

AGENDA

Hanover Consumer Cooperative
Society, Inc.

Annual Meeting

Saturday, April 5

10:00 a.m. – 12:00 p.m.

Culinary Learning Center, 12 Centerra Pkwy
Lebanon, NH

Time	Agenda Topic	Presenter
10:00	Call to Order; Approval of 2024 Annual Meeting Minutes	Eileen O'Toole, <i>Board Secretary</i>
10:05	President/Vice President Welcome	Nick Clark/Conicia (CJ) Jackson
10:15	Proposed Bylaw Amendments	Eric Deluca, <i>Bylaws Committee Chair</i>
10:25	General Manager Report	Amanda Charland, <i>General Manager</i>
10:40	Co-op Finances	Peggy O'Neil/Thomas White <i>Board Treasurer/Controller</i>
11:00	Member Comments & Questions	
11:15	Close of Business Meeting	
11:15	Meet the Candidates Introductions and Q&A	Eileen O'Toole, <i>Owner Linkage Committee Chair</i>

DRAFT ANNUAL MEETING MINUTES
April 2, 2024
Cornerstone Community Center, Hartford, VT

Present: 40 total (member-owners, board members, board candidates and employees)

Board Members: Mary Lou Aleskie, Nick Clark, Eric DeLuca, Jessica Giordani, Conicia Jackson, Peggy O'Neil, Eileen O'Toole, Orin Pacht, Cate Tierney, Jennifer Tietz

Board Members Absent: Tracey Cutter, Lynn Ellen Schimoler

2024 Board Candidates: Alice Kennedy, Infiniti Sanderfer

Business Meeting

Board President Nick Clark called the 88th Annual Meeting to order at 5:10 p.m. and welcomed Co-op member-owners, employees, and candidates.

Approval of 2023 Annual Meeting Minutes

MOTION: Board Secretary Orin Pacht moved to approve the 2023 Annual Meeting Minutes. Conicia Jackson seconded the motion.

VOTED: 40 in favor. 0 opposed. The motion passed.

President's Welcome

Nick Clark presented the Co-op's Vision and Values and thanked outgoing board members Mary Lou Aleskie, Orin Pacht and Jennifer Tietz.

Proposed Bylaw Amendments

Bylaws Committee Chair Eric DeLuca presented the proposed bylaw amendments providing a summary of the changes. He outlined how the amendments are tied to the Co-ops Values.

General Manager Report – Operationalizing the Values

General Manager Amanda Charland provided a high level overview of how the Co-op is operationalizing the Values.

- Environment, Social, and Governance (ESG) Manager April Harkness presented on the Co-op's work on sustainability and social impact.
- Director of People & Culture Mary Lougee presented on the Co-op's work to improve workplace culture and employee engagement.
- Associate Director of Merchandising Jacob Vincent presented on the Co-op's work to engage stakeholders and build out product selection that aligns with the Values.
- Government Affairs Associate Rebecca White presented on the Co-op's public policy and advocacy work that aligns with our Values.

Our Financial Future

Director of Finance Jamie Shechtman and Board Treasurer Peggy O'Neil presented the Co-ops Finances for 2023 including food stores and service center sales, wages and benefits, and other financial metrics in relation to our Values.

Member Comments & Questions

The Board answered questions from member-owners on employee ownership and the Co-op's packaging initiatives.

Close of Business Meeting

Board President Nick Clark closed the business meeting at 7:00 p.m.

Adjournment

The meeting adjourned at 7:20 p.m. after the close of the Candidate Information Session.

Respectfully submitted,

April Harkness

ESG Program Manager

Eileen O'Toole

Board Secretary



State of New Hampshire

Department of State

2025 ANNUAL REPORT

Filed
 Date Filed: 3/21/2025
 Effective Date: 3/21/2025
 Business ID: 14358
 David M. Scanlan
 Secretary of State

BUSINESS NAME: HANOVER CONSUMER COOPERATIVE SOCIETY, INC.
BUSINESS TYPE: Domestic Consumer Cooperative
BUSINESS ID: 14358
STATE OF INCORPORATION: New Hampshire

CURRENT PRINCIPAL OFFICE ADDRESS	CURRENT MAILING ADDRESS
45 S Park Street Hanover, NH, 03755, USA	PO BOX 633 Hanover, NH, 03755, USA

PRINCIPAL PURPOSE(S)	
NAICS CODE	NAICS SUB CODE
Retail Trade	Supermarkets and Other Grocery (except Convenience) Stores
NOT REQUIRED	

OFFICER / DIRECTOR INFORMATION		
NAME	BUSINESS ADDRESS	TITLE
Nicholas Clark	3998 Route 113, Thetford Center, VT, 05075, USA	President
Conicia Jackson	10 Pleasant St, PO Box 184, Lebanon, NH, 03768, USA	Vice President
Eileen O'Toole	101 East Wheelock St, Hanover, NH, 03755, USA	Secretary
Margaret O'Neil	42 Meadow Valley Road, Cornish, NH, 03745, USA	Treasurer
Jessica Giordani	30 Spring St, Apt 2, Lebanon, NH, 03766, USA	Director
Eric DeLuca	PO Box 355, Wilmot, NH, 03287, USA	Director
Caterina Tierney	19 Spencer St Apt 317, Lebanon, NH, 03766, USA	Director
Lynn Ellen Schimoler	6 Glenwood Drive, Essex, VT, 05452, USA	Director
Infiniti Sanderfer	15 Village Lane, Apt 54, West Lebanon, NH, 03784, USA	Director
Mike Eigenbrode	83A Summer St, Hartland Cors, VT, 05049, USA	Director
Rosemary Fifield	3524 VT 113, Thetford Center, VT, 05075, USA	Director
Alice Kennedy	22 Main St, PO Box 204, Enfield, NH, 03748, USA	Director

I, the undersigned, do hereby certify that the statements on this report are true to the best of my information, knowledge and belief.

Title: **Treasurer**

Business Name: **Hanover Consumer Cooperative Society**

Signature: **Jamie Shechtman**

Name of Signer: **Jamie Shechtman**

Title of Signer: **Chief Financial Officer**



State of New Hampshire

Department of State

2025 ANNUAL REPORT

Filed
Date Filed: 3/21/2025
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David M. Scanlan
Secretary of State

The information given below shall be as of the fiscal year end during 2024 or as of January 1, 2025.

