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Date:	<u>January 13, 2012</u>
Time:	<u>11:00am</u>
Judge/Calendar:	<u>Hon. Paula Casey</u>

SUPERIOR COURT OF THE STATE OF WASHINGTON
THURSTON COUNTY

KENT L. and LINDA DAVIS; JEFFREY and)
SUSAN TRININ; and SUSAN MAYER,)
derivatively on behalf of OLYMPIA FOOD)
COOPERATIVE,)

Case No. 11-2-01925-7

Plaintiffs,)

v.)

GRACE COX; ROCHELLE GAUSE; ERIN)
GENIA; T.J. JOHNSON; JAYNE KASZYNSKI;))
JACKIE KRZYZEK; JESSICA LAING; RON)
LAVIGNE; HARRY LEVINE; ERIC MAPES;)
JOHN NASON; JOHN REGAN; ROB)
RICHARDS; SUZANNE SHAFER; JULIA)
SOKOLOFF; and JOELLEN REINECK)
WILHELM,)

DECLARATION OF HARRY)
LEVINE IN SUPPORT OF)
DEFENDANTS' SPECIAL)
MOTION TO STRIKE UNDER)
WASHINGTON'S ANTI-SLAPP)
STATUTE, RCW 4.24.525, AND)
MOTION TO DISMISS)

Defendants.)

I, Harry Levine, am over the age of 18, am competent to testify, and have personal knowledge of all the facts stated herein. I declare as follows:

1. I have been a member of the Olympia Food Co-op since 1983. I have served as the Staff representative to the Board and served in that capacity as a fully

1 empowered Board member. I served in this capacity for about 15 of the last 27 years. All
2 Board members serve on a volunteer basis, except the Staff representative, whose duties as
3 a salaried Staff member include Board representation.

4 2. The Olympia Food Co-op was formed in 1976 as a non-profit cooperative
5 club. It has steadily grown to a membership that now exceeds 22,000, *i.e.*, equivalent to
6 about 20 percent of the combined Olympia, Lacey, and Tumwater population of 106,242 in
7 2010.

8 3. The Co-op has a long and active history of engagement in social, human
9 rights, ecology, community welfare, and peace and justice issues. This commitment is
10 basic to the Co-op's identity, as expressed in its Mission Statement: "We strive to make
11 human effects on the earth and its inhabitants positive and renewing and to encourage
12 economic and social justice." Exh. A.

13 4. The Co-op's active commitment to community and global welfare is
14 expressed in the bylaws as a duty owed by the Board to "adopt policies which promote
15 achievement of the mission statement and goals of the Cooperative." Exh. B - Bylaws, art.
16 III, § 13(15).

17 5. The Board has a long history of advocating for civil rights, equality, and
18 social justice through written statements, advocacy letters, posters, and donations of Co-op
19 money and labor. It has closed the Co-op stores to protest war and, for a number of years,
20 in respect for International Women's Day. The Board takes these actions after achieving
21 consensus on the issue.

22 6. Over the years, the Board has spoken out in support of civil rights for
23 women, farm workers, people of different races, the LGBT community, homeless people,

1 and indigenous peoples. We have spoken out against racist groups, totalitarian
2 governments, human rights violations, homophobic political agendas, and unnecessary
3 military interventions. We have also advocated for fair working conditions through
4 support of the establishment of fair trade principles.

5 7. The Board has also taken stands on social and environmental issues at the
6 local, state, federal, and international levels. We have advocated for better standards on
7 organic food, labeling for genetically modified food, a clean water supply, more funding
8 for public transportation, and the preservation of local farmland.

9 8. Since 1989, there have been at least 20 such individual Board actions, as
10 described above, in addition to the recent boycott resolution.

11 9. The Bylaws provide that, “[e]xcept as to matters reserved to membership by
12 law or by these bylaws, the business and affairs of the Cooperative shall be directed by the
13 Board of Directors.” Bylaws, art. III, § 13; *see also* art. III, § 1. The Co-op’s governing
14 documents confer no authority upon Staff to create policy. The Staff’s authority is limited
15 to proposing policy to the Board.

16 10. The Board’s powers to direct the Co-op’s business and affairs expressly
17 include the duty to “adopt major policy changes.” Bylaws, art. III, § 13(9). The Co-op’s
18 governing documents confer no policy-making powers upon staff.

19 11. The authority to interpret the bylaws has always resided in the Board,
20 within my experience.

21 12. The Board is further empowered to “resolve organizational conflicts after
22 all other avenues of resolution have been exhausted.” Bylaws, art. III, § 13(16). The
23

1 bylaws do not enumerate potential avenues of resolution, but instead leave their
2 identification to the discretion of the Board.

3 13. I know of no instances in the past when the Board has resolved
4 organizational disputes by referring the matter to a membership vote for determination. In
5 my experience, the Board's authority to resolve organizational conflicts has never been
6 interpreted as obligating the Board to call a membership referendum to resolve a conflict.

7 14. The Board's longstanding practice, from time to time, has been to call
8 membership votes, as the Board has determined to be warranted, in its discretion.

9 15. There have been instances in the past when the Board has resolved
10 organizational conflicts by Board action. Recent examples follow:

11 a. One such incident occurred in April 2002, when the Staff was
12 unable to reach consensus on a proposal to allow the TULIP (Thurston Union of
13 Low Income People) Credit Union to open a branch office in the front of the
14 Eastside Co-op. The Board favored the proposal and attempted to win Staff
15 consensus. After these efforts failed, the Board broke the Staff impasse by
16 approving the proposal. Exh. C. The TULIP Credit Union has shared the Eastside
17 building with the Olympia Food Co-op since 2003.

18 b. Later that same year, in September 2002, there was a proposal for the
19 donation of Co-op staff labor hours so a Co-op staff member could continue her
20 work of starting the credit union. The Westside Co-op staff consented, but the
21 Eastside staff could not reach consensus. After discussion of various options, the
22 Board consented to remain committed to the project, overriding the Eastside Staff
23 impasse. Exh. D.

1 c. Another contentious decision involved the Co-op's attempt to end a
2 system of hiring part time, on-call cashiers (who were not part of the staff
3 collective decision-making process). The Board had been encouraging staff to
4 approve a plan to dismantle this system for quite some time. After the staff could
5 not consent, the Board discussed various versions of the proposal until October
6 2008, when it broke the impasse by approving and implementing a revised
7 proposal. Exh. E.

8 16. There have also been instances when the Board approved requests
9 involving operational issues, without prior submission to the Staff for review and consent:

10 a. At its October 27, 2004 meeting, the Board consented to approve a
11 member's request for an exception to the policy against sign-hanging in the stores,
12 giving her permission to hang neutral, informational Get-Out-The-Vote signs,
13 contrary to the existing policy and without prior submission of the proposal to
14 Staff, although the matter was substantially an operational one. Exh. F.

15 b. In April 2006, the Board approved a proposal from a staff member,
16 granting a donation of Co-op staff labor hours to help facilitate the start-up of other
17 cooperatives, adding \$1,500 to the budget for donations. The action was taken
18 without prior submission to the Staff, and hence without Staff consent. Exh. G.

19 17. The Co-op's mission statement states its reliance on decision-making by
20 consensus.

21 18. In harmony with the Co-op's commitment to democratic and egalitarian
22 internal governance and to consensus decision-making, there is a longstanding Staff policy
23 commitment, supported by the Board, to Staff decision-making on operational issues,

1 including those involving merchandising, with a commitment to decision-making by
2 consensus. Exh.H.

3 19. A number of member requests for boycotts have been made in the past. In
4 1993, the Board approved a revision of a preexisting boycott policy. Exh. I. The policy
5 was revised in minor ways by Staff in November 2009, without apparent Board approval.
6 The policy establishes procedures for Staff review and decision on boycott requests. These
7 procedures refer both review and decision-making on such requests to the staff, for
8 consensus decisions. The request is referred to the department whose merchandise is
9 likely to be most heavily affected, for recommendation to the full staff.

10 20. The boycott request that led to this lawsuit was received by the staff "Front
11 End/Member Services workgroup" in March 2009, from a working member cashier. This
12 request was considered in the first instance by the staff members comprising the
13 Merchandising Coordination Action Team ("MCAT"). This group attempted to reach its
14 own internal consensus for more than a year, without success.

15 21. As a result of these efforts, on May 5, 2010, the MCAT reported its impasse
16 directly to the Board, rather than to the full staff, proposing a board-sponsored membership
17 forum, managed by an outside mediator, followed by a membership vote. Exh. J.

18 22. Several Co-op members attended the May 20, 2010 meeting of the Board,
19 at which the MCAT report and recommendation was discussed. The May 2010 Board
20 meeting was the Board's first engagement with the issue.

21 23. The attending members sought the immediate adoption of a resolution to
22 boycott Israeli products. The Board decided that, since there had been no attempt to reach
23 full staff consensus, that attempt should be made, and feedback from the full staff should

1 be invited. The Board remanded the matter to the full staff for an effort to reach
2 consensus, with the matter to be presented again to the Board at its July 2010 meeting.

3 Exh. K. On June 7, 2010, I reported back to the Staff as follows:

4 The Board reviewed the proposal and the Boycott Policy. A group of 7 members
5 came to the May Board meeting to talk of their support of BDS. The Board had a
6 brief discussion and would like to see the Staff try to consent on the proposal. The
7 Boycott Process calls for boycotts to be approved by Staff consent.

8 The Board asked Harry to write the proposal and bring it to Staff. If Staff does not
9 consent, the Board will look at the issue again in the July Board meeting.

10 Exh.L.

11 24. The Board considered the matter again at its July 2010 meeting, at which it
12 heard the views of members and staff. The meeting was attended by 30 or so people, who
13 had come to express support for the boycott proposal. In preparation for this meeting, I
14 had already reported back to the Board, regarding feedback from all Staff, that a few staff
15 members would not agree to the boycott and would not step aside to permit a consensus.
16 During the ensuing discussion about how to resolve the matter, several Board members
17 argued passionately against further delay in deciding this important matter and argued in
18 favor of a prompt decision by the Board. It was noted that submitting the matter to a
19 membership vote would put off a decision until November, when the vote could be
20 conducted in conjunction with the annual Board election. By the end of this discussion,
21 the full Board reached consensus that a decision in this matter had been delayed since
22 March 2009 and warranted immediate decision. The Board approved adoption of the
23 requested resolution, by consensus. Because the Staff had been unable to reach consensus,
and I serve on the Board as the Staff's representative, I stood aside. Exh. M.

24 25. The Board considered the international movement to boycott Israel until it
ends its occupation of Palestine, in the context of its discussion about whether to approve

1 the Israel boycott proposal, and approved the boycott proposal in solidarity with this
2 international boycott movement. Its action was consistent with its practice in past
3 boycotts. In the past, the Co-op has approved boycotts against South Africa to support the
4 boycott, divestment and sanctions movement to force it to end apartheid; against grape
5 growers, in support of the United Farm Workers' struggle to organize grape workers;
6 against Nestle, Coors, Del Monte, and Dole products, Coca-Cola, and all yellowfin tuna.
7 In addition to the new boycott against Israeli products, the two other active and ongoing
8 Co-op boycotts are those against Coca-Cola and certain products from China. The request
9 for a boycott against Israeli products was the first boycott request on which the Staff was
10 unable to reach a consensus.

11 26. The Board's decision to break the deadlock and decide the boycott
12 resolution was within its authority under the Bylaws, art. III, §§ 1, 9, 13, 16, to manage the
13 affairs of the Coop, to make policy decisions, and to resolve staff conflicts. The Co-op's
14 commitment to consensus decision-making does not confer upon a few staff members, or
15 even upon one, the power to create gridlock on an issue that the Board is able to resolve.

16 27. The revision of the boycott policy in 1993 was prompted by the additional
17 concern that such decisions, as matters of policy, rather than mere merchandising decisions
18 that are routinely handled by a single Staff member, cannot be allowed to be decided by
19 less than the full Staff, by consensus, and with Board engagement in the process. *See* Exh.
20 Z. The rationale for revising the boycott policy in 1993 was to compel an inclusive
21 decision-making process, requiring full Staff consensus, without impinging upon the
22 Board's sole retained authority under the Bylaws to resolve organizational conflict in the
23

1 event of impasse, such as we encountered in trying to decide the Israel boycott issue. Exh.
2 Z.

3 28. The Co-op posted to its web site, on July 24, 2010, a notice to its members
4 and an explanatory press release announcing its decision to boycott Israeli made products
5 and divest from investments in Israeli companies. *See*
6 http://olympiafoodcoop.blogspot.com/2010_07_01_archive.html. It described the boycott
7 as “part of a long-history of social justice work carried out by the Co-op in accordance
8 with their mission.” It described boycotts, historically, as “a non-violent tool for social
9 change with a long history, from the Indian “Swadeshi” boycott of British goods, to the
10 Montgomery bus boycott in the 1950s, to the California grape boycott in the 1960s, and the
11 Boycott, Divestment, and Sanctions campaign on apartheid South Africa.”

12 29. The Co-op’s adoption of the boycott resolution and ensuing controversy
13 about it was covered by the news media, including local, national and foreign news media.
14 Exhs. N – Q. Amy Goodman’s nationally broadcast radio and television show, *Democracy*
15 *Now!*, ran a feature on the Co-op’s decision, which may be viewed, with a transcript, at
16 <http://www.democracynow.org/2010/7/20/headlines#13>.

17 30. There has also been media coverage of the filing of this lawsuit. *See, e.g.*,
18 Exhs. R – U.

19 31. Under the Bylaws, “[a]ny member may initiate a ballot for vote by the
20 general membership,” by obtaining voter signatures on a petition. The number of
21 signatures required is the greater of either 300 valid voter signatures or the number
22 representing half of the average of the number of voters in the last three elections. Upon
23 reaching the required number of signatures, the petitions are submitted to the Board for the

1 conduct of a membership vote. Bylaws, art. II, §§ 8, 10.

2 32. In this matter, the Bylaws required only 300 valid Co-op voter signatures on
3 petitions.

4 33. After the filing of this lawsuit, in response to a request by our attorneys, we
5 reviewed the sales and membership data for any identifiable impact that the July 2010
6 adoption of the boycott resolution may have had on sales volume and membership. We
7 determined that the Co-op has suffered no adverse economic consequences resulting from
8 its boycott against Israeli products. To the contrary, it is possible that adoption of the
9 policy may have had a positive impact on business and membership. Both total sales
10 volume and the Co-op's total membership increased in the 12-month period following
11 adoption of the boycott:

12 a. From August 1, 2010 to August 1, 2011, the membership change
13 reflected by the addition of new members less the number of members who
14 resigned was a net of 3,238 new members. In the preceding 12-month period of
15 August 1, 2009 to August 1, 2010, there was a net change of 3,131 new members.

16 Exh. V.

17 b. Total sales revenues from October 1, 2010 through September 30,
18 2011, were \$13,098,167. Total year-to-date sales revenues from October 1, 2009
19 through September 30, 2010 were \$12,370,545. This represents a 5.8% increase in
20 sales revenue, compared to sales revenue growth over the previous period of 3.9%.

21 34. As a practical matter, the merchandise boycott of Israeli products is
22 symbolic: Items of merchandise that were discontinued as a result of the boycott represent
23 0.075 percent of the value of total inventory at wholesale.

1 35. As a literal matter, the resolution to divest from Israel is entirely symbolic,
2 resulting in no divestment of any Co-op equity holdings.

3 36. By letter dated May 31, 2011, addressed to the 15 named former and current
4 Board members, all at the Co-op's address, Plaintiffs stated their opposition to the
5 substantive boycott and divestment resolution and alleged "procedural violations" in its
6 adoption. They stated their intention to sue all of the addressees unless we responded
7 within 30 days with a commitment to rescind the resolution. They threatened to hold each
8 current and former officer individually liable. They demanded that the Co-op "(1)
9 recognize the mistakes it made in the course of adopting the Israel Boycott and Divestment
10 policies and (2) rescind these policies without the need for further action by us." Exh. W.

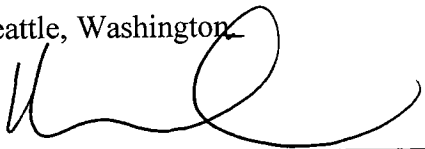
11 37. The Co-op responded to Plaintiffs, expressing the desire "to respond in a
12 productive way" and, in order to do so, requesting explanations of how the Board's
13 adoption of the policy allegedly violated the Co-op's mission statement, bylaws, or boycott
14 policy, as claimed by Plaintiffs without explanation. The Co-op also reminded Plaintiffs of
15 their right to take the dispute directly to the members for a vote, by way of an initiative
16 petition. Exh. X; *see* Kaszynski decl. ¶ 25 and Exh. R.

17 38. Plaintiffs, through counsel, replied by letter of July 15, 2011, by continuing
18 to refuse to explain how the Board's boycott resolution had violated the Co-op's mission
19 statement, bylaws, and boycott policy, and to utilize the members' right to initiative
20 petition and membership referendum. Exh. Y.

21
22 I declare under penalty of perjury of the laws of the State of Washington
23 that the foregoing is true and correct.

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DATED this 31st day of October, 2011 at Seattle, Washington.

By 

Harry Levine

LIST OF EXHIBITS

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
A	Olympia Food Co-op Mission Statement
B	Olympia Food Co-op BYLAWS 2005
C	Board Meeting Minutes (April 1, 2002)
D	Board Meeting Minutes (September 17, 2002)
E	Board Meeting Minutes (October 18, 2007) (addendum)
F	Board Meeting Minutes (October 27, 2004)
G	Board Meeting Minutes (April 26, 2006)
H	Personnel Policy (2010) (Table of contents, pages 1 – 4)
I	OFC Boycott Policy (1993)
J	MCAT Report to Board on Israel Boycott Request (May 5, 2010)
K	Board Meeting Minutes (May 20, 2010)
L	Board's Staff Representative's Israel Boycott Proposal to Staff (June 7, 2010)
M	Board Meeting Minutes (July 15, 2010)
N	<i>Ha'aretz</i> article (July 20, 2010)
O	<i>Olympian</i> article (July 21, 2010)
P	<i>Ha'aretz</i> article (Aug. 2, 2010)
Q	<i>Electronic Intifada</i> article (September 6, 2011)
R	<i>Electronic Intifada</i> article (September 10, 2011)
S	<i>Works in Progress</i> , "Guess Who's Behind the Lawsuit Against the Co-op?" (October 2011)
T	<i>Olympian</i> article (September 8, 2010)
U	<i>Olympian</i> article (September 26, 2010)
V	Summary comparison of membership enrollment data
W	Plaintiffs' threat to sue (May 31, 2011)
X	Co-op's response to Plaintiffs' threat to sue (June 30, 2011)
Y	Plaintiffs' reply to the Co-op's response (July 15, 2011)
Z	Board Meeting minutes (July 28, 1992)

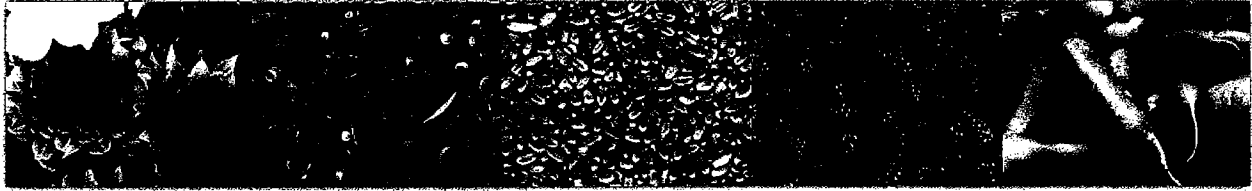
EXHIBIT A



Olympia Food Co-op

Eastside
3111 Pacific Ave. SE
Olympia, WA 98501
360 956-3870

Westside
921 Rogers St. NW
Olympia, WA 98502
360 754-7666



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The Co-op Mission Statement is the fundamental document that drives our work here at the Co-op. It is read aloud at the beginning of staff and board meetings to keep it fresh in everyone's minds as decisions are made.

MISSION

The purpose of the Cooperative is to contribute to the health and well-being of people by providing wholesome foods and other goods and services, accessible to all, through a locally-oriented, collectively managed, not-for-profit cooperative organization that relies on consensus decision making. We strive to make human effects on the earth and its inhabitants positive and renewing and to encourage economic and social justice. Our goals are to:

- A. Provide information about food;
- B. Make good food accessible to more people;
- C. Support efforts to increase democratic process;
- D. Support efforts to foster a socially and economically egalitarian society;
- E. Provide information about collective process and consensus decision making;
- F. Support local production;
- G. See to the long term health of the business;
- H. Assist in the development of local community resources.



[Mission Statement](#) in Downloadable .doc format (12k)

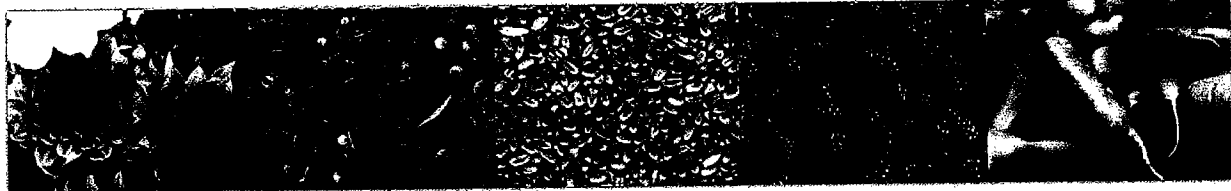
EXHIBIT B



Olympia Food Co-op

Eastside
3111 Pacific Ave. SE
Olympia, WA 98501
360 956-3870

Westside
321 Rogers St. NW
Olympia, WA 98502
360 754-7666



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The Olympia Food Co-op Bylaws!

1. NAME The name of the corporation is The Olympia Food Cooperative (hereinafter the Cooperative).

2. PURPOSES The cooperative has been formed under the Washington Nonprofit Corporations Act, R.C.W. 24.03. The purpose of the Cooperative is to contribute to the health and well-being of people by providing wholesome foods and other goods and services, accessible to all, through a locally-oriented, collectively managed, not-for-profit cooperative organization that relies on consensus decision making. We strive to make human effects on the earth and its inhabitants positive and renewing and to encourage economic and social justice. Our goals are to:

1. Provide information about food;
2. Make good food accessible to more people;
3. Support efforts to increase democratic process;
4. Support efforts to foster a socially and economically egalitarian society;
5. Provide information about collective process and consensus decision making;
6. Support local production;
7. See to the long-term health of the business;
8. Assist in the development of local community resources.

II. Membership

1. ELIGIBILITY Membership in the Cooperative is open to any person who meets all qualifications set forth in these bylaws and who pays a non-refundable lifetime membership fee. The amount of such fee shall be set by the Board. The Board may designate different classes of membership. The amount of the membership fee may vary for different classes of members. Any financial obligation of membership may be waived in whole or in part by the Board of Directors (hereinafter the Board).

2. NON-DISCRIMINATION The Cooperative strives to be egalitarian in all aspects of its business operations. The Cooperative works to serve a diverse population by incorporating procedures and practices that remove barriers to classes of people who are oppressed or are denied power and privilege in society generally. These classes of people include people who are discriminated against based on race, sex, religious creed, age, disability, size, sexual orientation, gender orientation, marital status and economic status.

3. MEMBER STATUS An active member maintains a current address on file and keeps current in their dues. An active member becomes an inactive member if they;

1. fail to pay dues; or
2. fail to maintain a current address on file for one year; or
3. fail to renew a low income membership
4. request inactive status.

4. CAPITAL ACCOUNT Members shall pay dues into a capital account. The Board may set the amount of dues. Upon becoming an inactive member, members may have all money they have paid into the capital account refunded, unless the member's dues have been transferred from the capital account pursuant to paragraph II.5.

5. INACTIVE MEMBER DUES Inactive member dues may be transferred from the capital account to the Cooperative's accounts according to policies and procedures



Olympia Food Co-op Bylaws

capital account to the Cooperatives accounts according to policies and procedures established by the Staff and approved by the Board.

6. ANNUAL MEETING An annual meeting of the membership shall be held each year. The place, day, and hour of the meeting shall be mailed to all active members at least 10, but not more than 50 days, prior to the meeting. In addition, notice of the meeting shall be posted at the Cooperative at least 10 days prior to the annual meeting.

The purpose of the annual meeting is to provide an opportunity for the Board and members to discuss the activities of the Cooperative. The Board shall establish the agenda for the annual meeting in a manner that allows for members to propose agenda items.

7. MEMBER VOTING In all instances of member voting, ballots may be received at the Cooperative, by mail, or at a meeting of members. No proxies are allowed and each active member shall have one vote. Unless otherwise specified in these bylaws, or by law, a simple majority vote is required for elections and other membership actions. The Board may prescribe additional rules and procedures for elections as appropriate. The Board shall take steps to encourage maximum participation by the membership.

