

WHOLE FOODS COMMUNITY CO-OP, INC.
Minutes of JUNE 2011 Meeting of Board of Directors
As approved at Board of Directors meeting on July 25, 2011

DATE: June 27, 2011
TIME: 5:30 PM
LOCATION: Whole Foods Co-op, 610 East 4th Street, Duluth, MN

Attended by Board members: Alison Champeaux, Mary Dragich, Chris Edwardson, Mark Friederichs, David Helf, Theresa Koenig, and Heather Murphy. Also present: General Manager Sharon Murphy and Owners John Westlund, Sarah Nelson and Joann Wells.

Motion, seconded and carried is abbreviated as MSC, followed by the names of the maker, second and vote tally. U = unanimous vote.

OPEN SESSION

President Chris Edwardson called the meeting to order at 5:30 PM. Chris accepted timekeeper duties. Owners were welcomed and introduced themselves. Board members were prepared and no conflicts of interest were noted.

IMPORTANT DATES

All dates were reviewed for possible conflicts and the following items were noted:

- Grill Wars, a fundraiser for Second Harvest Northern Lakes Food Bank, has been postponed to Thursday, July 7, at 4 PM, at Fitgers
- Board members will be invited to attend an invitation-only preview of the children's play *Our Piece of Ground* at Harbor City High School on Thursday, July 28.
- Information on registration and related costs to attend the following events was distributed to Board members:
 - Growing Food and Justice for All Gathering, September 9-11, Milwaukee, WI
 - National Cooperative Business Association Annual Meeting, Minneapolis, MN, October 4-7

REVIEW

Minutes – The Board approved (MSU, Theresa, David) the draft of the Minutes (open session) of their May 23, 2011, meeting. The Board approved (MSU, David, Alison) the draft of the Minutes (closed session) of their May 23, 2011, meeting.

Management Report – There were no requests for Board action in the June Management Report. Sharon noted that:

- The FY 2012 Pay Structure has been distributed to all employees.
- Over 1,120 responses have been received to date to the 2011 Shopper Survey; additional responses will be accepted through June 30, 2011. WFC received about 700 responses to the 2009 Shopper Survey.
- A contract has been signed with LHB for architectural and engineering services for development of the 630 East 4th Street property acquired in April 2011.

Ownership Report - With respect to the June Ownership Report, the Board approved:

- (MSU, David, Alison) 81 new Owner applications,

- (MSU, Alison, David) refund of four term/transfer requests (Owner Nos. 11464, 6163, 106161 and 10553).
- (MSU, David, Theresa) transfer of equity to cover bad debts (Owner Nos. 1316, 6070, 6082, 6095, 6222, 6703, 8284, 8553, 8710, 9596, 9739, 10303 and 8624).

There were no requests for Matching Funds on this month's Ownership Report. The Board noted that, as of May 31, 2011, WFC has 6,199 active Owners and 1,095 inactive Owners.

Financial Report – The Board reviewed the May Income Statement. Sales growth to date in June is approximately 7% with a goal of 6%.

Compliance Reports – Barring objections, the Board accepted Sharon's Compliance Report on Policy B3 Budgeting and Financial Planning.

Board Calendar – (MSU, David, Mark) the Board accepted the operating and capital budgets for FY 2012 as recommended by the Finance Committee.

Committees – Theresa reported that the Board Recruitment Committee (Theresa, Heather and Mary) met earlier today and discussed items including, but not limited to, benefits of a contested election, campaigning policy and promotion of participation in the Board election. The Board Recruitment Committee has a tentative meeting date of 4:45 PM on Monday, July 25, 2011, at WFC.

NEW BUSINESS

The following Board compliance reports were assigned for the July Board meeting:

- Policy D1 Governing Style/Mary
- Policy D5 Committees/Theresa
- Policy D6 Meetings/David
- Policy D8 Minutes/Heather

STUDY

Alison introduced discussion on the topic of sustainability and food issues with reference to the following articles:

- Alternative Food Initiatives in CA
- Sustainability in the Balance/Issue Paper #1
- Sustainability in the Balance/Issue Paper #2
- Sustainability in the Balance/Issue Paper #3

Heather and Alison will suggest additional readings on this topic for the Board's July meeting.

Following an evaluation on process, the Board approved (MSU, Heather, David) adjourning this meeting at 7:38 PM.

Respectfully submitted,
Sharon Murphy, General Manager