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Whole Foods Community Co-op

1332 East Fourth Street
Duluth, MN 55805

WHOLE FOODS CO-OP ENDS POLICY

As approved by the Board of Directors on September 10, 2003

To assist the General Manager in the decision-making process, the following values reflect our vision:

- 1) **Service to Members** — WFC members contribute to a consumer-owned business that supports local organic growers and local suppliers and provides jobs and services that stay in our community.
- 2) **Member & Community Education** — WFC offers member and community education to enhance the lives and health of its members and potential members as well as to promote the Co-op's uniqueness and philosophy.
- 3) **Member Involvement/Governance** — WFC practices democratic forms of government.
- 4) **Diversity** — WFC values diversity in staff as well as in membership and brings people of diverse backgrounds and experiences into leadership and other roles at the Co-op.
- 5) **Public Service/Corporate Citizenship** — WFC is an active partner in our community.
- 6) **Commitment to the Cooperative Movement and to Other Cooperative Activities** — WFC builds and strengthens the cooperative movement.

Printed with soy ink on 100% post-consumer recycled paper



Whole Foods Community Co-op

1332 East Fourth Street • Duluth, MN 55805
218-728-0884 • www.wholefoods.coop

FRAN SKINNER MEMORIAL FUND REPORT

What is it: The Matching Fund was created in 1991 to assist WFC members in purchasing the required amount of equity stock when this purchase would pose financial hardship. In 1994, the Board of Directors approved a name change for the fund in honor of one of our founding members, Fran Skinner.

How the Fund grows: All donations to the Fran Skinner Memorial Matching Fund are maintained in a separate, interest-bearing account until distributed. The Fund grows through cash donations, profits from special projects, and donations of WFC stock from departing members.

Who is eligible: Eligibility for WFC members who have purchased a minimum of \$20 of stock is determined by:

- 1) The date the membership expires,
- 2) The availability of funds in the account, and
- 3) Family size and income as listed on the application form in the Fund brochure.

More information on the Fund is available in a brochure at WFC and on our web site at www.wholefoods.coop

FY 2004 Fund Activity Report

| | |
|------------------------|-------------------|
| Balance 6/30/03 | \$877.83 |
| Contributions | 273.66 |
| Interest | 5.84 |
| Allocations | -80.00 |
| Balance 6/30/04 | \$1,077.30 |

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WHOLE FOODS COMMUNITY CO-OP
ANNUAL REPORT 2004
 TO MEMBERS

ANNUAL REPORT FOR FISCAL YEAR 2004

(ended June 30, 2004)

By Sharon Murphy, General Manager

| | FY 2002 (12 months) | FY 2003 (11 months) | FY 2004 (12 months) |
|---------------------------|------------------------|------------------------|------------------------|
| New members | 295 | 368 | 453 |
| Net new equity | \$20,424 | \$19,828 | \$33,502 |
| Sales to members | 57.37% | 58.15% | 60.59% |
| Sales | \$2.94 million | \$3.14 million | \$4.02 million |
| Growth over previous year | 16.26% | 17.08% | 17% |
| Average #/customers/day | 429 | 460 | 524 |
| Average purchase | \$19.24 | \$21.06 | \$21.47 |
| Record sales day | \$13,785 | \$18,730 | \$20,507 |
| Profit from operations | 2.5% | 3.6% | 2.15% |
| Entry wage | \$6.15/hour | \$6.75/hour | \$7.20/hour |
| Average wage | \$9.65/hour | \$10.28/hour | \$10.55/hour |

In September 2003, the Board approved new ENDS Policies, the first of which is: **Service to Members** – WFC members contribute to a consumer-owned business that supports local organic growers and local suppliers and provides jobs and services that stay in our community.

Following are the amounts allocated in FY 2004 to support local organic growers and local suppliers and to provide jobs and services that stay in our community. I can't guaranty that all these sums went on to be recycled in the Duluth economy, but it is worthwhile to ponder the impact of our corner store as part of the local economy. We will continue to track our local "investments" in future Annual Reports.

FY 2004

| | |
|-------------------------------|--------------------|
| Wages and salaries | \$788,154 |
| Cash rebates to members | \$ 25,123 |
| Local suppliers and growers | \$280,014 |
| Savings in local credit union | \$146,523 |
| | \$1,107,944 |

On August 10, 2004, we entered into a purchase agreement with the owner of the C.W. Chips building, 610 East 4th Street, to acquire that site as a new location for Whole Foods Co-op. Information will be mailed to members, posted in the store and on our website on how you can participate in this long-awaited expansion. Join us at the Annual Meeting on October 6 to celebrate our expansion progress!

