

THREE RIVERS MARKET

BOARD OF DIRECTORS' MEETING

December 11, 2025

6:32 PM – 8:10 PM

St. James Episcopal Church, Knoxville, TN 37917

MINUTES

Board Members in Attendance

Mary French

Kimberly Lomonaco, Vice Chair

Jacqueline O. Kittrell

Caitlin Seidler, Chair

Fred Stephens

Brian D. Williams, Treasurer

Board Members Absent

Additional Attendees

Fadi Aboush, General Manager

Lucy Bell

Michelle Belcher

George Butler

Kim Davis

Kristen Faerber

Emma Keech

Natalie Kurylo

Nadine Robinson

Jeff Scheafnock

Luke Schloemer

Molly Starnes

Morgan Wilson

Kristen Yartz, Cooperative Relations
Administrator

PRELIMINARIES

Call to Order: 6:32 PM

Action Items reviewed

Meeting Preparation – 1 minute of silence

Roll Call with statement of preparation

MEMBER FORUM

No members chose to address the Board.

AGENDA REVIEW/REVISION

Motion to approve Agenda with removal of 2025 Annual Meeting Minutes from Consent Agenda: Mary French, seconded: Fred Stephens; motion carried unanimously.

CONSENT AGENDA

November 2025 Board Meeting Minutes; policy monitoring report for Board-General Manager Linkage – C4, General Manager Evaluation of Performance

Motion to approve Consent Agenda: Kimberly Lomonaco, seconded: Jacqueline O. Kittrell; motion carried unanimously.

GENERAL MANAGER REPORT

Growth of Ownership –November

New Members – 39

Owner Paid in Equity – \$3,675

Sales Growth – November

Total Net Sales - \$755,834

-2% or -\$15,775 decrease compared to the previous year

Customer Count – 21,700

Average Basket Sale - \$34.36

Average Basket Size – 6.18 Items

Member and Staff Discounts – November

Staff Discounts - \$6,485

Additional Discounts – November

CX Discount - \$400

Other Discounts - \$2,909

Nourishing Change and Other Donations for November

Nourishing Change – The Farmer’s Land Trust- \$4,972

St. James – Water and Apples - \$105

Knox Pride – Thanksgiving - \$372

Halloween Event - \$102

F.O.P #2 - \$200

Honky Tonk Community Market - \$174

New Moon Rising - \$75

OPERATIONAL UPDATES

Staffing

None.

Stock/Supply Chain issues

UNFI – Ordered not received issues continue.

General Repairs and Maintenance

Air and Mold Specialist Intervention – All vents, ducts, walls, etc.

Operations

- We continue to work on the new TRM website.
- SMG – Customer Experience Survey – November 2025
- Brett Johnson, Store Manager, and Chris Brannum are heading the costing and pricing project in the Deli department. Focusing on the cost of ingredients in sandwiches and salads, including the labor cost involved for each item. Margins continue to be adjusted.

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.

STUDY AND ENGAGEMENT

Board Officer Roles

Motion to appoint Kimberly Lomonaco as Chair, Mary French as Vice Chair and Jacqueline O. Kittrell as Secretary/Treasurer for 2026: Jacqueline O. Kittrell, seconded: Mary French; motion carried unanimously.

Staff Involvement in Governance

Discussion of action steps for Staff involvement in Governance Deliberation and Decision towards the following objectives:

1. Determine why TRM bylaws were changed to prohibit staff on the Board of Directors
2. Examine policies and procedures of other co-ops with staff on the Board of Directors
3. Learn members' perspectives related to the possibility of staff involvement in governance
4. Educate staff about governance and learn more about their goals and interests

General agreement to proceed with plan as detailed with Part 1: Research Process, Part 2: Deliberation and Decision, Part 3: (if decision is to move forward): Consultation with Outside Experts.

Board News Assignments

Action Item Review

Executive Session

Discussion of Board personnel.

Adjourn

Motion to adjourn: Caitlin Seidler, seconded: Kimberly Lomonaco; motion carried unanimously.

Certified: Jacqueline O. Kittrell, Secretary

January 8, 2026