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SCM BOARD OF DIRECTORS MEETING

February 24, 2026

MINUTES

Board Meeting Commenced: 6:03 pm

Location: Zoom

Present: Colleen, Paul, Miguel, Alex, Zack, Leah, Emma, Michca, Tracy, Jen, Jeremy

Absent: Lionel, Lauren

AGENDA REVIEW

Colleen reviewed the agenda and upcoming dates, including:

- CBLD/Executive Committee Meeting on March 12 at 9 am via Zoom
- March Board Meeting on March 24 at 4:30 pm in person at the Salt City Market
- Finance Training for Directors on April 21, 28, May 5, & 19 at 7:45PM via Zoom

VOTING AGENDA

December 16 Meeting Minutes: Michca moved to accept the minutes as submitted, seconded by Alex. No discussion. All board members present voted in favor, Leah abstaining.

New Members: Paul moved to accept the new members as listed in the FYI report, seconded by Michca. No discussion. All board members present voted in favor.

GM Report B1 Financial Condition Q2:

- This was our third best sales quarter at the Co-op, but we did miss some of our sales and profitability metrics. The biggest thing that negatively impacted us was the government shutdown, which damaged our SNAP/EBT sales in October and November. The winter weather and store closures impacted us as well. Both Kensington and Salina missed sales targets for this quarter. We did have our best sales day ever on Saturday February 13th at Salina, which is encouraging.
- Jeremy will be using NCG's common chart of accounts for this report in the future, so things may look different the next time he presents the report.
- Jeremy reviewed other key metrics. We missed the mark with net income, but exceeded it last quarter. We beat our EBIDAP, and our margin performance was 36.5%.
- Alex asked why labor was so low last quarter. Jeremy responded that he wasn't sure.

Alex moved to approve the B1 acknowledging non-compliance, with a comment that we anticipate improvement. Seconded by Michca. No further discussion. All board members present voted in favor.

GM Report B.10 Logistical Report: This report monitors logistical support provided to the Board by the GM. Staff member Jen has served as administrative support since 2016. Additionally, last year Jeremy worked with Meagan and Colleen to archive board documents on Google Drive. Zack recommended Zeck as an alternative to Google Drive. Miguel asked if we are required to save files for a set period of time before discarding. Jeremy responded that we keep board files in perpetuity. Colleen moved to approve the report as submitted, seconded by Miguel. No further discussion. All board members present voted in favor.

Election of Officers:

- Slate of board officers for 2026:
 - President: Colleen
 - Vice President: Tracy
 - Secretary: Michca
 - Treasurer: Alex

Leah moved to approve, seconded by Miguel. No discussion. All board members present voted in favor, Colleen abstaining.

GM REPORT

Kensington Store:

- Need to replace bulk fixtures at the Kensington store. Jeremy will submit his expenditure proposal to the board for approval next month.

Salina Store:

- Working with Prep Foods to overhaul the department due to declining sales.

- A full-time prep foods staff member is leaving the Co-op; they are moving to Canada due to the political climate in the US.

General Updates:

- New member brochures with the Food For All membership option will be ready soon; we'll begin accepting applications as soon as these are available. The pin pads have been programmed to take donations from customers who would like to support the program.
- Jeremy has a few pieces that he is writing for the Garlic and Roses Co-op.
- Jeremy is working with the Institute for Local Self-Reliance on the Consumer Grocery Pricing Fairness Act, and will be going to Albany mid-March for a lobby day to discuss the bill with Rachel May. Colleen asked if this conflicts with the board policy on lobbying. Jeremy responded that the board's policy has to do with lobbying around issues that do not directly impact the Co-op's business, such as health care. Because this is related to fairness around food costs and pack size alterations from manufacturers, it is an issue that directly impacts us.
- Migration to the Common Chart of Accounts is complete for January. The process has been challenging and Jeremy provided feedback to NCG about this.
- Jeremy has been offering consultation & support to co-ops in Chatham, NY and Prairie, IL.
- The Consumer Cooperative Management Association will be holding a national conference in Ithaca in 2027. Jeremy is working with organizers to get a bus tour to our stores and do an Underground Railroad walking tour in collaboration with the Erie Canal Museum.

Employee Handbook Update: Jeremy is in the process of developing a new policy for the employee handbook. It is a nepotism policy that requires staff to disclose relationships to a supervisor or HR representative (store manager or Board). Tracy asked for clarification on the timeline for staff to give notification, and Jeremy said he will work on clarifying this, as well as what types of relationships require disclosure (for example, whether peer staff must disclose a relationship).

DISCUSSION AGENDA

Retreat Debrief: Colleen invited board members to share feedback about the January board retreat. New board members were grateful for a welcoming and informative experience. Board members appreciated the pacing and felt it was facilitated well. Colleen said she will be creating a folder in the board Google Drive of ideas that board members have come up with for staff to work with.

2026 Code of Conduct & Conflict of Interest Forms: Colleen asked board members to complete and submit their annual Code of Conduct and Conflict of Interest Forms as soon as possible.

2026 Board Contact Information: Colleen sent the 2026 board contact information form through the Zoom chat and asked all board members to make sure their contact information was complete & accurate and date and initial the form.

Annual Board Planner: Colleen walked board members through the shared 2026 Board Folder on Google Drive. This is where all of the board's work for this year and monthly meeting folders will be stored. She presented the Board Planner document which gives an overview of the board's work, policy monitoring, and meetings for the year ahead. This document will be updated throughout the year.

Annual Self Reflection: Colleen shared the results of the annual self reflection board members completed at the end of 2025. Michca asked Colleen for clarification about feedback related to balancing between committee work and work done in the monthly board meetings. Colleen responded that this had to do with committees keeping the rest of the board updated about the work they are doing during check-ins at the monthly meetings so that everyone is informed about what's getting done.

Committee Check Ins: Colleen asked if board members had any questions about committees or which committees they will be serving on in the year ahead. Committee assignments can be found in the board planner, and Colleen noted that each committee will need to complete their 2026 charters for the March board meeting. Colleen also noted there will be a committee for a capital campaign this year, and the focus of that committee's work will largely be education.

EXECUTIVE SESSION

Board conducted an executive session to discuss a member complaint

Adjourned: 8:30PM Michca moved to adjourn, Leah seconded, all in favor.