Join us for Our Annual General Membership Meeting

Dear Member,

Please join us and attend this year's General Membership Meeting (GMM) on **Monday, November 9th in our Community Room. Doors will open at 5:30 pm for refreshments and socializing. You may also join the meeting (and vote) virtually at https://us06web.zoom.us/j/83636268319?pwd=5xi0mpGdZfDfXDfv84q4O5WDHqZhDL.1.** Your Board of Stewards looks forward to seeing you there!

This year, you will have the opportunity to:

- Enjoy refreshments and get together with fellow Co-Op members.
- Receive the Manager's Report and the Finance Report from the General Manager
- Be informed of changes going forward to Membership types, categories and amounts established by the Board of Stewards pursuant to Section 3.3C. of the Bylaws.
- Vote on two recommended revisions to our governing Bylaws (a) clarifying Member voting for nominees to the Board to Stewards and (b) reducing the number of members required for a quorum at the GMM.
- Take part in voting for new board members to represent you. There are presently four positions to be filled on our nine-person board.

You can register now for this cooperative event! Here is the online registration link:

General Membership Meeting 2026 | Newark Natural Foods Sign up at this link and let us know whether you will attend in person or be joining the meeting on Zoom.

Present elected Stewards whose terms are ending this year are Scotty Hartman and Jeff Headley (Treasurer). In addition, Toby Hagerott, was appointed by the Board recently to fill the remainder of Rachel Brewer's term, which also ends this year. Earlier this month, Jerry Bilton voluntary resigned from the Board. Jerry's term runs through 2027. This results in four Steward positions to be determine, three of which are full-term (3 years) and one of which is a one-year term. Scotty, Jeff and Toby have each submitted a Letter of Intent to run. In addition, one additional Co-Op member (Krishna Thakkar), has submitted a Letter of Intent. Although the period to declare an advanced intent to run has closed, nominations for the floor of the GMM are allowed. Any member nominated from the floor is to provide a brief oral statement of no more than five minutes, and four Members "seconding" any such nomination is required.

Additional information concerning the GMM, including the Agenda, Board recommended Bylaw amendments and letters of intent is includedin the member packet and posted online.

Cooperatively Yours,
Jeremy Firestone, Secretary
Rebecca Northrop, President
Board of Stewards
Newark Natural Foods Co-Op

Newark Community Cooperative
General Membership Meeting
5:30 pm, November 9, 2026
Community Room and online
Refreshments and Get Together: 5:30 pm

Agenda: 6:00pm

1. Welcome and Introduction – [0.05]

2. Consent Agenda [0.05]
   - Minutes from November 17, 2025 General Membership Meeting

3. Membership Update Presentation [0.10]

4. Presentation and vote on recommended revisions to our governing Bylaws [0.25]

5. Manager's Report – Catherine Hallman, General Manager [0.10]

6. Candidates for Stewards
   a. Call for nominations from the Floor [0.05]
   b. Candidate Statements and Ballot Vote [0.10]
   c. Collection of Ballots and Counting of the Vote [0.10]

6. Finance Report – Catherine Hallman, General Manager [0.25]

7. Steward Vote Result and Tie-Breaker Vote (if necessary) [0.05]

8. New Business [0.10]

10. Adjourn

Candidate Statements
(in alphabetical order by last name)

Toby Hagerott

I am running for re-election at the 2026 General Membership Meeting. I have been on the Board of Stewards before and recently was elected to seat in a vacated seat by the Board. This seat is up for reelection now. I would like to remain.

Scotty Hartman

I am completing my first term as a steward and would like to continue serving on the board. My professional background includes Military Intelligence and Information Technology. I have post-graduate degrees in Leadership and Business Administration. I am a Chesapeake Bay Master Watershed Steward and Vice President of our community civic association. I'm dedicated to serving the community and hoping to contribute to a meaningful manner.

