

**MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
May 2, 2022 at via Virtual Conference Call**

Attendance: Derek Bateman, Rita Jones, Domenic Licata, Hope Hoetzer-Cook, Patrick Finan, Heather Lazickas, Marissa Pace
Staff Members: Sarah Love **Excused:** Devon Dam-O'Connor, Emily Cosbey, Tim Bartlett

Patrick Finan called the meeting to order at 07:04 PM and reviewed the agenda.
Motion to call the meeting to order: Derek Bateman, Second: Heather Lazickas, Vote: 7-0, Motion Passed

Agenda Item	Discussion/Documents Reviewed	Board Action
Agenda Review	Board reviewed the following document: April 4, 2022	
Owner Observers		
Conflict of Interest	No disclosures made	
Minutes	The Board accepted the April Minutes as written. Motion: Domenic Licata, Second: Heather Lazickas. Vote: 7-0, Motion Passed.	
BOD Calendar	The Board reviewed the BOD calendar. <ul style="list-style-type: none"> • The next Board meeting will be on June 6, 2022. • Customer Service Survey results are anticipated in Spring/Early Summer 2022. • The Board will prepare for the GM Evaluation, scheduled for June/July 2022. • Due to Elizabeth Vealey stepping away from the CFO role, Tim has postponed the April Investor call to August 2022. 	
Board Work	<ul style="list-style-type: none"> • Patrick and Heather have been working with Molly Snell-Larch to update the Board's Policy Review. They will bring a preview of changes to present during the June 2022 meeting, with a vote tentatively being held in July 2022. • The Board had a discussion about updating the Policy Register while still holding value to old policies. • The Board will vote on hiring an Auditor when Patrick has more information about pricing in June 2022. • Board Action: Patrick asked the Board to begin forming the Elections Committee before the next meeting on June 6, 2022. • There was discussion about possibly forming an Owner Engagement Committee. 	
GM Reports	<p>Tim Bartlett requested from the Board that he is authorized to apply for credit on behalf of The Lexington Co-op. Per Policy B4.1: The GM will not incur debt other than trade payables or other reasonable and customary liabilities incurred in the ordinary course of doing business. Motion to accept . Motion: Derek Bateman, Second: Heather Lazickas. Vote: 7-0, Motion Passed.</p> <p>B4: Quarterly Financial Condition Motion to accept the B4.4 Report as Written. Motion: Heather Lazickas, Second: Domenic Licata. Vote: 6-0, Motion Passed. Motion to accept the B4.7 Report as Written. Motion: Heather Lazickas, Second: Marissa Pace. Vote: 6-0, Motion Passed. Discussion:</p> <ul style="list-style-type: none"> • The Board discussed accepting the reports from Tim without him being present to address concerns or answer questions. The comments were reopened for comments and questions that Tim will answer after the meeting. <p>B5: Asset Protection Motion to accept the B5 Report as Written. Motion: Derek Bateman, Second:Rita Jones. Vote: 7-0, Motion Passed. Discussion:</p> <ul style="list-style-type: none"> • Patrick will ask Tim for an updated Succession Plan for the Board to approve in the future. <p>Patrick read an email that Tim Bartlett sent containing Updates to the Board. Discussion:</p> <ul style="list-style-type: none"> • The Co-op is still hiring for a Director of Finance. Second interviews with applicants are being conducted the first week of May. • Financial performance improving in April: Sales growth was positive at +.01% over last year. Wage % was down 2.25% from Q3 and under budget at 19.02%. Cash balances increased. • Tim attended an NCG Conf. – he & other NCG GMs discussed a multi-year project to align back-office systems across co-ops. 	
Executive Session	<p>Motion to enter Executive Session at 8:13pm. Motion: Derek Bateman, Second: Heather Lazickas Motion Passed. Vote 7-0. Attendance: Derek Bateman, Rita Jones, Domenic Licata, Hope Hoetzer-Cook, Patrick Finan, Heather Lazickas, Marissa Pace</p> <p>• Personnel-related matters were discussed and no votes on matters were taken.</p> <p>Motion to exit Executive Session at 8:48 pm. Motion: Marissa Pace, Second Rita Jones Motion Passed. Vote 7-0</p>	
Adjournment	Meeting Observations shared. Motion to Adjourn at 8:56pm Motion: Marissa Pace Second: Heather Lazickas. Motion Passed. Vote 7-0.	

Respectfully submitted by Sarah Love and Hope Hoetzer-Cook on May 6, 2022