

**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, May 19, 2025, at 5:34 PM at Ukiah Natural Foods.

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

BOARD DIRECTORS ABSENT: Larry Mayfield

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

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

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

Secretary Rodrigues **MOVED to approve the agenda as presented.** Seconded by President Burdick. **MOTION PASSED.**

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

3. **Consent Agenda:**

Board Member Mayers **MOVED to approve the consent agenda with changes as presented.** Seconded by Board Member Turner. **MOTION PASSED.**

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

4. **401K Board Resolution:**

Treasure Dolan stated that we are taking GM Rosenberg off as a Trustee and adding Accounting Manager Wright on as a Trustee. The finance committee has approved this change, and the resolution that needs to be signed to change this over, and until this is signed, it's holding up the process of switching and moving the 401k Funds.

5. **GM Job Description Revision:**

President Burkdict stated that the board is empowering the new GM to sign contracts. We did consult with our HR attorney, who suggested the strengthened language. The GMEC discussed placing two financial limits, which are already a part of the policy that the coop has, and a one-year limit. The board has approved \$15,000 in case of an emergency. The board will approve anything over if it's not in the budget. There was discussion and clarity on the new language.

6. GM Report:

GM Rosenberg inquired about any questions.

GM Rosenberg stated that the potato bar is a big hit since it rolled out, and it's been great. We saved a lot of labor dollars in the first quarter of 2025.

7. Committee Reports:

Owner Relations Committee - The annual party went great, and we have had good feedback. The committee would like the board to write something in the newsletter. The next one is coming up here soon.

Board Development Committee - We took the meeting to review our goals, and reviewed recruiting as Board Member Groff will not be staying on the board.

Finance Committee - There was an overview given on the first quarter stats.

Accounting Manager stated that we do not have earthquake or flood insurance and we cannot get it because it is not available to us. We also have a number of our insurance is surplus lines insurance because we cannot get a standard policy, because of the claim that we had in 2021, when the dry cleaners burned down, even though it wasn't our fault and our insurance went up 200%.

GMEC - Have been working on a transition plan. The purpose of this plan was explained to the board and staff and feedback from the board and staff were given.

8. GM Transition Plan:

This was discussed in committee reports.

9. Board Professionalism, Confidentiality, and Reminders:

There was a discussion on speaking with one voice as a board. There are also documents that the board sees and doesn't go out to staff and we don't talk about confidentiality items with staff. BDC will discuss having the board sign a confidentiality statement/agreement.

10. Topics for Next Month:

- None Presented

11. Closing and Evaluation:

President Burdick adjourned the meeting at 7:02 P.M.

The next Meeting is on **June 16, 2025**, at Ukiah Natural Foods

Submitted by Erica Ramirez, Board Administrator