



732 4<sup>th</sup> St. North, Virginia, MN 55792 (218) 741-4663

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## Board of Directors Candidate Information

Greetings!

Thank you for your interest in serving as a member of the Natural Harvest Food Cooperative's Board of Directors. The Co-op is committed to providing access to healthy, organic, and locally produced foods and goods. We are also dedicated to helping our community foster a thriving local economy as well as sharing knowledge about choices that impact personal wellness and the environment.

This is such an exciting time to be involved with Co-op! Our democratically controlled cooperative is over 3,300 owners strong and still growing. The Board of Directors plays a critical role in ensuring the continued success and health of this important organization. We represent **all** the owners in determining appropriate organizational performance. We are engaged primarily in developing the vision and long-term viability of the Co-op. We do not run the store nor do we have direct control over the daily operations of it.

The Board seeks owner input on the goals and vision of the organization. It reports periodically to the owners on the Board's activities, decisions, and compliance with board policies. We operate under what is called Policy Governance - a board operating system that emphasizes values, vision, and the empowerment of both board and staff.

Please review the enclosed materials and contact us if you have any questions:  
[board@naturalharvest.coop](mailto:board@naturalharvest.coop).

Thank you again for your interest in serving the Natural Harvest Food Cooperative community!

In cooperation,

Jacob Rosandich, Darrell Swenson, Deb Meissner DeVries,  
Megan Thiele, Troy Caddy, Carrie Sell, Kim Anderson

Current Co-op Board Members



**Natural Harvest Food Co-op Board of Directors Application**  
**\* Term for election: April 2018 – April 2021**

- Member-owners of the Natural Harvest Food Co-op are eligible to run for the Board of Directors. If the membership is held by a household, only one member from that household may serve on the Board at one time i.e. one household – one vote – one seat on the Board.
- Information submitted with this application may be published for the Co-op membership before elections and considered by the Board when making interim Board appointments.
- Please answer the following questions on a separate piece of paper and use complete sentences as answers may be published without accompanying questions.
- All candidates are required to submit a digital photo of themselves, preferably a head shot, along with the application.
- Campaigning is encouraged; however, it is prohibited in the store. The current Board and NHFC staff will actively promote the election.
- Please return completed application to Natural Harvest or email it to [board@naturalharvest.coop](mailto:board@naturalharvest.coop)
- **Deadline for application to the Board of Directors is February 15, 2018.**

Name \_\_\_\_\_ Member # \_\_\_\_\_

Address \_\_\_\_\_

Home Phone \_\_\_\_\_ Cell Phone \_\_\_\_\_

Email Address \_\_\_\_\_

**Answer the following questions using complete sentences on a separate piece of paper. Your answers will be published in our spring newsletter, in-store, and on our website during the election.**

**Important Note:** The content of your answers to these questions must not exceed a total length of 450 words.

- 1. Why would you like to serve on the Board of Directors of Natural Harvest Food Co-op?**
- 2. Describe any volunteer or paid experiences relevant to your service as a co-op board member. What skills or experience will you bring to the board?**
- 3. What opportunities and challenges do you see in the future of Natural Harvest Food Co-op?**
- 4. Other Comments.**

I hereby affirm that all the information provided in this application is true to the best of my knowledge, agree to have it released to the members of Natural Harvest Food Co-op as part of the Board of Directors' election process, and allow Natural Harvest Food Co-op Board of Directors to run a background check.

Signature \_\_\_\_\_

Date \_\_\_\_\_



## **What is the Board's Role?**

The Board of Directors is the legal representative of NHFC owners and is responsible for the overall well-being of the Co-op. The Board exercises its authority through its relationship with the General Manager whom it hires and monitors. The Board's expectations and requirements for the General Manager's performance are clearly stated in the Board's written policies. The Board ensures the Co-op's success by verifying that the General Manager remains in compliance with those policies. NHFC maintains director and officer liability insurance coverage.

## **What the Board Does Not Do.**

The Board does not involve itself in operational details. It does not make decisions about the products on store shelves, the specifics of personnel issues or other day-to-day matters. The Board governs by declaring, through its policies, the results it wants and the actions it wants the General Manager to avoid while achieving those results.

## **What are the Board's Policies?**

To view the Board's policies and the Co-op's Bylaws, visit the Co-op's website: [www.naturalharvest.coop](http://www.naturalharvest.coop)

## **The Characteristics of Effective Directors: Self-Reflection**

Board directorship is just one of a variety of ways Co-op owners can contribute and participate in the Co-op's direction. While directors are not expected to have specific prior training or experience in running a business or managing a grocery store, there are some characteristics that effective directors share in common.

As you consider whether or not to run for the Board of Directors, it can be helpful to reflect on how your interests, experience, and motivations align with the characteristics of effective directors. You will not be asked to write about or share your responses to this section – these questions are only designed to give you an additional set of tools for determining if serving on the Board would be a good fit for you.

- Are you a passionate and enthusiastic owner-shopper at the Co-op?
- Are you interested in learning about and supporting the cooperative values and principles?
- Do you like to think about big-picture planning and developing systems and visions for the Co-op's future?
- Are you good at working in a team environment that makes decisions by consensus?
- Are you willing to delegate areas of decision making to others and hold them accountable for results?
- Are you willing to set aside any personal agendas to honor the diversity of owner perspectives?
- Are you willing to take on a "servant-leader" role and serve the Co-op through your participation and active engagement?



