

Oryana Board of Director's Meeting Minutes - Final
Thursday, June 19, 2025, 5:15pm

Attendees:

Colleen Valko, Tricia Phelps, Marty Heller, Kathy Baylis Monteith, Cy Agley, Sam Reese, Sarah Christensen (General Manager), Wendy Walter (Human Development Manager), Blythe Webster (Board Admin)

Absent: Kaitlyn Burns, Andrew Dodson

Guests: Cade Compson, Tony Alongi (NCG)

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

A review of the Consent Agenda which included:

- Current Meeting Agenda
- *Approval of May 15, 2025 Board of Directors Meeting Minutes - removed for discussion*
- GM FYI Report
- Committee Reports
- Board Calendar (next 3 months)
- Committee Charters: Owner Engagement, Governance, Recruitment & Nominations, Executive Committee

MOTION:

Sam motioned to approve the Consent Agenda; Marty supported; the Board approved the Consent Agenda. The Consent Agenda included acceptance of the Current Meeting Agenda, GM FYI Report, Committee Reports, the next 3 months of the Board Calendar, and Committee Charters.

MOTION:

Kathy motioned to approve the May 15, 2025, Board of Directors Meeting Minutes as presented; Sam supported; the Board approved the May 15, 2025, Board of Directors Meeting Minutes as presented.

Public Input: None

NCG Overview with Tony Alongi: All About NCG for NCG Co-op Board Members

Tony shared an overview of National Cooperative Grocers (NCG) and the relationship with Oryana as a member Coop.

Committee Work

Executive Committee

Colleen shared that she is working on a FAQ and talking points for Board Members and staff in relation to the vacancy on the Board.

Recruitment and Nominations Committee

Kathy reported she has reached out to Rose Marie to get input on a process for filling the Board vacancy.

Governance Committee

Sam shared that the committee is working to develop a process for reviewing 2.x policies in real time at meetings, with an intent to clearly separate policy review from the monitoring process.

Engagement Committee

Marty reported that the most recent committee meeting focused on developing the charter and goals for the year. He also has a call scheduled with Rose Marie for discussion on an Ends engagement process.

Monitoring

2.4 Financial Condition and Activities – 1st Quarter

Sarah responded to questions on the monitoring report for policy 2.4.

MOTION:

Kathy motioned that the board has read and assessed the monitoring report for policy 2.4 Financial Condition and Activities – 1st Quarter and found it provided evidence of compliance and a reasonable interpretation of the policy, with the exception of 2.4.6; Tricia seconded. The Board approved the motion that they have read and assessed the monitoring report for policy 2.4 Financial Condition and Activities – 1st Quarter and found it provided evidence of compliance and a reasonable interpretation of the policy, with the exception of 2.4.6. 6 yea/O nay/O abstain

2.9 Communication and Support to the Board

MOTION:

Cy motioned that the board has read and assessed the monitoring report for policy 2.9 Communication and Support to the Board and found it provided evidence of compliance with a reasonable interpretation of the policy; Kathy seconded. The Board approved the motion that they have read and assessed the monitoring report for policy 2.9 Communication and Support to the Board and found it provided evidence of compliance with a reasonable interpretation of the policy. 6 yea/O nay/O abstain

2.6 Asset Protection

MOTION:

Sam motioned that the board has read and assessed the monitoring report for policy 2.6 Asset Protection and found it provided evidence of compliance with a reasonable interpretation of the policy; Cy seconded. The Board approved the motion that they have read and assessed the monitoring report for policy 2.6 Asset Protection and found it provided evidence of compliance with a reasonable interpretation of the policy. 6 yea/O nay/O abstain

CCMA Recap

Sarah reported on the CCMA sessions that she, Victor, and Miller attended at CCMA in Duluth. There was an overall focus on food access; other sessions included the topics of economic access to ownership, equitable workplace and coop, and two store alignment. Recordings will be available for Board Members.

Public Input and Announcements:

Cade asked about the landscaping at Oryana West and whether it could be more ecologically focused.

Closed Session: Board Check-In

Colleen moved the Board to Closed Session to include Sarah at 6:39pm


Colleen moved the Board out of the Closed Session at 7:01pm

Next Meeting:

July 17, 2025, Oryana 10th Street

Adjourn:

The meeting was adjourned at 7:01pm.

	<u>7/17/25</u>	Date
Tricia Phelps, Secretary		