

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
November 6, 2023, on Zoom

Attendance: Pamela Eck, Carolyn Hoyt Stevens, Cristina Masucci, Patrick Finan, Domenic Licata, Heather Lazickas (7:06-8:15), Michelle Niblock, Terry Mickelson **Absent:** Karina Loera, Devon Dams-O'Connor, Emily Cosby **Member Elects:** Michael Heubusch, Purnima Mohan **Staff Members:** Tom Vrabel, Tim Bartlett, Nick Brown, Any Ocegeura

Patrick Finan called the November 6th, 2023, Board Meeting to order at 7:03 pm

Agenda Item	Discussion/Documents Reviewed	Board Action
Agenda Review	Board reviewed the following document: November 6, 2023, Agenda	
Owner Observers	Any Ocegeura and Nick Brown attended the meeting as owners/employees to learn more about how the board works.	
Minutes	<p>The Board approved the October 2nd Minutes as written. Motion: Carolyn, Second: Michelle Vote: 7-0, Terry Abstained. Motion Passed.</p> <p>The Board approved the October 6th Minutes for Action without a Meeting as written. Motion: Pamela, Second: Carolyn Vote: 8-0, Motion Passed.</p> <p>The Board accepted the minutes for the October 12th Annual Meeting. Motion: Carolyn, Second: Dom Vote: 8-0, Motion Passed.</p>	
Board Calendar and Action Item Review	<p>The Board reviewed the BOD calendar:</p> <ul style="list-style-type: none"> • The next Board meeting will be on December 4th, 2023. • Ends Committee will be working with consultant Molly to help rework the Ends Policies. <p>Upcoming Board Trainings: 11/9 Co-op Café, 11/29 Effective Meeting Facilitation</p>	
Officer Elections	<p>Patrick presented the board with an officer slate for the upcoming year. The board discussed the process for nominating and electing officers.</p> <p>Motion to accept the officer slate of Patrick Finan as President, Heather Lazickas as Vice President, Terry Mickelson as Treasurer and Domenic Licata as Secretary. Motion: Dom Second: Carolyn Vote: 8-0, Motion Passed.</p>	
Member Outreach Committee	The Board reviewed the Member-Outreach Committee first meeting notes. The Committee will propose mechanisms by which the Board interacts with the ownership. They will meet monthly and are recruiting more member owners to participate.	
Elections Committee Update	Michelle debriefed the board about the committee's meeting on Saturday. This included how to connect candidates to owners, how to drive voter turnout and having a 'waterfall' of board member tenure on the committee.	
GM Report	<p>Plan for policies previously out of compliance. Motion to accept Update on Plan for Compliance for B1.1 Sales Growth >3.0% & B1.2 Net Income >0.5% Motion: Carolyn Second: Dom Vote: 7-0, Motion Passed.</p> <p>Motion to accept Quarterly B1 Financial Conditions as submitted by Tim. Motion: Terry Second: Michelle Vote: 7-0, Motion Passed.</p> <p>Motion to accept Quarterly B2 Planning and Financial Budgeting as submitted by Tim. Motion: Carolyn Second: Dom Vote: 7-0, Motion Passed.</p>	
Conflict of Interest	The board reviewed the annual conflict of interest and board conduct policy. Each member was asked to sign and return a conflict-of-interest disclosure form by the end of the week.	
Seating of New Board Members	Motion to seat the duly elected board members (Michael Huebusch, Purnima Moran) Motion: Pamela, Second: Carolyn, Vote: 7-0, Motion Passed.	

Adjournment

The group did a debrief. **Motion to Adjourn at 9:00pm. Motion: Michelle, Second: Carolyn
Motion Passed. Vote 9-0**

Respectfully submitted by Tom Vrabel on November 6th, 2023