8. MEMBER-INITIATED BALLOT Any member may initiate a ballot for vote by the general membership by following the Member-Initiated Ballot Procedure and Petition Requirements that are prescribed by the Board. All petitions for initiating a ballot must be signed by 1/2 of the average number of voting members from the previous three annual elections, or 300, whichever is greater. Unless otherwise specified by State law, a 60% majority is required for a member-initiated ballot to pass.

9. QUORUM An election must meet a quorum of 100 active members to be considered valid.

10. SPECIAL MEETING 300 Active members or 1/2 of the average number of voting members from the previous three elections, whichever is greater, may petition for a special meeting of the membership to take place within 90 days from the filing of the petition with the Board. The petition shall state the business to be discussed at the special meeting and the meeting shall be limited to such business. The Board may also call special meetings. Notice of special meetings shall be mailed to all active members at least 10, but not more than 50 days prior to the time of the meeting. The notice shall contain the time, place, and agenda of the special meeting.

11. MARKUPS Members shall pay markups on goods purchased from the Cooperative which shall be less than those paid by non-members. Volunteer Working Members are eligible to pay markups on goods purchased from the Cooperative which shall be less than those paid by non-volunteers. The Board shall determine the procedure and amount of special membership category discounts and non-member mark-ups.

12. MEMBER INDEMNITY Members are not liable for the debts of the Cooperative.

13. COMMUNICATION Members shall maintain free-flowing communication with the Board, Staff, and other members.

III. Board of Directors

1. GENERAL RESPONSIBILITIES The affairs of the cooperative shall be managed by a Board of Directors.

2. NUMBER, AND TERM The Board shall consist of a minimum of six directors and a maximum of ten directors. The exact number of directors shall be fixed by resolution of the Board. No reduction in the membership of the Board shall serve to shorten the term of any director then elected and serving. At least one Director shall be a member of the staff. Directors elected by the membership shall serve two year terms. No Director elected by the membership shall serve more than four consecutive years.

3. ELIGIBILITY Any active member is eligible to serve as a Director of the Cooperative.

4. ELECTION OF BOARD MEMBERS Board members shall be elected by the membership, except for the Staff representative, who shall be appointed by the Staff. The Board may prescribe the manner and procedures for membership elections, except that elections shall be held annually.

5. VACANCIES In the event of a vacancy on the Board of Directors, the remaining Board members may appoint a new Director. The appointed Director shall serve until the next Board election. Any Board appointed Director is eligible to run for an elected term at the next election.

6. DECISION MAKING Board Decisions are made by consensus.

7. QUORUM For purposes of Board action, unless otherwise specified or required by law, a quorum shall be a majority of the Board.

8. CONTRACTS FOR PROFIT Except for fair compensation for services actually rendered, a director shall not during her/his term of office be a party to a contract for profit with the Cooperative differing in any way from the business relations accorded members generally or upon terms differing from those generally current among members.

9. CONFLICT OF INTEREST Directors shall be under an affirmative duty to disclose an actual or potential conflict of interest in any matter under consideration by the Board. Directors having such an interest may not participate in the discussion or decision of the matter unless otherwise determined by the Board.

10. REIMBURSEMENT The Cooperative may, if authorized by a general Board resolution, reimburse individual Directors for reasonable expenses required to attend Board and committee meetings. To be eligible for reimbursement the Director must be present for the entire Board meeting.

11. REMOVAL Any Director may be removed from the Board whenever the Board determines that such removal will be in the best interest of the Cooperative. Before a Director is removed, that Director shall be given reasonable prior notice and a reasonable opportunity to speak before the Board at a regular meeting. Removal shall require a consensus minus-one vote of the Board. The membership may also remove a director through the member-initiated ballot process.

12. RESIGNATION A director may resign by submitting a written resignation to the Board with thirty days notice. Absence from three (3) Board meetings in a Board members term without providing prior notification shall constitute resignation from the Board. Exceptions to this policy may be made by consensus of the Board.

13. BOARD DUTIES Except as to matters reserved to membership by law or by these bylaws, the business and affairs of the Cooperative shall be directed by the Board of Directors. The major duties of the Board are to:

1. employ Staff, approve the make-up of the hiring committee, approve job descriptions, and approve a hiring policy;
2. select officers, and fill Board vacancies as needed;
3. approve an operating budget annually;
4. monitor the financial health of the Cooperative;
5. appoint standing and special committees as needed;
6. authorize appropriate agents to sign contracts, leases, or other obligations on behalf of the Cooperative;
7. adopt, review, and revise Cooperative plans;
8. approve major capital projects;
9. adopt major policy changes;
10. adopt policies to foster member involvement;
11. authorize major debt obligations of the Cooperative;
12. ensure compliance with all corporate obligations, including the keeping of corporate records and filing all necessary documents;
13. ensure adequate audits of Cooperative finances;
14. maintain free-flowing communication between the Board, Staff, committees, and the membership;
15. adopt policies which promote achievement of the mission statement and goals of the Cooperative.
16. resolve organizational conflicts after all other avenues of resolution have been exhausted;
17. establish and review the Cooperative's goals and objectives.
18. provide an annual report to the members to include a financial report, committee reports, and a summary of other significant events held and actions taken by the Cooperative during the year.

14. DISPOSAL OF ASSETS The Board may not dispose of all or substantially all of the Cooperative's assets without prior approval of two-thirds of the active members.

15. SUPREMACY The Board shall not exercise any power under these bylaws which is in conflict with the articles of incorporation or applicable state or federal law.

16. MEETINGS The Board shall meet at least twelve times a year. Board meetings shall normally be open to the membership. The Board may close meetings at its discretion to discuss personnel matters, legal matters, or other items which require private discussion. Extra or special meetings may be called at the discretion of the Board or by petition of 25 active members, provided that the petition specifies the business to be conducted at the meeting.

17. ACTION WITHOUT MEETING The Board may act without meeting if all Directors consent. The action shall be recorded in writing at the time it is made and included in the minutes of the next Board meeting. Any action taken under this procedure shall be fully effective.

18. INFORMATION The Board shall be responsible for the Washington Non-Profit

Olympia Food Co-op Bylaws

18. INDEMNIFICATION to the full extent permitted by the Washington Non-Profit Corporation Act the cooperative shall indemnify any person who was or is a party or is threatened to be a party to any civil, criminal, administrative, or investigative action, suit, or proceeding by reason of the fact that the person was or is a Director or officer of the cooperative against expenses (including attorney's fees), judgements, fines, and liabilities reasonably incurred or imposed upon them in connection with or resulting from any claim, action, suit, or proceeding, provided that they acted in good faith and in a manner they reasonably believed to be in or not opposed to the best interests of the cooperative. The termination of any action, suit, or proceeding by judgement, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not create a presumption that the person did not act in good faith and in a manner which they reasonably believed to be in or not opposed to the best interests of the cooperative. The Board of Directors may obtain insurance on behalf of any person who is or was a Director, officer, employee, or agent against any liability arising out of their status as such, whether or not the cooperative would have power to indemnify her/him against such liability. The Board of Directors may, at any time, approve indemnification under the Washington Non-Profit Corporation Act of any person which the cooperative has the power to indemnify. The indemnification provided by this section shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or contract.

IV. Staff

MAJOR RESPONSIBILITIES The major responsibilities of the Staff are to:

- A. keep the store functioning and open regular hours.
- B. present comprehensive financial statements to the Board quarterly or as requested;
- C. keep accounting records in accord with generally accepted accounting principles;
- D. maintain accurate and up-to-date corporate records, articles, Bylaws, Board meeting minutes, membership meeting minutes, staff meeting minutes, and required reports; and make these documents accessible to members.
- E. maintain accurate and up-to-date membership records including names, addresses, fee records, and dues records;
- F. maintain accurate and up-to-date records of the names and addresses of all creditors;
- G. maintain adequate insurance and bonding;
- H. regularly propose to the Board updated personnel policies and employee benefit programs;
- I. maintain systems for control of all operations;
- J. maintain adequate channels for taking and responding to member suggestions, commendations, and complaints;
- K. maintain all facilities in good repair and in sanitary and safe condition;
- L. provide effective and consistent programs for consumer and cooperative information;
- M. maintain free-flowing communication between Staff, Board, committees, and the membership;
- N. carry out Board decisions and/or membership decisions made in compliance with these bylaws;
- O. carry out all activities and act in accordance with applicable law, the articles of incorporation, and the bylaws of the cooperative.

V. Financial Information

- 1. FISCAL YEAR** The fiscal year ends December 31.
- 2. AUDIT COMMITTEE** The Board shall name an audit committee or select an experienced accountant to conduct an audit every three (3) years. Members of the audit committee or the accountant may not be employees, or officers of the cooperative or their immediate families; Board members may be on the audit committee, but the committee may not be composed entirely of Board members. The audit committee or accountant shall report their findings to the Board in writing and in a timely fashion.
- 3. REPORTS** The financial coordinator or a member of the Finance committee shall report to the members at the annual meeting and in the Cooperative's newsletter. The Finance committee will also report to the Board as required.

4. BONDING The Board may require bonding of employees.

VI. Dissolution

1. BOARD ACTION In order to voluntarily dissolve the Cooperative, the Board of Directors must adopt a resolution recommending dissolution and direct that the question of dissolution be submitted to a vote of the membership.

2. NOTICE Appropriate notice of the vote must be provided as required by R.C.W.24.03.220.

3. VOTE NEEDED The Cooperative may be dissolved by a 2/3 vote of the active membership. No other business may be transacted at a special meeting called for the purpose of dissolving the Cooperative or on a ballot issued for the purpose of dissolving the Cooperative.

4. PROCEDURE Upon dissolution of the Cooperative the Board shall supervise the winding up of business, the paying of debts, and the distribution of assets.

VII. Amendment

These bylaws may be amended through a board or member-initiated ballot that remains open at least 30 days. Copies of the proposed bylaws changes shall be available at all locations of the Cooperative at least 30 days prior to the beginning of any vote to amend these bylaws.

Approved by the membership November 2005

EXHIBIT C

Board of Directors Meeting Minutes

April 1, 2002

In Attendance Ron Lavigne (facilitator), Neil Coffey, Lauren Welsch, Lia Friedman, Harry Levine, John Nason, Jessi Hoffman, Eliza Welch (notetaker), Kitty Koppelman

Agenda

Agenda Review

Minutes Review

Announcements

Space Needs Proposal

Planning Update Review

Committee Reports

Contract Committee

Finance Committee

Technology Committee

Outreach and Education Committee

Personnel Committee

Newsletter Committee

Local Farm Committee

Next Meeting dates and facilitators

Executive Session for Personnel Issue

Minutes Review The minutes from the February 25 Board Meeting were approved as written.

Announcements Harry announced that his father just died and it is a challenging time for him to be present at work but he is dealing okay.

Space Needs Kitty said that the idea with this proposal is that phase one will accommodate us while we do phase two. There was enthusiasm from Board members about reconfiguring the office space. There was a question about whether we might lose retail space in the front end and Kitty said that she felt there would be no loss and possibly a small gain of retail space. Ron suggested that the Board consent to allow a small expansion for the front end if it seems necessary later on. Kitty said that as soon as the Board consents to TULIP being at the Eastside store a mock up of the floor plan will be done so that everyone can see how it can all fit and what it will look like. The Board consented to both proposals, phase one and phase two, and Harry stood aside as staff rep since the staff did not consent to these proposals. Kitty said that a lease agreement will be drawn up which will include space issues if necessary. TULIP will now begin marketing plans which will include the fact that TULIP will be at the Eastside store. Jessi wanted to comment on Part III section D of the proposal which deals with food production options. She wanted to say that she is opposed to contracting out for food prep.

Planning Update Review The Board reviewed Harry's report. The Personnel folks announced that the cashier forums happened and though the turnout was small the input was great from those who attended. A question was raised about whether goal 2 of the short term ongoing goals had been reached with the formation of the local farm committee. It was decided that the farm component of the goal has been addressed but a plan coordinator will need to take on the other aspects of the goal regarding local producers who are not farmers.

Committee Reports

Jessi announced that she wrote the letter of support for the YMCA childcare workers. They will be contacting her when they are ready for her to send it.

Contract Committee The committee feels they are ready to terminate the contract. They will be meeting again in June and hope to come back in July with a recommendation to terminate the contract because Michael will have fulfilled his obligations.

Finance Committee The Finance Committee approved the hearing aid proposal the Board had approved pending FC approval. They looked at a report about the impact of discount on sales which they had requested in order to help solve margin questions with regard to the Westside. The report noted that discounts had similar impacts at each store. They looked at Grace's process proposal for investigating scanners. They were told that Second Use, the used building supply store downtown, had closed but was trying to reopen possibly as a co-op.

Technology Committee The computer classes are underway and staff is working to find tech coordinators for each store.

Outreach and Education The Web site is underway. Lia is writing a blurb about the Board.

Personnel Committee John reported that they are following through with the Danzine issue brought to the Board at the last meeting. Harry offered to help and he and John agreed to continue the follow up.

Newsletter Committee Jessi asked the Board to consent to starting a hiring process for a newsletter editor. The Board consented. The hiring process will take place the second half of May. Lia volunteered to be the Board rep to the hiring committee. They decided that the volunteers on the committee will receive working member credit for their time. The Board consented to the make up of the hiring committee as Keyan, another staff rep to be determined by the Staff, Nomi (current editor), Maryam (layout), and Lia.

Local Farm Committee John presented the charter which staff has approved. The Board approved it with one small change, see copy.

Next Meetings and Facilitators

Monday April 29 7PM David Koestler facilitator

Monday May 20 7PM Jessi Hoffman facilitator

Executive Session

In Attendance Lia Friedman, John Nason, Joanne, Monica Villareal, from the personnel committee, Jessi, Lauren, and Ron, and Ami Greenberg from staff

The Board was given a report about a harassment incident within staff and was updated on the work of the Personnel Committee around the incident and their plans for the future. The Board consented to ask Meryl Bernstein to take a voluntary 30 day leave for which she may use any accrued sick leave or vacation leave. This proposal is subject to approval by the Co-op's attorney Michael Hanby. Jessi stood aside on this proposal.

3/29/02

To: The Board

From: Kitty and Harry

Re: Space Needs and Options Proposal

When we started the process of planning how to look at this issue, we decided that we did not want to spend time developing actual store layout plans or proposals to bring to the group until we had some general buy-in from the organization that this was a direction worth pursuing. Drawing on our combined thirty-something years of Co-op process experience, we agreed that leaving out the details at this phase would facilitate the group decision-making process. As a result, when reviewing the attached four-page report, some Staff had difficulty envisioning how the layout of a remodeled front-end could work. The particular areas of concern were regarding the loss of the front office as we know it, and the potential inconvenience of Staff not being able to park in the parking lot.

But with the understanding that they would have a chance to give input and help shape the implementation plan, most staff agreed to support the plan in theory. There was acknowledgement that this process required a leap of faith on the part of staff. Also, Staff found reassurance in the knowledge that that Phase I would be a sort of stopgap measure while the Co-op carries out Phase II. Generally, the Staff extended lots of support for the concept of giving collaborative assistance to TULIP. Staff revisited some of the reasons why it would be a good idea:

- The Co-op has a history of supporting the needs of low-income members of our community.
- The Co-op is not concerned with “stigma” associated with attracting low-income clientele.
- The Co-op’s goals include “Support efforts to increase democratic process; Support efforts to foster a socially and economically egalitarian society; Provide information about collective process and consensus decision making; Assist in the development of local community resources.” The TULIP project addresses all of these.
- There is a need in our community for an alternative to predatory lenders and other for-profit financial institutions.
- The Co-op survey results showed that a large number of existing Co-op shoppers would be eligible and would join.
- Credit unions are Co-ops.
- The Co-op could provide great visibility and stability to the Credit union in its early years.

Proposal: We propose that the Co-op commit to providing up to 100 Square Feet of space within the Eastside store to the TULIP Credit Union.

OK, SO THEN WHAT?

Here is an outline for a possible process:

1. By April 30, a plan implementation coordinator (or coordinators) is identified. They will coordinate the process of carrying out the Phase I Proposal. This will include coordination of all decision-making for all off-site and on-site space use, using the Phase I Proposal as a guideline. This implementation will have a completion goal of September 1st. We estimate that this coordination work could take approximately 200 hours.
2. By April 15th, a TULIP liaison team will be formed, consisting of myself, a board member, and another staff member. The team would be responsible for working out all of the lease agreement terms, as well as assisting in any other liason-ish issues that may arise.
3. By June 30th, a Plan Coordinator will create a process to begin addressing the Phase II Proposal.

EXHIBIT D

Board of Directors Meeting Minutes

September 17, 2002

In Attendance Sarah Ryan (facilitator), Ron Lavigne, Harry Levine, Lia Friedman, Lauren Welsch, Neil Coffey, Eliza Welch (notetaker), Kitty Koppelman

Announcements Harry announced that the Austin Lounge Lizards would be performing at the Capital Theatre on September 21 for a benefit for the Film Society. He has tickets for sale.

Lia asked that anyone interested in volunteering to help on the opening night of the film festival should talk with her.

Eliza announced that so far we have two applications from prospective Board candidates and people should recruit for applicants the deadline is September 24.

Agenda

Announcements

Agenda Review

Minutes Review

Sound Builders Resource Proposal

TULIP Update

Long Range Planning

Annual Meeting

Committee Reports

 Finance Committee

 Outreach and Education

 Personnel

Next Meetings

Minutes Review The minutes from the August Board meeting were approved as written

Sound Builders Resource Kitty presented the proposal from Sound Builders Resource (formerly Second Use). Kitty said that the 45 hours they are asking for would be for consultation and guidance. They want to do the work themselves to create a consensus based collective management structure, but they want our advice and support. They also want an additional 10 hours of consultation about creating a volunteer system modeled after ours.

There were questions about the connection between Habitat for Humanity and Sound Builders Resource. Do they ultimately want to be independent from Habitat for Humanity? The Board expressed great enthusiasm for helping Sound Builders Resource get the support they need to create a collective. There were questions and concerns about donating time and money to an organization which is owned by an enormous national corporation with values in conflict with those of the Co-op's.

The Board consented to the intent of the proposal. Kitty agreed to bring the following questions to Sound Builders Resource. Do you have a long range goal of gaining independence from Habitat for Humanity? Do you currently have enough autonomy from Habitat for Humanity to create and maintain a volunteer system and collective structure of your choosing or might they exert some

restrictions on you. What kind of agreements do you have with them around autonomy and self governance? If they respond in a way that seems likely they can keep and use what we give them, the Board will approve the proposal as written.

TULIP Update Kitty presented the Board with the proposal and informed them that the Westside consented to the proposal but the Eastside did not consent. There were people on the Eastside collective that said they would block the proposal as written. They felt that the money to pay Kitty for TULIP work should not come out of the labor budget. Ideas which were brought up in the Eastside staff meeting were to figure out a way to get a donation from another organization to the Co-op to pay Kitty's TULIP wages. The donation could go to the labor budget and Kitty could still be paid as a Co-op employee. Another idea was to get the money from another budget - that does not solve the overall cash problem. A third idea was to fund the project for six months only at half the cost and then review the situation later before funding any additional time. Kitty is hoping that her hours can be greatly reduced in the upcoming months as the Credit Union gets going.

The Board consented to remain committed to the TULIP project and Kitty's work in it. They ask for staff creativity to find money by whatever means are available. Lia and Harry stood aside.

Kitty reported that TULIP has been committed to keeping the field of membership to the low income community in terms of governance and power however they have received input from other low income credit unions across the country that though that is a great principle it is not financially realistic in terms of survival. These experts suggest that the obvious and simple solution would be to include the Co-op's membership in the field of membership. The TULIP Board believes that this is a good idea and wanted to get approval from The Co-op Board to include the Co-op membership in the field of membership for the Credit Union. The Board felt like this was a great idea and consented to the proposal with Harry standing aside.

Kitty announced that the National Cooperative Business Association was very interested in the collaboration between the two cooperative businesses and the President of the NCBA is talking us up nation-wide. She reported that there was an article in the NCBA business journal about the TULIP project. The NCBA also connected Kitty with a co-op in Lawrence Kansas that has had a credit union in it for 25 years. Those organizations have been a big help. Kitty also wanted to say that she really appreciates the commitment of the co-op through this process. The Board thanked her for all her hard work.

Long Range Planning Some slight changes were made to the document and Harry will take them to the staff. He will also give a report on the 2002 goals to staff. Harry will assemble feedback from staff and bring them back to the Board for final approval in either October or November.

Annual Meeting The party subcommittee met and got excited about having a big sustainable community fair for the 25th anniversary party but decided that we should wait to do it in the spring. The Board approved the proposal to have the 25th anniversary celebration in the spring.

The Board approved that the membership meeting will be held on Sunday, October 27 at Skateland from 5-9PM. Harry, Lia and John will coordinate the event. The Board authorized the committee of Harry, Lia and John to plan all the intricacies of the event.

Committee Reports

Finance Committee Harry handed out the statements from 2nd Quarter and the Board reviewed them. The Board discussed 2nd quarter results at the last board meeting but did not have the statements before them.

The Finance Committee recommends to the Board that they approve leasing a new office space in the security building. It has a flexible lease and is a good size. The Co-op received three bids for co-op work with regard to the expansion for TULIP and they all came in between 13-\$15,000. The FC wanted staff to work to shave costs and make the project less expensive.

The FC presented two proposals to the board

1. \$4,000 be added to the Supplies budget - \$3,000 to remodel the back end of the Eastside store and \$1,000 for moving expenses.
2. Authorize the rental of the new office space at \$1,350 a month. This means adding to the 2002 budget expenses for October through December payments.

The Board consented to the proposals. The rental will probably have it's own budget line for 2003.

Personnel Committee The committee is continuing its work on analysis of the cashier system. Next month they intend to begin the review of the Personnel Policy.

Outreach and Education

Lia and Mo are meeting tomorrow.

Next Meetings **October 29 6PM** John facilitates
November 19 6PM Harry facilitates

To: Staff and BOD
 From: Kitty
 Re: TULIP, the future, and me

Last summer I reported to staff and BOD about the progress that had been made in my work to start the TULIP credit union, and I gave a summary describing that there was still much to be done. In addition to that report, there was a proposal (which was consented to) that the Co-op extend its contribution of my staff time for 2002. As the end of 2002 approaches, although TULIP has made much progress, the credit union is still not open and TULIP once again faces the prospect of losing its coordinator four months from now.

I wish that the credit union were successfully up and running already, but it's not. When the Co-op first committed its in-kind contribution, I had no idea that this project would take as much time and effort as it has. I knew it would be a big complicated project, but there was really no way for me to know what it would entail without the hands-on experience. Over the past eighteen months, I have talked with dozens of people who are familiar with the credit union chartering process, and most have been quite amazed that we have gotten as far as we have in what they call a short amount of time. I am proposing that the Co-op continue to provide the in-kind donation to TULIP of my time to serve as TULIP's project coordinator for another year. My goal within 2003 will be to get the CU open, and to transfer information and responsibility to the CU's manager (who is as yet unnamed) Some of the reasons why this is worth doing:

- **Collaboration** The success of this project will rest upon the alliances that have been developed with other organizations. Besides the major contributions from the Co-op (location and project coordinator), lasting partnerships have been forged with Washington State and Boeing Employees Credit Unions, Credit Union trade associations, regulators, and many others. In almost every case, as the coordinator, I have been the sole contact to TULIP for these other organizations.
- **Continuity** The new CU manager will benefit from the research and processes that I have developed over the previous two years, and those benefits will assist the CU to prosper.
- **Partnership with the Co-op** Now that we've established that TULIP will be living in the Co-op, I believe that it is in the Co-op's best interest to see that this plan succeeds. I can continue to provide a communication link between the two organizations, which in turn helps to get good information to both memberships.
- **Future Development** Among the research I've done during my tenure in this position, I've come across some very lucrative opportunities for TULIP once it receives its charter *-but not before-*. There are numerous grant and other funding options available to chartered credit unions that would greatly enhance TULIP's ability to provide its products and services. Once TULIP is chartered, I would like to be able to help TULIP pursue some of these.

Other Options? This is a little awkward to write, but at this point, I don't think that this project will happen without me (or someone like me) in this role. Some alternative options could be:

- Someone else from the Co-op stepping into this position – unless they were already well-versed in CDCU regulations and chartering procedures, it would take many months to get them up to speed.
- Someone from outside of the Co-op stepping into this position – judging from our attempts to find a CU manager, I don't think it would be easy to find another project coordinator who would work for \$16/hour. Also, the project would still need a liaison representing the Co-op.
- Someone other than the Co-op pays me to serve in this position – This is certainly not my preference, but if the Co-op's contribution is not available, I will probably pursue this route.

