

Next Meeting: *December 4th 2017*

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING

November 6th 2017 at Lafayette Lofts

Attendance: Elizabeth Robinson, Alison Wilcox, Heather Lazickas, Matt Caldiero, Hope Hoetzer-Cook, Marissa Pace (7:09), Derek Bateman, Emily Stewart **Absent:** Marty Knauss **Staff Members:** Tim Bartlett, Tom Vrabel, Mark Harley **Others:** James Witlock and Peter Cimino (Board Member Elect)

Alison Wilcox called the meeting to order at 07:04 PM and reviewed the agenda.

Agenda Item	Discussion/Documents Reviewed	Board Action
Review Agenda	Board reviewed the following document: 11.06.2017 Agenda	
Owner Observers	Member-owner James Whitlock was present. He brought up a concern over the safety of plastic containers on the hot bar, a coffee product that he recommends and the lack of racial diversity on the board of directors.	
BOD Calendar	Reviewed the BOD calendar <ul style="list-style-type: none"> - GM Review will occur in November. - Matt will write an article around the patronage dividend by the December board meeting. - Officer elections will occur at the December meeting. - The annual board retreat will be in April. We will start planning in the upcoming months. - The D Policy Review was moved to December. 	
October Minutes	The Board accepted the October Minutes as written. Motion to accept the October Minutes. Motion: Hope. Second: Elizabeth. Vote: 8-0, Motion Passed	
Annual Meeting Minutes	The Board accepted the 2017 Annual Meeting Minutes as written. Motion to accept the Annual Meeting Minutes. Motion: Heather. Second: Matt. Vote: 8-0, Motion Passed	
CBLD Agreement	The board members discussed an agreement to continue our relationship with CDS and Board Consultant Rose-Marie Klee. Motion to approve the CBLD 2018 Contract. Motion: Derek, Second: Matt, Vote: 8-0, Motion: Passed	
GM Reports	Quarterly B4 Financial Conditions Report Motion to accept the B4 Report. Motion: Matt. Second: Hope. Vote: 8-0, Motion Passed. Comment: The board would like monthly updates on cash. <ul style="list-style-type: none"> • We don't fully know our operational cash burn given many different variables. • We are addressing produce margins and labor costs as our opportunity to improve our cash. • The Board discussed the Leaf and Shared Capital loan and acknowledged that we will draw down the loans. This is contrary to the motion that was made last month. Motion to approve revised 2018 budget. Motion: Hope, Second: Heather, Vote: 8-0 Passed. <ul style="list-style-type: none"> • Matt: Financial reports have had errors recently. How are we going to address this? Tim: In the short term I will have NCG look at these. • In depth discussion around the cash flow statement. 	
Conflict of Interest Form	Board members signed the annual Conflict of Interest Disclosure Statement Documentation.	
Elections Committee Update	The Elections Committee Updated the Board on the Status of the Board Election <ul style="list-style-type: none"> - The electronic voting was a success with voting more than doubling last year. - The annual meeting was well executed and well received by owners. - Elections committee will have a debrief meeting with Tom. 	
Executive Session	The Board entered Executive Session to Discuss Expansion, Financial and Personnel related matters at 8:25PM. Matt Caldiero, Elizabeth Robinson, Alison Wilcox, Hope Hoetzer-Cook, Marissa Pace, Heather Lazickas, Peter Cimino (Board Member Elect), Derek Bateman, Emily Stewart, Tim Bartlett, Tom Vrabel. 0 votes were taken. Board left executive session at 9:09PM.	Motion to move into Executive Session, Motion: Marissa; Second: Derek Vote: 8-0; Motion passed. Motion to leave Executive Session.
Adjournment	Meeting was adjourned at 9:13PM.	

Respectfully submitted by *Tom Vrabel* on November 7th, 2017