



**WHOLE FOODS COMMUNITY CO-OP, INC.**  
*Minutes of June 27, 2022 Meeting of the Board of Directors  
as approved at the July 25, 2022 Meeting of the Board of Directors*

**DATE:** June 27, 2022  
**TIME:** 5:30 PM  
**LOCATION:** via Teams

Attended by Board members Sarah Erickson, Jamie Harvie, Maria Isley, Ryan Jones-Casey, Emily Kuentler, LeAnn Littlewolf, Vidar Sanchez, Robin Pestalozzi and Holly Wolfe. Management present: General Manager Sarah Hannigan. Owners present: Lynn Kalnbach and Scott Van Daele.

*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 5:32 PM. Emily Kuentler served as timekeeper.

Open Listening Sessions:

With no Owners in attendance seeking to speak to the Board, Emily closed the Open Listening Session at 5:34 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, Ryan, Emily):

- Minutes of the May 23, 2022 Meeting of the Board of Directors (with corrections)
- New Owner Applications; Fran Skinner Matching Fund Allocations; Owner Transfer Requests and Owner Termination Requests for May 2022

Review:

Compliance Reports:

- Board reviewed policy compliance reports, determined the interpretations were reasonable and included adequate data to demonstrate compliance on the following policies, and accepted report as presented:
  - Board Process Policy C4 – Board Meetings

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 upcoming market study, addition of Operations Manager to leadership team, point of sale conversion project, the impact of and Co-op's response to COVID-19.

Old/New Business:

- Board discussed the IRS-required Cycle 3 Restatement the Co-op's retirement plan and approved (MSU, Vidar, Ryan) Restatement of Qualified Retirement Plan
- Board reviewed reports from the following Committees:

- Recruitment Committee
- ad hoc Policy Review Committee
- ad hoc Cooperative Economy Committee

Board Education/Discussion:

- Holly and LeAnn shared highlights from the Consumer Cooperative Management Association's annual conference in Sioux Falls.
- Board discussed the pre-assigned reading of NY Times article *Co-op's in Spain's Basque Region Soften Capitalism's Rough Edges*

Owners in attendance to learn about Board service were invited to ask questions and provide parting comments.

Open session adjourned at approximately 7:00 pm. Lynn and Scott left the meeting.

**CLOSED SESSION**

Finance Committee:

- Board reviewed May 2022 Monthly Financial Report
- Board reviewed and approved (MSU Emily, Maria) FY2023 Budget

General Manager Board Relationship Committee:

- Board approved (MSU Vidar, Robin) March 2022 General Manager Performance Evaluation
- Board reviewed and approved (MSU Vidar, Holly) Management Contract for General Manager (July 1, 2022 - June 30, 2024)

Meeting adjourned at approximately 7:23pm.

Respectfully submitted,  
Sarah Hannigan, General Manager