

**Date:** March 11, 2026

**Location:** Online via Zoom

**Time:** 7:00 PM – 9:00 PM

**Attendance**

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

Others Present: Amy Zimmerman (Board Assistant), Jason Bowers (General Manager).

Absent: Neisha Reynolds

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

**Agenda Review:**

The board will also discuss and review the 2025 Annual meeting that happened recently via Zoom on February 8, 2026.

**January & February 2026 Minutes**

**Vote, Jan. & Feb. 2026 minutes:** Kim Ionescu moved to approve the January 2026 and February 2026 minutes. The motion was seconded by Thomas Beckett. The January 2026 and February 2026 minutes were approved by unanimous consent.

**GM FYI Report – Jason Bowers (GM)**

Jason Bowers presented the General Manager's FYI report. The report was received and placed on file. No vote was required.

The FYI report included updates on personnel and safety matters, employee incidents at the Co-op, staffing changes, staff training, store atmosphere and operations, sales and customer-service metrics, vendor and distribution issues, insurance and tax matters, refrigeration and facilities maintenance, information technology contract matters, legal matters involving enforcement of a trespass, progress with NCG risk status, preferred shareholder inquiries, and a review of a PTO payment discrepancy involving a former Interim General Manager.

**FYI Report and Board Communications:** John stated that the weekly FYI updates from the General Manager would be forwarded to the full board going forward.

**Preferred Shares Discussion:** Jason reported that five preferred shareholders had recently requested redemption of their shares for various reasons. The board discussed the governing documents, financial implications of redemptions, the importance of communication with preferred shareholders, and the need for a structured redemption plan rather than case-by-case decisions. The board discussed outreach to certain preferred shareholders who had expressed concerns regarding communication and the status of their investments.

**Vote, Preferred Shares:** A motion was made by Donna Frederick to direct the Finance Committee to review the preferred share issue, determine what authority exists under the charter and bylaws, develop a plan for handling redemption requests, and return to the board

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with recommendations in consultation with the General Manager. The motion was seconded by Summer Alston. There being no objection, the motion was adopted by unanimous consent.

### Monitoring Reports - Jason Bowers (GM)

#### B9 – GM Succession

The B9 monitoring report was received and filed, as included in the board packet.

The Board conducted its review of Policy B9 (GM Succession) in accordance with its monitoring schedule. A board member commented that there might be too many details in the GM Succession report, such as the hiring process, and stopping after the emergency part of the plan. Discussion included the distinction between emergency succession and long-term hiring, the identification of internal and possible external interim leadership options, and whether board approval should be required for continuation of an interim General Manager.

**Vote, B9 GM Succession:** Debby Warren proposed to accept the B9 GM Succession Monitoring Report with revisions. The motion was seconded by Summer Alston. There being no objection, the motion was approved.

### Nominations and Elections Committee Report

Chair: Kim Ionescu

The Board received a report from the Nominations and Elections Committee.

Kim Ionescu reported that candidate materials for the consumer-owner election were nearly complete. Four prospective new candidates and three current directors had submitted or were expected to submit materials. The board was informed that voting was expected to open within the next few days and remain open for approximately three weeks, with at least 100 votes needed. Depending on timing, newly elected directors would likely begin service in April or May 2026.

The board discussed candidate evaluation, board needs, and onboarding, including the possibility of a store tour for new board members. No motion was made.

### Education Committee Report

Chair: Debby Warren

The Board received a report from the Education Committee.

Debby Warren and Anwar Simon reported on the committee's review of multi-stakeholder cooperative governance, member education, and policy-governance training resources. The possibility of a future working group or retreat discussion on worker-owner and consumer-owner governance issues was discussed.

### Finance Committee Report

Members: Debbie & Tom

There was a discussion on creating a policy could be created for preferred shareholders and it was discussed this could be handled by the finance committee.

*See vote during the FYI report, concerning the Finance committee and preferred shares.*

### Other Business

#### Self-Monitoring Survey

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The Board reviewed the results of the Board Self-Monitoring Survey. These surveys are a tool to track board effectiveness and capture feedback. Board members were reminded to include initials with their feedback.

The board noted that only 4 of 10 directors had participated and discussed the importance of participation and the possibility of sending reminders.

### **Events, reminders, and action items**

CBLD / Retreat Planning: The board discussed working with a new CBLD representative, Molly Phipps, and using an upcoming retreat to address board development, governance refinement, and worker-owner/consumer-owner issues. A question was raised regarding the representative's experience with multi-stakeholder co-ops.

The board discussed a staff psychological safety training session.

The meeting adjourned at approximately 9:00 PM