THANK YOU TO THE STAFF, BOARD, MEMBERS,
 SUPPLIERS AND FRIENDS OF WHOLE FOODS CO-OP
 FOR ANOTHER GREAT YEAR!

**WFC ANNUAL
 MEMBERSHIP
 MEETING**

Please join us at The Depot, one of Duluth's great historical settings, for the Annual Membership Meeting of Whole Foods Community Co-op, one of Duluth's great institutions!

NOTICE:

Wednesday, October 6, 2004
 The Depot Great Hall
 506 West Michigan Street
 Duluth, MN 55802

AGENDA:

- 5:30 PM Registration and social time
- 6:00 PM Buffet dinner & beverages
 - No charge for member
 - Guests \$5.00/each
- No charge for children 3 and under
- Dinner catered by CoCo's to Geaux
- Cash bar
- Board election ballots accepted until 6:30 PM

BUSINESS MEETING

6:45 – 8:15 PM *

- 1) Proof of notice of meeting
- 2) Determination of a quorum and right to vote by Members
- 3) Reading and approval or waiver of Minutes of last meeting (*see Annual Report 2004*)
- 4) Reports of officers and committees (*see Annual Report 2004*)
- 5) Motions for acceptance, concurrence of filing as to all reports
- 6) Election of Directors
- 7) Unfinished business
 - results of by-law amendment
 - expansion update
- 8) New business
 - patronage rebates
- 9) Remarks for the good and welfare of the Association
- 10) Adjournment

*Free childcare will be provided in The Depot's Children's Museum during the business meeting.

WHOLE FOODS CO-OP

MISSION STATEMENT

*As approved by the Board of Directors on
February 20, 1997*

The Whole Foods Co-op is committed to the Cooperative Principles, to providing its members, patrons and community the highest quality nutritious whole foods, and to the products and practices which make positive changes in the life of its community, employees and environment.

**WHOLE FOODS CO-OP IS A
CONSUMER-OWNED
COOPERATIVE WITH OVER
2,300 MEMBERS/OWNERS**

**YOU ARE A MEMBER/OWNER
OF WHOLE FOODS CO-OP**

Definition

A cooperative is an autonomous association of persons united voluntarily to meet their common economic, social, and cultural needs and aspirations through a jointly owned and democratically controlled enterprise.

Values

Cooperatives are based on the values of self-help, self-responsibility, democracy, equality, equity, and solidarity. In the tradition of their founders, cooperative members believe in the ethical values of honesty, openness, social responsibility, and caring for others.

Principles

The Cooperative Principles are guidelines by which cooperatives put their values into practice.

First Principle

Voluntary and Open Membership

Second Principle

Democratic Member Control

Third Principle

Member Economic Participation

Fourth Principle

Autonomy and Independence

Fifth Principle

Education, Training and
Information

Sixth Principle

Cooperation Among Cooperatives

Seventh Principle

Concern for the Community

2004 Annual Board Report

by Katie Neff Dawson

Whole Foods Co-op (WFC) has had another exciting and successful year. Dozens of new members join every month. Daily sales continue to increase. Financial results are on target. And, finally, we have signed a deal for our future, much larger store. This time next year we should be operating in the new location. Y'all come to the Annual Meeting October 6 for great food, great beer and more details of the expansion!

Your Board approved WFC membership in the National Cooperative Grocers Association (NCGA) which will support and link food cooperatives nationwide. Four Board Members attended a national conference sponsored in part by NCGA and heard the potential for a strong cooperative future. This was reassuring to us, as it sometimes seems we live in an uncooperative world.

The WFC Board committed time to quarterly visioning sessions. The list of Board goals created for 2004 includes:

- link with other co-op boards to plan, lead and think nationally
- expand our financial understanding
- implement a successful member loan program
- create defined opportunities for member linkage
- maintain great attendance at annual meetings (be there or be square!) and
- review the bylaws

A couple of other exciting things happened this year. WFC completed its first patronage rebate program as announced at last year's Annual Meeting. We also continued the "Dining with Directors" event at which members shared their vision of WFC.

