



CITY CENTER MARKET

food coop & café

Board Candidate Application Packet For Terms Beginning January 20 19

Application Deadline September 7, 2018

**BECAUSE OF CITY CENTER MARKET, OUR COMMUNITY ENJOYS
ENHANCED PHYSICAL, ECONOMIC, AND SOCIAL WELL-BEING.**

- ★ Our community has a trusted source of products and services that support healthy living.
- ★ Our local economy benefits from mutually supportive relationships between our co-op and its owners, employees, producers, and suppliers.
- ★ Our owners have a genuine sense of pride in our values-based business.
- ★ Our community has a welcoming and inclusive place to gather.

Co-operative Principles and Values

Co-operative Principles

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 any discrimination.

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.

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. Receiving limited compensation, if any, on capital subscribed may be a condition of membership. Members allocate surpluses for some or all of the following purposes: setting up reserves, part of which may be indivisible; while other parts may benefit members in proportion to their transactions with the co-operative; developing the co-operative; and supporting other activities approved by the membership.

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.

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 cooperatives. They inform the general public—particularly young people and opinion leaders—about the nature and benefits of co-operation.

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.

Concern for Community

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

Co-operative Values

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

1. Self-help

2. Self-responsibility

3. Democracy

4. Equality

5. Equity

6. Solidarity

7. Honesty

8. Openness

9. Social Responsibility

Policy Governance[®]

Our Board uses the Policy Governance[®] model, “a comprehensive set of integrated principles that, when consistently applied, allows governing boards to realize owner-accountable organizations.” Its relevance stems from (1) the fact that a significant volume of information is required to fulfill our fiduciary duties, (2) the need to delegate authority in order to accomplish our organizational purpose, and (3) the desire to ensure that our Member-Owners and stakeholders are well-served by organizational accomplishments.

It allows our Board to maintain accountability for organizational performance while focusing on providing visionary leadership around our ‘big picture’ mission.

Delegation is a significant component of accountability, so the Board maintains written documentation of expectations for ourselves, our organization, and our General Manager (GM). Our policies are the primary vehicle for recording them, and they are monitored on a regular basis.

Delegation is very clear by:

1. Expressing expectations of the job being delegated.
2. Assigning the expectations with no ambiguity to the party who is accountable for meeting them.
3. Checking that expectations were met.

Advantages of Policy Governance[®]

The Board focuses on the future and high-level leadership instead of day-to-day operations, yet maintains meaningful control through clear delegation and accountability.

The Board, and its subordinates (e.g., its committees and the GM), know what is required of them as expectations are clearly stated, allowing for decisive leadership by all.

Regular policy compliance assessment provides a systematic method for evaluating organizational performance—the Board knows what to look for.

The Board of Directors exists for the sole purpose of ensuring, on behalf of our Member-Owners, that the organization performs as it should. We must constantly evaluate our purpose and our Ends; these accomplishments are what justify our existence.

The Policy Governance[®] methodology was developed by John Carver as a means to structure Board process to allow for Board accountability on a meaningful level, and to empower Boards to lead their organizations at the highest level.

Policy Types

Ends Policies

These broadly state the desired organizational outcome—the ongoing priorities of what should be achieved and for whom. The GM reports on compliance with these policies once a year.

Governance Process Policies

These describe how the Board is organized and its processes and products. The Board evaluates its compliance with these policies throughout the year.

Governance Management Connection Policies

These describe how the Board delegates to our sole employee, the GM. The Board evaluates its compliance with these policies throughout the year.

Executive Limitations Policies

These delineate job expectations and acceptable constraints within which the GM can act. The GM develops a written report for the Board on each of these policies on a regular basis throughout the year; the Board evaluates whether the interpretation was reasonable and whether the GM is in compliance.

Frequently Asked Questions for Board Candidates

Tell me about our Co-op

MOMS Food Co-op operates the City Center Market retail grocery store and City Center Café in Cambridge. We are a thriving community-based provider of organic and locally grown foods. Today, in our 40th year, we have more than 3,000 Member-Owners, about 65 employees, and are governed by a nine-member Board of Directors that meets monthly.

Directors are elected from the rank of the Member-Owners at our Annual Meeting and serve a three-year term, with terms staggered so that three positions are up for election each year. The only employee of the Board of Directors is the General Manager (GM) because, like most food co-operatives, we are a Policy Governance[®] board.

Why Policy Governance[®] ?

With so many Member-Owners it wouldn't be workable to try to run the business operations via committee, so the Board hires a GM to handle all of our day-to-day operations. The Board uses the authority given to it by Member-Owners to set our strategic direction, ensure organizational accountability, and maintain a healthy, sustainable co-op for the future. In 2017, our Board updated our "Ends" goals, shown on the title page.

Accountability is achieved by setting specific policies governing the operation of the store and associated business activities, by setting expectations for the GM, and setting limits on how the Board operates. Put another way, we establish that the GM will manage our business operations in a fiscally sound manner while being fair and equitable to both employees and Member-Owners. We as a Board diligently monitor our Co-op's financial condition and the GM's job performance, while acting collectively in the best interests of our Co-op.

Policy Governance[®] Simplified

- 1. Set Clear Policies (write them down)**
- 2. Assign Authority**
- 3. Monitor**

What does the Board of Directors do?

Focuses on the Big Picture

We create "Ends" goals for the maximum benefit of our Member-Owners and anticipate trends and values that may have a critical impact on our relevance and survival.

Provides Operational Oversight

We ensure operational performance through written policies that clearly state expectations and delegation of responsibility, and we monitor compliance.

