

Middlebury Natural Foods Cooperative
Board of Directors Meeting
February 18, 2026

Board Members Present: Ollie Cultrara, Amanda Warren, Sam Surks, Ed Blechner, Erin Buckwalter, Caroline Corrente, Samantha Langevin, Cody Mears

Board Members Absent: Barbara Hofer, Caryne Eskridge, Kristin Hocker

Others Present: Greg Prescott (GM), Bonnie Hudspeth, Scout Edenfield, Sara Granstrom

Call to order: 6:01 pm

Member-Owner Business

Samantha shared that she appreciates ‘staff picks’ in the produce department.

Minutes

A motion was made by Amanda, seconded by Erin, to accept the January minutes with the edits shared on Basecamp and in the meeting. All voted in favor.

Steering Committee Update

The Steering Committee is working with a consultant to organize and launch a Strategic Planning Committee. The Steering Committee has requested that the committee’s charter be extended until September. Samantha asked how the extension of the charter might be interacting with other benchmark events happening at the co-op, such as the 50th anniversary and annual meeting. This hasn’t yet been discussed in the committee but will be taken up. Greg said the extension would be helpful for operations and wouldn’t impact events. Ollie motioned to approve the charter extension to September, and Samantha seconded. All voted in favor.

Retreat Followup + Board Priorities

Samantha and Amanda captured 2026 board priorities discussed at the January retreat. Samantha made a motion to accept the priorities for the coming year, Ed seconded. All voted in favor.

Check in: BP1: Governing Style + BP2: The Board’s Job

BP1: 100% of board members felt like we were meeting the full extent of the policy by voting a 5 out of 5. There was a discussion about some redundancy in the wording. It was decided that it’s helpful and to leave the policy as is.

BP2: All board members felt like we were meeting the full extent of the policy by voting either 4 or 5 out of 5. There was some discussion about accessibility of the board. The

board believes that they are accessible within the policy governance boundaries, and that it is important for member owners to be able to actively engage with the board.

JEDI Update

Samantha gave an update on the committee's consulting work with Toni Brinegar. Toni has completed one-on-ones with all board members. Toni submitted a report to the committee and a proposed plan moving forward.

February - May will consist of aligning definitions of words like justice, equity, inclusion, and systems of oppression. The goal is to create a shared language and understanding for the board and for onboarding new members. The committee is hoping to budget for an extension of Toni's contract in the FY27 budget, as this current contract ends in May.

Board Recruitment + Election Update

There are articles about the election in the January, February and March e-newsletters. The committee has been working with Julia (marketing manager) to revise the election brochure draft and is awaiting a next draft. Prospective board members have been invited to join tonight's and the March board meeting. There will also be a zoom info session for potential board members on March 12th. To aid recruitment, board members were asked to put up posters in your community about the election. Additionally, Barbara has not heard from any interested candidates yet and the Committee asks board members to help with recruiting. There are four seats up for election.

Board Budget Quarterly Monitoring and Planning

The board FY '27 budget is being drafted currently, to be voted on in March. The board is currently under budget for FY '26.

Samantha mentioned CCMA will be hosted in New York in 2027, making it more accessible for more board members to attend. It will also potentially free up more room in the budget.

For the past few years, the board has consistently not used the full budgeted amount for the board discount - will look at this for the upcoming board budget.

GM Report

Greg shared highlights and answered questions about the report.

EL 9: Emergency GM Succession

Amanda made a motion to monitor EL9 and Samantha seconded. All voted in favor to accept it as on time, reasonable interpretation, data provided, and compliant.

EL 1: Financial Conditions

Amanda made a motion at 8:01pm to go into Executive Session for the purposes of discussing financial conditions in EL1, seconded by Ed. All voted in favor.

Executive Session

Samantha made a motion to end Executive Session at 8:08pm, seconded by Ed. All voted in favor.

Ollie made a motion to monitor EL 1, Cody seconded. All voted in favor.

Caroline made a motion to end the meeting at 8:09 pm and Erin seconded. All voted in favor.