

MINUTES FROM THE LEXINGTON CO-OPERATIVE BOARD MEETING
May 01, 2023, on Zoom

Attendance: Domenic Licata, Heather Lazickas, Patrick Finan, Emily Cosbey, Terry Mickelson (-8:34pm), Pamela Eck, Devon Dams-O'Connor, Rita Jones, Michelle Niblock, Carolyn Hoyt Stevens, Cristina Masucci **Staff Members:** Tom Vrabel, Tim Bartlett

Patrick Finan called the May 01, 2023 Board Meeting to order at 7:05 pm

Agenda Item	Discussion/Documents Reviewed	Board Action
Agenda Review	Board reviewed the following document: May 1, 2023 Agenda	
Owner Observers	No member-owners observers present	
Conflict of Interest	No disclosures made	
Minutes	The Board accepted the April 6th Minutes as written. Motion: Carolyn, Second: Rita Vote: 10-0, Motion Passed.	
BOD Calendar	The Board reviewed the BOD calendar: <ul style="list-style-type: none"> • The next Board meeting will be on June 5th 2023 and the July meeting will be on the 10th. • There will be an investor call in May or June • The board will initiate hiring an accounting firm for the annual audit • GM Evaluation is underway • Training Opportunities: <ul style="list-style-type: none"> ○ Co-op Café 5/4 ○ Effective Board Meeting Facilitation 5/9 ○ Governing with Intention and Focus: Agenda Planning or Blazing the Path Forward 5/10 ○ Navigating the GM Compensation and Evaluation Process 5/18 ○ Governing with Intention and Focus: Architectural Support, or Strengthening the Board's "Backbone" 5/24 • Tabling / Outreach Opportunity: World Fair Trade Day 5/13 11am-2pm, Bike to Work Breakfast at Elmwood 5/16 7am-10am, Pride Parade 6/4, Juneteenth 6/17-18 	
Board Member Seating	Motion to seat board member Cristina Masucci. Motion: Patrick. Second: Dom Vote: 10-0. Motion passed.	
FYI GM Updates	<ul style="list-style-type: none"> • Hiring and Staffing is challenging right now (as we have heard from other co-ops too). • We are in the middle of the pack for co-op's nationally for sales growth. Some are growing, many are shrinking. Our sales growth since the start of the calendar year has been around 0.4% 	
GM Report	<p>Plan for policies previously out of compliance Motion to accept Update on Plan for Compliance B1.2 Net Income >0.5% & B1.1 Sales Growth >3.0% Motion: Dom Second: Michelle Vote: 11-0, Motion Passed.</p> <p>B1 Financial Activities and Conditions Motion: Emily Second: Dom Vote: 11-0, Motion Passed.</p> <p>B3 Asset Protection Motion: Carolyn Second: Heather Vote: 11-0, Motion Passed. Amendment: Motion to accept policy as submitted except for 3.3 which will be reviewed in October. Carolyn Second: Heather Vote: 11-0, Motion Passed.</p>	
Elections Committee Update	Domenic and Devon asked the board to consider any community connections they may have that they could encourage to consider running for the board in November. They will continue to focus on diversity as an important value when recruiting board candidates.	
Membership Fund Discussion	Emily introduced the idea of a membership fund. Owners could donate funds that would then be used to offset the cost of full ownership for lower-income new owners.	

Plan to Update Ends Policy	The board plans to have a longer session at the July meeting (5p-9p) to discuss how the Ends policy could be updated.
Executive Session	<p>Motion to enter Executive Session at 8:35pm. Motion: Michelle, Second: Heather, Motion Passed. Vote 10-0</p> <p>Attendance: Domenic Licata, Heather Lazickas, Patrick Finan, Emily Cosbey, Pamela Eck, Devon Dams-O'Connor, Rita Jones, Michelle Niblock, Carolyn Hoyt Stevens, Cristina Masucci, Tom Vrael (-8:49), Tim Bartlett (-8:49). Absent: Terry Mickelson (left immediately before exec session).</p> <p>Entered Executive Session to discuss union negotiations and GM review. No votes were taken.</p> <p>Motion to exit Executive Session at 9:12. Motion: Patrick, Second: was made but board member not recorded Motion Passed. Vote 10-0</p>
Adjournment	Meeting Observations shared. Motion to Adjourn at 9:12pm Motion: Patrick, Second: was made but board member not recorded Motion Passed. Vote 11-0.

Respectfully submitted by Tom Vrael on May 17th, 2023