REPORT OF CONDITION AS OF

12/28/2024

(month-day-year)

Paid in Capital:	\$3,010,136.00
If a share association, number of shareholders	0
If a nonshare association, number of members	30433
Number of members admitted during year	5600
Number of members withdrawn during year	2036
Total receipts:	\$89,965,277.00
Total expenditures:	\$286,714,141.00
Total assets:	\$42,749,052.00
Total liabilities:	\$33,075,415.00



Hanover Consumer Cooperative Society, Inc.
Annual Meeting
April 5, 2025

2024 Financial Report

Presented by:
Thomas White, Controller

Income Statement – 2024 vs 2023 Actuals

Year-over-Year Results					
	2024		2023		YoY Change
Gross Sales	91,385,787	100.0%	89,937,289	100.0%	1,448,498
Less: Discounts	1,420,510	1.6%	1,575,470	1.8%	(154,960)
Net Sales	89,965,277	98.4%	88,361,819	98.2%	1,603,458
<i>Less: Cost of sales</i>	60,932,794	66.7%	60,192,254	66.9%	740,540
Gross profit	29,032,483	31.8%	28,169,565	31.3%	862,918
					-
Store Wages & Benefits	13,948,448	15.3%	13,269,902	14.8%	678,546
Other Operating Expenses	7,711,969	8.4%	7,675,893	8.5%	36,076
Board of Directors Expenses	124,046	0.1%	129,255	0.1%	(5,209)
General & Administrative Expenses	6,886,951	7.5%	7,348,086	8.2%	(461,135)
Less: Total Operating Expenses	28,671,414	31.4%	28,423,136	31.6%	248,278
Income from operations	361,069	0.4%	(253,571)	-0.3%	614,640
Other income (expense)	54,202	0.1%	309,164	0.3%	(254,962)
Income (loss) before income taxes	415,271	0.5%	55,593	0.1%	359,678
Provision for income taxes	(123,352)	-0.1%	(79,897)	-0.1%	(43,455)
Net (loss) income	291,919	0.32%	(24,304)	0.0%	316,223

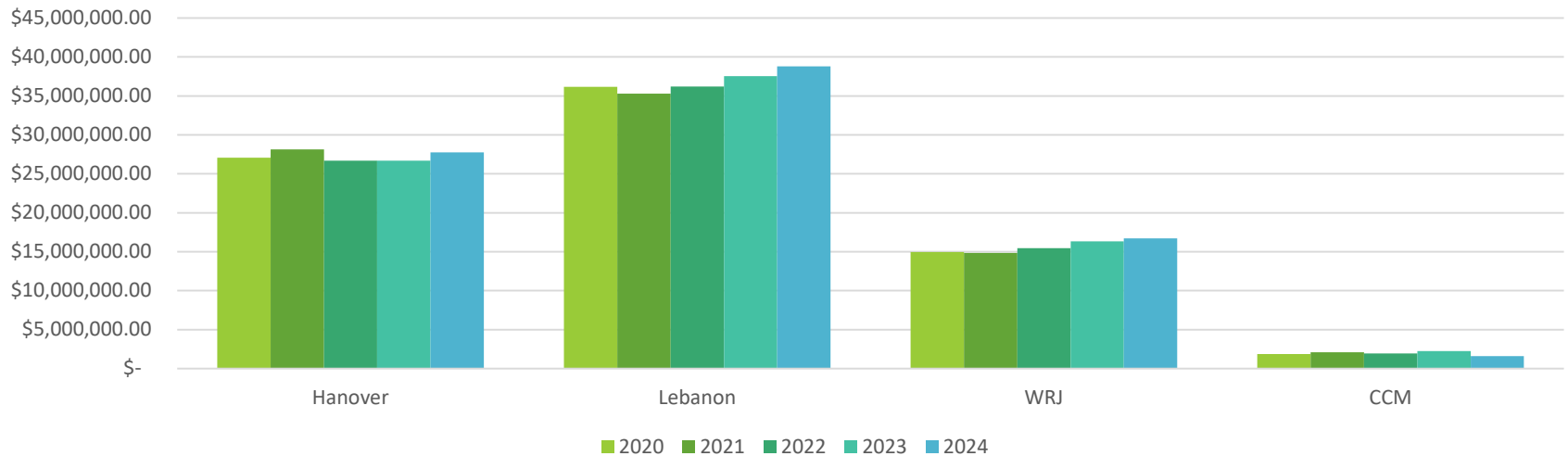
Balance Sheet – As of 12/28/2024 vs 12/30/23

	2024	2023	
Cash and cash equivalents	\$ 1,608,336	\$ 1,640,645	Increase in investments in Treasury Bonds due to interest earned and unrecognized gains (appreciation).
Accounts receivable - trade and other	1,262,589	458,976	
Inventories	2,433,963	2,358,369	
Other assets	705,809	840,284	
Investments	2,552,336	2,422,644	
Property and Equipment, net	9,607,245	9,921,233	
Operating lease right-of-use assets	22,129,951	23,594,115	
Investments in other cooperative associations	1,677,228	1,638,757	
Interest rate swap asset	771,595	773,762	
Total assets	42,749,052	43,648,785	
Operating lease liabilities	23,694,607	24,870,247	Decrease in operating lease liabilities due to lease payments made on existing leases.
Accounts payable	2,394,717	2,284,531	
Accrued payroll and benefits	534,894	468,936	Decreases in long-term debt & equipment obligations due to payments made and small forgiveness of debt.
Accrued expenses	578,948	602,056	
Equipment obligations	-	56,426	
Long-term debt	4,997,890	5,372,167	
Deferred income taxes	668,497	589,430	Mandatory redeemable stock represents B2 shares.
Mandatory redeemable stock	205,862	207,401	
Total liabilities	33,075,415	34,451,194	
Capital stock	3,010,136	2,847,333	Capital stock solely represents A shares and partial A shares.
Donated capital	554,367	552,053	
Retained earnings	5,439,679	5,147,760	
Accumulated other comprehensive income	669,455	650,445	
Total Equity	9,673,637	9,197,591	
Total Liabilities and Equity	\$ 42,749,052	\$ 43,648,785	

