

**FINAL- 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, March 18, 2024, at 5:34 PM Zoom.

BOARD DIRECTORS PRESENT: Leo Buc (President), Gideon Burdick (Vice President), Tim Dolan (Treasurer), Steve Groff, Larry Mayfield, Angie McChesney (Secretary), Steven Turner, Christine Rodrigues, and Thomas Chandler (arrived late)

GUESTS: Ky Mayers

STAFF PRESENT: Lori Rosenberg (General Manager)

President Buc called the meeting to order at 5:34 P.M.

1. **Introductions and Check-Ins:**
2. **Brief Announcements; Confirm Agenda:**

Board Member Mayfield **MOVED to approve the agenda.** Seconded by Board Member Turner.
MOTION PASSED.

Yes: Board Members;
 Buc, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Turner

3. **Consent Agenda:**

Board Member Turner **MOVED to approve the consent agenda.** Seconded by Board Member Mayfield. **MOTION PASSED.**

Yes: Board Members;
 Buc, Burdick, McChesney, Rodrigues, Groff, Mayfield, and Turner

4. **Board Elections:**

President Buc stated that no election is needed and that at the next meeting, we will have a new member.

5. **New Member Orientation:**

Board Member Rodrigues stated that there will be a slide deck and a quick start guide that will include what you need to get started such as how to get items on the agenda, what are the committees, and so forth. This will be reviewed in person for new members and hoping for a representative from each committee to attend that meeting. Board Member Rodrigues stated

that she would send an email out with a date and time to meet. Treasure Dolan will represent the Finance Committee. There will be a representative from ORC (Steve Oliveria) and BDC. Board Members Turner and Groff will also attend the meeting as new board members.

6. Strategic Planning:

Board Member Rodrigues stated that the committee met and the focus was on the draft plan that was presented in the board packet. The current plan will be extended, the main goals will be to transition to a new GM and to achieve profitability, there will be more to come on both goals. The next meeting will be on the 21st.

7. By-Laws Update:

GM Rosenberg stated that scheduling a meeting with the AdHoc committee is in process and once completed there will be an update. The updated bylaws were sent to the AdHoc committee and GM Rosenberg will send them out to the full board.

8. Farmer Loan Policy & Application Recommendation:

Secretary McChensey stated that the Farmer Loan Committee revised the policy and the application. The committee added a bigger window (March to September) for farmers to apply in hopes that this will help in getting more farmers to apply. Secretary McChensey stated that Marketing Manager Nelson will be working on the marketing for this program.

Vice President Burdick inquired about the loan repayment period and why not three years. GM Rosenberg stated that the loan funds are no more than \$10k and that two years is an adequate period to pay it back. Loans are from \$2,500 to \$10k and are paid back in two years.

Board Member Turner commented on payments being made quarterly based on the time of year and if there was a hardship during those times. Secretary McChensey stated that the application does ask financial questions for the committee to determine if the loan can be paid back.

Treasurer Dolan gave his edits on the policy with certain language on the finance portion.

Board Member Mayfield **MOVED to approve the farmer loan policy and application as presented with pending changes.** Seconded by Vice President Burdick. **MOTION PASSED.**

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

9. Grants & Donations Policy:

Vice President Burdick stated that the ORC committee revised the grants and donations policy. The grants section has been removed from the policy due to the inability to support and administer the program.

President Buc inquired about the 2% and where that would be going since the donation program is no longer going to be funded. Vice President Burdick stated that the 2% will reflect an increase in patronage dividends.

Board Member Mayfield **MOVED to approve the grants and donations policy as presented.**
Seconded by Vice President Burdick. **MOTION PASSED, with one board member not present and one abstention.**

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

10. GM Report:

GM Rosenberg stated that we will be saving \$36,500 a year from Cal-Recycle and will be exempt from paying that \$100 a day fee. GM Rosenberg will be going to Washington DC for the National Coop Meeting. GM Rosenberg has been working on her duties for the transition of a new GM.

11. Committee Reports:

Owner Relations - No other updates.

Board Development - No other updates.

Finance Committee - Treasurer Dolan gave a brief overview of the financial stats from the committee meeting. At next month's board meeting, there will be a proposal on patronage dividend amounts.

GMEC - The committee has been collecting data and it's all being reviewed.

Strategic Planning - A meeting is in the works of getting set up.

Farmer Loan - No other updates.

12. Little Questions:

Vice President Buc inquired about Google Drive and can the full drive be shared with everyone. Board Administrator Ramirez stated the goal for the Drive to be live is in April.

April and May board meetings will be in person.

GM Rosenberg inquired about her evaluation and President Buc stated that he should have a response as soon as the board is meeting about it.

13. Topics for Next Month:

- Patronage Dividends

- Seating New Board Members
- Appointing Officers
- Committee Assignments
- New Board Member Orientation
- Strategic Planning
- By-Laws Update

14. Closing and Evaluation:

President Buc adjourned the meeting at 6:47 P.M.

The next Meeting is on **April 15, 2024**, at the Ukiah Coop.

Submitted by Erica Ramirez, Board Administrator