



**Board of Directors Meeting Minutes
May 14, 2026 • 6pm**

Arcata Co-op & Zoom

Present at meeting:

Board Members: Elizabeth/Lizzy Gahm (Vice President/Employee Director), George WinterSun, Layla Richardson (President), Hayley Simera (Secretary), Mike Connors (Treasurer), Jon Haumeder

Absent Board Members:

Co-op Employees: Emily Walter, Sean Nolan, Kiya Villarreal

Owners: Joanne McGary, Kathleen Pelly, Brenda Harper, Dave Meserve, Roger, Pat Bitton, Ellen Weiss, Shawn Leon

1. Welcome

The meeting was called to order at 6:01 by Layla and introductions were made.

2. Agenda Review

The agenda was reviewed.

3. Approve April 9, 2026 Board Minutes

Minutes approved by consensus as amended.

4. Owner Comment Period

- Brenda – I shop on discount days, but most of the times when I get here the things I want are out of stock. It seems I need to come in early in the morning if I want to find my products on the shelf.
- Ellen – I would like tabling to be available in front of the Co-op. I've tabled in front of the Co-op for many years and it's a great way for charitable and children's groups to have an opportunity for outreach and fundraising. It seems there are less opportunities for free speech. I've talked with many people who would like tabling to be an opportunity.
- Dave – I was surprised to see the tabling policy being changed with no outreach or discussion at the board. I've been tabling at the Co-op for over 25 years. It's a large element of what I want to see the Co-op be. I think organizations other than nonprofits should be able to table. We need a place to voice our ideas to improve the world.
- Shawn – I work with the Redwood Peace and Social Justice Institution. Being able to fundraise in front of the Co-op was very helpful to us. We have had a couple of people harass us while we're tabling but we did not engage with the harassers. I believe these incidents invoked the tabling policy being changed.
- Joanne – The Co-op is historically a place where free speech is not stifled. It's unfair to narrow the window of those who are allowed to table. As an owner of the Co-op I don't want free speech stifled. It's bicycle month in May and I still hope for more bicycle parking at the Arcata Co-op. Pacific Outfitters could loan out metal fencing for bike parking.
- Roger – Tabling has been an issue that comes and goes over the years and that the board has discussed in the past and I think the Board should be involved. I heard from someone

that wrote a note to the board but it's not in the board packet. I want to make sure that board correspondence gets included in the board packet so that owners feel heard.

- Sean – The tabling policy was recently changed to narrow the scope to allow partners through Seeds for Change and CCF programs. We get complaints about tabling regularly. There was no one incident that created this change. We have ongoing issues with messes left behind, and complaints which take up staff time.
- Lizzy – The board has not discussed this policy change. This is the first time it's being brought to the attention of the board. I would be interested to see what National Co-op Grocers (NCG) and other Co-ops policies are for tabling.
- Jon – I joined the board this past fall and my relationship with the Co-op has changed a lot since then. There are 1000's of owners that all vary in their viewpoints, which is beautiful. It's part of what makes up our community and it's part of why we're all here tonight. We're different than Wildberries, Safeway, etc. The Co-op is a business whose focus is to sell groceries. All these other things are great and important, but we can't lose sight of the fact that we are a grocery store.

5. Board Correspondence – reported by Lizzy

The board received an email from a staff member who is concerned about increased shoplifting. This staff member feels insulted that shoplifters are allowed to return to shop after a certain amount of time. I'm experiencing increased shoplifting in the wellness department. Talking to other stores, I've heard theft is increasing everywhere.

- Sean – Shoplifters are banned. If it's been over a year, we are open to discussing letting someone return as a shopper. We understand that people have mental health, dementia and other issues that can be overcome. There are people that get themselves help and deserve another chance. So, we are open to letting them back as a last chance.
- Lizzy – I feel theft is moving to a different level. It's increasing and more organized.
- Layla – One of the best ways to deter shoplifting is to talk to people. If the culture of the Co-op is to have all staff talking to all customers, or even waving or acknowledging them in some way, then it's not targeting.
- Sean – We want to be careful that the solution is not worse than the problem. If we take extreme measures to deter theft, we could lose sales. We have tools to assess the cost of theft, and we need to be cautious. I don't think the scale of theft is impacting us.
- Jon – It doesn't feel good to be ripped off. It's not affecting the bottom line though.
- Mike – Can we add more cameras around high theft areas? Let's work on getting staff to interact with shoppers more.

ACTION: Sean will look into any improvements to theft and get back to the board.

ACTION: Sean will attend Department Head meetings to discuss the current theft policy and hear any concerns.

6. Vacant Employee Seat – reported by Layla

Mike Cahill's employee seat has been vacated recently due to personal reasons. His term was up in November.

AGREEMENT: The Board agreed to not fill the seat and wait for it to be filled during the elections this fall.

7. Elections Committee – reported by Jon

The committee is proposing changes to Section K: Qualifications for board Candidates in the Board Policy Manual. The committee will now be requesting a brief interview between the applicant and the elections committee. We are also proposing to update qualifications, suggesting that applicants be able to use email and zoom, submit one professional reference and agree to a brief interview. We feel being on the Board is a job and we don't feel it's onerous to require these skills for applicants. We've heard arguments that we're stifling owner involvement, but an owner can certainly be involved, and I would encourage them to be involved, without being on the Board. It's also important to have the ability to Zoom as a backup way to meet.

