

**WHOLE FOODS COMMUNITY CO-OP, INC.**  
*Minutes of September 25, 2017 Meeting of the Board of Directors  
as approved by the Board of Directors at the October 23, 2017 Meeting*

**DATE:** September 25, 2017  
**TIME:** 5:30 PM  
**LOCATION:** Whole Foods Co-op, 4426 Grand Avenue, Duluth, MN

Attended by Board members: Carol Andrews, MaryAnn Bernard, Jamie Harvie, Brad Nelson, Mickey Pearson, Wayne Pulford and Jean Sramek. Also present: General Manager Sarah Hannigan.

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

**OPEN SESSION**

Board President Jean Sramek facilitated the meeting. Carol Andrews served as timekeeper. Jean called the meeting to order at approximately 5:31 PM.

Introductions:

Board members, management and guests introduced themselves. Board members and management were prepared and reported no conflicts of interest.

Open Listening Sessions:

With no guests in attendance seeking to speak to the Board, the Board closed the Open Listening Session at approximately 5:40 PM.

Agenda review:

No modifications were made to the agenda.

Consent Agenda:

The Board approved (MSU, Wayne, Mickey) the Consent Agenda as presented:

- Minutes of the August 28, 2017 Board meeting (open session and closed session were approved)
- Owners Report
  - 91 New Owner Applications in August 2017; 3 Owner Transfer Requests

Review:

Management Report:

- Board received updates on announcements/mailings sent to Owners:
  - Notice of Annual Meeting published in Fall Garbanzo Gazette, delivered mid-September
  - Notice of Board Election postcard mailed to Owners week of September 25<sup>th</sup>
  - 2017 Annual Report (from period July 1, 2016 – June 30, 2017) mailed to Owners week of September 25<sup>th</sup>
- Board received reports on community engagement, ENDS activity and the GIVE round-up program. Fran Skinner Memorial Matching Fund to be the GIVE recipient in October.
- Board received reports on Management's strategic planning work and the General Manager's participation in the National Co-op Grocer's semi-annual meeting of designated representatives from the member cooperatives.
- UFCW Negotiations continue with negotiations on September 18<sup>th</sup> and 26<sup>th</sup> and October 26<sup>th</sup>.

Compliance Reports:

- Board reviewed and accepted as written the following compliance reports:
  - Board Policy Compliance Report C6 – Officers Roles
  - General Manager Policy Compliance Report B8 – Board Logistical Support
  - General Manager Policy Compliance Report B9 – GM Succession

Old/New Business:

Annual Meeting Planning

- The Board discussed Annual Meeting logistics and preparation.

Open session adjourned at approximately 7:16pm.

**CLOSED SESSION**

Jean directed the Board and General Manager to closed session.

- Board reviewed August 2017 financial reports.

Closed session ended and meeting adjourned at 7:50pm.

Respectfully submitted,

Sarah Hannigan, General Manager