





2025 ANNUAL REPORT





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END GOAL

THREE RIVERS MARKET, A
COOPERATIVE CENTER OF
SUSTAINABLE COMMERCE,
EXISTS TO BENEFIT ITS
MEMBERS BY CREATING AND
NOURISHING A HEALTHIER
ENVIRONMENT, HEALTHIER
PEOPLE, AND A HEALTHIER
COMMUNITY.

VISION OF SUCCESS

OUR LOCAL AND COOPERATIVE ECONOMY IS ETHICAL, SUSTAINABLE, AND STRONG.

OUR COMMUNITY HAS ACCESS TO HEALTHY FOOD.

OUR NATURAL WORLD IS RESPECTED, PROTECTED, AND RESTORED.

OUR PEOPLE ARE HAPPY.

Investments & Participation







BUILDING IMPROVEMENTS

In 2025, we made intentional improvements to our store layout to better support visibility, flow, and product discovery.

Exterior Projects

- Reinforced and repainted wooden exterior panels
- Resurfaced and repaired both front and back parking lots
- Repainted all concrete stoppers, signage, and parking lot walls
- Restriped lines for improved visibility and traffic flow
- Replaced the back awning for safety and weather protection
- Reinforced and reframed the rear sliding door for secure access

Interior Enhancements

- Added a two-door freezer in the sales floor for Meat Department merchandise
- Upgraded the Bulk area to improve accessibility and product visibility
- New Bakery Case

Local Artist Showcase

- New art-frame hangers were installed in the dining room, creating a dedicated space for local artists to showcase their work.
- Artists interested in being featured can now sign up at the small wooden table beneath the community bulletin board, located immediately to the left as customers enter the store.

Dining Area

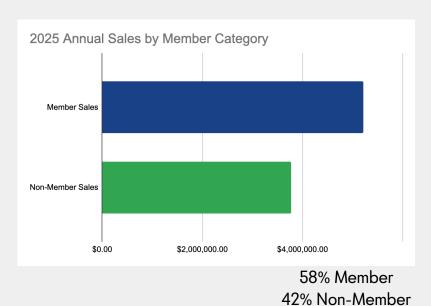
- Dining room walls were repaired and repainted.
- Bathroom hallway and bathrooms were repainted.
- Bare cinder block walls above the Produce department, the refrigerated section, and the drink case were refinished for a cleaner, brighter look.

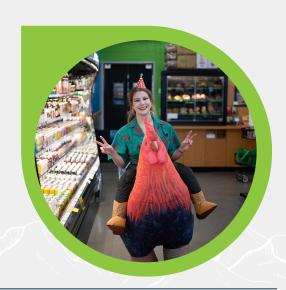
Outdoor Patio Enhancements

New umbrellas were purchased.

MEMBERS ARE THE BACKBONE OF OUR SALES AND THE HEART OF OUR MISSION.







HEALTHIER PEOPLE

- 12,763 pounds of food donated
- \$3,593,726 sales of organic products (40%)
- 56 employees
- 87% jobs are full-time
- 43% employees are female



HEALTHIER ENVIRONMENT

- Weekly donation program that diverts packaging materials from landfill and reuses them within the community.
- Every week, we collect and distribute clean, reusable packing materials including bubble wrap, peanuts, packaging paper, mailers, and more to local businesses, artists, educators, and community organizations who can put them to good use.
- 22,847 pounds of compostable food scraps given away.
- 24,243 kWh of clean energy produced by our solar panels.
- 16,800 cardboard trays delivered to Young-Williams Animal Shelter to use as beds and litter boxes.
- \$68,611 total credits against our utilities since installation of the solar panels.

