion Passed.</p> <p>Tim Presented a FYI GM Update which included disclosing that the co-op discovered that it had failed to adequately send back all coupons to manufacturers which lead to financial losses.</p> <p>He also informed the board that his contract with the co-op states that he receives a wage increase at the beginning of the year and that this was processed this week.</p>	
<b>Adjournment</b>	The group did a debrief. <b>Motion to Adjourn at 9:11pm.</b> <b>Motion:</b> Heather, <b>Second:</b> Carolyn <b>Motion Passed.</b> <b>Vote</b> 10-0.	

*Respectfully submitted by Tom Vrabel on January 9<sup>th</sup>, 2024*