



SEVANANDA NATURAL FOOD  
REGULAR BOARD MEETING  
Tuesday February 21<sup>st</sup>, 2023

**Board Members Present:** Wanique Shabazz, Lucy LaVouille, Jessica McMorris, Jerilyn Bell, Tracie Green and Dr. Tiffany Gilliam.

**Board Members Absent:** None.

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

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

**Timekeeper:** Wanique Shabazz  
**Cue taker:** Jerilyn Bell.

**Call to Order** Board President Wanique Shabazz called meeting to order at **6:30PM**.

**Co-op Principles and ENDS Statement**

Wanique Shabazz reads the Co-op Principles and Jessica McMorris reads the ENDS.

**Approval of the Agenda**

The Board uses the allotted time reviewing the February 2023 agenda adjusting where necessary.

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

2<sup>nd</sup>: Lucy LaVouille

Votes Taken:

Wanique Shabazz-Yes.

Lucy LaVouille-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Green-Yes.

Dr. Tiffany Gilliam-Yes.

**-Motion carried.**

**Approval of Minutes**

Jessica McMorris motion to approve the January 2023 regular meeting minutes as

submitted with changes.

2<sup>nd</sup>: Jerilyn Bell.

Votes Taken:

Wanique Shabazz-Yes.

Lucy LaVouille-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Green-Yes.

Dr. Tiffany Gilliam-Yes.

*-Motion carried.*

### **Owner Comment Period**

No Comments were submitted.

### **GM Policy Monitoring**

#### **Monitoring of Executive Limitations Policy (See Attached Report)**

For the month of January 2023, the GM policy being monitored is Policy III-9 Emergency GM Succession.

*“The GM shall not fail to protect the cooperative from sudden loss of GM services. Further, without limiting the scope of the previous statement by the following, he or she shall not:*

- 1. Fail to have an emergency short-term plan in place that includes one manager sufficiently familiar with Board and GM issues and processes to enable them to take over with reasonable proficiency as an interim successor.*
- 2. Fail to communicate the emergency plan to the board on an annual basis.”*

*Chris Roland is in the process of creating a fully secured succession plan. Interim General Manager Garland McQueen did not provide a policy governance report or guide to Chris R. prior to the meeting.*

### **Executive Limitations Policy Review**

Policy III-9 Emergency GM Succession

LaDonna Redmond reminds the Board to utilize the monitoring report decision tree (see attached) Jessica recommended the Board meeting with Chris outside of the Board meeting to work on what needs to be done and the report be resubmitted in the next Board meeting so that it contains all of the right components.

*The Report for Monitoring Policy III-9 was not accepted by the Board. Tabled to the April Board Meeting.*

### **FYI Report**

With Chris Roland being in his starting 4<sup>th</sup> week at Sevananda, he reports the following:

Insurance renewal is up right now, there will be a new plan starting on March 1st.

Parking lot is still a challenge, previously supposed to be fixed on Oct. 1, but landlord

does not seem motivated. Little Five Points has given 6 staff passes to park across the

street to assist freeing up parking spaces for shoppers.

Produce sales are increasing. 5.3% of sales last Q, most stores are about 13%. Sales have risen 3 weeks straight.

Marketing Coop Sales flyer: customizing back of flyer with info about Sevananda along with a coupon. Getting 10K flyers for April and will be given out all over town.

Operations is planning strategically on locations to drop off these flyers. 5K doorhanger coupons have also been printed to hit the ½ mile radius. The plan is to assemble a street team that will walk around 5K houses. Social media has been more active and is regaining traction. Operations are reorganizing the front of the store with painting, product placement and proper flyer updates.

Garland M. is working on liquor license and the 1mill grant.

## **2022 Annual Financial Report**

See Q4 Financial 2022 (attached)

300K in margin (what you get after sales, the goal is to be at 38%, sales are about 8% low on margin) lost in 2022. Partially inflated loss because of inflation, etc. The store is still working on price/cost changes, only grocery has been fixed, body care/health is next, then frozen and refrigerated. Labor was at 24% and if we are at 33% profits then we need to have labor at 20%.

## **Board Policy Monitoring**

For the month of February 2023, the Board will be monitoring Policy II-2 Governing Style (See attachment)

*“The board will govern with an emphasis on (a) outward vision, (b) encouragement of diverse viewpoints, (c) strategic leadership, (d) collective decision making, (e) future and proactivity.*

*Accordingly:*

- 1. The board will cultivate a sense of group responsibility. The board, not the staff, will be responsible for excellence in governing. The board will be the initiator of policy, not merely a reactor to staff initiatives. The board will use the expertise of individual members to enhance the ability of the board as a body, rather than to substitute the individual judgments for the board's values.*
- 2. The board's major policy focus will be on the intended long-term impacts outside the organization, not on the administrative or programmatic means of attaining those effects.*
- 3. The board will maintain team discipline, authority and responsibility.*
- 4. The board will monitor and discuss the board's process and performance.”*

Lucy LaVouille suggests that there be a calendar of events created so that the Board can see what is happening and there needs to be a diversity of opinions. The Board has a brief discussion after Wanique S. points out that Lucy is referring to a section of the policy re diversity. LaDonna sets out a process: If the Board finds that a policy in “in process” there needs to be a call for an ad-hoc committee (1-2 meetings) then a deadline must be

set for a report. The ad-hoc committee should discuss what needs to be done to improve their policy, plan and report back to the Board by a designated date. The ad-hoc committee being formed will include Tracie G, Lucy L, and LaDonna R for guidance.

