

Oryana Board of Director's Meeting Minutes – APPROVED
Thursday, March 21, 2024, 5:15pm

Attendees:

Colleen Valko, Chuck Mueller, Tricia Phelps, Kaitlyn Burns, Marty Heller, Kathy Baylis Monteith, Holly Jo Sparks, Cy Agle, Sarah Christensen (General Manager), Amy McIntire (Finance Manager), Blythe Webster (Board Admin)

Absent: Parker Jones

Guests: Chris Miller, Alison Arthur

Meet and Greet with Board Candidates

A Meet and Greet event was held directly before the Board meeting, the focus was a discussion of policy governance and answering Board candidate questions. Board candidates Sam Reese and Michelle Opel Bernhard attended, along with current Board members.

Welcome and Introductions: Colleen Valko, Board President, called the meeting to order at 5:17pm.

A review of the Consent Agenda which included:

- Approval of February 15, 2024 Board of Directors Meeting Minutes
- Approval of March 21, 2024 Board of Directors Meeting Agenda

MOTION:

Marty motioned to approve the Consent Agenda; Kaitlyn supported; the Board approved the Consent Agenda. The Consent Agenda included acceptance of this meeting's agenda, and the February 15, 2024 Board Meeting Minutes.

Public Input

Chris Miller thanked Holly Jo for her years of service to the Oryana Board of Directors.

New Staff Introduction

Amy McIntire, Oryana's new Finance Manager, introduced herself and shared some background on her career experience.

Board Calendar

Colleen reported that she will be adding Columinate training dates to the Board perpetual calendar. The May meeting agenda will include a check-in with Sarah to discuss her first few months as CEO from both her and the Board's perspective. Colleen recommends that the EC reviews the entire year's calendar to present at June meeting.

Committee Reports

Bylaws

Marty reported the e-blast on Bylaw changes went out last week. The ballot language was reviewed and decided to keep it simple with link to more details.

Recruitment & Nominations Committee

Chuck reported candidate videos have been posted on the website. The new Board Member Orientation has been scheduled for May 9th, Board members are invited to attend and assist with presenting information.

GMM Committee

Sarah had questions for the Board as to how to share appreciation for Steve, and whether the Microloan recipients will be recognized. Timing for when Board Candidates should be available will be shared with them ahead of time.

Tricia reported staff developed a list of Board jobs for GMM and a form will be sent out for Board members to sign up. There will be a Candidate Headquarters area for Board Candidates to interact with members.

Chuck reminded the Board that there is road construction around the High School which may delay attendees. He also requested that there be feedback forms available to members at the event.

Executive Committee

Colleen reported she will be sending out information on committees for the upcoming year for Board members to consider their committee involvement.

The Board shared their appreciation for Holly Jo's time on the Board and had cake.

Annual Report of Condition

A one-page Annual Report of Condition was proposed to be shared with members at the GMM in lieu of the previous Annual Report booklets.

MOTION:

Kaitlyn motioned to approve the Annual Report of Condition; Cy supported; the Board approved the Annual Report of Condition.

Committee Planning for Next Term

Colleen led a discussion of Board goals for committee work and what committees should exist in the coming year. Colleen will send out notes on the conversation, Board members should bring thoughts to May meeting.

Monitoring Report: 2.4 Financial Condition and Activities – 4th Quarter and full year

Sarah provided reports to Board Members in support of the monitoring reports.

MOTION:

Holly Jo motioned to approve the Monitoring Report for 2.4 Financial Condition and Activities; Cy supported; the Board approved the Monitoring Report for 2.4 Financial Condition and Activities. 8 Yea/0 Nay/0 Abstain

Monitoring Report: Ends Policies: Economy & Localism

Sarah proposed a change to how Ends are monitored, all Ends reports would occur at the March meeting for the entire year. Sarah shared that this approach is used by many coops. She provided proposed metrics for measuring Ends, to the Board for feedback. Individual Ends will be kept as is on the Board calendar for discussion throughout the year. The Board discussed Sarah's proposed metrics to measure Ends and agreed to the proposed monitoring schedule change.

GM Big Picture Report

Sarah overviewed the engagement activity proposed for the GMM related to Ends, the Board supported proceeding. The Board clarified the Member language change was specifically for Bylaws and not intended as an operational change.

Public Input and Announcements:


Chris Miller shared his perspective as a former staff member on the Board, about the Bylaw change and process.

Next Meeting:

General Membership Meeting: April 18, 2024, 5:15pm

Adjourn:

The meeting was adjourned at 7:06pm.

 _____ Tricia Phelps, Secretary	<u>5/29/2024</u> _____ Date
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