PROPOSAL: I propose that the Co-op dedicate \$12,000 through the 2003 labor budget to pay for me to continue spending 15 hrs/week as the point person for the TULIP credit union project (\$15.50/hr x 15 hrs x 52 wks).

Don't just take my word for it - I've attached letters from others who are working on this project and want you to know that they also support this proposal.

EXHIBIT E

Board Meeting Minutes October 18, 2007

In attendance Kathy Strauss (facilitator), Jason Baghboudarian, John Nason, Douglas Goslin, Joellen Wilhelm, Jackie Krzyzek, Maeanna Welti (staff rep), and Eliza Welch (note taker), absent: Bob Grabhorn, Samantha Chandler, Harry Levine

Board Agenda

Agenda Review/announcements/minutes/commitments review
Unexpected Guest
Grace DFTA Membership
Maeanna restructuring report/proposal
Cashier Proposal
Annual Meeting Planning
Retreat Planning
Next Meetings and facilitators

Announcements

- **Samantha announced via email that she is unable to attend this meeting.**
- **Bob called in sick and will not be here.**
- **Maeanna is here on behalf of Harry as staff rep.**
- **Amanda Frye introduced herself as a paid cashier just attending for that agenda item.**

Minutes Review The minutes from the September 20, 2007 board meeting were approved as written, Jackie and Maeanna stood aside.

Commitments Review from the September Board Meeting

- ***Harry will write options for cashier proposal and gather feedback from staff and cashiers.*** Done
- ***Kathy will gather feedback from the hiring committee on the cashier proposal*** Done
- ***Eliza will make sure ballot box and newsletters are at annual meeting*** Will do
- ***Harry will get volunteers from expansion committee for annual meeting reports*** Still to do
- ***Kathy will coordinate retreat logistics – not the meeting content*** Doing it
- ***John will facilitate annual meeting and coordinate logistics – food etc*** Doing it
- ***Harry will bring bonuses report to next board meeting*** Still to do
- ***Eliza will coordinate the implementation of the member relations Committee*** still to do

Grace DFTA Membership Grace came to propose that the co-op join this organization – The Domestic Fair Trade Association. It is a new organization and she presented the board with a copy of the principles of fair trade. There is an application process that Grace would coordinate. It is a kind of self audit and the board was enthusiastic about having the co-op fill out that application even just for the benefit of doing the self audit. The Board was very supportive and interested in the new organization and enthusiastically approved Grace's proposal that we fill out an application on behalf of the co-op. Maeanna stood aside.

On an unrelated note, Grace announced that she receives lots of information about board trainings through her work with the NCGA and would like to figure out how to share that with the board when they are able. The board thanked her and folks are definitely interested in looking at what she's got.

Restructuring Report/Proposal Maeanna presented this report and proposal on behalf of the Big Picture CAT. Maeanna is the Big Picture CAT rep from the deli group. First she presented the counter proposal from the BPC to the Board. Long ago the Board proposed that they send a rep to BPC meetings. The BPC finally is coming back to the Board to counter propose that the BPC send someone to board meetings to give an update and field questions every board meeting. The Board approved this proposal. They are willing to give it a try and see if it meets their needs.

The BPC report: The BPC has a work plan that they are using and revising as they go. There are three main things on that plan at this time. The first is to begin to assume responsibility for coordinating restructuring – taking over from the previous coordinators – the BCD committee – Mo, Harry, Grace, and Eliza.

The BPC is made up of representatives from each work group – Maeanna – deli, Adam – chill (dairy, produce, meat, cheese), Joel – gondoliers (grocery, bulk, habasupp), Joanna (Staff organizational support – bkkeeping, personnel, POS), Mo – Front End/Member Services. Harry facilitates this CAT and Eliza takes notes.

The first task the BPC has taken on with regard to coordination is to get trained in facilitation and note taking so that they can take on the responsibility of doing that for work group meetings. They were already coordinating agenda formation and meeting prep. The BCD is still facilitating and note taking for CAT meetings, but it is in the work plan to review that after the first of the year.

The CATs are (coordination action teams) made up of reps from each work group

Facilities currently coordinating capital plans

Finance currently working with scheduling CAT to coordinate development of operating budget '08

Scheduling currently coordinating labor budget '08

Evaluations and Training currently working on evaluation procedures

Big Picture

Merchandising still to be formed – but on BPC work plan

Volunteer still to be formed – but on BPC work plan

The second big project for BPC are coordinating all information and communication systems. BPC is just about to roll out the new staffpages extranet site, a for staff only information website. It should have a great positive impact on information flow in the collective.

The third big project is coordinating the decision making structure development for the collective. This is underway but on hold from work group meetings until after we complete the budget process.

The Board appreciates having the report and thanks Maeanna for bringing it.

Cashier Proposal Maeanna announced that Pat Hill, a paid cashier, requested that the board delay their discussion and final decision about the cashier proposal. She really wanted to be able to be present at this discussion and was unable to due to the power outage. The board discussed whether to wait or not and decided that they must continue at this point. They feel that the organization has been working on this issue for many years and there has been lots of opportunity for input. There is at this time a proposal that includes a time line with April 1 as the date for starting a new staff and volunteer cashier system and they want to be able to meet that deadline. Maeanna reported from Harry that the operating budget for 2008 currently includes all the staff hours that were in the proposal – 252/wk as of April 1. He had sent emails with feedback from staff and cashiers. Those emails will be included with the minutes.

Kathy reported that the Hiring Committee reviewed the board proposal and feels that we are not able to hire for specific positions at this time. They feel that the restructuring process is leading us in that direction and they intend to pursue that with work groups during this next year, but currently we do not have the structure to support that yet. The committee did support and agree to the proposed first interview aspect of the proposal. The board discussed this feedback. Is there any way that we could be ready now or figure out how to be? Kathy described this feedback from the hiring committee as being very strong and based in the experience of developing new sound structures for staff that they do not want to compromise. It means that they are committed to getting to the point of being able to hire for specific positions but want to do it right. People felt disappointed but glad that we intend to get there possibly even within the year. The board wants to clearly convey that to the current paid cashiers.

The board reviewed the working member discount aspect of the proposal and had lots of discussion about what it should be.

The board consented to the cashier proposal with changes, Maenna stood aside on behalf of staff. Kathy agreed to write a letter to the paid cashiers and Eliza agreed to make the changes to the cashier proposal and add Kathy's letter to that document. This will get emailed to everyone over the weekend. The final agreed upon proposal is at the end of these minutes.

Annual Meeting John reiterated what was decided over email in between this meeting and the last – the annual meeting is November 4 from 2-4 at Plenty. The board should be there 1-5. He will coordinate catering with Plenty and will facilitate the meeting. The meeting was announced in the newsletter that was sent to the members, and he is making a poster for the stores. Joellen called all the board applicants and will call them again and let them know that if they are elected they are invited to attend Nov, Dec and retreat meetings. She will give them dates, times, locations.

Retreat Update December 9 at the Schmidt house. Kathy is ordering out middle eastern food. The board will discuss the agenda at the next meeting. Maeanna said that Harry said he would send a proposed agenda to the next board meeting.

Announcements

- The board didn't have committee reports at this meeting
- Joellen and Jackie agreed to help with ballot counting on Nov 15 4PM downtown
- Bob will write the board report for next newsletter due Nov 1

Next Meeting Thursday November 15 Joellen facilitates

Commitments Review

- *Eliza will coordinate the implementation of the member relations Committee*
- *Harry will prepare bonus report*
- *Harry will make a proposed agenda for retreat meeting*
- *Harry will find an expansion report person for annual meeting*
- *Joellen and Jackie will help count ballots Nov 15 4PM*
- *Kathy and Eliza will finish the cashier documents*
- *John will coordinate annual meeting food, meeting, posters*

FINAL BOARD DECISION WITH REGARD TO CASHIERING SYSTEM OCTOBER 19, 2007

BACKGROUND

The Staff and Board of the Co-op have been working to find a way to end the paid cashier system at the Co-op for many years. As you may remember, former staff person, Rosaire Rossi, completed a report and proposal about paid cashiers at the Co-op. Before he left the co-op in August 2007, he gathered feedback on the proposal and recommendations and handed it all to the Board. The Board discussed the report, recommendations and feedback at the August & Sept Board meetings. Based on feedback in the August meeting, a revised proposal was created and brought to the September meeting.

At the September 2007 Board meeting, the Board reviewed and discussed that revision detailing an end to the paid cashier system. Harry was sent away to present the revised proposals to staff and cashiers and gather feedback, and to gather information from staff about the number of cashiering hours that current collective members would be interested in adding to their schedules. Kathy and Samantha presented the revised proposals to the standing hiring committee for their feedback.

At the October 2007 Board meeting, the board reviewed all the information and feedback that was gathered, developed the following revised proposal and consented to it. If you have any further questions or comments you can contact Harry or Eliza - harry@olympiafood.coop or eliza@olympiafood.coop.

BASIC UNDERLYING PREMISES

the Board based the proposal on what it believes to be the best for the membership and the organization as a whole. The basic underlying beliefs are:

- A. There shouldn't be a non-collective paid cashier position anymore.
- B. There should be paid collective members cashiering throughout the day at both stores and they should work side by side with volunteer cashiers.
- C. The work of the current paid cashiers must be recognized and their contributions to the co-op acknowledged. We must also recognize that losing the paid cashier position will have a direct personal impact on many of the paid cashiers.
- D. The Board seeks ways to acknowledge the work of the paid cashiers, and to ensure that for those who want to pursue collective employment the hiring process is clear and accessible.

THE DETAILS

- 1) By April 1, 2008, the Co-op will staff the registers with Staff Collective members. The plan is to have one staff cashier at each store from opening until closing each day. In addition, the ES will have a 2nd Staff Cashier position for the majority of the day. The Front End/Customer Service Workgroup will be responsible for determining and budgeting for the amount of hours, length of shifts, and all scheduling

details. These hours may be added as soon as Jan 2, 2008 depending on Staff ability to fully plan all details of the new system and the staff ability to cover the hours.

- 2) There will be no new Paid Working Member Cashiers hired, as of Sept 21, 2007. Paid Cashiers were informed by Sept 30 that the current system will end by April 1, 2008. At that time, the registers will be staffed by Staff Collective members and by volunteers. Hours available to current Paid Cashiers may diminish in the 1st Q of 2008, depending on the Collective ability to staff the shifts.
- 3) The Front End group will determine the exact hours, shift times, and job descriptions by Dec 1, 2007, At that time, Staff cashiering hours will first be offered to Front End Work Group members. Next they will be offered to all other Collective members. The Scheduling CAT will then assess the need for hiring. The Scheduling CAT will propose a number of hours needed to be hired for to the Staff & BOD no later than Jan 19, 2008. The Board will authorize the hiring.
- 4) The Front End Work Group will be responsible for creating an Emergency Coverage system for cashier shifts. This system must be in place no later than April 1, 2008. The system will set procedures for determining when Emergency Coverage is needed and how to fill shifts. The Emergency Coverage system must be built upon the assumption that all cashier shifts may only be filled by Staff or by Volunteer Working Members.
- 5) No more Paid Working Member Cashiers may be hired or paid for cashiering after April 1, 2008. These folks are encouraged to apply for Collective positions.
- 6) All paid cashiers who by Oct. 1 have worked 50 or more hours in 2007 and submit an application for a staff collective position by Nov. 30, 2007 will be guaranteed a first interview by the Interview Team.
- 7) Discount coupons will be distributed to all Volunteer Cashiers who worked paid shifts between the months of January and September in 2007. Each person will be given 2 discount coupons for the first 60 hours worked and an additional card for every 60 hours worked during that period of January to September 2007.

LETTER TO PAID CASHIERS

October 19, 2007

To all OFC Paid Cashiers:

The Board of Directors would like to express our gratitude to all of you on behalf of the organization for all the great work you have done for the co-op. We have spent the last five years working with the staff and cashiers to figure out how to solve the problems that have been created by the paid cashier system. Finally, we have come up with a plan to end the paid cashier system effective April 1, 2008. We will be adding staff cashier hours at both stores and filling these positions with staff collective members.

The Board's original intention in the Cashiering System Proposal was to create a new staff position focused on cashiering and other front end duties and to hire specifically for that position. However, after much discussion in our meetings and feedback from the Hiring Committee we have realized that we are not ready for that yet. The Co-op is working towards being able to hire staff for specific job descriptions through our restructuring process and we hope to change this in the upcoming year, but we currently only hire for one general position.

As a result of cashier and other staffing needs the OFC will be hiring new staff in January 2008. We do not normally announce when a hiring will occur but we want paid cashiers to know in order that they may be able to get their applications in on time.

All paid cashiers who by Oct. 1 have worked 50 or more hours in 2007 and submit an application for a staff collective position by Nov. 30, 2007 will be guaranteed a first interview by the Interview Team.

Paid cashiers are also welcome to submit applications after Nov. 30, 2007 but will not be guaranteed a first interview.

The board would also like to offer a token of gratitude for the work of the paid cashiers by distributing discount coupons to all Volunteer Cashiers who worked paid shifts between the months of January and September in 2007. Each person will be given 2 discount coupons for the first 60 hours worked and an additional card for every 60 hours worked during that period of January to September 2007.

EXHIBIT F

Olympia Food Co-op Board Meeting Minutes October 27, 2004

In Attendance Joanne McCaughan (facilitator), Sarah Ryan, Ron Lavigne, Cary Retlin, Gail Sullivan, Shon Forsyth, Harry Levine, Ryan McLaughlin, Megan Davis, Kitty Koppelman, Patrice Barrentine

Agenda

Agenda Review
Announcements
Roberta Zens Proposal
Minutes Review
Hiring Committee Values
Newsletter Survey
Cashier System
Cooler Eastside
Registers to Eatonville
Long Range Planning
Annual Meeting
Tabling/Elections Check-in
Bylaws Committee

Announcements Harry announces that Cary, Gail, and Harry met to discuss self insurance and reviewed it. Harry looked into concerns that had been raised previously, called the insurance commissioners office, and everything checked out fine for the companies involved. The insurance will go into effect as of November 1.

Roberta Zens Proposal Roberta is a member and came to the meeting to ask the board for permission to hang banners at both stores encouraging people to vote. It would say "Vote on November 2 , Polls open 7AM-8PM". The board consented to her request with one stand aside. Harry stood aside on behalf of the staff some of whom he felt may have concerns. Harry will let staff know about this decision and work with Roberta to coordinate hanging the banners.

Minutes Review The minutes were approved as written with two stand asides. Harry and Ryan stood aside because they were not at the last meeting.

Hiring Committee Values Kitty presented this proposal to the board. Ron made an addition to the second sentence to include the word diversity. There was some discussion about the meaning of the second paragraph. Kitty talked about the value of developing relationships with applicants, and getting away from the concept of hiring as treating people as commodities, "resources".

Kitty pointed out that in her first draft of this document she used the exact wording from the non-discrimination clause, (section II.2 of the bylaws), for the last paragraph of this document. The staff added two items to this statement that are included in this version of the document. She suggested that the bylaws committee may want to make note of these changes and include them in the bylaws revision. The board consented to the proposed mission and values with Ron's addition.

Newsletter Survey Kitty and Joanne shared the results of the newsletter survey with the board. People were impressed that 77 of 100 surveyed read the newsletter. Gail suggested that the newsletter should come out more often. Joanne and Kitty said that they are seriously considering a more frequent newsletter with a shorter format. Currently the committee is working on a proposal to address their findings. This proposal will come to a future board meeting.

Cashier System Proposal Megan Davis from staff presented this proposal. Option c is the proposal. Cary had concern about the impact of this process on paid cashiers. Megan said that staff shares that concern and it is our intention to include everyone in this process. Board members encouraged staff to consider increasing the hours allotted to staff to do this work if necessary. The board approved the proposal pending westside approval. Harry stood aside.

Cooler Eastside Patrice presented this proposal on behalf of the frozen managers. There were concerns raised by some board members that this proposal does not address long term issues and it would have been better to address the problems holistically. Patrice said that the frozen managers acknowledge their poor planning and intend to address the long term issues after this holiday season is over. They went ahead with this proposal knowing that it is only a temporary solution because they felt the safety concerns were high enough and this was the best option available on short notice. The board approved the proposal with the addendum that staff do a holistic needs assessment for cooler space and come up with a holistic proposal for long term solutions as soon as possible. There were three stand asides.

Registers to Eatonville Harry and Eliza presented the proposal from Andrew to donate two of our old registers to the Eatonville Co-op. The board approved the proposal and asked that Eatonville give us a receipt for a \$1,000 donation and put a sign up acknowledging that we made the donation.

Long Range Planning Harry said that it in our current time line and process it is our goal to consent upon a list of long range plans at the November board meeting. He has gotten feedback from staff already. Gail suggested that we bring the current draft to the annual meeting to get feedback from the members. She suggested that we could put the plans up on the walls each on a separate sheet of paper and give people a handful of dot stickers and they could put their dots on the plans they want to see happen - dotmocracy. Everyone thought that was a great idea. The board decided to give long range plans a chunk of time at the November meeting in the hopes of consenting to a final draft of the plans.

Annual Meeting Sarah is the facilitator and made a proposed agenda for the event. 12-1 music, food, and dotmocracy followed by the meeting from 1-3.

Meeting Agenda	New staff intros - Harry
	Tulip report - Darlene (manager)
	Staff report - Harry
	Finance Committee report - Lisa Vatske
	Board Long range plans - Harry
	NCGA - Grace
	Bylaws committee - committee members
	Candidates for Board
	Ed and Outreach - Gail
	Local Farm - Shon
	Newsletter - Jen
	Open forum - Sarah

The board requested that Eliza bring a ballot box and voter pamphlets so people can vote at the meeting. Harry requested that the musicians be compensated with 3 working member discount coupons each, (not including Harry or Eliza who are also in the band and do not want any compensation). Harry will take care of purchasing drinks from the co-op, and Cary will bring them downtown on Sunday. Joanne is arranging food with the Urban Onion and asks people to make desserts, if possible. The board consented to the agenda, musician compensation, Joanne's food arrangements, and agreed to bring desserts if possible.

Tabling/Elections Eliza reminded board members about tabling. It is set up at both stores. She also asked for volunteers to help come count ballots on November 16 from 4-8PM. Ron, Ryan, Cary and Gail said they'd help.

Bylaws committee The committee has revised their time line for special balloting and would like to have balloting during the month of May rather than April. This gives them the additional time that they need to follow their process to completion.

Next meetings The board changed the dates of the following two meetings due to the holidays. The board will have their November board meeting on December 2 at 7 PM. They will have their December meeting on December 22 at 7PM. Ryan will facilitate the next meeting on December 2.

EXHIBIT G

Board Meeting Minutes April 26, 2006

In Attendance Shon Forsyth (facilitator), Jodi Boe, Samantha Chandler, Kathy Strauss, Kitty Koppelman (staff rep), Eliza Welch (notetaker), absent: Jason Baghboudarian, Joanne McCaughan, John Nason, Harry Levine

Agenda

Agenda Review/announcements/minutes/commitments review
Sustainability Presentation with Leon Smith
Ecological Committee Charter and conf. Proposal
Sam's proposal
Susie Kyle Request
Jim Shulruff Co-op Support
Committee Reports
Next Meetings and facilitators

Announcements Samantha announced that she will not be at the next two board meetings. Shon announced that today they signed a contract to buy Delphinia. The closing will be June 15. Kitty asked that everyone get the word out to apply to the co-op. We need applicants. Joanne is sick and will not make it to the meeting today.

Minutes Review/commitments review The minutes were reviewed from the March 22 meeting and consented upon as written. The commitments were reviewed from the March meeting. The Local Farm Committee representatives from staff are Tatiana and Kim. People earn Co-op volunteer credit for teaching free school classes that are sponsored by the co-op.

Ecological Planning Marie Poland from staff and Leon Smith member-at-large came for this agenda item. Shon, Marie, and Leon presented the revised committee charter. Marie reported that it has gone to both collectives for feedback. Samantha said that over all the revision looks good. She said that the charter should be written so that someone who knows nothing about ecological sustainability can understand what it means. There were a couple of suggestions made about simplifying the language and some grammar suggestions. The charter was consented upon for content with two changes. The committee will make some additional grammatical adjustments before the charter is finalized.

Leon gave a brief report about the sustainability decision making model called "The Natural Step". This model relies on consensus decision making and allows an organization to create a vision for sustainability and then work back from there to create a plan to achieve the vision. The committee is very excited about the ideas and presented a proposal to attend a training in Portland. The board consented to the proposal and agreed that the \$500 should come out of the board expense.

Sam's Proposal Samantha's proposal was approved with one change. The donation will be for \$200 instead of \$100 and it will come out of the donations budget. Samantha will do all the follow up work.

Susie Kyle's Proposal the board consented to donate \$200 to the organization NOON933. Eliza will do the follow up work. Samantha will include this information in her newsletter article. The donations budget will need to be increased by \$400. Eliza will thank Susie for the information and let her know what the board decided to do.

Jim Shulfruff Jim presented his proposal and said staff has not seen it yet. Kitty mentioned that they may have feelings about staff hours going to this project during the summer when we traditionally have staffing concerns due to vacation. Jim said that he does not foresee a problem. It is just 30 hours to be spent over the summer – 10 hours a month. He said it would most likely end up being several different people and that spreads out the impact even more thinly. It was suggested that they consider expanding the focus of the project from farmer/producers to include other types of local businesses,

such as businesses that might be potential buyers/consumers. The co-op's work would be focusing on gathering information – conducting surveys and facilitating meetings. If the project is successful getting grant money the co-op may be reimbursed for its donations. The board consented to the proposal with Kitty standing aside because staff have not seen the proposal yet. The board agreed to authorize the increase of the donations budget for an additional \$1,500.

Committee Reports

Newsletter committee Kitty announced that she is still seeking the short write ups for the annual report. The deadline is May 15.

Farm Committee Kathy announced that they met and discussed some projects. The focus is on marketing opportunities. They are considering creating a calendar with seasonal recipes.

Outreach and Education the committee is working on a revision of the co-op brochure.

Finance Jason asked that the board find a substitute for him for the next two meetings. Shon will attend the May FC meeting and the FC should discuss how they want to address board attendance at the meetings. Do they have a preference between consistency of membership or consistency of attendance?

Groc The committee is putting a survey in the next newsletter to begin a period of education that will lead to an advisory ballot in the fall. One member resigned from the committee but in general the committee is working well and progressing with its work in a timely manner.

Hiring Committee The committee proposes that the co-op authorize a hiring for 4 new staff. The staff has consented to the proposal. 3 people have resigned since the last hiring, summer is coming and with it staffing challenges, growth, restructuring. The board consented to the proposal. Kitty said that the board could be contacted within 10 days with hiring proposals so be ready for those. Jodi asked that people be thoughtful about discussing the proposals via email. Please be considerate of the hiring team with email discussion.

Next Meeting Jodi facilitates

Commitments

- ***Everyone will encourage people to apply for jobs at the co-op***
- ***Eco committee will rewrite charter and finalize it***
- ***Sam will do follow up on her proposal and include NOON933 in her article***
- ***Shon will attend May FC meeting***
- ***Eliza will talk with Susie Kyle and follow up with NOON933***
- ***Harry will begin retreat planning via email***
- ***Be ready for hiring emails***
- ***Eliza will try to coordinate rescheduling our meetings so we can be in free school space.***

EXHIBIT H

OLYMPIA FOOD CO-OP PERSONNEL POLICY

Updated Sept 2010

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The Personnel Policy is designed to document the agreements between the Co-op and its' employees.

DEFINITION OF TERMS

Staff Member Any salaried working member of the Co-op hired by the Board of Directors (BOD). Full time staff work 30 or more hours per week.

Temporary or Contract Workers: Refers to a worker who is hired for a specific purpose for a definite or indefinite period of time. The Staff Collective may hire contract workers for store operations projects only, such as carpenters, floor cleaners, or electricians. The BOD must authorize all other contract worker hiring, such as, marketing consultant, newsletter editor, etc. A newsletter editor may hire contract workers with BOD approval.

WORK FORCE STRUCTURE

Staff Structure

The staff members operate as a collective and are responsible for coordinating the store's operations. Staff meet on average twice a month to share information and coordinate operations. All full Staff decisions are made by consensus of the group. Part time staff members (less than 30 hours/week) are members of the staff collective. Because of part time staff's lack of exposure to the store on a daily basis, it is their special responsibility to make an extra effort to communicate with the coordinators and department managers about recent events in the store.

