



Board Candidate Application Packet For Terms Beginning January 2018

Application Deadline August 8, 2017

City Center Market exists so that our owners have a healthy, vibrant, and sustainable community.

1. The community has access to products and services that support healthy living.
2. The community has access to organically and locally produced goods.
3. The community has knowledge to make healthy choices.
4. The local economy is supported and strengthened.
5. Sustainable practices are supported.
6. The larger cooperative community is thriving.

Co-operative Principles and Values

Co-operative Principles

Voluntary and Open Membership

Co-operative 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. They usually receive limited compensation, of 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; benefitting members in proportion to their transactions with 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 member 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 co-operatives. 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[®]

The City Center Market 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.*

Policy Types

Ends Policies

These broadly state the desired organizational outcomes—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.

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, 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 empower Boards to lead their organizations at the highest level.

Frequently Asked Questions for Board Candidates

Tell me about our Co-op

MOMS Food Co-op operates the City Center Market retail store and City Center Café in Cambridge. We are a thriving community-based provider of organic and locally grown foods. Today, we have more than 2,800 Member-Owners, about 50 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 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 2012, the Board established our "Ends" goals, listed on the title page.

Accountability is achieved by setting specific policies governing the operation of the stores 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?

1. **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.

2. **Provides Operational Oversight**

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

3. **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, co-op 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 and well, checks and balances are in place to insure against misuses, and financial 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 does the Board of 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 the operations of the cooperative is through the General Manager.

What are the 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.

How much time commitment is involved?

Attending the regular meeting for 2 hours a month plus prep time is expected, and also a 1-day orientation in the first year plus two half-day annual Focused Workshops (Board retreats). Committee participation typically averages out to about an additional one hour per week, and very rarely a special Board Meeting is called. The first orientation is CBLD 101 (from Cooperative Board Leadership Development) offered in September and January, and we encourage you to attend this September.

OK, I'm interested. Now what?

To help our Member-Owners make an informed decision regarding the Directors they elect, fill out the Board Candidate Application and return it with a headshot photo by August 8, 2017; they will be posted at the Co-op in August and September. Our election is September 25 at our Annual Meeting.

Send to: The Board@CityCenterMarket.coop OR City Center Market, ATTN: Nominations Committee
122 No. Buchanan St,
Cambridge, MN 55008
OR drop off at the store (pictures can be returned)



Board of Directors Application Submission deadline August 8, 2017

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 contact 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 **Tuesday, August 8, 2017**. Email it to TheBoard@CityCenterMarket.coop, OR snailmail 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. Sometimes email gets lost in the ether so **IF YOU DO NOT RECEIVE CONFIRMATION PLEASE LET US KNOW**.
- 4. Attend your interview** - Please attend the Board Meeting on **Tuesday, August 15** at 6:30 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 first orientation** - We highly recommend you attend the CBL 101 training on **Saturday, September 23** in Minneapolis. It's free for you to attend (except your own travel; carpooling encouraged) and food is provided. We will confirm your attendance in advance. This important workshop covers Policy Governance[®] and co-op basics.
- 6. Attend the Annual Member Meeting** - scheduled for September 25, details will be published when they have been finalized.

Contact Information for our records (please print plainly)

Name _____

Address _____

Best Email _____

Phone #s _____

Best time(s) to call _____



2018 Candidate

Name _____

City / Twp _____

Employment _____

Position / Title _____

City Center Market Member-Owner for _____ years.

Education & Accomplishments



*(Reserved for
Your Picture)*

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

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

Name _____

3. What is your vision for the future of our Co-op and how do you see yourself contributing?

OPTIONAL QUESTION: Is there anything else you'd like to tell us? Do you have other knowledge or experiences 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 2017 Board of Directors

Leo Dehler (2015-2017)	Paul Gearhart (2016-2018)	Tracy Lehn (2015-2017)
Michelle Millis (2017-2019)	Gary Moss (2016-2018)	Bridget Olson (2017-2019)
Jim Quarnstrom (2016-2018)	Darcy Rylander (2017-2019)	Lynn True (2015-2017)