



SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING
Tuesday April 18th, 2023

Board Members Present: Wanique Shabazz, Jessica McMorris, Tracie Greene, Dr. June Chennault, Dorothea Gates,

Lucy LaVouille via ZOOM at 6:52PM EST.

Jerilyn Bell present at 6:23PM EST.

Fabian Simpson present via ZOOM at 6:35PM EST; Present in person at 7:25PM EST.

Board Members Absent: None.

Non-Board: Cheranna Dottin (Board Admin) LaDonna Redmond (Board Consultant) Chris Roland (General Manager)

Timekeeper: Fabian Simpson
Cue taker: Jerilyn Bell.

Call to Order/Welcome/Roll Call

Board President Wanique Shabazz called meeting to order at **6:34PM EST**. He greets everyone in attendance and welcomes the new Board members congratulating them on being elected to serve on Sevananda's Board of Directors.

Co-op Principles and ENDS Statement

Both the Co-op Principles and ENDS Statement are read into the record by Jerilyn Bell.

Approval of the Agenda

The Board uses the allotted time reviewing the April 2023 agenda.

Jessica McMorris motion to approve the April 2023 regular Board meeting agenda as submitted.

2nd: Dr Chennault.

Votes Taken:

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.

Dorothea Gates-Yes.

Motion carried.

Approval of Minutes

Tracie Green motion to table the March 2023 regular meeting minutes via email.
2nd: Jessica McMorris

Votes Taken:

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.

Dorothea Gates-Yes.

Motion carried.

Owner Comment Period

Member Owner Charlie Colpitts voiced his concern surrounding Sevananda's parking lot. He is interested in gathering Owners to make a formal complaint to the landlord so something can be done about Sevananda's lack of parking spaces.

Election of Board Officers

Item based on Policy II-5 Officer Roles.

The Election of Board Officers process began via email in order to streamline the process.

Board President

Jessica McMorris self nominates herself for officer role: Board President. Jerilyn Bell supports her nomination supporting with her experience seeing Jessica grown on the Board over the past 4.5 years she believes she is overly qualified. Current Board President supports Jerilyn's statement.

Wanique S. motions to accept Jessica McMorris for president of the Board of Directors.
2nd: Jerilyn Bell.

Votes Taken:

Lucy LaVouille-Yes.

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.

Dorothea Gates-Yes.

Motion carried.

Board Vice President

Jessica McMorris nominates Dr. Chennault for officer role: Vice President. Dr. Chennault accepts.

Fabian Simpson nominates himself for officer role: Vice President.

The Board briefly discuss the role and commitment of the vice president, as well as the time commitment. Dr. Chennault retracts her acceptance of Jessica's nomination due to Fabian showing personal interest and the time commitment.

Jessica M. motions to elect Fabian Simpson for vice president of the Board of Directors.
2nd: Tracie Green.

Votes Taken:

Lucy LaVouille-Yes.
Wanique Shabazz-Yes.
Jessica McMorris-Yes.
Jerilyn Bell-Yes.
Tracie Greene-Yes.
Dr. Chennault- Yes.
Fabian Simpson-Yes.
Dorothea Gates-Yes.

Motion carried.

Treasurer

After lengthy discussion about the role of Vice President, Chris reminded the board there were other officer roles that needed to be filled. Tracie G. added that she "nominated" herself for treasurer via the prior email requesting nominations for the officer seats. When it was time for the board to vote for the Treasurer, Tracie's nomination was met with enthusiasm from other board members.

Wanique S. motions to elect Tracie Greene for treasurer of the Board of Directors.
2nd: Jessica McMorris.

Votes Taken:

Lucy LaVouille-Yes.
Wanique Shabazz-Yes.
Jessica McMorris-Yes.
Jerilyn Bell-Yes.
Tracie Greene-Yes.
Dr. Chennault- Yes.
Fabian Simpson-Yes.
Dorothea Gates-Yes.

Motion carried.

Secretary

The Board reads aloud the role of the Board Secretary. Lucy L self nominates herself for the position of Board Secretary.

Lucy LaVouille self nominates herself to the Board officer role: Secretary.
2nd: Tracie Green.

Votes Taken:

Lucy LaVouille-Yes.
Wanique Shabazz-Yes.
Jessica McMorris-Yes.
Jerilyn Bell-Yes.
Tracie Greene-Yes.

Dr. Chennault- Yes.
Fabian Simpson-Yes.
Dorothea Gates-Yes.
Motion carried.

