

Board of Directors' Meeting

May 21, 2020

The Board met via Zoom conference due to Coronavirus outbreak.

Board of Directors' E-vote

May 8, 2020

Draft Minutes

May 8, 2020: A request was made by Steve Nance, General Manager for consent to an e-vote. The Board unanimously consented.

May 11, 2020: The Board took the following action via emergency e-vote.

Motion to accept

Resolution to Authorize the Board President to sign papers to close a PPP Loan.

Action: Jim moved. Laura seconded.

The Board unanimously accepted.

All actions were tracked and recorded by Board Secretary Holly Jo Sparks.

Present at Meeting: Jim Dagwell, Kathy Baylis-Monteith, Laura Cavender, Collen Valko, Kaitlyn Burns, Chuck Mueller, Rebecca Teahen, Holly Jo Sparks

Absent: Chris Miller

Oryana: Steve Nance, General Manager; Stephanie Mathewson, Marketing and Communications Manager; Devin Moore, Education and Outreach Coordinator/Administrative Assistant

Guests: Susan Odgers and Brittany Wildfong

Welcome: Meeting began at 5:48pm

April Minutes were approved via email.

Jim made an executive decision to move public input to the end.

GM Report:

Steve Nance

- 10th street store sales are up 7% while West is down 38.3%. Overall, Oryana is just about even for month of May.
- OAM- Owners are using their discounts a little more than usual, but OAM is extended from May until June.
- Wages are lower than usual due to Pandemic and employees choosing to stay home.
- Secret Shopper Report is lower than usual from 98% to 95%, but we're still higher than the Central Corridor aggregate score.
- We've reached over 7000 owners again.
- Curbside is slowing a little. We are utilizing our Prepared Foods team to staff this program.
- POS system is up at West. Pricing should be the same at both stores for the same products now. We've hired a lot of new employees!

- Grocery Prices are higher than they've been in decades. Organic/Natural prices haven't jumped dramatically.
- Covid-19 Update:
 - Governor Whitmer reopened part of our economy including our region beginning the Friday before Memorial Day.
 - Memorial Day- we will have shortened hours at both locations and are being extra mindful of our sanitation and safety practices. We are being vigilant of the possible influx of visitors.
 - Mask Challenges- we recently changed signage so there's little question and changed protocol so only managers approach customers.
 - CCMA will be purely virtual this year. Let Steve know if you would like to attend.
- NOBO Update- DDA request has been postponed due to Covid-19.

Oryana for Good:

Stephanie Mathewson

- OAM is extended to May and June.
- The Community Food Fund has launched at both locations. All donations go directly to the purchase of food for groups in need to be distributed through Food Rescue.
- Virtual Outreach- a way we're adapting for covid-19 and our team. Siena and Devin are using online platforms to educate, interview, and present.
- Completion of the Boardman Lake Loop is looking promising. Team Elmer's will be proceeding with construction.
- We have been inventorying and updated all of our Covid-19 communications/signs/promo.
- Oryana is providing ingredients at a 20% off discount for meals for healthcare workers being quarantined from their families.

Policy 2.4:

Steve presented on Policy 2.4 giving an overview of Year-End 2019 and Q1 2020 numbers. Steve noted that the report did not include first quarter inventory (which was canceled due to safety concerns around Covid) or the CPA's report (which was the result of Covid-19 timeline issues).

Jim Dagwell proposed postponing approval of 2.4 due to the short timeline for review and to allow for the CPA report to be included. The Board discussed this option at length.

Holly Jo made a motion for the Board to postpone the approval of 2.4 until an email vote on June 4th to allow the Board time to review the full report and accompanying documents. The motion was seconded by Kaitlyn Burns. The Board unanimously approved.

Steve will provide the CPA report as soon as it is prepared.

Committee Report: GOM

- Steve and Stephanie proposed hosting a Virtual GOM on Thursday, June 25th. The Board was in support. Stephanie will send a proposed virtual format to the GOM Committee and proceed with election procedures.

- The Board reached consensus that an abbreviated Board Meeting will take place on June 18th and will not include any GM reports due to shorter format.

Committee Report: Communication and Term Limits

Holly Jo Sparks presented on her review of the Bylaws and asked for consensus from the Board to interpret a “year” to be from one annual election to the next. This applies to both Executive Committee and Board Member terms. There were no objections.

Kaitlyn Burns reviewed the questions raised about Board Communication from the April Meeting. She offered some suggestions for tightening up the agenda for monthly Board Meetings. She is continuing to work on Communications Plans for the Board and General Manager and still welcomes input from other members.

Meeting Review: next meeting date, time, and agenda

Next meeting will be June 18th at 5:45pm on Zoom and will be in an abbreviated format due to GOM the following week. GM reports will be moved to July's Board Meeting.

Public Input and Announcements:

Susan Odgers raised some concerns about ~~accessibility of signage about~~ Covid-19 policies, how the mask policy is enforced in our stores, and acronyms being used in Board Meeting. She also noted that the Board Agenda and Meeting information was difficult to find and requested more formal listings of this information for the public. Steve addressed store policies related to COVID19. Regarding acronyms, and w-will work to noted the need to clarify acronyms. Regarding minutes and agenda; they are currently in hard copy in the store as required by the Bylaws. Marketing will review how to best present the Agenda and Minutes (currently available) on the website. -verbiage since these were operational concerns.

She also asked how community partners and donor organizations are chosen and whether the Board has say in that process. Steve responded that donations and sponsorships are responded to on a case-by-case basis by the Marketing Manager and General Manager and are evaluated based on a fit -to our Mission and ENDS and evaluated using the typical Policy Governance by inquiry of- “what value, at what cost, for whom, and how many. ‘who and how many’ they will help.

Meeting Closed:

Jim adjourned the meeting at 7:40pm.