



## SEVANANDA NATURAL FOODS MARKET

### REGULAR BOARD MEETING

Tuesday, September 24th, 2024

**Board Members Present:** Board President Jessica McMorris, Board Vice President Nadia Giordani, Board Treasurer Gregory Daniels, Board Member Dr June Chennault, Board Secretary Beverly Perkins.

**Board Members Absent:** Board Member L'Angela Lee.

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

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**Timekeeper:** Nadia Giordani.

**Cue taker:** Jessica McMorris.

#### **Call to Order/Welcome/Roll Call**

Board President Jessica McMorris called meeting to order at **6:42 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 September 2024 Agenda.

Nadia Giordani motions to approve the September 2024 regular Board meeting agenda as submitted with additions.

2<sup>nd</sup>: Gregory Daniels.

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- 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.

2<sup>nd</sup>: Gregory Daniels

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

***Motion carried.***

### **Approval of July 2024 Minutes.**

The July 2024 Minutes were reviewed, and edits were submitted in advance via email by the full Board.

Nadia Giordani motions to approve the July 2024 regular Board minutes as submitted with edits via email.

2<sup>nd</sup>: Gregory Daniels.

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

*Motion carried.*

### **Purchase/ Repurchase of Shares**

General Manager Chris Roland reports 40 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**

**8/27/2024-9/24/2024**

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**

August has shown the biggest sales growth Sevananda has experienced since Chris Roland has been the general manager. With such great sales growth our transactions were up to 19,538 last year to 20,042 this year. The month of September is off to a great start, with sales already up over 4% and a major jump in customer count.

Chris is still working with accounting support Chris Bartlett from Roanoke Natural Foods on different projects as well as systems that will generate more accurate numbers in the future. Chris received a quote for audits and plans to present this to the Board along with recommendations on how to move forward. We've chosen a new firm to file our 2023 tax returns through and we are set to get them filed on schedule which is 10/15/2024. Chris has reengaged with our health insurance process; he is committed to reinstating this if we have (4) strong quarters. He has begun receiving quotes on how this will look as far as the premium.

*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.

When Chris R was hired as general manager there was no pension plan in place. He is in the process of learning what pension benefits we have offered in the past and what our options are for restarting those benefits. He will continue to update this policy each month as more information comes in

*Item still out of compliance; tabled to October 2024 Board Meeting.*

## **GM Reporting Q&A**

**Board to Chris:**

Are you interviewing H.R.?

**Response:** “Yes, the job was posted on indeed and applications are continuously rolling in.”

**Board to Chris:**

Didn't you mention taking an H.R training? Isn't that a conflict of interest?

**Response:**

“Yes, I've been handling our Payroll, staff onboarding and other HR duties as they arise. While it's not ideal, remember our former HR director left on their own accord, many co-ops around the country have the GM serving as Human Resources. We are legally required to provide certain services, and we perform those duties.

If staff are not comfortable talking with me, we have offered to have another manager attend with them. I would actually not perform any important conversations without a 3rd party witness, so this is normal to have multiple folks in the room. If staff are still not interested in coming to me and can't be satisfied going through their department head, then there is a mechanism for them to contact the Board of Directors. That process is spelled out in a memo in the breakroom.”

## **GM Policy Monitoring**

For the month of September 2024, the GM monitors

**Policy III-7 Asset Protection**

**POLICY TYPE: Executive Limitations**

*“The General Manager must not allow assets to be unprotected, unreasonably risked, or inadequately maintained.”*

Chris R interprets this to mean we must protect and maintain all the Cooperative's assets and not submit them to any unreasonable risk. Chris reports this policy as in compliance.

Beverly Perkins motions to accept **Policy III-7 Asset Protection** as in compliance.

2<sup>nd</sup>: Nadia Giordani

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

**Motion carried.**

For the month of September 2024, the GM also monitors  
**Policy III-10 Communications & Support to the Board**  
**POLICY TITLE: Executive Limitations**

*“The GM shall not permit the board to be uniformed or unsupported in its work.”*

Chris R interprets this to mean that the board needs to be kept informed on all Sevananda happenings, industry trends and other news that affects their work. In addition, the board needs to have resources available to make their time and work more effective and efficient. The board requested that more examples be added to the interpretation and that was done. As per item #6, **“Fail to inform the board of changes to the product policy.”** There have been no changes to the product policy since he’s been at Sevananda. Chris would not feel comfortable changing this policy without speaking with the Board. Chris monitors the product policy by simply looking at the ingredients in the products before bringing them in. He reports needing to monitor the kitchen closer to ensure the things they are ordering are in line with the product policy. Chris believes we do a great job keeping mainly organic items in the store. He recommends putting together an operation level committee to audit the store for GMO products. We haven’t fully evaluated the product policy and what it is. Chris reports this policy as in compliance.

Beverly Perkins motions to accept **Policy III-10 Communications & Support to the Board** as in compliance.

2<sup>nd</sup>: Gregory Daniels

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

**Motion carried.**

For the month of September 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.”*

As per item #1, **“Provide the Board with insufficient staff administration to support governance activities and Board communication.”** Marketing personnel made things like elections challenging. Chris R is open to freelancing a person who could assist with website, poster and communication. Chris will create a plan for what this looks like. Chris would like a timeline of what would be needed to assist. October thru end of March a lot of marketing support is needed for posters, flyers & ad copy. He also reports item #5, **“Allow insufficient archiving of board documents.”** as out of compliance. 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 10/22/2024 with a timeline to get the website updated within minutes.

