

Oryana Board of Directors' Meeting Minutes 2009

August 20, 2009

Present at the meeting were:

Board Members: Craig Mulder, Rebecca Teahen, Samantha Tengelitsch, Pete Lepczyk; Sean Burns, Sarna Salzman, Bruce Odom, Amy Tennis; Store Manager: Jody Gagnier ; Board Assistant: Sharon Flesher.

Guest: Eva Teiter, Lisa Danto, Tom Slater, Sandi McArthur, Tom Karas.

Videotaping: Brandon

Welcome: Craig convened the meeting at 5:40 p.m. The agenda and previous month's minutes were reviewed. The Board agreed to postpone the monitoring report on financial condition until September.

Board calendar: Craig reviewed the Board Calendar for the next three months.

Public Input: Lisa Danto proposed that Oryana consider making its property smoke-free. She offered to assist with implementation if this is approved.

GM Report: Jody presented the GM Report. Sales were up in July and are trending up in August. The long-distance relationship with Bob is going smoothly, and he and the store management are working to make it even more effective.

Co-op Month: Sandi addressed the Board about plans for celebrating Co-op Month in October. She outlined ideas from her committee for Board-member linkage. Board members discussed reaching out to other co-ops. Board members will give Sandi feedback via e-mail in the next few days.

Board-staff interactions: With the teleconferencing help of consultant Thane Joyal, the Board discussed the role the Board should have in staff grievances. The store has a conflict resolution procedure, and the Board is trying to determine if its policy on treatment of staff is adequate. Another issue for further discussion is Board procedure for disciplinary action on the general manager if the need ever arises. This topic will continue in September, when the monitoring report on treatment of staff is due.

Solar Energy Cooperative: Tom Karas presented some ideas about establishing a solar energy cooperative, potentially seeking Oryana's participation as the project develops.

Meeting Review: Due to time, discussion of a potential Great Lakes neighborhood co-op gathering was postponed.

Adjournment: The public meeting adjourned at 8:15 p.m. The Board went into closed session to discuss the general manager search.

Next meeting: Sept. 17, 5:30 p.m., Traverse City Library.

September meeting was cancelled

October 15, 2009

Present at the meeting were:

Board Members: Craig Mulder, Rebecca Teahen, Samantha Tengelitsch, Pete Lepczyk; Sean Burns, Sarna Salzman, Bruce Odom, Amy Tennis; General Manager, Bob Struthers, Store Manager: Jody Gagnier.

Guests: Eva Teiter, Tom Slater, Sandi MacArthur, Jim Dagwell, others.

Welcome: Craig convened the meeting at 6:05 p.m. The agenda and August 20 minutes were reviewed and approved. The Board agreed to move the monitoring reports earlier in the agenda.

Board calendar: Craig reviewed the Board Calendar for the next three months. Craig will create an article for the November newsletter. Board planning will be scheduled in November

Public Input: Craig passed out information to guests re: Oryana Board policies, Ends policies, and sample executive limitations we'll be monitoring this month. Mr. Dagwell commended the store and the board on the many opportunities for members to connect with the board this month, and activities to participate in at the Coop as we celebrate Coop month! He is curious about the future vision for the Coop and supportive of smart growth in our community and Oryana's role in that. Bob responded that the Board may want to create an End that specifically addresses growth and ensures that our current Ends are very clear to get the results the board wants.

Monitoring Reports

2.1 Treatment of Consumers: Bob reviewed the reports and highlighted efforts to return value to customers. Bruce asked about expected return versus actual. It is in line with expectations. Sarna moved to

accept the 2.1 monitoring report as “in compliance” Bruce seconded. No further discussion. The report was approved.

2.2 Membership: The staff and board continue to work to link with member/owners and help owners understand “what’s so cool about being a coop!” (Mr. Dagwell comment: About 1,200 members on the Enews list. Could be a way to share more info about Coop ownership—need to connect in a new 21st century way!) 2.2.3 will be reviewed at the November retreat.

Bruce moved to approve the 2.2 monitoring report. Seconded by Amy. No further discussion, the report was approved.

General Manager Search Update:

One candidate is being interviewed by phone this week by Carolee. The Board will hold one in-person interview with another candidate next week. The Board thanked Bob, Jody and all the staff for keeping the store running smoothly during this period of transition.

GM Report: September sales were pretty flat. October is trending flat as well. Labor is up some, but still ok. Expecting more sales later in the fall, so maintaining staffing level. Oryana is offering free counseling up to three visits “per issue” to employees—a program through catholic family services.

Also, compiling a list of “immune boosting” products for flu season and will be offered at a deeper discount to staff in an effort to keep everyone healthy!

New signs are coming in the bulk dept. That dept is still strong this year and growing.

Staff are being asked to spend one hour per month focused on customer service.

Co-op Month: As part of Coop month, Oryana staff offered help to other Coops in our region. Several Coops are taking advantage and teams of staff have been organized to go visit and assist at several Coops. Other activities this month have been sporadic.

