

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING

August 3, 2020 via Conference Call

Attendance: Matt Caldiero, Hope Hoetzer-Cook, Domenic Licata, Peter Cimino, Marissa Pace, Alison Wilcox (7:10), Valerie Rettberg-Smith, Derek Bateman and Heather Lazickas **Staff Members:** Tim Bartlett, Amanda Cammarano, Sarah Easler, Phil Kneitingner, Elizabeth Vealey **Owner:** Janine Purcell (7:25) **Consultant:** Molly Shell-Larch

Marissa Pace called the meeting to order at 7:04 PM and reviewed the agenda.

| Agenda Item | Discussion/Documents Reviewed | Board Action |
|---------------------|---|--------------|
| Review Agenda | Board reviewed the following document: <i>Agenda August 3, 2020</i> | |
| Owner Observers | Janine Purcell joined the meeting as an avid shopper to get a behind the scenes look at the co-op | |
| BOD Calendar | <p>The Board reviewed the BOD calendar</p> <ul style="list-style-type: none"> - Next Board meeting on September 14 - Board Candidate applications are due on August 20, 2020 - The Annual Meeting will be held virtually on October 22, 2020 - Domenic was assigned to create a timeline for committee creation. Potential committees discussed include diversity, communication, member linkage, and policy revision. | |
| Minutes | The Board accepted the August Minutes as written. Motion: Heather, Second: Hope. Vote: 8-0, Motion Passed. | |
| Board Budget | <p>The Treasurer (Matt Caldiero) presented the Board of Directors Budget for 2020-2021.</p> <p>Motion to approve board budget with amendments for the full board to receive stipends and an increase in the "miscellaneous" line. Motion: Alison Second: Domenic, Vote: 9-0</p> | |
| GM Updates | <p>B4: Financial Condition</p> <p>Motion to accept the B4 Financial Condition Report. Motion: Heather, Second: Matt, Vote: 9-0. Motion Passed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: No (B4, B4.4, B4.7) Severity: high, Implication: high, Trend: high, Board Action: none</p> <p>Discussion: While the co-op is not yet profitable the work done over the past year significantly reduced losses. The co-op staff continues to make process enhancements that will have impacts on finances in the coming quarters. Board recommended expanding work on communicating these gains/improvements to member-owners and staff. Work can continue to be done in terms of member linkage/engagement.</p> <p>COVID Impact: Board asked staff at the meeting for updates on staff morale. This has been a challenging time and the board could not be more appreciative of all the work staff has done to keep our co-op running.</p> | |
| Patronage Dividends | Discussion postponed to September 2020. | |
| Elections Committee | Board is working to solicit candidates for the upcoming board election. Packets are now available and they feature a new question surrounding the importance of diversity, equity, and inclusion. The proposed bylaw changes are being reviewed by our attorney. | |
| Board Development | Brief discussion surrounding reminding board members of the expectation of confidentiality in both executive session and in board emails. | |
| Executive Session | Board was briefed by Tim on a policy issue concerning a member-owner. No votes were taken. Motion to enter Executive Session at 8:59 PM Motion: Heather, Second: Matt, Vote: 9-0 The Board left executive session at 9:15pm. | |
| Adjournment | Meeting was adjourned at 9:15pm | |

Respectfully submitted by *Amanda Cammarano* on August 4, 2020