

January 31, 2007

Mr. John Mackey
Chairman & Chief Executive Officer
Whole Foods Market, Inc.
550 Bowie Street
Austin, TX 78703-4677

Dear Mr. Mackey:

Congratulations on the impending groundbreaking of your new store in Brooklyn, New York. The community is looking forward to welcoming Whole Foods Market to our neighborhood. Your company's commitment to selling top-quality natural and organic products, your customer focus, your excellent employment practices and your all-around good corporate citizenship will certainly be a hit with residents of Park Slope and Gowanus.

We are writing to you, however, because some aspects of Whole Foods' plans for the Brooklyn store appear to run counter to your company's usual environmental practices and community citizenship. According to the current blueprint for Brooklyn, Whole Foods intends to construct 420 parking spaces, located on the roof of the main building and in an adjacent three-story parking garage. Such a supply of parking spaces is far in excess of what would be required to adequately serve demand, and will encourage your future customers to drive to the store, rather than utilize mass transit or other more environmentally friendly means of transportation.

According to a presentation made by Whole Foods executives to the Park Slope Civic Council on January 4th, Whole Foods is projecting 2,500 to 2,700 daily transactions and 1,500 cars per day at the Brooklyn store, which will be open from 8 a.m. to 10 p.m. daily. That works out to an average of a little more than 100 cars per hour. Even allowing for peak periods that might be 200% above the average, Whole Foods is planning for at least 100 parking spots too many.

In addition, there is an abundance of transportation research that indicates that parking utilization directly correlates with parking supply: in a nutshell, *if you build it, they will drive*. UCLA Professor of Urban Planning Donald Shoup's 2005 book *The High Cost of Free Parking* proves conclusively that free parking actually contributes to traffic congestion, rather than alleviating it.

Whole Foods could also learn from the recently opened Fairway Market in Brooklyn's Red Hook when it comes to parking utilization. While that store is approximately 52,000 square feet in size, it has 300 parking spaces. Yet on a recent Saturday afternoon, at 3 p.m., surely primetime for grocery shopping, fully one-third of Fairway's parking spots were unused (see enclosed photos). And Fairway's location is served by just one bus line and has no nearby subway access.

Whole Foods could also heed the Gowanus Canal Community Development Corporation's goal of turning the Gowanus basin into a "green zone" by significantly reducing parking, promoting alternative means of transportation, and implementing additional environmentally friendly measures. We urge Whole Foods to strongly consider replacing all planned rooftop parking with a green roof, a photovoltaic array, or a combination of the two.

We are aware that Whole Foods is planning a green roof for the future Hilldale store in Madison, Wisconsin, and that you're meeting a significant portion of your electricity needs at the Edgewater, New Jersey store (among several other locations) with roof-mounted solar cells. The same types of programs should certainly be implemented here in Park Slope, which was recently named the country's fourth-greenest urban neighborhood by *Natural Home* magazine (Austin's own South Congress area was #2).

Such measures would also be in keeping with the spirit of New York City's PlaNYC2030 initiative, which aims to promote a sustainable urban future. Among the PlaNYC goals are reductions in auto dependency and global-warming emissions, and the development of cleaner, more-efficient power sources. All of those goals would be aided significantly if Whole Foods were to replace its planned rooftop parking with green-roof elements and solar panels.

In addition to those measures, there are a number of simple steps that Whole Foods could take to make its Brooklyn store a true flagship for the company. These include:

- Providing Jitney service to key mass-transit connection sites, at 4th Avenue and 9th Street, 4th Avenue and Union Street, 4th and Atlantic Avenues and Smith and 3rd Streets.
- Providing free van rides home to customers who reach a certain purchase threshold.
- Working with the MTA and NYC DOT to relocate the bus stops at 3rd Avenue and 3rd Street to be convenient to Whole Foods.
- Creating a generous amount of dedicated bicycle parking as an incentive for cyclists.
- Establishing a fleet of reduced-fare Pedicabs to serve local shoppers.
- Implementing a nominal parking fee to defray the costs of Jitney and Pedicab service. A parking fee equal to transit fare would incentivize the use of mass transit or non-vehicular alternatives.