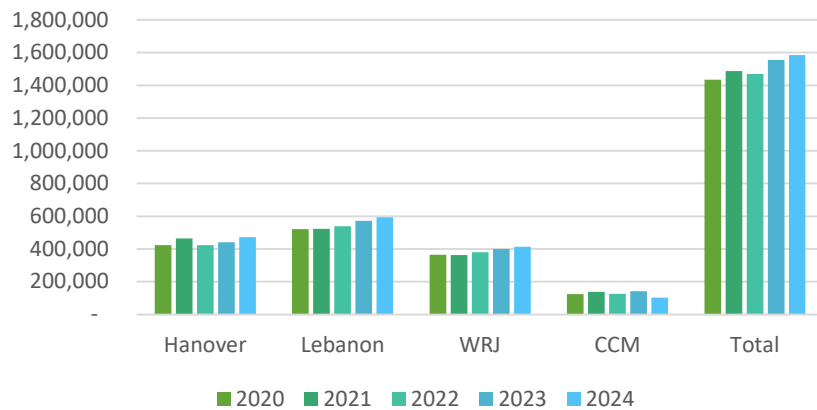
Food Stores' Sales Metrics – 5 Yr Trailing

Net sales, customer count, average basket size

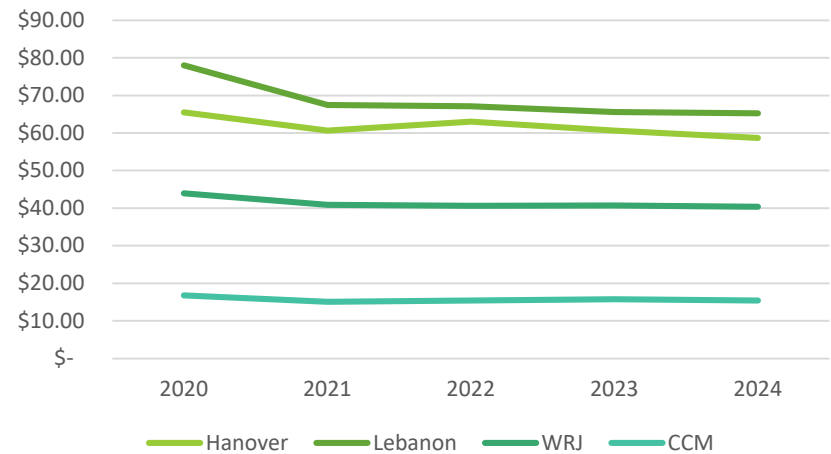
Net Sales



Transaction Count



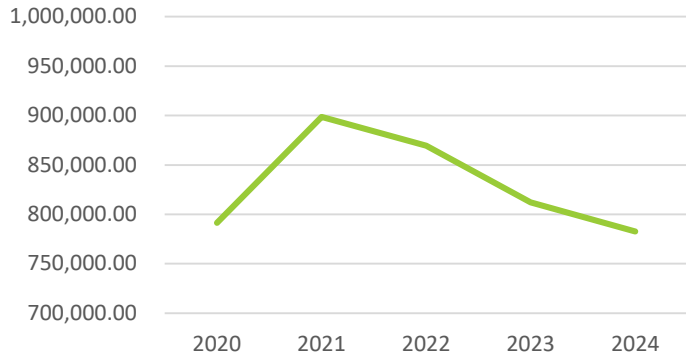
Average Basket Size



Service Centers' Sales Metrics – 5 Yr Trailing

Gallons of Fuel Sold, Average Price per Gallon, Repair Sales

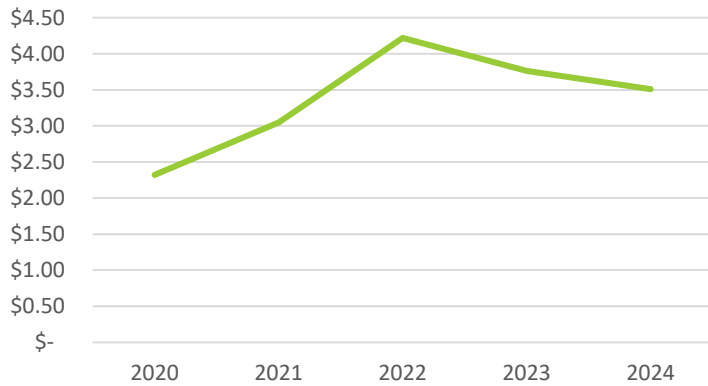
Gallons Sold



Service Centers- Non gas Sales



Average price per gallon



Wages and Benefits

Wages/Benefits as a % of Sales

During the year ended December 28, 2024, the Co-op's total personnel expense (including wages and benefits) was equal to 20.86% of sales (down .03% from 2023). The average percentage for multi-store co-ops in the U.S. was 24.6%.

Co-op Pay Ratio for Highest vs Lowest Paid Employee

For the year ended December 28, 2024, the Co-op's average pay ratio for highest vs. lowest-paid employees was 6.1:1, putting us on par with the average for B Corporations in the U.S.

2024 Year-End Profit Share

The Co-op distributed a profit share to recognize the amazing work of Co-op employees in exceeding our budgeted earning goals. In total, this cost the Co-op approximately \$105k.

Additional Financial Data Aligned with Our Core Values

Local and Sustainable Sales

- ~\$16.25 million in sales for local products from 420 different local producers.
- ~\$6 million in sales from Certified B Corp brands.
- ~\$15.85 million in sales from USDA Organic products.
- ~\$1.35 million in sales from Fair Trade products, stemming from nearly 500 SKUs.
- ~\$4.16 million in sales from Co-op Owned products.
- ~\$8.9 million in sales from Zero Waste products.

Community Impact

In 2024, we received over \$93k in donations to our Pennies for Change fund! 80% of these funds we distributed to food access based non-profits (~\$75k), and 20% were distributed to the Co-op's 2024 community partners (~\$18.5k).



Candidate Statements

2025 CANDIDATES FOR BOARD OF DIRECTORS



PIERRE BLANC

Grafton, N.H.

My name is Pierre Blanc and I am honored to be a candidate for the Board of Directors at the Co-op.

My family moved to the Upper Valley in 2021 and we eventually found the Co-op. It wasn't until 2024 when I worked as a part-time cashier in the Lebanon store that I understood how special the Co-op is to its members, employees, and the community.

I have worked in a number of industries (hospitality, construction, IT, legal, insurance, and real estate) and believe that my broad experience, along with my training to be an attorney, helps me look at any issue from different perspectives. As a small business owner, I am acutely aware of the difficulty of navigating things like increasing costs and administrative/governmental red tape.

I believe that, much like in a brainstorming session, there are no bad ideas, especially when provided by members, employees, customers, vendors, and board members. All input and comments should be heard and considered. Some may be implemented and others rejected, but even the 'worst' ideas might lead us to another 'good' idea if we really listen, and HEAR, what the person is trying to say.

