

Next Meeting: November 2, 2020

**MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING**

*October 5, 2020 via Conference Call*

**Attendance:** Matt Caldiero, Hope Hoetzer-Cook , Domenic Licata, Peter Cimino, Marissa Pace, Alison Wilcox, Valerie Rettberg-Smith, Derek Bateman (7:04) and Heather Lazickas (7:03) **Staff Members:** Tim Bartlett, Amanda Cammarano, Phil Kneitingner, Elizabeth Vealey **Owners:** Andrew Marconi **Board Candidates:** Dillon Joseph, Brett Perla, Brandon McAuliff **Auditors:** Bruce Mayer (7:12-7:39), Brian Dahlik (7:14-7:39)

**Marissa Pace called the meeting to order at 7:01 PM and reviewed the agenda.**

Agenda Item	Discussion/Documents Reviewed	Board Action
Review Agenda	Board reviewed the following document: <i>Agenda September 14, 2020</i>	
Owner Observers	Andrew came to observe the meeting and had no comments. Brett, Dillon and Brandon sat in on the meeting as board candidates in the election.	
BOD Calendar	<p><b>The Board reviewed the BOD calendar</b></p> <ul style="list-style-type: none"> <li>- Next Board meeting on November 2, 2020</li> <li>- The Annual Meeting will be held virtually on October 22, 2020</li> <li>- There will be investor calls on October 15</li> <li>- Bylaws Changes Info Sessions coming up on October 6 and October 14</li> </ul>	
Minutes	<p>The Board accepted the September Minutes with the correction that the August Board Minutes passed with a vote of 9-0, not 8-0 as stated.</p> <p><b>Motion: Alison, Second: Heather. Vote: 9-0, Motion Passed.</b></p>	
Auditors	<p>Wegner CPAs once again served as third-party auditors for the co-op.</p> <ul style="list-style-type: none"> <li>-Sales decrease last year was common among co-ops nationwide</li> <li>-The co-op has reduced losses significantly over the previous year. Losses were expected.</li> <li>-There were no substantial deficiencies to be reported. Recommendations from previous years have all been acted upon and improved.</li> </ul> <p>Motion to accept the Wegner audit and findings. <b>Motion: Derek, Second: Matt, Vote: 9-0</b></p>	
GM Updates	<p>After discussion the board has determined there is no longer a need for Tim to produce a bi-annual safety plan. This report was monitoring the co-op's response to a specific incident and is no longer necessary. It has been removed from the board calendar.</p> <p><b>B4: Financial Condition-</b> Tim provided a summary of the auditors' findings and offered plans for portions that were out of compliance. It is expected that non-compliance issues will be corrected once the month of September 2020 is closed by the finance department.</p> <p><b>National Co-op Grocers (NCG) Participation Report-</b> Motion to receive the NCG participation report. <b>Motion: Domenic, Second: Derek, Vote: 9-0</b></p> <p>Discussion: It was mentioned that the co-op takes advantage of many of the services NCG provides to our stores, but there is opportunity to utilize their CX Survey program. The co-op being a part of NCG has saved us 6% on items from UNFI, our largest distributor. This alone showcases the power of the 145 NCG member co-op's negotiating and purchasing together.</p>	
Elections & Annual Meeting Discussion	The election is open. Mailings went out to 14,500 and emails went to all owners. There are currently 549 votes in the election an increase of 145 from this time last year.	
Annual Meeting Planning	Registration for the meeting is open. Organizers are trying to keep the length of the meeting to one hour or less. A final agenda is to be decided on by the elections committee and president. Tim was tasked to find a way to incorporate candidate statements as well as to look into closed captioning.	
Board Development/Committee Work	Initial thoughts are to reduce the number of committees to start. There would potentially be 3 long-term committees and 3 ad hoc committees that would function for certain task/time of year. This topic will be explored further during the upcoming board retreat.	
Executive Session	<p><b>An operational matter was reported on by Tim Bartlett. Motion to enter Executive Session at 9:01PM</b> Motion: Hope, Second: Heather, Vote: 9-0</p> <p>No votes were taken.</p> <p><b>The Board left executive session at 9:06PM.</b></p>	
Adjournment	<b>Meeting was adjourned at 9:06pm</b>	

Respectfully submitted by *Amanda Cammarano* on October 6, 2020