Staff Decision Making

1. *Staff Meetings* Meets bi-monthly to consider proposals, discuss operational issues, and conduct evaluations. All issue that require decisions are made by consensus of all staff members present. There is training in consensus decision making process and procedures for all Staff.
2. *Individual Staff Decision Making* Staff responsibilities and individual decision-making areas are defined by job descriptions. The complete set of Job Descriptions covers responsibilities for all areas of store operation. Each staff member has at least 1 job description, though most have 3-4. Staff agree to job descriptions through coordination and negotiation with the Personnel Coordinators and approval by the collective. Any decision made by individual staff based on job description is subject to reversal by the collective as a whole. Full job descriptions are located on Staff Pages.

Individual Staff Responsibilities

1. Perform all work in accordance with the letter and spirit of Co-op written policy and By-laws.
2. Maintain the spirit of cooperative endeavor. Show respect for every other worker, and all members and nonmembers.
3. Maintain a dedication to cooperative effort and consensus beyond individual achievement, and acknowledge the validity and worth of individual commitment and effort.
4. Actively promote an atmosphere of openness. Be willing to share knowledge and skills with other staff, volunteer working members, and shoppers; maintain a sense of mutual trust and cooperation in dealing with others.
5. Maintain an overall awareness of the emotional and physical well being of the workers and when problems arise take action to resolve them.
6. Serve as an active member of the staff.
7. Make decisions within a job description and accept responsibility for those decisions and their consequences; implement the decisions made by the team through due process; implement BOD decisions.
8. Coordinate the work of others when appropriate.
9. Communicate in a timely, accurate, and thorough manner with other staff, volunteer workers, BOD, and shoppers as appropriate.
10. Participate in the evaluation/self-evaluation of each staff member.
11. Keep volunteer workers up to date about issues relevant to them. Be responsible for providing feedback about volunteers the volunteer coordinators.
12. Assume an equal responsibility for extra work.

Collective Responsibility of Staff

1. Acquire the skills necessary to perform all staff functions.
2. Fulfill all responsibilities assigned to the staff collectively.
3. Represent the staff to the general membership and member committees.
4. Provide staff representation to the BOD.

Goals of Staff as Workers

The staff collective recognizes our responsibility to the member-owners and BOD to create a viable business based on cooperative principles and to create an atmosphere that is friendly and open to everyone. We also recognize our responsibility to ourselves as workers at the Co-op to create a situation that enhances our abilities to perform our jobs. This not only includes labor efficiencies, but also includes conditions that better the quality of our working lives. Therefore, the staff will strive to:

1. Provide safe and good working conditions.
2. Attain a shortening of the work week while maintaining a livable wage.
3. Support the rights of other workers to organize and to demand better working conditions and pay.
4. Encourage other forms of collective decision making organizations.
5. Actively represent our alternative work situation.

HIRING

In accordance with our by-laws and Washington State Law, the BOD has the ultimate responsibility for hiring. The BOD carries out this responsibility by authorizing positions to be filled, approving and overseeing the hiring process, monitoring for fair hiring practices, approving job descriptions, and giving final approval to the Standing Hiring Committee's recommendations. See the Hiring Handbook on Staff Pages.

NEW STAFF TRAINING

Employment Trial Period

The first 6 months of employment are a trial period. New employees will receive training in the various skills that are part of the job and will gradually assume full responsibility for their staff work. During the trial period the new employee will not participate in consensus decision making. They may participate fully in discussions. After they have been accepted onto the collective, the new employee will be able to consent, stand aside, or block decisions made by the collective.

At the end of the trial period the new employee will have an evaluation to determine if they will be accepted onto the collective. If the new employee is not accepted onto the collective and their trial period is extended, they will not participate in consensus decision making until their probationary status is lifted.

New employees are evaluated approximately 3 months into the trail period to identify strengths and problem areas. The ET Cat will conduct the 3 month evaluation in an interview with the new employee with input from staff. If problems are serious, the evaluation will identify criteria for

continued employment. At the end of the trial period, new employees will receive another evaluation according to those criteria.

During the trial period, employment may be terminated immediately by the BOD, staff, or the new employee. The termination decision can be made by consensus of the BOD, or consensus of the staff. The new employee can appeal this decision to the BOD but will not be paid during an appeal process. Following the trial period, termination is a more formal process. (Page 16: Termination)

The Personnel Committee may help mediate problems at the request of either staff or the employee. The staff has a commitment to help new employees learn the work by providing formal training, encouragement, support, and feedback throughout the trial period.

Training New Staff

New employees will receive starting wages and full benefits as soon as the training period begins. New staff will receive work schedules, timelines, and a list of tasks to learn and at least 40 hours of training. All staff are responsible for training of new staff with primary responsibility delegated to the ET Cat.

PAY SCALE AND HOURS TRACKING

Staff Salaries

Staff determines and agrees upon a pay scale that must not exceed the yearly labor budget. The labor budget is subject to BOD approval. Differentiation in hourly wage is based on seniority alone and is available on Staff Pages.

Monthly pay is a salary based on a weekly hours allotment negotiated with the Personnel Coordinator according to job description and personal needs. Salary is: the # of hours/week X hourly wage X 4.33 (average number of weeks per month). Staff members have the option to be paid once or twice a month. The decision to be paid once or twice a month is negotiated on an annual basis and can be changed one time during the year.

Staff may request to be paid on an hourly basis. These requests shall be treated as unpaid leave (Page 9). Any request for hourly pay should include an hours ceiling for that period of time equivalent to the % of the month worked X weekly hours allotment.

Comp Time

If staff members work more or less than their allotted monthly hours, they accrue positive or negative compensation (comp) time up to 20 hours. Monthly allotments are determined by: the number of days in the month - divided by 7 (days in the week) - times the weekly hours allotment. Comp time accrues for the duration of employment. The intent of comp time is to allow for the

fluctuation inherent in management work. The only way to use comp time is by not working management hours and not having another person work them for you.

Positive comp time can be used in the following ways:

1. By working less than one's monthly hour allotment until comp time is used up (job description adjustments can be negotiated with the Scheduling CAT).
2. Using comp time while on vacation.
3. Receiving compensation for the comp time when leaving the job.

Consistent accrual of comp time (3 consecutive months) shall be reviewed by the Personnel Coordinator and action may be taken to:

1. Increase the hours allotted to the staff member.
2. Reduce duties.
3. Complete duties more efficiently.

Consistent accrual of negative comp time (3 consecutive months) shall be reviewed by the Personnel Coordinator and action may be taken to:

1. Renegotiate job duties and hours required to meet them.
2. Cut the hours allotment.

If negative comp hours exceed 20:

1. the staff person will not receive extra pay hours.
2. The Personnel Coordinator will negotiate a specific schedule to erase the negative comp hours. This can be achieved through an hours allotment cut or through working over the allotment until comp time is made up.

Extra Pay

Staff may choose extra pay for the work listed below. If Staff choose extra pay they will be paid at their current hourly rate. They will receive the extra pay in the end of the month paycheck. Staff will accrue vacation and sick hours for extra pay work. A staff person may not claim hours for extra pay if their over/under time is more than negative 20.

1. Assigned extra shifts, lane settlements, bank runs and inter-store transfers.
2. Inventory work, (counting on that day only).

3. Any work offered by the Beeper person. This includes shifts, management, emergency coverage, etc.

4. Attendance at the staff person's own small group evaluation (see Evaluation System document on Staff Pages).

Overtime

All Staff members are Salaried Managers and must cover all necessary work requirements and emergencies. As a result, there may be some weeks that Staff members work more than 40 hours.

If Staff members are being paid hourly for extra shifts and they exceed 40 hours per week, they shall be paid at their salaried hourly rate.

Bonuses

The full Staff receives an annual bonus equal to 24% of profits, not to exceed \$45,000 based on profit accrued from the start of the 3rd quarter to the end of the 2nd quarter the following year. The individual Staff member shall receive a pro-rated amount of the total Staff bonus, based on hours worked during the bonus period. Bonuses are distributed after the second quarter.

Breaks

Staff receive 10 minutes of paid break for each 4 hours worked. The break can be scheduled or be used intermittently throughout the 4 hours when the Staff member conducts personal business.

Staff receive an unpaid half hour lunch or dinner break for each shift that is 5 hours or longer.

On Call

Each staff person is responsible for participation in the beeper system as coordinated by the collective. See Beeper Policies and Procedures on Staff Pages.

Emergency is defined as some unexpected event or sickness, within 24 hours of the shift that prevents staff or cashier from working a shift or management duties that are time restricted. For more specific information regarding beeper responsibilities see information on Staff Pages.

The staff beeper person is also responsible as contact and coordinator for any emergencies involving Co-op people and/or property. This includes accidents, fires, power loss, vandalism/robbery, etc. Review the "Who Are You Gonna Call" document from the Facilities Cat.

Leaves of Absence and Unpaid Vacation Requests

A leave of absence is any pre-arranged absence, paid or unpaid, from normal job responsibilities which lasts more than two calendar weeks from the first missed shift or job assignment. Vacation or leave requests for a month or less will be handled by the staff and the Personnel Coordinator.

Staff members are eligible for unpaid leave of absence of one year maximum if the staff member has been employed by the Oly Food Co-op for at least one continuous year. Staff who have worked more than six months but less than one year are eligible for unpaid leave of absence equal to the length of time they have been employed.

Leave requests for more than one month are due in writing to both staff and Personnel 6 weeks before the desired starting date (more time is preferable). The leave request, either paid or unpaid, must include:

1. reason for the request
2. length of time requested with specific departure & return dates
3. if the leave is training related how it would benefit the Co-op
4. possible points of compromise
5. a plan to cover regular duties during the absence
6. if pay is requested during leave, a breakdown of types of hours to be used

The staff and Personnel will consider the application for unpaid leave using the following criteria:

1. feasibility of leave within the current staffing plan
2. levels of experience within the staff
3. plan for covering job responsibilities
4. additional cost of training a replacement
5. benefit costs
6. benefits of the Co-op holding your position on staff
7. returning staff's commitment to the Co-op

If the leave request exceeds 1 month, the seniority standing of the Staff person shall remain frozen until they resume working.

The final agreement will be documented in writing and kept in the employee's personnel file. The Personnel Coordinator is responsible for monitoring the leave agreements. Staff on unpaid leave have the option of continuing their medical benefits at their own expense. Maternity/paternity leave covered on page 13. Staff members may be considered for unpaid leave in emergency situations at the discretion of the Staff.

Paid Holidays

The Co-op is scheduled to be open every day of the year except New Years Day. The Co-op will be

closed on New Year's Day so that the staff may do the annual year end inventory. The staff may choose to close the store as needed to accomplish major physical improvements or for staff development. Staff may also choose to limit store hours as needed for quarterly inventory, volunteer recognition, and as staffing and business dictate on certain major "holidays". Each staff person is allotted an additional 10 hours of vacation time per year as a compensation for the fact that there are no holiday closures.

The staff may choose to close the store as needed to accomplish major physical improvements or for staff development. Staff may also choose to limit hours as needed for quarterly inventory, volunteer recognition, and as staffing and business dictate on certain major "holidays".

When a staff person is allotted salaried hours for tasks that can't be performed due to bank, distributor, or Co-op closure, the staff person will be paid their regular salary, and the hours should be claimed as usual.

BENEFITS

Sick Leave

The intent of the sick leave benefit is to provide compensation to the staff person who is unable to work due to illness or emergency.

It is expected that staff members will use sick leave in an appropriate and legitimate manner. Since the usage of sick leave is usually an unplanned absence, it has an immediate impact on the rest of the collective who must cover the work responsibilities. Staff members will be responsible for giving feedback to each other regarding the usage of sick leave.

Staff members accrue one hour sick leave for each 18.5 hours worked. The Co-op does not reimburse the employee for unused sick leave. Staff members may accrue a maximum of 7 weeks of sick leave. The 7 week amount will be determined based on average number of hours worked over the previous six months. If a staff person is allotted 35 hours per week and their average hours worked over the previous 6 months is 40 hours per week, they may accumulate up to 280 sick leave hours.

All sick leave hours accumulated over the sick leave cap are automatically donated to the Emergency Leave Fund (see page 11).

Staff members may use sick leave to cover time spent dealing with family illnesses or emergencies. Any prolonged or unusual circumstances should be reported to a personnel coordinator as soon as possible. The Staff member may request assistance from the Personnel Coordinator(s) to coordinate coverage of job responsibilities and to communicate with staff about the coverage during the staff person's absence from work.

Within the first two weeks of sick leave, a staff member may claim sick hours for work within their job description, pre approved special project hours or extra scheduled shifts (SASSY shifts). If the staff member is sick for longer than 2 weeks, she/he may claim sick hours up to a maximum of her/his weekly average for the previous 3 full months. If she/he has averaged 33 hours/wk then

that's how many she/he can claim for all weeks of illness after the first 2 weeks.

Extra Pay Sick Leave claimed for Sassy shifts, work group or cat meetings missed (due to illness) shall count towards determining premium deduction up to averaged number of extra weekly worked hours during the previous 3 months. This includes ma/paternity leave.

Emergency Leave Fund

Staff members may contribute sick leave hours to an emergency leave fund. The fund exists to aid staff who by extended illness or injury have used up their sick leave, and their lost work hours are not covered by L & I insurance.

Staff must request use of the fund in writing. All decisions of fund use must be consented upon by the collective. New staff must be employed for at least 6 months before having access to the fund.

The Emergency Leave Fund is intended to cover illness or injuries to staff people. Requests for access to this fund to cover other types of emergency leave must be approved for special exception by consent of the collective.

If a collective member is using Emergency Leave Fund Hours (ELF) these hours are not applicable to offset premium deduction.

Vacation Leave

Vacation is defined as salaried time off for a period of 3 or more consecutive days in a Staff persons schedule span (Sun-Thurs or Tues-Sat). If your scheduled and flex days are Sun-Thurs and you plan to be unavailable on Thursday, Sunday, and Monday consecutively, that is a vacation. For vacations longer than 2 weeks, see Leave of Absence, page 9.

Vacation hours accrue at the rate of one paid hour per twenty four hours worked (first year); one paid hour per sixteen hours worked (second and third year); one hour per twelve hours (fourth through ninth year); and one hour per ten hours worked thereafter. Vacation hours may be used after six months continuous employment at the Co-op. Vacation time is cumulative with no limit and can be claimed upon leaving the Co-op.

During vacation, a collective member may claim extra pay vacation leave up to their average number of weekly worked hours during the previous 3 months. (Thus, if the weekly allotment and extra pay vacation hours exceed 30 per week averaged over the month, there shall be no premium deduction.)

Scheduling CAT will oversee the vacation calendar, but all staff have the responsibility for keeping it accurate and up-to-date. In order to avoid conflicts, staff should list their vacations as soon as possible and should take into consideration the following criteria:

1. Staff having complementary skills should not take vacation leave at the same time (i.e. all bookkeepers shouldn't leave at the same time).
2. No more than 20% of staff may be on vacation during the same one week period.
3. Hours for conferences and training should not come from vacation pay. If a vacation is taken in conjunction with attending a conference or training, that part of the time which is actually vacation should be recorded as such. Hours given for conferences etc. must be approved by the ET Cat prior to attending the event.

All staff have the responsibility for setting the vacation schedule.

Refer to the vacation guidelines "So You Wanna Take a Vacation" if a conflict arises over requested vacation times (too many staff requesting the same time). Exceptions to this policy may be made by consensus of the collective.

Medical and Dental Benefits

A Co-op Group Health Insurance and Dental Plan will be available for all staff. Staff members who work under 30 hours/wk may be eligible to join the Co-op plan based on current plan requirements. The collective chooses the Plan and must negotiate the full benefits and wage package with the Board of Directors. Please refer to the current health plan for details on policies and procedures.

Staff are eligible for fully paid benefits from the group plan purchased by the Co-op if they work 30 hours or more per month. Part-time staff (less than 30 hrs/wk) are eligible for pro-rated premium benefits based on hours worked as a percentage of full time work. The remainder of the premium will be deducted automatically from wages. If the part-time worker is not eligible for the group plan (based by plan requirements), they may apply the amount of premium the Co-op would have paid towards the plan of their choosing. An adjustment will be added at the end of the year based on the staff person's yearly average of hours worked per week and pro-rated to full time. Staff who have worked at the co-op for 20 or more years are eligible for full coverage of their premiums if they work an average of 20 or more hours a week.

All full-time and part-time Staff members are eligible for full or pro-rated premiums (the premium amount is equal to the full cost of the official Co-op medical and dental plan). Contract workers, or temporary workers may negotiate to receive health benefits.

Staff members have the following options with dispersal of premiums:

1. Full or pro-rated payment for the official Co-op Health Plan (there may be minor employee co-pay of premium if the chosen Plan requires such).
2. Direct payment of eligible premium amount to the health plan of the employees choice, if this is allowed under the co-op's current health plan.

Flex Plan

You can determine any amount of money that you want deducted pre-tax from your pay that will fund your flex account. Then, when you have any medical or dependent care out of pocket expenses, you will get reimbursed from your flex account. The benefit to you is that you get to use your money before taxes for these expenses.

Medical and Dental Coverage for Dependent Children of Employees

The Co-op will pay the full cost of medical and dental insurance premiums for eligible dependent children of Co-op full-time staff members and pro-rated portions of the cost of eligible dependents for part-time staff members. This benefit is available for those full-time and part-time staff members who desire this coverage for their eligible dependents. The Co-op will not make cash reimbursements in lieu of medical or dental premiums.

Dependent children must meet the eligibility conditions as defined by the current health plan to qualify for this coverage.

Staff must notify the Personnel Coordinator within one week when their dependent's status changes.

Purchase Discounts

Each staff member may receive 20% discount on all Co-op purchases (retail price - before discount). Bookkeepers are responsible for monitoring this system. See Staff Discounts and Charge Account Procedures and Guidelines on Staff Pages.

Charge Accounts

1. **Who may charge:** Any new Staff member may establish a charge account immediately after their first date of employment. Staff people may authorize others to charge on their account using procedures established by the bookkeepers.
2. **Charge Limits:** Staff may maintain a combined charge balance no greater than \$600 at any time. Amounts exceeding the limit must be arranged in advance; otherwise the excess will be deducted from the staff person's next paycheck.
3. **Termination of Employment:** Any outstanding balances will be deducted from the Staff person's final paycheck.
4. **Payment Terms:** Staff must pay the previous month's balance by the 10th of each month. The Bookkeepers will monitor this process.

Conferences and Training

Each year, the Conferences and Training line item of the annual budget contains funds available for staff education. Expenditures may be made for classes, workshops, conferences, materials, travel, and related expenses. Staff may make proposals for use of these funds, in writing, to the ET Cat. Criteria for approval are:

1. The class or workshop must advance the purposes of the Co-op as stated in the bylaws, goals and mission statement, and provide knowledge for direct application.
2. Individual must complete the class or workshop or reimburse the Co-op.
3. Individuals should present reports to the staff and/or the BOD upon completion of the work.

Maternity/Paternity Leave

1. Staff may use sick and vacation leave or unpaid leave up to 12 weeks without collective approval.
2. Staff who wish to take leave for longer than 12 weeks must follow procedures as outlined by the appropriate section of the Personnel Policy whether it be vacation, unpaid leave, sabbatical, etc.
3. Maternity/Paternity Leave is available for adoption.
4. A plan for job coverage and benefit usage must be submitted to the Personnel coordinator(s) no less than 3 months in advance of the planned leave.

Exceptions to this policy may be determined through staff consensus of both collectives.

Retirement Plan

Co-op Staff who are eligible may participate in the Co-op's retirement plan. In order to be eligible a staff person must:

1. Have been employed a minimum of six months and have attained full collective status.
2. Earn from the Co-op a minimum of \$5,000.00 per year.

If a staff person meets the above requirements they can choose to defer their salary up to the maximum allowable amount per year for contributions to their Individual Retirement Account, (IRA). The Co-op will match contributions up to 3% of the staff person's gross salary. Salary deferrals will be made monthly on the last day of the month. An employee may change their deferral amount on a quarterly basis by attaching a note to their time sheet in January, April, July, or October.

It costs each participant \$15 per year and there are transaction charges based on what one invests in. If you take money from your IRA before you are 59.5, there is a 10% penalty plus applicable taxes. After age 69.5, the staff person must begin to make withdrawals, there is no penalty on the withdrawals but taxes will be paid at that time.

STAFF EVALUATIONS

New staff will be evaluated by the ET Cat at 6 weeks and 3 months. The ET CAT will solicit feedback and information from other staff for the evaluations. New staff will be evaluated by the full staff at 6 months and 1 year.

After one full year on the Staff Collective each staff person will be scheduled for an evaluation once a year. The ET CAT will coordinate and conduct the evaluations. See the Evaluation Process on Staff Pages for complete details.

The evaluation process includes ways to identify specific areas for improvement and ways to monitor and measure progress. An evaluation form exists to help staff members think constructively about their own and others work performance. The process includes a self evaluation.

A summary of significant points and overall performance, compiled by the ET Cat will be kept in the personnel files to be used as a reference tool. The Personnel Coordinator will give a summary report of evaluations to the Personnel Committee. In addition to the staff evaluation, the Personnel Coordinators will also be evaluated annually by the Personnel Committee.

HARASSMENT

The Staff of the Co-op believes that it is everyone's right to work in an environment free from harassment and discrimination.

Acts of harassment include unwelcome behavior, in acts or words that is based on race, creed, color, national origin, sex, marital status, age (40 plus), religion, sexual orientation, gender identity, disability, size, HIV/AIDS status, hepatitis C status, military status and other protected categories. Harassment can take many forms. One example of a kind of harassment is sexual harassment. Sexual harassment may include but is not limited to the following: explicit sexual propositions, sexual innuendo, suggestive comments, sexually oriented "kidding" or "teasing", jokes about gender specific traits, obscene language or gestures, displays of obscene pictures or printed material, and physical conduct such as patting, pinching, or brushing against another's body.

The Co-op will not tolerate harassing conduct that affects job status or benefits, that interferes with an individual's work performance, or that creates an intimidating, hostile, or offensive working environment.

If a staff person believes they have experienced or witnessed acts of harassment in their work at the Co-op, they are encouraged and expected to immediately report the situation to the Personnel Coordinator or another member of the Personnel Committee, (whomever they feel most comfortable approaching). To the fullest practical extent, the Co-op will honor the confidentiality of the claimants. The Co-op expressly prohibits retaliation against anyone who has reported harassment.

The Personnel Coordinator and/or the Personnel Committee will investigate all complaints of harassment promptly and thoroughly. Please refer to the Conflict of Interest Guidelines located on Staff Pages. In its investigations, the committee will take into account cultural and social issues as they pertain to the allegation of harassment. Investigations will include interviews with the parties

directly involved and if necessary anyone who may have knowledge of the alleged harassment.

If an investigation confirms that harassment has occurred, The Personnel Committee or the Board of Directors will be asked to mediate and either resolve the conflict by strict and measurable agreements between the staff member in question and the Co-op, or termination proceedings may be initiated. (See Termination, page 16). The investigating body will determine what, if anything, will be put in individual personnel files.

TERMINATION OR REDUCTION OF EMPLOYMENT

Involuntary Termination (firing)

The BOD has the ultimate responsibility for terminating Staff employment. If a conflict arises within the Staff over quality or quantity of work done by a staff person, and that conflict cannot be resolved within the Staff, the Personnel Committee or the BOD will be asked to mediate and either resolve the conflict by strict and measurable agreements between Staff involved or by terminating the employment of the Staff person in question. Staff will be given at least 2 weeks notice of termination unless immediate termination is deemed necessary.

1. Immediate Termination:

Serious misconduct which is repeated and/or denied may be grounds for immediate termination. Serious misconduct is defined as actions or statements which threaten the safety and well being of the Co-op and/or the individuals who work and shop here. This is not necessarily about quality or quantity of work and may include any of the following:

- ◆ violations of the Harassment Policy,
- ◆ attack either of a verbal or physical nature which is repeated after counseling or threatened to continue by staff member in question.
- ◆ major theft from or sabotage of the Co-op.

Under these circumstances, termination may be called for immediately. If the staff person in violation is still within the trial period (s)he may be terminated by consensus minus one of either Staff, or by consensus of the Board, (Employment Trial Period, page 5). The following section documents the course of events which may lead to immediate termination for a full collective member.

a. Serious misconduct by a Staff person should be reported to a Personnel Coordinator or to another member of the Personnel Committee if the problem involves the Personnel Coordinator directly.

b. The Personnel Coordinator or member of the Personnel Committee shall call a special

meeting of the Personnel Committee to determine the next course of action.

c. If the Personnel Committee determines that immediate termination is a possible outcome they will inform the staff person charged with the serious misconduct that they are suspended with pay pending a meeting of the full staff to determine the next course of action. The staff person who is suspended with pay is expected to not come to work until told they may do so. The staff person may invoke the grievance procedure at this time.

d. This meeting of the full staff must be scheduled to take place as soon as possible and no later than one week after the Personnel Committee's special meeting.

e. Possible outcomes of the special meeting of the full staff minus the person charged with serious misconduct are:

1. Staff may consent to recommend immediate termination to the Board of Directors.
2. Staff may consent to recommend to the Board a period of suspension with pay for a specific amount of time not to exceed two weeks to allow more time for investigation.
 - If the Board approves this recommendation Staff will reconvene at the end of the period of suspension without pay to decide the next course of action. Possible outcomes are the same as those outlined in this section.
3. By consensus, staff may recommend to the Board the initiation of standard termination proceedings as defined in section IX.A.2.
4. Staff may consent to develop a behavior contract with the staff person.
5. Staff may consent to the reinstatement of the staff person to previous employment status.