I am known for finding solutions to problems in unique ways by considering what I call "alternate routes." Much like a GPS, there are often surprising ways to travel that gets you where you want to be. It might take longer or look different, but ultimately the destination is the same.

If elected to the Board, I hope to use my knowledge and experience to help the Co-op grow while also maintaining what makes

it special with our members and the larger community. Thank you for your time and consideration.

What interests you about serving on the Co-op's Board of Directors?

Although my family became members not long after moving to the area in 2021, it wasn't until I worked as a cashier in the Lebanon store for five months in 2024 that I realized what the coop meant to so many people. I am interested in supporting the Co-op as it is and helping guide its future.

In what ways can you contribute to the Co-op Board?

Although my employment at the Co-op was brief, I believe that I have a good understanding of how it operates. My background is fairly diverse and believe that I can offer something from each. For instance, I am currently a small business owner and have worked: as an attorney (focused on real estate and insurance), as an IT tech, and worked in the service industry (grocery, hotel, restaurant).

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

Every member has a right to have their voice heard and I believe that every member should use their voice to help shape the Co-op's future. While every suggestion may not be a good fit for the Co-op, I try to see if there's a something more broad (or deeper) meant by the feedback while also seeing if there's even a small component of a suggestion that can be implemented. It's also very important to me that, even if no action is taken on feedback, that the member would receive acknowledgment that their voice was heard.

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

My answer for both is Employees without whom the other values cannot be implemented.



KYLE CREEVY

Lebanon, N.H.

I am running for the Co-op Board because I believe in the power of cooperation, sustainability, and community-driven

decision-making. With a background in environmental law and policy, I have spent time studying how organizations and communities can balance sustainability, economic viability, and ethical governance. I would bring this knowledge to the Board while ensuring that the Co-op remains true to its mission of supporting local farms, fair labor, and responsible environmental practices. As a board member, I would work to engage with members, listen to diverse perspectives, and advocate for thoughtful, forward-looking policies. I believe the Co-op is a community asset, and I want to ensure it continues to thrive and evolve while maintaining its core values. I would be honored to serve and contribute to the future of the Co-op.

What interests you about serving on the Co-op's Board of Directors?

I am passionate about cooperative values, sustainability, and strengthening local food systems. The Co-op is more than just a grocery store, it is a vital part of the community, supporting small farms, fair labor practices, and sustainable business operations. Serving on the Board would allow me to contribute to these efforts, ensuring that the Co-op continues to grow while staying true to its mission.

In what ways can you contribute to the Co-op Board?

I bring a collaborative mindset, a focus on strategic thinking, and a commitment to responsible governance. While I am still learning, my background in research and policy development will allow me to contribute meaningfully to discussions about the Co-op's challenges and opportunities. I believe in the importance of thoughtful, inclusive decision-making, where diverse viewpoints are considered to ensure decisions reflect the Co-op's mission and meet the needs of all members. I'm excited to engage with the Board and members in ways that strengthen the Co-op's role in the community and help it continue to grow and thrive.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

Listening to members is essential for ensuring that the Co-op remains a trusted and responsive community resource. I believe in a proactive approach to engagement, not just waiting for feedback but actively seeking it through member meetings, surveys, and direct conversations. Diverse perspectives strengthen decision-making. I would encourage open, transparent discussions and ensure that policy decisions reflect the interests of a broad range of members, not just the most vocal. By finding common ground between different viewpoints, we can create policies that support the long-term success of the Co-op.

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

For me, the highest priority is "Community." I deeply value creating an environment where everyone feels respected, included, and supported. A diverse, equitable, and inclusive community is essential for both personal growth and collective success. As someone who is committed to building connections and fostering collaboration, I believe that a strong community foundation is key to achieving the Co-op's mission of supporting local businesses, promoting sustainability, and ensuring fair opportunities for all.

For the Co-op, I believe "Local" should be the highest priority. A resilient local food system and economy are critical to ensuring long-term sustainability and creating positive, tangible impacts on the community. By prioritizing local sourcing, supporting small businesses, and engaging with the community, the Co-op can continue to be a powerful force for positive change. Strengthening local food systems not only benefits the environment but also creates a more equitable economy for all.



ERIC DELUCA

Wilmot, N.H.

INCUMBENT

With this election, I am asking for your support in beginning my second term on the Board. In my first years on your

governance team, I have learned how our leadership community makes sense of its role in relation to the Co-op, and the Co-op's role in relation to the Upper Valley community. I have led some focused efforts to better understand our Values and how they can most effectively be implemented. I have supported the Vice President's initiative to strengthen the Board's onboarding, training, and calendar planning for Board members. I have championed learning opportunities for Board members to be well-informed about the food co-op sector and its market. I have aspired to build strong, appreciative, reciprocal, and respectful relationships with the rest of the Board and the GM.

As the Board embarks on a strategic planning process—to provide medium-term strategic insight that can inform the GM's business planning and complement the longer-term Ends Policies instantiated in 2023—this is a great time for the Board team to have continuity, include experienced strategic thinkers, and emphasize collegial, engaged relationships. I bring both know-how and collaborative engagement to this task, with your needs at heart.

What interests you about serving on the Co-op's Board of Directors?

Meeting the needs of the Upper Valley community: This Co-op serves the needs of the Upper Valley community in so many ways,

we could talk about it all day. Local food is available; folks buy over \$17M of local products a year, creating a market for over 400 local producers. Food is made financially accessible through programs like Food for All and Double Up Bucks and partners like Willing Hands. The Co-op also partners with LISTEN Community Services to offset car expenses for folks in need, and it directly makes interest-free loans available to employees for urgent car repairs so their car can run safely without causing major financial strain.

Collaboratively bringing to life a thriving regional food system with neighboring food co-ops: As significant and striking as our Co-op's impact numbers are, they tell a bigger and even more powerful story when considered along with those of food co-ops in New England and NY state. Among the 31 member co-ops of the Neighboring Food Co-op Association (NFCA) in 2023, over a quarter of all sales were local products. These co-ops are owned by more than 180,000 people and create over 2,500 jobs. Wow!

Being stronger together: Just as our Co-op makes it possible for us, as individuals and families, to get things we want and need, when our Co-op is a member-owner of federated co-ops—like at the regional level with NFCA or the national level—it enables the Co-op and its peers to better source local food and support local producers, or to compete in the marketplace with Whole Foods (which is Amazon under the hood—one of the wealthiest companies in the world).

