



Join us for the  
Davis Food Co-op's  
**ANNUAL  
MEMBER  
MEETING**

**Davis Senior Center,  
646 A Street  
Sunday, May 16,  
6-8pm**

**All are welcome!**

Visit [www.davisfood.coop](http://www.davisfood.coop) for ticket information

This is a **free, ticketed** event. Up to 4 adult tickets per membership, for household or guests who are not members, and 4 children's tickets per membership. Tickets may be obtained by an email to Julie Cross ([jjcross@davisfood.coop](mailto:jjcross@davisfood.coop)) or by completing the form available to members at the Demo Station. Tickets are limited and on a first-come basis.

## **Vote in the Spring '10 Election**

Make your voice heard in the store you own by participating in the annual Co-op election. Remember to vote on or before Friday, **May 28, 2010**. Look at the election bulletin boards in the store hallway leading to the rest rooms, or on our web site at [www.davisfood.coop/election.html](http://www.davisfood.coop/election.html). Candidates and members will express their opinions and endorsements there (and reasonable effort will be made to keep the physical and electronic comments cross-posted).

Voters will be selecting four candidates for Director. The top three vote-getters in the election will be seated to fill three-year terms as Directors, the fourth will fill a one-year term (created by resignation of a Director) while the fifth and sixth will be seated as first and second Alternate Directors. Alternates serve for one year and vote at Board meetings when a Director is absent. Alternates are appointed to fill out a term if a Director resigns or is incapable of serving. Any other members who declare candidacy (using the form approved by the Board and available in the store or on-line at [www.davisfood.coop/election.html](http://www.davisfood.coop/election.html)) and receive votes can be elected as write-in candidates, either as Directors or Alternates.

Voters will also be choosing whether or not to amend our Bylaws, in one Ballot Proposition. This proposal was placed on the Ballot by vote of the Board of Directors. No initiative petition was submitted thirty days before this ballot's mailing date that qualified under the Bylaws; please see [www.davisfood.coop/member\\_initiatives.html](http://www.davisfood.coop/member_initiatives.html) for more information.

Davis Food Co-op

## **Voter's Pamphlet**

April — May, 2010

### **& Notice of Annual Membership Meeting**

Davis Senior Center, Sunday, May 16

This is your written notice of the membership meeting.

#### **Meeting Agenda:**

- 6 PM Community gathers, find seats, food is available
- 6:30 Call to Order & Officer's Welcome  
Review of Cooperative Community Fund and other community support  
"The State of the Co-op"
  - Vice-President reports on Board activities in past year
  - General Manager reports financial results and renovation highlights
- 7:00 Introduction of Board Candidates & statements
- 7:20 Small group discussions at "topic tables"  
Complete meeting evaluation survey  
Mingle
- 8 PM Close of formal meeting

- You can vote if you are the shareholder in your household. If you're not the shareholder or co-owner, you cannot vote "by proxy" on someone's behalf; proxy votes are not allowed in California Cooperative Corporations.

- You can vote if you're a shareholder in **good standing** on Friday, May 28, the last day of voting. You must invest at least \$20 in shares in 2010, or otherwise satisfy the investment requirement in our Bylaws. You also must not have any outstanding bad checks to the Co-op or otherwise be out of compliance with Membership Responsibilities and Restrictions listed in the Bylaws (Article IV, Section 3; please see [www.davis-food.coop/bylaws.html](http://www.davis-food.coop/bylaws.html)). Ask a cashier to scan your Co-op Card before the voting deadline – if no message says your investment is due, you can assume you are in good standing.

- Ballots are mailed to all shareholders in good standing as of March 31 (per Article IX, Section 6 (A) (1) of our Bylaws), with this Voter's Pamphlet. Do **not** assume if you received this in the mail that you are now in good standing. Copies of the Bylaws, ballots, and Voter's Pamphlet are also available in the store throughout the election.

