

**DRAFT - UKIAH NATURAL FOODS  
(A.K.A THE HOMESTEAD EXCHANGE)  
MINUTES OF THE BOARD OF DIRECTORS**

The regular meeting of the Ukiah Natural Foods Board of Directors was convened on Monday, November 20, 2023, at 5:33 PM via Zoom.

**BOARD DIRECTORS PRESENT:** Gideon Burdick (Vice President), Tim Dolan (Treasurer), Angie McChesney (Secretary), Thomas Chandler, Steve Groff, Larry Mayfield, and Christine Rodrigues

**BOARD DIRECTORS ABSENT:** Leo Buc (President)

**STAFF PRESENT:** Lori Rosenberg (General Manager), Anne Wright (Accounting Manager)

Vice President Burdick called the meeting to order at 5:33 P.M.

**1. Introductions and Check-Ins:**

**2. Brief Announcements; Confirm Agenda:**

Treasurer Dolan **MOVED to approve the agenda with additions.** Seconded by Board Member Mayfield. **MOTION PASSED.**

Yes: Board Members;  
Dolan, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Chandler

**3. Consent Agenda:**

Board Member Rodrigues **MOVED to approve the consent agenda.** Seconded by Board Member Groff. **MOTION PASSED.**

Yes: Board Members;  
Dolan, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Chandler

**4. BDC Strategic Planning:**

Board Member Rodrigues stated that we are going to extend the current Strategic Plan for a year. President Buc will be reaching out to Leap Solutions on the matter as we worked with them to develop the Strategic Plan.

**5. BDC - Board Recruiting:**

Board Member Rodrigues discussed the script when recruiting potential board members. If board members can update the Google spreadsheet or let Board Member Rodrigues on who you talked to so she can update the spreadsheet. There was also a review of the timeline for the next couple of months with respect to recruiting and board elections.

Any current board members whose term is up and they are wanting to stay on the board will need to fill out a board application.

**6. BDC - Board Self Assessment Survey**

Board Member Rodrigues stated that a summary was provided and that the board had a private discussion of the survey. The December board meeting will start early and then will end around 7:45 PM and have a 45-minute discussion on the survey. A copy of each board member's response will be sent to them.

**7. Approval of the 2024 Draft Budget:**

Treasurer Dolan reviewed the highlights of the 2024 Draft Budget and recapped the discussion that the Finance Committee had with staff. The Finance Committee is coming to the Board with the recommendation for the Board to approve the revised budget as presented by management staff.

Accounting Manager reviewed and shared her screen on the asset budget with the board as that was not discussed at the Finance Committee.

Board Member Mayfield **MOVED to approve the 2024 revised budget and the asset budget as presented by management staff.** Seconded by Board Member Groff. **MOTION PASSED.**

Yes: Board Members;  
Dolan, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Chandler

Treasurer Dolan stated that we have a proposal from management staff of \$50k in bonuses for eligible staff, this is calculated based on hours worked by employees. The Finance Committee has approved and is bringing it to the Board for approval.

Board Member Mayfield **MOVED to approve the \$50k in profit sharing for staff bonus.** Seconded by Board Member Groff. **MOTION PASSED.**

Yes: Board Members;  
Dolan, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Chandler

**8. GM Report:**

GM Rosenberg stated that they are excited about the new Deli Manager.

Board Member Rodrigues was impressed with the marketing highlights in the GM Report.

GM Rosenberg stated that she is planning to retire in March of 2025 and wants the board to start recruiting for her replacement next year

**9. Committee Reports:**

Owner Relations, Vice President Burdick stated that nothing more to report than what is in the minutes and recent discussions.

Board Development - Covered in the above items.

Finance Committee - Treasurer Dolan stated that all has already been reviewed.

GMEC - None at this time

Farmer Loan - Board Member McChesney stated that the committee will have a meeting this month.

**10. Little Questions:**

Board Member Groff inquired if there was an update on the By-Laws. GM Rosenberg stated no, not yet, and that she had reached out to inquire about the progress the attorney has made to date.

**11. Topics for Next Month:**

- Board Recruiting
- Strategic Planning
- Board Self Assessment
- Draft By-Laws

**12. Closing and Evaluation:**

Vice President Burdick adjourned the meeting at 6:45 P.M.

The next Meeting is on **December 18, 2023**, in-person in the conference room at the Co-op.

Submitted by Erica Ramirez, Board Administrator