



Board of Directors Meeting Approved Minutes

Date: February 9, 2026

Convened: 6:05pm Adjourned: 7:42pm

Directors Present: Brian Pimentel, Bernadette Brogden, Kelsey Brewer, Alexandria Jang, Arnold Sowell, Delfina Vargas, Dave Berner, Isabel Pares

Director(s) Absent: Prasanna Regmi

Staff Present: Brian Munn (General Manager), Angela Borowski (Finance Controller), Nova Wetherwax (Merchandising Director), Jolie Laudicina, Amy Wagenknecht

Members and Guests Present: Brian Dunk, Bruce Mayor, Claire and Dave Setzer

Members attended in person and Zoom

Notetaker: Amy Meeting Facilitator: Alex Meeting Chair: Alex Timekeeper: Bernadette

PRELIMINARIES

Introductions took place.

Agenda Review:

Change the Election Committee update to action.

Remove GM Compensation

MEEC Plan will be info only, no action

Motion to approve the January agenda - Bernadette Brogden

Second - Dave Berner

Motion Approved

Tasks from previous meeting reviewed

Tasks reviewed

Consent Calendar:

Motion to approve the Consent Calendar which includes January 2026 meeting minutes - Delfina

Second - Bernadette

Motion approved

Member Comments:

Peter- member comments at beginning and end of meeting

Alex received one member comment

Comment regarding patronage refund

GM Update

Farm Link agreement was approved via email. Will be signed soon.

Capital expenditure:

4 Self-checkouts going in by the CSD register- roll out early March

Bakery Cases- updating. Just got quote

Meat/Seafood cases updating

Conferences-EcoFarm great conversations

Long Beach UNFI show—Michael Funk legacy award, founder of UNFI awarded SNFC with this award along with Lundberg Rice. We were one of the first grocers

New Tech with NCG in Las Vegas. Working group meeting to support co-ops.
Brian will be running for the NCG Board. Spring meeting we'll know more.
We have hired a finance director. Starting mid-Feb.

B-1

Noted that net sales and net income are not in compliance.

Brian and LST will be working on managing the controllable expenses to help soften the blow.

Something to note: Increased the Community discount in November because of the SNAP, that hits the bottom line.

Motion to approve the B1 report and acknowledge noncompliance in sales and net income. - Arnold

Second- Kelsey

Approved

Discussion-

Delfina wants to know how departments are performing.

Arnold asked about the dip of the cash flow. Angela mentioned that we had a payout and we made large payments to loan and Aardvark.

Decrease is coming from customer count but increase in basket.

Kelsey asked what we need to do. Brian mentioned that it's time to find another store to grow with and disperse admin costs.

Committee Updates

MEEC

Still working on the plan, will have it in time for March meeting. Thought we needed to create a process for taking members' ideas. Still rolling with Member Meetups. Third Thursday of the month at 6pm.

NomCom plan approval

Plan in packet, with election timeline. How to run for the Board Forum at New Helvetia.

Solidifying recruitment strategy and something else at meeting tomorrow. Matrix will be presented in March.

Motion to approve NomCom plan & timeline -Bernadette

Second- Isabel

Motion Approved

Election Committee

RCV will not raise cost, give voters an opportunity to select 1st, 2nd 3rd choices when voting. Simply Voting can do this. Can do a sample first to see how it works. The board needs to figure out what you'll want to get out of it, then the committee can move forward with getting information. All say that voter education is necessary, or votes tend to go down.

Motion to move forward and add docs that Barbara to February packet- Kelsey

Second - Bernadette

Motion Approved

Finance

Calendar of activities will be submitted for the March meeting.

Policy-next steps for Strategic Plan

Consider updating Ends policy that includes priorities, defines "insufficient", "conflict of interest" is reviewed, update "public image", DEI...(more from BP)

Motion ...work on initiatives – Arnold

Second-Bernadette

Motion Approved

AdHoc

Needs to meet, will set a meeting in February

Reporting back in March meeting.
Add members?

GM Compensation

Will have a timeline in March

Action Items

Motion to accept Patronage refund messaging- Bernadette
Second- Delfina
Motion approved

FY2025 Preferred Shares

Motion to pay out preferred share dividend- Arnold
Second- Delfina
Motion approved

CLOSINGS: Review Board Calendar, Tasks & Assignments

Announcements:

Member Meetup on the 1
CCMA Tacoma –let us know who would be interested
Wellness Fair on Wednesday 2/11
Run For the Board Forum on 2/26

Tasks/Assignments

1. Get the breakdown of community disc for SNAP during the 18 days it was increased.
2. MEEC Plan for March meeting
3. Present the Committee's nomination procedure and scoring matrix to the Board for review and approval.
4. NomCom matrix for march
5. Approve auditor at the March meeting
6. Policy Committee bring prioritized list for March meeting.
7. GM compensation timeline for March meeting.
8. Adhoc- March update
9. Email Amy if you'd like to go to CCMA

ADJOURNED MEETING AT 7:42pm

Motion- Brian P
Second- Bernadette
Motion approved

Respectfully submitted by,
Amy Wagenknecht
Board Administrator