



SEVANANDA NATURAL FOODS MARKET

REGULAR BOARD MEETING

Tuesday, October 22nd, 2024

Board Members Present: Board President Jessica McMorris, Board Vice President Nadia Giordani, Board Treasurer Gregory Daniels.

Board Member L'Angela Lee present on ZOOM until 6:59pm.

Board Member Dr June Chennault, present on ZOOM until arrival at 7:20pm.

Board Members Absent: Board Secretary Beverly Perkins.

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

Timekeeper: Nadia Giordani.

Cue taker: Jessica McMorris.

Call to Order/Welcome/Roll Call

Board President Jessica McMorris called meeting to order at **6:32 PM EST**. She greets everyone in attendance.

Co-op Principles and ENDS Statement

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

Approval of the Agenda

The Board uses the allotted time reviewing the October 2024 Agenda.

Gregory Daniels motions to approve the October 2024 regular Board meeting agenda as submitted with additions.

2nd: Nadia Giordani

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

L'Angela Lee- Yes

Dr June Chennault-Yes.

Motion carried.

Approval of September 2024 Minutes.

The September Minutes were reviewed, and edits were submitted in advance via email by the full Board.

Nadia G. motions to accept the September 2024 regular Board minutes with edits submitted by email.

2nd: Gregory Daniels

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

L'Angela Lee- Yes
Dr June Chennault-Yes.

Motion carried.

Purchase/ Repurchase of Shares

General Manager Chris Roland reports 48 new Owners for the month of September 2024 in which (1) was paid in full. As per repurchase of shares there were (0) members.

Decisions Made by the Board Outside of the Regular Meeting

9/24/2024- 10/22/2024

Jessica read into the record all board decisions made outside of the regular board meeting in the Executive Session and through email

"See Report for Full Details"

FYI Reporting

Chris Roland, General Manager

Sales & Updates

In the month of September, sales grew 3.3%. September gave us another month of growth, our fourth in a row. Traffic, however, was down from 19,234 to 18,777 this year. October has started up about 3% over last year. The prediction is that the month will close at about a 5% sales growth rate. The Invest Atlanta grant is in the final stages, and we are waiting for final word. 10 new shopping carts were purchased that baskets are always available for customers. The Halloween Parade will kick off the beginning of the 50-year anniversary celebration. The parade will take place on October 20th from 12:30pm-5:30pm. Sevananda will be the grand marshal. We will also have a banner and a 70's themed truck that will play 70's tunes. Staff and Board members will be dressed in 70's gear and passing out candy.

Finances

We first needed to get our taxes completed by the 10/15 deadline, which we were able to do. He is now working on getting recommendations on which firm to conduct Sevananda's audits. He plans to give an update on October 29th.

Personnel

Chris has had a great interview for a part-time HR role and is excited about the possibility of getting a good fit. When something becomes finalized, he will update the Board and the team.

See Report for full details.

GM Policy Monitoring Updates

Policy III-8 Compensation & Benefits #4B

4. Establish or change pension benefits so as to cause unpredictable or inequitable situations, including those that:

B. Provide less than some basic level of benefits to all full-time employees, though differential benefits to reward longevity are not prohibited.

This is still in the process of learning what was offered in the past and weigh the options of restoring these benefits.

Tabled to November 2024 Board Meeting.

GM Reporting O&A

Board to Chris:

Are there any updates on the bathroom?

Response: We are constantly fixing the bathroom. The bathrooms overall have been a major plumbing challenge, but they are working.

Board to Chris:

Is there a date for Invest Atlanta?

Response:

No, there is no final date for the Invest Atlanta Grant. We've been told we're on a good track. We had to submit more documents, and we did. We are on hold until we hear back from it.

Board to Chris:

Have you heard any updates on ERC (Employee Retention Credit)

Response:

The ERC funds are still in progress. It is still pending. We were approved for \$300,000 and it will come as an employee tax credit.

GM Policy Monitoring

For the month of October 2024, the GM monitors

Policy I-1 ENDS

“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.”

Chris reports this policy as in compliance except for the following that are out of compliance:

Sustainable systems. He believes Sevananda can do a better job with recycling and compost. Sevananda should be leaders in the industry when it comes to these things. Update to be given by: 3/31/25

Economic expansion. When Chris first got hired his focus was to stop financial loss at Sevananda. Sevananda needs to keep growth going quarterly and has a lot of financial work to do. Update to be given by: 10/31/25

Engaged stakeholders. Chris believes we should be engaging Owners more consistently. He has been mapping out steps with the engagement committee on how to improve. Update to be given by: 6/30/25

The Board requests the action plan be added to the report and emailed to the Board for review and vote.

