

WHOLE FOODS COMMUNITY CO-OP, INC.
Minutes of November 23, 2020 Meeting of the Board of Directors
as approved at that December 21, 2020 meeting of the Board of Directors

DATE: November 23, 2020
TIME: 5:30 PM
LOCATION: Meeting held virtually via Teams

Attended by Board members Emily Anderson, Meli Ellsworth-Osanya, Jamie Harvie, Maria Isley, Ryan Jones-Casey, Mickey Pearson, Brandon Smith and Holly Wolfe. Kim Nordin was absent. 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 Jamie Harvie facilitated the meeting. Mickey Pearson served as timekeeper. Jamie called the meeting to order at approximately 5:39 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, Jamie closed the Open Listening Session at 5:40 PM.

Consent Agenda:

Actions were removed from the consent agenda for individual consideration:

- Board approved of Minutes of the September 23, 2020 Meeting of the Board of Directors (MSC, Maria, Mickey; Emily and Holly abstained)
- Board approved New Owner Applications; Fran Skinner Matching Fund Allocations; Owner Transfer Requests and Owner Termination Requests for September and October 2020 (MSU, Ryan, Brandon)
- Board reviewed and accepted the Minutes of the 2020 Annual Meeting for presentation at the 2021 Annual Meeting

Review:

Management Report:

- Board received reports on community engagement, ENDS sponsorship and donation activity and the GIVE round-up program. Highlights include development of the Co-op Community Partners program to highlight local non-profits and build connections between WFC's ENDS donations and work in the community that furthers the ENDS; expansion of the GIVE program to provide grants to local food producers to grow the local food economy.
- Board received updates on WFC's Covid-19 response including new operational developments, staff health and internal and external communications related to positive cases in the workplace.
- Board received updates on administrative departments and operations at each store including the Fall All-Staff Video; staff appreciations planned for the holiday season; updates to online ordering platform transition and purchase of equipment to support curbside orders awaiting pickup.

Compliance Reports

- Board reviewed and accepted as written policy compliance report as follows:
 - Board Process Policy: C7 – Board Committee Principles

Old/New Business:

- Board reviewed the Annual Statements Concerning Directors Code of Conduct and Potential Conflict of Interest completed by all Board members
- Board elected the following Officers for the 2020-2021 Board season: Jamie, President; Kim, Vice President; Meli, Secretary; and Ryan, Treasurer
- Board discussed 2020-2021 Committee composition; committees will bring committee charters, committee rosters and designation of committee chairs to the December 2020 Board meeting.
- Board discussed the 2020-2021 goals; draft goals will be brought to the December 2020 Board meeting for review and adoption.

Open session adjourned at approximately 7 pm.

CLOSED SESSION

Financial Conditions:

- Board reviewed the Finance Committee Report
- Board reviewed and accepted as presented the Executive Limitations Policy B1 – Financial Conditions including the 1Q21 Quarterly Financial Report

Close session adjourned at approximately 7:18pm.

Respectfully submitted,
Sarah Hannigan, General Manager