2. Standard Termination

When a staff person has been confronted with repeated or unusually serious complaints (about job performance and/or related matters) and efforts to reach a satisfactory resolution have failed, the full Staff and/or BOD can initiate standard termination proceedings. Termination proceedings can be initiated by consensus minus one of the full Staff or by consensus of the BOD.

If standard termination proceedings are initiated, the Board will establish a Probation Committee consisting of the Personnel Coordinator (or, in the case of conflict of interest, another staff person representing the staff), and two members of the Personnel Committee preferably a member at large and a BOD representative to that committee.

The Probation Committee shall be directed to draw up a contractual agreement which addresses the unsatisfied concerns and meets the consensus approval of all members of the Probation Committee. The staff representative must obtain the agreement (consensus minus one) of the full staff before

consenting to the contract.

This process of designating a Probation Committee, contract negotiation, and agreement by the Probation Committee must take place within one month of the initial vote. The probationary period will begin when all parties sign the contractual agreement.

The first period of the probation shall end 30 days after the signing of the contract. At this time, the Probation Committee will present a report to the Staff determining whether or not the terms of the contract have been met. If the terms have not been met, a vote for termination shall be conducted. Termination shall take place upon a consensus minus one vote.

If the contractual terms have been met, the probationary period shall continue for 60 days more; the total probationary period shall not exceed 90 days. At the end of the second probationary period of 60 days, the Probation Committee will report to Staff if the conditions of the contract have been met. If the terms have not been met, a vote for termination shall be conducted. Termination shall take place upon a consensus minus one vote.

If at any time during this process, the staff person on probation refuses to participate, either by not signing a probation contract or not attending meetings concerning their status, their employment will be automatically terminated.

If the terms of the contract have been met to the staff's and Probation Committee's satisfaction, the probationary period will end and the staff person shall be considered a full collective member.

At any time during a probation or termination process, the staff person under review may invoke the grievance procedure.

Voluntary Termination

Due to the nature of Co-op staff work, the length of the hiring process, and the training period, a minimum of 30 days written notice is required. This written notice should include reasons for quitting.

Failure to give 30 days written notice will result in forfeiture of some or all of accrued comp and vacation time. The maximum amount forfeited shall be the difference between the required 30 day notice and the amount of notice given. Exceptions to this policy can be made by consensus of the full staff.

Lay-offs

Should the need arise at the Co-op for a labor budget cut and a subsequent reduction in total staff hours, the staff will address it in the following manner:

1. Willingly and on a voluntary individual basis reduce the hours that staff persons work to accommodate the cutback.

2. Staff may decide by consensus, to reduce the labor budget through pay or benefit reductions.
3. If voluntary cuts and/or pay and benefit reductions (or Staff inability to reach consensus on pay and benefit reductions) do not achieve the necessary results, the organization will lay off staff members or cut hours strictly on the basis of seniority; persons having worked the least number of weeks at the Co-op being laid off or reduced to part time status first.

Grievances

Staff grievances will follow the existing grievance procedure for the Co-op with the Personnel Committee acting as grievance committee for personal grievances.

Inventory

All staff are expected to attend inventories. Staff may miss inventory due to illness or emergency. A Staff person may miss inventory due to a planned absence by obtaining consent from the collective.

Jury Duty

If a Staff member is called for Jury Duty, it is their decision whether to serve or ask for a workplace exemption. If they decide to serve, they will receive the following:

- a. Their regularly scheduled monthly salary minus the amount of money they are paid for jury duty.
- b. Regular benefits based on their monthly allotment.
- c. If they spend some days on jury duty and some days with their regular work, they will not lose credit for jury hours on their hourly allotments.

Sabbatical

For every 10 years a Co-op employee works, they are entitled to a 1 year sabbatical under the following agreements:

1. They may return to their full job description and hours allotment held previous to the sabbatical.
2. They remain frozen in seniority years and resume where they left off prior to sabbatical.
3. They are entitled to one 25% discount coupon per month.
4. The Co-op will pay for a major medical catastrophic health policy up to \$500 per year.
5. They may request more than 1 year off but will receive benefits #3 and #4 (above) for 12 months maximum leave

Volunteer Recognition

Each year the staff puts on an event to celebrate the volunteers. Staff members volunteer their time as a way of giving to the volunteers a bit of what they have given to us individually and as an organization.

1. All staff are encouraged to volunteer at least 3 hours, (for volunteer credit, if desired), in preparation, administration, or clean up of the party.
2. All staff are encouraged to come to the party for at least a half hour.

EXHIBIT I

BOYCOTT POLICY

Whenever possible, the Olympia Food Co-op will honor nationally recognized boycotts which are called for reasons that are compatible with our goals and mission statement.

Exceptions to this policy include:

- A: Staple products that are being boycotted across the board or for which alternative brands or product lines or not available; or,
- B: Dietary specialty products for which alternatives are not available.

In the event that we decide not to honor a boycott, we will make an effort to publicize the issues surrounding the boycott as well as why we are continuing to carry the product in question, to allow our members to make the most educated decisions possible.

When we become aware of a boycott of a product that we carry, we will gather as much of the following information as possible:

- A: Who is calling the boycott;
- B: How to contact them;
- C: Basic outline of the issues involved;
- D: Parameters of the boycott (what products are specifically involved); and,
- E: What will end the boycott.

If a member informs us of a boycott, we will ask them to provide the above information.

A request to honor a boycott may come from anyone in the organization. The request will be referred to the Merchandising Coordinator (M.C.) to determine which products and departments are affected. The M.C. will delegate the boycott request to the manager(s) of the department which contains the largest number of boycotted products. The department manager will make a written recommendation to the staff who will decide by consensus whether or not to honor a boycott.

The recommendation should include:

- A: Who's calling the boycott and why
- B: List of products we carry that would be affected
- C: Information on availability of alternative products (including price)
- D: Significant difficulties in honoring the boycott
- E: Recommendations of other affected department managers
- F: Exceptions to the recommendation (e.g. "I recommend we honor the boycott of Chinese products except for hemp twine, and here" why."")

The department manager will post a sign informing customers of the staff's decision and reasoning regarding the boycott. If the staff decides to honor a boycott, the M.C. will notify the boycotted company or body of our decision.

The Co-op will not accept bulk orders for items produced by the target of a Co-op honored boycott. Bulk orders for items produced by targets of boycotts which the Co-op has not yet formally chosen to honor will be accepted.
Approved May, 1993

EXHIBIT J

To: The OFC BOD
From: Merchandising CAT (Sarah)

May 5, 2010

Dear OFC Board,

Several of our members, for some time now have requested that the OFC participate in an internationally called boycott against Israel, because of its ongoing human rights abuses. This is a summary of my experience with the members' request as it has bounced into different hands at the coop, and the resulting MCATs recommendation to the board.

The first request for the coop to boycott Israel, that I was present for, came in the FEMS meeting in March 2009 on a suggestion form from a volunteer cashier named Noah. It was an eloquently written request. Diane, David, and I took it on. Diane and I wrote a simplified statement about why the coop should boycott Israel, I can't find it in my records- but really it was not that breath taking. Then we became stuck, it was an issue of police mostly, we weren't sure that we, as FEMS, could call a boycott. It became a question of who could, was it the MCAT, a grocery manager, etc? The work got lost, the momentum was gone, it was confusing, as nobody knew what to do, or where it was suppose to go.

Then in November of 09 the boycott policy was clarified and rewritten by the MCAT. In the mean time, several folks from the community were not confused and had not lost momentum. Harry had given my email address to Rochelle Gause, an OFC member interested in the coop participating in the boycott. We responded back and forth through email in which I received some literature (*see attached*). We also met in person at her home, with 2 other members. Once again the issue of boycotting Israel was on the agenda at the MCAT meetings. Where it has sat for over a year, unmoving. Some members of the MCAT even found a law that potentially made it illegal for anyone to boycott Israel. I called the government agency, seeking clarification, and it is not illegal for the coop to boycott Israel in the manner we are being requested to. The MCAT itself cannot reach consensus on it. I think there also seems to be some fear in participating in an issue that potentially could cause a great deal contention. There still remains confusion around process, a lack of clarity on whether we the staff have the 'right' to call the boycott.

Proposal : The MCAT requests that the board hold a forum with an outside mediator for the members to speak on the issue. Then hold a member vote, to decide if the coop will participate in the boycott against Israel.

Note: It could potentially serve the board well to look at how the Davis Food Coop and Madison Market (Central Coop) in Seattle have approached this issue.

http://daviswiki.org/Davis_Food_Co-op/Boycott,_Divestment,_And_Sanctions

EXHIBIT K

Board Meeting Minutes

5/20/2010

Attendance: Jon, Jackie, Joellen, Ron, Suzanne, Julia (facilitator), TJ, Harry, Fern (notes)

Absent: Jessica

Agenda

Agenda Review/Announcements/Commitments/ Minutes	5 min
Unexpected Guests	5 min
Boycott Proposal	15 min
ACT Forum	15 min
Board BPS Sub committee report/ BPC report	15 min
Expansion Report	30 min
Hiring Proposal	15 min
Territorial Response	20 min
Alaffia Response	5 min
Shorebank Pacific Resolution	5 min
<i>Report From Portland (tabled)</i>	10 min
Brief committee reports	10 min
Next Mtg Agenda/items/facilitators	<u>5 min</u>
	2 hrs 45

Announcements

None!

Minutes – Consent / *Stand Aside:* Harry, Ron, Jackie, Suzanne

Commitments –

- Jackie will email Rob about writing the board report for newsletter due may 1 **yes**
- Katherine will email strategic plan coordinator job description to the Board **no**
- Julia and Jessica will email and then send it out **no**
- All will read the bylaws especially with regards to staff/ board **yes**
- Website- action about updating **no**
- The sink is plugged (office manager) **yes**
- Harry will email the 'discussion document' to board **yes**
- Jessica will attend the expansion forum on the 20th **No**
- Julia will attend the expansion forum on the 13th. **yes**
- Marie is going to send an updated bag proposal to the board for next meeting **no**
- The Board requests that the process of presenting the ACT proposal be written down. --
- The board would also requests an informational forum presented by the ACT, in which Maeanna volunteers.

Boycott Proposal

Rochelle, Andrew and others represented a member interest in boycotting products from Israel. The MCAT has sent this request to the board as after working on it for a year could not consent to it. The members presented the nationally and internationally recognized boycott and feel that this is a humanitarian issue and needs to be addressed. They urge the board to participate in the boycott and in the non violent movement. **Harry**

offers to write a proposal to staff and try for consent. Jessica requests that if the proposal does not make it thorough staff that those with blocking concerns come to the board to present those concerns.

Proposal- *The board proposes that the Harry write a Boycott Proposal following the outlined process and try for staff consent by the July meeting.*

Consent

Stand Aside - Ron

ACT Forum

Maeanna gave an update on the ACT proposal and its recent round through staff meetings. It seemed that most staff had read the proposal prior to meetings. The ACT team also took great care in crafting the presentation breaking it into general topics and taking 'temperature checks'. They also took great care in the process for gathering feedback. Three of the work groups seemed to be building towards consensus. In the fourth there were blocking concerns about the group evaluations. Overall staff received the document well. The ACT team will be presenting at the next round of work group meetings to finish gathering feedback on the rest of the proposal. They also will be releasing the feedback with responses to staff and will be setting up forums to deal with blocking concerns and building allies who are in support of group evals to do networking with in staff. It is hard to tell what will happen with the evals but Maeanna feels hopeful that staff will consent to the rest of the proposal. They don't know if they will be testing for consent in the June meetings, but anticipate they will in July. The proposal could be passed without the eval system if they can not move through the block. ETCAT has been massaging the eval system and have made great changes, and worst-case scenario is this work would continue. Maeanna asked if the board would like their own informational accountability forum for their comprehension of the system. The board feels that if the proposal will not get consent through staff they will need a forum ASAP. The board requests another report from ACT at the next meeting in June.

Board BPC Report

There is a new sub sub committee to attempt to write a document addressing staff structure, based on the ideas of streamlining staff structure and simplifying decision-making processes. This document is due the first week of June. There are concerns about the sub sub committee being comprised of only staff, this may not give a very needed outside view. Jon is concerned that the larger issues are not being addressed, for example the decision making processes that involve all staff consenting to proposals. Staff restructuring is an enormous and nebulous project. Joellen recommends seeking an outside facilitator.

BPC Report

Second round of dept meetings have happened, and they have been awesome. The BPC is also excited about financial trainings being planned for these meetings.

Expansion Report

The Expansion team proposes that a time is set in June to discuss issues around expansion. This would allow the board and staff to complete the self-diagnostic tool readiness/assessment tool prior to the meeting in June. One option is to refocus to another location. Jessica requests that we discuss a lease option, as she has heard this request from the membership. The expansion team wonders where the priorities are in the organization as far as expansion goes. The board discussed in length that expansion is the priority, and other tasks that were identified in part of expansion have taken the helm.

TJ will email out the self-diagnostic tool to the board. All will complete the survey and email it back to TJ.

The Expansion meeting will be June 3rd 5:30-8:30.

Hiring Proposal

Staff has consented to the hiring proposal of hiring 4 people and the board wanted more discussion to be able to consent. Specifics of the hiring were discussed and the major concerns were around the development of the part time non collective workers piece. Julia would like more factual information in the future concerning personnel and hiring (i.e. how many hours are being worked by staff members on average, vacation frequency etc.) Jon would like to see the board set its priorities; others echo this desire and would like to schedule a retreat at the next meeting.

Proposal - Four new collective members will be hired ASAP.

Consent

Stand Aside – Joellen

Alaffia Response

Alaffia has requested that we participate in advertising their annual bike donation drive for Togo. They would like us to hang posters in both stores.

Consent

Shore Bank Pacific Resolution

See Harry

Consent

Stand Aside - Jackie

Territorial Response

The board discussed whether or not we want an appeals process for vendors and members. There is a grievance process for conflict and not for appealing a decision that a department manager makes concerning product selection. Perhaps development of an appeals process might warrant a board staff committee. The board supports the manager in the decision that was made. And remind that we reserve the right to change our mind

about stocking your product. We will give him the process options of a grievance process through personnel or give the option to write an article for the newsletter.

Eric will write a response to territorial and email out to all.

Committee Reports

Finance

First quarter reports have been released with great results!!

Margin and sales are up at both stores.

Harry will get clarification on credit versus debit charges.

Jessica reminds that two committees need more representation Eco planning and Standing Hiring.

Next Meeting/ Facilitator/Eval

Facilitator – Rob

June 17th 2010

Commitments

- *The board proposes that the Harry write a Boycott Proposal following the outlined process and try for staff consent by the July meeting.*
- *TJ will email out the self-diagnostic tool to the board. All will complete the survey and email it back to TJ.*
- *Eric will write a response to territorial and email out to all.*
- *Harry will get clarification on credit versus debit charges*

EXHIBIT L

To: The Staff
From: Harry
RE: Boycott, Divest, Sanctions (BDS) of Israeli Products

June 7, 2010

BACKGROUND

We have received a request from membership to boycott Israeli products. This is part of an international movement called Boycott, Divest, and Sanctions (BDS). Here is the history of what has happened so far, written by Sarah for the Merch CAT

Dear OFC Board,

Several of our members, for some time now have requested that the OFC participate in an internationally called boycott against Israel, because of its ongoing human rights abuses. This is a summary of my experience with the members' request as it has bounced into different hands at the coop, and the resulting MCATs recommendation to the board.

The first request for the coop to boycott Israel that we know of came in the FEMS meeting in March 2009 on a suggestion form from a volunteer cashier named Noah. It was an eloquently written request. Diane, David, and Sarah took it on. Diane and Sarah wrote a simplified statement about why the coop should boycott Israel. Then we became stuck, it was an issue of policy mostly, we weren't sure that we, as FEMS, could call a boycott. It became a question of who could, was it the MCAT, a grocery manager, etc? The work got lost, the momentum was gone, it was confusing, as nobody knew what to do, or where it was suppose to go.

Then in November of 09 the boycott policy was clarified and rewritten by the MCAT. In the mean time, several folks from the community were not confused and had not lost momentum. Harry gave Sarah's email address to Rochelle Gause, an OFC member interested in the coop participating in the boycott. They responded back and forth through email and also met in person at her home, with 2 other members. Once again the issue of boycotting Israel was on the agenda at the MCAT meetings. Where it has sat for over a year, unmoving. Some members of the MCAT even found a law that potentially made it illegal for anyone to boycott Israel. We called the government agency, seeking clarification, and it is not illegal for the coop to boycott Israel in the manner we are being requested to. The MCAT itself cannot reach consensus on it. I think there also seems to be some fear in participating in an issue that potentially could cause a great deal contention. There still remains confusion around process, a lack of clarity on whether we the staff have the 'right' to call the boycott.

Proposal: The MCAT requests that the board hold a forum with an outside mediator for the members to speak on the issue. Then hold a member vote, to decide if the coop will participate in the boycott against Israel.

Board Action

The Board reviewed the proposal and the Boycott Policy. A group of 7 members came to the May Board meeting to talk of their support of BDS. The Board had a brief discussion and would like to see the Staff try to consent on the proposal. The Boycott Process calls for boycotts to be approved by Staff consent.

The Board asked Harry to write the proposal and bring it to Staff. If Staff does not consent, the Board will look at the issue again in the July Board meeting.

BOYCOTT PROPOSAL

That we boycott Israeli made products and divest from any investments in Israeli companies. The Co-op would stop carrying the Israeli products (it currently sells) and would not stock new products from Israeli companies. If we have money invested in Israeli companies or bonds, we would terminate those investments. We would refrain from dealing with non-Israeli companies that sell products or services to Israel that are used to violate the human rights of the Palestinians.

The sections of our boycott policy are answered below.

A: Who's calling the boycott and why

(Available online at <http://www.bdsmovement.net/?q=node/52>)

Olympia Food Co-op – Boycott of Israeli Goods

Facts, Origins and Reasons Why

CALLING FOR BOYCOTT

In 2005, 170 organizations from Palestinian civil society called upon the world "to impose broad boycotts and implement divestment initiatives [...] similar to those applied to South Africa in the apartheid era." In light of Israel's ongoing and well documented human rights abuses and violations of international law, combined with our country's unconditional military aid to Israel, the nonviolent tactic of boycott and divestment may be one of the few remaining opportunities for a peaceful end to the occupation of Palestine, and a more hopeful future for Palestinians and Israelis alike. Since it's founding in 1948, Israel has repeatedly violated the Geneva Conventions, and defied over seventy UN resolutions. Israel has ignored the rulings of the International Court of Justice to dismantle its illegal settlements and the apartheid wall around the West Bank.

HUMAN RIGHTS ABUSES

Since 2006, Israel has imposed a total blockade on Gaza, which has resulted in a man-made humanitarian crisis. Only a list of 86 items are allowed in and out. Until recently, clothing and shoes were not allowed in. Mineral water is now allowed, but not fruit juice. The list of arbitrary rules is long, and is imposed indiscriminately on 1.5 million people. Dov Weissglass, a former public face for the Sharon government, explained that "the idea is to put the Palestinians on a diet, but not to make them die of hunger". Israel has been charged with war crimes and crimes against humanity for its 22-day attack on Gaza December '08 – January '09, where hospitals, mosques and schools were bombed and roughly 1300 Palestinians lost their lives. On a daily basis, the rights of 4 million Palestinians are violated. Palestinian land and water is confiscated to make room for illegal settlements; homes, farms and orchards are demolished. People are immobilized and harassed by a web of checkpoints, walls, settler-only roads and closures. Palestinian political leaders are being subjected to targeted assassinations and extrajudicial detentions. All of these atrocities are abundantly documented by well respected human rights organizations such as Amnesty International, Human Rights Watch and B'Tselem (Israel).

WHAT CAN BOYCOTT DO FOR CHANGE?

The call for boycott states that "all forms of international intervention and peace-making have until now failed to convince or force Israel to comply with humanitarian law, to respect fundamental human rights and to end its occupation and oppression of the people of Palestine." Non-violent boycott and divestment tactics have been successful in the past, most notably in South Africa, and the fact that Israel is a small and trade-dependent country, and very concerned about its international reputation, gives this tactic true potential for success where other measures have failed. The idea of a boycott is to send a powerful, non-violent message to Israel that we are bearing witness to the ongoing atrocities. Governments and international institutions have failed to do this, and instead Israel receives \$3 billion a year from the US.

The call for boycott of Israeli goods is an opportunity for the Olympia Food Co-op to continue to live up to its goal to "encourage economic and social justice", adding to a history of participation in important and influential boycotts of the past. Although removing the relatively few Israeli products that the Co-op carries would not in itself be an economic threat to the occupation, the impact of becoming the first US grocery store to adhere to the boycott would be a significant contribution to the growing global movement for justice in Palestine and Israel, and the Co-op would further consolidate its moral standing in the local and global community.

If boycotting South Africa to end apartheid was necessary, then boycotting Israel to end the illegal occupation of Palestine is also necessary. As Nelson Mandela has pointed out, boycott is not a principle, it is a tactic depending upon current circumstances. It is directed against a policy and the institutions which support that policy, and its aim is not to reject, but to bring about change. The campaign will end when Palestinians are finally allowed the rights of freedom and self-determination, when Palestinians inside Israel are given equal civil rights, when there is a just solution for the 5 million Palestinian refugees who wish to return home, and when there is equality, peace and security for all people of the region.

A GROWING MOVEMENT FOR BOYCOTT, DIVESTMENT, SANCTIONS (BDS)

Governments, Unions, Churches, and Organizations around the world have implemented various BDS policies, among those the Canadian Union of Public Employees (Ontario), Canadian Union of Postal Workers, National Assembly of the Church of England, General Assembly of the Presbyterian Church, IMPACT (Ireland's largest public sector and services trade union), Hampshire College (USA), Toronto International Film Festival, TIAA-CREF (one of the largest pension funds in the US), the largest bank and pension fund in Denmark, pension funds in Sweden and Norway, the Brazilian Parliament, the Belgian government, Sor-Trondelag regional council of Norway, Congress of South African Trade Unions, and the British National Union of Journalists. In 2010 alone, Gil Scott-Heron, Santana and Elvis Costello cancelled concerts in Israel to participate in the cultural boycott.

PROMINENT SUPPORTERS

Many well known individuals around the world have spoken out in support of boycott. These are some examples:

"It's time. Long past time. The best strategy to end the increasingly bloody occupation is for Israel to become the target of the kind of global movement that put an end to apartheid in South Africa."

Naomi Klein

"Divestment from apartheid South Africa was fought by ordinary people at the grassroots. Faith-based leaders informed their followers, union members pressured their companies' stockholders and consumers questioned their store owners... If apartheid ended, so can the occupation, but the moral force and international pressure will have to be just as determined."
Desmond Tutu, South African Archbishop

B: How to contact them

The steering committee of the Palestinian BDS National Committee can be reached through their website at <http://www.bdsmovement.net/?q=contact>

C: List of products we carry that would be affected

Some Energy Gluten free crackers and some Gluten Free Ice Cream cones.
Also... Peace Oil

There may be other items but I have not been able to identify any more. If you know of more items, please let me know.

D: Information on availability of alternative products (including price)

No alternative on the ice cream cones. Options on the crackers

E: Significant difficulties in honoring the boycott

It is controversial and has involved strong opposition. Both Davis Food Co-op and Madison Market in Seattle (the old Central Food Co-op) have considered and rejected the boycott as they have faced local and national opposition. The difficulties in honoring this boycott will be that the membership is likely to be split and feel very strongly about their position.

F: Recommendations of other affected department managers

Joel, Teresa, and Martha order these products currently. None of them recommend that we boycott but all say they will honor it if passed.

G: Exceptions to the recommendation

I recommend that we exempt Peace Oil. It is produced by Israeli's and Palestinian's together to promote a peaceful solution to the occupation. This exception is acceptable to our local BDS group

H: What will end the boycott.

As outlined in the Palestinian Call for Boycott, the boycott will end when the following

1. Ending its occupation and colonization of all Arab lands and dismantling the Wall;
2. Recognizing the fundamental rights of the Arab-Palestinian citizens of Israel to full equality; and
3. Respecting, protecting and promoting the rights of Palestinian refugees to return to their homes and properties as stipulated in UN resolution 194.