Community Support

DONATIONS & SPONSORSHIPS

- \$16,560 in monetary or product donations
- \$2,874,981 sales of local products (32%)
- Knox Pride pantry item collection
- Knox Pride event participant
- · Local art gallery rotating monthly
- Member Linkage engagement activities increase
- Summit Medical Group Health Fair
- Halloween costume store event
- Two Bikes Mobile Repair Day
- Help after Helene
- Rebuild Lick Skillet Farm
- Friends of the Knox County Library
- Knoxville Fire Fighters
- 100 Black Men of Greater Knoxville
- Hollaroo Community Event
- United Way Community Schools
- Sequoyah Birthplace Museum
- Our Place Art Organization
- Kickstand Bike Collective



NOURISHING CHANGE



Total Round Ups = 126,138 Total Donations = \$62,076

- Magnolia Harbor Care Farm
- PJ Parkinson Support
- Slow Food TN Valley
- Second Harvest For Hurricane Helene
- Lonsdale Elementary
- Mead Montessori PTO
- Little Chefs Big Change
- · Center for English
- Creative Learning Academy
- Tennessee Local Food
- Centro Hispano
- CAC Beardsley Community Farm



People & Partnerships



Strong Stock Farm - A Grateful Farewell

2025 marked the conclusion of our long-standing partnership with Strong Stock Farm, a local producer whose commitment to humane, sustainable agriculture has been a valued part of Three Rivers Market's history.

Store Manager Promotion



Brett Johnson | Store Manager

Over the past five years, Brett has grown alongside the co-op and witnessed its evolution in remarkable ways. He began part-time in the Meat Department, not yet fully understanding what a cooperative truly was. Since then, he has moved into full-time work, experienced the store's unionization, seen leadership transition, and eventually stepped into the role of Department Manager — and now, Store Manager.

This new role comes with responsibility and deep commitment. Brett approaches leadership with genuine eagerness to reflect the heart of Three Rivers Market: the people who shop here, work here, and believe in the cooperative model.

Three Rivers Market is more than a grocery store — it is a space shaped by many hands and many hopes. Brett embodies the values and spirit of our cooperative, and we are proud to have him leading the team at the Co-op.

Product Highlight: Vegan Baked Goods

In 2025, our bakery department gained new momentum and became one of the most creative points of growth in the store. What began as a small experiment has now become a thriving program — featuring baked goods that are 100% vegan, flavor-forward, and made in-house.

Store Tours

This year we provided guided store tours that highlighted our departments, local sourcing practices, operational processes, and cooperative values at work.

Members were able to see:

- How local vendors are selected and supported
- Where in-house items are prepared
- How sustainability practices reduce waste
- What "cooperative labor" looks like behind the scenes
- How ownership directly funds improvements and community support

2025 New Local Vendors

Grocery

Abridged Beer Co. Bluestem Hollow Farm Duene Paul's BBO Honeybee Coffee Co. Irvey's Ice Cream KnoxFill Clinch River Brewing Co. Oddstory Brewing Co. Ebony & Ivory Brewing Co. Hutton & Smith Brewing Co. Wanderinger Brewing Co. Alliance Brewing Co. Blue Hound Brew Knoxville Honev Co. Farmers Direct Pet Food Tennessee Peanut Co. Olive & Sinclair **Honeydew Naturals** Legume Arts Silver Queen



Meat

English Mountain Trout
Double L Beef
Thompson Tender Beef
Eleven 1 Farm
Seven Islands
River Dog Bakery

Produce

Special Growers
Clementine's Flower Farm
Empower Farm and School
Just Juice



Workplace Highlights

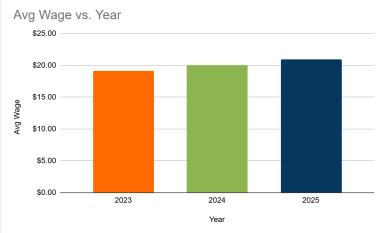
Three Rivers Market employees are the heart of our co-op and essential to its long-term well-being. Our commitment is to foster a workplace where people feel valued, supported, and connected to a shared mission. We do this by:

- Providing fulfilling roles that leverage diverse talents and give employees a clear sense of purpose
- Ensuring living wages that reflect both the cost of living and the deep value of our team
- Offering comprehensive benefits that support health, well-being, and financial security
- Delivering continuous development opportunities, including training, mentorship, and pathways for advancement
- Encouraging co-op membership and ownership, strengthening each employee's stake in our collective future



An engaged workforce is not only essential for daily operations—it is the foundation of a resilient, thriving cooperative.