WFC has just signed a purchase agreement to acquire a new location for our store. That means the Board will be implementing a member loan program to raise funds for the new

store. In our last expansion we successfully paid all member loans off on time and we are even more confident of our success this time. When you receive the letter explaining the loan program, please consider showing your financial support as a member-owner-lender to assure continued success of this cooperative business.

On a personal note I can't tell you how thrilling it is to finally have a new site. Two goals I wanted to achieve on my Board shift were the store expansion and financial strength to be able to pay our employees benefits and a living wage. We reached Duluth's living wage standard earlier this year. With this expansion and your continued support, we will see our pay scale meet a real living wage. The Board extends a huge expression of gratitude to our employees who help make our store so successful and have continued to stretch and scrunch to make our present site work.

It has been delightful serving as President these last three years. Sharon Murphy is an excellent General Manager and a joy to work with. I will miss our agenda meetings. Thanks to Lynn Fena, Dennis Kaleta, Chad Coffey, and Jean Sramek for their great service as Board Members and to Chris Edwardson for stepping on the Board and catching on so fast to our work as Board Members. I offer a huge thank you to Geiger Yount. She is ending her third consecutive term as a Board Member, but her service to WFC has been continuous since the early 1970s, and I thank her for all that she has done to help our store become fiscally brilliant! Thanks to all these folks for sharing their time, brain power, and great humor.

Finally a large thanks to you, the member-owners of this business we call Whole Foods Co-op. Don't forget to vote with the enclosed ballot for the folks you think will best represent you on WFC's Board of Directors. See you at the Depot for the Annual Meeting October 6!

ANNUAL MEMBERSHIP MEETING

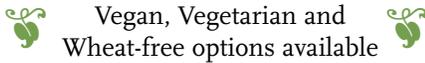
Wednesday, October 6, 2004
 The Depot Great Hall
 506 West Michigan Street
 Duluth, MN 55802

5:30 PM Registration and social time

6:00 PM Buffet dinner and beverages

- No charge for Voting Member; no charge for children 3 and under; non-voting household members or guests \$5.00/each

- Buffet dinner catered by CoCo's to Geaux



Vegan, Vegetarian and Wheat-free options available

- Cash bar

Board election ballots accepted until 6:30 PM

6:45 – 8:15 PM Business meeting*

*Free childcare will be provided in The Depot's Children's Museum during the business meeting.

BOARD MEMBERS

Chad Coffey, *Secretary* Chris Edwardson
 Lynn Fena Dennis Kaleta
 Katie Neff Dawson, *President*
 Jean Sramek, *Vice President*
 Geiger Yount, *Treasurer*

Yes, I will be attending the Whole Foods Co-op Annual Membership meeting on Wednesday, Oct. 6, 2004 at 5:30 PM.

Name _____

Address _____

City _____ State _____ Zip _____

_____ Number of Voting Members attending (Member # _____)

_____ Number of additional household members or guests – \$5 ea.

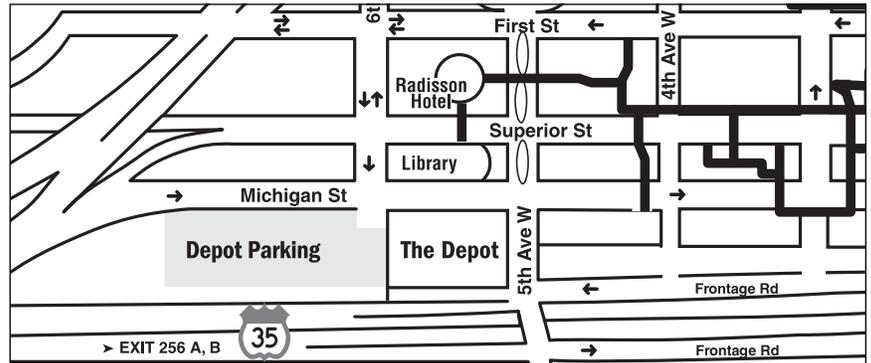
_____ Number of children over 3 years – \$5 ea.

R.S.V.P. must be received by Friday, Sept. 24. Payment at the door.



Please let us know how many are coming — complete the information requested, cut out the card on dotted line, stamp, and mail. Thank you!

You may also choose to R.S.V.P. to Shannon or Caroline at 728-0884.



Free Parking in The Depot Parking Lot.

