

**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, October 18, 2021, at 5:30 PM via Teleconference through Zoom.

**BOARD DIRECTORS PRESENT:** MaryLou Leonard (President), Leo Buc (Vice President), Larry Mayfield, Steve Oliveria, Angie McChesney (Secretary), John Bailey (Treasurer), Tim Dolan, and Beth Salomone

**BOARD DIRECTORS ABSENT:** None

**STAFF PRESENT:** Lori Rosenberg (General Manager)

**GUESTS:** Scott Ormerod (Leap Solutions)

President Leonard called the meeting to order at 5:31 P.M.

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

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

Yes: Board Members;  
Oliveria, Mayfield, Buc, Salomone, Bailey, Leonard, Dolan, and McChesney

Absent: Board Members;  
None

3. **Strategic Plan – Scott Ormerod**

Mr. Ormerod reported that we have been working on the Strategic Plan and have been meeting since June 2021 and have meet seven times. We are on target with what he had mapped out in the being as to what we wanted to do with respect to the planning agenda and the timeline. This last meeting, we have some good engagement and gave us a clear view on our goals. The focus of our last meeting will be affirming goals and tactics in moving forward. We have completed the mission and refined it and we haven't taking anything away from it but have added to it. We also have affirmed our values that we developed and then used the purpose statements to inform the definition of those values. There was overall discussion on the process that took place with Mr. Ormerod and the timeline. Mr. Ormerod also gave feedback on timelines and perspectives on what he sees at the Coop.

#### 4. Consent Agenda:

President Leonard inquired if there are any items that needed to be pulled from the agenda or any corrections. The following minutes were pulled from the agenda, BDC minutes, Finance minutes, and September 20, 2021, BOD minutes.

Board Member Mayfield **MOVED to approve the agenda with the following minutes pulled BDC, Finance, and September 20, 2021, BOD minutes.** Seconded by Board Member Buc.  
**MOTION PASSED.**

Yes: Board Members;  
Oliveria, Mayfield, Buc, McChesney, Salomone, Bailey, Leonard, Dolan, and  
McChesney

Absent: Board Members;  
None

GM Rosenberg stated that the following corrections needed to be made to the Finance Committee.

- Under August sales review: Third paragraph last sentence should read “82 because we are **escheating** right now”
- Under Expansion/Remodel: Second to last sentence, “We are only **\$1,479** over budget” (not \$14K over).

Board Member Salomone stated the following corrections to the following minutes.

On the board meeting minutes of September 20, 2021.

- On the consent agenda, adding the corrections presented of the spelling of last name.
- On the finance committee meeting minutes, there was discussion on Tim Dolan and him being a member owner vs committee member and that he needed to be moved to being a committee member on the minutes.
- On the topic of the Board Evaluation, Board Member Salomone stated the evaluation should be tied to what the committee/board is currently working on or that we have completed. The evaluation has too many questions, and some questions can be eliminated.

On the Finance minutes

- Under the committee calendar item, we were talking about Board feedback on the budget development and 'Board Member Salomone suggested consideration for funding allocation to remodel the break room and adjacent offices.'
- Board Member Salomone “checked her files during the meeting and didn't find anything. Suggested the former Chair of Finance Committee, Leo Buc, be contacted for the most recent version of the charter. ~~Committee Member Salomone would check her files to see if there is an updated version of the Charter & Committee Goals~~

- Under the EDI item, 'Salomone offered to contact Rosanne Ibarra to conduct a Board training on EDI.'
- Under the board discount item, please change to 'Salomone noted an increased Board discount may provide additional incentive for recruiting new board members.' and strike the following: ~~Committee Member Salomone stated that this was not a topic of the BDC but there would be an agreement with the change. This might be more of an incentive to get board members and as have a problem recruiting and I don't think there's a stretch to go to 20%.~~

#### On the BDC minutes

- Under Board eval document item, what document did Leo send out from strategic planning? Leo sent out the Board Evaluation through Survey Monkey to the Board members.
- Under the Board Orientation, 'Salomone noted the Board needs to appoint new Board member Tim Dolan a Board mentor and provide him access to the dropbox.'

Board Member Salomone **MOVED to approve with the correction as presented.** Seconded by Vice President Buc. **MOTION PASSED.**

Yes: Board Members;  
Oliveria, Mayfield, Buc, McChesney, Salomone, Bailey, Leonard, Dolan, and McChesney

Absent: Board Members;  
None

#### 5. **GM Report:**

GM Rosenberg stated that we are only \$1,479 over budget from the expansion/remodel. It was also stated that the sales in deli/food-to-go are doing well and that we are working on getting the hot food service going. We are also seeing supply issues as well as seeing prices going up. We are also hiring staff for the kitchen.