EXHIBIT M

Board Meeting Minutes

7.15.2010

Attendance: John Nason, Eric Mapes, Jackie Krzyzek, Rob Richards, Joellen Reineck Wilhelm, Julia Sokoloff, Suzanne Shafer, Ron Lavigne, Harry Levine (Staff Rep), Fern Moore (Board Observer/ Notes)

Absent: Jessica Laing

Agenda

Agenda Review/Mission Statement/ Commitments/ minutes	5 min	
Unexpected Guests	10 min	
BPC Report	5 min	
BDS – What Next	45 min	
Expansion	10 min	
Branding Presentation	20 min	<i>Tabled</i>
Board Elections/ Annual Meeting/ Mailing	20 min	
Board Brainstorm and Planning Mtgs	10 min	
Committee Reports	10 min	
Next Mtg	5 min	

Commitments Review

- *Fern will email Eric the grievance process.* n/a
- *Eric will check in with Kim about the Territorial Response* yes
- *Eric will write an article about bags for the July 1st deadline.* yes
- *The board also requests that Marie take on facilitating staff feedback and communication.* unknown
- *Harry will you help schedule this, structure the brainstorm and find facilitation.* yes
- *All board members commit to reading the by laws* yes
- *Fern will contact facilities about the neighbor complaints about the flood lights shining on their houses down the hill.* yes
- *Harry will get clarification on credit versus debit charges* yes

Minutes – 6.17.10: Consent

Stand Aside – Harry, Joellen, Rob

Announcements

- Joellen won't be here in August
- Harry wants to join the circus part time and is trying to figure out how to do it and it may influence his role on the board.
- Eric will be in Olympia all summer

Unexpected Guests

Members from the board of 'The Community Sustaining Fund' Monique and Kirsten attended to further the relationship with the co-op. In looking at their organization and how to further build relationships in the community they identified that most of the

funding they receive is from people rounding up at the co-op (90% funds come from the co-op in which 100% of these donations are given back to our immediate community). They believe that 'our missions dance quite well together'. They are committed to sustaining a strong relationship with OFC and would like to know if the board might have any ideas. They also would like to enliven the rounding up program. The board is indeed interested in furthering our relations, and invited them to the next board meeting.

- *Harry will include the 'Community Sustaining Fund' on the August agenda.*

BPC Report

Mo attended to give the BPC report.

Everyone is very busy. Bradley has been amazing at the Process Support Coordinator and the systems developed are being used. The Archiving Coordinators are also beginning their enormous work.

Recent collective decisions include: product information hours have been divided by work group; boycott proposal has been through the proposal journals, hours are being rearranged for third quarter as it is slower especially at the Westside; The Front End group consented to staff cashiers counting out their own drawers.

In other news a task force has been created to address the return policy. The BPC/ BOD subcommittee is still working on finalizing decision making. A new wet rack has been installed for Produce East. There is also a proposal for two extra doors for Meat East. The budget process proposal was brought to last round of work group meetings. The Accountability Task Force has finished the final round of gathering feedback on the proposal and decision making meetings are being scheduled for the second week in August. The Volunteer CAT has postponed the Volunteer appreciation party and plan to reschedule for December.

BDS – What Next

The board was surprised to find thirty or so community members gathered at the meeting in support of the boycott. Harry shared with the group the summary of staff feedback and process therein. All board members had received all staff feedback as well as the boycott proposal to review prior to today's meeting. The members gave a brief presentation and stressed to the board that they will support the Co-op and answer questions to the membership through this boycott process.

Harry suggests the options available to the board:

- Consent to the boycott
- Send the boycott to Member Ballot
- Dismiss it
- Your Ideas Here
- Hold Educational Forums for the Membership

The board discussed the options. Member Ballot would allow for valuable community discussion and member vote. The ballot could accompany the board elections in October therefore putting off the decision for months. Some Board members spoke to the need of addressing the boycott now, as the proposal submitted by members has run its due process within our outlined boycott policy. The board also discussed the option of the member initiated ballot process available to the membership to reverse the board's

decision. The board shared concern for the staff and members that are opposed to the boycott. After a thorough discussion of the above concerns the board the board consented on the following proposal:

Boycott Proposal:

The Olympia Food Co-op will boycott Israeli made products and divest from any investments in Israeli companies. The Co-op would stop carrying the Israeli products (it currently sells) and would not stock new products from Israeli companies. If we have money invested in Israeli companies or bonds, we would terminate those investments. We would refrain from dealing with non-Israeli companies that sell products or services to Israel that are used to violate the human rights of the Palestinians.

Consent

Stand Aside – Harry

The board would like some clarification on ‘What ends the Boycott’ and the language therein. The board also requests that ‘Peace Oil’ be exempt from said boycott. The board asks that the Merchandising CAT revisit the ‘Boycott Policy’. The board assigns Harry to write the staff and notify them of the decision, as well as provide a written boycott announcement for staff to give to members for tomorrow morning.

The board feels very strongly that Member Forums must be held for the community to share their opinions and concerns, as well as share information about the boycott. Possible dates for the Member Forums are August 11th Wednesday 7pm- 9 pm or August 24th Tuesday 7pm -9pm. outside facilitation of these forums seems imperative. It is also a priority of the board to feature an article about the process and boycott in the next available newsletter.

- ***Rob will coordinate reserving space for the forums and email information to all.***
- ***Julia will email the newsletter editor about the decision and’ informational box.’***
- ***Joellen will write the ‘info box’ for the newsletter and email to the newsletter ASAP.***
- ***Harry will write an email for staff tonight about the decision***
- ***Harry will write a flyer for staff to give to concerned members for tomorrow morning***
- ***Boycott Sub committee – Rob, Eric, Harry***

Expansion

TJ and Harry have both been gone for the last few weeks. There have been minor developments with a full report in August.

Board Elections/Annual Meeting and Mailing

Joellen, Jessica, Jackie, Eric and Suzanne terms are up this year. Jackie and Joellen can not run again.

To Do:

- Due Date on application needs to be edited

- Jackie will take questions from potential board applicants.
- *Tabling schedule will be made by Joellen.*
- *Fern will print applications and post boxes in stores.*

Annual Meeting possible dates -November 7th or the 24th @ Vic's

Annual Meeting sub committee – Jackie, Joellen, Fern, Julia

The sub committee will report back to the board at the August and September meetings.

Mailing announcement for elections and Annual meeting- the board would like investigate the possibility of sending a postcard this year. The mailing needs to go out 30 days prior to the Annual Meeting.

Brainstorm and Planning Meetings

July 29th: 5:30 – 8:30

Committee Reports

- The Farm committee met and are trouble shooting the stickers for the stores. The 'Farm to Restaurant' program is coming along and they are developing a decal for participating restaurants' windows.
- The Eco planning committee is moving ahead with the bag proposal, and the article for the newsletter which is due October. They are also pursuing compostable cutlery for the stores.
- The Finance committee reports that sales year to date are great. Sales growth is 5 and quarter.

Commitments

- *The board also requests that Marie take on facilitating staff feedback and communication regarding the bag proposal*
- *Harry will include the 'Community Sustaining Fund' on the August agenda.*
- *Rob will coordinate reserving space for the forums and email information to all.*
- *Julia will email the newsletter editor about the decision and' informational box.'*
- *Joellen will write the 'info box' for the newsletter and email to the newsletter ASAP.*
- *Harry will write an email for staff tonight about the boycott decision*
- *Harry will write a boycott announcement flyer for staff to give to concerned members for tomorrow morning*
- *Tabling schedule will be made by Joellen.*
- *Fern will print board applications and post boxes in stores.*
- *The Board Election sub committee will report back to the board at the August*

Next Meeting – Aug 19th 2010 Facilitator – Eric Mapes

EXHIBIT N

Home Article Print Page

Published 07:50 20.07.10 | Latest update 07:50 20.07.10

Food co-op in Rachel Corrie's hometown boycotts Israeli goods

The Olympia Food Co-op announced last week that no more Israeli products will be sold at its two grocery stores.

By Natasha Mozgovaya

Tags: [Israel news](#)

Americans are far more supportive of Israel than Europeans, and most initiatives to boycott Israeli goods or to divest funds from companies working with Israel are unsuccessful in the United States.

But such projects have recently become more widespread, especially among students – although most divestment decisions by student bodies are not implemented on the colleges' management levels.

Last week, the board of directors of the Olympia Food Co-op in Washington state decided that no more Israeli products will be sold at its two grocery stores in the city.

"We met last Thursday for the board members meeting and a pretty large group – about 40 people – presented the boycott project and answered our questions," Rob Richards, a board member, told Haaretz. "A couple of board members were concerned about what will be the financial effect on the organization, but it's minimal. For me personally there is a moral imperative that goes beyond any financial concern. So we decided to adopt the boycott which went into effect the next day."

Asked whether the boycott includes all products made in Israel, or only in settlements, Richards explained: "As far as I know – it concerns any Israeli products. We exempted "Peace Oil" – it's a joint product produced by the Palestinian farmers. Any product that is made by the company that works to improve the conditions of the Palestinians will be exempted."

Richards says the decision drew no protests.

"There was very little feedback from the staff that was against the boycott, but it seemed as minority opinion. We have two members on the board from the Jewish community who were supportive of the boycott – it's pretty progressive town. I know that's not universal at the Jewish community."

There is a list of conditions that will lead to the end of the boycott, he says.

"I am trying to be realistic – the Olympia Food Co-Op boycott is not going to change the Israeli policy, but I believe that these small drops will eventually have an effect. I would like to see more co-ops joining the boycott and more voices involved," he added.

It is probably no coincidence that Olympia is the hometown of the International Solidarity Movement activist Rachel Corrie who was killed seven years ago in Gaza – a Caterpillar bulldozer ran over her as she tried to prevent demolition of a Palestinian house. Last month, the student body of Evergreen State College in Olympia, where she studied, passed two resolutions which called for the college foundation "to divest from companies that profit from Israel's illegal occupation of Palestine," and the second one called to ban the Caterpillar company equipment from campus.

"The fact that it is the home town of Rachel Corrie's parents and that it is represented by Rep Brian Baird (who has been to Gaza and is outspoken against Israel) makes this ripe for issues," said Jennifer Laszlo Mizrahi of The Israel Project, a pro-Israel organization. "So does the fact that it does not have a very organized pro-Israel community. This went under the radar screen at a time when most groups were focused on Iran sanctions and other macro issues. It is clear that the people who voted on this did not hear both sides of the issues. What is needed is education on facts."

An Israeli diplomatic source told Haaretz that the boycott issue is being checked, and although it seems like a marginal incident. The source added that "we are concerned about every attempt to delegitimize Israel."

The Olympia Food Co-Op boycott is only a tiny part of an effort that the BDS (boycotts, divestment and sanctions) movement is mounting on U.S. companies. On Monday, Jewish Voice for Peace activists planned to attend the TIAA-CREF annual meeting the company headquarters in New York City to deliver thousands of signatures calling on the company to divest its money from Caterpillar, Elbit, Motorola and some other companies, that, as JVP puts it, "profit from the violation of international law through home demolitions, the destruction of life sustaining orchards, the construction of roads and transit that only Israelis can use, the killing of civilians by drones, and many other injustices."

In some places the mainstream Jewish community has reacted vigorously against boycott attempts, but many Israel supporters are worried that the battle "might be already lost at the campuses."

This story is by:

Natasha Mozgovaya

10/30/11

Haaretz.Com



EXHIBIT O

This is a printer friendly version of an article from the **The Olympian**.
To print this article open the file menu and choose Print.

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Published July 21, 2010

Olympia Food Co-op boycotts Israel, pulls products

ROLF BOONE; Staff writer

OLYMPIA - Olympia Food Co-op members will get another chance next month to discuss a controversial board decision to boycott Israeli products at its two stores.

Nine of the co-op board's 10 members voted Thursday to participate in the international boycott. Harry Levine, a staff representative to the board, said he didn't take a stand on the issue.

Not everyone on the co-op staff agrees with the decision, Levine said. He said that outside of his role as a board member, he supports it.

"My personal view is that boycotts can be effective tools in changing governments," he said. "I personally support it, and I'm an American Jew."

The board voted to boycott Israeli products as a way to "compel Israel to follow international law and respect Palestinian human rights," according to a statement the board released. The boycott announcement has been posted on the co-op's website, www.olympiafood.coop, as well as at its two stores.

Israeli products removed from the stores include gluten-free crackers, ice cream cones and a moisturizing cream, Levine said.

This is not the first time that the 33-year-old co-op has taken part in a boycott, he said. It has boycotted products from Norway and China in objection to whaling and human rights violations.

Members have been asking the board since at least 2008 to boycott Israeli products, Levine said. About 50 co-op members were at Thursday's board meeting, he said. The co-op has 15,000 to 20,000 members who are considered active. It costs \$29 over a period of four years to join the co-op, although \$24 of that is refundable if a member leaves.

Since last week's vote, the co-op has received more positive than negative e-mails from all over the world about the decision, as well as phone calls, Levine said. An employee who answered the phone at the co-op's east-side location Tuesday said the store had received a "few hundred calls."

Some e-mails also were sent to The Olympian.

Rabbi Seth Goldstein of Olympia, whose wife, Rabbi Yohanna Kinberg, contacted the paper by e-mail, won't shop at the co-op as result of the board's decision, and the couple are considering "resigning" as co-op members. They had shopped at the store for about eight years, he said.

Goldstein said boycotts are counterproductive to a true and lasting peace in the Middle East, and he took issue with the process leading up to the board's decision.

"This is a pretty big issue," he said. "The membership was not informed in the decision process, which we feel is problematic." Goldstein acknowledged that he was aware the co-op has a boycott policy, which is spelled out on the co-op website.

"Whenever possible, the Olympia Food Co-op will honor nationally recognized boycotts which are called for reasons that are compatible with our goals and mission statement," it states.

Many co-op customers at the east-side store Tuesday said they were not familiar with the board decision; others said they were proud of the co-op's activism but acknowledged that the Israeli/Palestinian issue is a thorny subject. Co-op member Katherine Davis-Delaney of Olympia said she was unhappy with the decision process on such a contentious issue, while Karen Eccles of Olympia said she supports the co-op but stopped short of taking sides on the issue.

"I support the co-op's activism with regard to social justice," she said.

EXHIBIT P

A Special Place in Hell / Rethinking Israel boycotts, the ADL and a N.Y. mosque

I want to thank the Olympia Food Co-op Israel boycott. Something extremely valuable is happening there.

By Bradley Burston

Tags: [Israel news](#)

In theory, the first purpose of boycotts is to cause people to think. To discover or reconsider an issue.

In theory, the first purpose of the Anti-Defamation League is the same. To cause people to discover, to rethink, to become aware of and combat bigotry, within themselves as well as in others.

This week a boycott campaign caused me to rethink boycotts against Israel. And a campaign by the Anti-Defamation League caused me to rethink the Anti-Defamation League.

The boycott was the decision by the Olympia, Washington Food Co-op, to remove Israeli products from the shelves of its two stores.

In a move as courageous as it was overdue, the co-op also featured and published online a pamphlet strongly opposing manifestations of anti-Semitism in leftist movements.

"Unfortunately," the co-op's blog observed, "anti-Semitic statements have abounded in a lot of the 'support' that the co-op has received in regard to the Israeli-products' boycott."

The Olympia Food Co-op has taken an important step in distinguishing between opposition to the policies of Israel on the one hand, and anti-Jewish hatred on the other.

It has also worked to identify and distance Islamophobia and anti-Arab bigotry from the wider discussion of boycotts and the Israeli-Palestinian conflict.

Which makes it all the more curious that when longtime ADL National Director Abraham Foxman chose to publicly oppose the construction of a mosque and Muslim cultural center near the Ground Zero site, his rationale was troubling, to say the least:

"Survivors of the Holocaust are entitled to feelings that are irrational," Foxman, himself a survivor, told The New York Times.

"Referring to the loved ones of Sept. 11 victims, he said, 'Their anguish entitles them to positions that others would categorize as irrational or bigoted.'"

There is something at once refreshing and destructive about Foxman's words. Refreshing, in the sense that this sounds like unfiltered honesty. Destructive, in the sense that this is precisely the rationale under which many on the left have justified or excused non-progressive, at times overtly bigoted, statements and actions by militant Palestinians.

It is high time to strike bigotry of all forms – by both sides – from the debate over the Mideast conflict.

It is time, as well, for the Jewish community as a whole to relate differently to those in their midst who have a serious difference of opinion with Israel.

In this regard, it is time for the Jewish community to engage those who support the Boycott, Divestment, Sanctions movement, rather than effectively excommunicating them.

Perhaps what is most profoundly needed is for those who care about the Mideast equation to genuinely say what they think, and to abandon the time-honored codes in which each side attacks the other.

Allow me to begin.

I fully recognize as valid the opinions of those who oppose the idea of a specifically Jewish state. I would only ask that they be honest and open about it.

If you think a Jewish state is a bad idea, an institution that should be disbanded, I believe that it is the honest thing – honest to yourself, before all else – to come out and say so.

As a supporter of the idea of a truly democratic Jewish state alongside an independent and sovereign Palestinian state, what I cannot accept is the idea that formally Muslim states are acceptable, where a Jewish state is not.

10/30/11

Haaretz.Com

In the past I have been vociferous in opposing boycotts. I now realize that it was not the boycott per se that caused me rage, but the tolerance for a double standard that said "While others – including our own United States – commit war crimes, engage in oppression, and have a long history of subjugating, disenfranchising and dehumanizing minorities, Israel will be our sole target."

Something else angered me as well - not the fact that some of the people who advocated boycotting Israel were actually against the idea of having a state of Israel, but the fact that for tactical reasons, they refused to come out and say so.

I remain opposed to boycotts, Olympia's included, first because I oppose collective punishment of all kinds, whether practiced by Israel against Gazans, or by progressives against Israelis as a whole. I also believe that boycotts against Israel tend to be self-defeating and play into the hands of the right.

But I want to thank the Olympia Food Co-op for going an important step. Something extremely valuable is happening there. Something truly radical. An awareness that people who are truly in favor of social justice must take a stand against bigotry, no matter the target.

The mayor of New York has set an example in this regard, saying of the mosque and its critics, "What is great about America, and particularly New York, is we welcome everybody, and if we are so afraid of something like this, what does that say about us?"

It's a lesson that Abraham Foxman needs to relearn.

This story is by:



Bradley Burston

EXHIBIT Q



The Electronic Intifada

الانتفاضة الإلكترونية

Activism News

Uncovered: Israel's role in planned US lawsuit to fight BDS

Ali Abunimah

The Electronic Intifada

6 September 2011



Israel is busily attempting to disrupt the boycott, divestment and sanctions movement in support of Palestinian liberation and self-determination.

(
[Anne Paq \(/people/anne-paq\)](#)

/

[The Electronic Intifada \(/people/electronic-intifada\)](#)

)

A group of pro-Israel activists, backed by StandWithUs, a national US pro-Israel US organization, is planning to take legal action to force the Olympia Food Co-op to rescind its historic decision to boycott Israeli products.

The Electronic Intifada has obtained a copy of a 31 May 2011 letter sent to the Board of Directors of the Olympia Food Co-op in Olympia, Washington, threatening "expensive" legal action if the pro-Israel activists' "demands" to end the boycott of Israeli products are not met.

Other documents, supported by interviews, confirm that the Israeli government has taken part in discussions about, and been given advance knowledge of, the planned lawsuit and another planned action against Evergreen State College in Olympia in response to Palestine solidarity activism by students.

Evergreen State is noted for being the school attended by [Rachel Corrie](http://electronicintifada.net/tags/rachel-corrie) (<http://electronicintifada.net/tags/rachel-corrie>), who was killed by an

Israeli occupation soldier operating a bulldozer in the Gaza Strip in March 2003.

These developments indicate new, even more aggressive tactics by pro-Israel organizations to suppress, deter and malign any form of Palestine-related dissent, protest or solidarity action.

An historic vote

On 15 July 2010, the Olympia Food Co-Op (OFC) became the first grocery store in the United States to ban Israeli-made items from its shelves (<http://electronicintifada.net/content/victories-n-american-boycott-movement-gains-momentum/8945>).

The highly symbolic action, which gained global attention, came in response to the Palestinian civil society call for boycott, divestment and sanctions (<http://electronicintifada.net/tags/bds>) (BDS) measures against Israel until Israel respects Palestinian human rights and international law.

From the first moment the boycott resolution was passed, Olympia community members who supported and organized for it were accused of anti-Semitism by the Northwest chapter of StandWithUs (<http://electronicintifada.net/tags/standwithus>).

Now, StandWithUs is taking its assault against the OFC to a new level with its backing for legal action.

Also in June 2010, students at Evergreen State College voted overwhelmingly to back an initiative calling on college administrators to divest the school's assets from any companies that profit from Israel's occupation of Palestinian lands (<http://electronicintifada.net/content/evergreen-state-students-overwhelmingly-pass-divestment-votes/1067>), and specifically Caterpillar Corporation (<http://electronicintifada.net/tags/caterpillar>), which makes bulldozers Israel uses to demolish Palestinian homes.

It was a Caterpillar bulldozer that Israeli forces used to kill Rachel Corrie as she attempted to prevent such a demolition. According to a StandWithUs flyer (PDF (<http://www.standwithus.com/pdfs/flyers/RachelVictims.pdf>)), Rachel Corrie "died in Gaza after interfering with Israeli counter-terrorism operations."

Documents show that in addition to targeting the Olympia Food Co-op, StandWithUs is helping to plan a civil rights complaint against Evergreen State College.

Threat of legal action against Olympia Food Co-op

The 31 May letter (PDF (<http://www.scribd.com/doc/64107637>)) sent individually to members of the Olympia Food Co-op Board of Directors is signed by five individuals who identify themselves as "members of the Olympia Food Co-op ('OFC') who oppose OFC's boycott of Israeli made products ('Israel Boycott') and divestment from Israeli companies ('Divestment')."

The five are Kent L. Davis, Linda Davis, Susan Mayer, Susan G. Trinin and Jeffrey I. Trinin. All except for Mayer also appeared in a StandWithUs Northwest video published on YouTube in June entitled "Why BDS Scars Don't Heal: A StandWithUs Production" (http://www.youtube.com/watch?v=S6vnPTr_iCw).

The video alleges that the BDS effort in Olympia has been motivated by and generated anti-Semitism, and was run by a secretive and conspiratorial "dark organization" from outside the community.

It also claims that the BDS effort in Olympia and a similar initiative in the town of Port Townsend, north of Seattle, last year had generated "a climate of fear and terror for Jews."

The activists' letter makes sweeping allegations that the OFC board engaged in "numerous procedural violations" in passing the boycott of Israeli goods, but it does not provide any examples of such violations.

The letter writers claim to have made many sincere efforts to rectify the unspecified “violations” but asserted that their complaints had “fallen on deaf ears as the Board steadfastly refuses to revisit its position on the Israel Boycott and Divestment policies.”

At this point,” the letter states, “we are left no choice but to demand in no uncertain terms that OFC act in accordance with its rules and bylaws and rescind the Israel Boycott and Divestment policies.”

The letter sets a thirty-day deadline for a response and adds, “Regrettably should the board reject our demand, we are prepared to pursue relief through the court system.”

The pro-Israel activists’ letter concludes, “If you do what we demand, this situation may be resolved amicably and efficiently. If not, we will bring legal action against you, and this process will become considerably more complicated, burdensome, and expensive than it has been already.”

Lawsuit “a matter of time”

Reached by telephone, Avi Lipman, a Seattle-based attorney that The Electronic Intifada learned represents the letter writers, confirmed that two letters had been sent to the OFC board — the 31 May letter obtained by The Electronic Intifada and a follow-up.

However, Lipman said that a lawsuit had still not been filed, and “there is still an opportunity for the board to take the remedial action my clients have asked for.”

Lipman would not specify any procedural violations made by the OFC board. “I don’t want to get into it in any detail,” he said, indicating that the 31 May letter described “in general terms what our concerns are.”

But Lipman did not seem optimistic that the board would rescind the boycott decision as demanded. After the initial thirty-day deadline, Lipman said his clients had given the board an additional fifteen-day period to act.

That time has also expired,” Lipman said. “The board has indicated that it plans to stand by the actions it has taken, so it seems clear to me that remedial action will not be taken.”

It’s just a matter of time before we go to court and seek relief from the court,” Lipman added.

Lipman was keen to emphasize that his clients’ complaints were not based on the substance of the BDS decision, but merely the alleged, unspecified procedural violations. “The issue is how the process unfolded and the procedures that were followed and not followed by the board,” Lipman said.

He stressed that if the boycott of Israeli goods was revoked, and then reinstated according to the proper procedures, his clients would abide by it.