Our Co-op's membership as a co-owner of National Cooperative Grocers (NCG) not only makes popular natural foods more affordable for our Co-op and its shoppers, it can make the difference for smaller co-ops being able to stay in business in a big box universe. Through NCG, 165 food co-ops band together to show up as a united front in their supply chain, while helping ensure the viability of 240 local storefronts that are grounded in their communities in a way no Whole Foods, with its distant Amazon shareholders, could ever be.

Playing a small part in a global effort to build a better world: When I managed the U.S. program for the 2012 International Year of Cooperatives (IYC), we talked about it as a once-in-a-lifetime opportunity to raise awareness of how cooperatives are uniquely structured to improve people's lives and

Vote Online

www.coopfoodstore.coop/vote

steward the environment while being viable businesses. So why would the UN decide to declare a second IYC in 2025? This decision is easier to understand when you consider what their goals are for 2030: The UN recognizes the vital role of co-ops in advancing sustainable development, eradicating poverty, and fostering inclusive economic growth. And co-ops are everywhere! More than 1 billion people are members of 3 million co-operatives in every nation of the world, employing 100 million people worldwide.

As easy as it is to feel alone and isolated in our technologically mediated world, I find it heartening to recognize that all the ways our Co-op takes action to meet the needs of our community are mirrored in countless other ways by co-ops in communities all around the world, across the country, and throughout our region. Like us, those co-ops are guided by their member-owners to meet the needs of their communities—often in collaboration with other co-ops who recognize needs in common—and are grounded in a set of Principles and Values shared everywhere on earth. As the saying goes, Co-operatives Build a Better World.

In what ways can you contribute to the Co-op Board?

I can contribute to the board in day-to-day, strategic, and collaborative ways.

Having significant experience on food co-op—and other kinds of—boards, I understand the roles and responsibilities of a board member and how to do the work. I also specialize in strategy development, so I'm well positioned to contribute to big-picture thinking. That way opportunities, risks, and trade-offs can be recognized and proactively addressed. With a background in collaborative leadership, I can adjust my approaches to reinforce the strengths and priorities of my Board colleagues. At the end of the day, the Board is a team and I've greatly enjoyed the positive working relationships I've been able to build over the last three years with so many fellow Board members, and folks in the Co-op, through rolling up our sleeves together on your behalf.

I have served, in my first year, on the Governance Committee, which wordsmiths Board policies informed by the needs of the member-owners and the operational leadership of the GM. In this role, I learned directly how our Co-op works with the Policy Governance process used by many food co-ops around the country.

For the last two years, I've chaired the Board's Bylaws Committee. In this role, I've designed and implemented two annual work plans with input from the committee—which includes a person from the operational leadership

team, and regular communication with the full Board. The committee brought forward Board-approved proposed amendments in 2024 that were adopted by you and intended to make the Co-op more nimble in the face of both opportunities and risks, and also to reinforce the fact that our members own the Co-op. This Board year, the Board recently voted to support the Committee's informed recommendation to propose amendment of the Bylaws, through the 2025 ballot, to create a pathway to member-ownership for folks in the community for whom the cost is a substantial barrier. Operational leadership is equally passionate about this initiative.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

My professional background in dialogue and collective intelligence grounds me in a range of tools and, vitally, a perspective that emphasizes listening as well as recognizing patterns and core themes that enable representative leaders to develop broad input into cogent strategy and policy.

For example, one of the core takeaways from the extensive listening process the Ends Committee conducted between 2019 and 2022 was: All employees and their families can thrive.

This finding is reflected in the Co-op Value centering employees. In December 2023, the Bylaws Committee hosted a panel exploring informed perspectives on how to lean in on this Value. Four experienced and knowledgeable panelists from the Upper Valley, the Midwest, and West Coast responded to facilitated prompts from me, as well as questions from Board members and operational leaders. One insight that proved a common theme was the structural intersections between listening to the voices of employees, improvements to how the co-op operates as a business, and ways employees are compensated.

Which Co-op Value is the highest Priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

I think Local is a window into the full set of Values our Co-op has articulated to reflect those of our member-owners. In my view, the work of the Board is to understand the balance and interdependencies across these Values. Each decision has multiple impacts—sometimes unintended, beyond the primary focus. By testing ideas, proposals, decisions, and policies across our Co-op's Values, the Board is more

likely to both better serve the Values in the long run and have more of a positive impact on the community—including on employees and local vendors—while respecting and stewarding the natural resources that make eating, breathing, and life itself possible. In current governance practice, as policies are monitored throughout the year, they are routinely assessed in terms of whether they align with the Co-op's Values.

As such, I think the Co-op's priority should be to discern how these Values complement each other and can synergistically inform Co-op strategy and policy moving forward. Perspective on how to do that can be gained through recognizing that our Co-op's Values sit within a framework of Values and Principles that co-ops share across the world.



MIKE EIGENBRODE

White River Junction, Vt.

EMPLOYEE/INCUMBENT

I'm really excited to keep serving our Co-op community after being appointed to the

employee seat on the board in 2024. I've been an Upper Valley resident for the majority of my life and currently reside in downtown WRJ with my dog Rusty. As someone who talks with our member-owners and the community regularly at events in and outside our stores, I have a unique view of what's important to everyone, and how the Co-op functions as a whole. I frequently engage with our local producers and store location teams and am able to continue to bring my extensive knowledge of operations to the board.

I want to keep making sure everyone feels welcome, heard, and included at our Co-op and in the community!

What interests you about serving on the Co-op's Board of Directors?

I believe in the Co-op's vision and its ability to strengthen our community.

In what ways can you contribute to the Co-op Board?

As an employee that frequently engages with Member-owners, I can contribute a unique blend of experience and relevant information to the Co-op board, particularly in the areas of Member-Owner linkage.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback.

As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

In my current role, I've already had the opportunity to engage directly with members through events and social media, which has helped me understand the variety of experiences and needs within our community. I would continue leveraging these platforms to listen to feedback and engage with members regularly, ensuring that everyone has a voice that is heard.

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

Community for both! We need to be VERY strong advocates for our diverse, equitable, and inclusive community.



EMILY HURD

Quechee, Vt.

I'm a recent transplant from the Garden State, having lived here for almost three months. I relocated for work and currently serve as the

Marketing and Communications Director for the Vermont Chamber of Commerce. In this role, I've gained valuable insights into Vermont—its strengths, quality of life, and the deep-rooted challenges it faces. As part of a policy-driven chamber, my team is closely engaged with the work being done at the State House, giving me an insider's perspective on the day-to-day legislative landscape. I'm eager to become more involved in my community at the local level, and I've heard that finding a strong sense of community here is easy if you actively seek it. The prospect of joining a board that aligns with my core values is truly exciting.