GM Rosenberg stated that we have a great marketing team as we just did a mass mailing that went out to 250 new residents that moved into the area. We are also looking at doing a sponsorship for KZYX and we are also sending out e-blasts in English and Spanish.

GM Rosenberg stated that we are doing a membership drive in October, and we are having a lot of people joining, they get a free bag and entered into a drawing. Board Member Bailey stated that cashiers are not asking non-members to join, GM Rosenberg stated that she will talk about this with the front ended manager again.

GM Rosenberg stated that webcart sales have plummeted. Marketing Manager Boyd will be doing posts on social media highlighting webcart and getting people to try use it. The billboard graphic has been changed to the bowls and that's nice to see.

GM Rosenberg stated that the FFCFRA expired on 9/30 and that we have come up with an incentive not only to get staff vaccinated but to cover them as well when out due to COVID. We have had 21 employees that have tested positive.

Vice President Buc inquired if we are still getting quarterly sales data from the western corridor? GM Rosenberg stated that we are not getting that information anymore and that they are not able to provide financial data on other Coop's anymore. We are not able to see that data.

## **6. ORC Update (Shopper Survey & Discount):**

Board Member Oliveria stated in the ORC meeting there was a discussion on how to get more members, and it was brought up that increasing the senior discount to see if we can get more members in that age range. We also discussed increasing the board discount to again see if that would bring in more members. The committee also talked about the Shopper Survey, and we wanted to see what the board thought about it.

President Leonard stated that for the questions on why we like the Coop we should rank them in order.

Board Member Bailey stated that on the list of other stores we should add, Foodmaxx, and Walmart. Would we want to add the question of what promotions would you like to see at the Coop?

GM Rosenberg stated that there are nine questions, we do have another question on where members shop for food as we didn't want to list each store in the area.

Vice President Buc stated that if we used the Coop members numbers rather than asking, we could identify the people by their member number and then we would have all these data associated with that number. GM Rosenberg ask VP Buc if he wanted to join her and Marketing Manager Boyd in looking and reviewing the survey. President Leonard stated that this is an ORC item, and it should be brought back to that committee for discussion.

## **7. Board Discount**

Board Member Bailey stated that he inquired on how the board discount percent came around to be what it was and then had asked Accounting Manager Wright on running some projections on if we increased board discount to either a 15% or 20% just to see. This might be an enhanced discount for people to join the board as an incentive, and then it also seems that the workload has increased on being on the board and the increase would be nice as it's an incentive for what the board does and the time it takes. There's a projection document attached to the board packet. It's not that much of an increase on when looking the projections, there was also discussion with the committee on also giving the board a stipend but then the board would have to be given a 1099. There was also discussion on the 15% as it would match what the employees get as there may be push back on the board getting 20% and the employees getting 15%.

GM Rosenberg stated that she suggests the 15% and that if we do a stipend that it should be based on attendance in order to get the stipend and that the board discount goes to the board member and not to everyone in a communal household situation. The discount would be applied to their families in that household (spouse/partner).

Board Member Salomone stated that she is in favor of a range of 15%-20%, and not a stipend.

Vice President Buc stated that it should match what the employee discount is and that there is no needed for stipend.

President Leonard stated that she agrees with other board members and what they have stated, no stipend and keeping the board discount up to par with the employees.

Board Member Bailey **MOVED to raise the board discount to match the employee discount and only include family that lives in the same household.** Seconded by Board Member Salomone.  
**MOTION PASSED.**

Yes: Board Members;  
Oliveria, Mayfield, Buc, McChesney, Salomone, Bailey, Leonard, Dolan, and  
McChesney

Absent: Board Members;  
None

## **8. Final Remodel Report**

GM Rosenberg stated that the final numbers in her report show \$1,479 over budget. Board Member Bailey stated that the team did great work with that little of over run, good job to the team. The board also acknowledged GM Rosenberg and the team.

## **9. GMEC:**

GM Rosenberg is working on her annual report and should have it to the Board by the end of the month. All the board members will get a Survey and the annual report, and the board will have a week to complete the survey. GM Rosenberg stated that the report will only be January through September.

## **10. Little Questions:**

Board Member Salomone inquired about someone being Board Member Dolan's board buddy. President Leonard stated that Board Member Buc has volunteered. Board Member Salomone stated that in BDC meeting it was suggested that board Member Dolan spend 10 min with each board member to have a brief discussion.

**11. Topics for Next Month:**

- Board Education
- GMEC
- Adopt Strategic Plan Goals
- Draft Budget ?
- BOD Holiday Social
- BDC – DEI Training Recommendation

**12. Closing and Evaluation:**

President Leonard adjourned the meeting at 7:31 P.M.

Next Meeting **November 15th, 2021**, via Zoom

Submitted by Erica Ramirez, Board Administrator