



SEVANANDA NATURAL FOOD REGULAR
BOARD OF DIRECTORS MEETING

Tuesday, January 23rd 2018

Board Members Present: Wanique Shabazz, A “Chi Ma’at” Dilworth, Jessica McMorris, Tracy Dornelly, Adama Alaji, Mason West.

Jim Williamson- 6:34PM

Pearletta Graves-6:35PM

Board Members Absent: Raj Mehta.

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

BUSINESS: Board President Wanique Shabazz called meeting to order at 6:32PM. Quorum was met.

Tracy Dornelly volunteers to be the cue taker and Jessica McMorris volunteers to be the timekeeper for this meeting.

Approving the Agenda

Jim Williamson motions to approve the January Agenda with the amended items.

2nd: Jessica McMorris.

Votes Taken:

Wanique Shabazz-Yes

A “Chi Ma’at” Dilworth-Yes

Jessica McMorris-Yes

Tracy Dornelly-Yes

Adama Alaji-Yes

Mason West-Yes

Pearletta Graves-Yes

Jim Williamson-Yes

-Motion Carried.

Approval of the Minutes

Board reviews December 2017 meeting minutes making corrections.

Tracy Dornelly motions to approve the December Minutes with corrections.

2nd: Jim Williamson.

Votes Taken:

Wanique Shabazz-Yes.

A “Chi Ma’at” Dilworth-Yes.

Jessica McMorris-Yes.

Tracy Dornelly-Yes.

Adama Alaji-Yes.

Jessica McMorris-Yes.

Pearletta Graves-Yes.

Jim Williamson-Yes.

Mason West-Abstained.

-Motion Carried.

Operations Report

GM Monitoring (Executive Limitations/Global Executive Constraint III-I) Update report on 'Direct Inspection & GM monitoring 2017 out of compliance updates.

For the month of January, General Manager Ahzjah Simons submits the monitoring report based on Policy 3-1 Global Executive Constraint.

POLICY TITLE: GLOBAL EXECUTIVE CONSTRAINT

“The GM shall not cause or allow any practice, activity, decision, or organizational circumstance, which is unlawful, imprudent, contrary to explicit bylaw, in violation of commonly accepted business and professional ethics or generally accepted accounting principles”.

Please see notes for corresponding documents.

Jim Williamson motions to accept the GM Monitoring Report with the recommended timeline to bring “out of compliance” items into compliance.

2nd: Tracy Dornelly.

Votes Taken:

Wanique Shabazz-Yes.

A “Chi Ma’at” Dilworth-Yes.

Jessica McMorris-Yes.

Tracy Dornelly-Yes.

Adama Alaji-Yes.

Pearletta Graves-Yes.

Jim Williamson-Yes.

Mason West-Yes.

-Motion Carried.

Old Business

Sevananda's current lease will expire January 2019. Jessica McMorris facilitates a conversation about Sevananda's lease renewal.

See Notes regarding this.

Secretarial Request (Revisit of old business)

Board Secretary A “Chi Ma’at is requesting secretarial items to do her job as the Board Secretary. These items will be passed on to future Board Secretaries to come. Wanique Shabazz tasks A “Chi Ma’at” Dilworth with submitting a categorized requisition form with supplies she may need to better assist her with fulfilling her position on the Board. This requisition will be voted on via email before the next Board Meeting.

Committee Reports

Policy Committee

By Wanique Shabazz, Committee Chair.

While doing the GM Direct Inspection the Board Members present realized there are policies that need to be revisited. In the direct inspection notes you can find recommendations to truncate and/or remove and edit certain policies. The policy committee is open to feedback from the Board on any policy they believe may need to be revisited.

Training Committee Report

By A “Chi Ma’at” Dilworth.

Board Secretary A “Chi Ma’at” Dilworth distributes information regarding the International Policy Governance Association (IPGA) including pricing to be reviewed by the board. This three day training will take place June 21st- 23rd, 2018 in Savannah, Georgia for the Board, Board Administrator and General Manager.

Jessica McMorris motions to approve the training budget for the 2018 IPGA Conference for up to nine Board Members, Board Administrator, and General Manager to attend all relevant days with the early registration budget.

2nd: Tracy Dornelly

Friendly amendment

Jim Williamson makes a friendly amendment to Jessica's motion that the Board review an estimate of the conference fees per Board member including transportation, food and hotel to see how it aligns with the Boards budget. **-Amendment Accepted.**

Votes Taken:

Wanique Shabazz-Yes.

