



SEVANANDA NATURAL FOOD  
REGULAR BOARD MEETING

Tuesday, October 18th 2022

**Board Members Present:** Wanique Shabazz, Jerilyn Bell, Melissa Fortune, Lucy LaVouille and Dr. Tiffany Gilliam.

Tracy Greene joined at 7:09pm.

**Board Members Absent:** Jessica McMorris.

**Non-Board:** Cheranna Dottin (Board Admin), Garland McQueen (Interim General Manager) and LaDonna Redmond (Board Accountant)

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

**BUSINESS:** Board President Wanique Shabazz called meeting to order at 6:49PM. Quorum was met.

Timekeeper, Lucy LaVouille  
Cue taker, Wanique Shabazz.

**Co-op Principles and ENDS Statement**

Read into the record:

Revised: 1/8/19, POLICY TYPE: ENDS: Sevananda Natural Foods Market is a cooperative that exists to cultivate community through:  
Wholistic health and wellness; Innovative sustainable and humane systems; Informed, invested, and engaged stakeholders; Collaborative relationships that are equitable and empowering; Economic expansion; Local and global networks.

**Approval of the Agenda**

Jerilyn Bell motions to adopt the October 18<sup>th</sup> agenda as proposed.

2<sup>ND</sup>: Melissa Fortune.

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Melissa Fortune-Yes.

Lucy LaVouille- Yes.  
Dr.Tiffany Gilliam-Yes.  
*-Motion carried.*

### **Approval of Minutes**

Melissa Fortune motions to approve the September 2022 minutes with Jessica's amendments.

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

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Melissa Fortune-Yes.

Lucy LaVouille- Yes.

Dr.Tiffany Gilliam-Yes.

*-Motion carried.*

### **Purchase and Repurchase of Shares**

Garland, only one Member Owner resigned his shares since last reported on.

*Board to approve of resignation.*

### **Owner Comment Period (6:50PM) No comments.**

Monitoring GM Performance

*By Garland McQueen*

Policy being monitored: Policy III-7 Asset Protection

The General Manager must not allow assets to be unprotected, unreasonably risked, or inadequately maintained. The GM must not:

1. Allow equipment and facilities to be inadequately insured, or otherwise unable to be replaced if damaged or destroyed, including coverage for any losses incurred due to business interruption.
2. Allow unnecessary exposure to liability or lack of insurance protection from claims of liability.
3. Allow deposits or investments to be unreasonably risked.
4. Allow inadequate security of premises and property.
5. Allow data, intellectual property, or files to be unprotected from loss, theft or significant damage.
  - a. Allow improper usage of member-owners' and customers' personal information.
6. Allow purchasing that is uncontrolled or subject to conflicts of interest.

7. Allow lack of due diligence in contracts.
8. Allow vendor agreements that are contrary to the Ends.
9. Allow damage to the Cooperative's public image.
10. Fail to keep all appropriate licenses current.
11. Fail to have a product policy that is consistent with and lives into our Ends.

*Full Report Submitted, See notes for details.*

### **FYI Report**

Garland reports Sevananda is currently experiencing the lowest member to sales numbers. Garland to investigate and make sure that member owners are being prompted to offer their card at checkout; The mural reveal event was a success.

### **Monthly Financial Report**

Garland reports the current cash on hand as 12.5 noting the month of September having lost sales. The grocery and wellness department are keeping Sevananda afloat. Produce is not getting the sales it should. Operations are working on the issues of product to sale being miscued and errors with the price look-up (PLU) codes.

Melissa Fortune motions to approve the Interim General Managers Report as submitted.  
2<sup>nd</sup>: Lucy LaVoullé.

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Melissa Fortune-Yes.

Lucy LaVoullé- Yes.

Dr. Tiffany Gilliam-Yes.

Tracie Greene-Yes.

*-Motion carried.*

### **Board Policy Monitoring**

Monitoring Board Performance.

Policy IV-2 Unity of Control.

“Only officially passed motions of the board are binding on the GM. Accordingly:

1. Decisions or instructions of individual board members, officers, or committees are not binding on the GM except in rare instances when the board has specifically authorized such exercise of authority.

2. In the case of board members or committees requesting information or assistance without board authorization, the GM can refuse such requests that require, in the GM's opinion, a material amount of staff time or funds or is disruptive.”

*There was no board overstepping identified by Garland M.*

Board Linkage (BL) Policy Development.  
IV-2 Unity of Control.

Tracie Motion to approve the monitoring of board performance and board linkage policy development as it applies the Interim General Manager

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

Votes Taken:

Jerilyn Bell-Yes.

Wanique Shabazz-Yes.

Melissa Fortune-Yes.

Lucy LaVouille- Yes.

Dr. Tiffany Gilliam-Yes.

Tracie Greene-Yes.

**-Motion carried.**

**Break (7:30pm)**

### **Brief Board Briefs**

Sevananda hosted its New Beginnings event on October 15<sup>th</sup>. Garland, reports there was food, giveaway gift bags, Sevananda coffee artist and well attended. The Sev coop will be commissioning an additional mural for the front of the store. (Sharlise joins the meeting at 7:40) Fair trade was impressed by the turn out. Operation report \$800 outdoor food sales. Visitors that got a fair-trade bag also took their pictures in front of the murals. Tracie suggests that we seek additional media attention around Thanksgiving.

### **Committee Chair and Officer Reports**

#### **Elections Committee**

**By Jerilyn Bell.**

As a brief backgrounds 4 new Board candidates and 1 incumbent. The 4 new candidates do not meet the time on elections application requirements. To ensure the integrity of bylaws, The Board reached out for a second opinion and got a response from

Sevananda's' lawyer.

To ensure fairness and equalness the committee proposes contacting all candidates that has applied and let them know the committee want to move as rapidly towards elections as soon as possible. Also, explaining what would meet the obligations legally under the bylaws and integrity under bylaws and application.

Jerilyn proposes to Board that the committee contact the candidates and give them an overview of the issues that came to light and let them know the former chair has resigned and there is a new point of contact. She also Proposes to Board, to be voted on, reopening the application process for 2 weeks with explanation that anyone that is a full member owner per bylaws is permitted to run for Board. At the end of two weeks, they will move into elections process along the timeline set forth with the voting mechanism used and operations ability to get the elections moving forward.

### **GM Search Committee**

The committee started meeting and invited Garland McQueen, Terry Bowling, and LaDonna Redmond to assist in the meeting and provide guidance through this process. The committee met last Friday 10/14 and will continue to meet each Friday 12pm-2pm.

### **Annual Board Retreat**

A doodle poll was sent out with proposed dates for the annual Board retreat. Wanique would like two volunteers to step up to assist with planning the annual Board retreat.

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

\_\_\_\_\_ Date

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

Monitoring GM Performance

1. Policy III-7 Asset Protection Reporting.
2. FYI Report.
3. Monthly Financial Reporting.