Lucy L. motions to focus on developing a Board calendar and being more inclusive of all board members who would like to be included in the process.

2<sup>nd</sup>: Jerilyn Bell.

Votes Taken:

Wanique Shabazz-Yes.

Lucy LaVouille-Yes.

Jessica McMorris-Yes.

Jerilyn Bell-Yes.

Tracie Green-Yes.

Dr. Tiffany Gilliam-Yes.

*-Motion carried.*

### **Brief Board Briefs**

Upcoming Conferences.

Jessica McMorris informs the Board of the two upcoming conferences. The “Up & Coming” conference in October which will be held in St. Paul, MI which surrounds start up Co-ops and Co-ops of color. LaDonna notes that even though Sevananda is the grandfather of Co-ops, she believes it’ll be good for Sevananda to be present to get introductory knowledge. The Board will have an opportunity to meet and get to know their colleagues and the conference will touch on policy governance, hiring a new GM etc.

For more information on this conference visit:

<https://www.facebook.com/upandcoming.coop/>

CCMA is approaching June 2023 and will be held in Sacramento California this year. With input from GM the Board would like to discuss the possibility of 1 or more Board members physically attending. There are scholarships offered that grant free admission, however travel expenses will have to be covered by the Co-op. There is also Board a virtual attendance option which is cheaper than in-person admission. Jessica notes that the years the Board started going to conferences as a collective it cultivated Board culture, processes and rapport for Sevananda.

Jessica commits to initiating a discussion via email to see who all would be interested in the conferences.

## **Completion of Elections**

Once the required voting number is reached, the elections will conclude. Jerilyn estimates February 28<sup>th</sup>, 2023, as the end date.

## **Committee Chair and Officer Report**

### **Elections Committee**

Jerilyn Bell, Elections Committee Chair.

Between January 2023 and February 2023, a recorded zoom meeting was held with Board members and candidates. This Q&A was later posted on Sevananda website & via Eblast to the membership. Jerilyn tabled and it was successful. Voting was at 2.6% participation and per bylaws it should be 3% which is calculated by the number of eligible owners at the start of voting. Jerilyn sent out a motion to extend elections due to the amounts of vote received currently. Simply voting is still up and running. Operations and Board Admin created a sign that says “VOTE INSIDE” for awareness as well as an eBlast about the extension to encourage voting before the February 28<sup>th</sup> deadline. As of today, voting is at 2.7%. Jerilyn is currently looking up the rules and regulations surrounding campaigning to increase voting.

### **GM Search Committee**

**Jessica McMorris, GM Search Committee Chair.**

The budget for the GM search and Hiring Committee A budget of \$9,515 for the entire process. The committee only used \$2911.25 out of that budget. The process only took 3 months and only used under a 3<sup>rd</sup> of the budget allotted.

### **Annual Member Meeting Planning Committee**

**Dr Tiffany Gilliam, AMM Planning Committee Chair.**

The committee consists of Jessica M, Lucy L and Tiffany G. The annual meeting will be held on Sunday 3/26 2pm-4pm virtually with added security measures. Something that has not happened in the past that will happen this year is that voting must take place in this meeting. Therefore, a quorum of 140 members must be met. Marketing will include bag stuffers with QR codes, Raffles, eBlasts, Signs and posters around the store to encourage attendance. First notifications have been sent out. The committee will begin tabling to inform owners and allow registration at the table in the store. The committee asks for full Board support in the effort to get the word out and get owners registered. Links will be sent only to the Owners who register for the meeting.

In the next committee meeting they will be testing out the functionality of Microsoft

Teams as they figure out security measures. The committee reviews the meeting agenda with the Board. The meeting will be 2 hours, the theme is reconnecting with our roots and the joy of service.

***Meeting Notes Submitted.***

Jerilyn Bell motion to accept the Elections Committee, GM Search Committee, and Annual Member Meeting Planning Committee reports as submitted.

2<sup>nd</sup>: Jessica McMorris.

Votes Taken:

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Wanique Shabazz-Yes.  
Lucy LaVouille-Yes.  
Jessica McMorris-Yes.  
Jerilyn Bell-Yes.  
Tracie Green-Yes.  
Dr. Tiffany Gilliam-Yes.

***-Motion carried.***

Jessica McMorris motion to adjourn.

2<sup>nd</sup>: Dr. Tiffany Gilliam.

Votes Taken:

Wanique Shabazz-Yes.  
Lucy LaVouille-Yes.  
Jessica McMorris-Yes.  
Jerilyn Bell-Yes.  
Tracie Green-Yes.  
Dr. Tiffany Gilliam-Yes.

***-Motion carried***

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

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Date



**SEVANANDA NATURAL FOOD  
REGULAR BOARD MEETING NOTES**

**Tuesday, February 21<sup>st</sup>, 2023**

**Board Members Present:** Wanique Shabazz, Lucy LaVouille, Jessica McMorris, Jerilyn Bell, Tracie Green and Dr. Tiffany Gilliam.

**Board Members Absent:** None.

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

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

**Member Owners Present:**

Charlie Colpitts

**Member Owner Comment**

None.

**GM Monitoring Report**

Policy III-9 Emergency Succession

FYI Report

Financial Report

**Board Self-Assessment**

Policy II-2 Governing Style

**Committee/Officer Report**

Elections Committee Report.

Annual Member Meeting Committee Notes.