## **Responsibilities of The Co-op Board of Directors**

- Create and sustain a meaningful relationship with owners.
- Hire, compensate, delegate responsibility to, and hold accountable a general manager.
- Have expectations in the form of written governing policies that realistically address the broadest levels of all organizational decisions and situations.
- Assign responsibility in a way that honors our commitment to empowerment and clear distinction of roles.
- Regularly assess operational performance by monitoring our written governing policies.
- Perpetuate the board's leadership capacity using ongoing education, training, and recruitment.
- Ensure that the cooperative remains financially secure and that owners receive a reasonable value on their equity in accordance with cooperative principles.

The board is **not** involved in the daily operations of the store.

## **Expectations and Qualifications of Board Membership Include:**

- Must be a Co-op owner in good standing and be at least 18 years of age
- Must state all potential conflicts of interest and must not have an overriding conflict of interest
- A three year commitment to serving on the Board
- Willing to learn about the Co-op's bylaws and Policy Governance
- Preparation for, and active participation at, monthly Board meetings
- Attendance at Board training sessions, the annual retreat, and the annual owner meeting
- Ability to understand financial statements (training provided!)
- A willingness to take responsibility for Board duties and to work together with understanding, mutual support, and respect
- An ability to keep certain information and materials confidential
- Integrity, flexibility, and common sense

## **Serving on the Co-op of Directors: What to Expect**

- Meetings are on the fourth Tuesday of each month (held in the Co-op Classroom).
- The meetings begin at 5:30 p.m. and end between 7:00 and 7:30 p.m.
- Attendance at Co-op owner events is expected.
- Directors receive a monthly stipend and a shopping discount.

If you have any questions please feel free to contact the Board directly at [board@naturalharvest.coop](mailto:board@naturalharvest.coop).



## **The Policy Governance® Model**

Policy Governance®, an integrated board leadership paradigm created by Dr. John Carver, is a groundbreaking model of governance designed to empower boards of directors to fulfill their obligation of accountability for the organizations they govern. As a generic system, it is applicable to the governing body of any enterprise. The model enables the board to focus on the larger issues, to delegate with clarity, to control management's job without meddling, to rigorously evaluate the accomplishment of the organization; to truly lead its organization.

In contrast to the approaches typically used by boards, Policy Governance separates issues of organizational purpose (ENDS) from all other organizational issues (MEANS), placing primary importance on those Ends. Policy Governance boards demand accomplishment of purpose, and only limit the staff's available means to those which do not violate the board's pre-stated standards of prudence and ethics.

The board's own Means are defined in accordance with the roles of the board, its members, the chair and other officers, and any committees the board may need to help it accomplish its job. This includes the necessity to "speak with one voice". Dissent is expressed during the discussion preceding a vote. Once taken, the board's decisions may subsequently be changed, but are never to be undermined. The board's expectations for itself also set out self-imposed rules regarding the delegation of authority to the staff and the method by which board-stated criteria will be used for evaluation. Policy Governance boards delegate with care. There is no confusion about who is responsible to the board or for what board expectations they are responsible. Double delegation (for example, to a board committee as well as to the CEO) is eliminated. Furthermore, boards that decide to utilize a CEO function are able to hold this one position exclusively accountable.

Evaluation, with such carefully stated expectations, is nothing more than seeking an answer to the question, "Have our expectations been met?" The board, having clarified its expectations, can assess performance in that light. This focused approach reduces the mountains of paperwork boards often feel obliged to review. Moreover, those boards which worry that they are only furnished the data management wants to give them find that, in stating their expectations and demanding a relevant and credible accounting of performance, they have effectively taken over control of their major information needs. Their staff no longer has to read their minds.

Policy Governance is a radical and effective change in the way boards conceive of and do their job. It allows greater accountability. Board leadership isn't just rhetoric. It's a reality.

## **NHFC ENDS STATEMENT adopted by the Board January 23, 2012**

1. A Greater Sense of Community.
2. Community members are better informed about cooperative principles and personal and environmental health.
3. People in our area have access to healthy products.
4. A vibrant local food economy.



## The Seven Cooperative Principles and Values

### 1. Voluntary and Open Membership

Co-operatives are voluntary organizations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political, or religious discrimination.

### 2. Democratic Member Control

Co-operatives are democratic organizations controlled by their members, who actively participate in setting their policies and making decisions. People serving as elected representatives are accountable to the membership. In primary co-operatives, members have equal voting rights (one member, one vote) and co-operatives at other levels are organized in a democratic manner.

### 3. Member Economic Participation

Members contribute equitably to, and democratically control, the capital of their co-operative. At least part of that capital is usually the common property of the co-operative. They usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any or all of the following purposes: developing the co-operative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the co-operative; and supporting other activities approved by the membership.

### 4. Autonomy and Independence

Co-operatives are autonomous, self-help organizations controlled by their members. If they enter into agreements with other organizations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their co-operative autonomy.

### 5. Education, Training, and Information

Co-operatives provide education and training for their members, elected representatives, managers,

and employees so they can contribute effectively to the development of their co-operatives. They inform the general public - particularly young people and opinion leaders - about the nature and benefits of co-operation.

### 6. Co-operation Among Co-operatives

Co-operatives serve their members most effectively and strengthen the co-operative movement by working together through local, national, regional, and international structures.

### 7. Concern for Community

While focusing on member needs, co-operatives work for the sustainable development of their communities through policies accepted by their members.

## Cooperative Values

Basic cooperative values are general norms that cooperators, cooperative leaders and cooperative staff should share; the values should determine their way of thinking and acting. This list of ten values was proclaimed by the International Co-operative Alliance in 1995.

Self-help

Self-responsibility

Democracy

Equality

Equity

Solidarity

Honesty

Openness

Social Responsibility

Caring for Others

