

**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, November 18th, 2024, at 5:32 PM via Zoom.

BOARD DIRECTORS PRESENT: Gideon Burdick (President), Tim Dolan (Treasurer), Angie McChesney (Vice President), Stephen Turner, Christine Rodrigues (Secretary), Ky Mayers, Larry Mayfield, Tom Chandler

BOARD DIRECTORS ABSENT: Stephen Groff

STAFF PRESENT: Lori Rosenberg (General Manager)

President Burdick called the meeting to order at 5:32 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;
 Burdick, McChesney, Rodrigues, Chandler, Mayers, Dolan, 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;
 Burdick, McChesney, Rodrigues, Dolan, Chandler, Mayfield, Mayers, and Turner

4. **GM Report:**

GM Rosenberg stated one of the old compressors on the roof rack died. This is going to be a \$10k asset purchase. The good news is that the turkey trailer arrived today and is ready for the turkeys that have been ordered for Thanksgiving.

Board Member Turner inquired about paid hours that were more than what happened last year and the year before and wanted to get some additional clarification. GM Rosenberg stated that there were a lot of staff who took vacation and bereavement leave, and that added to the labor hours in that time period which is pretty significant. We are hoping to stabilize it back to normal hours. We just had an employee change today and we won't be backfilling that position, we are

trying to hone in on labor savings.

Board Member Turner also stated that Accounting Manager Wright was also concerned at the Finance meeting that this will be the first year since 2012 that there won't be any kind of patronage dividend.

Next month we will have a better idea once the budget is presented from staff. Patronage dividends are based on the Coop's profit, and if no profit then not patronage dividends will be paid out.

GM Rosenberg stated that is not just labor hours that is the issue within the budget, it's also that the Coop sales are flat. We will have a draft budget at the next board meeting, we do have high labor costs and the budget does need to be cut by \$200k. If we have a board election we will not be able to afford to do electronic voting, right now there is a lot of juggling.

The bylaws update will be paused due to the fact that the Coop can't afford either the expense or the time given the profit issues and the leadership transition. The burning question is the uncashed patronage dividend checks that the Coop has, everything else is fine.

5. Committee Reports:

Owner Relations - No Report

Board Development - Board Secretary Rodrigues reported that the committee is ahead of schedule. She shared her screen and reviewed the 2025 Board Applicant Packet with the board and the Board gave feedback and live changes were made during this time.

Finance Committee - Treasurer Dolan gave an overview of the Finance Committee report.

GMEC - No update/Report given.

Strategic Planning - No Report

Farmer Loan - No Report

Executive Search - The next meeting is on Thursday.

6. Topics for Next Month:

- Strategic Planning
- Executive Search
- Budget
- Patronage Dividends

7. Closing and Evaluation:

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

The next Meeting is on **December 16, 2024**, in person at the Coop

Submitted by Erica Ramirez, Board Administrator