BALANCE SHEET

| | FY 2004 6/30/04 | FY 2003 6/30/03 |
|---------------------------------------|--------------------|--------------------|
| ASSETS | | |
| Current Assets | \$446,645 | \$388,067 |
| Property/Building/Equipment | 322,349 | 335,945 |
| Other Assets | 12,127 | 10,884 |
| TOTAL ASSETS | 781,121 | 734,896 |
| LIABILITIES | | |
| Current Liabilities | 109,755 | 227,993 |
| Long-Term Liabilities | 93,103 | 105,823 |
| TOTAL LIABILITIES | 202,858 | 333,816 |
| EQUITY | | |
| Member Equity | 335,183 | 200,976 |
| Donations | 15,109 | 15,109 |
| Retained Earnings | 227,971 | 184,995 |
| TOTAL EQUITY | \$578,263 | \$401,080 |
| TOTAL LIABILITIES & EQUITY | \$781,121 | \$734,896 |

INCOME STATEMENT

FOR FY 2004/ENDING JUNE 30, 2004

| | FY 2004 (12 months) | FY 2003 (11 months) |
|-----------------------------|------------------------|------------------------|
| SALES | 4,018,580 | 3,142,108 |
| less cost of goods sold | -2,593,908 | -2,014,433 |
| NET SALES | 1,424,672 | 1,127,675 |
| OPERATING EXPENSES | -1,338,376 | -1,012,298 |
| GAIN FROM OPERATIONS | 86,296 | 115,377 |
| OTHER INCOME/EXPENSE | 42,976 | 140,254 |
| NET INCOME | 129,272 | 255,631 |

accept the ballot resolution. James Harvie seconded the motion. There was a question about using the current ballots to determine the election. Board member Geiger Yount responded saying that sending out new ballots was the only way to fairly elect new Board members. Motion carried with a strong majority.

Katie stressed the importance of voting when the corrected ballots are mailed. She asked members to call the Board of Directors with any questions or concerns.

Expansion Update

WFC General Manager Sharon Murphy reported that WFC is assessing two sites that must remain confidential because they are not publicly for sale. We are not currently in negotiations for either site. Both sites are within a mile of our current location. Sharon reported on the Member Focus Dinners that WFC conducted in early 2003. She reported that we learned more from these face-to-face meetings than we have from surveys conducted by mail. Members at these meetings said that the specific location of a new Co-op did not concern them as long as it was in the Central/East Hillside. WFC hopes to offer more focus dinners in the spring of 2004. The meetings would be held at a meeting space that WFC recently began leasing.

Patronage Rebates

Katie reported that the Board has declared a patronage rebate for Fiscal Year 2003. The following motion approved by the Board of Directors on September 22, 2003 was read at this meeting:

Motion made, seconded and unanimously approved to declare the maximum patronage rebate dividend, as recommended by management, allocating 20% as cash and 80% as equity for Fiscal Year 2003. The financial numbers discussed at this meeting may change so no specific numbers were mentioned in the motion.

Sharon said that there were two reasons that WFC was able to declare a rebate this year:

1. WFC has an amazing staff
2. WFC received a gain on sale from an investment in Blooming Prairie Warehouse

Sharon presented a new brochure on patronage rebates. She pointed out that the pie charts were real pies, a nice touch suggested by the Membership Committee. Sharon thanked Marketing and Member Services Manager Dianna von Rabenau for her work on the



brochure.

An audience member asked if there was an uncomplicated way that the cash rebate could be given back to the Co-op. Sharon said no, but she encouraged people to spend their check at the Co-op. That is the easiest way to use your rebate to support the Co-op.

Sharon encouraged members to please cash their rebate checks. The checks could potentially be mailed in early December 2003.

Survey Results

WFC Assistant Manager Chris von Rabenau presented an informative slide show on the results of the 2003 customer survey. There were 167 surveys turned in, down from 177 in 2001. It was pointed out that the 167 surveys represented a very small number considering a survey was sent out to roughly 2000 members. Members were encouraged to respond to future surveys as this is a way for Co-op Management and Board members to make improvements to the organization. In response to an increase in

customers commenting on the checkouts being slow, Chris suggested that WFC could post slow sales times on the website so customers could shop accordingly. Katie reminded everyone that the next Member Appreciation Day is Wednesday, October 15.

Katie thanked exiting Board members David Syring and Koresh Lakhan. David and Koresh received gift baskets including tennis balls, as they are both avid tennis players.

