



SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING
Tuesday, November 17th, 2020

Board Members Present: Mason West, Jerilyn Bell, and Melissa Fortune, Jessica McMorris, Jasmine Simone, Pearletta Graves and Tracy Dornelly.

Wanique Shabazz *present 6:44pm- 9:43PM*

Adama Alaji *present at 6:47PM.*

Board Members Absent: None

Non-Board: Cheranna Dottin (Board Admin), Ahzjah Simons (Cooperative Director/ General Manager), Elizabeth Heins-Van der Wein (Wegner CPA Auditor)

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

BUSINESS: Board President Wanique Shabazz called meeting to order at 6:44PM. Quorum was met.

Wanique volunteers to be both the timekeeper and Jerilyn Bell is the cue taker.

Approval of the Agenda

The Board uses the allotted time reviewing the November 2020 agenda adjusting where necessary.

Melissa Fortune motions to approve the November regular meeting agenda with changes.
2ND: Jessica McMorris.

Votes Taken:

Tracy Dornelly-Yes.

Jerilyn Bell-Yes.

Jasmine Simone-Yes.

Wanique Shabazz-Yes.

Mason West-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Tracy Dornelly-Yes

Adama Alaji-Yes.
Pearletta Graves- Yes.
-Motion carried.

Approval of Minutes

The October 2020 minutes were submitted for review via email to the Board.

Melissa Fortune motions to approve the October 2020 meeting minutes as submitted.
2nd: Tracy Dornelly

Votes Taken

Tracy Dornelly-Yes.
Jerilyn Bell-Yes.
Jasmine Simone-Yes.
Wanique Shabazz-Yes.
Mason West-Yes.
Jessica McMorris-Yes.
Melissa Fortune-Yes.
Tracy Dornelly-Yes
Adama Alaji-Yes.
Pearletta Graves- Yes.
-Motion carried.

GM/ Ops monitoring report

By Ahzjah S.

For the month of November 2020, the GM Monitoring Report is based on Financial Condition and Activities *Budget & Financial Planning.

See notes for details.

Report on audit

By Elizabeth Heins-Van der Wein, WEGNER CPA'S.

Elizabeth gives a summary overview of the 2020 financial review. The state of the Co-op is in good standings and no red flags were indicated.

Audit report and financials on file in accordance to audit report.

Update on Policy III-6 c&e

This item was reported as “In process”: originally goal of recovery by Q3 in 2020. Not ready to adjust goals yet. Will continue to monitor.

Update Policy III-4 #4

Update Policy III-8 #2:

Item carried forward to spring 2021.

Quarterly Financial Conditions Timeline.

Operational Updates

There are plenty in the works on the digital side with efforts to bring more customers into the Co-op, such as subscription packages, starting delivery in UberGrocery, and adding additional items to the online site.

The refund issued by Columinate was received by accounting

III-5. Financial Planning/Budgeting

See Notes for full report.

Closing note: Sevananda’s landlord, Bob Sharpe passed away last month and his wife Kelly Sharpe has taken over as landlord.

Jasmine Simone motions to approve November 2020 GM Monitoring reporting.

2nd: Melissa Fortune

Votes Taken

Tracy Dornelly-Yes.

Jerilyn Bell-Yes.

Jasmine Simone-Yes.

Wanique Shabazz-Yes.

Mason West-Yes.

Jessica McMorris-Yes.

Melissa Fortune-Yes.

Tracy Dornelly-Yes

Adama Alaji-Yes.

Pearletta Graves- Yes.

-Motion carried

Old Business

GM Contract.

By Jerilyn B.

The final request for proposal was sent out to the Board for review, questions were asked, and information has been received. Jerilyn plans to send out answers to all Board questions by Friday November 20th. She also plans to send out an email to set a discussion date for the RFP.

Policy Governance Training Proposal

Mason West and Jessica McMorris resubmits a revised outline or the Policy Governance training. This will be an in depth analysis on PG for the Board based on the PGP training. This could also be used as a training tool for incoming new Board members and possibly other Co-op's. This training will be rolled out in modules.

A 15-minute discussion block should be added to the board meeting following each of the videotaped modules to check for understanding, provide an opportunity for questions, and give the trainers a chance to offer clarity/refine the learning. · Homework will be added to certain modules to facilitate discussion during subsequent board meetings. · For Module 4, the work on the Ends Statement that was originally included in that module will be moved to the Module 5 retreat. · For Modules 8 & 9, the work on that was originally included in that module will be moved to the Module 10 retreat. She recommends that retreat be extended an additional half day as well as requests a commitment by the Board that the videos be used for future board trainings in a cohesive, structured way, with the focus being on the Policy Governance Model's strong recommendation that the board continually assess and refine its fidelity to and efficacy with the model. She envisions this looks like the work herself and Mason West will complete with the Board this first time, with potential retreats or work sessions to address anything they discovers in future years using these training videos. Projected launch: February 2021.

Jessica motions to approve the revised PG training outline.

2nd: Pearletta Graves.

Votes Taken:

Tracy Dornelly-Yes.
Jerilyn Bell-Yes.
Jasmine Simone-Yes.
Wanique Shabazz-Yes.
Mason West-Yes.
Jessica McMorris-Yes.
Melissa Fortune-Yes.
Tracy Dornelly-Yes
Adama Alaji-Yes.
Pearletta Graves- Yes.
-Motion carried.

