

**WHOLE FOODS COMMUNITY CO-OP, INC.**  
**Minutes of February 22, 2021 Meeting of the Board of Directors**  
**As approved at the March 22, 2021 Meeting of the Board of Directors**

**DATE:** February 22, 2021  
**TIME:** 5:30 PM  
**LOCATION:** Meeting held virtually via Teams

Attended by Board members Emily Anderson, Jamie Harvie, Maria Isley Ryan Jones-Casey, Kim Nordin, Mickey Pearson, Brandon Smith and Holly Wolfe. Meli Ellsworth-Osanya did not attend. 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. Kim served as timekeeper. Jamie called the meeting to order at approximately 5:31 PM.

Open Listening Sessions:

With no Owners in attendance seeking to speak to the Board, Jamie closed the Open Listening Session at 5:31 PM.

Introductions:

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

Consent Agenda:

Consent Agenda items as follows were approved (MSU, Mickey, Meli):

- Minutes of the January 25, 2021 Meeting of the Board of Directors
- New Owner Applications; Fran Skinner Matching Fund Allocations; Owner Transfer Requests and Owner Termination Requests for January 2021.

Review:

Management Report:

- Board received reports on community engagement, ENDS sponsorship and donation activity and the GIVE round-up program.
- Board received updates on WFC's Covid-19 response including new operational developments, staff health and internal and external communications related to the pandemic and soon-to-be vaccinations.
- Board received updates on administrative departments and operations at each store including a summary of process for evaluating the results of the bi-annual Staff Satisfaction Survey and creation of a Board Admin job description.

Compliance Reports:

- Board reviewed and accepted as written policy compliance report as follows:
  - Board-Process Policy C1
  - Executive Limitations: B3 - Asset Protection

Old/New Business:

- Board discussed and approved nominating WFC as a host site for the Consumer Cooperative Management Association's annual conference in 2025 (MSU, Maria, Kim)
- Board discussed objective of and planning for March 27th Board retreat
- Board heard updates from ad hoc Owner Engagement, Recruitment, GM Evaluation Committees

- Board discussed progress made to date on the Board Goals for 2020-2021
  - Review and enhance clarity about obligations and responsibilities of Directors who are also employees of WFC (underway with Owner Engagement Committee)
  - Deepen financial aptitude for better business acumen (Five Board members and the GM attended Columinate's 4-part series on co-op finances).
  - Review and apply principles outlined in Columinate training *Being a Great Employer* (relationship building has included one-on-one meetings with the Board members and the GM)
  - Be a learning and sense-making organization (March retreat is on track)
- Board reviewed and accepted norms and expectations for communication outside of regular Board and Committee meeting

Open session adjourned at approximately 6:19 PM.

#### **CLOSED SESSION**

##### Financial Conditions:

- Board reviewed the Finance Committee Report
- Board reviewed January 2021 Monthly Financial Report

General Manager left the meeting and Executive Session commenced at approximately 6:34 PM.

##### Annual UFCW Bargaining Unit Presentation to the Board:

The Board reviewed and finalized their written response to January's presentation.

Executive session adjourned at approximately 6:41 PM.

Respectfully submitted,  
Sarah Hannigan, General Manager and Jamie Harvie, President