



**Board of Directors Meeting Minutes
September 10, 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, George WinterSun

Absent Board Members:

Co-op Employees: Sean Nolan, Emily Walter, Liz Mcallister, Margaret Sataua

Owners: Joanne McGarry, Roger, Brenda Harper, Dolores Brannigan, Robin Donald, Karen Zimbelman, Bryna Lipper, Regina Espinosa, Katherine Almy, Shawn Leon, Geoffry Robinson, Jeanne O'Neale, Laurie, Corinne Frugoni, Kathleen Pelly, Ted McNamee, Richard Livingston, Dwight Winegar

1. Welcome

The meeting was called to order at 6:06 by Layla and introductions were made.

2. Agenda Review

Add 20-minute Owner Comment period following the GM Report.

3. Approve August 13, 2026, Board Minutes

- Add agenda suggestions from Roger and Lizzy.

Minutes approved by consensus as amended.

4. Owner Comment

- Liz – spoke on behalf of deli and kitchen workers, expressing concern about the rollout of the new burrito and hot sandwich program. While the program itself was not the issue, they said the rollout has significantly increased prep and dishwashing demands without enough scheduled time or staffing. Liz reported that workers are being overwhelmed and calling out at unprecedented rates and urged the Co-op to make changes.
- Robyn – expressed concern that the tabling policy limits activities to local issues. They argued that members should be able to engage in respectful tabling about international human rights issues, including Palestinian rights, and urged the Co-op to avoid discriminatory treatment of such advocacy.
- Geoffrey/Lizard – said they had not been aware of the board meeting segment to hear owner input on the tabling policy and had only seen a summary rather than the full policy. They also expressed concern about reports that prospective board candidates were vetted and excluded. They questioned whether ending discussion of the tabling policy also meant limiting discussion of the co-op's commitment to social responsibility.
- Bryna – a doctoral student researching civic democracy and former CEO of the Humboldt Area Foundation, was deeply troubled that a member-owned cooperative can exclude a member from candidacy without transparent criteria or an explanation. If there are

qualifications for candidacy, those criteria should be clearly established and publicly available. Without transparent standards, the process is arbitrary and undemocratic.

- Regina – was disqualified from candidacy and questioned why the Elections Committee, rather than the membership, decides who can run for the board. She also raised concerns about the 72-hour appeal process and the prohibition on write-in candidates. She believes excluding qualified members undermines the cooperative’s democratic principles and that the board needs members who are willing to ask difficult questions.
- Corrine – questioned the shift from basic eligibility criteria—membership and conflicts of interest—to an interview process with unclear standards for determining who may run. She argued that members should decide who serves on the board, provided candidates meet basic criteria, and called for a return to a more transparent and member-driven process.
- Shawn – raised concerns about the suspension and proposed changes to the Co-op’s tabling policy, saying the policy was changed following harassment and amid broader political tensions. He expressed concern that recent changes to the Board Policy Manual have shifted candidate selection from member voting to board approval. He argued that these changes would reduce member participation and called for greater transparency and member involvement in both policies.
- Ted – criticized the board’s increasing reliance on online and email processes, arguing that it can undermine participation and create technical barriers. He also questioned the consistency of requiring in-person membership while moving other membership online. The member expressed deep frustration with the board’s direction and called for greater transparency, member participation, and adherence to democratic principles.

5. **Appoint Board Secretary**

MOTION: Appoint Jon Haumeder as Board Secretary.

Motion by Layla, 2nd from Lizzy. Motion passed (4/0/1). Jon abstained.

6. **Board Correspondence** – reported by Layla

No correspondence was discussed.

7. **Shareholder Disclosure** – reported by Margaret

The shareholder disclosure document is provided to all new owners of the Co-op and must be updated and approved by the Board annually.

MOTION: Approve the updated Shareholder Disclosure.

Motion by Mike, 2nd from Layla. All in favor, motion passed (5/0/0).

8. **Annual Owner Meeting** – reported by Lizzy

The Annual Owner Meeting takes place Saturday, October 10, noon to 3pm at the Arcata Community Center. There will be food, music, raffle baskets and a pop quiz. Food and music start the event with a board meeting starting at 2pm.

9. **Finance Committee** – reported by Mike

MOTION: Approve August Finance Committee minutes.

Motion by Mike, 2nd from Layla. All in favor, motion passed (5/0/0).

MOTION: Approve the Fiscal Year 2027 Quarter 1 Financials.
Motion by Mike, 2nd from Layla. All in favor, motion passed (5/0/0).