- Brenda – I think it's important that every board member be able to recruit board applicants. I think these additions are good but could make it more difficult to recruit applicants. Roger's complaint is that Lizzy said she was going to print stuff for him and she didn't. I made sure he knew about emails that came through and it didn't take too much of my time to do that.
- Lizzy – I disagree because I did print things for Roger. It was difficult. The Co-op is a business, and I feel board members being willing to use email is necessary.
- George – By definition it's a burden that somebody has to take on the extra communication. That is a problem because communication can fall through the cracks and then you get into unnecessary finger pointing, as we just saw. A board director not using email is an inconvenience.
- Kiya – I don't believe these new policies are about Roger at all and don't want him to take it personally. We should add language that says that it's an official Co-op provided board email.
- Sean – I think the first bullet point should be vaguer and state “available to attend all required board meetings according to the current schedule.”
 - o All agree.
- Mike – I'm not sure that we're allowed to ask for past felony conviction disclosure.

ACTION: Emily/Sean will look into that.

Motion: Approve updates to Section K of the Board Policy Manual as amended (See Attachment A)

Motion by Hayley, 2nd from Layla, motion approved (6/0/0).

The committee would like to host a Board meet-and-greet prior to the July board meeting. This would be an opportunity for an informal time for prospective applicants to meet the board and ask questions as well as attend a Board meeting.

ACTION: The Elections committee will work out the details of the meet-and-greet at next week's elections committee meeting.

ACTION: Sean/Emily will make sure Marketing gets the meet-and-greet information to properly publicize it.

8. Finance Committee – reported by Mike

The finance committee reviewed Q4 of fiscal year 2026. The quarter was strong from a bottom-line perspective, and we continue to work on improving sales. The Committee recommends approval of the financials.

Motion: Approve the Fiscal Year 2026 Quarter 4 Financials.
Motion by Layla, 2nd from George, motion approved (6/0/0).

I have one clarification in the April Finance minutes on agenda item #6. Replace “real number” with “official accounting value.”

Motion: Approve the April 2026 Finance Committee minutes as amended.
Motion by Layla, 2nd from Hayley, motion approved (6/0/0).

9. Quarterly Strategic Plan – reported by Sean

We have made progress in various areas and staff have found the strategic plan great to work with as far as actionable items. There are things that have been implemented but that also continue to be improved upon.

- Mike – Why do we need a UPS battery for the Eureka water heater?
 - o Sean – Eureka has been experiencing random power outages that have blown the electric system in our heater. It’s very complicated. But we now have a backup system to keep the water heater in working order during these odd power outage events.
- Haley – How did Piccolo do as our business partner?
 - o Kiya – They were great. They had a lot of people stop by both stores due to the Business Partnership with the Co-op in April.

10. GM Report – reported by Sean

- We are trying out Double Discount Senior Days this month. We have seen an increase of an average of 300 shoppers on Tuesdays so far.

11. Owner Comment

None

12. New Business (items for next agenda):

Next Board Meeting is Thursday, June 11 at 6pm

Agenda Items:

- Elections Committee
- CCMA Report

Consensus reached to adjourn May 14, 2026, meeting at 8:03pm and move into Executive Session.

Minutes by Emily Walter



**North Coast Co-op
Board of Directors Executive Session Minutes
May 14, 2026**

Present at meeting:

Board Members: Elizabeth/Lizzy Gahm (Vice President/Employee Director), George WinterSun, Layla Richardson (President), Hayley Simera (Secretary), Mike Connors (Treasurer), Jon Haumeder

Absent Board Members:

Co-op Employees: Sean Nolan

No reportable action.

Executive Session ended at 9:37pm.

ATTACHMENT A

K. Qualifications for Board Candidates

The following are the minimum qualifications for candidates for the Co-op Board:

- Candidates for Directors shall be members of the Corporation and residents of California.
- Any Director of the Corporation must be eligible to vote in the election for which they are a candidate.
- Has no record of shoplifting at the Co-op and is not currently barred from shopping at the Co-op. *(Approved - 3/9/2023)*
- If previously employed by the Co-op, was not fired within the past twelve months.
- Any actual or potential conflict of interest, including any potential conflict relating to previous employment at the Co-op, is disclosed and there is no overriding conflict of interest.
- Any past felony conviction is disclosed and there is no conviction which in the judgement of a reasonable person precludes service on the board.
- As stated in Bylaws Section 5.02: “No two directors of the Corporation shall share a single membership, nor shall they reside in the same household.” Additionally, any two or more Family Members must disclose this fact when running for an election. In this context, “Family Member” means spouse, domestic partner, child, grandchild, sibling, parent, grandparent, aunt, uncle, or first cousin. *(Approved - 4/27/2023)*
- Any Director of the corporation must be at least 21 years of age by the first day of the term they are to serve (November 1 of the election year). *(Approved - 3/9/2023)*
- Individuals serving in management positions of the corporation shall not serve on the board of directors while they occupy such positions. “Management positions” are defined as the General Manager and employees having management and administrative responsibilities and who report directly to the General Manager.
- **Must meet California state requirements for individuals involved with businesses licensed to sell alcohol. Must agree to background check and fingerprinting if elected as a Director.** *(Approved – May 2026)*

The following are preferred qualifications the Elections Committee will take into consideration when creating a slate of candidates. *(Approved – May 2026)*

- Applicant is available for current schedule of required meetings.
- Applicant has the ability to regularly read and respond to email correspondence.
- Applicant has the skills, and willingness to attend meetings by Zoom if needed.
- Applicant agrees to be interviewed by the Elections Committee.
- Applicant submits one professional reference.

The Elections Committee shall use these qualifications to determine whether a candidate is excluded from candidacy. Should the Elections Committee exclude a candidate, the full board may reconsider the exclusion provided the candidate chooses to contest it within 72 hours.

(Approved – March 2018)