Potential Conflict of Interest (COI)

Concluding elections each year each Board Member must give full disclosure of any possible COI's as it relates to Sevananda and their role as a Board member. Dorothea Gates discloses that she has a business where she sells oracle cards and Fabian Simpson discloses that he has an advertising business. Dr Chennault has no COIs to disclose. Each new Board member fills out and signs the Conflict-of-Interest Disclosure form.

FYI Report

Chris Roland, General Manager

The month of March 2023 was the month Sevananda's has made a sales growth in a long time. There was a 5.1% profit from sales. Sevananda has returned to pre-COVID hours of 8am-9pm.

As per Marketing initiatives 3,000 door hangers were printed and a street team is being populated to walk the surrounding neighborhoods inviting new customers and reminding existing customers that Sevananda is still here. The main goal is to build traction in the store.

As for the parking lot, the lease does not state any guarantees of the landlord being responsible for parking lot repairs however they are working on fixing it. Chris is working with operations to make Sevananda financially sound so that the parking lot does not have a huge impact. Staff are being encouraged to park offsite, keeping the parking spaces available to customers.

Financial Report

See notes/Board Meeting Packet for full line-item report.

In conclusion, for the month of January 2023 there were better buying practices. Sevananda has about 4 months of business left if significant changes aren't made. The Board Treasurer Tracie Green plans to initiate a meeting to better understand the financials and then to set up a meeting with the GM and the Board to go over these financials with better understanding with the Board.

GM Policy Monitoring

Monitoring of Executive Limitations Policy (See Attached Report)

For the month of April 2023, the GM policy being monitored is Policy III-2 Treatment of Members as well as Policy III-3 Treatment of Customers.

Policy III-2 Treatment of Members

“With respect to interactions with member-owners or those applying to be member-owners, the GM shall not cause or allow conditions, procedures, or decisions which are unsafe, undignified, biased, unnecessarily intrusive, disrespectful, misrepresentative, or which fail to provide appropriate confidentiality or privacy.”

Chris Roland reads the full policy along with his interpretation. He acknowledges the following items of this policy as in process:

Item NO3 Failure to ensure that the member owners are aware of bylaws. The action plan will be to add the bylaws to the new member owner packet fully advising them of their rights as owners.

Policy III-3 Treatment of Customers

“With respect to interactions with consumers, or those applying to be consumers, the GM shall not cause or allow conditions, procedures, or decisions which are unsafe, undignified, biased, unnecessarily intrusive, disrespectful, misrepresentative, or which fail to provide appropriate confidentiality or privacy.”

Chris Roland reads the full policy along with his interpretation. He acknowledges the following items of this policy as in process:

Item NO4, with the action plan to start a bi-annual Ownership Drive, starting in October 2023 and will alert the board when that date becomes final, no later than 6/30/23.
Item NO6 with the action plan to post this policy at the front of the store and/or customer service, no later than 4/30/23. He will alert the board when this is completed.

GM Monitoring Decision Tree.

They agree that his reports were reasonable; Accomplishment was met; Date DID demonstrate compliance.

Jessica McMorris motion to approve the GM Monitoring III-2 Treatment of Members as submitted with action plan stated.

2nd: Dorothea Gates.

Votes Taken:

Lucy LaVouille-Yes.

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.

Dorothea Gates-Yes.

Motion carried.

Jessica McMorris motion to approve the GM Monitoring III-3 Treatment of Customers as submitted with action plan stated.

2nd: Dorothea Gates.

Votes Taken:

Lucy LaVouille-Yes.

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.
Dorothea Gates-Yes.

Motion carried.

Executive Limitations Policy Review

Policies being reviewed:
Policy III-2 Treatment of Members
Policy III-3 Treatment of Customers.

No revisions needed.

Board Policy Monitoring

For the month of April 2023, the Board will be monitoring Policy II-3 Board Job Description as well as Policy II-5 Officer Roles.

Policy II-3 Board Job Description

“Specific job outputs of the board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.”

Tracie G. states the Board complies due to doing an outstanding job as it relates to new Board Members reviewing and understanding their job and the role, they play in the functionality of the Coop. Jessica M. adds that even though there is no linkage committee the Board has done a lot of linkage as well as putting in a lot of work refining policies with Board consultant LaDonna R. Tracie affirmed to no objections by any board members or the consultant, that the board governs by its “current” policies and that policies are changed through committee work and approval by vote.

Jessica M. motions to approve the Board monitoring of Policy II-3 to include forming a standing committee for Owner Linkage.

2nd: Fabian Simpson.

Votes Taken:

Lucy LaVouille-Yes.
Wanique Shabazz-Yes.
Jessica McMorris-Yes.
Jerilyn Bell-Yes.
Tracie Greene-Yes.
Dr. Chennault- Yes.
Fabian Simpson-Yes.
Dorothea Gates-Yes.

