

WHOLE FOODS COMMUNITY CO-OP, INC.
Minutes of 2020 Annual Owners Meeting held online via Zoom Conference Call
October 20, 2020, 5:30-7:30pm
as approved by a vote of the Owners in the 2021 Annual Election

WELCOME AND INTRODUCTIONS

Board President Jamie Harvie welcomed owners and invited them to use the Zoom chat to introduce themselves. Jamie called the business meeting to order at 5:34 with ~125 owners in attendance and introduced the agenda and WFC Board members using a board member compilation video.

STATE OF THE CO-OP REPORT

General Manager Sarah Hannigan introduced herself and explained how the Board of Directors landed on this meeting format and thanked owners for their participation and trying something new. Sarah then introduced a pre-recorded State of the Co-op video report for the 2020 Fiscal Year ending June 30, 2020.

In the video Sarah shared gratitude for WFC's employees and owners, highlighted new ways our shoppers and staff are coming together, sustainability projects and improvements to the shopping experience and product selection, updates on our labor management relationship with UFCW 1189, financial implications from the COVID-19 pandemic and actions the Co-op is taking to fight systemic racism.

Highlights include:

- In August 2019 the Co-op launched the \$5 Community Dinner drawing over 420 people to our Denfeld store for an evening of good food, good company and good cheer.
- In September 2019, for the first time in recent history, the Co-op closed the stores early to have a staff appreciation party.
- In November, the Co-op finalized a major reset of the produce, packaged and bulk departments at the Denfeld store.
- In December the Co-op upgraded refrigeration at the Hillside store, expanding meat, cheese, dairy and beverages – and making significant upgrades in energy efficiency.
- In January, the Co-op adopted a single-use bag fee and saw an immediate increase in the use of reusable bags.
- In the winter, details were finalized on a solar array project on the rooftop of the Denfeld store, poised to be Duluth's largest commercially owned solar array - including locally produced solar panels from the Iron Range and a hands-on training partnership with the American Indian Community Housing Organization for members of the community looking to get into the growing field of solar installation. This project is on hold due to the pandemic.
- The Co-op continued to foster and uphold a positive labor management relationship with UFCW 1189. In March, contract negotiations began and in May, a three-year collective bargaining agreement was ratified. The contract provides pay increases for all, increased steps for seniority, and expanded benefits including additional paid time off.

- The Co-op was quick to respond to the COVID-19 pandemic including new safety protocols, social distancing tools, employee health screening and vigorous sanitation practices. We also updated payment terms for local vendors impacted by the closure of restaurants to help keep cash flowing into their businesses through uncertainty.
- In mid-March the Co-op began paying employees an extra \$2 per hour for all hours worked, and continued to do so through July.
- The Co-op expanded support of food access by helping provide free meals during school closures and made meals for homeless elders experiencing high risk of illness and exposure.
- In May, the Co-op launched curbside pickup through the platform we had been using for delivery. However high fees, limited delivery areas and little ability to apply Owner discounts prompted the Co-op to find a new service provider. In January, WFC will launch a new platform allowing for shoppers to be able to talk directly with the Co-op about their orders and Co-op employees will do all of the picking of online orders.
- Expenses were up as the Co-op invested in safety and sanitation measures, incurred more fees for ecommerce, spent more on packaging, and managed changes to overall margin due to the loss of prepared food sales.
- The unaudited year-end financials show the Co-op realizing a loss of about \$16,000 on over \$20.7 million in total sales. For the 2021 fiscal year, we anticipate further losses as the economic impact of the pandemic and recession unfold.
- The Co-op is examining it's role in systemic racism and the leadership team and Board is participating with others across the cooperative sector in a study of abolitionists and Black liberation.
- In early 2021, the Co-op will launch a staff satisfaction survey, and in the spring they'll seek feedback through a survey of shoppers.

NOTICE OF APPROVAL OF BYLAW AMENDMENT

Board member Brandon Smith, chair the Recruitment Committee, announced that Owners approved the Bylaw amendment presented in the 2020 Owner vote. This change was small and allowed for a vacancy on the Board to be filled more easily.

