UKIAH NATURAL FOODS CO-OP

BOARD OF DIRECTORS MEETING HIGHLIGHTS

May 2026

Meeting Date & Venue: May 18, 2026, Via Zoom| **Next Meeting:** June 15, 2026, via Zoom

Overview

The Board discussed leadership transition planning following the departure of the General Manager, reviewed financial and governance matters, and heard feedback from staff and members regarding the Co-op's future direction.

Key Updates & Decisions

- Leadership Transition: The Board discussed the temporary team-based management structure while continuing its search for an interim General Manager.
- GM Search Committee Formed: Maria Landaeta, Steve Turner, and Anthony Browning were appointed to the committee.
- 401(k) Trustee Appointment: Joseph Reimann was approved as temporary trustee pending acceptance.
- Investment Policy Review: The Finance Committee will continue reviewing investment policies and opportunities.
- Financial Performance: March results were generally in line with or slightly above budget.
- Member Financial Reporting: Quarterly financial reports will be shared with members to improve transparency.

Public Comments

Members and staff discussed leadership stability, transparency, financial reporting, the General Manager search process, and strengthening trust and communication throughout the Co-op.

What's Ahead

- Continue the interim and permanent GM search process.
- Improve financial reporting and member communications.
- Review investment evaluation policies.
- Encourage member participation in committees and board service.

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 18th, 2026, at 5:31 PM via Zoom.

BOARD DIRECTORS PRESENT: Angie McChesney (Vice President), Gideon Burdick (President), Christine Rodrigues (Secretary), Ky Mayers, Steve Turner, Anthony Browning, Maria Landaeta Andrade, Jen Dalton, Tim Dolan (Treasurer)

STAFF PRESENT: Dagoberto Gonzalez (HR Manager), Yvonne Boyd (Marketing Manager), Natasha Jelen (IT and Pricing Manager), Amanda Slade (HR Specialist), Daniel Sagehorn (Facilities Manager), Catherine McCLure (Wellness & Front End Manager)

GUESTS: Marybeth Burkhart, Bruni Kobbe, Carole Loudd, Tamara Kramer Fischer, Marsha Little, Ruthanne Volz, Aubrey Sabre, Cliff Paulin, Catherine McClure, Jonathan Middlebrook, Darca Nicholson, Debra Turner

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

1. **Introductions and Check-Ins:**

2. **Brief Announcements and Confirm Agenda:**

   Board Secretary Rodrigues **MOVED to approve the agenda as presented.** Seconded by Board Member Mayers. **MOTION PASSED.**

   Yes: Board Members:
   McChesney, Rodrigues, Mayers, Burdick, Turner, Dalton, Browning, Dolan and Landaeta

3. **Consent Agenda:**

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

   Yes: Board Members:
   McChesney, Rodrigues, Mayers, Burdick, Turner, Dalton, Browning, Dolan and Landaeta

4. **Store Leadership Updates:**

   Board President Burdick stated that the board has terminated its relationship with General Manager Robert Drake, and that his employment ended at the end of April.

President Burdick stated that the board received a proposal from the staff about a self-governance proposal, there have been some offline conversations with some board members but wanted to open it up for discussion with the rest of the board.

Board Member Landeta stated that the proposal feels too general and lacks clear structure around how decisions will actually be made. There's a need for more specificity, such as a decision matrix outlining which decisions are handled by departments, meetings, or escalated to the board. Additionally, the focus is heavily on operations, but it should also prioritize relationship repair by intentionally strengthening communication, trust, and collaboration between the board and the group, rather than creating separation.

Board Member Mayers stated that there's confusion about how the proposal would work, especially whether it's meant to last until an interim solution is in place. The 60 to 90 day trial period isn't clearly explained, and is feeling that more time and information are needed before making a decision.

President Burdick stated that in the past the interim management committee worked well because it had clear decision-making, which helped streamline communication between staff and the board. However, it also led to staff burnout since members balanced it with their regular roles. Moving forward, while that exact structure may not be ideal, maintaining clear decision-making flow is important.

Board Member Dalton stated that there's uncertainty about how the proposal originated, specifically who developed it, whether it involved a broader group or just a few individuals, and if those involved are in leadership roles. There's also a desire for more clarity on the intent and reasoning behind it.