We also work to cultivate an inclusive, collaborative culture—one where every team member feels heard, respected, and empowered to contribute to decisions that shape the co-op and impact the community we serve.



2023 - \$19.12 2024 - \$20.08 2025 - \$21.00

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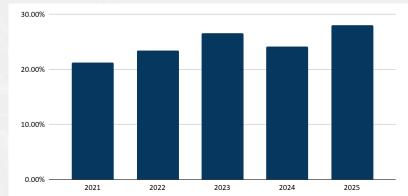
Total Wage Growth Since 2023:

+ \$1.88 per hour

= 9.8% increase in just two years

Cost of Personnel as a Percentage of Net Sales





Required Staff Online Training Programs

Produce Department:

- Co-op Orientation Series
- Customer Experience Series
- Produce Merchandising 101
- Fresh Department Readiness
- Natural Foods: Fresh Items

Grocery Department:

- Excel Series
- Co-op Orientation Series
- · Natural Foods Series
- Customer Experience Series

MCS Department:

- Co-op Orientation Series
- Becoming Customer-Centric Series
- Natural Foods Series
- Employee Interaction Series

CSA & Managers also completed:

- Coaching Through Conflict
- Fostering a Culture of Accountability
- Managing Conflict

In-Person Workshops / Trainings

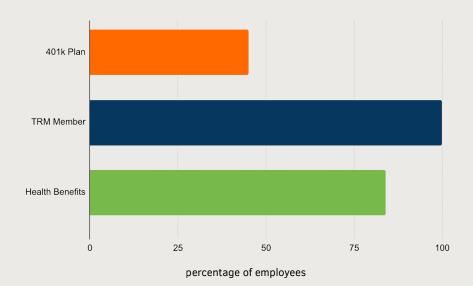
Promotion Liaison Training
NCG's Operations Conference
NCG's Convergence Conference
Mighty Community Markets Bootcamp
NCG's Focus on Fresh Conference
ServSafe Certification
TN Dept. of Labor Compliance Training

Conflict Resolution Training
KnowB4 Online Safety Training
Bookkeeping Certification (Ongoing)
Columinate HR Training (with Sarah Dahl)
SHRM-CP Certification (Ongoing)
Grant Writing USA – Course (Nov 2025)

Investing in Employee Stability and Well-Being

Three Rivers Market continues to prioritize a benefits package designed to support long-term financial security, health, and a sense of belonging within the cooperative.

- 45% of employees contribute to a 401(k), with a matching contribution provided by TRM
- 100% of employees are co-op members, with most receiving their initial membership through a TRM-funded PMI contribution
- 84% of employees are enrolled in health benefits, with TRM covering 80% of premium costs



Financials & Metrics

Member ownership remains the foundation of our cooperative model. In 2025, Three Rivers Market reached a total of \$1,111,350 in membership shares, representing the trust and long-term investment of our community.

CO-OWNER DISCOUNTS & DIVIDENDS

- \$199,629 was returned to our co-owners through discounts
- \$64,048 in discounts was given to our employees
- \$8,716 in PROMO/BOGO discounts



- Total membership shares: \$1,111,350
- New membership shares purchased in 2025: \$55,200

Member Discounts in Context: A Look at FY 24-25

Member discounts have long been a valued benefit at Three Rivers Market, but in FY 24–25 the impact of those discounts on overall financial performance was reevaluated.

How TRM Compares to Peer Co-ops

According to NCG KPI benchmarks for co-ops of similar size:

- TRM spent 144% more on discounts than the average peer
- TRM spent 266% more on discounts than the topperforming peer

65.25 Cents COGS

For every 100 cents the co-op earned, we spent 104.53 cents.

28.08 Cents Wages

Cock-A-Doodle Deals

NEW! Cock-A-Doodle Deals program is a members-only benefit designed to reduce backstock, increase product movement, and enhance the value of cooperative membership.

This program allows member-owners to purchase select NCG Co-op Deals at the same sale price for up to one week after the advertised sale period ends, giving members extended access to savings that would otherwise expire. Items are selected based on surplus inventory or products already brought in during the Co-op Deals cycle.

Look for Cock-A-Doodle tags on products around the store.

