

**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, July 18, 2022, at 5:32 PM via Teleconference through Zoom.

BOARD DIRECTORS PRESENT: Leo Buc (President), Larry Mayfield, Tim Dolan (Treasurer), Angie McChesney, and Gideon Burdick

ABSENT: MaryLou Leonard (Vice President), Steve Oliveria (Secretary)

STAFF PRESENT: Lori Rosenberg (General Manager)

GUEST: Thomas Chandler (Member-Owner)

President Buc called the meeting to order at 5:32 P.M.

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

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

Yes: Board Members;
Oliveria, Mayfield, Leonard, Dolan, McChesney, Burdick, Buc

3. **Consent Agenda:**

Board Member Mayfield **MOVED to approve the consent agenda with the ORC minutes pulled for edits.** Seconded by Board Member Burdick. **MOTION PASSED.**

Yes: Board Members;
Oliveria, Mayfield, Leonard, Dolan, McChesney, Burdick, Buc

4. **GM Report:**

GM Rosenberg asked if there any questions. Board Member Burdick inquired about since inventory was done and is there was a margin number? GM Rosenberg stated we don't have those numbers yet and they should be out in time for the next finance committee meeting.

President Buc inquired about expansion on hot food. GM Rosenberg stated that we want to expand and do more, but we have short staffed in that area, and with selections we want to get dinner people in the store as we have a big lunch crowd. We have worked on doing the menu a month ahead and is based on the staff that we have. The long-term plans is to do seasonal items

and new items. We need another cook and two gave notice, so we are having a hard time in finding people. If we have the people, we can make it happen and do more.

Board Member Burdick inquired on why we are losing staff. GM Rosenberg stated that there is burn out from COVID, losing younger people who don't want to work, and losing people due to job responsibilities.

Board Member Burdick stated that is great to see that staff are being cross-trained.

GM Rosenberg stated that we had a customer faint at the store and the team did well with the situation.

President Buc inquired about Loyalty Bot. GM Rosenberg stated that we were going to have a meeting but one of the key members is out on COVID. We are hoping to hear back this week and get it moving forward. We have had some glitches with the reports and are working on that with ECRS in helping with those issues.

5. Bylaws

Board Member Burdick stated that he had proposed a question to the ORC about how much work we would like to take on with respect to our Bylaws. There was a discussion on how to make the document more engaging and making it more readable and still be legal. Is this something that we want to do or have ORC take it on.

GM Rosenberg stated that there is certain language that we need to have on there and we would need to have an attorney look at it and it will cost quite a bit of money and an expense we didn't budget for this year.

Board Member Burdick stated that the goal of this is to make it so we can engage people such as a younger base members and for anyone to better understand it. The goal is to have them more simplified to the target market of membership, board members and new members, and having accessible bylaws would help with this. There was a discussion on this and the overall goal of doing this, the process, and the time. Board Member Burdick will take the feedback to the ORC.

6. 2021 NCG Participation Report

GM Rosenberg stated that this report is from 2021 and we think of it as our report card. GM Rosenberg inquired if there were any questions on the HCG report?

Board Member McChesney stated that she likes the questions that are being asked of us and all Coops and that we are already thinking and are on the right track with those questions.

Treasurer Dolan stated that on pages seven and eight, it was nice to see the explain on those and then were we fit, overall, this report was good.

President Buc discussed page seven on the report and what the means for the Coop and that we have some guidance from NCG.

7. Committee Reports:

ORC already covered their report.

Board Member Mayfield sated that he sent out the questions for the board evaluation and that we will need to talk about there here soon.

Treasure Dolan stated that there was just anormal review of the finances and the end of the year being in a negative and there were conversations on investments, and financial modules.

8. Little Questions:

Member-Owner Chandler had a chance to ask questions and give feedback. He wanted a some more light on the bylaws and the website not highlighted the mission of the Coop. President and GM Rosenberg stated the Coop mission and vision statements. Member-Owner Chandler discussed Black Oaks tactics for turnover. President Buc stated that he would be happy to meet with him and sit and talk about being on the board.

9. Topics for Next Month:

- Bylaws
- Second Quarter Report
- Recruitment Strategy - BDC

10. Closing and Evaluation:

President Buc adjourned the meeting at 6:40 P.M.

Next Meeting **August 15, 2022**, via Zoom

Submitted by Erica Ramirez, Board Administrator