

Durango Natural Foods Co-op URGENT MEMBER ALERT

PETITION TITLE: *DNF MEMBER PETITION to remove the DNF Board*

PETITION & VOTE BRIEF:

- i) **Petition:** To remove the entire Durango Natural Foods Co-op Board of Directors; and
- ii) **Optional Vote:** To place temporary leadership of DNF under the direction of two long-time members: Root Routledge and Pat Blair as a temporary two-member interim Board

PETITION & VOTE EXPLANATION:

- i) **Petition:** This DNF MEMBER PETITION to the current DNF Board of Directors is being signed for the reasons stated below, which are supported in the accompanying SUPPORTING ANALYSIS document. The intent is to reclaim the original Durango Natural Foods Co-op vision of *local voice and local ownership*.
- ii) **Optional Vote:** Place temporary leadership of DNF under the direction of two long-time members: Root Routledge (author of the SUPPORTING ANALYSIS) and Pat Blair (DNF General Manager from 1974-1983) as an interim Board, with a November electronic vote for three additional Board members and NEW election April 2015.

What you are voting for: By adding your name to this electronic petition you are voting as WE THE MEMBER-OWNERS OF DNF to:

PETITION

- 1. Request the prompt and voluntary resignation of all 7 DNF Board Directors; if not voluntary, by their removal through this vote. By name and Board position they are: Geoff Wolf, Board President; Paul Kosnik, Vice President; Victoria Robinson, Secretary; Robert Fitts, Treasurer; Jim Forleo, Board Member; Deborah Powell, Board Member; Colleen Caver, Board Member.*
- 2. Request that no further decisions be made by this Board; in particular, the search for and hiring of a new General Manager. This vote removes the Board's authority to make any further decisions that affect the current and future operation of DNF.*
- 3. Request the retention of Kimberly Wiggins and Brian Gaddy as Co-General Managers through an interim period.*

OPTIONAL VOTE: *By checking the box by each name, I vote to have the following members assume temporary leadership of DNF as interim DNF Board members, with further voting to be scheduled in November and a NEW election April 2015.*

Who Root and Pat are and their backgrounds are detailed in the SUPPORTING ANALYSIS document. The vote electronic or on paper ballot is:

- Root Routledge**
- Pat Blair**

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Reasons for removal of Board of Directors: *There are three broad reasons the members request the removal of the current Board. These are fully fleshed out in the SUPPORTING ANALYSIS:*

- 1. Lack of transparency; inadequate, inaccurate and misleading communication with DNF members and staff; dishonesty and misinformation regarding “merger.”*
- 2. Initiating and proceeding with a “merger” agreement with a New Mexico co-op named La Montañita without any prior notice to members, to the point of expenditures for external consultants, accountants, and legal services in the drafting of a letter of intent, which compromises our member-owned Co-op. To this day this infamous signed “letter of intent” has never been shared with members or staff in any detail; nor have any facts or detailed analysis been presented to the members or staff justifying the Board’s actions. The “merger” had a time pressure aspect for a final vote; and there has not been any rationale or analysis presented that stands up to common business scrutiny; only a sales pitch spin positioning this “merger” as a positive “opportunity” for a “win/win/win” transaction that will benefit everyone. The “merger” is questionable in its presentation and claims.*
- 3. Insisting on proceeding with the ill-advised, costly and unnecessary search for and hiring of an outside General Manager. Our two Co-General Managers, Kim and Brian, have demonstrated competence, skill and sound judgment in managing DNF since the end of 2013, details of that performance are highlighted in the SUPPORTING ANALYSIS.*

VOTE and IMPLICIT ELECTRONIC SIGNATURE: By submitting my name as a DNF member, I am voting YES to all of the above statements and expect this electronic vote to be as valid as a handwritten paper ballot and signature or a vote in person at any Board and/or member-owner meeting. Voting closes after a 10-day period at midnight, Sept 7th.

SUPPORTING ANALYSIS & Petition Purpose: This member-petition (“PETITION”) is backed by the SUPPORTING ANALYSIS, which is available here:

<http://alpineanalytics.com/reports/dnf/DNF-PETITION-to-remove-Board-SUPPORTING-ANALYSIS-8-27-2014.pdf>

The link to the online PETITION website is:

<https://durangonaturalfoods.wufoo.com/forms/PETITION-to-remove-DNF-Board/>.

The **purpose of this PETITION** is to request the immediate and voluntary resignation of the current DNF Board of Directors; or their removal by member vote.

