

**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 21, 2022, at 5:32 PM via Teleconference through Zoom.

BOARD DIRECTORS PRESENT: Leo Buc (President), Angie McChesney, Gideon Burdick, and Steve Oliveria (Secretary), MaryLou Leonard (Vice President)

ABSENT: Tim Dolan (Treasurer), Larry Mayfield

STAFF PRESENT: Lori Rosenberg (General Manager)

GUEST: None

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

1. Introductions and Check-Ins:

2. Brief Announcements; Confirm Agenda:

GM Rosenberg stated that the GM report needs to be added to the agenda.

Vice President Leonard **MOVED to approve the agenda with addition.** Seconded by Board Member Oliveria **MOTION PASSED.**

Yes: Board Members;
Oliveria, Leonard, McChesney, Burdick, Buc

3. Consent Agenda:

Board Member Oliveria **MOVED to approve the consent agenda as presented.** Seconded by Vice President Leonard. **MOTION PASSED.**

Yes: Board Members;
Oliveria, Leonard, McChesney, Burdick, Buc

4. ERC Update:

President Buc gave an explanation of what the ERC credit is and that we would get \$1.4M from it. We have not heard back on if this amount has to be included in the patronage dividend pool and how taxation would happen around that amount. This was just an overview from the Finance Committee and will be discussed at next month's meeting.

5. Investment Policy Update

President Buc stated that there has been no movement on this as of last month. The Finance department is short-staffed at this time. President Buc gave an overview of the policy.

6. GM Report:

GM Rosenberg asked if there were any questions. GM Rosenberg stated that bulk herbs are back in the bulk department. The Deli Manager has been terminated and the position has been posted, a conversation has been had with a consultant about the role and filling it. A staff survey has been sent out and only 23 out of 105 have responded so far until the deadline of 12/4/12.

7. Membership List

Vice President Leonard stated that the membership list has been distributed to all board members. Each board member will review and see who they can personally reach out to and ask about running for the board. There was a discussion on language to use when talking with people. President Buc discussed some talking points and will send them to the board.

8. Leap Solutions

President Buc stated that this is in relation to the GM evaluation and a discussion has been had with Scott Ormerod on being able to help with this process. A meeting is scheduled with him, and the estimated cost is in the range of \$5k. We are asking for board approval to have a discussion with Scott and then to see the actual cost.

Board Member Oliveria **MOVED to approve talking with Leap Solutions.** Seconded by Vice President Leonard. **MOTION PASSED.**

Yes: Board Members;
Oliveria, Leonard, McChesney, Burdick, Buc

9. Committee Reports:

President Buc stated that the Finance Committee had the discussion about ERC. The GMEC will be meeting with Leap Solutions about the GM evaluations.

Vice President Leonard stated that for BDC, she sent a letter to Marketing Manager for the newsletter for asking members interest in joining the board of directors.

Board Member Oliveria stated that the last ORC meeting was short, as we were missing a couple of committee members. We did receive all but one grant response back.

The December board meeting will be in person at the Coop at 5 pm.

10. Little Questions:

GM Rosenberg stated that she has been in contact with the City Planning Department about the darkness in the parking lot. GM was trying to determine with the help of the City Planning Department on what possible solutions might be to illuminate the existing parking lot poles that are not on UNF's property.

11. Topics for Next Month:

- ERC Update
- Investment Policy
- Patronage Dividends

12. Closing and Evaluation:

President Buc adjourned the meeting at 6:30 P.M.

The next Meeting is on **December 19, 2022**, at the Ukiah Coop at 5:00 pm

Submitted by Erica Ramirez, Board Administrator