- To be valid, ballots must be returned to the store by 10PM, Friday May 28, or if mailed must be postmarked May 28 or earlier. To be valid, a ballot must also be in a **sealed envelope**, and signed on the outside by the shareholder (or co-owner). Election volunteers &/ or Co-op staff check both the signature and the good standing of each shareholder who votes. Please legibly print your name and member number on the envelope, to assist us in finding your signature in our files. Ballots of shareholders not in good standing are not opened or counted; we make an effort to contact the shareholder so they can put their membership in good standing before the end of the election. If you want your vote to count, have a cashier scan your Co-op Card, or call 530-758-2667 – 111 to leave a message for Membership Director Doug Walter or write **dwalter@davisfood.coop** if you have questions.

- The **Ballot Box** is located inside the store, across from the Deli counter and near to the entrance door. Place your sealed & signed ballot envelope through the "slot" in the top of the locked box. If you mail in your ballot in your own envelope, you need to sign the envelope, clearly label it "ballot enclosed" and send it to Davis Food Co-op Election, 620 G Street, Davis CA 95616.

- Six shareholders have declared candidacy for the Board (as of April 2nd). You may vote for **up to four candidates**, since there are four seats open. You cannot vote more than once for the same person. You may vote for fewer than four candidates if you choose.

- We cannot accept two ballots from one shareholder. However, you can **change your vote** using the ballots and envelopes available in the store. Write the date on the front of your envelope and that the ballot enclosed supercedes your previous vote. Your new envelope must be signed and sealed, and your name should be legibly printed. We cannot combine votes from two ballots.

### Running for the Board

- Any one who's been a member in good standing for the whole of each of the nine months previous to the first day of the election is eligible to run. For the Declaration of Candidacy form, see "Yes, I want to be a Candidate for the Co-op Board of Directors" in the store or by following the link to the PDF document from the Election pages of our web site. If you have questions, please contact Doug Walter.

- You must be a Co-op shareholder in good standing to serve as a Director or Alternate. If you're a member of a shareholder's household now, but don't own shares, you can run. If you are elected, you must start your own membership (by investment, transfer or becoming a co-owner) by the time your term starts on July 1, 2010.

- Eligible shareholders can declare themselves as write-in candidates up to the last day of the election. Your name and candidate's statement will be posted in the store and on-line as soon as we can manage after you file your Declaration. If you vote for a write-in candidate who's not on the Election display, please tell them that you did — unless they file a Declaration, your vote can't help elect them.

### Ballot counting and results

- Ballots will be counted in the Conference Room of the store on Tuesday, **June 1**; we expect to start soon after Noon and finish in five hours or so. Counting might be necessary on June 2 (but is unlikely, based on past experience). The count is open to any member in good standing who is not a candidate, or a household member of a candidate, for election to the Board of Directors on the ballot being counted. There's plenty of signature checking and other work before the count can begin — please contact Doug at the store to help.

- Results will be posted on the election display and at [davisfood.coop](http://davisfood.coop) on or before Wednesday, June 2. Preliminary results should be available on Tuesday, June 1.



## Amendment to the Bylaws

This Proposition is presented with an analysis of the nature and effects of the measure (as called for in our Bylaws). This is followed by the text of what would be changed, showing how the sections will read if the Proposition passes, with deleted language in ~~strikeout~~ type and new language in underlined type.

The first argument submitted for and against each ballot measure — if any was received before the deadline — was included in this Pamphlet (again, following our Bylaws).

### Proposition 1: Initiative Date of Record

Shall the Bylaws of the Co-op be amended to resolve a contradiction in the "date of record" for determining the number of signatures needed on a petition by members?

#### Impartial Analysis

Background: The Co-op's Bylaws have been written at different times, by several different hands. When Article X, Section 2 was amended in 2009, no one noticed that it changed the section in Article IX, Section 4. Voting and Election Procedures. (B) Petitions. Date of Record.

That paragraph was added by member vote in 1989; it points to the **first** day of the month preceding as the date of record for determining the number of shareholders in good standing, so as to determine how many qualified signatures would be required on a petition. The 2009 paragraph points to the **last** day of the month preceding.

Consultation with a lawyer confirmed that cutting out the particular provision for Initiatives would leave the more-comprehensive provision for all petitions intact, so she recommended that to the Board.