Secretary Rodrigues stated that her understanding that the proposal appears to come from the leadership team collectively, reflecting a shared interest in exploring a new structure during this temporary transition period. While no single person holds full responsibility, Dag has been designated as the main liaison and point of contact for the board to ensure clear communication.

Treasurer Dolan stated that the proposal may have originated from a meeting back in earlier this month and a petition involving multiple department heads. The concern is that, unlike the standard structure where a single general manager reports to the board, having many individuals report directly would make communication and decision-making difficult, potentially hindering the board's ability to function effectively as a fiduciary.

Secretary Rodrigues stated that the proposal is seen as a significant structural change to how the store is managed. The board's role is oversight, not management, and that such a shift should ultimately be decided by the co-op's owners. While the idea may be valid, it would require a long-term transition over years, not a short-term change.

Board Member Landaeta inquired about whether the proposal reflects what the team has already been informally doing since April? Or if the proposal suggests the structure is working as

a temporary solution and could potentially continue in the short term until an interim leader is found, rather than being a permanent change.
HR Manager Gonzalez explained that the proposal reflects the current reality since there's no general manager in place. Department managers are handling their own areas, and major decisions are made collectively. He is serving only as a liaison to the board and does not want a leadership role as before. The proposal is meant to clarify and communicate the existing temporary structure, not introduce a new formal system.

Board Member Landaeta inquired on what the staff needs from the board at the moment.
HR Manager Gonzalez personally expresses concern about a lack of trust in the board from the store side, creating uncertainty around decision-making and leadership. They feel unclear about who should be making decisions or what support is needed, emphasizing this as a personal perspective from an HR standpoint.

Vice President McChesney stated that if the current team-based structure continues, the board will need clear documentation, such as meeting minutes or a reporting system, to track decisions and updates. An interim general manager is still being explored through National Cooperative Grocers, but it may take time. In the meantime, better organization and transparency will be necessary to support the board's oversight.

Board President Burdick stated that there are two parallel efforts: the board is actively searching for an interim general manager, while staff has implemented a temporary team-based structure. The board plans to refine expectations with staff as they navigate next steps.

Board President Burdick stated that in looking ahead, the board will need to form an executive search committee to hire a permanent general manager. Past experience included a lengthy national search with a consultant, collaboration with staff and National Cooperative Grocers, and use of a skills matrix to guide hiring. The board must now decide whether to use an external consultant again and ensure a more inclusive process with staff involvement.

Board Member Dalton inquired on the time commitment for this Committee. Past committee members stated that it's a huge investment of time.

Secretary Rodrigues stated that the stages of a general manager search is; setting up the process, defining criteria, recruiting and screening candidates, interviewing, and making an offer. It was noted that prior experience and existing materials can help speed up the early stages this time. Secretary Rodrigues emphasized the value of using an external consultant as a project manager to reduce workload on the board, while distinguishing that a recruiter, used only if needed, and would focus on sourcing additional candidates. Overall, while still time-intensive, the process should be more efficient than before.

There was a discussion on the committee and which board member will serve on that committee, the GM Search Committee is;

Maria Landaeta
Steve Turner

Anthony Browing

Board President Burdick **MOVED to form the GM Search Committee that will consist of Board Members Maria Landaeta, Steve Turner, and Anthony Browning** . Seconded by Secretary Rodrigues. **MOTION PASSED.**

Yes: Board Members;
McChesney, Rodrigues, Mayers, Burdick, Turner, Dalton, Browning, Dolan, and Landaeta

5. **401k Resolution:**

President Burdick noted that the departure of General Manager Drake left the co-op's 401(k) plan without a designated trustee. He proposed that Finance Manager Joe Riemann serve as a temporary trustee until further notice, and indicated he would confirm Riemann's willingness to serve before finalizing the appointment.

Vice President McChesney **MOVED that Accounting Manager Joseph Reimann be the 401k trustee pending his acceptance**. Seconded by Board Member Turner. **MOTION PASSED.**

Yes: Board Members:
McChesney, Rodrigues, Mayers, Burdick, Turner, Dalton, Browning, Dolan, and Landaeta

6. **Investment Allocation:**

Treasurer Dolan stated that the Finance Committee reviewed potential investment opportunities but found there wasn’t enough financial information, such as audited statements and multi-year performance data, to make informed decisions. As a result, it was decided to revisit and further develop their policy on evaluating non-traditional investments, with the Finance Committee planning to address it in the June meeting.