Represents Member-Owners

We serve by being a diverse group of Member-Owners who facilitate our Co-op to thrive and grow through thoughtful strategic planning, accountability, and engagement with both our Member-Owners and our community.

Board of Directors JOB DESCRIPTION

In general, members of a co-op Board of Directors have the same duties as the Directors of any business. In addition, coop Boards must act on behalf of the co-op's Member-Owners (as fiduciaries), meaning that individual Directors have to balance individual interests, business interests, and member interests when making decisions. To do this, Directors must be able to:

- ★ *Define our mission and strategic direction, reviewing these annually and updating as needed. We promote our mission and goals within the community*
- ★ *Act legally, responsibly, ethically, and in good faith in regard to the governance and operations of our Co-op, and with the best interests of our Co-op as the foremost objective. We set policies in the areas of Ends (mission), GM boundaries, Board/GM relationship, and Board Governance. We also monitor our GM's performance and ensure continuation of the GM position.*
- ★ *Ensure that Member-Owner and community interests are the driving force for our strategic direction and daily management of the stores, while maintaining a financially healthy business. We assure that funds are managed properly, checks and balances are in place to prevent misconduct, and financial and Board records are thorough and complete.*
- ★ *Attend Board meetings prepared and as scheduled, participate fully in Board activities as decided by the Board, and manage the Board of Directors' affairs, including consistent review of policies, member engagement practices, and the nomination process for Board members. We promise to avoid and disclose conflicts, maintain confidentiality, and abide by our Code of Ethics and Code of Conduct policies.*

What do our Directors NOT do?

We do not make decisions about, become involved with, or take part in any of the day-to-day activities or decisions regarding the operation of the Co-op. The Board's sole official connection to our Co-op's operations is through our General Manager.

Are there requirements to be elected?

Directors must be Member-Owners of City Center Market (MOMS Co-op) in good standing without a substantial conflict of interest resulting from an affiliation with any enterprise that is in competition with the Co-op. Once elected, Directors must sign a Statement of Agreement and publicly disclose any potential conflicts of interest. The personal qualifications we are looking for in a candidate include business experience, enthusiasm for the Co-op business model, a desire to learn, and the ability to actively present and discuss ideas.

What is the time commitment?

Attending the regular meeting for about 2 hours each month plus prep time is expected, plus rarely an additional Special Board Meeting when called. We also encourage you to participate in either the Committee Engagement or Board Development Committee; this typically averages out to about an additional couple of hours per month, but it can vary. Board Members also assist with writing newsletter articles, Board promotion events, and learning from each other.

OK, I'm interested. Now what?

To help our Member-Owners make an informed decision regarding the Directors they elect, please fill out the Board Candidate Application (the last three pages of this document) and return it with a headshot photo by September 7, 2018; they will be posted at the Co-op in September and October. Our election is October 15th at the Annual Meeting. Pictures can be returned.

Send your completed application to:

The Board@CityCenterMarket.coop **OR**
City Center Market, ATTN: Nominations Committee
122 No Buchanan St, Cambridge, MN 55008
OR *drop it off at the store*

Board of Directors Application

Submission Deadline September 7, 2018

Any City Center Market Member-Owner is eligible to submit an application to run for a seat on the Board of Directors. This application gives voters information about your background and expertise, what you can offer to our Co-op, and what interests you about serving on the Board. If you have questions as you fill this out you may call or text Lynn True at 763-742-5266.

- 1. Fill out this application** - This first page containing *your personal information will not be made public*, however your answers to the questions and your headshot photo will be posted in the store and on the website.
- 2. Submit your application** - Your completed application must be received before midnight **Friday, September 7, 2018**. Email it to TheBoard@CityCenterMarket.coop, OR mail it to City Center Market, ATTN: Nominations Committee, 122 No Buchanan St, Cambridge, MN 55008, OR drop it off at the store during business hours.
- 3. Receive confirmation** - A Nominations Committee member will confirm receipt of your application within 3-5 business days after you submit it. **IF YOU DO NOT RECEIVE CONFIRMATION PLEASE LET US KNOW.**
- 4. Attend your interview** - Please attend the Board Meeting on **Monday, September 10** to introduce yourself and participate in a brief interview. Don't worry, it will be fun! The Board will officially approve the slate of candidates later during the meeting.
- 5. Attend your Board orientation** - This is important to fully understand Policy Governance[®] and co-op basics. We will schedule your orientation after the Annual Meeting.
- 6. Attend the Annual Member-Owner Meeting** - scheduled for **Monday, October 15**.

Contact Information for our records (please print plainly)

Name

Address

Best Email

Phone #s

Best time(s) to call

2019 Board Candidate

Name

City / Twp

Proud Member-Owner for _____ years.

1. Education & Accomplishments

*(Reserved
for Your
Picture)*

2 Why do you want to serve on the Board of Directors for City Center Market?

3 What qualifications or experience do you have that will benefit the Board?

20 19 Candidate Name _____

4. What is your vision for the future of our Co-op and your contribution?

OPTIONAL QUESTION: Is there anything else you'd like to tell us? Do you have other knowledge or experiences that you see as being related to the work of the Board? As an alternative or addition, you may choose to submit a resume, which will also be posted.

Thank you for your interest and support of our Co-op!

Your 20 18 Board of Directors

Nate Dolan (20 18-2020)	Paul Gearhart (20 16-20 18)	Shannon Herr (20 18-2020)
Michelle Millis (20 17-20 19)	Gary Moss (20 16-20 18)	Bridget Olson (20 17-20 19)
Jim Quarnstrom (20 16-20 18)	Darcy Rylander (20 17-20 19)	Lynn True (20 18-2020)