



WHOLE FOODS COMMUNITY CO-OP, INC.
*Minutes of February 28, 2022 Meeting of the Board of Directors
as approved at the March 28, 2022 Meeting of the Board of Directors*

DATE: February 28, 2022
TIME: 5:30 PM
LOCATION: Meeting held via Teams

Attended by Board members Sarah Erickson, Jamie Harvie, Maria Isley, Ryan Jones-Casey, Emily Kuenstler, LeAnn Littlewolf, Robin Pestalozzi, Vidar Sanchez, and Holly Wolfe. Management present: General Manager Sarah Hannigan and Denfeld Store Manager Michael Karsh.

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

OPEN SESSION

Jamie Harvie facilitated the meeting and called the meeting to order at approximately 5:31 PM. Ryan Jones-Casey served as timekeeper.

Open Listening Sessions:

With no Owners in attendance seeking to speak to the Board, Ryan closed the Open Listening Session at 5:32 PM

Introductions:

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

Consent Agenda

Consent Agenda items as follows were approved (MSU, Vidar, Maria):

- Minutes of the January 24, 2022 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 Update:

- Board received an update from management on operations, the cooperative aspects of business, and the work the Co-op is doing to support a healthy community.
- Discussion included further explanation of the justification for the VOIP phone system conversion, the timeline for re-opening of the shopper seating areas, the anticipated addition of SNAP as a form of tender on the e-commerce platform, and the metrics associated with the most recent Owner drive.

Compliance Reports:

- Board reviewed and accepted policy interpretation and compliance reports prepared by Emily Kuenstler:
 - Board Process Policies
 - C – Global Governance Commitment
 - C1 – Governing Style
- Board reviewed and accepted policy interpretation and compliance report prepared by General Manager:
 - Executive Limitations: B3 – Asset Protection

Old/New Business:

- Board approved revisions to the Recruitment Committee charter (MSU, Ryan, LeAnn)
- Board reviewed reports from the following Committees:
 - Recruitment Committee
 - General Manager Board Relationship Committee
 - ad hoc Cooperative Economy Committee
- Board reflected on progress made toward annual goals
- Board and GM discussed possible formats and venues for 2022 Annual Owner Meeting

Board Education/Discussion:

- Ryan facilitated a discussion of key takeaways from “Finance Training for Directors” attended by multiple Board members
- LeAnn facilitated a conversation/sharing from all meeting participants about their first experience with a cooperative and the value they find in engaging with cooperatives

Open session adjourned at approximately 7:41 pm.

CLOSED SESSION

Finance Committee:

- Board reviewed January 2022 Monthly Financial Report

Annual UFCW Bargaining Unit Presentation to the Board:

- The Board reflected on and finalized their written response to the January 2022 UFCW Bargaining Unit Presentation to the Board

Other Business:

- Board heard updates from the General Manager on confidential matters related to personnel

Closed session adjourned at approximately 7:57 pm.

Respectfully submitted,
Sarah Hannigan, General Manager