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5-27-2021

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"A Fair Share Agreement Between the NAACP and Safeway Stores, Inc." (2021). *Benjamin Lawson Hooks Papers documents*. 254.

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A FAIR SHARE AGREEMENT BETWEEN THE NATIONAL ASSOCIATION FOR
THE ADVANCEMENT OF COLORED PEOPLE AND SAFEWAY STORES, INC.

This statement of cooperation between Safeway Stores, Inc. (Safeway) and the National Association for the Advancement of Colored People (NAACP) is a moral commitment by Safeway to continue the expansion of economic and employment opportunities for Blacks and other minorities.

Safeway's operations are uniquely situated in areas of the country with wide ranges of minority groups and races. Safeway and the NAACP will continue working toward bringing these minorities into America's economic mainstream.

The NAACP acknowledges the steps already taken by Safeway and commends Safeway for the progressive steps taken in executing this Statement of Cooperation.

Acknowledging the significance of this commitment to provide a fair share of economic opportunities for minorities, Safeway will continue strong efforts to achieve appropriate and reasonable goals in the following areas:

- Management opportunities and employment;
- Minority purchasing;
- Minority banking;
- Advertising in minority media;
- Philanthropic contributions to minority causes; and
- Contracting for construction and renovation projects

MANAGEMENT OPPORTUNITIES AND EMPLOYMENT

Currently, minorities represent 14.4 per cent of Safeway's management group. Safeway has a career development program designed to assure that all levels of the company, including executive positions, are accessible to minorities. The key to placing more minorities in management positions is Safeway's training programs. A new emphasis on training opportunities for minorities will be commenced with attention not only to training, but on retention in the executive or management position once promoted. Safeway will also seek to increase by at least 10 per cent the number of minorities in management training programs by June of 1985, and by another 10 per cent between June of 1985 and June of 1986.

Currently, Blacks serve in 191 administrative and management positions at Safeway. The goal will be to promote 20 more Blacks to administrative and management positions by June of 1985, and an additional 20 between June of 1985 and June of 1986.

Currently, 201 Blacks serve in store management. The goal will be to promote 25 more Blacks to store management by June of 1985, and an additional 25 between June of 1985 and June of 1986.

MINORITY PURCHASING

Currently, Safeway is spending \$101 million annually in purchases of products and services from minority-owned firms. Safeway's goal is to increase minority purchasing by 10 per cent this next year, and by a similar percentage the following year.

In order to facilitate and enhance its efforts to increase purchases from minority-owned firms, Safeway will establish a minority vendor Policy and Program, and appoint a person within its corporate structure to coordinate and monitor the Program.

As part of on-going outreach activities, Safeway will develop a directory of Black and minority vendors and contractors who are prequalified to bid on Company purchases of goods and services.

Safeway will work with organizations such as the Minority Supplier Development Council, and the NAACP to identify minority firms and prequalifying them to bid, as well as addressing problems minority vendors and contractors encounter in competing for the Company's contracts.

BANKING

Safeway continues to seek out and support minority banks where possible. In addition, the company maintains account relationships with numerous non-minority banks located in and serving

minority areas, and these banks have become an integral source of funds for new minority businesses, redevelopment projects and home financing in minority areas. Through the support of both local and minority-owned banks, Safeway has contributed significantly to the prosperity of minority communities.

Safeway has current banking relationships with 5 minority institutions in its marketing area (3 of which are Black). Safeway has annual deposits in these banks of \$350 million (including pass-book savings, tax obligations and daily store receipts).

Safeway will seek to increase its overall minority banking commitment to at least \$500 million annually over the next 3 years, and seek to expand the number of banks in its minority banking program to the extent the respective banks can provide the required services.

Safeway will continue to consult with the Minority Bank Deposit Program (MBDP), U.S. Department of the Treasury, the National Banker's Association, and the NAACP to identify other areas where it might expand its relationship with minority banks.

ADVERTISING

Safeway recognizes that advertising dollars are important to minority-owned media firms as well as to Safeway in expanding its market opportunities with its minority publics.

The Company will review its existing advertising with minority-

owned media and seek to increase its advertising, marketing and promotion expenditures with Black and other minority-owned media by 10 per cent in the next year, and an additional 10 per cent in the following year.

PHILANTHROPIC CONTRIBUTIONS

Safeway recognizes the importance of philanthropic contributions to minority causes and organizations, especially in times of economic uncertainty and hardship. The Company will continue administering its corporate donations program in a way to ensure that minority causes continue to receive a fair share of charitable giving, food bank contributions, and the like.

CONTRACTING

Safeway executives will work with the NAACP and the National Association of Minority Contractors to identify minority-owned firms qualified for and interested in Safeway's construction, lease-back and facility renovation projects. Where appropriate, Safeway will cooperate with and counsel minority-owned firms in its construction, lease-back and renovation area.

POLICY DEVELOPMENT

Safeway's overall corporate objectives include the involvement and participation of minorities at all levels of corporate operations.

The opinions and contributions of qualified and dedicated minority

group members on the boards of directors of major corporations is a desired social goal. As attrition occurs on the Safeway Board of Directors, the company will review the qualifications of minority individuals for nomination to the Board.

The Executive Director of the NAACP and the Chairman of the Board of Safeway will co-chair a Task Force comprised of representatives of the NAACP and Safeway to aid in the facilitation of the goals stated in this Statement of Cooperation, and to explore other programs and issues of mutual benefit and interest.

Although both parties are committed to fulfill the goals and objectives herein, this Statement of Cooperation is not to be construed as nor is it intended to be a contract. Further, information shared by the parties shall remain confidential and not be disclosed to any agency, tribunal, or the public without the expressed agreement of both parties.

NAACP

SAFEWAY

BY: *B. Johnson*
TITLE: _____
BY: _____
TITLE: _____
DATE: _____

BY: *Peter Aronson*
TITLE: *Chairman + CEO*
BY: _____
TITLE: _____
DATE: _____