Samantha is working to connect with and support Grain Train.

Review of sample monitoring report: Review and discussion of this format and the grievance policy will be postponed until November. Looks like there are two items to address: both the monitoring report and what we’re looking for but also “untangling” the conflict between the personnel policy and the board involvement with the grievance process.

Meeting Review: Unfortunately, meeting at the store was cramped and some customers turned away when they saw the crowded deli. We hope to invest our energy in our board work and possibly add other linkage opportunities throughout the year instead of repeating this type of meeting format.

Adjournment: The public meeting adjourned at 8:12 p.m.

Next meeting: November 19, 5:30 p.m., Traverse City Library.

November 19, 2009

Present at the meeting were:

Board Members: Craig Mulder, Samantha Tengelitsch, Sean Burns, Sarna Salzman, Bruce Odom, Amy Tennis, Ulle Koolmar; Store Manager: Jody Gagnier ; Board Assistant: Sharon Flesher.

Guests: Eva Teiter, Jules Shelby, Tom Slater, Heather Nietzsche, Lori Korb.

Welcome: Craig convened the meeting at 5:40 p.m. The agenda and previous month’s minutes were reviewed.

Board calendar: Craig reviewed the Board Calendar for the next three months.

Public Input: None given.

GM Search Update: Craig reported that the second round of the search process has neared a possible conclusion. Three candidates were interviewed. The Board plans to enter closed session at the end of the public meeting to consider a recommendation by the search committee.

GM Report: Jody reviewed Bob’s November report and responded to questions. The board also discussed Bob’s article in the recent newsletter about GMOs.

Grain Train: Samantha has been in touch with the Grain Train to find out how the Oryana board might network with theirs. The GT is electing five new board members next month, so a meeting will likely not happen prior to that. Contacts will also be made with Lansing.

Treatment of Staff Policy: Craig reviewed the recent history of the board’s grievance policy. Jody recommended the board consider a relationship with a human resource consultant in case there is ever a grievance against the general manager. Craig suggested someone draft language the board could consider at its December meeting; Amy volunteered to do this. The staff policy would list the conditions under which

someone could submit a grievance against the general manager and the board's policies would specify how the board would respond. The board would like to add the following language to the store's personnel policy: "The Board may deny a review of any conflict resolution related to personnel or operational issues not involving the general manager. The Board cannot establish personnel policy. The Board will make its decisions based on whether current personnel policy/practices were followed fairly and consistently."

Following this discussion, the board agreed to rescind its approval of the grievance policy approved at its March 2009 meeting.

Sean moved, Samantha seconded.

MOTION

The Board rescinded its approval of the staff grievance procedure from March 2009. The Board reached consensus.

Craig Mulder, President

Monitoring Report on Treatment of Staff Policy: The Board reviewed Bob's report on Policy 2.3, Treatment of Staff. Amy noted the CBLD materials suggest asking for data on any conflict resolutions and unfavorable evaluations. The Board also discussed asking for an employee survey as part of the monitoring. Finally the Board agreed that additional data would be welcome as to the understanding of the conflict resolution process by staff. The Board will modify Policy 2.3 to state that the general manager will not fail to inform the Board in a timely manner about conflicts.

Amy moved, Samantha seconded:

MOTION

The Board accepted the General Manager's monitoring report on Policy 2.3, Treatment of Staff. The Board reached consensus, with Bruce standing aside.

Craig Mulder, President

Monitoring Report on Compensation and Benefits: The Board reviewed Bob's report on Policy 2.8, Compensation and Benefits. Amy noted the co-op has a compensation package that is very ahead of market for a retail operation.

Bruce moved, Sean seconded:

MOTION

The Board accepted the General Manager's monitoring report on Policy 2.8, Compensation and Benefits. The Board reached consensus.

Craig Mulder, President

Monitoring Report on Ends Policy on Community: The Board reviewed Bob's report on its End Policy on Community.

Sarna moved, Amy seconded:

MOTION

The Board accepted the General Manager's monitoring report on the Ends Policy on Community. The Board reached consensus.

Craig Mulder, President

Monitoring Report on Financial Condition and Activities: The Board reviewed Bob's report on Policy 2.4, Financial Condition and Activities.

Sean moved, Sarna seconded:

MOTION

The Board accepted the General Manager's monitoring report on Policy 2.4, Financial Condition and Activities. The Board reached consensus.

Craig Mulder, President

CBLD Membership: The Board determined the CBLD membership has been useful and worth continuing its support

Amy moved, Bruce seconded:

MOTION

The Board agreed to renew its CBLD membership. The Board reached consensus.

Craig Mulder, President

Adjournment: The public meeting adjourned at 8:00 p.m. The Board went into closed session to discuss the general manager search.

Next meeting: January 21, 5:30 p.m., Traverse City Library.