**Effect of Vote:** A "yes" vote on Proposition 1 would delete one sentence setting a different date of record for Initiative petitions. A "no" vote on Proposition 1 would leave the Bylaws as they are, with a contradiction between Articles IX and X.

**Fiscal Effect:** no fiscal effect is anticipated.

Placed on the ballot by an 8-1 vote of the Directors (for: J. Booth, T. Consolacion, J. Cross, S. Frerichs, D. Jolly, S. Reynolds, K. Wolf, J. Young; opposed: S. Citron). Directors recommended passage by an 8-1 vote (for: J. Booth, T. Consolacion, J. Cross, S. Frerichs, D. Jolly, S. Reynolds, K. Wolf, J. Young; opposed: S. Citron).

A majority vote of the shareholders in good standing who vote in this election is required for this amendment to pass. If it passes, it will take effect immediately, as soon as the results are known.

### Proposed Amendment to the Bylaws:

Article X, Section 2. **Initiative.** An issue submitted by petitions signed by not less than five percent of shareholders in good standing which specify any lawful and proper purpose shall be presented to members within six months of such submission either at a regularly scheduled balloting or by balloting specially called for the purpose. ~~The determination of five percent of shareholders in good standing shall be made based on the last day of the month preceding the date on which petitions are submitted.~~

**No argument for or against this ballot measure was received by the deadline.**

## 2010 Election Committee

Do you have questions or concerns regarding the election or election policy? Please email:

*Desmond Jolly* at [jolly.desmond@gmail.com](mailto:jolly.desmond@gmail.com)

or

*Janie Booth* at [janiebooth@gmail.com](mailto:janiebooth@gmail.com).

The Committee will answer your questions and follow up on your concerns about the election.

Please visit [http://www.davisfood.coop/admin\\_policies.html#elections](http://www.davisfood.coop/admin_policies.html#elections) and <http://www.davisfood.coop/election.html> for information regarding our elections and our elections policies.

There will be a link on the upper-right corner of the Food Co-op home page leading to election information for the duration of this election. Visit us at

**[www.davisfood.coop](http://www.davisfood.coop)**

## Candidates for the Board of Directors

This & following pages present candidates who filed Declarations of Candidacy and statements by April 2, 2010. Look for "write in" candidates, whose statement would be posted in the store and on-line.

Candidates are presented in this Pamphlet in the order in which they filed Declarations of Candidacy. They are presented on the Ballot in an order determined by random drawing.

### **Stephen Reynolds** sreynolds@lr-law.net

I have served three years on the Davis Food Coop Board of Directors including the past year as President. The Coop faces special challenges today including a difficult economy, new competition and the desire of a small number of members to politicize the Coop. With these challenges I believe that Board continuity is especially important at this time.

There are members who would have the Coop boycott products from Israel. For a number of reasons the elected Board of Directors unanimously determined that the proposed boycott initiative was improper under our bylaws. I believe that it is very important that the Coop remain true to the 1st Cooperative Principal which requires Coops to be open to all without gender, social, racial, political, or religious discrimination. The proposed boycott violates this principal and would alienate many long time members. I will continue my work to preserve the Coop as a place open and welcoming to all, even those I may disagree with.

Professionally I am a bankruptcy attorney with an office in downtown Davis. I am a graduate of UC Davis School of Law. I have lived in Davis for sixteen years. My work as an attorney with a wide variety of small and medium size businesses (including my own) helps me as a Director. The consumer side of my practice makes me very aware of the challenges facing families in these tough economic times. I am especially proud of the on-going work by the Coop staff to educate shoppers about the low cost/high value alternatives available at the Coop. The Coop continues to offer the best food values in town.

I believe that the Coop serves the Davis community best when it provides as many choices as possible. I trust that our members and shoppers are smart enough to make their own choices. I believe that boycotts and the proposed boycott of Israel in particular are dangerous to the Coop and that a healthy Coop needs to be a welcoming place to all. We have a great institution in the Davis Food Coop. Please help me keep it strong.



