

WHOLE FOODS COMMUNITY CO-OP, INC.
Minutes of 2017 Annual Owners Meeting held at the Harborside Room,
Duluth Entertainment and Convention Center on October 24, 2017
as approved by Owners at the 2018 Annual Owners Meeting on October 16, 2018

DINNER AND GUEST SPEAKERS

Board President Jean Sramek welcomed attendees to dinner and introduced guest speakers Ashley Grimm from Damiano Kids Kitchen and Lucie Amundsen from Locally Laid. Both provided dynamic and engaging stories about their work in the community and WFC's positive impact.

WELCOME AND INTRODUCTIONS

Board Secretary Mickey Pearson called the meeting to order at 6:22 PM. Mickey welcomed owners and guests, introduced current WFC Board members, and thanked WFC staff. Attendees were asked to stand in groups based on the number of years they have been an owner of the Co-op (<1, 1-5, 5-10, 10-20, 20-40 and 40+ years).

PROOF OF NOTICE AND QUORUM

Mickey provided proof of timely mailing of the Notice of Meeting and announced 248 owners, plus guests, in attendance, meeting the quorum requirement of 100 owners.

APPROVAL OF 2016 MEETING MINUTES

Brandon Smith moved to waive the reading of the Minutes for the 2016 Annual Owners Meeting (held on October 21, 2016) as provided in hardcopy at each of the dining tables in the venue. Chris Edwards seconded the motion. Motion carried. Carol Kondrath moved to approve the Minutes for the 2016 Annual Owners Meeting as provided in hardcopy at each of the tables in the venue. Carissa Elmstrand seconded the motion. Motion carried.

STATE OF THE CO-OP REPORT

General Manager Sarah Hannigan provided the State of the Co-op report for the 2017 Fiscal Year ending June 30, 2017. Highlights include:

- Fiscal year 2017 was WFC's first full year operating two stores.
- Attendees were encouraged to review financial statements in Annual Reports available on tables. WFC did not show a profit at year end, and thus, patronage rebates will not be allocated to Owners. Repayment of Class C equity to Owners who invested in Denfeld expansion was completed in FY2017; WFC is on track to repay Owner loans beginning in March 2018.
- WFC employees elected to have union representation by UFCW Local 1189; negotiations of the first union contract are moving forward in a positive and productive manner.
- WFC's positive impact continues to grow:
 - LOCAL: Inventory purchases from the Lake Superior bioregion accounted for 10.9% of total inventory purchases from 109 independent businesses; inventory purchases from MN/WI accounted for 35.9% of total purchases from 159 independent businesses.
 - WFC has purposely worked to expand relationships with organizations in the community that support WFC's ENDS and promote WFC's Access Discount and Fran Skinner Memorial Matching Fund as a way to expand food access in the community.
 - A round-up program, GIVE, was launched for shoppers to donate to local organizations through rounding up their transactions.

- WFC partnered with Fair Food Access, Community Action, Duluth Junior League and others to offer organic pantry basics to participants at the Harrison Farmers Market.
- WFC was awarded Best Grocery Store, Best Customer Service and Best Green Business by The Reader. These awards are a testament to WFC's talented and dedicated staff.
- WFC Owners are critical to WFC's financial success. In FY2017, 73% of purchases at the Co-op were made by Owners.

Jean Sramek presented the Board report for the 2017 Fiscal Year ending June 30, 2017. Highlights include:

- Completed hiring of General Manager. The Board has been working to build a strong Board-GM relationship.
- Outlined some ways Owners can connect with Board and engage in recruitment and elections:
 - Open Listening Sessions are held before each Board Meeting that give Owners the opportunity to speak on a topic of their choice.
 - Board meetings are open to all Owners. Meeting schedules are posted on the WFC's website and social media; Board meeting minutes are available on WFC's website.
 - Owners are encouraged to suggest and/or recruit Board candidates; vote in elections.
- Shared current ENDS Statement and announced the Board's intent to begin the process of considering potential updates and revisions, and forthcoming opportunity for Owner engagement in this process.

REMARKS FOR THE GOOD AND WELFARE OF THE CO-OP

Attendees Brenda Maki, Sarah Priest, Madonna Ohse, Terry Wasnick, Margo Dallos, Lynn Clark Pegg, Kathleen Pearson, Eugene Solin, Brandon Smith and Patricia Keller shared comments for the good and welfare of the Co-op. Topics included the desire for grocery delivery service to serve all Owners, Owners of limited mobility and Owners living outside the Duluth city-limits; expressions of inspiration from Annual Meeting presentations and WFC's good work; expressions of gratitude for Co-op Explorers program, the kids craft table at meeting, and the Access Discount Program; expressions of appreciation for WFC's decision to purposely build the second store in a West Duluth neighborhood and for WFC having two neighborhood stores; a statement from a WFC staff member serving on the Union bargaining committee sharing that contract negotiations are moving forward in a non-adversarial and respectful manner; and request for WFC to build a third store in the Hermantown area.

ELECTION RESULTS

Mickey announced the following election results:

- Meeting attendees selected via "bean count" Second Harvest Northern Lakes Food Bank to be the 2018 recipient for the RRR reusable bag program, which donates \$0.10 for each shopper using a reusable bag.
- Owners participating in the annual election selected CHUM as the recipient for the balance of 2017 unclaimed abandoned equity.
- Jamie Harvie, Ryan Jones-Casey and Dale Peacock were elected to serve three-year terms on the Board of Directors.

ADJOURNMENT

Mickey adjourned the business meeting at 7:15 PM at which time the meeting concluded with distribution of door prizes.

Respectfully submitted by Carol Andrews, Board member and General Manager Sarah Hannigan