

1  EXPEDITE  
2  No hearing is set  
3  Hearing is set  
4 Date: January 13, 2011  
5 Time: 11 a.m.  
6 Judge/Calendar: Hon. Paula Casey/  
7 Hon. Christopher Wickham  
8

9 SUPERIOR COURT OF WASHINGTON FOR THURSTON COUNTY

10 KENT L. and LINDA DAVIS; JEFFREY  
11 and SUSAN TRININ; and SUSAN  
12 MAYER, derivatively on behalf of  
13 OLYMPIA FOOD COOPERATIVE,

14 Plaintiffs,

15 v.

16 GRACE COX; ROCHELLE GAUSE;  
17 ERIN GENIA; T.J. JOHNSON; JAYNE  
18 KASZYNSKI; JACKIE KRZYZEK;  
19 JESSICA LAING; RON LAVIGNE;  
20 HARRY LEVINE; ERIC MAPES; JOHN  
21 NASON; JOHN REGAN; ROB  
22 RICHARDS; SUZANNE SHAFER; JULIA  
23 SOKOLOFF; and JOELLEN REINECK  
24 WILHELM,

25 Defendants.  
26

No. 11-2-01925-7

DECLARATION OF SUSAN  
MAYER OPPOSING  
DEFENDANTS' SPECIAL MOTION

I, Susan Mayer, declare under penalty of perjury of the laws of the State of Washington that the following statements are true and correct and based on personal knowledge:

1. I am over the age of 18, have knowledge of the facts set forth below, and am competent to testify thereto. I am one of the Plaintiffs in the above-captioned litigation.

1           2. I have lived in Thurston County, Washington since 1988. I joined the Olympia Food  
2 Cooperative (the "Co-op") as a member in the early 1990s, and have remained a member of  
3 the Co-op since that time.

4           3. I am familiar with the enactment in July 2010 by the Board of a resolution to boycott  
5 and divest from Israel, which I believe was improper and unlawful.

6           4. Although it was given no advance notice of the Board's plans to vote on the  
7 proposal to boycott and divest from Israel, the Co-op community quickly caught wind of  
8 the Board's improper action. Prompt requests were made by certain Co-op members to  
9 rescind the resolution/policies, and the Board faced widespread criticism for its action.

10          5. At a meeting on or around August 12, 2010, two petitions were submitted to the  
11 Board of the Co-op requesting that the Israel Boycott and Divestment resolution/policies  
12 be rescinded. Together, the petitions contained the signatures of approximately 350  
13 members of the Co-op, including mine. So far as I am aware, no action was ever taken by  
14 the Board in response to those petitions. In fact, it soon became clear to me that the Board  
15 had no intention of rescinding the resolution/policies. In an effort to avoid litigation and  
16 resolve our differences with the Defendants informally, I and the other Plaintiffs sent a  
17 letter, dated May 31, 2011, to each of the Defendants setting forth our position. A true and  
18 correct copy of that letter is attached to the Declaration of Avi J. Lipman as Exhibit AA.

19          6. I am familiar with this litigation and have been and remain willing to learn more  
20 about it. Indeed, I and the other Plaintiffs have been closely involved at every stage of our  
21 ongoing dispute with the Defendants.

22          7. I and the other Plaintiffs have not surrendered our control of the litigation to our  
23 attorneys.

24          8. I maintain a personal commitment to the action on the part of the Co-op.

25          9. Through this lawsuit, I and the other Plaintiffs seek a remedy on behalf of the Co-  
26 op, not ourselves personally.

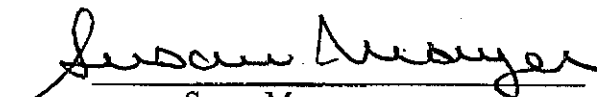
1 10. I maintain an interest in this action that outweighs any personal interest I might  
2 have in the outcome. In fact, I have no personal interest in the outcome of this litigation  
3 insofar as I stand to gain nothing financially if we prevail.

4 11. At some point after the summer of 2010, I and the other Plaintiffs sought out the  
5 assistance of a pro-Israel charitable organization (StandWithUs) in an effort to contest the  
6 Board's unlawful actions. Unlike the Board members, we did not have an organization  
7 like Boycott, Divestment and Sanctions ("BDS")—an international alliance of anti-Israel  
8 political organizations—to help us. Our communication with StandWithUs resulted from  
9 frustration and exhaustion at being ignored, derided, and ultimately brushed aside by the  
10 Defendants. I and the other Plaintiffs, however, are not "pawns" of StandWithUs or any  
11 other organization. Although I am not a lawyer, I believe we are the "real parties in  
12 interest" on behalf of the Co-op.

13 12. After the Board's improper and unlawful enactment of the Israel Boycott and  
14 Divestment resolution/policies, a number of Co-op members either cancelled their  
15 memberships or otherwise stopped shopping at the Co-op in protest. For example, I  
16 previously shopped at the Co-op twice per week, but have not done so since the summer  
17 of 2010.

18 13. I and the other Plaintiffs have received significant support from other Co-op  
19 members since we filed suit against the Defendants, and I believe we "fairly and  
20 adequately" represent those members who oppose the Board's improper and unlawful  
21 enactment of the Israel Boycott and Divestment resolution/policies.

22  
23 Dated this 30th day of November, 2011.

24  
25   
26 Susan Mayer