

**Oryana Board of Director's Meeting Minutes – Final**  
**Thursday, August 21, 2025, 5:15pm**

**Attendees:**

Colleen Valko, Marty Heller, Kaitlyn Burns, Tricia Phelps, Cy Agle, Andrew Dodson, Sam Reese, Sarah Christensen (General Manager), Wendy Walter (Human Development Manager), Victor Fontaine (Operations Director), Blythe Webster (Board Admin)

**Absent:** Kathy Baylis Monteith

**Guests:** Cade Compson

**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 July 17, 2025 Board of Directors Meeting Minutes
- GM FYI Report
- Committee Reports
- GM Compensation Plan RFP
- Board Calendar (next 3 months)
- 2.6 & 2.9 Policy revisions

**MOTION:**

**Kaitlyn motioned to approve the Consent Agenda; Andrew supported; the Board approved the Consent Agenda. The Consent Agenda included acceptance of the Current Meeting Agenda, the July 17, 2025 Meeting Minutes, GM FYI Report, Committee Reports, the next 3 months of the Board Calendar, and 2.6 & 2.9 Policy revisions.**

**Public Input:** None

Colleen added two items for discussion to the agenda: potential September and October meeting changes, and a potential GOM venue change. The Board decided to hold a study session in lieu of a September Board meeting because Sarah is unable to attend due to NGC Meeting conflict. The Board also decided the October Board meeting will be canceled to be substituted with a strategic planning meeting with Leadership team. The monitoring reports scheduled for October will be moved to the November agenda.

The Board expressed approval for continuing to explore a change in GMM venue, date and program.

**Committee Work**

**Engagement Committee - What are Ends? Setting the Table for Engagement**

Marty led a discussion with the Board on the fundamentals of Ends, Ends Policies, and how they may differ from concepts like values and mission.

**Recruitment and Nominations Committee - Board Vacancy Process**

Tricia reviewed the new Board process document on Filling Vacant Board Seats.

**Monitoring**

**2.4 Financial Condition and Activities – 2nd Quarter**

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

**MOTION:**

Tricia motioned that the board has read and assessed the monitoring report for policy 2.4 Financial Condition and Activities (2nd Quarter) and found it to demonstrate a reasonable interpretation and evidence of compliance, with the exception of sub-policy 2.4.6, which was found non-compliant with a reasonable plan towards compliance; Andrew seconded. The Board approved the motion that they have read and assessed the monitoring report for policy 2.4 Financial Condition and Activities (2nd Quarter) and found it to demonstrate a reasonable interpretation and evidence of compliance, with the exception of sub-policy 2.4.6, which was found non-compliant with a reasonable plan towards compliance. 7 yea/O nay/O abstain

**Financial Audit Proposal for 2026**

Sarah brought a proposal for a 2025 Financial Review, Internal Controls Review, and 401k Audit to be carried out in 2026 by a CPA firm separate from Oryana’s regular accounting firm. Colleen explained that the financial review would be paid for from the Board budget.

**MOTION:**

Cy motioned to proceed with the 2025 Financial Review with Wegner CPA with expenses covered by the Board budget; Andrew seconded. The Board approved the motion to proceed with the 2025 Financial Review with Wegner CPA with expenses covered by the Board budget. 7 yea/O nay/O abstain

**Public Input and Announcements:**

Cade noted that the website had not been updated with the July Board meeting details.

**Closed Session: Board Check-In**

Colleen moved the Board to Closed Session to include Sarah at 6:16pm

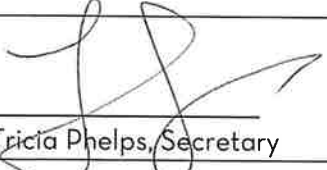
Colleen moved the Board out of the Closed Session at 7:01pm

**Next Meeting:**

September and October Board Meetings are cancelled, the next Board Meeting is November 20<sup>th</sup>, 2025, 5:15pm at Oryana West

**Adjourn:**

The meeting was adjourned at 7:01pm.

  
Tricia Phelps, Secretary

11/20/25

Date