NOTICE OF APPROVAL OF 2019 MEETING MINUTES

Board member Brandon Smith announced that the official minutes of last year's Annual Owner's Meeting were approved via the 2020 Owner vote.

NOTICE OF BOARD OF DIRECTIONS ELECTION RESULTS

Board member Brandon Smith announced the results of the Board of Directors election and each new board member gave a brief greeting to the Owners. New board members include:

- Holly Wolfe - three-year term
- Jamie Harvey - three-year term
- Ryan Jones-Casey - three-year term
- Emily Anderson - two-year term

Recognition was given to fellow board member Dale Peacock who will be leaving the Board.

ANNOUNCEMENT OF GIVE 2021 ROUND UP RECIPIENTS

Hillary Heinz, Co-op Marketing Manager, thanked everyone who cast their vote in the Owner Election, using ranked choice voting. GIVE 2021 Round Up Recipients are as follows:

The NAACP Health Committee (January), Safe Haven Shelter and Resource Center (February), CHUM (March), Habitat for Humanity (April), Hartley Nature Center (May), Whole Foods Co-op Access Discount (June), Duluth Community Garden Program (July), WE Health Clinic (August), Sustainable Farming Association (September), Family Freedom Center (October), Ecolibrium3 (November), AICHO (December)

REMARKS FOR THE GOOD AND WELFARE OF THE CO-OP

Owners shared their comments via video, audio and chat channels:

- Wayne Pulford said he feels the Coop is a safer place to shop and have concentrated my shopping there. Fewer stops, Duluth Best Breads and Positively 3rd Street are two examples. Wayne also asked how many WFC Board members lived outside of east Duluth.
- Emma Mruz shouted out all co-op employees for working so hard during these trying times!
- Judy Gibbs thanked all of the staff and their hard work through this all - much appreciated.
- Ann Charbonneau said thank you to all of you for your service.
- Susan Darley-Hill is curious about how the Co-op handled the interesting things that happened in parking lot - solicitation, etc.
- Kristin Peterson said big thank you to Denfeld Co-op for making her feel really safe - excellent job of accommodating, appreciated the 9-10am shopping hour reserved for immunocompromised.
- Lisa Hoch said thank you to the Co-op board and employees. So many things went off the rails during COVID and the co-op was always a place she felt good to go into. Lisa was an instacart shopper and said how the employees were so helpful. She said what a great service and jewel in our communities. She'd love a co-op on the superior side but the Denfeld co-op helps being right off the bridge. Gave a big thank you to everyone, and said you folks are great.
- Deborah Jackson said the produce at both stores is really good and she appreciates the compostable bags.

50TH ANNIVERSARY TIME TRAVEL EXERCISE

Marketing Manager Hillary Heinz showed photo collages of 5 Co-op locations including Chester Creek House, 631 E 8th St, 1332 E 4th St, 610 E 4th St and 4426 Grand Ave and shared memories from these locations that were submitted by owners and shoppers in advance. Owners chimed in with their memories including:

- Jamie Harvie: I remember the crow's nest where Sharon had her "office" and doing inventory.

