

Board of Directors Minutes – January 2026 Regular Meeting

Date: January 14, 2026

Location: Online via Zoom

Time: 7:00 PM – 8:40 PM

Attendance

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

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

Absent: Donna Frederick (Vice-President).

Call to Order: Call to Order: The meeting was called to order at 7:05 PM by John Bonvechio, President.

Agenda Review: Anwar requested the addition of an update on worker ownership to the agenda.

Approval of December 2025 Minutes

A motion was made by Debby Warren to approve the December 2025 minutes. The motion was seconded by Kim. There were no objections, and the motion passed.

GM FYI Report – Jason Bowers (GM)

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

Key highlights included:

December sales: down year-over-year but exceeding the revised budget.

Category growth: Increases noted in bread, packaged grocery, beer, supplements, body care, mercantile, and membership revenue.

Membership: December membership revenue increased.

Customer transactions: Slightly down, consistent with broader NCG trends.

Customer experience: Strong overall satisfaction scores, with service challenges noted on Sundays and midweek days.

Food assistance: Increased customer donations supported food access programs.

IT services: New IT provider proposals reviewed.

Tax issue: A vendor billing error resulted in sales tax overpayments; resolution efforts are ongoing.

Staff audit follow-up: Consultant Gabby will return to the co-op later in the month for staff engagement and follow-up discussions.

HR systems: ADP implementation remains in progress, with training forthcoming.

HR matter: The General Manager reported on the conclusion of an investigation related to a policy violation.

Questions were addressed regarding budgeting adjustments, customer demographics, staff morale, and HR process boundaries. No action was taken.

B3 Monitoring Report – Jason Bowers (GM)

The General Manager's B3 Monitoring Report was noted as not having been included in the board packet due to an error. Consideration of the B3 Monitoring Report was postponed until the next meeting.

Committee Reports

Nominations and Elections Committee Report

Kim Ionescu, Chair, reported that the committee has not yet met and is working to schedule a meeting. The Chair reported on progress related to planning for the annual meeting and stated that preparations are proceeding, despite limited availability of materials from prior annual meetings and nomination processes. Draft language to open the nominations process is being developed and will be provided to Watson for member communications. No specific dates for the nominations and elections process were available at this time.

It was noted that more than two years remain on Frank Stasio's term. The possibility of revisiting prior candidates and a Board appointment to complete the unexpired term was discussed.

The matter will be worked on prior to the next meeting. No action was taken.

Education Committee Report

Debby Warren, Chair, reported that the committee met earlier in the week. The committee reviewed proposed board education activities, including short training segments at regular board meetings. A 15-minute educational segment was planned for a future meeting, with a focus on the fifth cooperative principle related to education.

The Chair reported that a survey will be distributed to board members to identify board education and training priorities. The committee also discussed the need for board education on policy governance and proposed a standalone training session of approximately 2.5 hours, potentially held on a weekend, facilitated by an external consultant.

The committee underscored the importance of reviewing the bylaws and noted that further discussion would be appropriate. The Chair reported that the committee is seeking a replacement member following a vacancy and expressed interest in including a worker-owner perspective. The need to update the board training calendar included in the board packet was also noted.

No action was taken.

Worker Ownership Education Item

Information was presented regarding worker ownership and its potential role in supporting staff education and communication. The presentation described a proposed educational initiative involving staff and worker-owners.

It was explained that worker ownership is an opt-in structure available to employees after six months of employment and is open to both part-time and full-time staff. The presentation described a proposed initiative to hold regular meetings for staff and worker-owners, including the General Manager, to support education, shared understanding of cooperative governance, and productive communication.

The presentation outlined goals including developing collective knowledge around cooperative principles, clarifying appropriate channels for addressing workplace issues, and strengthening communication between staff, management, and the Board. It was noted that the initiative would be intended to work alongside the General Manager's responsibilities and ongoing initiatives, not in opposition to management authority.

The Board agreed to move forward with the agenda and revisit the topic as appropriate in the future.

No action was taken.

Other Business

Board Communications to Staff

The Board discussed options for communicating with staff regarding concerning the Board's activities prior to the General Manager's hire and whether such communication should be formal and written or conducted in person. The importance of communicating that the Board's primary concern is keeping the store open was noted.

Key points noted:

- Communication should emphasize transparency, shared responsibility, and the Board's priority of organizational stability.
- The Board may participate in or align messaging with upcoming staff meetings facilitated by the consultant.
- Educational materials explaining Board roles and governance will be shared with staff.

No formal action was taken.

Update on NDA

The Board discussed a matter related to a nondisclosure agreement in response to an owner's request for records.

Research Project Request

A research project from a master's student at UNC related to food insecurity was discussed. The Board was asked whether any members were willing to speak with the student conducting the project, and Neisha volunteered. Tom offered to make introductions to other cooperatives if helpful. John indicated that a follow-up email would be sent.

Board Retreat

The Board discussed planning a future retreat, including:

- Potential timing in April or July.
- The importance of advance agenda-setting and facilitator coordination.
- Inclusion of governance, worker ownership, and strategic priorities.
- Interest in holding an informal in-person Board dinner as part of relationship-building.

John will distribute a scheduling poll to assess availability.

Self-Monitoring Survey - DI: Unity of Control

The Self-Monitoring Survey is a tool to track board effectiveness and capture feedback. Board members were reminded to include initials with their feedback.

Events & Board Education

The Annual Meeting is February 8, 2026 at 3PM.

The General Manager reported on discussions with Firsthand Foods regarding a potential shift to a private-label pork program, with further evaluation underway.

A Board dinner or in-person gathering may be scheduled in advance of the retreat, subject to Board availability.

Brittany (NCG) is scheduled to visit the Co-op next week and will meet with store leadership on Tuesday to discuss financial management, including margins and general financial practices.

Meeting adjourned: 9:01 PM