We applaud Whole Foods' commitment to the environment and to healthy, organic products. Implementing a comprehensive transportation-management plan, along with a green roof and/or a solar array, would enable Whole Foods to demonstrably express its green mission and commitment to community to its new Brooklyn neighbors.

We believe these steps will benefit Whole Foods as much as they will benefit the neighborhood. We look forward to discussing these points with you and your team in the near future as part of a constructive, ongoing dialogue.

Sincerely,



Eric W. McClure
Park Slope Neighbors



Marni N. Horwitz
Green Roof Brooklyn

cc: Ms. Christina Minardi
President, North East Region
Whole Foods Market, Inc.
935 River Road
Edgewater, NJ 07020

From Whole Foods' Declaration of Interdependence:

We Support Our Communities and Encourage Local Involvement

Our business is intimately tied to the neighborhood and larger community that we serve and in which we live. The unique character of our stores is a direct reflection of the customers who shop with us.

One aspect of Brooklyn's "unique character" is the fact that the majority of residents do not own cars. According to the latest census, only 46% of Brooklyn households own a vehicle, and the rate of vehicle ownership in the Park Slope area is even lower, at approximately 39%. According to a November 2006 survey of Carroll Gardens residents compiled by Community Board 6, subway and pedestrian commuters outnumber drivers by a 6-to-1 margin.

We Promote Environmental Stewardship

We see the necessity of active environmental stewardship so that the earth continues to flourish for generations to come. We seek to balance our needs with the needs of the rest of the planet through the following actions:

- Supporting sustainable agriculture. We are committed to greater production of organically and biodynamically grown foods in order to reduce pesticide use and promote soil conservation.
- Reducing waste and consumption of non-renewable resources. We promote and participate in recycling programs in our communities. We are committed to re-usable packaging, reduced packaging, and water and energy conservation.
- Encouraging environmentally sound cleaning and store maintenance programs.

One of the most effective means of environmental stewardship is the reduction of automobile dependence. Limiting the number of parking spaces at Whole Foods' Brooklyn store will serve to encourage customers to use alternate means of transportation. Installing a green roof, a solar array, or a combination of the two can go a long way toward promoting water and energy conservation.

Balance and Integration

Satisfying all of our stakeholders and achieving our standards is our goal. One of the most important responsibilities of Whole Foods Market's leadership is to make sure the interests, desires and needs of our various stakeholders are kept in balance. We recognize that this is a dynamic process. It requires participation and communication by all of our stakeholders. It requires listening compassionately, thinking carefully and acting with integrity. Any conflicts must be mediated and win-win solutions found. Creating and nurturing this community of stakeholders is critical to the long-term success of our company.

Community residents are sure to be one of Whole Foods Brooklyn's most important stakeholder groups. In addition to sharing a neighborhood, local residents will be the store's most likely customers. Developing a transportation and environmental plan that caters to the store's neighbors will help greatly in nurturing the community.

Final Thoughts

Our Vision Statement reflects the hopes and intentions of many people. We do not believe it always accurately portrays the way things currently are at Whole Foods Market so much as the way we would like things to be. It is our dissatisfaction with the current reality, when compared with what is possible, that spurs us toward excellence and toward creating a better person, company, and world. When Whole Foods Market fails to measure up to its stated Vision, as it inevitably will at times, we should not despair. Rather let us take up the challenge together to bring our reality closer to our vision. The future we will experience tomorrow is created one step at a time today.

While the "current reality" of Whole Foods' Brooklyn store includes what we strongly believe is an oversupply of parking spaces and an overemphasis on vehicular traffic, Whole Foods has a terrific opportunity to work with the community to realize a vision for an environmentally and neighborhood-friendly store that can serve as the prime example of Whole Foods' forward-thinking corporate philosophy.