



# Board of Directors Meeting Agenda

## Thursday, Jan. 20<sup>th</sup>, 2022. 5:30 pm

**Potential Board Candidates – Q and A:** The Zoom Room will open ½ hr. before meeting for potential Board members to join Board Members and the GM for open questions about serving on the Oryana Board.

**For Virtual – zoom information is below**

<https://us02web.zoom.us/j/82367825274?pwd=dXNJR3pJdW9EcFZYRkpyQjhDYURaZz09>

Meeting ID: 823 6782 5274  
 Passcode: 648418  
 +1 312 626 6799 US (Chicago)

5:00 5:30	<b>The first ½ will be for those interested in running for the Board of Directors to ask questions of the Board or GM. Any Board Members available please join!</b>
	<b>Welcome and Introductions</b>
	<b>Agenda – additions and/or changes</b>
	<b>Consent Agenda</b> <ul style="list-style-type: none"> <li>• <b>Minutes</b> – approval of minutes - they have been reviewed via email</li> <li>• <b>Board Perpetual Calendar</b> – next three months. •We confirm volunteer(s) to facilitate a “critical reflection” of Board Policy</li> <li>• <b>Current Agenda</b></li> </ul>
	<b>Public Input</b>
5:40	<b>Zoom/Online Meeting Best Practices</b>
5:45	<b>GM Big Picture Report</b> – Steve Nance, CEO. Jenna Veiga, Marketing and Communications Manager
6:00	• <b>Monitoring Report: 2.0. Global Executive Constraint, Policy 2.7. Emergency GM Succession</b> Steve Nance, CEO. Wendy Walter, Human Development Manager
6:15	<b>Critical Reflection on Executive Limitations: Did we get what we were looking for?</b> - Cy will take 2.7 GM Emergency Succession for critical reflection. Holly Jo will take the Global Executive Limitation the board’s January meeting.
6:30	<b>Board Work Plan – Committee Reports &amp; Assignment Updates – links/documents related to the report-outs below may be included in the Board Packet</b> <ul style="list-style-type: none"> <li>• Executive Committee Report - Review Work Plan, Retreat (Holly Jo)</li> <li>• <i>Recruitment &amp; Nomination Committee (Cy) – and discussion on nomination process</i></li> </ul>



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	<ul style="list-style-type: none"> <li>• Board Development Committee - (Kathy)</li> <li>• Discuss feedback on GM Succession Plan – Laura</li> <li>• By-Laws Review Committee (Marty)</li> <li>• GOM committee – Cy, Laura, &amp; Chuck, Staff</li> </ul>
	<i>Upcoming Events – Educational and Event Opportunities – Staff &amp; Board</i>
7:15	<b>Public Input and Announcements</b>
7:30	<b>Adjourn</b>

## Board Minutes Process

- Each month the minutes of the board meeting will be taken by Oryana staff.
- Three days following the meeting the Draft Minutes will be emailed to board members (and saved on SharePoint).
- Directors will have one week from the Email date of the Draft Minutes to review and suggest any changes by a reply to staff. Board Members that have no suggested changes do not need to respond.
- After the review period, the Draft Minutes will be posted by staff on the Oryana website (they will be marked “Draft”)
- Prior to the next Board meeting, staff will forward any input that is beyond a simple change (spelling, grammar, missed name, etc.) to the Board President and Executive Committee for review. They will agree to any changes to create the Final Draft Minutes. The Final Draft will be provided to staff to include in the next month’s Board Packet.
- At the next month’s board meeting, the Final Draft Minutes may be approved as part of the Consent Agenda. Alternatively, if there are concerns with the Final Draft Minutes, any Board Member may request that they, (or any “Consent Agenda” item), be removed for further Board discussion.

## BOARD CALENDAR, NEXT THREE MONTHS

### [Perpetual Calendar](#)

#### MONTHLY MEETINGS

- Board: 3rd Thursdays, 5:30 p.m. in the Boardman Room at 10<sup>th</sup> Street or virtual. Owners or guests can email Jenna at Jenna Veiga <jveiga@oryana.coop> and is listed in our eBlast.
- Executive Committee conference calls take place as needed with Agenda review call the Week before the board meetings. **Board Members may contact Board President to ask for an agenda item or to participate.**

#### JANUARY

- January 1: Publication of January-February-March newsletter
- Committee Report-Out: GOM
  - ✓ Propose desired date and location for general membership meeting
  - ✓ Confirm whether any by-laws changes are imminent



COMMUNITY CO-OP  
SINCE 1973

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- ✓ Assign Board contact for candidates
- Recruitment/Nominations Committee receive Board Candidate Bios for review
- **Open Zoom Room ½ hr before meeting for potential Board members to join. Also, Boardman Room.**
- Monitoring Report: 2.7. Emergency GM Succession
- Monitoring Report: 2.0. Global Executive Constraint
- Board Development and Educational Activity  
Cy will take 2.7 GM Emergency Succession for critical reflection. Holly Jo will take the Global Executive Limitation the board's January meeting.

### FEBRUARY

- February 5: Recruitment/Nominations Committee approves Board Candidate bios
- CCMA announced – decide how many participants and reserve rooms
- Committee Report-Out: GOM
  - ✓ Approve date/venue for general ownership meeting
- **Monitoring Report: Ends Policies on Economy and Localism**  
Board Development and Educational Activity  
**Marty volunteered for critical reflection in February**

### MARCH

- March 1: Deadline for April-May-June newsletter
  - ✓ Due: proposed by-laws changes, if applicable
  - ✓ GOM committee or selected person: Check to make sure all candidates who've submitted statements to the newsletter are members in good standing
- CCMA – register to get discount (final participants do not need to be determined yet)
- Post any proposed by-laws changes in store (>20 days prior to GOM)
- Monitoring Report: 2.5 Financial Planning and Budgeting
- Monitoring Report: 2.4 Financial Condition and Activities – 4<sup>th</sup> Quarter and full year
- Board Development and Educational Activity  
**Miller volunteered for critical reflection in March.**

### APRIL

- April 1: Publication of April-May-June newsletter
  - ✓ Include: GOM meeting date, time and agenda; candidate bios
- General Ownership Meeting:
  - Required elements –
    - ✓ finance report
    - ✓ membership report (current membership and previous year's membership totals)
    - ✓ review/action on previous year's minutes
    - ✓ election of Board Members (introduce current Board Members and state their terms; Legal Requirement; include call for nominations from the floor)
- Traditional elements – Make sure to bring a copy of bylaws and election policy
  - ✓ General Manager's state of the co-op speech
  - ✓ Staff introductions

**Volunteer needed for - Critical Reflection on Executive Limitations or ENDS Policies: Did we get what we were looking for?**