Jeff Headley

I have served on the NNF BOS for nearly two years, much of that time as Treasurer. I am informing you of my intent to run for re-election at the upcoming GMM in November. I hope to continue to find ways to add value to and support the members of the Co-Op, the General Manager, and staff.

My wife, Gail, and I joined the Co-Op shortly after arriving here and have been very happy with the experience. The Co-Op is part of our weekly shopping and we attend every Farmer's Market Sunday we're in town. We love living in Newark and are open to opportunities to improve the area for all.

Here's a brief summary of my background:

- Main theme of my career is data analytics and strategy
- 36 years of post-college work experience
    - 14 years in retail banking
    - 13 years in big-box retail
    - 4 years data analytics consulting
    - 5 years at Labware in Wilmington (makers of software that laboratories use)

My career in retail was largely centered on grocery. I worked for a consumer loyalty practice that was half owned by Kroger. I have a fairly solid understanding of grocery business, category management, etc. I have deep experience with loyalty systems, customer analysis, and the like.

I hope to continue to serve the Co-Op and its members.

Krishna Thakkar

Newark Natural Foods is the only grocery store in Newark, Delaware that is also a cooperative, and I believe that makes it worth preserving. I have been a member before and an active member since April 2026, and I buy almost all of my groceries and produce at the Co-op, apart from a few regional items. I value its commitment to local food, community, and sustainability. I also value the friendly, helpful staff, the BOGO deals, and the bulk discounts that make quality food more affordable for members.

I am a dual-degree student at the University of Delaware, pursuing a Ph.D. in Biological Sciences and an MBA. This combination gives me a multidisciplinary perspective on food, from understanding its biological composition, nutritional value, and quality to weighing the financial and operational considerations of making healthy, high-quality food accessible while sustaining a successful business. My scientific training encourages me to approach questions analytically and make evidence-based decisions. My business education helps me think about financial sustainability, strategic planning, and organizational performance. I would welcome the chance to bring both perspectives to discussions about the Co-op's future.

I would also bring practical experience in finance, research and data analysis, communications, nonprofit governance, event organizing, and education. I have held leadership roles in student organizations at many levels, including vice president, secretary, treasurer as well as workshop and event manager. In those roles I kept accurate records, ran meetings, managed budgets, and brought members together around a shared mission.

If elected, I would focus on **three** priorities:

Member engagement and education: I want to help more members understand how the Co-op works, what ownership means, and how to take part in the General Membership Meeting, committees, and Board elections. I would draw on my experience running workshops and events.
Growing membership among students and young families: Newark has a large university community, and the Co-op's student membership rate and nearby location are underused. I would like to help build stronger outreach through campus partnerships and events.
Financial sustainability and affordability: I would use my finance and data analysis background to support responsible budgeting, track what works, such as promotions and bulk offerings, and keep the Co-op financially strong while keeping good food accessible.

I value the role member-owned cooperatives play in building community and creating a more thoughtful relationship between people, food, and the environment. I am committed to listening to fellow members, collaborating with staff and other Stewards, and helping ensure the Co-op remains financially sound, responsive to its members, and true to its cooperative principles. I understand that Stewards owe the Co-op duties of care, loyalty, prudence, and confidentiality, and that the role includes attending monthly store meetings and serving on committees. I am prepared to make that commitment.

Thank you for considering my letter of intent. I would be honored to serve on the Board of Stewards and contribute my scientific perspective, business knowledge, and enthusiasm to the continued growth and success of Newark Natural Foods Co-op.

Section 5.3 Quorum for General Membership Meetings

A quorum for a General Membership Meeting shall consist of five (5) percent of the Membership or twenty-eight ~~thirty-five~~ (28~~35~~) Members in good standing, whichever is less, present in person at the Meeting or attending virtually using a video conferencing platform. All Members in good standing who are either present in person at the Meeting or attending virtually shall have voting rights.

