

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
November 07, 2022 at via Virtual Conference Call

Attendance: Hope Hoetzer-Cook, Domenic Licata, Derek Bateman, Heather Lazickas, Patrick Finan (-8:45pm), Emily Cosby, Marissa Pace **Absent:** Devon Dams-O'Connor, Rita Jones **Board Member Elects:** Michelle Niblock, Carolyn Hoyt Stevens, Terry Mickelson, Pamela Eck, Sabu Adeyola (7:04pm)
Staff Members: Tom Vrabel, Tim Bartlett **Other:** Molly Snell-Larch, Molly Muffoletto

Patrick Finan called the November 2022 Board Meeting to order at 7:02pm

Agenda Item	Discussion/Documents Reviewed	Board Action
Agenda Review	Board reviewed the following document: November 7, 2022 Agenda	
Owner Observers	Board Member Elects listed above were in attendance and owner Molly Muffoletto. Molly shared that she is a neighbor to the Elmwood store and requested that the dumpster only be cleared after 8am due to noise.	
Conflict of Interest	No disclosures made	
Minutes	<p>The Board accepted the October Minutes as written. Motion: Heather, Second: Hope, Vote: 7-0, Motion Passed.</p> <p>The Board accepted the Annual Meeting Minutes as written. Motion: Marissa, Second: Domenic, Vote: 7-0, Motion Passed.</p>	
BOD Calendar	<p>The Board reviewed the BOD calendar:</p> <ul style="list-style-type: none"> • The next Board meeting will be on December 5, 2022 which includes onboarding new members • GM Evaluation in the next few months • Upcoming Board Trainings: Financial training started on 11/3 but you can still join • November 19th CBLD 101. A training on the introduction to board directorship. • Every board member will take various trainings over the next year. 	
Board Work	<p>The board voted to accept policy B6.10, included below, on the topic of a staff liaison to the board. Motion: Patrick, Second: Derek, Vote: 7-0, Motion Passed.</p> <p>B6.10 Allow for the annual election of a non-management staff person by non-management staff to attend monthly board meetings as a non-voting member-owner/customer liaison to the board. The timing of the election should coincide with the board elections so that the terms begin simultaneously.</p> <p>Accordingly, the GM must not fail to allow the liaison to</p> <ol style="list-style-type: none"> a. Participate in discussions and on board committees to offer their viewpoint as requested by the board. b. Help the board to reach informed decisions by relating observations of member-owner and customer activity in the stores. c. Refrain from representing to the Board the concerns of individual staff, personnel issues, internal conflicts or other such matters that would bypass the supervisory chain, but rather, shall inform the Board, when appropriate, of staff views and concerns on relevant matters under Board discussion or consideration. d. Serve for no longer than a one year term, and wait a year to be eligible to run again. e. Be compensated at their regular hourly wage for all time spent in Board meetings and committee work. <p>The board reviewed a Procedure on Records Review Procedure submitted by Secretary Hope Hoetzer-Cook.</p>	
GM Report Discussion	<p>Tim shared operational updates including the new Electric Vehicle Chargers at the Hertel store.</p> <p>Executive Constraint Policies Motion to accept B1 Financial Conditions and B2 Planning Report as written. Motion: Hope Second: Marissa Vote: 7-0, Motion Passed.</p> <ul style="list-style-type: none"> • Certification of Accuracy: Yes Reasonable Interpretation: Yes • Data Provided: Yes Compliance: Yes • Severity/Impact/Trend: None 	

Executive Session	<p>Motion to enter Executive Session at 8:14. Motion: Derek, Second: Emily, Motion Passed. Vote 7-0. Attendance: Hope Hoetzer-Cook, Domenic Licata, Derek Bateman, Heather Lazickas, Patrick Finan, Emily Cosbey, Marissa Pace, Michelle Niblock, Carolyn Hoyt Stevens, Terry Mickelson, Pamela Eck, Dawoud Sabu Adeyola, Tom Vrabel, Tim Bartlett, Molly Snell-Larch.</p> <p>Operational matters were discussed and no votes on the matters were taken.</p> <p>Motion to exit Executive Session at 8:45 pm. Motion: Hope, Second Patrick Motion Passed. Vote 7-0</p>
Seating of New Board Members	<p>Patrick departed and Heather presided over the seating of new board members. Motion to seat the duly elected board members (Michelle Niblock, Carolyn Hoyt Stevens, Terry Mickelson, Pamela Eck, Dawoud Sabu Adeyola). Motion: Hope, Second: Derek, Vote: 6-0. Motion passed.</p>
Adjournment	<p>Meeting Observations shared. Motion to Adjourn at 9:10pm Motion: Heather, Second: Marissa. Vote 11-0. Motion Passed.</p>

Respectfully submitted by Tom Vrabel and Hope Hoetzer-Cook on November 9th, 2022