Beverly Perkins motions to accept **Policy III-11 Board Logistical Support** as out of compliance with action plan.

2<sup>nd</sup>: Gregory Daniels

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

**Motion carried.**

### **Executive Limitations (EL) Policy Review**

The Board did not see anything in **Policy III-7 Asset Protection & Policy III-10 Communications & Support to the Board** that needed to be addressed immediately by way of an Ad Hoc Committee. No review was conducted on **Policy III-11 Board Logistical Support** due to these items being tabled to the October 2024 Meeting.

### **Board Policy Monitoring**

#### **Policy II-9**

**Policy Type: Governance Process**

**Policy Title: Board Meeting**

*“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”.

Beverly Perkins motions to accept **Policy II-9 Board Meeting** as in compliance.

2<sup>nd</sup>: Gregory Daniels.

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

**Motion carried.**

### **Board Linkage (BL) Policy Review**

The Board did not see anything in **the Policy II-9 Board Meeting** that needed to be addressed immediately by way of an Ad Hoc Committee.

### **Brief Board Briefs**

#### **Collard Green Festival**

The Collard Green Festival is coming up at the end of September and Sevananda will be in attendance. If anyone would like to volunteer, please contact Chris R.

#### **Anniversary Update**

October 20<sup>th</sup> is the Little Five Points Halloween Parade. We will be the parade grand marshal in

celebration of our 50<sup>th</sup> anniversary. We are looking for volunteers to dress up in 70's gear and represent Sevananda.

## **Committee Chair and Officer Reports**

### **Owner Engagement Committee**

Committee Chair: L'Angela Lee absent. Committee Member, Jessica McMorris, reports in her absence. The Owner Engagement Committee met and went over the survey information that was collected to see where the committee can best engage. The survey was launched September 6<sup>th</sup> at the Labor Day Event. There are presently 74 submissions and 198 started the survey but weren't complete. This data will be migrated into constant contact. Chris is brainstorming incentives for people to complete the survey.

### **Bylaw Revision Committee.**

Committee Chair: Jessica McMorris.

There are two Bylaws that need to be reviewed related to how Annual Member Meetings are held and voting in Annual Member Meetings and voting on AOI Revisions. Julian, a law professor at Georgia State University and Member Owner of the Co-op who is currently serving on the committee, sent feedback from the revisions the Board requested. The revisions were made by the committee and submitted to the board for a vote on the draft. The draft was voted on by the board and is in the hands of Dorsey Law Firm who will review and submit feedback. They have been working specifically with Nick who should have comments back to the committee by next week. If there is nothing major, the reviews will go straight to the Board for approval. After 30 days, the board will either hold another member-owner meeting to vote or potentially include as part of the annual board elections, if permitted by Wisconsin law.

### **Board President Update on Consultant**

LaDonna Redmond sent the draft of the Scope of Work to Jessica McMorris, Board President, for review and feedback. We should be getting the full scope of work soon. The plan is to begin work in October 2024.

Gregory Daniels motions to accept all committee reports as submitted.

2<sup>nd</sup>: Nadia Giordani.

Votes Taken:

Jessica McMorris-Yes.

Nadia Giordani- Yes.

Gregory Daniels-Yes.

Beverly Perkins- Yes.

Dr June Chennault-Yes.

***Motion carried.***

### **Adjournment:**

Gregory Daniels motions to adjourn the September 2024 Regular Board Meeting.

2<sup>nd</sup>: Beverly Perkins

Votes Taken:

Jessica McMorris-Yes.

Edith Love-Yes

Gregory Daniels-Yes.  
Beverly Perkins- Yes.  
Dr June Chennault-Yes.  
*Motion carried.*

8:30PM

# SEVANANDA NATURAL FOODS MARKET

## REGULAR BOARD MEETING NOTES

Tuesday September 24th, 2024

**Board Members Present:** Board President Jessica McMorris, Board Vice President Nadia Giordani, Board Treasurer Gregory Daniels, Board Member Dr June Chennault, Board Secretary Beverly Perkins.

**Board Members Absent:** Board Member L'Angela Lee.

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

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### **Member Owners Present**

Ras Moye, and Shelley Danzy

### **Owner Comments**

**Ras Moye** has been a member owner of Sevananda since 1995, he was the first black sea moss, black soap and shea butter vendor at Sevananda. Ras ask the Board for a status update on the public restroom. Chris Roland responds that the bathroom has been a challenge for years. A lot of people in the community come to Sevananda to use the restroom. Maintenance on the restroom has cost us a lot. We are working on a system where we can buzz people in instead of the door being open and accessible to all.

**Shelley Danzy** has been a member owner of Sevananda since January 2024. She didn't know about the Board meetings until recently and requests possibly getting more communication with alerts on when the meetings will take place.

### **Decisions Made by the Board Outside of the Regular Meeting**

**8/27/2024-9/24/2024** Board Decisions Made by Executive Session and Email Report.

### **GM Reporting**

FYI Report

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

### **GM Policy Monitoring**

Policy III-7 Asset Protection

Policy III-10 Communication & Support to the Board

Policy III-11 Board Logistical Support

### **Board Policy Monitoring**

Policy II-9 Board Meeting

### **Additional Reports**

None