Section 3.1 Number, Election and Qualifications

A. The Board of Stewards (or "Board") is comprised of nine (9) Board Members (or "Stewards"). Members of the Cooperative shall be elected to the Board of Stewards for a term of three (3) years (unless completing a term) commencing at the first Store Meeting following election. Although circumstances such as resignations may result in fewer than nine members, the Cooperative shall strive to maintain a full nine-member Board.

B. Board Members terms shall be staggered such that at every Annual General Membership Meeting no more than three (3) Stewards shall be elected to full three (3) year terms. No Member shall be elected to more than two (2) consecutive full year terms, provided that this limitation does not apply to Steward terms where the election occurred prior to September 2025.

C. If the Board of Stewards has five to eight Stewards, the Board may, in its discretion, subject to a Member's agreement, appoint that Member to temporarily fill a vacancy until the next General Membership Meeting at which time an election will be held. Appointments shall be by majority vote of the Board. If a mid-term vacancy arises resulting in the Board of Stewards having fewer than five Stewards, a General Membership Meeting shall be triggered automatically for a special election of at least the number of Stewards to bring the Board up to a minimum of five Stewards.

D. Any election under Subsection C shall be to fill the balance of the three-year term as set out in Subsection B on staggered terms. A Board-appointed Member at their choice can participate as a candidate and seek to fill the balance of the term.

E. All Board of Stewards elections shall be by secret ballot using a written ballot or otherwise if a Member is attending the Meeting using a video conference platform. When all open positions are of the same length, ~~N~~nominees for election as a Steward receiving the highest number of votes shall be elected until the open positions are filled. When there are open positions of differing lengths, election to open positions will be as follows. The nominee with the highest number of votes chooses the length of term they prefer among the options presented, and so on until all positions are filled. If there is a tie vote among two or more nominees, and if the vote includes the re-election of one or more of the nominees, the nominee with the least

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Board seniority chooses their preferred term, and so on. If there remains a tie, the Board shall use a fair method to assign Board positions of differing length. In any situation in which there is a tie vote for the last available position(s) and there are fewer positions available than nominees, a run-off election shall be held during the same Meeting.

F. No more than one person from any given Membership may serve at any one time.

G. At no time shall there be more than three (3) elected staff persons or spouses or domestic partners of staff persons on the Board of Stewards. Managers who report directly to the Board of Stewards (or their spouses or domestic partners) shall not be permitted to serve on the Board of Stewards.

H. All Officers and Stewards of the Cooperative shall be Members of the Cooperative in good standing.

I. The Board of Stewards will comprise the Members in good standing who have the administrative powers of the Cooperative, except, that a staff Steward (or spouse of domestic partner of the same) shall not vote on individual personnel matters, including specific pay, promotions, grievances, evaluations, disciplines, and dismissals of themselves or their co-workers; however, this does not preclude their voting on personnel policies such as pay scales, hiring, formal grievances, discipline, dismissal and policies regarding benefits.

J. A one year waiting period is required between:

- Board resignation and new employment to the Cooperative.
- New employment to the Cooperative and election to the Board.
- Unsuccessful application for employment to the Cooperative and election to the Board.
- Termination from Employment at the Cooperative and election to the Board.

Section 3.2 Nominations

Intention to run for election to the Board of Stewards, along with a statement of interest, shall be made in writing and filed with the Secretary by a candidate at least twenty (20) days prior to a General Membership Meeting, provided, however, a candidate also can be nominated (including self-nominated) from the floor of the General Membership Meeting. A floor

nomination shall be accompanied by a brief oral statement of no more than five minutes by the Member nominated and require four Members to "second" the nomination. ~~If a vacancy results in Steward openings of different lengths, candidates in their written filings shall declare which length of Steward position they are seeking.~~ If a candidate meets the twenty (20) day notice period, the Secretary shall notify the Members of the nomination fifteen (15) days prior to the General Membership Meeting by posting the nominated Member's' name and interest statement at the regular places of business of the Cooperative.