

## **Board of Directors Minutes – December 2025**

Date: December 10, 2025

Location: Online via Zoom

Time: 7:00 PM – 8:40 PM

### **Attendance**

Present: John Bonvechio (President), Donna Frederick (Vice-President), Debby Warren (Treasurer), Diane Standaert (Secretary), Summer Alston, Kim Ionescu, Steph Carter, Anwar Simon, Thomas Beckett, Frank Stasio, Donna Frederick

Others Present: Amy Zimmerman (Board Assistant), Jason Bowers (General Manager), Tracie Little (Wellness Manager, Worker-Owner).

Absent: Neisha Reynolds

**Call to Order:** The meeting was called to order at 7:00 PM.

**Agenda Review:** No changes needed. Keep as is.

### **Approval of November 2025 Minutes**

Vote to approve the November 2025 Minutes, pending review and edits.

- Motion to Approve: Summer
- Seconded: Debbie
- Objections: None
- Motion passed without objection.

### **GM FYI Report – Jason Bowers (GM)**

The General Manager's FYI report was received and filed, as included in the board packet. No vote was required.

Jason reported on an incident that occurred December 10th, that involved allowing a customer to use the store phone, and a police presence due to the customer's activities involving a stolen car. This incident highlighted the need to improve store policies and guidelines to improve safety of customers and staff.

Nine departments exceeded prior year sales. Customer count increased by 1 percent compared to last year, while average basket size declined slightly. Food for All contributions increased.

P&L for October closed with a loss driven primarily by over-purchasing and margin issues. Management has initiated corrective actions across departments. The meat department is the biggest concern. Wage control efforts are underway to address unapproved overtime and excess scheduling. An audit process will be implemented to ensure departments adhere to revised labor allocations.

Overall customer satisfaction declined slightly but remains above the NCG average. Opportunities for improvement were identified during the 11am to 2pm.

The Food for All is being restructured to ensure legal compliance and will transition to a needs based program. For legal compliance, customers will need to show they are eligible and sign up

for the program once per year. There is a \$15 fee annually that will count toward the ownership fee if they want to become an owner.

Multiple employee investigations are in progress.

- Worker Owner, Tracie commented that the staff are lacking HR, and there is a need for a good way to work out issues between staff with each other, and staff with managers in an equitable way.
- It was suggested that the employee handbook be reviewed, updated and distributed to staff, and Jason agreed that it was a good idea.

The store has a new Marketing Manager and Beer and Wine Manager.

Management is pursuing revenue growth opportunities, including discussions with Duke.

Planning is underway for the annual board meeting, scheduled for January 31.

The fiscal year budget is also being revised to align with current sales trends, margin performance, and wage controls.

### **B7 and B8 Monitoring Report Monitoring Report- Jason Bowers (GM)**

The General Manager monitoring reports were received and filed, as included in the board packet.

#### **Vote to approve Monitoring Reports**

- Moved by: Thomas
- Seconded by: Kim
- Nay: None
- GM Monitoring reports passed without objection

### **Committee Updates**

#### **Education Committee, Chair: Debby Warren**

Debby asked if the Board would be open to separate training events.

Tom gave a presentation about what a Co-op is and the Cooperative Way of Business.

Columinate's Co-op 101 was discussed, and making use of their classes.

Board Retreat

- Columinate will help with facilitating the retreat and a date still needs to be decided on.
- The last retreat was Jan 2024.
- The Education Committee would be happy to help with the planning for the education part.
- During the next retreat we will add policy governance.

#### **Nominations and Elections Committee, Chair: Kim Ionescu**

Steph was invited to serve as the worker-owner on the committee.

## **Update on NDA**

The Owner has to sign an NDA to view the records. It was agreed that the owner has the right to share the report with other members, but whoever the owner shares the information with will also need to sign an NDA. Jason will need to sign and approve the NDA.

## **Annual Meeting**

Both the Annual Meeting and In-Store Owner Appreciation event will also be used to kick off elections.

The Board discussed the benefits of having the official business part of the annual meeting online through Zoom. A recording would be available for people who missed the notifications and invitations. During this meeting the Board would present the financials.

Jason will have marketing start promote the Annual Meeting and send word out to Owners.

Minutes are not typically taken for the annual meeting.

Discussion: the Annual Meeting is a legal requirement. It should be the Board's job to schedule the Annual Meeting, and the staff's job to get the word out to the public.

## **Annual Meeting Vote - Two Events**

1. An in-store owner appreciation event on January 31st.
2. The official Annual meeting through Zoom (recorded) tentatively February 8th or 9th to present the annual report and board business.
  - Moved by: Kim
  - Seconded by: Summer
  - Nay: None
  - Motion passed without objection

## **Other Business**

### **Self-Monitoring Survey**

The Self-Monitoring Survey is a tool to track board effectiveness and capture feedback. Be sure to leave initials in feedback.

This month's survey: C8: Governance Investment.

## **Events & Board Education**

Story Time with Santa scheduled for December 20.

January 10th seed swap.

Owner Appreciation Event coming soon.

Annual Meeting through Zoom: Tentatively February 8th or 9th.

**Meeting adjourned: 9:01 PM**