- MaryB Newcomb: I was on the board when we made the decision to buy our first store. So exciting!
- Renee Lamoureux: Sitting in the back store room coloring pictures while my mom shopped.
- Terese Tomanek: I was a calligrapher and I wrote the labels for the bulk items.
- Diane Mozol: Buying a cold pop after working at Grant school.
- Margi Preus: We all worked! It was part of the deal
- Micky McGilligan: The basement was dismal! You could barely stand up down there.
- MaryB Newcomb: Remember the 50 gallon drum of honey that we had to put over the heat vent to keep it warm enough to flow..
- Aaron Russom: big fan of burritos!
- Mickey Pearson: The BU location was first cooperative I ever joined! I remember leashing my patient dog outside as I figured out ingredients for my first forays into cooking.
- Ryan Jones-Casey: I used to walk home from work at the Armory (as a city gardener) and buy a big ripe peach for a snack.
- Kim Nordin: I remember washing my hands before shopping with my mom when I was little :)
- Janet and Steve: Tiny parking lot across the street!
- Sarah Hannigan: Tasting my first honeycrisp apple at the BU location!
- Diane Mozol: Giving away white nectarine samples until the display was empty.
- Melissa Boyle: shopping with singer song write Dar Williams when she stayed at the Dorothy House before doing a concert at Project Elf. She bought some juice for the Olive Branch.
- Kathryn: I became a member when the store was at this location. Loved the deli.
- Melissa Boyle: Paula Williams sharing recipes for the deli muffins. back when the muffins were giant.
- Jennifer Gilbertson: I remember applying for a job at this location thinking it was a Whole Foods Market and then realizing it was so much more!
- Lisa Hoch: The store was bigger, but the layout was similar, and it still had the welcoming, homey feel.
- Emma Mruz: I remember working with and making so many amazing friends :)
- Brandon Smith: Met my wife, Elyse, who was working in produce, while I was working at the Customer Service desk. We would use the work phone to call each other to talk. Sorry Sarah!
- Aaron Russom: Ol Wilkins actually gave me my first job there and it was fantastic!
- Paul Chialastri: My wife and I taking some many wonderful and exciting classes
- Erika Osterman: Pulling up to the register with 2 loaded carts for two weeks of groceries and Elsa in tow. Thanks for opening up Denfeld so I didn't have to do this anymore!
- Lisa Hoch: Denfeld was the best location for your neighbors across the bridge! :)
- Paul Chialastri: The Denfeld ribbon cutting ceremony was very exciting
- Margie Nelson: Being on the bus tour around Duluth as a staff member and ending up in an open lot where Denfeld would be built.

- Mickey Pearson: My son Odin was at the groundbreaking for Denfeld and was so proud to wear a cool WFC branded hardhat.
- Holly Wolfe: The first week moving to Duluth and spotting the carrot sign out front. Cute sign that caught my attention!
- Alyssa Elliott: Yes, the bus tour. Getting chocolate bars thrown lovingly but aggressively at us.
- Deborah Jackson: Yea!!! The Coop on my side of town. Now I can shop on the weekend, and not have to drive very far.
- Jon Jutila: Denfeld has the best bathrooms in Duluth!!!
- Miranda Fierek: Driving way out of my way across town to get that Flourless Chocolate Cake! This location ALWAYS has it!
- Gene McKeever: nice to have two choices! I can shop as I drive to my daughters in Cloquet to bring food to her
- Holly Wolfe: Explorer fruit...my son loves that bin!
- Susan Darley-Hill: So close to my work location...and then I retired. Lovely store!
- Janet and Steve: Going back to the Hillside store -- remembering the first(?) coop annual dinner in the parking lot!
- Angie Musolf: My first raw food class! :)
- Arno Kah: Arno lived in Chester Creek house when the coop started. It was fun moving the buying club into the coop.
- Lisa Hoch: The first 4th Street store made me feel like a little kid again...the wood floors and narrow aisles!
- Leslie Watson: Fun to hear about co-op days of yore, and cutting wheels of cheese with a guitar string
- Gene McKeever: I just took a yoga class through zoom! fun
- Meli Ellsworth-Osanya: All the snack runs are my favorite memories - especially when I was a regular at Denfeld for buying a single gf ginger molasses cookie at least twice a week... gotta love the co-op!

BREAKOUT SESSIONS

Board member Meli Osanya introduced the breakout sessions where meeting attendees were put into random groups of 4 in a “virtual room” to get to know one another. Owners were asked to introduce themselves and share a memory of the Co-op or of any other place that brings you joy. Afterwards Meli asked for a few Owners to share what they shared with the larger group.

DOOR PRIZES

Co-op Owner and Employee Jen Gilbertson drew for 12 Co-op gift baskets using a virtual wheel.

ADJOURNMENT

Board President Jamie Harvie thanked everyone for joining and expressed gratitude for the number of owners that attended the 2020 Annual Owner Meeting and experienced something new together.

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