A "Chi Ma'at" Dilworth-Yes.

Jessica McMorris-Yes.

Tracy Dornelly-Yes.

Adama Alaji-Yes.

Pearletta Graves-Yes.

Jim Williamson-Yes.

Mason West-Yes.

-Motion Carried.

Board Retreat

The Board will soon begin planning the Board retreat that will take place in the first quarter of the year. Jessica McMorris plans to reach out to the general manager at Evernman Co-op to see if he has any recommendations on planning a retreat.

Board Budget

Jim submits proposed line item Board budget for review by the Board making adjustments where necessary. If the board's budget is \$80,000, it puts the Board at 0.01% of Sevananda's total revenue for 2017.

A "Chi Ma'at" Dilworth mentions regarding the GM Direct Inspection, it was recommended that the Board pay for their section in the Co-options as well as a monthly newsletter to be posted in the store and on Sevananda's website so the Board can send out more frequent communications to the Member Owners and shoppers. This item will have to be added to the Board's budget.

Linkage Committee

By Adama Alaji, Committee Chair.

Adama has been linking with operations with efforts to increase communication to the Member Owners. This will be essential for the rebooting of the Cooperative. The communication will be in the form of a tri-fold that will circulate through the store. The focus will be Board/ Member Owner Linkage and populating the Board committees. Board participation will be essential in this process. Member Drive tabling will kick off in the month of February. Any Board Member interested in tabling must contact Board Administrator Cheranna Dottin.

Product Policy Committee

No official report given.

Elections Committee

Tracy Dornelly will meet with Linkage Committee Chair and operations Wednesday January 24th and Jessica McMorris will be present to provide support. In this meeting she plans on having a draft of the Elections timeline for them to review. An elections special call meeting was scheduled for February 6th to discuss items from the 2017 elections debriefing and may include possible by-law changes. Items to discuss will be on the following items:

1. Minimum/ Maximum number of votes.
2. Board Term Limits.
3. Qualifications for Board Candidates applying.
4. Elections Committee procedures and guidelines.
5. Staff being elected on the Board.

Pearletta Graves motions to approve all committee reports presented.

2nd: Tracy Dornelly.

Votes Taken:

Wanique Shabazz-Yes.

A “Chi Ma’at” Dilworth-Yes.

Jessica McMorris-Yes.

Tracy Dornelly-Yes.

Adama Alaji-Yes.

Pearletta Graves-Yes.

Jim Williamson-Yes.

Mason West-Yes.

-Motion Carried.

Debrief

Wanique felt the meeting was thorough.

Jim mentions that there is so much to do and thanks everyone for their efforts.

A “Chi Ma’at Dilworth thought the meeting was productive. She is excited regarding the progress and new things to come with training and policy governance.

Mason expressed that the meeting was productive.

Pearletta thought the meeting was good and is glad to be learning.

Jessica is excited and thought the meeting was productive. She is excited to see the Board is progressing.

Tracy passes on her comment.

Adama is looking forward to the “more”.

Jim Williamson motioned to adjourn the meeting.

2nd: Pearletta Graves.

Votes Taken:

Wanique Shabazz-Yes.

A “Chi Ma’at” Dilworth-Yes.

Jessica McMorris-Yes.

Tracy Dornelly-Yes.

Adama Alaji-Yes.

Pearletta Graves-Yes.

Jim Williamson-Yes.

Mason West-Yes.

-Motion Carried.

Meeting adjourned at 9:45PM

A. “Chi Ma’at” Dilworth
Board Executive Secretary

Date

January Board Meeting Notes

Tuesday January 23rd, 2018

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Jim Williamson- 6:34PM

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Board Members Absent: Raj Mehta.

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

Old Business

Lease Renewal

Sevananda’s current lease will expire January 2019. Jessica McMorris facilitates a conversation regarding Sevananda’s lease renewal. She questions what the process may look like on deciding if Sevananda will stay at its current location or relocate and how this process will be managed.

Ahzjah is communicating with the buildings landlord in hopes of renegotiating Sevananda’s lease. Next she plans on sending the landlord a list of building maintenance items that Sevananda’s operations have financially covered as well as items that will have to be covered in the near future based on the site inspection. She is currently searching for a real estate attorney to assist with the renegotiation processes. In the meantime, she will continue to check out different buildings keeping possible relocation as an option.