Remarks for the good and welfare of the organization

Steve O'Neill reported that the garbage can has disappeared from Chester Creek Park across the street from WFC. Steve asked if the Co-op could use its "considerable political clout" to get the garbage can replaced. Chris von Rabenau reminded those in attendance that Saturday, October 18 from 10AM-12PM is the last adopt-a-park cleanup day of the year and he encouraged people to volunteer.

A request was made for the small yogurts in the cooler to be placed lower on the shelf. It is difficult for shorter customers to reach them and to read the product labels.

Door prizes were drawn. Dianna von Rabenau thanked Greysolon Plaza for allowing WFC to use outside catering, an exception to their usual policy. Dianna thanked the Scenic Café for their great food and attentive service. Dianna thanked all for coming and for everyone who RSVP'd to her.

Katie Neff Dawson thanked those who had donated door prizes, Dianna von Rabenau for her work in organizing the Annual meeting, the childcare staff at the meeting, and Nathan Coombes for his work as Board Assistant. Katie thanked Sharon Murphy and the WFC staff. This drew a standing ovation from the crowd. Last but not least, Katie asked the members to thank themselves.

*Respectfully submitted,
Nathan Coombes, Board Assistant*

Whole Foods Community Co-op, Inc. (WFC)

Annual Membership Meeting Minutes

October 8, 2003

This meeting was held in the Greysolon Plaza Ballroom, Fingers Complex, Plaza Ballroom 231 East Superior Street, Duluth, Minnesota, and was attended by 142 members and 100 guests.

Welcome and Introductions

Following an excellent meal served by the New Scenic Café, Board President Katie Neff Dawson called the meeting to order at 6:45 PM. Katie welcomed the audience and introduced the Board Members present. Katie asked the members present to stand up by groups according to member number.



Determination of a Quorum

Katie reported to the audience that there was a quorum.

Approval of Meeting Minutes

Jacqueline Falk made the motion to waive the reading of the 2002 Annual Membership Meeting Minutes and approve the minutes as submitted in the Annual Report. Beth Holst seconded the motion. Motion carried.

Reports of Officers and Committees

Steve O'Neill made the motion to accept the reports of Officers and Committees. Dan Shapiro seconded the motion. Motion carried.

Election of Directors

Sharon reported that the instructions for the September 2003 ballot were not accurate.

There are four openings on the Board, not three and there are six candidates, not five.

The current Board will continue to serve until new Board members are duly elected.

Board member Koresh Lakhan read the following motion:

I move that the ballots issued and cast from the mailing of the 2003 Annual Report be declared invalid and that the Board of Directors mail a corrected ballot together with previously published information about the six candidates to all eligible members.

I further move that the Board of Directors tally all valid votes received and announce the results to the membership by November 7 and that these results also be recorded in the Minutes of this Annual Meeting. Duly recorded (Board Members elected Lynn

Fena, Dennis Kaleta, Jean Sramek, and Katie Neff-Dawson).

Karl Wyant made the motion to

Annual Meeting Minutes, cont'd on page 6



STAFF

ADMINISTRATION

General Manager

Sharon Murphy

Assistant Manager/IT Manager

Christof von Rabenau

Office Manager

Penny Nemec

Marketing & Member Services Manager

Shannon Szymkowiak

Buyers

Lisa Anderson, Brenda Brock,
Rhonda Mittlefehldt, Jim Richardson

Financial Assistant

Kathy Covill

Financial Coordinator

Caroline Shallman

Buyer's Assistants

Dana Cunningham

Brad Rozman

DELI

Manager

Debbie Manhart

Assistant Managers

Wolfgang Littlewolf

Steve Perry

Assistants

Andrea Butman, Jill Holmen, Avy Jackson,

Robert Litsenberger, Patrick O'Brien,

Celia Rupp, Paula Williams

OPERATIONS

Manager

Nathan Coombes

Assistant Manager

Briana Lowrie

Coordinators

Jessica Belich, Jay Finch-Newkirk,

Diana Preisen

Clerks

Bonnie Barker, Rain Elfvin,

Julie Kohls, Graham Litterst,

Christina Norhe, Maija Peura,

Teri Sackmeister, Sonya Welter,

Virginia Wiggen

Operations Assistants

John Fisher Merritt, Don Larsien,

Darcy Sathers

PRODUCE

Manager

Michael Karsh

Assistant Manager

Justin Hemmings

Assistants

Ian Alexy, Teague Alexy, Jennie Bonicatto,

Baird Hall, Janet Ramel,

Brian Tomaino

WFC BOARD CANDIDATE PROFILES

Applicants to the Board of Directors answered six questions regarding their interest in serving the Co-op:

