

**MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING**  
**February 06, 2023, on Zoom**

**Attendance:** Domenic Licata, Heather Lazickas, Patrick Finan, Emily Cosby, Terry Mickelson, Pamela Eck, Devon Dams-O'Connor, Rita Jones, Michelle Niblock, Carolyn Hoyt Stevens   **Absent:** Sabu Adeyola  
**Staff Members:** Tom Vrabel, Tim Bartlett, Hunter Schwartz, Olivia Johnson   **Other:** Ian Hayes, William Westlake

**Patrick Finan called the February 2023 Board Meeting to order at 7:02 pm**

Agenda Item	Discussion/Documents Reviewed	Board Action
<b>Agenda Review</b>	Board reviewed the following document: February 6, 2023 Agenda	
<b>Owner Observers</b>	Hunter Schwartz, Olivia Johnson, and Ian Hayes shared their excitement for the recent union vote at the co-op and shared their view that the supervisors at the co-op should be included in the union's bargaining unit. Patrick communicated to the group that they have empowered Tim to lead negotiations with the union.	
<b>Conflict of Interest</b>	No disclosures made	
<b>Minutes</b>	<b>The Board accepted the January 9<sup>th</sup> Minutes as written.</b> <b>Motion:</b> Devon, <b>Second:</b> Carolyn <b>Vote:</b> 10-0, Motion Passed.	
<b>BOD Calendar</b>	<b>The Board reviewed the BOD calendar:</b> <ul style="list-style-type: none"> <li>• The next Board meeting will be on March 6<sup>th</sup>, 2023</li> <li>• Board Retreat planning has begun, no date yet.</li> <li>• GM Evaluation is underway, Tim is working on a self-evaluation and 360 evaluations</li> <li>• Training Opportunities: <ul style="list-style-type: none"> <li>○ 2/13, 2/20, 2/27 Explorations in Policy Governance Series</li> <li>○ 3/6, 3/13, 3/20, 3/27 Financial Training for Directors Q1 2023 (series)</li> </ul> </li> </ul>	
<b>FYI GM Updates</b>	<ul style="list-style-type: none"> <li>• Our Double Up Bucks program changed its format to an Earn and Redeem model on 2/1. We have been working on getting all participants in the program to sign up. Overall, it's been going well.</li> <li>• The co-op's management team is having its retreat this week at the Exchange at Beverly Gray and will be meeting with black led organizations who work in our local food system.</li> <li>• The staff party is coming up on 02/16/2023</li> <li>• Tim went to the NCG Board meeting NCG is voted to accept two new co-ops in Low Income Low Access (LILA) communities</li> </ul>	
<b>GM Report and Executive Constraint Policies</b>	<p><b>Plan for policies previously out of compliance</b>  Motion to accept Update on Plan for Compliance B1.2 Net Income &gt;0.5% &amp; B1.1 Sales Growth &gt;3.0%  <b>Motion:</b> Dom <b>Second:</b> Carolyn <b>Vote:</b> 10-0, Motion Passed.</p> <p><b>B1 Quarterly Financial Conditions and Activities</b>  <b>Motion:</b> Dom <b>Second:</b> Carolyn <b>Vote:</b> 10-0, Motion Passed.  <b>B1.1 Sales Growth</b> previously out of compliance <b>Severity:</b> Low <b>Trend:</b> Low <b>Impact:</b> Low  <b>B1.2 Net Income</b> out of compliance <b>Severity:</b> High <b>Trend:</b> High <b>Impact:</b> Low</p>	
<b>Executive Session</b>	<p>Motion to enter Executive Session at 7:42. <b>Motion:</b> Heather, <b>Second:</b> Michelle, <b>Motion Passed. Vote</b> 10-0</p> <p><b>Attendance:</b> Domenic Licata, Heather Lazickas, Patrick Finan, Emily Cosby, Terry Mickelson, Pamela Eck, Devon Dams-O'Connor, Rita Jones, Michelle Niblock, Carolyn Hoyt Stevens, Tom Vrabel, Tim Bartlett  <b>Absent:</b> Sabu Adeyola</p> <p>Entered Executive Session to discuss union negotiations and GM Review. No votes were taken.</p> <p><b>Motion</b> to exit Executive Session at 8:49 pm. <b>Motion:</b> Emily, <b>Second</b> Michelle <b>Motion Passed. Vote</b> 10-0</p>	
<b>Adjournment</b>	Meeting Observations shared. <b>Motion to Adjourn at 9:04pm Motion:</b> Pamela, <b>Second:</b> Michelle <b>Motion Passed. Vote</b> 10-0.	

*Respectfully submitted by Tom Vrabel on February 10<sup>th</sup>, 2023*