

## MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING

December 3<sup>rd</sup> 2018 at Lafayette Lofts

**Attendance:** Valerie Rettberg-Smith, Alison Wilcox, Peter Cimino (7:25PM), Hope Hoetzer-Cook, Marissa Pace, Heather Lazickas, Marty Knauss, Matt Caldiero, Derek Bateman

**Staff Members:** Tim Bartlett, Tom Vrabel, Jessica Carroll, Monique Marollo **Owners:** Andrew Marconi, JD Hartman

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

Agenda Item	Discussion/Documents Reviewed	Board Action
Review Agenda	<b>Board reviewed the following document: 12.3.2018 Agenda</b>	
Owner Observers	JD Hartman and Andrew Marconi were present but did not make any comments.	
BOD Calendar	<p><b>The Board reviewed the BOD calendar</b></p> <ul style="list-style-type: none"> <li>- Next Board meeting on Monday January 7<sup>th</sup></li> <li>- Owner Appreciation Day is Sat December 15<sup>th</sup> and the Board is invited to Roast Chestnuts.</li> <li>- We will start to plan the board retreat.</li> </ul>	
Minutes	<p><b>The Board accepted the November Minutes as modified to state that the October minutes were edited for compliance on personnel policy and then accepted and to include that the two votes in executive session were about financial matters and then were accepted.</b></p> <p>Motion: Marissa, Second: Heather. Vote: 8-0, Motion Passed.</p>	
Board Member Seating and Officer Election	<p><b>Motion to seat the 2018 Board of Directors to include: Alison Wilcox-Lanfear, Matthew Caldiero and Valerie Rettberg-Smith</b></p> <p>Motion: Alison, Second: Heather, Motion Passed. Vote: 8-0</p>	
GM Reports	<p><b>Global B</b></p> <p>Motion to accept the Global B Report. Motion: Hope, Second: Matt, Vote: 9-0. Motion Passed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: No, Severity: Low, Implication: None, Trend: None, Board Action: None Comments: Comply as soon as possible if advised by weights and measures.</p> <p><b>B7 Emergency Management Succession</b></p> <p>Motion to accept the Global B Report. Motion: Marty, Second: Marissa, Vote: 9-0. Motion Passed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: No, Severity: High, Implication: Medium, Trend: None Board Action: By the end of 3/31 we would like to see a plan with a designated back-up for IT, Tim will report back in April. Comments: None</p>	
D Survey	<p><b>The Board reviewed the D3, D4, D5 Survey.</b></p> <p>The board discussed policies D3, D4 and D5. The board did not take any policies to change. The board voted to accept the D Monitoring Report. Motion: Hope, Second: Matt. Vote: 8-0</p>	
Operations Vs Governance Discussion	<p><b>The Board Discussed how to interact with the GM in a way that is appropriate within the constraints of policy governance.</b></p> <p>When the GM is out of compliance with a policy, the Board should ask for a plan in order to get into compliance. Will consider further related issues in the future.</p>	
Elections Update	<b>Tom Presented the board with reports in regards to the results of the election</b>	
Return to Profitability Update	<p><b>Tim Updated the board about the plan to Return To Profitability.</b></p> <p>Motion to require a more specific plan to deliver the sales growth outlined in the Return to Profitability we accepted in November. This plan will not fail to include a marketing plan including social media and a plan that capitalizes on the local competitor's expansion period. Motion: Heather, Second: Peter. Vote: 8-0</p>	
Adjournment	<b>Meeting was adjourned at 9:05 PM.</b>	

Respectfully submitted by *Tom Vrabel* on December 4<sup>th</sup>, 2018