An allegation that doesn’t have an allegation”

We don’t have any statement on the non-existent lawsuit,” Jayne Kaszynski, Staff Representative to the Olympia Food Co-op Board, told The Electronic Intifada. “It’s pretty much impossible to respond to an allegation that doesn’t have an allegation.”

Kaszynski said that the BDS decision and the procedures used to reach it had generated widespread public debate among Co-op members, especially on the OFC’s blog. She added that any member who was unhappy with a decision of the board had “democratic alternatives” to legal action.

If you’ve read the bylaws you know that we have a simple member petition process. Any member can create a petition and if they get 300

members to sign it, they can get pretty much any issue put on a ballot," Kaszynski said.

The OFC has 22,000 active members, according to Kaszynski, "so the 300 signature requirement is not very high. So far no one has exercised this democratic right in relation to the boycott."

The petition procedure is described in the [Olympia Food Co-op Bylaws \(http://www.olympiafood.coop/bylaws.html\)](http://www.olympiafood.coop/bylaws.html).

Lipman, however, said his clients did not think they should use this procedure because they see the original boycott decision as illegitimate, and therefore the burden should be on the board, not on his clients, to take remedial action.

Smearing BDS as "anti-Semitism"

At one point, the StandWithUs YouTube video briefly displays an image of a Nazi Swastika superimposed on a Star of David, with a caption above it stating "Actual image from handout."

The video provides no information on where this handout was supposedly distributed or any evidence that it has anything whatsoever to do with the Olympia Food Co-op.

Yet the smear is clearly meant to tar any and all BDS supporters — presumably including those who self-identify as Jewish — as anti-Semites.

I really don't think it's comfortable for Jews to live in the city of Olympia and be outwardly expressing Jews," Kent Davis, one of the letter writers, claims in the video. "You know, you can be a closet Jew and that's fine. I just don't feel comfortable discussing my religion or my beliefs in a mixed group environment anymore."

As with the swastika "handout," no evidence is ever presented of any specific incidents that back up this grave charge likening placid Olympia to 1930s Berlin, or to link the alleged climate of fear to the Olympia Food Co-op's boycott of Israeli goods.

A "dark" outside conspiracy

In the StandWithUs video, the letter writers and other speakers allege that the BDS action at the Olympia Food Co-op was planned by a shadowy organization that came in from outside the community, and then disappeared leaving behind acrimony and conflict from which there has been no "healing."

None of these allegations come with any specifics or facts and the overall tone is conspiratorial.

It's amazing that I've been pushed aside as a Jew in this town because of the BDS," says Tibor Breuer, identified as an OFC member in the video. "It's a very, very dark organization that has no interest in anything that has to do with the two-state solution."

BDS is, in fact, not an "organization," but the term given to a set of principles and tactics which have been taken up by independent individuals and solidarity groups all over the world in response to the [2005 Palestinian civil society call for boycott, divestment and sanctions \(http://www.bdsmovement.net/call\)](http://www.bdsmovement.net/call) measures on Israel until Israel ends its human rights violations and respects Palestinian rights and international law.

When BDS comes into these communities, they just divide people in all sorts of ways and then they leave and the community is stuck with having to somehow heal and we can't heal yet," Linda Davis, another of the five letter writers, alleges in the video.

BDS was over there in Europe celebrating their victory, and we're stuck with this shit," Breuer adds.

In fact, at the time the OFC boycott was passed, and since, those who initiated it spoke frequently to the media, and all have been local

Olympia community and Co-op members.

Ironically, Robert S. Jacobs, the director of StandWithUs Northwest, acknowledges as much.

Refuting suggestions that the pro-Israel counterattack against BDS is centralized, Jacobs told The Electronic Intifada, “Similar to the BDS movement, we’re made up of activists in the community who passionately feel they want to express a certain perspective and hope that opinion leaders will adopt that perspective.”

Jacobs admitted in the interview that there was no such thing as “BDS central.” Yet the video that bears the StandWithUs name and features the letter writers paints an altogether different picture.

Meanwhile, the vilification of Palestine solidarity activists as anti-Semites is not surprising given the views of some of the StandWithUs leadership.

One board member and founder in Los Angeles, Mordechai “Moti” Gur, describes the purpose of StandWithUs in the following terms on the website for another organization he founded: “We combat the soft jihad and local intifadas by Muslim organizations by exposing everyone to the light of truth” ([The Moses Project \(http://mosesmonument.org/moti-gur.htm\)](http://mosesmonument.org/moti-gur.htm)).

Other StandWithUs documents and websites routinely malign Palestine solidarity activists — including the nine civilians killed by Israeli commandos on the [Mavi Marmara \(http://electronicintifada.net/tags/mavi-marmara\)](http://electronicintifada.net/tags/mavi-marmara) as “jihadists.”

But while the pro-Israel activists in the StandWithUs video allege — without offering a shred of evidence — that OFC was the victim of a “dark” external conspiracy by anti-Semitic outsiders bent on dividing their community, they themselves are receiving significant external backing.

How StandWithUs describes its role

StandWithUs is a national pro-Israel advocacy organization which has taken a lead in fighting “[delegitimization \(http://electronicintifada.net/content/israels-settlement-industry-under-boycott-pressure/9042\)](http://electronicintifada.net/content/israels-settlement-industry-under-boycott-pressure/9042)” and BDS.

Pro-Israel groups and the Israeli government have since last year claimed that virtually all Palestinian solidarity work amounts to an effort to delegitimize Israel. In recent policy speeches, US officials have vowed to help Israel combat “delegitimization” — though precisely what this means in practice and how it may affect civil liberties and free speech is unclear.

The Northwest chapter of StandWithUs has been particularly active in combating BDS efforts not only in Olympia but at the food co-op in [Port Townsend \(http://electronicintifada.net/content/israels-settlement-industry-under-boycott-pressure/9042\)](http://electronicintifada.net/content/israels-settlement-industry-under-boycott-pressure/9042), north of Seattle, where there was an unsuccessful bid to emulate the OFC boycott. (Disclosure: I was invited to Port Townsend in August 2010 to speak at a community event in support of BDS).

But how deeply involved is StandWithUs, and how does the organization liaise with the Israeli government in mounting these local battles?

Jacobs characterizes StandWithUs Northwest as little more than a small local chapter, “a two-person office,” providing basic support and advice to individuals such as those threatening to sue the Olympia Food Co-op.

Jacobs told The Electronic Intifada his group’s contact with the five letter writers was largely limited to providing printed materials, helping bring in speakers and offering advice. He said he had not seen either of the letters sent to the OFC board.

Although Jacobs did acknowledge working with and meeting repeatedly with the letter writers, he characterized the relationship to any potential lawsuit as arms length:

Since we're not actually a party to anything down there, frankly we're not in any of the loop regarding the legal matters. Just from an attorney-client privilege standpoint anything we would do with anybody would be violating some kind of potential privilege. So, we know that they're doing some stuff. I know they've been working with an attorney. I know which firm it is but beyond that we have not in any way participated in the legal discussion."

Jacobs acknowledged attending one meeting related to the potential lawsuit.

We were at one meeting, I don't know how many months ago, before anything actually happened," Jacobs explained.

We had been asked by some of the folks down there if we knew any attorneys up here [in Seattle], so we mentioned a number of names. But I was at a meeting where they had an initial — they had not retained any attorney or developed any permanent relationship with an attorney — when they had someone there talk off-the-cuff about what an attorney could do for them."

Jacobs was also adamant that his office had not done any fundraising toward a potential lawsuit. "I don't foresee us putting any money into a lawsuit," he said, adding, "I don't know of anybody who's giving them money. I'll be that blunt about it."

Jacobs estimated that the amount of money his office had spent on work related to the OFC boycott — presumably not including staff time — amounted to just hundreds of dollars principally for printing flyers and brochures.

The role of the Israeli consulate

Asked what role the Israeli government plays in StandWithUs Northwest's work, Jacobs stated that he personally knew Akiva Tor, the Israeli Consul General for the Pacific Northwest, based in San Francisco, and that Tor would be speaking at an upcoming StandWithUs fundraising event. Jacobs acknowledged that StandWithUs had helped to bring Tor's deputy to speak in Port Townsend.

Jacobs said that the Israeli consulate did not play any "active role" in opposing the OFC boycott, but, he added, "from the information standpoint they want to know what's going on."

We update him [Tor] on what's happening in the community here," Jacobs said.

If what you're talking about is if there is some sort of central coordination out of Israel for the activity we are doing here, absolutely not," he added.

Tor had also offered to speak in Olympia, but it had not happened yet, according to Jacobs. "I know he met in a coffee shop with the Corries [Cindy and Craig, the parents of Rachel Corrie]. I heard that from all sorts of people in Olympia," Jacobs stated.

Yet, this characterization is at best incomplete.

A deeper role for Israeli officials?

Although Jacobs has confirmed reporting to Israeli officials what goes on in the local community, the relationship may be even closer than he acknowledged.

A "[Weekly Status Report](#)" of StandWithUs Northwest, for the week of 5-11 March 2011

(<http://community.benchmarkemail.com/users/RobSJacobs/newsletter/Weekly-Status-Report-for-March-5-through-March-11>) states that the following meetings took place:

Rob [Jacobs] and Carolyn in Olympia with Olympia activists, Akiva Tor and Avi Lipman on Thursday - Presentation of legal case, discussion of Evergreen strategy and Olympia community speaker opportunities."

Carolyn Hathaway is the co-chair of StandWithUs Northwest.

In his conversation with The Electronic Intifada, Jacobs did not disclose that Israeli Consul General Tor had not only already traveled to Olympia at the behest of StandWithUs, but had participated in a meeting with the activists threatening to sue the OFC and their lawyer.

The “status update” was posted on a website that archives emails sent to members of a private list of StandWithUs affiliates, but the website itself is unprotected.

It appears that this and other documents may have been published inadvertently, given how revealing they are of StandWithUs Northwest’s activities and strategy and the contradictions with Jacobs’ own characterizations.

Akiva Tor did not respond to a request to speak to The Electronic Intifada left with a staff person at his office.

The attorney, Avi Lipman, would not disclose what was discussed at the March meeting, again citing attorney-client privilege. Lipman said, however, “The Israeli consulate has nothing to do with this action. StandWithUs is not our client. We represent the individual co-op members who have asked the board to take remedial action.”

While all that may technically be true, none of it is inconsistent with a close advisory and an eventual fundraising role for StandWithUs and even the Israeli consulate.

Nor does it explain the presence of an official from a foreign government at a meeting in which legal action against OFC and possibly Evergreen State College was discussed.

Lipman would also not discuss how his clients might be able to afford an “expensive” — as the 31 May letter put it — legal action.

Another worrying possibility is that through StandWithUs, and possibly other organizations, Israeli diplomatic missions may collect intelligence about local activists or people who express views sympathetic to Palestinian human rights in order to exclude such people from visiting the occupied West Bank and Gaza Strip on political grounds.

In July, for example, Israel detained and deported dozens of individuals (<http://electronicintifada.net/content/hysterical-israeli-reaction-palestine-solidarity-fly/10164>) who planned to visit the occupied West Bank at the invitation of Palestinians.

StandWithUs remains fully engaged in Olympia lawsuit

Jacobs’ characterization of his organization’s role with the planned lawsuit as almost incidental is flatly contradicted by another document made public via the StandWithUs email archive.

The agenda for an upcoming 27 September 2011 StandWithUs Northwest Executive Committee (<http://community.benchmarkemail.com/users/RobSJacobs/newsletter/Scheduling-Executive-Committee-Meetings-and-Weekly-Report>) meeting includes the following items:

Project Status

- *The civil rights complaint against Evergreen State College*
- *The law suit against the Olympia Food Co-op*
- *Working to shut down the “educational” programs that Ed Mast has circulated to all Washington State social studies teachers and librarians*
- *Speakers Bureau*

Thus the OFC lawsuit and the Evergreen State College civil rights complaint are both “projects” of the StandWithUs Northwest Executive Committee, and firmly on its agenda.

Ed Mast, it is worth noting, is a Seattle-area activist and playwright who has provided educational resources on Palestine.

In addition to everything else, it would appear that rather than merely providing an alternative, pro-Israeli viewpoint, StandWithUs is working to censor and exclude other viewpoints from schools and libraries and exclusively impose its own.

And, far from being merely restricted to its local area, StandWithUs Northwest is apparently assuming a national role:

StandWithUs Northwest helping other regions

- *Helping Avi Posnick in NY oppose the BDS boycott proposal at the Park Slope Food Co-op in Brooklyn*
- *Helping Gail Rubin in Davis oppose the BDS boycott proposal at the Sacramento Food Co-op in Sacramento*

It is clear from its agenda that not only is StandWithUs Northwest playing a continuing role in Olympia, but expanding its anti-BDS activities across the country.

Focus on procedure, not substance

During his interview with The Electronic Intifada, Jacobs characterized the grievances the letter writers had with the co-op in a manner remarkably similar to the 31 May letter which he said he had not seen. He acknowledged that it was StandWithUs’ advice that the case should focus on procedure, rather than substance.

Courtrooms aren’t the place to discuss foreign policy and they wouldn’t make a decision based on that,” Jacobs explained. “The same is true with the board members that were on the board [of OFC] at the time. Most of them were sympathetic to the BDS movement and trying to make an argument counter to theirs would be a huge educational effort and probably not very successful.”

This, Jacobs said, was the rationale for focusing on procedure, rather than substantive arguments.

StandWithUs fundraising

Jacobs presents StandWithUs Northwest as almost a shoe-string operation. “We’re thought of as this huge, incredibly wealthy organization,” he told The Electronic Intifada. “As far as Jewish community organizations go, even on a national basis, we don’t have anything near the kind of resources of some other organizations such as ADL or AJC. Here frankly, we barely cover our own costs just in operations.”

But public financial filings of StandWithUs, which raises funds under the legal name “Israel Emergency Alliance,” (IEA) tell a quite different story.

The IEA’s mandatory Form 990 financial filings to the Internal Revenue Service ([available from the website Guidestar \(http://www2.guidestar.org/organizations/01-0566033/israel-emergency-alliance.aspx\)](http://www2.guidestar.org/organizations/01-0566033/israel-emergency-alliance.aspx)) show an organization with \$4.2 million in annual revenue and impressive fundraising capacity.

In 2008, Jacobs himself received an annual salary of \$96,923 for an average forty-hour week, more on a pro-rated basis than StandWithUs founder and national executive director Roz Rothstein who received \$100,000 for an average sixty-hour week, according to the filings. In 2009, Rothstein’s salary was raised to \$150,000.

StandWithUs also has an international presence, with an Israeli office and a European base in Brussels, which together accounted for a million dollars in expenses in 2009.

The largest area of expenditure, however, is for campus advocacy at US colleges and universities, which accounted for \$2.6 million in 2009.

Targeting Evergreen State College for student activism

The planned civil rights complaint against Evergreen State College may be an attempt to use alleged incidents of campus anti-Semitism as the basis for a legal action to discredit the divestment campaign at the school.

On 8 November 2010, a story appeared on the news website MyNorthwest.com under the byline of Alex Silverman with the headline "[Pro-Israel students harassed, leave Evergreen State](http://mynorthwest.com/category/local_news_articles/20101108/Pro%7EIsrael-students-harassed-leave-Evergreen-State/) (http://mynorthwest.com/category/local_news_articles/20101108/Pro%7EIsrael-students-harassed-leave-Evergreen-State/)."

It alleges that Evergreen State, once an oasis of tolerance, had become a place where some students have faced "torment and harassment" and have even left "simply for expressing their opinions about a controversial issue."

The story claims five unnamed students "transferred out" of Evergreen State because of "harassment," but the only source is a student named Joshua Levine. "There are days I feel uncomfortable walking across campus alone because I wear a yarmulke [Jewish skull cap] on my head," Levine alleges.

Levine, president of the campus chapter of Hillel — another national pro-Israel organization — is also a [StandWithUs Northwest Emerson Fellow](http://community.benchmarkemail.com/users/RobSIacobs/newsletter/Read-About-a-Terrific-Event-About-Our-YouTube-Videos-and-More#Evergreen) (<http://community.benchmarkemail.com/users/RobSIacobs/newsletter/Read-About-a-Terrific-Event-About-Our-YouTube-Videos-and-More#Evergreen>).

But what were the examples of "harassment" that supposedly led to this situation? Just like the StandWithUs video, the only ones Levine provides conflate Palestine solidarity with "anti-Semitism":

Checkpoints were erected outside the bus stop," Levine told Silverman. "People claiming to be IDF [Israeli army] veterans shoving toy assault rifles in people's faces, demanding to see their student ID before they could go onto campus."

Students have staged similar actions on campuses across North America to highlight the well-documented abuses Palestinians face living under Israeli military occupation.

The article quotes Israeli Consul General Akiva Tor decrying the supposedly dire situation.

The MyNorthwest.com story also notes: "This summer, the student body at Evergreen State voted overwhelmingly to divest from companies with economic interests in Israel, further fueling the anti-Israel fervor on campus."

That, it would seem, is what is making Levine so uncomfortable.

Laying the ground for a civil rights complaint

Recently, the US Department of Education began [investigating precisely such a civil rights complaint stemming from charges of anti-Semitism because of Palestine solidarity activism at the University of California-Santa Cruz](http://electronicintifada.net/content/new-moves- curb-criticism-israel-us-and-canada/10219) (<http://electronicintifada.net/content/new-moves- curb-criticism-israel-us-and-canada/10219>).

That federal investigation is the first of its kind, though it may well be the model for targeting Evergreen State College.

Has StandWithUs, through Levine, been carefully laying the ground for a similar effort to use US civil rights protection legislation to suppress criticism of a foreign government that engages in massive human rights abuses and discrimination of precisely the kind civil rights legislation is meant to prevent?

Importing Israeli repression to the US?

What is particularly troubling about the threatened legal action against OFC and Evergreen State backed by StandWithUs and its close collaboration with the Israeli government, is that it appears to import Israeli tactics of political repression into the United States.

Earlier this year, Israel passed a law that imposes heavy fines on anyone who participates in or advocates a boycott of Israeli businesses, universities and social and cultural institutions or illegal West Bank settlements. The law was strongly condemned by human rights organizations as a violation of basic freedoms (<http://electronicintifada.net/blog/maureen/rights-groups-anti-boycott-law-effectively-legal-annexation-w-bank>).

The threatened legal action against the Olympia Food Co-op may be a “do it yourself” version of the law on US soil. Simply taking someone to court imposes a punishment on them through high legal fees before any judgment is ever rendered. That may be the whole point.

It should serve as a red flag that however small and tight-knit a community, powerful pro-Israel groups, in coordination with Israeli officials, are prepared to go to any length to smear and harass people.

They'll do whatever it takes to keep people quiet about Israel's human rights abuses, war crimes and the international complicity that the BDS movement seeks to expose, challenge and bring to an end.

Correction: An earlier version of this story identified major StandWithUs donors Steven and Rita Emerson, who fund the StandWithUs Emerson Fellowship. Following publication of the article, StandWithUs confirmed via Twitter (<https://twitter.com/standwithus/status/111163257636667392>) that the Steven Emerson who funds StandWithUs is in no way related to the Steven Emerson who runs the Investigative Project on Terrorism (ITP), and who has been accused of being a leading figure in fostering Islamophobia. The story has been amended accordingly. StandWithUs also stated via Twitter (<https://twitter.com/standwithus/status/111163998833082368>) that the Steven Emerson who runs ITP “has never donated nor is he associated in anyway with StandWithUs.”

Ali Abunimah is co-founder of The Electronic Intifada, author of One Country: A Bold Proposal to End the Israeli-Palestinian Impasse (<http://electronicintifada.net/bytopic/store/548.shtml>) and is a contributor to The Goldstone Report: The Legacy of the Landmark Investigation of the Gaza Conflict (<http://www.amazon.com/exec/obidos/ASIN/1568586418/theelectronic-20>) (Nation Books).

[Letter to OFC Board of Directors](http://www.scribd.com/doc/64107637/Letter-to-OFC-Board-of-Directors) (<http://www.scribd.com/doc/64107637/Letter-to-OFC-Board-of-Directors>).

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Blogs » Ali Abunimah's blog

Lawsuit filed against Olympia Food Co-op, seeks to force end to Israel boycott

Submitted by Ali Abunimah on Sat, 09/10/2011 - 07:38

A group of pro-Israel activists has filed a lawsuit against the Olympia Food Co-op (OFC) to try to force it to end its boycott of Israeli goods.

On 6 September, The Electronic Intifada exclusively revealed that the activists who had threatened the lawsuit were working in close collaboration with StandWithUs (<http://electronicintifada.net/content/uncovered-israels-role-planned-us-lawsuit-fight-bds/10350>), a national pro-Israel organization, and that their plans had been discussed in advance with an Israeli government official.

When The Electronic Intifada spoke to one of the activists' attorneys, Avi Lipman on 1 September, the attorney stated that the lawsuit had yet to be filed.

A copy of the lawsuit filed with the Superior Court of Washington in Thurston County ([PDF \(<http://www.scribd.com/doc/64460849>\)](http://www.scribd.com/doc/64460849)), indicates it was submitted on 2 September.

This suggests that The Electronic Intifada's investigation may have prompted the pro-Israel activists to try to gain the initiative before The Electronic Intifada's story revealed the facts behind the anti-boycott effort, including the connection to Israeli officials.

Seeking an end to the boycott and damages

According to The Olympian (<http://www.theolympian.com/2011/09/07/1789838/lawsuit-seeks-to-overturn-food.html>) newspaper:

The suit states that the co-op's rules require the board to make decisions by consensus, and that not all members had agreed to the boycott. It also claims that the proposed boycott was not "nationally recognized."

The lawsuit itself asks the court to force OFC to end the boycott of Israeli goods and impose unspecified financial damages. The complaint alleges that if the court fails to act the pro-Israel activists:

will continue to sustain irreparable injury insofar as the Israel Boycott and Divestment policies are fracturing the OFC community; sowing division and mistrust among OFC members, staff members and Board members, alienating numerous OFC members and staff members from OFC and the Board and causing numerous OFC members to either resign their membership or otherwise cease shopping at OFC.

Broader attack on free speech and academic freedom on campus

In its 6 September article (<http://electronicintifada.net/content/uncovered-israels-role-planned-us-lawsuit-fight-bds/10350>), The Electronic Intifada also revealed that StandWithUs, also with the advance knowledge of the Israeli government, is planning a civil rights complaint against Evergreen State College, where students had voted in favor of divesting the school's assets from companies that profit from Israeli occupation.

The US federal government is already investigating a similar civil rights complaint against the University of California-Santa Cruz (<http://electronicintifada.net/content/new-moves-curb-criticism-israel-us-and-canada/10219>), painting Palestine solidarity activism on campus as "anti-Semitism."

There are now indications that using civil rights legislation to attempt to suppress campus discussion of Israeli human rights abuses may be part of a much bigger strategy, originating from Israel and the American far-right.

On 8 September, *The Jerusalem Post* (<http://www.jpost.com/JewishWorld/JewishNews/Article.aspx?id=237118>) reported:

Hundreds of US college and university presidents were set to receive warning letters on Thursday morning, instructing them of their legal obligations to prevent anti-Semitism on campus.

The letters also remind universities it is their legal duty to prevent university funds from being diverted to unlawful activities directed against the State of Israel.

The letters were being sent by an Israeli group called the Israel Law Center (Shurat HaDin). The strategy appears to be to deliberately conflate any criticism of Israel with an attack on Jews on campus:

The center hopes the legal warnings will prompt US colleges to take action against what it says is a growing problem of campus hatred.

"Jewish and Israeli students are often too intimidated to speak because they fear they will be held collectively responsible for the supposed 'wrongdoings' of the Jewish State of Israel," the Law Center's warning letter says.

Shurat HaDin has a history of "lawfare" – or using legal and official processes to achieve spurious political aims. In June, the group was revealed to be behind complaints to Greek maritime authorities (<http://maxblumenthal.com/2011/06/israel-law-center-behind-harassment-of-flotilla-funded-by-homophobic-end-timer-pastor-john-hagee/>) in June claiming that various Gaza Freedom Flotilla vessels were not seaworthy.

"Civil rights" group funded by religious bigots and homophobes

While Shurat HaDin claims to be a "civil rights" group, Max Blumenthal discovered that "a major donor to Shurat Hadin is the homophobic far-right Pastor John Hagee (<http://maxblumenthal.com/2011/06/israel-law-center-behind-harassment-of-flotilla-funded-by-homophobic-end-timer-pastor-john-hagee/>)."

Hagee of course is not only homophobic but has been one of the most virulent and influential inciters of anti-Muslim hatred (<http://english.aljazeera.net/indepth/opinion/2011/08/2011829164395822.html>) in the United States.

These latest developments are further evidence of the extent to which anti-Palestinian and anti-free-speech groups will go to shield Israel from public discussion and accountability.

