Board of Directors Meeting Minutes
August 13, 2026 • 6pm

Arcata Co-op & Zoom

Present at meeting:
Board Members: Layla Richardson (President), Elizabeth/Lizzy Gahm (Vice President/Employee Director), Mike Connors (Treasurer), Jon Haumeder
Absent Board Members: Hayley Simera (Secretary), George WinterSun
Co-op Employees: Sean Nolan, Emily Walter
Owners: Joanne McGarry, Kathleen Pelly, Karen Zimbelman, Gina Espinosa, Marty Sanchez, Richard Livingston, Katherine Almy, Roger, Oz VanAuken, Shawn Leon, Jasmine Sarp, Chanelle Vaillancourt, Rowdy Sargent, Geoffry Robinson

1. **Welcome**
   The meeting was called to order at 6:03 by Layla and introductions were made.

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

3. **Approve July 9, 2026 Board Minutes**
   - Amendment: Add "We want to know how to create a referendum" to Shawn's owner comment.

   Minutes approved by consensus as amended.

4. **Owner Comment**
   - Shawn – We want membership to consider there be a vote for Redwood Peace and Justice Coalition to be able to table. We support Palestine. We also want to put to membership to boycott Israeli products. There are moral duties on each of us if there is a genocide happening to not let it happen. That is part of what our activities are based on. I was harassed by a Zionist. I would like that to be taken seriously. No issue was taken by my reports of harassment. We want a process laid out for civic engagement with the Co-op moving forward.
   - Oz – I'm concerned about the issue Shawn brought up. I don't think most people understand what the difference is between Jewish people and the Zionist state, which is a criminal organization and has nothing to do with Jewish people or antisemitism. I stand with the Jewish people, but I don't stand with the state that commits genocide. As an organization we need to be careful to state our opinion as to what we oppose and what we want to protect on this issue.
   - Rowdy – I want to share the same sentiment as Shawn. It comes from a place of passion and empathy and personal responsibility. The Co-op is community driven and focused and should recognize that the majority of this community stands in solidarity with Palestine. What's happening there is a genocide and cruel and evil. The Redwood Peace and Justice Coalition is trying to create something to support a horrific thing that is happening. I think

there is a small minority that is against that, but we are not attacking them personally. As a community we should support and not pull back.

- Joanne – I think the Co-op should be more accommodating for people choosing to arrive on bicycle. This includes better parking and bike charging. I think this can be tried temporarily and I'm willing to spearhead ideas of how to do this. It's a message that we support people doing the better thing to get to the Co-op. I'm disappointed that the deli is packaging everything in plastic and it's no longer available to get in our own containers because they're opening a burrito thing. If the Co-op continues this direction, you lose me as a shopper. You need to be out loud and transparent about what we're deciding to do as far as the tabling policy.
- Roger – A worker wanted me to talk about plastic packaging. A new owner bought Field Day single packet oatmeal and they came in plastic. He thought the Co-op had higher standards. I've talked to a dozen people about the tabling issue. One issue is that nobody has heard from the Board on it. There has been no publicly open discussion about the tabling policy. One person said they were less inspired following attendance of a Board meeting because the board is being silent on the topic. You need to tell people what your responses are. Just listening isn't community building. I've brought up plastic many times. I would like it on the agenda.
- Gina – I like reading physical newsletters, but I don't see them on display at the Co-op. As someone applying to run for the board I've been reading past minutes and was shocked by the recent tabling discussions at the meetings. I agree that I don't think everyone knows what's going on.

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

6. **Elections Committee** – reported by Jon
   Vacant Employee Board Seat
   No employee applications were received during the employee application period. Since that election period is over the Elections Committee recommends the board now appoint an employee.

   MOTION: Appoint an employee for a one-year term that starts November 1, 2026.
   Motion by Mike, 2nd from Layla. All in favor, motion passed (4/0/0).

   Board Policy Manual Update – Section G
   The Elections Committee recommended the board update Section G of the Board Policy Manual following feedback from an attorney.

   MOTION: Remove the following bullet points from Board Policy Manual Section G "Election of Employee Directors" and "General Membership Voting."

   ~~Election of Employee Directors~~
   - ~~Write in Candidates are permitted. A line for "write in" shall be placed on the Employee Election ballot for each open Employee Director seat and counted by the EC.~~

- ~~Any write in candidate must be a current employee and a current member-owner of the North Coast Co-op and agree to candidate requirements. If a write-in candidate is elected, they are required to return requested paperwork before being placed on the General Election ballot.~~

~~General Membership Voting~~

- ~~Write in candidates are permitted. A line for "write in" shall be placed on the general election ballot for each open General Director seat and counted by the EC.~~
- ~~Write-in candidates must be current member-owners of the North Coast Co-op and agree to candidate requirements. If a write-in candidate is elected, they are required to return requested paperwork before being seated.~~

Motion by Jon, 2nd from Layla. All in favor, motion passed (4/0/0).

Board Policy Manual Update – Section K

The Elections Committee recommended the board update Section K of the Board Policy Manual following feedback from the attorney.

MOTION: Update Section K of the Board Policy Manual.

Section K

- The Elections Committee will determine whether an applicant is eligible for candidacy based on these qualifications and any other relevant factors ~~shall use these qualifications to determine candidate is excluded from candidacy~~. The Elections Committee reserve the right, at its sole discretion, to determine applicant eligibility and to make final decisions regarding 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.

Motion by Jon, 2nd from Lizzy. All in favor, motion passed (4/0/0).

7. **Patronage Recommendation** – reported by Sean

Managements recommendation for the FY26 surplus allocation. We had a profit of $344,329 eligible for refund. Management recommends allocating 100% as refunds, 80% retained, and 20% store credit. This strategy reduces tax liability while maintaining cash position and retains profits locally.

- Mike – I think the Co-op needs to retain as much of the earnings as possible. I'm concerned about inflation and keeping up sales. I agree with management's recommendation.

MOTION: Execute management's recommendation to allocate 100% of eligible surplus ($344,329) as patronage refunds, with an 80/20 split between allocated retained earnings and cash distributions in the form of store credit.

Motion by Mike, 2nd from Jon. All in favor, motion passed (4/0/0).

8. **Strategic Plan Quarterly Report** – reported by Sean

The board reviewed the report.

9. **GM Report** – reported by Sean
   - We're doing our second double discount senior days in August.
   - Incredible Bulk Days are happening soon.
   - Most of our focus has been on the deli for the new burritos and hot sandwiches with a grand opening on August 28. We are currently assessing staffing needs with this update.

10. **New Business (items for next agenda):**
    Next Board Meeting is Thursday, September 10 at 6pm

    Agenda Items:
    - Elections

    - Roger brought up interest in the board discussing plastics in the stores.
    - Lizzy brought up the board brainstorming board related marketing ideas.

Consensus reached to adjourn August 13, 2026, meeting at 7:20pm and move into Executive Session.

Minutes by Emily Walter

North Coast Co-op
Board of Directors Executive Session Minutes
August 13, 2026

<u>Present at meeting:</u>
Board Members: Layla Richardson (President), Elizabeth/Lizzy Gahm (Vice President/Employee Director), Mike Connors (Treasurer), Jon Haumeder
Absent Board Members: Hayley Simera (Secretary), George WinterSun
Co-op Employees: Sean Nolan

No reportable action.

Executive Session ended at 8:45pm.