### **Michael Pach** mike4democracy@gmail.com

It is said that the arc of history bends toward justice, but apparently this sentiment is not shared by the current Co-op Board of Directors. Recently, the Co-op's board voted unanimously to deny Co-op members the opportunity to be heard on the issue of Palestinian human rights in Israel, the occupied West Bank and East Jerusalem, and the besieged Gaza Strip. The unanimous Board decision, to exclude a proposal to boycott Israeli products from Co-op shelves until Palestinian human rights are respected by the Israeli government, was reached despite diligent adherence to Co-op requirements governing placement of initiatives on shareholder ballots. Further, the rejection was prompted by escalating threats and intimidation from a vocal minority, hardly representative of the Co-op community at large.

Regardless of my position on the rejected controversial ballot proposal, I do not condone tactics that deceitfully lead members into thinking that, if they follow the Co-op's bylaws and policies, their concerns will be presented to shareholders for their consideration. Nor do I condone tactics that deny shareholders the opportunity to voice their preference, either to accept or oppose a validly presented measure. Such tactics violate the Co-op's democratic principles.

I value the Davis Co-op as much as anyone in the community. I am grateful that there is a place where health-conscious individuals can go for reliable, organic, locally produced, nutritious products. But I think the Co-op can do better by following its own governing principles, rather than yielding to intimidation. And, I think the Co-op can do better by recognizing that it has a powerful role not only in the community's nutritional health, but in how the community responds to situations of inequality and injustice.

I would appreciate your vote, and once elected, I will work tirelessly to uphold the Co-op's commitment to its members' health and overall well-being. Supporting this commitment is my thirty-plus years of experience in business, and leadership in professional organizations. I will serve the Co-op's democracy with integrity, pride and honor.



**Rebecca Hager**  
charlye@gmail.com

I've watched the Co-op grow from an alleyway store-front into a truly excellent resource for our community. More than a grocery store, it represents the values of the community in which we live. I believe in the values and ideals supported by the Co-op. I also understand that, as with any business, ideals are not enough to keep it going. In order to keep our commitment to sustainable living and continue to support the Co-op's commitment to community outreach and education, it must be managed as a business. We must keep the Co-op relevant and competitive in addition to keeping it environmentally and socially responsible.



As in my career, I take an integrative approach to management. Every detail must be considered and balanced in order to maintain the fully functioning whole. Environmental protection, social and financial responsibility; so many controversial issues affect us today, it's more important than ever to take the time to fully understand each before taking a stand. I believe the Co-op can make an enormous difference in the way this community lives, and that it is the duty of the Board to set an example for the people who look to the Co-op for information, advice and ideas on how to live a healthier, more sustainable lifestyle.

My background is in environmental compliance; I have worked with industry for the past 10 years to ensure that the companies we rely on in California are able to operate in the most environmentally responsible and sustainable manner. I have worked with both the Air Resources Board and CalEPA on the development of greenhouse gas and diesel regulations, as well as with the State Water Board on the new storm water regulations. I am on industry task forces for air quality and storm water and am currently serving on the Board of my homeowner's association. Working with government, industry and environmental groups has given me a greater understanding of how people can work together, regardless of differences, and actually make change for the better. I would love the opportunity to use that experience to help keep my favorite store going strong for years to come.

**Kevin Wolf**  
kevinjwolf@gmail.com  
530-758-4211

The Davis Food Co-op does a great deal of good for its membership and our community. It can do more and I would like to continue to help that happen.

After serving for six years as a board member in the 1980s, I was elected as an alternate last year and the year before. During these two years, I became a strong supporter of Policy Governance, the method by which the board governs and directs the Co-op. One of the main goals I would continue to advance if elected is to bring to the board a more systematic understanding of the members' opinions on what the Co-op should be doing with its resources.



This last year I have been helping lead the effort to have the board prioritize its Ends and get member input into what those priorities should be. The board should better understand member preferences for what specific goals and objectives the Co-op should try to accomplish each year. In Policy Governance, a board only votes up or down on management's annual "interpretation" of the board's End Statements and the "metrics" management will use to determine if it has been successful in advancing the Ends. The board presently only has its own insights and little understanding of what the members might think of those interpretation and metrics. If elected I will advance the use of annual surveys and other methods to better guide the board on these, the most important decisions the board makes.