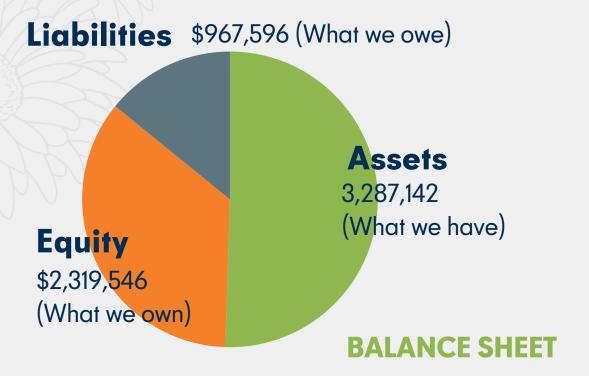


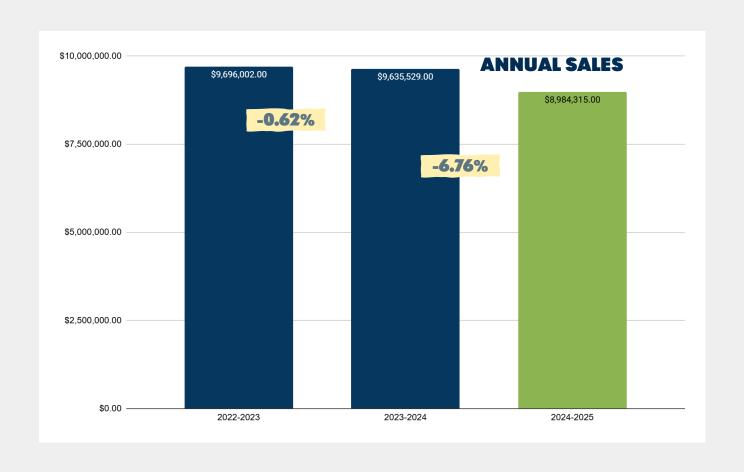
Additional Member Benefits:

- 10% Discounts on cases.
- Co-owners can place quick orders (these are considered volume orders that receive a 10% discount.)
- Co-owners can place special order service with the meat and seafood department. Includes custom cuts.
- Co-owners receive free advertising.



Financials At-a-Glance







Assets

Current Assets	2023	2024	2025
Cash	817,124	923,022	740,301
Certificates of Deposit	557,282	569,539	592,466
Accounts Receivable	38,507	14,712	12,089
Prepaid Income Taxes	16,697	6,429	
Note Receivable	10,000	10,000	10,000
Inventory	277,082	255,276	258,347
Total Current Assets	1,716,692	1,777,978	1,613,203
Property & Equipment, Net	1,441,587	1,374,599	1,336,672
Other Assets			
Equity in other cooperatives	166,605	187,967	191,979
Other Assets	15,029	29,318	16,288
Deferred Tax Asset	71,000	43,000	129,000
Total Other Assets	252,634	260,285	337,267
Total Assets	3,410,913	3,412,892	3,287,142

2024 financial data was reviewed and audited and 2025 financial data was reviewed by Wegner CPAs, LLP.



50%

Liabilities

Current Liabilities 35%	2023	2024	2025
Accounts Payable	340,293	253,404	348,778
Accrued Expenses	170,441	173,206	222,293
Current Portion of Notes Payable	43,499	45,770	48,160
Gift Card Liability	41,810	43,441	46,514
Income Tax Payable		7,581	6,073
Patronage Dividends Payable			
Total Current Liabilities	596,013	532,402	671,818
Long-Term Liabilities			
Notes Payable Less Current Portion and Loan Fees	423,270	361,111	295,778
Deferred Tax Liabilities			
Total Long-Term Liabilities	423,270	361,111	295,778
Total Liabilities	1,019,283	884,513	967,596

Equity

	2023	2024	2025
Membership Shares	1,001,575	1,056,150	1,111,350
Retained Patronage Dividends	366,268	366,268	366,268
Retained Earnings	1,023,787	1,105,931	841,928
Total Equity	2,391,630	2,528,349	2.319,546
Total Liabilities & Equity	3,410,913	3,412,862	3,287,142
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Sales Revenue

