

**Oryana Board of Director's Meeting Minutes – DRAFT**  
**Thursday, May 25, 2023, 5:15pm**

**Attendees:** Marty Heller, Chuck Mueller, Holly Jo Sparks, Cy Agle, Kaitlyn Burns, Kathy Baylis Monteith, Colleen Valko, Parker Jones, Tricia Phelps, Steve Nance (General Manager), Wendy Walter (Human Development Manager)

**Absent:** n/a

**Guests:** n/a

**Welcome and Introductions:** Colleen Valko, Board President, called the meeting to order at 5:18pm.

A review of the Consent Agenda which included:

- Review Board Perpetual Calendar for the next three months.
- Approval of March 16, 2023 Board of Directors Meeting Minutes
- Approval of May 25, 2023 Board of Directors Meeting Agenda

**MOTION:**

Holly Jo motioned to approve the Consent Agenda; Kathy supported; the Board approved the Consent Agenda. The Consent Agenda included the perpetual calendar, acceptance of this meeting's agenda, and March 16, 2023 Board Meeting Minutes.

**Public Input**

n/a

**Committee Reports**

**Board Development Committee**

Kathy reported that the committee has two remaining policies that will come back for Board approval this summer. Discussion was held on 4.2 Board Responsibilities. Kathy will send a link to the Word document to the full Board so feedback can be provided. A final proposed version will be included in the June Board meeting packet.

**Bylaws**

Marty did not have an update to report, but there was discussion on member engagement related to the bylaws changes as well as discussion on the legal review and when this is needed.

**Recruitment & Nominations Committee**

Chuck reported on a successful recruitment season and the election of a new Board Member. The committee has assessed and reviewed the process and also received feedback from the candidates. Moving forward, this will be presented to Steve for review as is the process in the committee charter. One recommendation is to approach the recruitment and nomination cycle as a year round process. One way to incorporate this would be to have the Board be part of some of the 50<sup>th</sup> Anniversary events. Chuck will prepare a report for the June Board meeting.

## GM Search Committee

Colleen reviewed the CEO Qualifications that were emailed to the Board earlier this week. The GM Search Committee met with Carolee to review the survey responses from the Board, GM, S Team, and Department Managers. Full survey responses are available on the SharePoint site. The qualification list was discussed.

### MOTION:

Colleen motioned to approve the CEO Qualifications as discussed and listed below:

Add – **Courage: Willingness to make difficult and unpopular decisions when needed and to have difficult discussions with stakeholders.**

Edit – **Collaboration: Cooperation and teamwork in groups. Open to hearing multiple voices.**

Refer the following two qualifications to the committee for further wordsmithing and approval:

**Resilience: Able to adapt and continue moving forward in the face of challenges or new information, able to manage stress.**

**Willingness to be a part of the co-op's community needs to reflect the public facing nature of the position.**

Holly Jo supported; the Board approved the CEO Qualifications with the changes listed above.

## Monitoring Report: 2.4 Financial Condition & Activities Q1 2023

Steve gave a brief overview of the monitoring report that was included in the board packet. Oryana did not have a great 1<sup>st</sup> quarter, but the good news is that what we've worked hard at has come to fruition - margin has made a drastic improvement. Sales were up 7.6% for the quarter and higher than our peers (both NCG overall and like-sized co-ops). Payroll increased and Q1 is historically the highest quarter for labor costs. General & Administrative expenses also increased as general costs for most things have increased. Also included in G & A expenses were a couple of things for the entire year, such as some advertising expenses that covered all of 2023. Net income was -3% for Q1. Labor costs have decreased since Q1 and are now below budget. We ended Q1 with 10,730 owners.

### MOTION:

Kathy motioned to approve the Monitoring Report for 2.4 Financial Condition & Activities Q1 2023; Tricia supported; the Board approved the Monitoring Report for 2.4 Financial Condition & Activities Q1 2023.

## GM Big Picture Report

Steve reported that both stores are currently experiencing sales growth. OAM is promoting big carts and customer count is up. April was above target with sales growth of 8.7% for the organization. Plans have been finalized for changes to the Culinary area at West and are almost ready to be implemented. Sprout has been approved by the health department and we are making plans to open soon.

### Trends

The Meijer remodel is just about wrapping up and road construction on 31/Division is underway. Our experience has been that customers will find a way. Steve attended NCG's Spring Meeting last month in San Diego. NCG has opened up their membership requirements and is welcoming smaller co-ops. April brought another breather in grocery price inflation. The price gap between organic and conventional produce is widening. Amazon is changing grocery plans - specifically in Minneapolis and Detroit. The

DDA is again discussion the possible expansion to include the NOBO corridor, which would provide development support to the area.

**Marketing & ORYANA FOR GOOD – Good in the community!**

A variety of community events have been supported recently and/or are coming up soon:

- Gather movie night at the State Theatre on May 15
- Around the Table storytelling event at the Opera House – thanks for attending!
- Supporting the DDA downtown employee BBQ with donated drinks
- Smart Commute – Oryana is hosting the Friday (June 9) breakfast and awards ceremony
- Upcoming Promotions include geofencing at local areas of interest
- We held a Mother’s Day Wellness event, which saw double sales at West
- To celebrate our 50<sup>th</sup> anniversary we have a collaboration with Right Brain and Mawby
- New swag is coming soon – hats, bumper stickers, nalgens, stickers, clothing
- Groceries for Good in June will be an anniversary celebration – one recipient per week
- Co-op Explorers is being relaunched

**Executive Committee Election & Committee Assignments**

The Board held elections for the Executive Committee and determined committee assignments, as follows:

President: Colleen Valko  
 Vice President: Kaitlyn Burns  
 Treasurer: Cy Agley  
 Secretary: Holly Jo Sparks

Executive Committee: Colleen Valko, Kaitlyn Burns, Cy Agley, Holly Jo Sparks

GM Search Committee: Colleen Valko (chair), Holly Jo Sparks, Kaitlyn Burns, Cy Agley, Parker Jones, Chuck Mueller

Recruitment & Nominations Committee: Chuck Mueller (chair), Tricia Phelps, Kathy Baylis Monteith, Parker Jones

Bylaws Review Committee: Marty Heller (chair), Holly Jo Sparks, Kathy Baylis Monteith, Steve Nance

**Public Input and Announcements:**


n/a

**Adjourn:**

The meeting was adjourned at 7:08pm.

**Next Meeting:**

The Board next meets on Thursday, June 15, 2023 at 5:30pm, at 9 Bean Rows, where the Board will meet and support the Shared Abundance book release.

 _____ Holly Jo Sparks, Secretary	6/21/2023 _____ Date
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