

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
January 10, 2022 at via Virtual Conference Call

Attendance: Patrick Finan, Heather Lazickas, Hope Hoetzer-Cook, Derek Bateman (7:04), Emily Cosbey, Devon Dams-O'Connor, Rita Jones, Domenic Licata, Marissa Pace, Valerie Rettburg-Smith **Staff Members:** Tim Bartlett (-7:21), Amanda Cammarano
Consultant: Molly Snell-Larch (7:29)

Patrick Finan called the meeting to order at 07:03 PM and reviewed the agenda.
 Motion: Heather Lazickas, Second: Valerie Rettburg-Smith, Vote: 9-0, Motion Passed

Agenda Item	Discussion/Documents Reviewed	Board Action
Review Agenda	Board reviewed the following document: January 10, 2022	
Owner Observers	No owner observers	
Conflict of Interests	No disclosures made	
Minutes	The Board accepted the December Minutes as written. Motion: Rita Jones, Second: Marissa Pace. Vote: 9-1, (Valerie Rettburg-Smith abstained) Motion Passed.	
GM Reports	<p>B6: Communication and Counsel to the Board. Motion to accept the B6: Communication and Counsel to the Board. Motion: Hope Hoetzer-Cook, Second: Derek Bateman, Vote: 10-0. Motion Passed. Reasonable Interpretations?: Yes, Data Provided?: Yes, Compliance?: Yes</p> <p>Discussion: Hope recommended lengthening the minutes to include Board reasoning for its votes to indicate required due diligence. No board action was taken.</p> <p>Board Action: Board requested that Tim send a report on December financials as soon as the data becomes available. The additional need for reporting stems from non-compliance issues in the November 2021 Quarterly Financial Condition.</p> <p>Motion to approve Tim's request to move B4 Quarterly Financial Condition monitoring to March 2022 as a one-time change. Motion: Derek Bateman, Second: Emily Cosbey, Vote: 10-0 Motion Passed.</p> <p>Motion to change Policy C5.6.1 (Policy Monitoring Schedule) and move B1 Staff Relations from April to July in order to bring it into alignment with the annual planning cycle. Motion: Hope-Hoetzer Cook, Second: Heather Lazickas, Vote:10-0, Motion Passed.</p> <p>Discussion: Tim commented that the co-op has seen low turnover in the past couple of months, which led our stores to be well staffed for the holidays as well as through this stage of the pandemic where there are frequent call-offs. Board inquired about food price increases that are frequently reported in the news and whether they have impacted the co-op. Tim reports the co-op has experienced many of these increases but is seeing some prices come back into line. Our Category Management team has been diligent in keeping our margins intact through this time.</p>	
BOD Calendar	<p>The Board reviewed the BOD calendar.</p> <ul style="list-style-type: none"> - Next Board meeting on February 7, 2022 - Investor call is January 20 at 7pm via Zoom. Invites will be sent this week. (Board members encouraged to attend) - CitrusFest will take place at the co-op on January 29 from 11:30am-2pm 	
Board Work + Development	<p>Retreat Planning: A straw poll was taken to gauge the level of comfort for Board Members to meet in person for a retreat this winter. Patrick will continue to brainstorm ways to make the retreat both engaging and safe.</p> <p>Board Training: Molly led a training in Ten Principles Policy Governance and the role of the Policy Register.</p> <p>Policy Register Amendment Timeline: Patrick and Molly presented the proposed timeline for updating the Policy Register. Board members weighed in on their thoughts surrounding the timeline, the role of our consultants in the updating process, and the next steps towards creating a Policy Register that serves the co-op into the future. Patrick and Molly will continue to work to get this project underway.</p>	
Adjournment	Meeting was adjourned at 8:40pm Motion: Valerie Rettburg-Smith, Second: Heather Lazickas, Vote: 10-0	

Respectfully submitted by Amanda Cammarano and Hope Hoetzer-Cook on January 11, 2022