With a background in psychology, coaching, and social justice, I'm forward-thinking and open-minded, always eager to collaborate with others to create meaningful impact on a local scale. I truly believe that engagement at the local level has the power to change the world. Now, more than ever, it's crucial to move away from the big-box model and embrace systems that are owned by the community, for the community. I see this as the future.

This shift is especially vital given the current challenges with our broken food system and the ongoing rate of inflation. It's time to focus on the collective well-being, not just the individual.

Our lives, our futures, and the future of the planet depend on coming together.

I may be a transplant, but I am committed to putting down roots here in the Upper Valley, a community that has already been incredibly welcoming. I'm eager to learn more about co-ops, as I am humble in my approach to continuous learning and engaged in the discovery of new information. I'm excited to contribute, connect, and grow with this vibrant community.

What interests you about serving on the Co-op's Board of Directors?

Vermont is home to a community of civically engaged individuals, and I find that incredibly inspiring. I am deeply motivated by communal values and have a strong desire to uplift others while advocating for our shared needs. Co-ops embody the essence of community support, and I would be honored to serve on a board with like-minded individuals who share this vision. Additionally, I am excited about the opportunity to meet new people and deepen my involvement in this vibrant community.

In what ways can you contribute to the Co-op Board?

My job requires me to read a lot about Vermont's most pressing issues and understand their nuance, complexity and interconnectedness. I can bring this knowledge and policy focus to the board position. I have a creative way of problem solving and thinking of innovative solutions, and enjoy working with others.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

I have the ability to thoroughly listen to it and respect diverse viewpoints, acknowledging that we come to this board position from a variety of backgrounds, careers and interests/beliefs. Respect for a diverse set of viewpoints is the only thing that will lead to balanced approaches and outcomes

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

I believe that the highest priority value for myself and the co-op should be community. We live in such a divisive time, a time when people are losing their rights and being discriminated

against. More than ever, we need environments that are actively inclusive and encouraging of diversity. We need community—it is what will keep us alive and what will shepherd us through these difficult times. If we don't like what we are seeing on the national level, we must create this vision at the local level. That's where we have power.



CHRISTOPHER MAYER

White River Junction, Vt.
EMPLOYEE

Due to my eclectic background I feel I can bring a unique

perspective to the Board. I am excited to gain more knowledge about the Coop and how it impacts the local community and employees. I see the term sustainability as a mirror to the local farmers to the Coop in general and to employees whom make up the Coop. Seeing the circular interactions between the local farmers to the Coop and (its employees) and how we provide constructive, supportive and sustainable initiatives is the only way yield a vital longevity we all are longing for. Again, I am excited and eager to engage the Coop at another level, thank you.

What interests you about serving on the Co-op's Board of Directors?

Serving the public, learning new ideas

In what ways can you contribute to the Co-op Board?

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

Open-minded presence, constructive thoughts to build new bridges to move forward, working as a team

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

Even though each core value possesses its own value, they all are dynamically supportive of one another. I see Nourish as a high priority and cultivate as what the Co-op should envision as the highest priority.



MARY PATTERSON

Enfield, N.H.

I'm excited to run for the Co-op board because I believe strongly in working

together to build a healthier, more sustainable local community through supporting local farmers and makers and gaining diverse perspectives to guide transformational change that benefits everyone equitably. I'm a Wilderness First Responder (WFR) and train volunteer Veteran backcountry guides for the nonprofit where I work. I enjoy running trail races, especially 50k and 50 mile distances, and have 500 miles left to hike on the Appalachian Trail. My family lives on a farm in Enfield with our three big dogs and we're learning how to keep bees with our bee club. You can usually find me in the woods or in the bulk bins stocking up on snacks.

What interests you about serving on the Co-op's Board of Directors?

I'm interested in ensuring that Co-op employees and members as well as local farmers are well-represented voices in the direction of the organization. As a trail runner and certified Sports Nutrition Coach I believe strongly in helping people make healthy, informed choices. I want to help foster a supported, connected community where all voices are valued and equitable access to local, nutritious foods are a top priority.

In what ways can you contribute to the Co-op Board?

I hold an Ed.D. in Educational Leadership from University of New England and bring extensive experience in nonprofit development and collaborating across teams to manage projects and evaluate programs. I was taught as a 4-H Junior Leader the value of listening to others and working together to help make informed decisions that benefit all stakeholders. I have a background in strategic planning and as a consumer I'm familiar with the products, brands, and departments that Co-op members know and trust.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

I believe that everyone has something unique and special to contribute to the conversation. As a Co-op board member, I will solicit feedback from employees, members, and local producers to ensure that all voices are heard fairly and equitably.

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

Supporting local farmers is my highest priority and should be a top priority of the Co-op because doing so builds a vibrant community and puts money back into the local economy. People are empowered to make healthier choices when they know where their food comes from and when they have access to a wide variety of affordable, fresh, seasonal items. Buying local promotes sustainable environmental practices by lowering emissions and producing less waste. Buying local is positive all around!



BARRY RHODES

Hanover, N.H.

I have fifty years of service including nonprofit, for profit and governmental organizations. My first

job while attending high school was working in a supermarket. I started as a bag boy and worked my way up to a refrigeration technician for the Tedesco family in Massachusetts.

I have several years of experience doing organizational development consulting in New Hampshire, including for Governors Thompson, Gallen and Sununu. I came away with an understanding of providing value-added service, regardless of politics, to a substantially different clientele.

That has given me an understanding of how to serve people with different perspectives on a multifaceted organization.

What interests you about serving on the Co-op's Board of Directors?

I love shopping at the Co-op. The quality of the food is unsurpassed at any retail grocery.

In what ways can you contribute to the Co-op Board?

I have been shopping here for many years. Initially it was only when I came up here for

medical care. Now I live at Gile Hill and enjoy using the Co-op weekly. I appreciate the staff, the environment and the merchandise. I have served on several nonprofit boards, so I understand the unique role board members have, serving the community and the membership.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback.

An integral part of board work is reviewing, assessing, and potentially implementing policy change based upon member-owner feedback. As a board member, how will you listen to and integrate feedback from diverse viewpoints of the membership in determining the future of the Co-op?

