

Oryana Board of Director's Meeting Minutes – FINAL
Thursday, May 16, 2024, 5:15pm

Attendees:

Colleen Valko, Chuck Mueller, Kaitlyn Burns, Marty Heller, Kathy Baylis Monteith, Sam Reese, Cy Agley, Parker Jones, Sarah Christensen (General Manager), Victor Fontaine (Operations Manager), Blythe Webster (Board Admin)

Absent: Tricia Phelps

Guests: none

Welcome and Introductions: Colleen Valko, Board President, called the meeting to order at 5:15pm.

A review of the Consent Agenda which included:

- Removal of March 21, 2024 Board of Directors Meeting Minutes
- Approval of May 16, 2024 Board of Directors Meeting Agenda
- GM FYI Report

MOTION:

Kaitlyn motioned to approve the Consent Agenda; Cy supported; the Board approved the Consent Agenda. The Consent Agenda included acceptance of this meeting's agenda, and the GM FYI Report.

MOTION:

Parker motioned to approve the March 21, 2024 Board of Directors Meeting Minutes with the correction to Allison Arthur's name: Kathy supported; The Board approved the March 21, 2024 Board of Directors Meeting Minutes with the correction of Allison Arthur's name.

Public Input: none

Board Calendar

Colleen stated that Board Members will come to the June Board Meeting 15 minutes early to have headshots taken. Colleen covered upcoming Board meeting agenda items from the Board Calendar.

Governance – 2.4 Financial Activities Q1 and 2.5 Financial Planning & Budgeting

Sarah responded to Board member questions on the provided Reports. There was need for clarification from NCG on the source of one the metrics, Sarah will follow up on that with the Board by the June Board Meeting.

MOTION:

Parker motioned that the board has read and assessed the monitoring report for policy 2.4 Financial Condition and Activities and found it provided evidence of compliance with a reasonable interpretation of the policy, except needing clarification on where the typical and top co-op benchmark metrics are gathered by June 20, 2024: Sam supported; The board approved the motion that they have read and assessed the monitoring report for policy 2.4 Financial Condition and Activities and found it provided evidence of compliance with a reasonable interpretation of the policy, except needing clarification on

where the typical and top co-op benchmark metrics are gathered by June 20, 2024. 8 yea/0 nay/0 abstain

MOTION:

Kaitlyn motioned that the board has read and assessed the monitoring report for policy 2.5 Financial Planning and Budgeting and found it provided evidence of compliance with a reasonable interpretation of the policy: Sam supported: The board approved the motion that they have read and assessed the monitoring report for policy 2.5 Financial Planning and Budgeting and found it provided evidence of compliance with a reasonable interpretation of the policy. 8 yea/0 nay/0 abstain

GMM Recap: Liked Best, Next Time

The Board discussed what had gone well with the recent annual General Membership Meeting, and what could be improved upon in future years. Sarah took notes that will be reviewed with the staff involved in planning the event.

Committee Reports

Recruitment & Nominations Committee

Chuck reported on the new Board Member Orientation that was held with Sam. Chuck explained that he will be up for reelection in the coming year so will be stepping down as chair of the committee. He shared that it would be helpful for the Board as a whole, to discuss the intentional recruitment of candidates to inform the committee's work.

Bylaws

Marty reported that the remaining work of the committee entails a final proof-read of the approved Bylaw changes and for the Bylaws to be signed at the end of the 60-day waiting period. At that point they will be added to SharePoint for Board Member reference. Colleen will include a response to the concerns shared at the GMM about the Bylaw changes in her next newsletter column. Colleen stated that there were sections removed from the Bylaws with the intention of inclusion in Board Policies, which will be work for a future committee. Chuck also suggested reviewing the Treatment of Staff Executive Limitation.

Executive Committee

Colleen reviewed the Annual Conflict of Interest & Confidentiality statement and shared it with Board Members for signatures. Colleen shared her goals with the Board for the coming year, including to be a model board within the Community.

Executive Committee Election and Committee Assignments

Board Members discussed goals for Committee work for the coming year. It was decided that the Recruitment and Nominations Committee will incorporate member engagement activities as there is significant overlap in the type of activities that can serve both purposes. The Board also decided to form a Governance Committee to finalize the bylaw amendment work and begin board policy work. The Board held elections for Executive Committee members and then determined which members would serve on and chair the other committees.

Current Term Committees:

Executive Committee – Colleen, President; Kaitlyn, Vice President; Tricia, Secretary; Kathy, Treasurer
Recruitment and Nominations - Parker, Chair; Chuck, Marty, Kathy
Governance - Cy, Chair; Colleen, Kaitlyn, Sam

Committees will meet before the next BOD meeting to review charters and then bring revised charters to the next meeting for review by the entire Board.

Public Input and Announcements: none

Executive Session

6:54pm Colleen moved the board into executive session including Sarah Christensen, to check in with the board and Sarah on her transition and first quarter with the co-op.

Next Meeting:

June 20, 2024, 5:15pm

Adjourn:

The meeting was adjourned at 7:21pm.

 Tricia Phelps, Secretary	<u>6/20/2024</u> Date
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