



SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING
Tuesday June 15th,2021

Board Members Present: Jessica McMorris, Jerilyn Bell, Staton Winston, Melissa Fortune and Jessica Rocker.

Jasmine Simone present at 7:02PM.

Board Members Absent: Wanique Shabazz.

Non-Board: Cheranna Dottin (Board Admin) and Ahzjah Simons (Cooperative Director/ General Manager)

Due to COVID-19 and social distancing order the Board decided to meet this month via ZOOM conference video call.

BUSINESS Board Treasurer Jessica McMorris called meeting to order at 6:45PM.

Jessica McMorris volunteers to be the cue taker and due to no volunteers for timekeeper Jessica M assumes the role.

Approval of the Agenda

The Board uses the allotted time reviewing the June 2021 agenda adjusting where necessary.

Jessica McMorris motion to approve the approve the June 2021 agenda with changes.
2nd: Staton Winston.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jessica Rocker- Yes.

Staton Winston- Yes.

-Motion carried.

Approval of the April 2021 Minutes

Due to both April and May 2021 minutes missing the name of the person that made the

motion to approve the agenda, the Board agrees on tabling the votes to approve until both can be verified.

Jessica McMorris motion to table the approval of the April 2021 min until the name can be added.

2nd: Jessica Rocker.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jessica Rocker- Yes.

Staton Winston- Yes.

-Motion carried.

Jessica McMorris motions to table the approval of the May 2021 minutes until the information can be added.

2nd: Melissa Fortune.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jessica Rocker- Yes.

Staton Winston- Yes.

-Motion carried.

Old Business

Policy Governance Training discussion

The Board members present have a brief discussion around the Policy Governance Training.

Jerilyn Bell reads the ownership section of the of the Policy Governance training. Jessica McMorris asks for volunteer RE: homework (from 6/8) on each of the ways the Board speak on owners, legally and morally, stakeholders, etc. No one volunteers, comments or joins the discussion. Jessica McMorris acknowledges that a new training video was sent today with short notice. She then offers items to think about: who our owners are? Who is the GM obligated to? What the responsibilities of the Board are? She also notes that all owners are stakeholders but not all stakeholders are owners.

Jess Rocker question in ZOOM platform chat: @Jessica in your assessment of policy governance, do you believe that the board has no oversight of the GM giving his or her total authority over every aspect of the store? How do you believe this has worked for Sevananda? Jessica responds that this is addressed in the video and talks about Carver's "rigor" of following PG model and retaining focus.

No Motions Made.

Board Officers

The Board has a brief discussion around the electing of Board officers.

Jessica McMorris raises the issue of board officer and filling those roles giving history of how officers are selected after each election. Melissa Fortune suggests that the Board focus on filling the open director seats first. Jerilyn Bell disagrees and suggest that we fill the officer positions first. Jasmine comments in the ZOOM platform chat that if no one is volunteering to fill those positions we need to move to recruiting new members. If current board members are volunteering, then we can see who is.

Item tabled to July 2021 Board meeting,

2021 Annual Agenda

Jessica Rocker would like to look at the annual agendas from the past three years to see where we are for moving forward. Jessica M gives history of last annual agenda and suggests forming ad hoc committee. Staton asks whether before COVID was Sevananda on track for where it needed to be going adding that the general manager should be a part of the agenda planning. He also questions if there needed to be restructuring of the Board in 2021, is the Board currently going in the right direction? Jessica M. respond giving a brief history on the Boards structure. Jasmine S. suggests that we find all the notes from when we were coached by Thane for the work of visioning for Sevananda, and the retreat from 2018 when the Board rewrote the policies. Jessica M. agrees we need to get back to the work we did in the past. Jasmine suggests that 2020 showed us where our growth opportunities were. i.e., be flexible. The board needs to learn to breath. Jessica R, Melissa F. and Jasmine S. agreed on forming an ad hoc committee to assist with 2021 Annual Board agenda planning.

Jerilyn Bell motion to table the board officer discussion and elections of board officers to the July agenda.

2nd: Melissa Fortune.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jasmine Simone-Yes.

Jessica Rucker- Yes.

Staton Winston- Yes.

-Motion carried.

Jerilyn Bell Motion for the creation of an ad hoc committee for the creation of the 2021 Annual Board Agenda the members having volunteered being Jess R, Melissa and Jasmine

2nd: Jessica Rucker.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jasmine Simone-Yes.

Jessica Rucker- Yes.

Staton Winston- Yes.

-Motion carried.

New Business

Replacing board members

Jerilyn Bell motions to table the discussion about replacing resigned board members to the July meeting so that the Board can get information about a special election.

2nd: Jessica Rucker.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jasmine Simone-Yes.

Jessica Rucker- Yes.

Staton Winston- Yes.

-Motion carried.

Committee Reports

Linkage Committee

By Linkage Committee Chair, Jasmine Simone.

Linkage Committee chair Jasmine Simone brings up annual retreat: she is looking for volunteers to assist; Linkage meetings will resume, and Jasmine will send out dates on when these meetings will be held. Jasmine will also send out info about the annual for the Board to discuss if it will be a meeting virtual this year due to COVID or no. Jessica M. points out that we will be amid elections as well as the time frame of the Boards training retreat.

Jasmine plans to send out an email commencing tonight's Board meeting to solicit volunteers to assist with the planning process.

