

Oryana Board of Directors' Meeting
May 20, 2021

Present at the meeting were:

Board Members: Holly Jo Sparks, Kathy Baylis Monteith, Kaitlyn Burns, Colleen Valko, Marty Heller, Laura Cavender, Christopher Miller, Chuck Mueller, Cy Agley; General Manager/CEO, Stephen Nance; Financial Manager, Aurora Heiges; Guests: Alison Arthur

Welcome: Holly Jo began the meeting at 5:03pm

Agenda: None; minutes were approved by email.

Board Calendar: None. Discussion and approval regarding the upcoming virtual retreat date and time. Saturday, June 5th, 2021, between 8:30am -12:30pm.

Public Input: None.

Zoom Best Practices: Holly Jo gave a rundown of zoom etiquette.

Fantastic Finance: Aurora presented the Snapshot which showed both stores with sales growth, customer count growth, and a high and steady market basket for the month of May. She shared total co-op sales, with growth for the year of 77.69%. Q1 Labor and Wages came in a little above target. Total Owners now at 9,517.

CEO Report: Steve presented his Big Picture Report via PowerPoint. Steve shared information about upcoming CCMA 2021. Steve shared each store's participation in Q1 group check-ins.

OCIPS (Oryana Constant Improvement Projects): West work on new front enclosure is still ongoing. Did a walk through for a new sign project at West; implemented by Q3. West will have a new water machine soon. West will have a full produce reset. West will soon have a Green Grocer recycling and composting program. The West Coffee Bar is open and running!

Oryana For Good/Trends: Steve presented; transplants selling at a record pace. UNFI has solar powered trailers going online, currently just in California. Oryana is supporting the DDA and the Farm Market by supplying green bags and boxes. Oryana is collaborating with TADL. We provided sandwiches to the Munson Services Union. East 8th Street Bridge will soon be under construction - we will have maps, marketing, etc. Oryana is working with the Children's Museum to sponsor a mobile museum. Smarter Commute Week 2021 is coming up, we will have breakfast for participants on Friday morning at the trailhead, with social distancing!

Oryana's mask mandate will continue for the foreseeable future.

Financial Report 2.4: Steve shared that sales for Q1 were below target, but not dramatically when we consider Q1 is typically our lowest quarter. He is comfortable with the current sales revenue pace, considering the budget was set with various unknowns going into the year. Oryana is well above the top performers in CoMetrics. Q1 Sales Growth 77.69%. Steve shared why Margin came in below the target of 38% at 35.35%, and the task force that has been assembled to tackle this. Labor came in a little high, 23.03%, which is good compared to previous first quarters. Expenses were close in line for the quarter. Operating Income came in negative, -.54%. Steve summarized the areas being especially focused on, that being pricing and margin, lead by Category Management, for course correction in

this matter. The PPP Loan was forgiven in January, which improved Oryana's debt ratios immensely. Oryana reinvested in the co-op through OCIPS work, \$245,678 in investments in Q1 2021.

Holly Jo motioned to accept; Cy seconded.

MOTION

The Board accepted the **General Manager's** Financial Report 2.4.

Chuck Mueller

Chuck Mueller, Secretary

Financial Report 2.5: Steve highlighted the training that has been ongoing, especially with the West management team as they acclimate to a new environment with more accountability. Steve shared the Oryana Business Planning Process Map and went through the steps, meetings, and check-ins that accompany the process. Steve overviewed the CoMetrics peer comparisons used to make budgets and assumptions, and to look at trends. Almost time to start building the Organizational Budget for 2022! Steve anticipates we will see West sales higher than Tenth at year-end. Steve outlined the Oryana Multi-Year Budget tool, which looks at the finite details of budgeting. From there, the Oryana Big Picture Playbook can be created, for the store level as well as departments. Steve shared a chart of the Board's Delegation to the General Manager. Steve shared how the Daily Snapshot and WSR keep the team well-informed.

Colleen motioned to accept; Cy seconded:

MOTION

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Board Budget 2021: Colleen gave an overview of the Board Budget for 2021, and that it includes staff time and increased admin support for the Board.

Review of the GOM: Steve outlined the takeaways of the last two years doing a virtual GOM. 2021 GOM Participants were around 185, with 101 out of 160 of the \$10 coupons redeemed in store.

Executive Officer Elections: Holly Jo Sparks shared the link to the Officer Nominations. She outlined the process for voting order.

President: Holly Jo Sparks and Colleen Valko were nominated and accepted the nominations; Holly Jo was voted President with 5 votes.

Vice President: Colleen Valko and Kathy Baylis-Monteith were nominated and accepted the nominations; Kathy was voted Vice President with 7 votes.

Secretary: Chuck Mueller and Colleen Valko were nominated and accepted the nominations; Chuck was voted Secretary with 5 votes.

Treasurer: Cy Agle and Colleen Valko were nominated and accepted the nominations; Colleen Valko was voted Treasurer with 9 votes.

Committee Charters: Holly Jo facilitated a discussion on evaluated committees. Executive Committee has a charter and remains.

Recruitment and Nomination Committee: Colleen recommended that this committee remain and that a Chair be appointed. Colleen moved to nominate Cy; Cy accepted. The Board supported the decision to appoint Cy Agle as Chair of the Recruitment and Nomination Committee. This committee will be Chaired by Cy and will also include Colleen, Kaitlyn, Kathy, and Miller.

Financial Due Diligence Committee: Holly Jo recommended that this committee be dissolved. Colleen made a motion to dissolve; Laura supported. There were no objections, the Board supported the decision not to recharter for 2021.

Owner Engagement and Outreach Committee: Holly asked for feedback and discussion from the Board on whether this committee should be rechartered. Holly suggested that a decision whether to recharter, dissolve, or reorganize this committee be postponed until it can be discussed in further detail at the upcoming Board Retreat.

Board Education Committee: Holly recommended no action be taken regarding this committee at this time, but that it be discussed in further detail at the upcoming Board Retreat.

Next meeting: The board next meets on June 5th, 2021 8:30am for the Board Retreat via Zoom.

Adjournment: Colleen called to adjourn the meeting. The meeting adjourned at 7:05 p.m.