

**MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING***December 2, 2019 at Buffalo Seminary*

**Attendance:** Alison Wilcox, Matt Caldiero, Valerie Rettberg-Smith, Hope Hoetzer-Cook, Domenic Licata, Heather Lazickas, Derek Bateman (7:11), Peter Cimino, Marissa Pace **Staff Members:** Tim Bartlett, Amanda Cammarano, Sarah Easler  
**Owners:** Andrew Marconi (7:13), Duncan Mills

**Alison Wilcox called the meeting to order at 07:02 PM and reviewed the agenda.**

Agenda Item	Discussion/Documents Reviewed	Board Action
<b>Review Agenda</b>	<b>Board reviewed the following document: <i>December 2, 2019</i></b>	
<b>Owner Observers</b>	-Duncan Mills brought forward a question regarding the co-op's plan to remove plastic bags. Tim answered saying that the co-op may have answers in January. The law does not take effect until March.	
<b>BOD Calendar</b>	<b>The Board reviewed the BOD calendar</b> <ul style="list-style-type: none"> <li>- Next Board meeting on January 6, 2020</li> <li>- Owner Appreciation Days will be December 12-14</li> <li>- Discussion about the Board retreat will take place in February</li> </ul>	
<b>Minutes</b>	<b>The Board accepted the November Minutes as written.</b> Motion: Hope, Second: Marissa. Vote: 8-0, Motion Passed.	
<b>Board Member Seating and Officer Election</b>	<b>Motion to seat the 2019 Board of Directors to include:</b> Hope Hoetzer-Cook, Marissa Pace, Derek Bateman, and Domenic Licata Motion: Val, Second: Matt, Motion Passed. Vote: 8-0  Board voted for the following members to hold officer positions for the next year: -President- Marissa Pace (9-0)                      -Vice President- Domenic Licata (5-4 [Heather Lazickas]) -Secretary- Hope Hoetzer-Cook (9-0)            - Treasurer- Matthew Caldiero (9-0)	
<b>GM Reports</b>	<b>Profitability Plan</b> <b>Discussion:</b> We are working under the motto "37.75% or bust" this is in terms of increasing margin and reducing expenses. We saw -.5% sales growth during Thanksgiving, which is better than previous weeks. We believe if we can satisfy customers during the holidays they will shop with us the rest of the year. Cash has increased to \$600K, the highest since February 2019. November expenses are expected to be lower than October 2019.  <b>B Global Executive Limitations</b> Motion to accept the B Report. Motion: Matt, Second: Derek, Vote: 0-9. Motion Failed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: No. Severity: High, Implication: High, Trend: High, Board Action: Tim is required to submit a plan for compliance for this report to be accepted.  <b>Discussion:</b> Alison and Tim informed the board of notice from the Liquor Authority that alcohol was sold to a minor at our store during a sting operation. The cashier responsible was terminated and all staff were retrained. The board is also awaiting an updated Communications Plan, which is expected in January.  <b>B7 Emergency Succession Plan</b> Motion to accept the B7 Emergency Succession Plan Report. Motion: Domenic, Second: Marissa, Vote: 9-0. Motion Passed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: Yes Severity: None, Implication: None, Trend: None, Board Action: None.  <b>Discussion:</b> We have corrected non-compliance from last year by forming a back-up plan for our current IT consultant. Discussion surrounded Elizabeth Vealey's status as a contact worker and being designated interim General Manager in the event of an emergency. Tim has been delegated to monitor Elizabeth's responsibilities, commitment, and his level of confidence in keeping her in this successor role. Tim is also to check on limitations in the contract that may keep her from successfully performing as interim GM.	
<b>Banking Resolution</b>	Motion to remove Elaine Gliszczynski as a check signer and approved the authorization of Timothy Bartlett, Jennifer Bruce, Elizabeth Vealey, and Tanya Carney to endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with the financial institution. Motion: Matt Second: Hope Vote: 9-0	

<b>Election Recap</b>	Discussion surrounded the drop in voter turnout during the 2019 Board Election. Alison delegated research of mailing options and future election format to the Elections Committee. The elections committee will be comprised of Alison, Matt, and Peter.
<b>Adjournment</b>	<b>Meeting was adjourned at 9:08PM.</b>

Respectfully submitted by *Amanda Cammarano* on December 2, 2019.