Elections Committee

Jerilyn Bell clarifies the two phases of the election which include the call for candidates process then the voting cycle. She explains the items she is waiting for from former elections committee chair Tracy Dornelly. Jasmine S. reads an update by Tracy D. Jessica M states the bylaws require some strict timelines and we need to discuss this next month.

Treasurer Report

By Board Secretary, Jessica McMorris.

2020 Board Budget

Jessica McMorris submits the Final Budget Report for 2020

Attached Report

Melissa Motion to approve the 2020 final budget report as submitted.

Jasmine 2nd

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Jasmine Simone-Yes.

Jessica Rocker- Yes.
Jasmine Simone-Yes.
Staton Winston- Yes.

-Motion carried.

Quarter 1 Report

Total expenses for Q1 – 14K; overages are down because Jessica M. has been able to meet with the financial person for Sevananda. There was an overage in training for the hiring of CDS Consultant Thane Joyal.

The 2020 audit was expenses in 2021 because of the delays COVID created in completing the audit. The Board budget for 2021 did not allot for this additional audit expense rolling over to the new year, so Jessica will have to meet with the GM and accountant to discuss how to handle this overage.

Attach Report

Jerilyn Bell motions to accept the 2021 first quarter budget as report and submitted.
2nd Jasmine Simone.

Votes Taken:

Jerilyn Bell-Yes.
Jessica McMorris-Yes.
Melissa Fortune-Yes.
Jasmine Simone-Yes.
Jessica Rocker- Yes.
Staton Winston- Yes.

-Motion carried.

Jerilyn Bell motions to approve the June 2021 Owner Linkage committee report as submitted.

2nd: Melissa Fortune

Votes Taken:

Jerilyn Bell-Yes.
Jessica McMorris-Yes.
Melissa Fortune-Yes.
Jasmine Simone-Yes.
Jessica Rocker- Yes.
Staton Winston- Yes.

-Motion carried.

Board Self-Assessment

For the month of June 2021, the Board will revisit the following items:
“In Process” item Policy II-9 #4 and the action plan for Policy II-3 # 2&3

II-9 Board Meeting

4 If we must make a decision outside of regular meeting, that decision must be unanimous and affirmed in writing by all directors. We will include a record of that decision in the minute of the next regular meeting.

Still In Process; Action Plan:

Due to a draft process not being created for this item and the Board not actively engaging in keeping a record of votes outside of the regular Board meetings. Jerilyn Bell volunteers to create a draft of email voting process with the assistance of Jessica Rucker. Action Plan to be ready for review by the 13th of July.

II-3 Board Job Description

#2 The board will produce written governance policies that, at the broadest levels, hold accountable a GM and uses a strategic process to establish the value of GM compensation in accordance with GM contract.

#3 The board will produce assurance of GM performance and board performance.

The Board reports expectations met for items #2 & #3 due to the GM providing a monthly monitoring report as well as a policy monitoring checklist to monitor the progress of the policies.

Jerilyn Bell motions to accept the Board Self-Assessment II-3, #2&3 as submitted with action plan.

2nd: Staton Winston.

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Abstained.

Jasmine Simone-Yes.

Jessica Rucker- Abstained.

Staton Winston- Yes.

-Motion does not carried.

Melissa F. plans to submit the reason for abstaining of Policy II-3 items #2 & 3 to the full Board via email by Friday June 18th. Jessica R. agrees that any questions as it relates to this specific policy will be put in writing via email to the full Board by July 13th.

Jerilyn Bell motions to accept the Board Self-Assessment II-9, #4 as submitted with action plan.

2ND: Jessica R

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune- Yes.

Jasmine Simone-Abstained *due to phone disconnecting during discussion of Policy II-9.*

Jessica Rocker- Yes.

Staton Winston- Yes.

-Motion carried.

Jasmine Simone motions to adjourn the June 15th, 2021, regular Board meeting.

2nd: Melissa Fortune

Votes Taken:

Jerilyn Bell-Yes.

Jessica McMorris-Yes.

Melissa Fortune- Yes.

Jasmine Simone-Abstained.

Jessica Rocker- Yes.

Staton Winston- Yes.

-Motion carried.

Meeting Adjourned at 9:49PM



_____ on behalf of the BOD's

Jerilyn Bell

Board Executive Secretary

9.17.2021

Date

**SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING NOTES**

Tuesday, June 15 2021

Board Members Present: Jessica McMorris, Jerilyn Bell, Staton Winston, Melissa Fortune and Jessica Rocker.

Jasmine Simone present at 7:02PM.

Board Members Absent: Wanique Shabazz.

Non-Board: Cheranna Dottin (Board Admin) and Ahzjah Simons (Cooperative Director/ General Manager)

Physical copies of each item listed in notes can be provided upon request.

Member Owners Present:

Deyna Chisolm, Charlie Colpitts, Sharlise Lowe, Kim Purefoy and Maria Sangria

Member Owner Comment

Maria Sangria: When is the company coming into assess the situation at Sev?

Jessica McMorris responds that the process has started.

Maria: How can I be interviewed?

Jess: Suggests submitting an email and the Board can respond.

Maria expresses wanting to be heard.

Jessica responds that there is a Bylaw process for this which her input must be put it in writing.

Committee/Officer Report

Treasurer Report

2020 Board Budget

Quarter 1 Report

Board Self-Assessment

Policy II-9 #4

Policy II-3 # 2&3
