

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
March 11th, 2024, on Zoom

Attendance: Pamela Beck, Patrick Finan(-7:17pm), Domenic Licata, Heather Lazickas, Devon Dams-O'Connor, Emily Cosby, Michael Heubusch, Carolyn Hoyt Stevens, Michelle Niblock(-7:08pm), Purnima Mohan, Terry Mickelson **Absent:**
Staff Members: Tom Vrabel, Tim Bartlett, Nick Brown(-8:25pm) **Owners:** Kelsey Hanks(-8:25pm), Alex Brennan (7:45pm-8:25pm)

Pamela Beck called the March 11th, 2024, Board Meeting to order at 7:05pm

| Agenda Item | Discussion/Documents Reviewed | Board Action |
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| Agenda Review | Board reviewed the following document: March 11 th , 2024, Agenda | |
| Owner Observers / Board Candidates | Owners Alex Brennan and Kelsey Hanks applied to be considered for temporary board membership and answered questions from the board. Kelsey shared her experience working in the community and her interest in co-op board membership. Alex shared his experience running a small business and his interest in co-op board membership. | |
| Minutes | The Board approved the February 8th Minutes as written. Motion: Dom, Second: Carolyn Vote: 9-0, Terry Abstained. Motion Passed. | |
| Board Calendar and Action Item Review | <p>The Board reviewed the BOD calendar:</p> <ul style="list-style-type: none"> The next Board meeting is on April 15th, 2024. Moving forward, the board meetings will be on the second Monday of the month from 7pm to 9pm. Tim will submit the Safety Plan next month. 3/14 is Pi Day and the co-op will be giving away pie from 4p-7p. March 16th is the co-op's birthday and there will be board members helping support the Bulk Sale. <p>Upcoming Board Trainings:</p> <ul style="list-style-type: none"> Effective Meeting Facilitation; March 13, 7:30-8:45 Leadership Learning Circle: Strategies for Difficult Conversations; March 21&28, 11:00-12:30 (two-part series) All About Financial Statement Audits; March 27, 7:30-8:45 Women's Leadership Learning Circle; March 28, 6:00-8:00 <p>Upcoming Board Retreat: The board discussed their preference for when to hold a possible board retreat. Pamela will update the group with the possible time.</p> | |
| GM Report | <p>Motion to change the board stipend payout to the end of the quarter in which board service was performed. Motion: Dom Second: Patrick Vote: 10-0, Motion Passed.</p> <p>Motion to accept Update on Plan for Compliance for B1.1 Sales Growth >3.0% & B1.2 Net Income >0.5% Motion: Carolyn Second: Patrick Vote: 11-0, Motion Passed.</p> <p>Motion to accept Global B policy as submitted by Tim. Motion: Emily Second: Dom Vote: 11-0, Motion Passed.</p> <p>Motion to accept Policy B7 Communication to the board as submitted by Tim. Motion: Patrick Second: Heather Vote: 11-0, Motion Passed. B7.1 Timely Monitoring Reports Severity: Low Implication: Low Trend: Low</p> <p>Motion to accept Policy B8 Logistical Support as submitted by Tim. Motion: Carolyn Second: Michelle Vote: 11-0, Motion Passed.</p> <p>Motion to accept Policy B9 Emergency GM Succession as submitted by Tim. Motion: Carolyn Second: Patrick Vote: 11-0, Motion Passed.</p> | |
| Executive Session | <p>Motion to enter Executive Session at 8:26 Motion: Carolyn, Second: Dom, Motion Passed. Vote 11-0</p> <p>Attendance: Pamela Beck, Patrick Finan, Domenic Licata, Heather Lazickas, Devon Dams-O'Connor, Emily Cosby, Michael Heubusch, Purnima Mohan, Carolyn Hoyt Stevens, Michelle Niblock, Terry Mickelson Staff: Tim Bartlett, Tom Vrabel</p> | |

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| | <p>Entered Executive Session to discuss a Board vacancy. No votes were taken.</p> <p>Motion to exit Executive Session at 8:45pm. Motion: Patrick, Second: Devon, Motion Passed. Vote 11-0. Motion Passed.</p> |
| Board Member Resignation and Vote to Fill Vacancy | <p>Patrick Finan submitted his verbal resignation as a director of the board.</p> <p>Motion to accept Patrick's resignation as board director. Motion: Emily, Second: Carolyn, Motion Passed. Vote 11-0, Motion Passed.</p> <p>The board voted to appoint Alex Brennan to an interim position on the board.</p> |
| Adjournment | <p>The group did a debrief and wished Patrick the best and thanked him for his service to the board.</p> <p>Motion to Adjourn at 9:18pm. Motion: Devon, Second: Michelle Motion Passed. Vote 10-0.</p> |

Respectfully submitted by Tom Vrabel on March 12th, 2024