Board of Directors Meeting Minutes
July 9, 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: Sean Nolan
Owners: Joanne McGarry, Kathleen Pelly, Dave Meserve, Shawn Leon, Pat Bitton, Tamar Krigel, Tracy Murray, Cynthia Poten, Gordon Inkeles, Susan Parsons

1. **Welcome**
   The meeting was called to order at 6:02 by Layla and introductions were made.

2. **Agenda Review**
   The agenda was reviewed.

3. **Approve June 11 and 18, 2026 Board Minutes**
   Minutes approved by consensus as amended.

4. **Owner Comment**
   - Shawn – We were told in an email that we don't qualify to table, but I wasn't asked what services we provide and if they fall under the new policy. That's a big concern. It looks as though the new tabling policy was written just to exclude us. We have programs focused on local children and food. Local only goes against the Articles of Incorporation. We were told there is no way for us to get a referendum on the ballot but that goes against the bylaws. We want to know how to create a referendum. I'm discouraged that we're being given misinformation.
   - Tracy – I'm concerned about changes to the criteria for tabling. It appears this decision was made by a few people. It appears these decisions were possibly made due to pressure from a minority. I want to be part of a co-op where all member voices are valued equally. I don't want a co-op that rewards aggressive behavior. The new policy affects organizations that supply aid to some of the most vulnerable and suppressed citizens of our planet as well as individuals and organizations in need of fundraising who do not possess the necessary credentials. I think there should be an official poll or election on this topic.
   - Dave – I've tabled over the years for many different causes including potentially controversial things. I've seen this on some other boards, where the board is unwilling to say why they made a decision. I've noticed that when I've tabled that most of the customers like it. And almost everyone who tables have been respectful. The Co-op needs to be open to the voices of the community. I would like to see you reconsider your decision to limit that.
   - Joanne – I talked to Bakery staff, on behalf of Roger, who said labeling on the wheat bread is now accurate. Even though it's not the whole wheat bread that Roger wants or that many

other people would want. I was told the Co-op doesn't make whole wheat bread because it would need its own starter. All the deli food at the Co-op is prepackaged in plastic, which is especially discouraging being that it's Plastic Free July. I would like to take the tabling issue to the Human Rights Commission. I think the new restrictions are not healthy for our community.

- Susan – I think the new tabling policy is fair. I think anyone tabling should be vetted to make sure they are fundraising legally, such as reporting to the IRS. If they aren't a non-profit, then their fundraising is illegal and makes the Co-op vulnerable. Redwood Peace and Justice is using the Co-op to illegally fundraise and spew anti-Isreal hate. This is unacceptable and should be stopped. Anti-Isreal movements do not align with the Co-op mission which emphasize a diverse selection of products, while engaging members through consumer education, community building, and environmental responsibility.

5. **Board Correspondence** – reported by Layla
   None.

6. **Filling Employee Seats Mid-term** – reported by Sean
   We had two sections in our bylaws which we had concerns about being in conflict. I spoke with our attorney and was assured there is no conflict. The process for a vacated seat mid-term applies to both general and employee seats. No need to change the language.

7. **Bylaw Update – Patronage** – reported by Sean
   We have two sections in the bylaws about patronage. One is about allocating patronage that is less than $10, which is out of line with IRS and tax codes. The other section is about how the Board can distribute up to 100% of refunds in cash to Fair Share owners. The board has the ability to distribute that to anyone whether Section 9.03(e) is in the bylaws or not and thus that section is superfluous. Removing these sections does not adversely affect the rights or obligations of members and thus does not need an owner vote. This was all reviewed with our attorney who agrees.

Motion: Remove sections 9.03 and 9.03(e) from the Bylaws. Bylaws Section 9.03. Annual Allocations and Distributions of Surplus. (f) If the cash payment to a member for such member's dividends and patronage refunds together would total less than ten dollars ($10.00), the Board of Directors may distribute such dividends and patronage refunds to the member wholly in shares. Bylaws Section 9.03(e): To Members with the status of "Fair Share," the Board may uniformly distribute up to 100% of such members' patronage refunds and dividends in cash. Motion by Hayley, 2nd from Mike, all in favor, motion approved (6/0/0).

8. **Consumer Cooperative Management Association (CCMA) Report**
   - Layla - The board members that attended had a great time and found it worthwhile. There was a lot of great information.
   - Mike - The CCMA conference felt much more useful than the California Cooperative Conference. I'm impressed by the cooperative principle of people in attendance at CCMA conferences. There were a lot of people willing to share information and be helpful.

- Jon – I really enjoyed the conference and that it was worthwhile to attend.
- Lizzy - As a Department Head I felt the tours were very useful for seeing merchandising, category management and pricing at other co-ops. I liked some of the talks simply on best practices for communicating with staff. It was a great experience.
- Hayley - I'm a very new co-op board member. It was beneficial to talk with other board members from other co-ops. We also got to talk with other General Managers about how to best support our General Manager. It was an opportunity to ask a lot of questions of others doing the same work.

9. GM Report

- We have equipment currently being installed for new deli programs that will provide hot sandwiches, burritos and burrito bowls in both stores. We'll eventually have a grand opening when it's all ready.
- We had our owner drive last month. We signed up about 200 new owners. There was a friendly competition between stores and Arcata won for the first time this year.
- We are working on an employee appreciation system. This is focused on Management to staff appreciation. This will help to enforce work policies while also appreciating staff.

10. New Business (items for next agenda):

Next Board Meeting is Thursday, August 13 at 6pm

Agenda Items:

- Patronage Recommendation

Consensus reached to adjourn July 9, 2026, meeting at 6:53pm and move into Executive Session.

Minutes by Emily Walter

North Coast Co-op
Board of Directors Executive Session Minutes
July 9, 2026

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Absent Board Members:
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No reportable action.

Executive Session ended at 8:25pm.