

**WHOLE FOODS COMMUNITY CO-OP, INC.**  
**DRAFT Minutes of August 26, 2013, Meeting of Board of Directors**

DATE: August 26, 2013  
TIME: 5:30 PM  
LOCATION: Whole Foods Co-op, 610 East 4<sup>th</sup> Street, Duluth, MN

Attended by Board members: Jennifer Cummings, Chris Edwardson, David Helf, Heather Murphy, Mickey Pearson, Jean Sramek and John Westlund. Also present: General Manager Sharon Murphy.

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 6:41 PM following the Board's annual meeting with the Management Team. No timekeeper was appointed. Board members were prepared and reported no conflicts of interest.

### **CONSENT AGENDA**

The Board approved/accepted (MSU, David, Heather) the following items on the August 2013 Consent Agenda:

- Important Dates
- Minutes of July 22, 2013, Board Meeting/open session
- July 2013 Income Statement
- August 2013 Owners Report
  - 83 owner applications
  - 2 term/transfer requests (Nos. 12532 and 470)
- Board Calendar items
  - Annual Report and Annual Meeting Notice will be mailed later in September as the Annual Owners Meeting is not until October 26
  - Board Recruitment Committee meeting will be held on Monday, September 23, 2013, from 4:30-5:30 PM, in the conference room
  - Results of owner/customer/non-customer survey reports will be available later this fall

## **REVIEW**

### **MANAGEMENT REPORT**

Sharon advised that average daily sales through August 25, 2013, are 16% ahead of sales in August 2012 with a goal of 11% growth.

The Board accepted management's Compliance Report on Policy B4 Financial Condition.

Sharon asked the Board to review the attachment (Expansion Related Policies and Interpretations, pages 25-28) to A Strategic Plan for the Growth of Whole Foods Co-op/July 13 which will be discussed at the Board's September meeting.

## **OLD BUSINESS**

Following discussion of the FY 2013 patronage rebate options/tax implications prepared by WFC's accountant, the Board requested additional information relating to options No. 1 and No. 4 to be submitted by Thursday, August 29, 2013, so that the Board can make a FY 2013 patronage rebate decision and annual taxes can be filed in a timely manner.

In consideration of discussions earlier this evening with the Management Team and following further discussion, the Board directed management on the content and process for disseminating information on the second site process at the Annual Meeting on October 26, 2013.

Following a written evaluation on process, Chris adjourned this meeting at 7:42 PM.

Respectfully submitted,  
Sharon Murphy, General Manager