

## **Board of Directors' Meeting**

**December 19, 2019**

**Approved Minutes**

**Present at the meeting:** Jim Dagwell, Kathy Baylis Monteith, Laura Cavender, Chuck Mueller, Colleen Valko, Rebecca Teahen, Chris Miller

**Absent:** Kaitlyn Burns, Holly Jo Sparks

**Oryana:** Steve Nance, General Manager; Stephanie Mathewson, Marketing and Communications Manager; Wendy Walter, Human Development and Finance Manager, Devin Moore, Education & Outreach Coordinator, Victor Fontaine, Store Operations Manager

*Guests: Jules Shelby (Owner), Tom Slater (Owner), Alex Fleis (Owner).*

### **Welcome**

Jim Dagwell convened the meeting at 5:45 pm.

### **Additions or Changes to Agenda**

The agenda was reviewed.

Minutes from the November meeting were approved by email.

### **Board Calendar**

The Board reviewed the upcoming Board calendar. There were no changes. If Board members are interested in being on the GOM committee, please reach out to Stephanie.

### **Public Input**

Tom Slater: Tom noted that he has seen some great coverage of the co-op and nice interviews by Steve especially.

Jules Shelby: Jules expressed her appreciation for the adjustment of the Senior Days due to December Holidays.

### **GM Report:** *Steve Nance*

#### Big Picture

- December started slow, but with yesterday's sales we've moved into positive territory.
- YTD Sales: \$15,292,664. This is up 2.4% from 2018.
- Labor & Wages are our largest variable expense. YTD 23.94% Labor and 17.95% Wages, Targets are 24.5% and 18%.

- May, July and December are our busiest months. Undiscounted sales of approximately \$85,000 yesterday.
- OAM is happening now! Current sales to owners is 68.49%.
- Amazing Oryana Experience reports – recent update reported 97%.
- Owner target is 7,000; we're currently at 7,059.
- My estimates for the end of the year leave us below budget but pretty close at \$15,810,573, which would be a 2.47% increase from 2018.
- UNFI is changing our delivery schedule effective January 1, 2020. Deliveries will be earlier on each of their delivery days.

#### Industry Trends

- USMCA Trade deal – tweak of original NAFTA. Effect on food should be positive because of a solid baseline on exports from Mexico and Canada.
- Meijer is opening a second small (41,000 square feet vs. their normal 170,000!) format store in Royal Oak. Other big players are also trying smaller formats.
- Aldi's has rebranded and refreshed. Be sure to check them out! Increasing focus on naturals and organics.
- Hartman Study report reviewing buying habits by generation – food ethics, socially responsible practices, environmentally responsible practices, etc.

#### Local Trends

- The City approved a PILOT for housing on Wellington off 8<sup>th</sup> Street. Still waiting for federal/state funding.
- GreenTree Co-op (Mt. Pleasant) is moving forward with a new store that would quadruple their size. Steve is looking at Oryana participating with a preferred share; this would be a potential \$20,000 loan. Steve foresees the chances of proceeding as 50/50. This is the first growth/development in a Michigan co-op in decades.
- Proposal for NBLD to be included in the DDA. The next step is to go back to the drawing board for adjustments in boundaries.

#### Industry Trends

- NCG will be purchasing a current co-op and rebranding it to retain it as operational.
- Kroger divested their share in Lucky's Market. We do not know of any changes happening to the local store.

#### OCIPS (Oryana Constant Improvement Projects)

- Oryana is moving ahead with the buildout of the new meeting room.
- Oryana will be adding sliding doors to the exterior of the East Entrance.
- A large wooden Oryana logo will be placed on a tall upright above the East Entrance with lighting to help identify the Co-op, especially as you approach on the TART trail.

Oryana For Good: Stephanie Mathewson

- Oryana Cooking Classes continue to sell out and we were happy to partner with a former employee, Korrie, as one of our recent instructors.
- With local farmers extending their growing season it is fun to have them come in and demo local fresh greens even in December.
- One of our children's shopping carts was featured in an Old Town Playhouse production of Elf.
- One of Oryana's former freezers was donated to the Goodwill Inn.
- Devin and Mary taught a holiday cooking class for a group of adults living with disabilities.
- Oryana partnered with Higher Grounds to host a Coffee Brewing 101 class. It was so popular we plan to rerun the class in the Spring.
- Thank you to everyone who attended the Oryana holiday party and thank you to Laura who coordinated a lovely event.
- Upcoming Promos include: Senior Days moving to Monday and Tuesday for both of the final weeks of December, the Give Local holiday campaign, January Fresh Start Health Tours, and next year, expect new orange Oryana reusable shopping bags to replace our NCG green co-op bags

**Monitoring Report**

Monitoring Report: Ends Policy on Model Workplace 2019

Steve introduced the written report that was provided to the Board by the GM, with written contribution by the Human Development and Finance Manager, Wendy, in their packet.

Chuck shared that the annual training schedule was impressive and commended Wendy for her work.

**Motion to accept**

Monitoring Report: Ends Policy on Model Workplace 2019

**Action:** Laura moved. Kathy seconded.

The Board accepted.

**Monitoring Report**

Monitoring Report: 2.3 Treatment of Staff & 2.8 Compensation and Benefits

Steve introduced the written report that was provided to the Board by the GM, with written contribution by the Human Development and Finance Manager, Wendy, in their packet. Staff Survey results and data were provided by a consultant from Columinate for this report to prove compliance. 100% of eligible staff completed the survey.

**Motion to accept**

Monitoring Report: 2.3 Treatment of Staff & 2.8 Compensation and Benefits

**Action:** Chris moved. Colleen seconded.

The Board accepted.

Rebecca noted that going forward, motions to accept Monitoring Reports should not contain a reference to approving the 'interpretation' but rather be worded as a motion to 'accept the report'. The Board agreed to this change going forward and felt there was no need to make renewed motions for the Monitoring reports approved in this meeting.

### **Board Retreat Discussion**

*Jim Dagwell, Board President & Steve Nance*

Steve noted that the proposed Board Retreat Agenda seemed to match well with the Board self-survey results, covering topics that seemed pertinent to the full Board. Steve asked if the Board was in agreement with the proposed agenda, with the understanding that small changes could be made leading up to the event in February. The Board was in agreement.

Colleen encouraged the Board to review the survey results prior to the retreat.

### **Develop Board Budget for 2020**

*Colleen, Board Treasurer & Steve Nance*

Colleen shared a recommended 2020 Board Budget amount of \$39,000. This amount should cover the expected expenses for the coming year including CCMA registration and travel arrangements, CBL 101 arrangements, etc. This recommended amount falls in line with peer-comparison Board budgets as a percentage of sales.

Steve also noted that this budget falls under the Organizational budget and adjustments can be made throughout the year.

### **Meeting Review: next meeting date, time and agenda**

Next meeting will be held on Thursday, January 16 at 5:45 pm in the Oryana Meeting Room.

### **Public Input and Announcements**

It was reiterated that any interested Board members should contact Stephanie directly about being part of a GOM 2020 Committee.

### **Meeting Closed**

Jim adjourned the meeting at 6:55 PM.

### **Board Development and Education Activity: Oryana Store Tour**

The Board took a store and behind-the-scenes tour of Oryana led by Devin Moore, Education & Outreach Coordinator and Steve Nance.