10. Elections – reported by Jon

This last year the Elections Committee revamped the election process. We've gone to a process of nominating applicants. A lot of this is new this year and we've learned a lot and we plan to revisit the process prior to next year's election and fine tune it while taking into consideration the comments we are receiving.

Action Taken by Written Consent — Haley Simera Vacancy

Pursuant to Bylaws Section 5.15, all Directors provided written consent by email on September 16, 2026, to fill Haley Simera's vacated seat via the upcoming elections. The action was approved unanimously without a meeting. The written consents are maintained with the minutes of the Board.

With an extra open seat, owners will be invited to vote for two candidates in the upcoming election. The person with the most votes will get a 3-year term and the person with the second greatest number of votes will get a 2-year term, fulfilling the term that was vacated early.

Employee Seat

Lizzy has been putting out feelers for an employee board member from the Eureka store.

ACTION: Lizzy will continue searching for someone to fill the employee seat and keep the Board updated on her findings.

Slate of Candidates

The Elections committee approved a slate of four candidates following an interview and reference check process for six applicants. The slate includes Karen Zimbelman, Katherine Almy, Jasmine Sarp and Richard Livingston. Elections start September 29 and ballots will go out in the mail accordingly.

11. GM Report – reported by Sean

The grand opening of the burrito and hot sandwich bar was a success. We are all getting ready for our 20% Off Fall sale happening August 12.

12. Owner Comment

- Brenda – expressed concern about tabling directly at the store entrance, noting that when they worked at the Co-op, tabling was not permitted there. They said tabling farther from the doors would reduce congestion and make shoppers feel less pressured and asked whether the current policy specifies where tabling may take place.
- Jeannie – a longtime Co-op member, former employee, and nonprofit volunteer expressed concern about the vetting of board candidates. She believes members, not the board or a committee, should choose which candidates appear on the ballot, with anyone meeting the basic requirements allowed to run. Members can then review the candidates' bios and decide whom to elect.
- Joanne – as a member and former board candidate, expressed frustration with how meetings are conducted and raised concerns about the Arcata store's layout, saying the

jumbled façade has contributed to tabling being moved to the front door, creating poor flow for shoppers and owners who want to engage with community issues. She criticized the board for a lack of communication and transparency and urged the Co-op to take stronger leadership on climate change.

- Delores – said they support most of the concerns raised, including allowing tabling despite not personally favoring it. They expressed concern about eliminating write-ins, limiting who can run for election, and the lack of transparency around these decisions. They warned that these changes could alienate long-time members who value the Co-op’s democratic governance.
- Ted – Can the board explain why they think they have the right to vet candidates and restrict the democratic process? That’s what I would like to know.
- Shawn – questioned the board’s handling of the tabling and election policies, arguing that the changes restrict member rights and lack sufficient transparency. He called for reversing the new policies, allowing a member referendum, and extending the election deadline to preserve member participation. Shawn also questioned the basis for limiting tabling to issues considered local and said the board had not clearly explained how its decisions were supported by the Co-op’s bylaws.
- Roger – cited Ted’s experience working at cooperatives around the world as an example of the Co-op’s longstanding culture of member engagement. Roger expressed concern that the board did not address Ted’s question during the meeting, noting that in the past the board would follow up directly rather than simply refer members to email. He urged the board to restore a more responsive and engaged approach to member communication. Roger expressed concern about the new practice of preselecting candidates based on subjective criteria, which he said is unprecedented in the Co-op’s history. He urged the board to allow all candidates who meet the longstanding eligibility criteria to run this year and suggested surveying the membership before making further changes. He said they remain a strong supporter of the Co-op but are discouraged by the current direction.
- Jeannie – as a longtime Co-op supporter, expressed concern about potential business and community fallout from recent decisions, particularly changes to the election and tabling policies. She urged the board to reconsider reopening the election and revising the tabling policy, emphasizing the importance of transparency, member trust, and the Co-op’s long-term success.
- Liz – as a Sr. Clerk in Eureka, raised concerns about low wages, inflexible schedules, and difficulty obtaining time off. They said deli workers are being pressured to work faster despite already doing their best, while insufficient time and restrictions on overtime leave dishes and other work for the next shift. They described employee morale as being at an all-time low.

13. New Business (items for next agenda):

Next Board Meeting is Thursday, October 8 at 6pm

Agenda Items:

- Employee Seat

Consensus reached to adjourn September 10, 2026, meeting at 7:29pm and move into Executive Session.

Minutes by Emily Walter

**North Coast Co-op
Board of Directors Executive Session Minutes
September 10, 2026**

Present at meeting:

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

Absent Board Members:

Co-op Employees: Sean Nolan

No reportable action.

Executive Session ended at 9:05pm.