FINANCIAL STATEMENTS

	Amount	2023 Percent	Amount	2024 Percent	Amount	2025 Percent
Gross Sales	9,696,002	102.27	9,635,529	102.19	8,984,315	102.27
Less: Member Discounts	215,298	2.27	206,132	2.19	199,629	2.27
Sales	9,480,704	100	9,429,397	100	8,784,686	100
Cost of Goods Sold	6,451,790	68.05	6,151,060	65.23	5,731,672	65.25
Gross Profit	3,028,914	31.95	3,278,337	34.77	3,053,014	34.75

Operating Expenses

Net Loss from Operations	(435,374)	(4.58)	(55,390)	(0.58)	(397,866)	(4.53)
Total Operating Expenses	3,464,288	36.53	3,333,727	35.35	3,450,880	39.28
Governance	25,120	0.26	16,887	0.18	32,601	0.37
Promotions	29,327	0.31	75,259	0.8	71,667	0.82
Depreciation	106,584	1.12	102,137	1.08	102,804	1.17
Operations	189,446	2.00	162,604	1.72	276,696	2.01
Administrative	379,313	4.00	484,560	5.14	335,700	3.82
Occupancy	212,278	2.24	213,379	2.26	264,542	3.01
Personnel	2,522,220	26.60	2,278,901	24.17	2,466,870	28.08
		2023		2024		2025

Other Income (Expenses)

		2023		2024		2025
Paycheck Protection Program Income						
Other Income	91,975	0.97	204,210	2.17	128,333	1.46
Interest Expense	(28,389)	(0.30)	(25,831)	(0.28)	(23,391)	(0.27)
Other Expenses	(40)		(5,264)	(0.06)	(27,202)	(0.31)
Total Other Income	63,546	0.67	173,115	1.83	77,740	0.88
	63,546 (371,828)	0.67	173,115 117,725	1.83	77,740	(3.6)
Net Income (Loss) Before Income	<u> </u>		<u>, </u>		, ,	



Fadi Aboush General Manager

Dear Members, Partners, and Community Supporters,



This past year presented a steep learning curve, including significant financial challenges and community adversity. While we did not fully overcome every hurdle, Three Rivers Market confronted them with honesty and resolve, using the pressure to accelerate learning and improvement.

Our teams have invested countless hours in building robust training systems that develop skills, ensure safety, foster leadership, and illuminate clear long-term career pathways. These investments are already delivering greater cross-department consistency and laying a stronger foundation for the years ahead. The progress we've made—driven by grit, teamwork, and raised operational standards—reflects our ongoing commitment to getting better, even when the path is difficult.

Equally important is our deepening connection to the Knoxville community. Through Nourishing Change partnerships, local events, school engagements, food-access initiatives, and artist collaborations, our co-op consistently shows up for the people who call this city **home**. We believe Three Rivers Market is more than a place to shop — it is a community anchor, a champion of local farms and food systems, and a welcoming gathering place where everyone belongs.

I am incredibly proud of our staff, our members, and our partners for the commitment we've demonstrated to one another. The challenges we faced have highlighted areas for growth and learning, and we are dedicated to turning those insights into action. I look forward to collectively building a **brighter future** for Three Rivers Market.

Fadi

Letter from the Board

Each year, Three Rivers Market members are invited to an annual meeting to learn about the financial condition of our cooperative. The Board of Directors and General Manager also share accomplishments, challenges, and opportunities at this event. Preparation for this meeting provides an occasion for us to reflect on our cooperative's purpose, performance, and future plans.

When we came together to consider the content of our report to members this year, we agreed that recounting some recent history is essential to putting into context Three Rivers Market's current condition, as the last five years have been a time of significant and atypical activity. We intend for the accompanying narrative timeline to supplement the data presented in our annual report, furnishing a fuller picture of where we are now. For more details about past events and decisions, we invite members to visit the Board News archive on the Three Rivers Market website, or reach out with questions to board@threeriversmarket.coop.