7. **Committee Reports:**

There were no committee meetings for:
Owner Relations Committee
Board Development Committee
General Manager Evaluation Committee

Treasurer Dolan reported that the Finance Committee reviewed the March financials using printed materials due to technical issues, and found overall performance was in line with or slightly above budget, with no major concerns. However, newly available detailed data revealed issues at the segment level, particularly a decline in produce gross margin despite strong sales. The Finance Committee recommended sharing this data with the management team to identify problem areas, and suggested adding fully loaded labor costs by department, meaning total labor costs including benefits and payroll taxes, to better analyze contribution margins by segment going forward.

The Finance Committee plans to begin issuing quarterly treasurer's reports to members, sharing key financial data and performance metrics. This aims to improve transparency and member engagement, and addresses the current lack of visibility into the co-op's financial health.

8. President's Report:

President Burdick stated that board members serve as community volunteers and are committed to the long-term health of the cooperative. He acknowledged that California employment law limits what the board can share publicly regarding personnel matters, and affirmed the board's commitment to improving communication and rebuilding trust with members and staff.

President Burdick encouraged greater community involvement through committee participation and board service, noting that board seats will be open in the coming election cycle, and emphasized the importance of broad member engagement in guiding the co-op forward.

9. Public Comment:

Secretary Rodrigues thanked attendees for joining the meeting, clarified that participation was open to confirmed co-op members, and outlined the public comment process. She noted a three-minute time limit per speaker and confirmed that member identities would be verified before comments were taken.

Several members indicated they were attending to observe and did not wish to comment at this time.

The following themes emerged from member comments:

- Stability and time to heal. More than one commenter urged the board to allow the current team-based structure time to stabilize before making additional changes. It was noted that the co-op has experienced significant leadership turnover in a short period, and that rushing to implement another interim structure or begin a new general manager search could be disruptive to both staff and the broader community. Commenters suggested allowing the 60 to 90 day trial period to run its course before reassessing.
- Hiring process and background checks. A member recommended that all candidates for the general manager role undergo thorough background checks, including Live Scan fingerprinting, noting that this step may not have been completed in prior searches.
- Transparency and financial reporting. A member expressed appreciation for the board's efforts and support for increased transparency, including the planned quarterly financial reports. The commenter also suggested that an external recruiter could help build trust in the search process.

- Board vacancies. A member asked whether the three upcoming board vacancies were related to the recent member petition. The board clarified that the vacancies reflect regularly scheduled term expirations and are unrelated to the petition.

- Staff perspective. Natasha Jelen (IT and Pricing Manager) clarified that the management team has been meeting weekly, using sales data and collective decision-making to manage operations, and expressed confidence in the team's ability and experience.

- A staff member asked why the Zoom invitation email had been flagged as spam. Natasha Jelen clarified that the message had been filtered by the co-op's internet service provider and that the issue was not caused by the board.

- HR Manager Gonzalez spoke on behalf of the staff, noting that employees, particularly those in HR, have felt unfairly targeted by public criticism during recent events. He clarified that no staff member was at risk of losing their job for not working on April 27, and that all employees were supported, compensated, and given options during that period. He expressed concern about ongoing misinformation and the difficult position it has placed staff in.

Secretary Rodrigues thanked all attendees for their participation and perspectives, noting that open dialogue is a defining strength of a cooperative. She acknowledged the difficulty of the conversation and emphasized the importance of continued engagement, grounded in a shared commitment to the co-op.

10. Little Questions:

Board Member Landaeta inquired if the board would meet with the Managers before the next meeting. This will be discussed offline.

Next meeting will be held via Zoom.

11. Topics for Next Month:

- GoogleDrive

12. Closing and Evaluation:

President Burdick adjourned the meeting at 6:50 P.M.
The next Meeting is on **June 15th, 2026,** via Zoom
Submitted by Erica Ramirez, Board Administrator