Motion carried.

Policy II-5 Officer Roles

“We will elect officers in order to help us accomplish our job.”

In tonight's Board meeting the 2023 Board Officers were elected. The Board reports this policy as in compliance.

Jessica motion to accept Board monitoring II-5 Officer Roles as in compliance.
2nd: Dr. Chennault.

Votes Taken:

Lucy LaVouille-Yes.

Wanique Shabazz-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Greene-Yes.

Dr. Chennault- Yes.

Fabian Simpson-Yes.

Dorothea Gates-Yes.

Motion carried.

Executive Limitations Policy Review

Policies being reviewed:

Policy II-3 Board Job Description

Policy II-5 Officer Roles.

No revisions needed.

Brief Board Briefs

Columinate Training

An email as it pertains to a free Columinate Training which took place on April 15th, 2023, was shared with the Board by Jessica M. Columinate is offering another free training in July 2023. They are also offering discounts for a webinar in 2023. Jessica M. asks that the Board put together all the training they deem necessary and create a training calendar. She also informs the Board of a monthly round table in which she joined for the remainder of the year.

CCMA Conference

CCMA is approaching June 2023 and will be held in Sacramento California this year. The cost for this conference is \$75 virtually and \$850 in person. Jessica M. submitted a proposal to CCMA to talk about the GM Search and hiring process. Unfortunately, it wasn't approved but she was asked to resubmit it next year. Board consultant LaDonna

R. submitted Jessica M. for a scholarship and that submission was accepted. All registration fees will be covered through this scholarship.

Committee Chair and Officer Report

Elections Committee

Jerilyn Bell, Elections Committee Chair.

Jerilyn B is pleased to announce new Board Members Fabian Simpson, Dr. June Chennault, and Dorothea Gates. As per the elections budget, the Simply Voting online platform was the only thing paid for. Jerilyn plans to submit an elections financial report.

Annual Member Meeting Planning Committee

The annual meeting was held on Sunday March 26th 2pm-4pm virtually to reduce costs, but with added security measures. The AMM committee consists of Jessica M, Lucy L and Tiffany G. The quorum for the meeting was not met. As per the budget, expenses went towards marketing for the event. The committee did lots of tabling resulting in 99 owners signing up to receive the registration link. Overall, the meeting was an overall success for all the work that went into it.

Emergency GM Succession Policy-Ad Hoc Committee.

In previous months' meeting Tracie Green felt there needed to be an ad-hoc committee created for this policy. After undergoing training separately from LaDonna she has a better understanding of this policy. She does suggest changing the Interim General Management Team idea due to it not being as effective previously. LaDonna R. will work with Board Admin Cheranna D. on creating the Board calendar. There will be an Ad-Hoc Committee formed to assist with the creation of the calendar. LaDonna will assist Cheranna with creating the template for the calendar. Tracie G. plans to search through the bylaws to see if an ad-hoc committee needs a charter. She also agrees to do research on charters and move this discussion to email.

Jessica M. motion to accept committee chair & officer reports as submitted.

2nd: Jerilyn Bell.

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Dr. Chennault-Yes

Fabian Simpson-Yes

Lucy LaVouille-Yes

Dorothea Gates-Yes

Jessica McMorris-Yes

Tracie Greene-Yes

Jessica M. motion to adjourn the April 2023 regular Board Meeting.

2nd: Jerilyn Bell.

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Dr. Chennault-Yes

Fabian Simpson-Yes

Lucy LaVouille-Yes

Dorothea Gates-Yes

Jessica McMorris-Yes

Tracie Greene-Yes

Adjournment: 9:44PM EST

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

Date

**SEVANANDA NATURAL FOOD
REGULAR BOARD MEETING NOTES**

Tuesday April 18th, 2023

Board Members Present: Wanique Shabazz, Jessica McMorris, Tracie Greene, Dr. June Chennault, Dorothea Gates,

Lucy LaVouille via ZOOM.

Jerilyn Bell present at 6:23PM.

Fabian Simpson present via ZOOM at 6:35PM; Present in person at 7:25PM.

Board Members Absent: None.

Non-Board: Cheranna Dottin (Board Admin) LaDonna Redmond (Board Consultant) Chris Roland (General Manager)

Physical copies of each item listed in the notes or Board meeting packet can be provided upon request.

Member Owners Present:

Charles Colpitts

Election of Board Officers

Email thread communication to support streamlining the process.

GM Monitoring Report

Policy III-2 Treatment of Members

Policy III-3 Treatment of Customers

FYI Report

Financial Report

Board Self-Assessment

Policy II-3 Board Job Description

Policy II-5 Officer Roles