General qualifications for the Board of Directors:

- Candidates must be members in good standing of Whole Foods Co-op.
- Candidates must be willing and able to attend at least ten (10) monthly Board meetings per year and hold office for two years.
- Candidates must be willing to prepare for these meetings and continuously refine and develop the skills necessary to be a Director (e.g., ask probing questions, critically assess proposals and plans, understand the ramifications of policies, formulate policies and strategies).

Directors are indemnified from personal liability to the full extent provided by law. WFC has Directors & Officers Liability Insurance.

Jeri Brysch

I would like to serve on the Board of Directors of Whole Foods Co-op for several reasons. A few of the more important reasons for my desire to serve in said capacity are my shared belief in the necessity of sustainable farming and the values of organically grown foods. Combined with these shared beliefs is my desire to make a positive impact on the community and the environment within which I live.

My experiences and/or involvement with Whole Foods Co-op and other cooperative enterprises have been acquired through many diverse venues. I have worked for enterprises with similar underlying philosophies and goals as those of the Whole Foods Co-op. Likewise, I am knowledgeable of the underlying foundation and beliefs leading to the development of co-ops in general and in particular of the Whole Foods Co-op. My personal experience with the Whole Foods Co-op has been that of being a loyal customer for the past 6-plus years of the great products that the store has consistently offered.

The opportunities that present themselves to the Whole Foods Co-op can also become challenges in the Whole Foods Co-op's future. Through an increase in the education of the public and their resulting increased awareness of the virtues of organically grown foods and the necessity for sustainable farming, the Whole Foods Co-op has had to meet a growing demand for their products, stretching their current location and resources to capacity. Meeting this growing need of the community, while still maintaining true to its goals and mission will be the greatest opportunity, yet at the same time, the largest challenge, for the Whole Foods Co-op in the future.

The skills that I would contribute to the Whole Foods Co-op in my capacity on the Board would be those of finance, human resource management, and administration. With the combination of these formal skills and those that are acquired through years of experience, my shared desire to have a positive impact on the community, and the environment, I believe that I could be a positive contributing member of the Board. I would consider it an honor to be a part of a team that works to ensure that the Whole Foods Co-op is successful financially while still remaining true to its mission and its goals. I also believe that my strong financial background will prove to be a valuable asset throughout the Whole Foods Co-op's upcoming expansion.

My formal education includes a Bachelor's of Accounting and a Master's of Business Administration. I have held the positions of Senior Accountant (C.P.A. license) in a Certified Public Accounting firm, Financial Director & Labor Negotiator of a medium sized city, Chief Financial Officer of a Coordinated Community Response to Violence program, volunteer Women's Advocate, and my favorite position to date, Accounting Instructor at a local Community College. I am currently employed as an Accounting Instructor by Lake Superior College. I love the opportunities that this position affords me to work with and learn from the many generations that I am involved with.

Chad Coffey

I would like to continue my work on the board because I feel that I have been effective and am excited about the future. The expertise I bring to the Co-op is the experience and training I've received by serving on the board. I have really enjoyed my term and feel I can do more with further terms. I would like to continue my work on the board because I feel that I have been effective and am excited about the future. I have learned so much over the past two years it is unbeliev-

able. I would like the opportunity to serve again to repay the Co-op for what I have learned.

The biggest opportunity and the biggest challenge to the Co-op in the future is relocation. We have worked through a number of new building options and are closer then ever now. The skills I will bring are an understanding of the board process and a background of co-op principles developed from serving on the board for the last two years. My formal education is in the Graphic Arts from MATC in Madison, Wisconsin. I currently work at the True Value Hardware store in downtown Two Harbors. True Value Hardware is a retailer owned co-op.

Chris Edwardson

I would like to serve on the Board of Directors of Whole Foods Co-op to help with a successful expansion. This will include completion of the member loan program in a timely manner, ensuring that we build/remodel in a way that is environmentally responsible, and making sure that our financial projections are reasonable so that the financial risks to the co-op are minimized. Once the expansion is completed I would like to focus effort on promotion and education related to cooperative principles and healthy food, people, and environment.