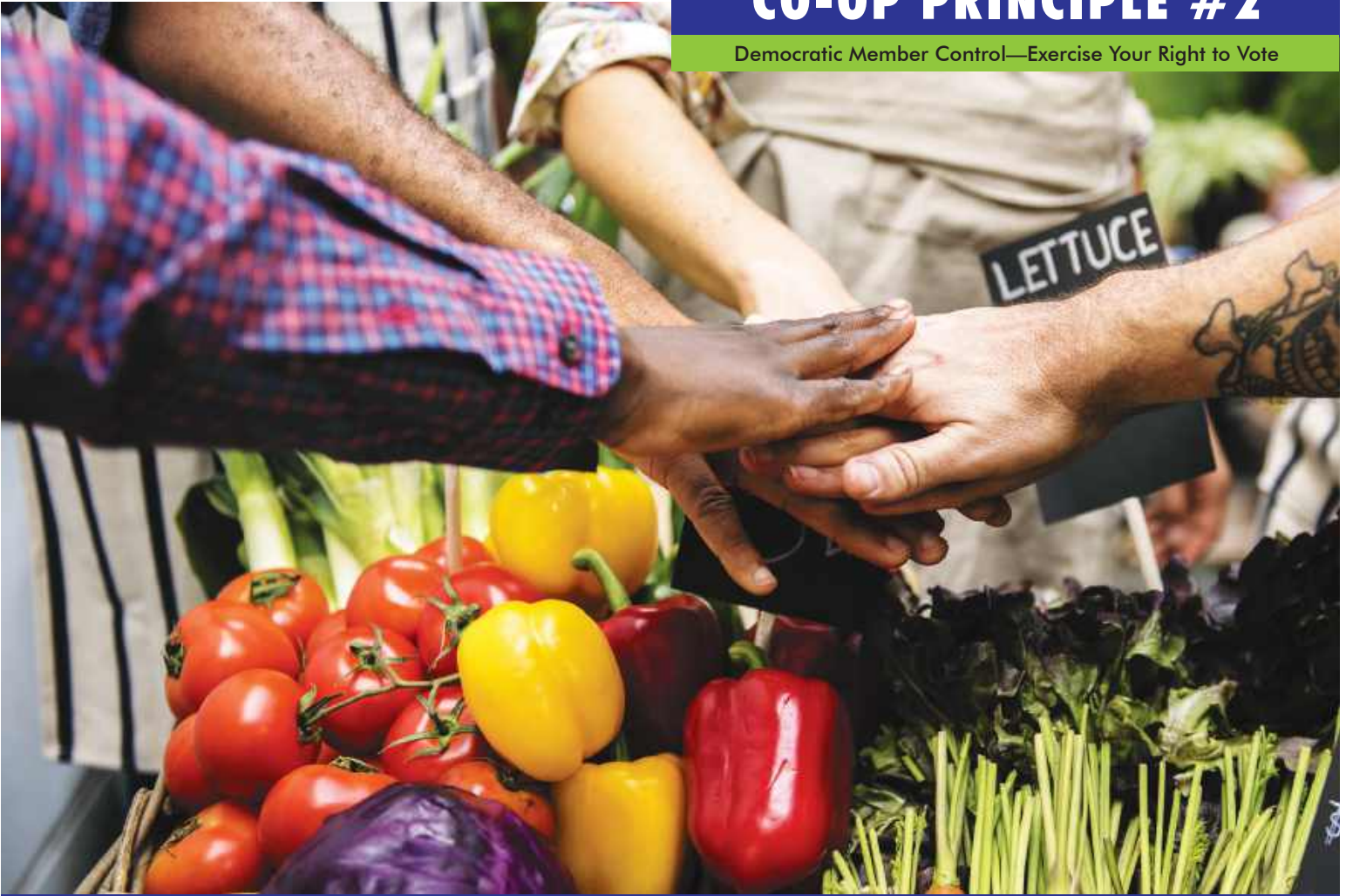
I will not only listen to the membership, but I will endeavor to hear what is communicated. My goal will be to weigh feedback from both an operational viewpoint and a policy perspective.

Which Co-op Value is the highest priority for yourself? Which Co-op Value do you think should be the highest priority for the Co-op? They may be the same.

The Co-op has a unique place in the neighborhood. It is maintaining this uniqueness that should be our highest priority. We are a membership organization that serves the general public as well as the members.

CO-OP PRINCIPLE #2

Democratic Member Control—Exercise Your Right to Vote



HOW TO VOTE

The Co-op Board of Directors is made up of 12 volunteer Co-op member-owners, including up to three employees.

This year we have eight candidates running for five open seats on the Co-op Board of Directors.

TO VOTE BY PAPER BALLOT:

- Paper ballots are available in stores.
- Mark each box that corresponds with your vote.
- Vote for no more than FIVE (5) candidates.
- Write member number and name in provided area at top of ballot.*

**Member number and name must match the information listed in our membership database. To verify this information, call or visit Member Services.*

TO VOTE ONLINE:

- Go to www.coopfoodstore.coop/vote and click on "CAST YOUR VOTE."

QUESTIONS?

Contact Member Services at:
603-643-2667

memberservices@coopfoodstore.com

VOTING PERIOD-APRIL 1-30

BYLAWS OF THE HANOVER CONSUMER COOPERATIVE SOCIETY

REVISED MAY 1, 2024

PROPOSED CHANGES TO CO-OP BYLAWS

ARTICLE III: Membership

• SECTION 1.

- Becoming a Member-Owner. A person, of eighteen (18) years of age, or an entity may become a Member-Owner of the Cooperative:
 - a. Upon full payment for **or agreed transfer of** ten (10) shares of Class A Common Stock; or ...

ARTICLE VII: Capital

• SECTION 4.

- **Purchase-Issuance of Shares.** Each person or organization before admittance into Membership of the Cooperative **and issuance of shares** shall purchase and make full payment on **or have been the recipient of an approved transfer of** ten (10) shares of Class A stock.

• SECTION 5.

• **Share Transfer and Redemption.**

- a. Except as provided in these Bylaws or as required by law, shares in the Cooperative are transferable only upon the approval of the Board of Directors.
- b. Any Member-Owner desiring to withdraw from Membership must inform the Cooperative in writing and tender for redemption **or transfer** all shares owned by the Member-Owner. The Board of Directors may in its discretion authorize the redemption **or transfer** of shares so tendered. ~~The Any~~ redemption proceeds shall equal either the par value or the book value of the stock, whichever is less.
- c. If the Cooperative does not, within sixty (60) days of the tender, purchase all or any part of the holdings tendered, **or agree to a transfer**, the Member-Owner may dispose of the unpurchased interest elsewhere, subject to the approval of the transferee by a majority vote of the Directors. Any would-be transferee not approved by the Directors may appeal to the Member-Owners at their first regular or special meeting thereafter, and the action of the meeting shall be final. A vote of the majority of the Member-Owners voting at a regular or special meeting may order the Directors to exercise their redemption power or approve of the transferee.

