THREE RIVERS MARKET

BOARD OF DIRECTORS' MEETING

October 9, 2025 6:33 PM - 8:30 PM

St. James Episcopal Church, Knoxville, TN 37917

MINUTES

Board Members in Attendance

Kimberly Lomonaco, Vice Chair

Mary French

Adam Hughes

Teri O'Meara, Secretary

Caitlin Seidler, Chair

Debbie Sharp

Fred Stephens

Brian D. Williams, Treasurer

Board Members Absent

Jacqueline O. Kittrell

Additional Attendees

Fadi Aboush, General Manager Anna Liddy Laurie Michaels Ann Barber Andreas Bastias Tory Mills Johnathan Blevins Zoe Branum George Butler Kim Davis Mikhail Garbinsky

Nikki Gray Rachel Harris Joanna Holbrook

Natalie Kurylo

Lucas Neubert Jasper Ridley Nadine Robinson Luke Schloemer **Audrey Smith** Ann Strange Steve Todd Morgan Wilson

Kristen Yartz, Cooperative Relations

Administrator

PRELIMINARIES

Call to Order: 6:33 PM

Action Items reviewed

Meeting Preparation – 1 minute of silence

Roll Call with statement of preparation

MEMBER FORUM

Ann Barber Andreas Bastias Nikki Gray Natalie Kurylo Morgan Wilson

AGENDA REVIEW/REVISION

Charter for Ethics Committee moved from the Consent Agenda to a future meeting.

Motion to approve amended Agenda: Brian D. Williams, seconded: Debbie Sharp; motion carried unanimously.

CONSENT AGENDA

September 2025 Board Meeting Minutes

Motion to approve Consent Agenda with correction of time typo in the September 2025 Board Meeting Minutes; Kimberly Lomonaco, seconded: Fred Stephens; motion carried unanimously.

Motion to approve Patron Member Repurchase Requests: Brian D. Williams, seconded: Teri O'Meara; motion carried unanimously.

GENERAL MANAGER REPORT

Growth of Ownership – September

New Members – 29

Owner Paid in Equity – \$3,625

Sales Growth – September

Total Net Sales - \$713,600

-0.6% or -\$4,140 decrease compared to the previous year

Customer Count - 21,894

Average Basket Sale - \$32.19

Member and Staff Discounts – September

Staff Discounts - \$5,992

Additional Discounts – September

CX Discount - \$405

Other Discounts - \$310

Nourishing Change and Other Donations for September

Nourishing Change - Rooted East Collective - \$5,126

Narrow Ridge Earth Literacy Center - \$280

Our Place Art Organization - \$250

Bottomless Pie Party Raffle - \$100

Summit Wellness Fair - \$66

Fraternity Order of Police - \$200

St. James – Water and Apples - \$156

Pirate Day at TRM - \$15

Staff Membership - \$350

Vine Middle School Mason Jars - \$23

Staffing

Brett Johnson – Officially stepped into the Store Manager Position

Stock/Supply Chain issues

UNFI – out-of-stock issues continue.

General Repairs and Maintenance

Reinforced wooden exterior panels and repainted

Resurfaced and repainted the front and back parking lots. Repainted all parking lot concrete stoppers, restriped lines, and signs, and repainted all walls surrounding the parking lot.

Replaced the back awning.

Reinforced and reframed the back sliding door at the rear of the store.

Added a two-door freezer on the sales floor for the meat department merchandise.

Improvements made to the bulk area section.

Other

- Work continues on the new TRM website. Date options need to be set for the Board of Directors to attend a Zoom call with Robin Easter.
- SMG Customer Experience Survey September 2025 Included

NOTE: The GM report presents provisional financials. The accountant will finalize the financial statements and submit them to the Board for review upon completion. During the yearly audit/review, the auditors may propose adjustments, which will be reflected in the final statements as approved. The final financial statements will be prepared in accordance with applicable accounting standards and will align with, or reconcile to, the amounts reported on the tax return.

EXECUTIVE LIMITATIONS POLICY MONITORING REPORTS

Executive Limitations, B5 – Asset Protection; Governance Process, Executive Limitations, D5 – Board Committee Principles

Motion to approve Executive Limitations, B5 – Asset Protection; Governance Process, Executive Limitations, D5 – Board Committee Principles: Brian D. Williams, seconded: Fred Stephens; motion carried unanimously.

STUDY AND ENGAGEMENT

Staff Involvement in Governance Proposal

Election Promotion

Website Redesign
Board News Assignments
Action Item Review
Adjourn Motion to adjourn: Teri O'Meara, seconded: Brian W. Williams; motion carried
unanimously.
Certified: , Chair

seconded: Mary French; motion carried unanimously.

November 13, 2025

Motion to approve election promotion plan minus the bagging idea: Brian D. Williams,