

**Middlebury Natural Foods Cooperative
Board of Directors Meeting
July 15th, 2026**

Board Members Present: Amanda Warren, Ed Blechner, Erin Buckwalter, Barbara Hofer, Caryne Eskridge, Ollie Cultrara, Samantha Langevin, Caitlin Harder, Ashley Peluso

Board Members Absent: Kristin Hocker, Caroline Corrente

Others Present: Greg Prescott (GM), Bonnie Hudspeth, Bethany Farrell, Kacie O'Connell, Scout Edenfield, Sara Fuller, Kat O'Brien, Toni Brinegar

Call to order: 6:01 pm

Member-Owner Business

A staff member/member-owner asked about the consideration of term limits for board members. Another staff member/member-owner expressed that they did not agree with the GM's decision to not close the store for the whole day of the 50th Celebration so that staff could participate throughout the day (instead of the store being closed from 12-2pm). Another staff member expressed interest in having staff being able to serve on the board. The board said they would follow up via email.

A board member asked where to access the case discount information on the website, Greg said he would follow up.

Minutes

Erin made a motion, seconded by Ed, to accept the June minutes with the edits discussed. All voted in favor.

Ends Policy Report 3: Environmentally Sustainable Practices

The board noted a significant increase in organic sales across the store. They also expressed appreciation for the new take-a-jar program, recycling initiatives across the store, and the amount of operational details in the report shared by different staff members. There was some discussion of the local waste stream and where trash and recycling ends up. The board felt that the details in this report would be exciting to our membership. A suggestion was made to the GM to consider more education & outreach to celebrate the coop's impact with our member-owners.

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

Ends Policy Report 4: Democratic Ownership

It was noted that member-ownership is continuing to increase, voter participation increased, and patronage dividends were paid out again this year.

Ollie made a motion to monitor the report, seconded by Erin. All voted in favor to accept it as on time, reasonable interpretation, data provided, and compliant.

Ends Policy Report 5: Learning About These Values

The board discussed outreach programs such as donations raised for local non-profits, the Food For All Program, and outreach to local schools. They also discussed marketing such as social media and monthly newsletters. The board agreed that the community is very receptive to the coop's presence and engagement in the community, and they are excited for new opportunities to further these values.

Ollie made a motion to monitor the report, seconded by Caryne. All voted in favor to accept it as on time, reasonable interpretation, data provided, and compliant.

Patronage Dividends

Greg shared that he is waiting for the CPA to review financial statements needed to complete the patronage vote. A vote and discussion will occur when the financial statements are complete.

Greg shared the history of MNFC's Patronage Dividend System. The Coop has been profitable each fiscal year since Patronage Dividends started in 2016, and the board has annually voted to approve Patronage Dividends to the membership.

This year, the Patronage Dividends will be distributed as an electronic credit rather than paper checks, unless specifically requested. The patronage amount will be disclosed to member-owners via email.

Steering Committee Update

The Steering Committee has been continuing to plan for the Long-Range Planning Community Engagement Committee to lead a strong community engagement process to incorporate diverse perspectives that can help steer the coop's long-range planning. The committee will include interested board members, in addition to other key perspectives such as staff, Addison County food systems professionals, food security professionals, BIPOC organizers, and community youth and elders. There are 3-4 seats budgeted for stipends for non-board-members to join the committee. The Steering Committee will be developing an application process for people to apply to join the committee. This will be launched at the annual meeting.

Erin made a motion to approve this new Committee's Charter with edits discussed, seconded by Samantha, and all voted in favor.

Officer Elections

Caryne made a motion, seconded by Ollie, to approve the officer slate of Amanda Warren for President, Samantha Langevin for Vice President, Caryne Eskridge for Treasurer, and Erin Buckwalter for Secretary. All voted in favor.

BP6: Officer's Role

There was a proposed addition to BP6 outlining the Treasurer's responsibility to include monitoring the GM's credit card usage. This is something that has been already happening as part of the Coop's internal financial controls, but was not written into the policy. Caryne made a motion to add the language to the Treasurer's role, seconded by Ollie, and all voted in favor.

BP7: Board Committee's Principles

100% of board members thought that we were meeting the full extent of the policy by voting a 4 or 5 out of 5, except for one board member who answered that they did not yet feel they had the information needed to answer the question.

GM Report

Greg shared highlights and answered questions about the report.

Executive Session

Samantha made a motion to move into executive session at 8:10pm, seconded by Erin, for the purposes of discussing the Board's JEDI commitments. All voted in favor.

Amanda made a motion to end Executive Session at 8:31pm, seconded by Caryne. All voted in favor.

Amanda made a motion to end the meeting at 8:31 pm and Ollie seconded. All voted in favor.