Tags:

Olympia Food Co-Op Olympia StandWithUs Shurat HaDin Evergreen State College BDS University of California-Santa Cruz

Comments

PDF is unreadable

Permalink Submitted by Peter Belmont (not verified) on Mon, 09/12/2011 - 14:31

Both copies of the PDF are unreadable. If a readable one can be found, I'd like to see it.

Apparently members of the co-op are saying that a court should force the board of the co-op to follow its own rules. That would be a request for an injunction. This much might be legally colorable ("reasonable for the court to entertain). Co-op could just cave-in and hold an election. SOON, before the membership changes too drastically, although an enlarged membership could result in a subsequent request for a membership-wide election. And the enlarged membership could be either pro-Israel or pro-Palestinian.

Plaintiffs seem also to be requesting money damages, but that seems quixotic since co-op members are at most inconvenienced by not being able to buy Israel products at the co-op. The city presumably has other stores that do (or could) stock these items. Plaintiffs would have to show (and how could they?) that they had been buying THIS MUCH Israeli stuff regularly, saving THIS MUCH money by using the (cheap) co-op. A hard thing to demonstrate.

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EXHIBIT S



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Guess who's behind the lawsuit against the Co-op?

from WIP News Service

On Friday, September 9, lawyers for five members of the Olympia Food Co-op filed a lawsuit in Thurston County Superior Court, seeking damages from 15 current and former Co-op board members. The expressed goal of the lawsuit is to punish the 15 defendants for involvement in the passage of the Co-op's historic boycott of Israeli goods last year. The defendants include every current member of the Co-op's Board of Directors, including four new members who were not on the board when the boycott was enacted, as well as four former members who no longer have decision-making power at the Co-op.

Months before filing the lawsuit, the five plaintiffs (Kent Davis, Linda Davis, Susan Mayer, Susan Trinin and Jeff Trinin) sent two threatening letters to each of the defendants. The letters made several references to "numerous procedural violations," without *ever once* identifying any single violation of any procedure. The five individuals claimed the boycott violated several Food Co-op policies, listing policies by name, but again without *ever once* identifying a single way in which any policy was violated. The plaintiffs then continued:

A number of us have made [our] position clear to the Board since it announced its decision to enact the Israel Boycott. Yet our efforts have apparently fallen on deaf ears, as the Board steadfastly refuses to revisit its position on the Israel Boycott and Divestment policies.

The letter then summarized:

We are not interested in needlessly dragging ourselves or OFC [...] into an adversarial proceeding. That said, our informal efforts thus far - made in the spirit of cooperation that drew us to OFC in the first place - have failed to persuade you to do what is required under the circumstances. In short, you are entirely responsible for the position in which you now find yourselves. If you do what we demand, this situation may be resolved amicably and efficiently. If not, we will bring legal action against you, and this process will become considerably more complicated, burdensome, and expensive than it has been already.

What is not mentioned in the lawsuit, or the letters to the board, is that the five upset individuals have had numerous potential remedies at their disposal. Three of the plaintiffs - Kent Davis, Linda Davis, and Susan Trinin - ran for the board in last year's elections, and lost by a wide margin. (Trinin, who got the most votes of any anti-boycott candidate, finished 7th overall.) The plaintiffs also could have - and still could - initiate a membership-wide vote on the boycott simply by submitting 300 member signatures. However, having snubbed this opportunity for democratic review of the boycott, the five individuals have instead chosen to litigate. In their lawsuit, they claimed: "Plaintiffs have exhausted all means within their reach to obtain compliance by the OFC Board with their reasonable demands that the Board rescind the Israel Boycott and Divestment policies..."

Who's behind the lawsuit?

An investigative report by the website *Electronic Intifada* revealed a number of disturbing connections behind this lawsuit. Four of the five defendants had appeared in a propaganda video produced by StandWithUs, a major pro-Israel organization.

When asked by *Electronic Intifada* about the Co-op lawsuit, regional director for StandWithUs Rob Jacobs effectively claimed ignorance of the details of the case, saying "Since we're not actually a party to anything down there, frankly, we're not in any of the loop regarding the legal matters." However, *EI* discovered the agenda for an upcoming meeting of the StandWithUs Northwest Executive Committee, which was inadvertently posted online. One of the agenda sections included:

Project Status

- *The civil rights complaint against Evergreen State College*

- *The law suit against the Olympia Food Co-op*
- *Working to shut down the "educational" programs that Ed Mast has circulated to all Washington State social studies teachers and librarians*
- *Speakers Bureau*

In their agenda, StandWithUs listed the lawsuit against the Co-op as one of their "projects." Also of particular interest was the revelation that StandWithUs seeks to file a "civil rights complaint" against the Evergreen State College - another one of their "projects." StandWithUs backed a similar complaint against UC Santa Cruz, attempting to equate anti-occupation activism on campus with anti-Semitism, as a way of using civil rights protections to quash legitimate, non-hateful free speech critical of horrific foreign policies which StandWithUs approves of. IRS filings showed that in 2009 alone, StandWithUs spent \$2.6 million on campus advocacy for Israel. (Source: *Electronic Intifada*)

Also listed as a StandWithUs "project" was a campaign to "shut down" the educational efforts of Seattle-based activist Ed Mast. Last December, Mast led an effort by the Seattle Mideast Awareness Campaign to buy ads on Seattle Metro buses which would have read "Israeli war crimes - Your tax dollars at work." These ads were cancelled by Seattle Metro after an extensive campaign by pro-Israel individuals and organizations to pressure Seattle Metro to silence speech critical of Israel. (For more information, read "[The Seattle Metro bus ads: How the bullies got their way](#)", by Wally Cuddeford, in the March 2011 *Works In Progress*.)

A phony criticism that is often leveled against organizers for BDS (Boycott, Divestment and Sanctions) is that they are outside agitators who operate in communities to which they don't belong - a claim which was repeated in the StandWithUs propaganda video featuring the plaintiffs. Ironically, when StandWithUs is having a meeting where they discuss "projects" localized in both Olympia and Seattle, it then follows that the organization is involving themselves in the affairs of at least one community other than their own.

As the agenda continued, StandWithUs Northwest's efforts were not even limited to Olympia and Seattle:

StandWithUs Northwest helping other regions

- *Helping Avi Posnick in NY oppose the BDS boycott proposal at the Park Slope Food Co-op in Brooklyn*
- *Helping Gail Rubin in Davis oppose the BDS boycott proposal at*

the Sacramento Food Co-op in Sacramento

In another StandWithUs document, which was also inadvertently publicized, it was revealed that back in March, the plaintiffs and their attorney Avi Lipman attended a meeting in Olympia wherein they discussed their plan to sue the Co-op (along with another project they referred to as the "Evergreen strategy") with Seattle-based organizers of StandWithUs, as well as with Akiva Tor, the Israeli Consul General for the Pacific Northwest (who is based in San Francisco). When asked about the nature of their conversation with an Israeli government official, Lipman (who himself is based in Seattle) said the nature of their conversation with Akiva Tor was subject to attorney-client privilege.

What's missing from all this is the specifics of where the money is coming from to pay the legal fees behind this lawsuit and the "civil rights complaint" against Evergreen. Beyond the moneyed connections already established, nothing could be said for certain without further information. However, in an interview with Israeli Channel 10 news, Deputy Foreign Minister Danny Ayalon confirmed that the Israeli government is willing to sponsor lawsuits in the U.S. aimed at silencing criticism of Israel. (Source: Tikun Olam)

While the lawsuit against the Co-op has the fingerprints of StandWithUs and the Israeli consulate all over it, the five plaintiffs themselves are indeed longtime residents of Olympia. Jeff Trinin is the co-owner of Always Safe & Lock, and an active member of the business-interest Olympia Downtown Association. For years, he has openly advocated for various anti-homeless ordinances, as well for last year's elimination of downtown free parking.

What happens next?

It is doubtful that this legal action is intended to succeed on its merits alone. If it were, there would be more of an effort to make a substantive case, and to exhaust all alternatives prior to the lawsuit. At best, this is an attempt to harass and intimidate the Co-op board into reversing the boycott based on the insistence of five members. At worst, it is simply an attempt to punish the Olympia Food Co-op as a signal to other stores who would consider honoring the Palestinian civil society call for BDS against Israel. As Olympia BDS organizer Andrew Meyer said of the lawsuit, "We're all just shocked that the boycott opposition would risk closing the store just to make their point. It's disgraceful."

Washington State has a "Strategic Lawsuits Against Public

Participation" (SLAPP) law to protect individuals from exactly these kind of frivolous lawsuits aimed at unfair censorship through legal and financial intimidation. In fact, RCW 4.24.510 entitles the target of a SLAPP suit to damages of \$10,000. However, this will require the defendants to first endure the legal process until the case is dismissed.

When asked how this lawsuit affects the Co-op and the boycott of Israeli products, Staff Representative Jayne Kaszynski said, "We can assure you that this lawsuit will not diminish our commitment to the rule of law and universal human rights for all people."

EXHIBIT T

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Published September 08, 2011

Suit aimed at ending Olympia co-op's year-old ban on selling Israeli goods

BY JEREMY PAWLOSKI

Five people have filed a civil lawsuit alleging that the Olympia Food Co-op's boycott of Israeli products at its two stores in July 2010 was unfair and violated its own rules and bylaws.

The lawsuit names five plaintiffs who are or were co-op members at the time of the boycott: Kent and Linda Davis, Jeffrey and Susan Trinin, and Susan Mayer. Sixteen past and present board members are named as defendants.

The suit states that the co-op's rules require the board to make decisions by consensus, and that not all members had agreed to the boycott. It also claims that the proposed boycott was not "nationally recognized."

The co-op's policy allows it to "honor nationally recognized boycotts which are called for reasons that are compatible with (OFC's) goals and mission statement," the suit states. No other U.S. food co-op has adopted a similar boycott, it states.

Israeli products removed from the Olympia stores include gluten-free crackers, ice cream cones and a moisturizing cream, according to a former board member. Board member T.J. Johnson, who is named as a defendant in the suit, said Wednesday that he could not comment on the lawsuit because he has not seen it. An employee said Wednesday that the co-op's staff board representative was unavailable for comment.

The suit, filed Friday in Thurston County Superior Court by Seattle attorneys Robert Sulkin and Avi J. Lipman, is aimed at nullifying the boycott and ordering "the OFC board to follow OFC's governing rules, procedures and principles in the future."

The suit additionally seeks unspecified damages. Sulkin said in an interview Wednesday that the lawsuit seeks only to "make sure the process that is followed is fair." He added that if the co-op follows its policies and reaches true consensus on the issue of boycotting Israeli goods, his clients will accept that.

“Our goal is to bring people together at the end of the day,” he added.

A website created in favor of boycotting Israeli goods states that boycotts are a way to pressure the Israeli government to stop abusing Palestinians’ human rights.

“Israel destroys Palestinian lives, livelihoods and homes daily, refuses to stop building its illegal settlements and apartheid wall on stolen land ...” reads a message on the site, operated by the Palestine Solidarity Campaign.

Jeremy Pawloski: 360-754-5465

jpawloski@theolympian.com

Read more: <http://www.theolympian.com/2011/09/07/v-print/1789838/lawsuit-seeks-to-overturn-food.html#ixzz1cMs6ApzU>

EXHIBIT U

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Published September 26, 2011

Co-op lawsuit filed by losing candidates

BETHANY WEIDNER; Olympia

The Olympian article on the Superior Court suit to nullify the Olympia Food Co-op's decision not to sell products from Israel until that country ends its military occupation of Palestine, left out a couple of important facts.

First, three of the people bringing the lawsuit ran for election to the Co-op's board of directors – and lost by substantial margins. The winning candidates had all been endorsed by proponents of the boycott, making the election somewhat of a referendum in support of the co-op's action to remove Israeli goods from its shelves.

Second, why go to court when you could simply ask for a vote of the membership to overturn the decision? The opponents have refused to pursue that approach which is offered by the co-op rules.

It may be that, given their failure to win seats on the board, they fear the membership would confirm the boycott.

Asking the court to step in to nullify a decision by the co-op suggests that, if you can't get your fellow co-op members to agree with you, then drop out of the conversation and try to intimidate them with an expensive legal action.

Read more: <http://www.theolympian.com/2011/09/26/v-print/1814931/co-op-lawsuit-filed-by-losing.html#ixzz1cMgamea>

EXHIBIT V

New Members			
8/1/05-8/1/06	3162		
8/1/06-8/1/07	3462		
8/1/07-8/1/08	3674		
8/1/08-8/1/09	3015		
8/1/09-8/1/10	3158		
8/1/10-8/1/11	3282		
		6 yr avg	3292.167
Dues Refund History			
8/1/05-8/1/06	15		
8/1/06-8/1/07	15		
8/1/07-8/1/08	19		
8/1/08-8/1/09	18		
8/1/09-8/1/10	27		
8/1/10-8/1/11	44		
		6 yr avg	23

EXHIBIT W

soundness of OFC's "Boycott Policy" itself, which we understand may be under review by the Board, or OFC's boycott of products other than those made in Israel.)

At this point, we are left no choice but to demand in no uncertain terms that OFC act in accordance with its rules and bylaws and rescind the Israel Boycott and Divestment policies. Should new proposals to enact such policies be pursued at a later date in accordance with OFC rules and regulations, we would be prepared to respect the outcome of that process. Regrettably, should the Board reject our demand, we are prepared to pursue relief through the court system. We wish the situation had not come to this point, but frankly you have forced our hand by ignoring—again and again—our requests for due process and procedural compliance with OFC rules and regulations. As such, we expect to receive a response from the Board to our demand no later than *30 days* from the date of this letter. (Please arrange to have the Board's response mailed to us at the address below.) Should no response be received by that date, we will assume you have rejected our demand and will proceed accordingly.

Although the basis for our demand has previously been communicated to Board members collectively and, in certain instances, individually, we again explain in summary fashion our position. This is provided in the sincere hope that you will revisit the process by which the Boycott and Divestment policies were adopted. Nothing would please us more than to see this matter resolved without the need for adversarial action. That said, we are tired of being ignored and marginalized by a Board that refuses to abide by the rules and cooperative spirit of OFC's governance principles and procedures.

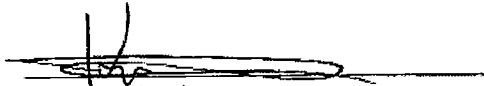
We remind the Board of the numerous occasions on which members of OFC have explained how and why the enactment of the Israel Boycott and Divestment policies violated OFC rules and regulations and why, as a result, the Board should rescind them. In short, you have repeatedly been put on notice of the Board's procedural violations, and you have repeatedly rejected requests for remedial action. While we are continuing to investigate and conduct additional analysis, it is clear that the Board, in deciding to boycott Israeli made products and divest from investments in Israeli companies, violated the terms of a number of OFC's governing documents—most obviously, the OFC "Boycott Policy." Other rules and regulations that were violated include OFC's Mission Statement and Bylaws. We intend to hold each of you personally responsible for these procedural violations and the breaches of your duties.

As members of OFC—some of us longstanding members—we submit this letter to you in the sincere hope that the Board will (1) recognize the mistakes it made in the course of adopting the Israel Boycott and Divestment policies and (2) rescind these policies without the need for further action by us. We are not interested in needlessly dragging ourselves or OFC, an institution to which we have collectively given significant time and energy, into an adversarial proceeding. That said, our informal efforts thus far—made in the spirit of cooperation that drew us to OFC in the first place—have failed to persuade you to do what is required under the circumstances. In short, you are entirely responsible for the position in which you now find yourselves. If you do what we demand, this situation may be resolved amicably and efficiently.

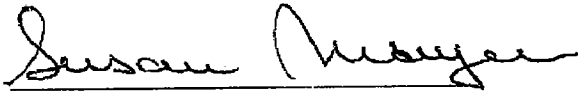
If not, we will bring legal action against you, and this process will become considerably more complicated, burdensome, and expensive than it has been already.

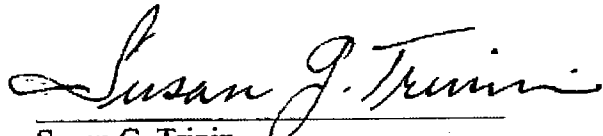
We look forward to receiving a response from you no later than *30 days* from the date of this letter. Please arrange to have the Board's response mailed to us at P.O. Box 6060, Olympia, WA 98507-6060.

Sincerely,


Kent L. Davis


Linda Davis


Susan Mayer


Susan G. Trinin

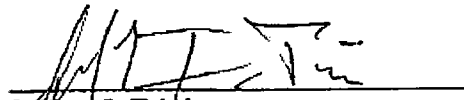

Jeffrey I. Trinin

EXHIBIT X

Kent L. Davis
Linda Davis
Susan Mayer
Susan G. Trinin
Jeffrey I. Trinin
P.O. Box 6060
Olympia, WA 98507-6060

June 30, 2011

Dear Kent L. Davis, Linda Davis, Susan Mayer, Susan G. Trinin and Jeffery I. Trinin,

Regarding your letter dated May 31, 2011, the Co-op would like to respond in a productive way. We are unable to do so, however, because your letter fails to explain *how* the Co-op's boycott decision supposedly violates the Co-op's Boycott Policy, Mission Statement, or Bylaws.

A great deal of careful and thoughtful time and discussion preceded the Co-op's Israeli-product boycott decision. Additionally, the Board revisited the boycott decision many times after the original decision was made. The Board continues to adhere to its decision, which was expressly founded in Co-op policies, as articulated in its mission statement and bylaws.

When you articulate to us the specific grounds for your view that the boycott decision violates the Co-op's boycott policy, mission statement, or bylaws, we will promptly respond.

We also remind you that there is a democratic alternative to the litigation that you are threatening: the member-initiated ballot process that is laid out in our bylaws. This process allows members who want to make a change at the Co-op to bring their proposal to a vote of the membership. To bring the proposal to rescind the Israeli-products boycott to a vote of the membership, all you need to do is gather the signatures of "1/2 of the average number of voting members in the previous three annual elections, or 300, whichever is greater." In this case, this would require you to gather 300 signatures of active members. Once on a ballot, your proposal would need to pass with 60% of total votes (as stated in the bylaws, "Member-initiated ballot.")

Sincerely,

Erin Genia,
(on behalf of all letter recipients)
President,
Olympia Food Co-op Board of Directors

EXHIBIT Y

LAW OFFICES OF
MCNAUL EBEL NAWROT & HELGREN
A PROFESSIONAL LIMITED LIABILITY COMPANY

600 UNIVERSITY STREET, SUITE 2700
SEATTLE, WASHINGTON 98101-3143
TELEPHONE: (206) 467-1816
FACSIMILE: (206) 624-5128

ROBERT M. SULKIN

E-MAIL: RSULKIN@MCNAUL.COM

July 15, 2011

Via Certified Mail, Return Receipt Requested

Erin Genia, President
Olympia Food Co-op Board of Directors
3111 Pacific Ave SE
Olympia, WA 98501

Dear Ms. Genia:

Thank you for responding to our clients' letter of May 31, 2011.

Unfortunately, the Board's response is inadequate. You have failed to agree to rescind the Israel Boycott and Divestment policies and to follow the proper procedures to determine whether OFC should adopt these policies in accordance with its governing rules and principles. Instead, you have asked for a more detailed explanation regarding "how the Co-op's boycott decision supposedly violates the Co-op's Boycott Policy, Mission Statement, or Bylaws." With all due respect, this request is either disingenuous or strategic. In the year since the Board enacted the Israel Boycott and Divestment policies, without due authority and in violation of OFC's governing principles, the process by which they were enacted has been the subject of ongoing and vociferous debate in the OFC community. Through letters, emails, and discussion, numerous members have clearly expressed to the Board precisely "how the Co-op's boycott decision supposedly violates the Co-op's Boycott Policy, Mission Statement, or Bylaws." While you and your fellow Board members are free to disagree with those positions, you cannot seriously claim to be unaware of them.

Our clients have retained us because they are tired and frustrated by the Board's protracted refusal to abide by the basic tenets of a cooperative organization. Along with others, they have tried diligently and cooperatively to convince you and the Board to correct the procedural violations that led to enactment of the Israel Boycott and Divestment policies. Their efforts thus far have failed—but not from a lack of effort, reasonableness, or candor.

You propose as an alternative to litigation that our clients avail themselves of "the member-initiated ballot process." This suggestion is not well taken. It is the Board that failed to follow the procedural rules, and it is the Board's responsibility to take remedial action. It is neither fair nor justified to impose on our clients the burden of correcting errors that were not of

Erin Genia
July 15, 2011
Page 2

their making. Doing so would be tantamount to admitting the Israel Boycott and Divestment policies resulted from legitimate Board action, as opposed to procedural unfairness and disregard for the rules and principles of OFC. Our clients are responsible for neither the Board's original misconduct nor its ongoing refusal to take remedial action. They therefore respectfully refuse to take up your proposal.

In short, the Board has failed to satisfy our clients' demand. We will proceed accordingly.

Sincerely,

A handwritten signature in black ink, appearing to be "RMS", is written over a horizontal line.

Robert M. Sulkin
Avi J. Lipman
Attorneys

RMS:ajl

EXHIBIT Z

Olympia Food Co-Op
Board of Directors
July 28, 1992
7:40 PM

Attending: Susan Trinin (facilitating), Eliza Welch, Tibor Breuer, Jim Casebolt, Bill Fiorilli, Harry Levine, Teresa Mc Dowell, Nije Pinder, Grace Lytle

Agenda

Minutes
Announcements
Agenda review
Co-Co report - site discussion
Board training - new member
Finance committee
Boycotts (Tibor)
Next meeting
Adjourn

Minutes **Approved**

Announcements Eliza and Teresa have switched roles - Teresa will be the staff observer, Eliza will be the staff rep.

Subs had a meeting - 7 subs attended. They are happy about the health benefits policy and with their jobs in general. They would like to have quarterly meetings, but don't want to be considered as a group - they prefer to continue to be treated as individuals.

Co-Co report Computer TAPLAT - see attached. Co-cos request approval of proposals committee approval. **Approved**

Product Line and Product Selection - see attached Checked Product Selection Guidelines They will be used as a guideline for possible product line selection. Products being considered include beer, and products containing sugar. BOD will make the final decisions about these choices. Sugar will have to go to ballot because it is not allowed according to the Guidelines. **Approved**

Real Estate Options - see attached Add "including land" to #3. **Approved**

Gene Kadish's report has been completed and available to be checked out from the Co-Op. He approved the area currently being considered, although with some reservations. He recommend-

ed, as an excellent second choice, a large single store on the west side. Approve Recommendations from Co-Cos

The CAC is moving along, but nothing new to discuss.

Board training- new member Susan proposed financial training/report at beginning of next meeting rather than trying to get all members together at some other time. Discussion about a separate meeting to work out the process, but scheduling was a problem. Susan's proposal was amended to two 3 hour board meetings - Aug 25 and Sept 22 - 6:30 - 9:30 The regular BOD meeting will also be conducted at these times. Hannah will be present at these meetings.

Finance Committee

The numbers in Gene Kadish's report match the projections made

by the FC very closely.

Boycotts

A decision has been made to boycott certain products made in China. This was done because of a request by a group who came into the store and requested all Chinese products be removed. Some people have a problem with boycotting all products of a country; it was also pointed out that not all Chinese products have been removed from the store, only those in certain departments. It is currently at the discretion of the department heads whether to carry a product or not. There was a suggestion that boycotts should not be a decision made by individual managers - it should be made consensus.

Let staff as whole make decision; BOD can discuss if they take issue with a particular decision. The current guidelines call for the merchandising team to be responsible for making this decision, but it is no longer in existence.

Formal Proposal - If a boycott is to be called, it should be done by consensus of the staff.

Next meetings

August 25 - 6:30 PM

September 22 - 6:30 PM

Adjourned

8:50 PM

CERTIFICATE OF SERVICE

I hereby certify that I served a copy of the foregoing document on:

Robert Sulkin
Avi J. Lipman
McNaul Ebel Nawrot & Helgren PLLC
600 University Street
Suite 2700
Seattle, WA 98101-3143

by **mailing** a copy thereof in a sealed, first-class postage prepaid envelope, addressed to said attorney's last-known address and deposited in the U.S. mail at Seattle, WA on the date set forth below;

by causing a copy thereof to be **hand-delivered** to said attorney's address as shown above on the date set forth below;

by sending a copy thereof via **overnight** courier in a sealed, prepaid envelope, addressed to said attorney's last-known address on the date set forth below;

by **faxing** a copy thereof to said attorney at his/her last-known facsimile number on the date set forth below; or

by **emailing** a copy thereof to said attorney at his/her last-known email address as set forth above.

DATED this 1 day of November, 2011.

DAVIS WRIGHT TREMAINE LLP

By Roni Grant
Roni Grant