Revise Our Bylaws

THE PROBLEM:

According to our bylaws, people who want to join the Co-op must buy 10 shares of stock at \$5 each, which may be a financial burden for some members of our community. We want to make it easier for people to join.

THE SOLUTION:

The answer is simple: change our bylaws. With just a few tweaks, someone could join by purchasing shares or by receiving shares from other members who are leaving (Note: share-transfer eligibility established through Food for All program eligibility.)

What the New Bylaws Would Actually Say

Joining. The revisions would make it easier to join the Co-op if \$50—even over time—is something a potential owner simply can't afford. Under the proposed amendment, people could join either buying 10 shares or having 10 shares transferred to them.

Issuing Shares. Like above, new language clarifies that shares can be issued to new members via purchase from the Co-op or by transfer from someone leaving.

Transferring and Redeeming Shares. Updated language clarifies the process for transferring shares and makes it consistent with the changes to becoming a member. It also clarifies that it is the Board's responsibility to approve share transfers.

Why Your Vote Matters

We're a community-owned business, and we're not big fans of social-equity barriers to ownership. As a result, we are looking hard at how to be as inclusive and socially equitable as possible

This change simply makes it easier for more people to join. We can't revise the bylaws without your approval, so please vote yes to make us more inclusive!

CO-OP VOTING

RUNS APRIL 1-30

VOTE FOR THE BYLAWS REVISION

TO LEARN MORE ABOUT THE REVISIONS AND VIEW THE FULL LANGUAGE VISIT COOPFOODSTORE.COM/VOTE

ARTICLE III: MEMBERSHIP

• SECTION 1.

- Becoming a Member-Owner. A person, of eighteen (18) years of age, or an entity may become a Member-Owner of the Cooperative:
 - a. Upon full payment for **or agreed transfer of** ten (10) shares of Class A Common Stock; or ...

ARTICLE VII: CAPITAL

• SECTION 4.

- ~~Purchase Issuance~~ of Shares. Each person or organization before admittance into Membership of the Cooperative **and issuance of shares** shall purchase and make full payment on **or have been the recipient of an approved transfer of** ten (10) shares of Class A stock.

• SECTION 5.

• SHARE TRANSFER AND REDEMPTION.

- a. Except as provided in these Bylaws or as required by law, shares in the Cooperative are transferable only upon the approval of the Board of Directors.
- b. Any Member-Owner desiring to withdraw from Membership must inform the Cooperative in writing and tender for redemption **or transfer** all shares owned by the Member-Owner. The Board of Directors may in its discretion authorize the redemption **or transfer** of shares so tendered. ~~The Any~~ redemption proceeds shall equal either the par value or the book value of the stock, whichever is less.
- c. If the Cooperative does not, within sixty (60) days of the tender, purchase all or any part of the holdings tendered, **or agree to a transfer**, the Member-Owner may dispose of the unpurchased interest elsewhere, subject to the approval of the transferee by a majority vote of the Directors. Any would-be transferee not approved by the Directors may appeal to the Member-Owners at their first regular or special meeting thereafter, and the action of the meeting shall be final. A vote of the majority of the Member-Owners voting at a regular or special meeting may order the Directors to exercise their redemption power or approve of the transferee.

I APPROVE THE PROPOSED REVISIONS TO THE CO-OP BYLAWS

APPROVE

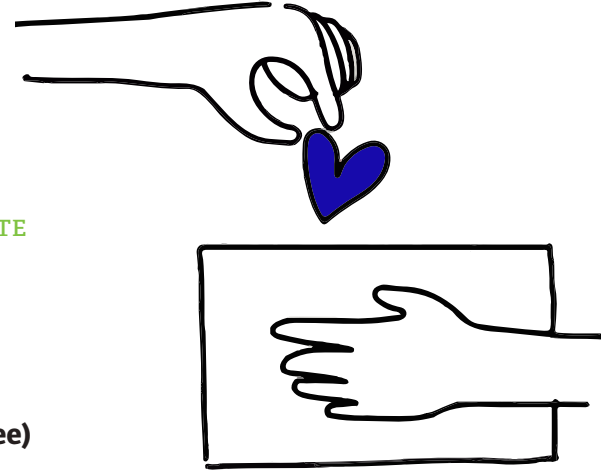
DO NOT APPROVE

See Reverse Side for
Board Candidates Ballot and Vision & Values Survey

CO-OP VOTING

MEMBER NUMBER: _____

MEMBER NAME: _____



VOTE FOR BOARD CANDIDATES

TO LEARN MORE ABOUT THE CANDIDATES, VISIT COOPFOODSTORE.COM/VOTE

VOTE FOR NOT MORE THAN FIVE (5):

- | | |
|--|---|
| <input type="checkbox"/> Pierre Blanc | <input type="checkbox"/> Emily Hurd |
| <input type="checkbox"/> Kyle Creevy | <input type="checkbox"/> Christopher Mayer (Employee) |
| <input type="checkbox"/> Eric DeLuca (Incumbant) | <input type="checkbox"/> Mary Patterson |
| <input type="checkbox"/> Mike Eigenbrode
(Incumbant/Employee) | <input type="checkbox"/> Barry Rhodes |

VISION & VALUES SURVEY

TO VIEW THE FULL LANGUAGE, VISIT COOPFOODSTORE.COM/BOARD

1. Can the language of these vision and values statements be clearly interpreted (i.e. is it easily understandable)?

PLEASE CHECK ONE RESPONSE.

- YES NO NOT SURE

2. Do the statements align with the perspectives of the member-owners (i.e. do you agree with these statements)?

PLEASE CHECK ONE RESPONSE.

- YES NO NOT SURE

3. Any additional feedback?

VISION & VALUES

VISION:

Our vision is a well-nourished community cultivated through cooperation.

VALUES:

EMPLOYEES: We value the well-being of our employees and their families.

COMMUNITY: We value a diverse, equitable, and inclusive community.

LOCAL: We value a resilient local food system and economy.

ENVIRONMENT: We value being a regenerative business with a positive environmental impact.