Open Harvest Cooperative
Board of Directors Meeting Minutes
Tuesday, October 6, 2026
6:30 pm
Teams Meeting

Present	**Board Directors:** Anna Hernoud (Chair), Lynne Ireland (Vice Chair), Rollin Metzger, Carla McCullough Dittman, Monica Snowden, Nate Morris, Claire Kallhoff, Amelia Pickhinke **Staff Members:** Amy Tabor (GM) **Guests / Owners:** Seth Gilson (Gardiner & Co.), Jose Rodriguez (Owner) **Absent:** Jarvis Green (Secretary)
6:30 pm	**Welcome:** The Board Chair called the meeting to order and welcomed Directors.
6:32 pm	**Roll-Call/Check-in Question:** Monica Snowden provided a check-in question and asked: What is your favorite Fall activity? Everyone responded.
6:37 pm	**Reading of our land acknowledgement:** Lynne Ireland read the Land Acknowledgement.
6:38 pm	**Guest Owner Reserved Comments:** The guest owner shared a little bit of their background, experience with co-ops, and why they were interested in running for the board. Directors welcomed them to the meeting.

6:41 pm	**CONSENSUS ITEMS:** 1. September Minutes 2. September Executive Minutes 3. October Agenda **The Chair asked for approval of the September Minutes, September Executive Minutes, and October Agenda. The Chair asked for any questions or concerns. The Board approved consensus items with no concerns.**
6:50 pm	**Board Education:** FY2026 Annual Financial Review Presented by Seth Gilson of Gardiner + Co. Seth Gilson introduced himself and Gardiner and Company, the third-party CPA company that provided the financial review. He went over the FY2026 Financial Review Report that was provided to Directors ahead of time. His presentation covered the accountants review, balance sheet, owner equities, statement of operations, and all accompanying notes. Directors had the opportunity to ask questions and discuss the results of the review.
7:15 pm	**General Manager Report Consensus Items:** L1 - Annual - Financial Condition and Activity FY2026 The GM provided an overview of L1, and asserted non-compliance with L1.1 of the policy. A plan was provided to reach compliance as quickly as possible. Directors had the opportunity to ask questions and discuss the information provided in the report. L5 - Engagement of Member-Owners & Customers The GM provided an overview of the L5 report, including information about customer count, processes for customer feedback, customer safety, and store policies that support the report.

	Directors had the opportunity to ask questions and discuss the information provided in the report. **The Chair asked for approval of the L1 Financial Conditions and Activity and L5 Engagement of Member-Owner & Customers Reports. The Chair asked for any questions or concerns. The Board approved with no concerns.** <u>Annual Patronage & Preferred Share Dividend Report</u> ● Patronage Dividend ● Preferred Share Dividend ● Preferred Share Redemption The GM presented a report with recommendations on patronage dividends, preferred share dividends, and preferred share redemptions for the fiscal year 2026. Rationale and data was shared with each of these recommendations and directors had the opportunity to ask questions and discuss ahead of consensus. **The Chair asked for approval that no patronage dividends be disbursed for FY26. The Chair asked for any questions or concerns. The Board approved with no concerns.** **The Chair asked for approval that FY24, FY25, and FY6 preferred share dividends be retained, to be paid out at a later date. The Chair asked for any questions or concerns. The Board approved with no concerns.** **There were no requests for preferred share redemptions.**
7:45 pm	**General Manager Reports:** <u>GM Update:</u> GM provided an update on the results of the September Mayor's Local Food challenge results, a brief overview of NCG's Data Alignment project, and upcoming training opportunities. In addition, lots of effort to prepare for October events is underway – Owner Drive, Board Election, and Co-op Month. The GM shared that co-op peers from the central corridor training event will be touring the store on Monday, October 12th at 3:30 pm. Directors were invited to join the tour.

	Board Financial Dashboard: GM provided an update on August finances that included strong sales and margin performance, labor that met budget, and strong liquidity.
7:47 pm	**Committee Reports.** **Board Ops Committee:** The committee presented highlights from its standing monthly meeting including finalizing the October agenda, reviewing board retreat recap, and discussing a new agenda template. **Finance Committee:** The committee did not meet. **IDEA Committee:** The committee presented highlights from the most recent meeting including the adoption of the 8th co-op principle, preparing a recommendation for board approval, and timeline to communicate with owners. The Chair presented the Adoption of the 8th Co-op Principle document that outlined the committee's intention and purpose to adopt the principle. Directors had the opportunity to ask questions and discuss the recommendation. **The Chair asked for the approval to formally adopt the 8th Cooperative Principle: Diversity, Equity, and Inclusion. The Chair asked for any questions or concerns. The Board approved with no concerns.** **Election Committee:** The committee shared highlights from their September meeting which involved promoting candidacy, in-store board tabling opportunities, final recruitment communication, and preparing for the upcoming Board Election. **Annual Meeting Committee:** The committee shared updates regarding what information needs to be included on the RSVP, finalizing meeting logistics, final selection of snackbox vendor, and preparing social media video for event promotion. **Policy Committee:** The committee presented highlights from the most recent meeting including ongoing work on the Election Committee SOP,

8:29 pm	**Board Decision** 2026 Board Retreat Goals The Chair presented the board retreat notes that included a summary list of goals that were developed following the 2026 Board Retreat. Directors reviewed the list and discussed condensing further. They also checked progress against those goals.
8:39 pm	**Adjourn the regular meeting.**
8:40 pm	**Executive session begins.**