I have been involved with cooperatives since joining a food-buying co-op in 1976 in Maine. I served on the Board of Common Health Warehouse for 3 years and was President of the board for 1 year. I have been a member of Whole Foods for 15 years. I am currently on the Whole Foods Co-op board to complete a vacated term.

The primary opportunity and challenge for Whole Foods Co-op in the future is growth. When we move into a new space, we will have to manage greater debt, more employees, more inventory, etc. This will be a challenge. Having been a lending member during our last move, I am certain the management of the co-op is equal to the challenge. An exciting opportunity that comes with growth is the potential for more visibility for cooperatives, greater awareness about the benefits of eating healthy food and using other environmentally safe products in our homes and community.

The skills I would bring as a Director are an understanding of the financial aspects of operating a business, board experience (Common Health, church, and 5 months on Whole Foods), and the ability to build consensus in a cooperative spirit. I also have written and critiqued business plans and developed strategic plans. My formal training and education includes a B.S. and M.S. in Wood Science and an M.B.A. My current occupation is carpenter and part-time consultant to NaturNorth Technologies, a company developing natural chemicals from birch bark.

Dustin Holden

I would like to serve on the board of Directors to help the Co-op continue to grow and develop, and to become an increasingly valuable asset to our community. I have been a member at the Co-op since I moved to Duluth with my family in January. We moved from Santa Cruz, CA, where natural food stores were all privately owned. The Co-op philosophy is great, giving all of the "customers" more personal involvement in the type, variety, and amount of products and services available.

In the future, I see Whole Foods Co-op needing to make itself increasingly available and applicable in the lives of the community. This may be through a larger building, increased community visibility, or expanded products and services. As our society continues to gain a greater appreciation for the personal health, social, and environmental benefits of eating a natural, organic diet, the Co-op is in a great position to meet this growing demand.

I would bring skills in working with other people to the Board. I work with people on a daily basis, in both strained, uncomfortable situations and joyful, exciting situations. I am accustomed to setting goals, and finding appropriate steps to move toward that goal. I have a Master's Degree in Counseling Psychology with a specialization in Holistic Studies, graduating from John F. Kennedy University in California. I work as an In-Home Family Therapist, helping families to make positive changes in their lives.

Morris Levy

Let's be honest...my only experience or involvement in WFC or other cooperative enterprise has been as a customer! However, in the spirit of cooperative buying power, I initiated discussions with a group of friends to buy a grass-fed bison and divide it into family-size shares. We will be buying our first bison this fall.

Why do I want serve on the Board? I want to support the Co-op in a more active manner than just buying groceries. With a background in health sciences, I understand the importance of proper nutrition, and now most importantly the value and relevance of natural foods. The Co-op is necessary in this community if we are to preserve and promote a local, sustainable farm industry.

As I am writing this application, I have just learned that the current Board was able to settle on a site for the relocation of the Co-op. It is wonderful news, as the search had become a most difficult task for the current Board. This is both a great opportunity and a challenge. It is an opportunity because the Co-op needs to expand to meet current demand and continue its steady growth. It will be a challenge because we need ALL our members actively involved to raise the necessary money for remodeling and other constructions costs. As large chains continue promoting organic foods, the Co-op must find ways to stay competitive in its prices. I view the expansion as a leap forward in this competitive environment.

The skills that I would bring to this position are those that I have honed as a researcher and teacher. I ask questions (until I really understand) and I break down a problem into manageable pieces. I am organized, and I usually tend to put the horse before the cart!

Even though I have earned what is often referred to as a "terminal" degree (doctorate in Biomechanics from Oregon State University), I still maintain this curiosity that you can feel as a student. As amazing as it might be, I actually work within my field of study. I am a professor of Biomechanics at the University of Minnesota Duluth. I have lived in Duluth since August 2000 and find the area to be just this side of paradise.

Roger W. Parsons

I would like to serve on the Board of Directors because it has been my pleasure over the past 10 months to become a member and enthusiastic shopper at the Co-op. Therein, I find like-minded people who have a genuine concern not only for their own health and diet, but also for the world in which they are citizens. Fair trade, support for local producers, encouragement of small businesses, direct answers to feedback from customers, reduced impact on the earth and the environment...all that and more while still providing people with delicious, wholesome, unadulterated food. I have changed from a consumer to a participant over this time. I value the principles and mission of the Co-op, and I strongly appreciate the part that the Co-op plays in the communities of Northeastern Minnesota. In getting to know people who work there and shop there, I have developed a greater sense of my own interest in playing a greater role in the Co-op's future than simply spending money there. There are so many important values that the Co-op represents. I want to give something of myself in furthering those values and in not only helping the Co-op achieve its current goals, but also in recognizing and achieving new ones.