Member loyalty and the percentage of shopping dollars that members spend at our store are affected by what the Co-op does with its resources. Should we do all we can to increase annual patronage refunds or is it more important to reduce our carbon footprint, or provide better customer service, or sell more local and organic food or something else? Increasing member loyalty increases sales, which allows us to improve wages and benefits for our staff and advances all the good we want to accomplish. I ask for your vote and, if elected will do my best for our Co-op.

**Watch for write-ins!**

The names of write-in candidates may be posted in the store and on the Web at:

**[www.davisfood.coop/candidates.html](http://www.davisfood.coop/candidates.html)**

You may vote for up to four candidates for Director.

**Theodora B. Consolacion**  
tconsolacion@gmail.com

Hello fellow Co-op members!

My name is Teddy Consolacion, and I want to continue representing you on the Davis Food Co-op Board of Directors. For the past year as an alternate director, I have learned a lot about Policy Governance and the Bylaws and Boundary Policies of the DFC. As a member on the Ends-Linkage Task Force, I have worked on building the connections between members and our Ends, which shape the direction of our co-op. I want to continue to offer my knowledge and experience gained in this past year to serve again as your director.



Most of my life I have been involved with co-ops. At the age of 9, my family moved to St. Francis Co-operative Apartments in San Francisco where my family continues to live today. I have been a shopper/member at the DFC Co-op ever since I moved from San Francisco to Davis in 1999. I have appreciated the Co-op's inclusiveness of diverse food choices as well as the Co-op's educational classes and literature.

I value the Co-op's cornerstone role in a healthful Davis community, and I am committed to furthering its success. To me, a successful DFC is one that maintains its competitiveness against the chain stores while recognizing the emerging needs of its membership in times of furloughs and layoffs.

I am an advocate for all people to access healthy and nutritious food. As a research scientist for a CA Department of Public Health, I value strengthening diverse communities through collaboration and cooperation as well as educating communities on health issues. I want to offer you my skills as a researcher, a lifelong participant in co-operative models, and as a past member of the board of directors.

Thank you for voting.

**Dina Biscotti**  
dbiscotti@gmail.com

I am running for the Davis Food Co-op Board of Directors because I would like to give back to an organization which adds so much to our community. I have been a member of the Davis Food Co-op for almost ten years. I am particularly proud of the ways in which our Co-op prominently displays locally-produced products so that we can make choices to support our local foodshed. I am also very pleased with the Co-op's excellent worker safety record and am grateful to the dedicated workers who work daily to make our store what it is. Some of my volunteer activities include co-teaching a local foods cooking class through the U.C. Davis Experimental College with members of the U.C. Davis Students for Sustainable Agriculture and serving as a mentor through the U.C. Davis Guardian Scholars Program and the U.C. Berkeley Labor Summer Program. I love taking cooking classes at the Co-op, participating in community events like the Co-op Souper Bowl, and reading the Q&A Suggestion Box section of the Co-op newsletter.



This year I will complete my Ph.D. in Sociology at U.C. Davis. My doctoral research is focused on organizations and I teach about cooperative organizations in undergraduate Sociology courses at U.C. Davis. My research interests include the ordering of our food system and I have presented some of my research at the joint meetings of the Agriculture, Food & Human Values Society and the Association for the Study of Food and Society. Prior to attending graduate school I gained financial management and budgeting skills working in administrative positions at the U.C. San Diego School of Medicine and Stanford University School of Medicine. I have also worked in food service at four restaurants. As a member of the Co-op Board of Directors I would work collaboratively with the other members of the board to responsibly serve our membership as guided by the cooperative principles. Thank you for your support.



**Last day to vote is  
Friday, May 28**

The information in this Voter's Pamphlet is available on the Web at: [www.davisfood.coop/election.html](http://www.davisfood.coop/election.html) ...and additional or updated information may be posted during the course of the election.

Our web site contains additional resources relating to our Bylaws & our Directors, such as Board Policies, Board meeting minutes, and upcoming Board agendas (about seven days before each meeting).