New Business

Cancelling the December Board Meeting

Tracy put forward to the Board possibly cancelling the December 2020 Board Meeting. Tracy retracts the request because per the election requirements there must be a second board meeting for applicants to come to the meeting. Jasmine expresses having ZOOM fatigue due to the long COVID year therefore taking December off will provide relief for the board. Jasmine and Tracy propose, but there will be modified agenda. Jasmine and Jessica discuss the issues for December Board meeting and coop budgets, training budget and annual calendar. Wanique suggests Jessica: in the PG model the owner/linkage committee (where there is no charter) which primary goal is to link with owners, she expresses concern that the committee is branching out to linkage/gm and board communications. Ahzjah interprets the policy on board communication as one that relies on the GM being a part of assisting the linkage committee with connecting with member owners. Jessica proposes that this expansion be discussed by the whole board.

Wanique moves that the Board cancel the meeting in December and handle outlying issue in email so that we can have a robust January meeting.

2nd: Jasmine Simone

Votes Taken:

Tracy Dornelly-Yes.
Jerilyn Bell-Yes.

Jasmine Simone-Yes.
Wanique Shabazz-Yes.
Mason West-Yes.
Jessica McMorris-Abstained
Melissa Fortune-Yes.
Tracy Dornelly-Yes
Adama Alaji-No.
Pearletta: Abstained.
-Motion Does Not Carry.

Committee Reports

Member Linkage

Jasmine Simone will be the new linkage chair, Jasmine raises a lack of engagement by Adama, and Adama expresses that she has had challenges and disappointments that has prevented her from being fully engaged. Jasmine expresses frustration at participation. Wanique talks about accountability and how important it is to do what you say you are going to do.

Jasmine reports that the Annual Owner meeting was a great success great content and great speaker. There were plenty Owners present and engaged. She thanks operations for have playing a huge part in this great turnout. Jasmine is hopeful and excited for what is in store for Sevananda's Member engagement that will drive the future of Sevananda as a whole.

Elections Committee

There are two elections candidates that submitted their applications late and Tracy will submit their reasons for exceptions via email. She needs a response by tomorrow 11/18 end of business. Tracy will be sending out information about the Zoom on Dec. 1.

Term Limits

Discussion tabled to December 2020 meeting. Jessica, to do a policy & bylaw review for email to be sent out for discussion around term limits.

Treasurer Report

No mileage, catering, and a reduction is the board discount being spent. They are also under budget in training. They are a little over 10K under budget in the Q3. Showing

being austere as a budget and it is reflected in our savings.

See attached reports.

Jessica motions to approve the Committee Chair/Officer reports,
2nd:

Mason West.

Tracy Dornelly- Yes.

Jerilyn Bell- Yes.

Jasmine Simone- Yes.

Mason West- Yes.

Jessica McMorris- Yes.

Melissa Fortune- Yes.

Tracy Dornelly- Yes

Adama Alaji- Yes.

Pearletta Graves- Yes.

-Motion carried.

Board Self-Assessment

For the month of November 2020, the Board Self-Assessment is based on **Policy IV-3 Accountability to the GM.**

“The GM is the Board’s only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the board is concerned, is considered the authority and accountability of the GM”.

The Board acknowledges this policy and reports “*expectations met*” to all items except item#4. To assist and ensure successful GM performance to the stated Ends required by the Board, the GM is required to have one Self Care day per month. This day is to be mandatorily scheduled and taken when it is operationally feasible and does not interfere with or facilitate hardship upon the operation. This day is also to be financially budgeted into the overall operations budget to be approved yearly by the Board.

This item is “*In process*”. The Board will circle back in January to make sure that it is in the operations budget.

Jessica motions to approve the action plan for item 4.

2nd: Melissa Fortune

Votes Taken:

Mason West.

Tracy Dornelly- Yes.

Jerilyn Bell- Yes.

Mason West- Yes.

Jessica McMorris- Yes.

Melissa Fortune- Yes.

Adama Alaji- Yes.

Pearletta Graves- Yes.

-Motion carried.

Item 1. Update on III-6 "Trends" from May 2020 Monitoring Report

Jerilyn will do research on item 2 and report to the Board what needs to be done.

Item 2. Update on Policy II-7 1,2 & 3 "In Process"

Sample charters to be drafted and submitted for review to linkage and elections committee.

Item 3. Updates on Policy II-9 #1&4

Tabled to January 2020 meeting.

Jerilyn motions to table updates on items 1,2 & 3 to January Board Meeting.

2nd: Melissa Fortune

Votes Taken:

Mason West.

Tracy Dornelly- Yes.

Jerilyn Bell- Yes.

Mason West- Yes.

Jessica McMorris- Yes.

Melissa Fortune- Yes.

Adama Alaji- Yes.

Pearletta Graves- Yes.

-Motion carried

Jessica motions to adjourn the November 2020 regular Board meeting.

2nd: Melissa Fortune

Votes Taken

Tracy Dornelly- Yes.

Jerilyn Bell- Yes.

Mason West- Yes.

Jessica McMorris- Yes.

Melissa Fortune- Yes.

-Motion carried.

Meeting Adjourned at 10:20PM



_____ on behalf of the BOD's
Jerilyn Bell
Board Executive Secretary

9.17.2021
Date

SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING NOTES

Tuesday, November 17th, 2020

Board Members Present: Mason West, Jerilyn Bell, and Melissa Fortune, Jessica McMorris, Jasmine Simone, Pearletta Graves and Tracy Dornelly.

Wanique Shabazz *present 6:44pm- 9:43PM*

Adama Alaji *present at 6:47PM.*

Board Members Absent: None

Non-Board: Cheranna Dottin (Board Admin), Ahzjah Simons (Cooperative Director/ General Manager), Elizabeth Heins-Van der Wein (Wegner CPA Auditor)

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

Member Owners Present:

None

Member Owner Comment

None

GM Monitoring Report

GM Monitoring Report: Financial Condition and Activities *Budget & Financial Planning

Committee Chair/Officer Reports

Treasure Report-Budget attached.

Board Self-Assessment

Policy IV-4 Policy Title: Delegation to the GM.