2020: Three Rivers Market employees served our community during the pandemic by implementing rigorous safety measures and sustaining operations to enable patrons to safely shop for the products they loved. In the 2019-2020 fiscal year net sales leapt by greater than 10%, or by more than \$1 million, from the prior year. This enabled the Board to issue a substantial patronage dividend to members, 80% of which was allocated as a refund in the form of a store credit and 20% retained as allocated equity to members' accounts. This was a reversal of percentages apportioned to refunds and allocated equity in previous years. The decision was motivated by a desire to return value to members who so faithfully patronized Three Rivers Market throughout this period and provide some relief in a time of economic uncertainty.

2021: Staff organized with United Food and Commercial Workers International Union, which the General Manager voluntarily recognized. Negotiations ensued and the first Collective Bargaining Agreement was ratified in early 2022. The results guaranteed increases in wages and benefits to staff and paved the way for enhanced conflict resolution processes and feedback loops within the organization.

Sales growth for fiscal year 2020-2021 was flat, with an increase of only \$14,982 in sales from the prior fiscal year after accounting for member discounts, which totaled \$191,999. The cooperative was able to show a profit of \$507,364, in part due to \$326,900 in Paycheck Protection Program funds received that year, and the Board again decided to distribute dividends to our members.

2022: In the fall of 2021, the previous General Manager formally notified the Board of her plan to exit. The Board, along with a Search Committee composed of current and former Board members, consulted with recruiters and Human Resources professionals who specialized in cooperatives to conduct a national search. This process included contracting with an Interim General Manager with cooperative grocery experience and employing a methodical approach to determining requirements and compensation before commencing rounds of interviews and intense deliberation over 6 months. Our current General Manager, Fadi Aboush, was hired in May 2022.

To supplement Fadi's prior grocery management experience, the Board required his completion of a customized General Manager Development Program specific to co-ops. Fiscal year 2021-2022 included several extraordinary expenses, including legal fees associated with a lawsuit filed prior to Fadi's arrival that resulted in a settlement; severance payments for long-time employees who left their positions; and ongoing consultation to ensure sound development of union-related processes.

Supply chain difficulties significantly affected the store's ability to receive products reliably–a challenge that continues to affect the cooperative to the present day. Sales remained flat, with an increase of \$12,571 from the prior year after accounting for member discounts, which totaled \$188,119. The cooperative showed a loss of \$163,025, meaning a dividend to members was not an option.

In late 2022, the Board and GM began monitoring the impact of the 10% monthly discount for members as a factor in the cooperative's financial condition. Knowing the discount was a highly valued incentive to many members to shop at the store, the General Manager strove to preserve it through efforts to increase sales, but concerns were raised that it might be an unsustainable and inequitable member benefit that reduced income at the time of sale in advance of the cooperative covering its expenses in a given year.





2023: The transition to a new General Manager was challenging. Many in our cooperative's community voiced varying opinions about Three Rivers Market's management and governance, with rounds of public expression of concern and interpersonal conflicts impacting Three Rivers Market's reputation. The Board responded to a surge in member interest in governance by expanding reporting to members via Board News and increasing opportunities for member feedback and community dialogue.

In 2023 we held a contested election for the first time in several years with five candidates vying for three spots. 17.1% of 3,788 eligible electors voted in that year's election.

In fiscal year 2022-2023, sales grew by \$575,174 after accounting for member discounts, which totaled \$215,298. However, the cooperative showed a loss of \$271,828. Again, a dividend to members could not be issued.

2024: In May, a Tennessee Department of Agriculture health inspector visited the store following a consumer complaint, and Three Rivers Market was temporarily ordered closed until measures were taken to remedy issues identified during the inspection. This, of course, involved failures of Three Rivers Market to meet established standards, and was understandably upsetting to members and shoppers in our co-op community. Immediate action was taken, internal systems were evaluated and improved, equipment and facility upgrades were completed, and all health inspection scores since the closure have met established standards. We deeply regret the damage done to our community by that sequence of events, and have been working to earn back trust since.

In 2024 we held another contested election with four candidates on the ballot for three seats. 578 members voted, a turnout of 14.8%.

