

**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, April 15, 2024, at 6:00 PM at Ukiah Natural Foods.

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

BOARD DIRECTOR ABSENT: Larry Mayfield

GUESTS: Ky Mayers

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

President Buc called the meeting to order at 6:00 P.M.

1. Introductions and Check-Ins:

2. Brief Announcements; Confirm Agenda:

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

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

3. Consent Agenda:

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

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

4. Seating New Board Members:

Board Member Groff **MOVED to approve the application and seating of Ky Mayers.** Seconded by Board Member Rodrigues. **MOTION PASSED.**

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

Board Member Groff **MOVED to approve the application and seating of Steven Turner and Tim Dolan.** Seconded by Board Member Mayers. **MOTION PASSED.**

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

The board thanked Leo Buc for his time served on the board.

5. **Nominations & Selection of New Board Officers**

The following nominations and selections are as follows.

President - Gideon Burdick
Vice President - Angie McChesney
Secretary – Christine Rodrigues
Treasurer – Tim Dolan

Board Member Groff **MOVED to approve the selection of new board officers; President - Gideon Burdick, Vice President - Angie McChesney, Secretary – Christine Rodrigues, and Treasurer – Tim Dolan.** Seconded by Board Member Rodrigues. **MOTION PASSED.**

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

6. **New Member Onboarding:**

Board Member Rodrigues stated that there will be a new member onboarding meeting with Board Member Mayers on May 8th. The following will be there, Christine Rodrigues (BDC) Tim Dolan (FC), Steve Groff (BDC), Steve Turner (ORC), and Steve Oliveria (ORC/Past Board Member). The new slide deck will be shared and reviewed.

7. **Committee Assignment**

The following committee assignments were made.

Finance Committee

Tim Dolan – Chair / (Gideon Burdick) / Tom Chandler / Steven Turner / Ky Mayers

Board Development Committee

Christine Rodrigues – Chair / Steve Groff / Steven Turner / Larry Mayfield

Owner Relations Committee

Steve Groff - Chair / Ky Mayers / Larry Mayfield / Christine Rodrigues / Steve Oliveria - Member-Owner

General Manager Committee

Gideon Burdick – Chair / Angie McChesney / Tim Dolan / Tom Chandler

Farmer Loan Committee

Angie McChesney – Chair / Larry Mayfield / Tom Chandler

Strategic Plan Revision Committee

Christine Rodrigues - Chair / Gideon Burdick / Leo Buc - Member-Owner

Executive Search Committee

Gideon Burdick - Chair / Angie McChesney / Tim Dolan / Christine Rodrigues

Board Member Rodrigues **MOVED to approve the above committee assignments as presented.** Seconded by Board Member Chandler. **MOTION PASSED.**

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

8. Patronage Dividends:

Treasure Dolan stated that the Finance Committee accepted the recommendation on patronage dividends as presented by management Accounting Manager Wright stated that it's still \$81,518 in patronage dividends.

Board Member Dolan **MOVED to approve the recommendation as presented by staff and the finance committee on the distribution of 100% of patronage dividends (\$81,518.)**

Seconded by Board Member Rodrigues. **MOTION PASSED.**

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

9. By-Laws Update:

GM Rosenberg stated that there is no update at this time.

10. Strategic Planning:

Board Member Rodrigues stated that the committee has met a couple of times and is looking at a new plan which will be separate from the first one.

This plan has three goals:

1. Profitability
2. GM Transition
3. Execution of the Plan

The committee is now looking at strategies for the above three items and addressing those challenges.

11. GM Report:

GM Rosenberg stated that she just returned from the NCG conference and gave a summary on how it went and that they hit their 25th year.

Treasure Dolan inquired about the three vacant positions in food service. GM Rosenberg stated that yes there are three open roles in food service and the Manager is hanging in there and working through the vacancy issues.

President Burdick inquired on who designed the Co-ops food service. GM Rosenberg stated that NCG helped design the food service areas with the layout and design with who we were working with in our area. As for food planning and meals we used the Regional Area Rep via NCG.

GM Rosenberg stated that there is some damage in an office that is going to be fixed by a restoration and then a construction company, this will cost over \$30k.

12. Committee Reports:

Owner Relations - No updates.

Board Development - Google Drive transition continues. All Board Members will have access.

Finance Committee - Treasurer Dolan gave a brief overview of the financial stats from the committee meeting.

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 updates.

Executive Search - Committee met last week and have identified six different consultants and have heard back from three. The next meeting is April 24th.

13. 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.

14. Topics for Next Month:

- Strategic Planning
- By-Laws Update

15. Closing and Evaluation:

President Burdick adjourned the meeting at 7:21 P.M.
The next Meeting is on **May 20, 2024**, at the Ukiah Coop.
Submitted by Erica Ramirez, Board Administrator