My experience and involvement with the Co-op has been simply that of a member. However, I have gotten to know some of the people who are involved in the Co-op in one way or another and have learned more about what the Co-op represents. I have also visited Whole Foods Market stores as well as other cooperatives in the Twin Cities and elsewhere and gotten more of a feel for the potential that the Co-op both fulfills and promises. Oh...and then there is also my REI membership...but that is strictly participation by purchasing.

The opportunities for the Co-op are great in terms of expansion of store and office space, inventory, and services. So much will come from moving into a larger store, perhaps a larger deli, fresh meat section, a bakery, expanded produce, and a greater selection of packaged goods. Hopefully, this will include expanded membership and new customers. In addition, the Co-op might better be able to partner with other businesses with similar principles in order to encourage not only its own growth but the other businesses as well. The Co-op has the opportunity to become a major proponent for a way of life and a way of buying that focuses more on renewable options and reduced

impact than on depredation and degradation of resources. The Co-op has the opportunity to better tie itself to its sister cooperatives and whole foods enterprises; perhaps even providing benefits to its members when they shop out of town.

In such an effort, there are great challenges to be met: closing the deal on a new store, selling the existing one, designing and constructing a new retail area and new offices, identifying what the members and other customers need and want in their new store, identifying the financial resources and fiscal management that will bring the best return on the investment....and then making it all happen. This will be hard work for the staff and for the board. And it will require much patience from the membership as the transition takes shape. But there are a lot of dedicated people on the board, on the staff, and among the members. These challenges and more will all be met and met well.

The skills that I would bring to the Co-op Board are those of a career of 25 years as a public servant. 25 years in two federal agencies, both of which focus on the betterment of the quality of life of the people and the other living things that inhabit the United States. And most of that career has been spent in administrative management: overseeing purchasing, human resources, budget and finance, personal property management (sorry, can't claim any real property expertise), office support, information technology management, and facility management. I have also spent a large part of my career interacting with people as an interpreter of park resources, a colleague, and a supervisor. I oversee the support functions for an on-site staff of more than 150 people. These are just things that I do...things for which I am responsible. Some of the skills involved with that are innate and some have been acquired over many years of trial and error. These include:

- an ability to listen and comprehend the message
- an approachable and welcoming management style
- dedication to the mission and the job at hand
- seeing things through
- an ability to communicate verbally and in writing
- comprehensive review of problems and development of alternative solutions
- patience
- fiscal responsibility
- budgetary oversight of more than \$10 million in funding
- a good sense of humor

...and hey, I can work a mean grill on Earth Day if the staff would let me.

My training and education have been both formal and on-the-job. I earned a BA in English (yes, I AM an English major and I DO have adventures...in case there are any PHC fans reading this) from Tufts University in Medford, Massachusetts in 1973. Since then, I have been trained in many different specific functions of my work: interpretation, drama, law enforcement, emergency medical, boat operation, search and rescue, technical climbing, budget, finance, personnel management, government purchasing, property management, fire-fighting, leadership and management, coaching, communications, conflict resolution, and more...some of which I actually still do. And I have taught some of these things to others, as well.

The best training and education that I have received, though, has been that of life itself. Developing relationships, partnering, raising children, accepting responsibility, performing those responsibilities to the best of my capabilities, accepting and learning from failure, devoting myself to a mission, working hard to accomplish something, achieving satisfaction on a job well done, earning, saving, investing in the future (and I don't mean just money), learning where I want to be as a world citizen, and putting it to practice. There is a whole lot more in which to be trained and educated. And a whole lot of that list above still needs to be achieved. I'm working on it and being a member of the Co-op Board would be a step in the right direction.

My title and occupation is that of Associate Director for Program Operations for the Mid-Continent Ecology Division of the National Health and Environmental Effects Laboratory of the United States Environmental Protection Agency. In other words, I manage all the non-scientific operations of the EPA Water Lab out past the Lester River Bridge. Prior to this job (I joined the EPA and moved to Duluth in October of 2001), I had a 22-year career with the National Park Service in 9 different parks—most of which were in the West.