In fiscal year 2023-2024, sales grew by \$51,307 after accounting for member discounts totaling \$206,132. The cooperative showed a profit of \$82,144, the first profitable year since fiscal year 2020-2021. The Board decided not to issue a dividend to members in order to rebuild reserve funds and to reinvest in needed equipment and structural improvements.

2025: Despite multi-year efforts to offset the impact of member discounts, the decision was made to pause the 10% monthly discount on a single shopping trip for members in August. We understand the change to the discount program has affected some members' shopping decisions and affects the affordability of the products they love. Along with the announcement of the discount removal, a survey was circulated to members to gain input on other incentives that members would value. Current member benefits include member-only sales on select products; 10% discounts on cases; the opportunity to place quick orders and special orders with the meat and seafood department; and free advertising.

We acknowledge that current financial factors do not allow us to be a budget grocery while also sourcing high-quality products with a focus on local vendors and prioritizing liveable wages and robust benefits for employees. Being a single store, we have limited ability to improve our cost of goods from larger food distributors that we order from or to compete with larger corporations. We believe the commitment to quality products and our staff is a worthwhile investment in both access to healthy food and our local economy, and keeps more money circulating within our community while maintaining a decent standard of living for our workers.

In fiscal year 2024-2025, store sales decreased by \$644,711 from the prior fiscal year after factoring in member discounts totaling \$199,629. The cooperative operated at a loss of \$264,003. Please note: The change to the member discount program was made after the close of the 2024-2025 fiscal year, so results will not be reflected in this year's annual report. The financial impact of the discontinuation of the monthly 10% member discount will be more evident as we monitor in the coming months and year ahead. Issuing a dividend to members is not an option this year, as there has not been a profit.

Looking ahead: The General Manager has developed and submitted to the Board a 12-month action plan to strengthen financial performance, which the Board will continually monitor as the components of the plan are carried out. Recent improvements to the building, including visible changes to the physical appearance of the store, signal both an investment in a 44-year-old beloved community institution and an infusion of fresh initiatives rooted in our cooperative's long-held values and standards.

An additional priority for Board discussion is that our personnel expenses substantially exceed that of other similar-sized co-ops according to data we receive on key metrics in the industry. Further, the growth of personnel expenses outpaces our sales growth. We understand that this is a critical issue and we assure members that the Board, alongside the GM, is evaluating this to identify solutions.

This year, four candidates applied to run for three seats on the Board in our annual election. The Board determined by a majority vote (4-3) that one candidate had an inherent conflict of interest, with one Board member recused from discussion and voting due to being a candidate, and one not present for the vote. Two Board members resigned immediately following the vote, and another resigned a few days after the vote occurred. Subsequently, two of the applicants declined to proceed with their candidacy. As a result, an election has not been held this year.

The Board is considering pathways to recruit and seat Board members, as there will be 6 vacant seats at the end of this calendar year after 3 sitting Board members reach the end of their terms. We hope to identify candidates with needed skill sets that will strengthen our cooperative's governance. The Board is also prioritizing research and deliberation regarding a staff-led initiative for the cooperative to return to allowing employees to run for seats on the Board, which has been prohibited by our bylaws since 2012.

The Board will collaborate with the GM on a much-needed website rebuild to improve the availability of important information to our members and all shoppers. We are discussing the development of an online member forum to enable members to readily communicate with each other about issues that matter to them and to encourage both education and involvement in our cooperative.

At the root of a cooperative is the people: those who voluntarily choose to participate via shopping, voting in elections, and serving on the Board; those who enable our independence and autonomy; those who seek education and information; those who care for our community; and those who perpetuate the cooperative model at Three Rivers Market and elsewhere.

We thank all of our members for their continued support of the cooperative, and also humbly issue a call to action. Those who love the co-op and what it represents can, first and foremost, shop and eat in the store. If you have not visited the store in some time, please consider making a stop to experience the improvements our staff have worked hard to implement.

Please also speak kindly about the co-op to others, sharing why you value the only community-owned cooperative grocery in our state. These actions, though they might seem small, are an essential contribution to sustaining our cooperative's mission to create and nourish a healthier environment, healthier people, and a healthier community through the operation of an independent, member-owned grocery store.

In cooperation,

The Three Rivers Market Board of Directors