

**WHOLE FOODS COMMUNITY CO-OP, INC.**  
*Minutes of August 27, 2018 Meeting of the Board of Directors  
as approved at the September 24, 2018 Meeting of the Board of Directors*

**DATE:** August 27, 2018  
**TIME:** 5:30 PM  
**LOCATION:** Whole Foods Co-op, 4426 Grand Avenue, Duluth, MN

Attended by Board members Carol Andrews, Jamie Harvie, Ryan Jones-Casey, Brad Nelson, Dale Peacock, Mickey Pearson and Jean Sramek. Also present: General Manager Sarah Hannigan. No Owners were in attendance.

*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 Mickey Pearson facilitated the meeting. Ryan Jones-Casey served as timekeeper. Mickey called the meeting to order at approximately 5:31 PM.

#### Introductions:

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

#### Open Listening Sessions:

With no Owners in attendance seeking to speak to the Board, Mickey closed the Open Listening Session at 5:34 PM.

#### Consent Agenda:

The Board approved items (MSU, Jean, Dale) as follows:

- Minutes of the July 23, 2018 Meeting of the Board of Directors
- Owners Report: 59 New Owner Applications; 9 Fran Skinner Matching Fund Allocations; 1 Owner Transfer Requests in July 2018
- Confirmed July 30, 2018 Written Action of the Board regarding early repayment of loans associated with Owner 12294

#### Review:

##### Management Report:

- Board received reports on community engagement, ENDS sponsorship and donation activity and the GIVE round-up program.
- 2018 Voter Guide and Annual Report are being finalized for distribution to all Owners via mail in mid-September.
- The Hillside Deli grab+go area was reset with a 16ft refrigerated case replacing a 6ft case and undercounter storage, allowing for expanded offerings, increased stock on the sales floor and a better customer experience.
- A third-party survey of staff satisfaction has been scheduled for early 2019. The survey will follow a similar format to prior surveys to allow for comparison over time.
- WFC's annual financial auditor, WIPFLI completed their on-site assessment and is on-track to present the audited financial statements to the Board in September.
- An online delivery platform is developing relationships with local vendors in Duluth; WFC is exploring options available through the platform.

##### Compliance Reports

- Board reviewed and accepted as written policy compliance reports as follows:

- Executive Limitations: B5 - Treatment of Customers

Old/New Business:

Officer Continuity

- Per Board Process Policy C6 3.3, Mickey led the Board in reviewing Board Officer continuity
- 2019 Board Officers to be identified and approved by the Board at the November 2018 meeting

ENDS Review:

- Board members discussed proposed ENDS and Owner feedback gathered at Owner engagement events in August.

Open session adjourned at approximately 7:10 pm.

The Board took a break and re-convened in closed session at 7:24 pm.

**CLOSED SESSION**

Review:

- Board reviewed the National Co-op Grocers Participation Report for Whole Foods Co-op for 2017

Financial Conditions:

- Board reviewed July 2018 Monthly Financial Reports

Closed session adjourned at approximately 7:59 pm.

Respectfully submitted,

Sarah Hannigan, General Manager