For the month of October 2024, the GM also monitors

Policy III-11 Board Logistical Support
POLICY TITLE: Executive Limitations

“The General Manager must not allow the Board to have inadequate logistical support”

Chris reports this policy as out of compliance due to #5. Cheranna has been doing good work getting SharePoint up to date with board meeting minutes and agendas. We’ll keep on this and have an update on 10/22/24 with a timeline to get the website updated within minutes.

Update (10/22/24) Chris has found someone to help with our website and am very excited about the fit! We will have the website up to date with at least 2023 and 2024 meeting minutes by the end of November, with some happening much sooner. He will continue to update this policy each month until it’s back in compliance.

Next update: 11/26/24.

No vote taken on GM Monitoring due to lack of quorum.

Executive Limitations (EL) Policy Review

The Board did not see anything in **Policy II-1 ENDS & Policy III-1 Board Logistical Support** that needed to be addressed immediately by way of an Ad Hoc Committee.

Board Policy Monitoring

Policy IV-2

Policy Type: GM Board Linkage

Policy Title: Unity of Control

“Board meetings are for the task of getting the Board’s job done.”

After thoroughly reviewing this policy and discussing the Board reports this policy as **“in compliance”**. During the GM and Board president meetings, ideas are thrown around, but Jessica as Board President makes it clear that certain topics are operation level, and she can’t provide directive. Only in a true emergency is it that Jessica would make a directive by way of the full Board, but this has yet to happen. Chris has not reported anything of the Board trying to give directive. Everyone has been very mindful that this is a one voice Board.

No vote taken on Board Policy Monitoring due to lack of quorum.

Board Linkage (BL) Policy Review

The Board did not see anything in **the Policy IV-2 GM Board Linkage** that needed to be addressed immediately by way of an Ad Hoc Committee.

Brief Board Briefs

50th Anniversary

The 50th Anniversary was kicked off on Sunday with the Little Five Points Parade and will continue until Saturday October 26th with the Owner Bash. Sevananda is having an entire week of Owner sales, offering a different sale for each department each day.

Volunteer Update -Collard Green Festival

Due to the weather, the festival was rescheduled and unfortunately on the day of Sevananda's 50 Anniversary Bash. Sevananda will no longer be able to attend for that reason.

Possibility of Filming

NBC will be filming in the store on Friday October 15th. We will be closing at 3pm on that day. We will also be hosting our staff holiday party on that day since staff will be off due to store closure.

Committee Chair and Officer Reports

Elections Committee

Elections preplanning should have started in late September/ early October. This needs to be started as soon as possible. Dr Chennault announces chairing this committee still for another year and will be needing 3 people on the committee. Jessica will continue to serve and calls for volunteers to assist with the committee's work.

Annual Meeting

Nothing new to report. Jessica has a call with the attorney to go over a method the Board can use as to where they will not have to host another annual meeting.

GM Contract/ Evaluation

Nothing new to report. The Charter will be updated soon, and a timeline will be created and voted on for this committee. This committee should be meeting after each Board meeting to update the GM Monitoring report table.

Owner Engagement Committee

Nothing new to report. The committee has not met. On Saturday at the anniversary bash, they will be promoting the survey and capturing origin stories.

Bylaw Revision Committee.

Committee Chair: Jessica McMorris.

Jessica has had some questions about the revisions the attorney made. She plans to meet with the attorney tomorrow to go over some questions she has. Once she does that she will report back to the full committee.

Board President Update on Consultant

LaDonna Redmond sent the draft of the Scope of Work to Jessica McMorris, Board President, for review and feedback. This was submitted to the Board and a vote was initiated but the vote was not completed. Jessica asks for the Board to review the email and cast their vote so that the contract can be approved.

No vote taken on Committee/ Officer Reports due to lack of quorum.

Adjournment:

No vote taken on Adjournment due to lack of quorum.

8:17PM

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Member Owners Present

Sachie Baker and Barbara Smith

Owner Comments

Barbara Smith asks the Board how they feel about solar panels on the roof. She is affiliated with a company called Supernova that installs solar panels and would like Sevananda to get a quote. The Board responds that the decision for that is an operational level decision. Chris responds that there are already solar panels on the roof. He discovered that after he was hired. He also explains that what takes place on top of the roof is solemnly up to the landlord. Chris plans to give Barbara his email address so they can talk further on this topic.

Sachie Baker, has been an Owner for 4 years. She has been working in the produce department for four weeks. She asks the Board, what is the structure for Sevananda worker/ owners to have a voice? The Board responds that employees can vote and do surveys as an Owner/ Staff member.

Decisions Made by the Board Outside of the Regular Meeting

9/24/2024- 10/22/2024 Board Decisions Made by Executive Session and Email Report.

GM Reporting

FYI Report

Updates: Policy III-8 Compensation & Benefits #4B

GM Policy Monitoring

Policy I-1 ENDS

Policy III-11 Board Logistical Support

Board Policy Monitoring

Policy IV-2 Unity of Control

Additional Reports

None