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Thank you for your interest in serving on the Three Rivers Food Co-op Inc. Board of Directors. We ask that you read over the enclosed information carefully before filling out the application. Please feel free to contact us with any questions that you may have. We look forward to hearing from you!

### **Overview**

The Board of Directors has a duty to represent the owners of Three Rivers Food Co-op, not a particular constituency, and to act in the owners' best interest. They do so by providing visionary leadership and oversight regarding our "big picture" mission, not by getting involved with daily operations of the store. This work is done using the Policy Governance Model, wherein policies are written to clearly express the guidelines that the General Manager must abide by.

Applications should be turned in by August 15th with the elections taking place in October. The new board term begins December 1 and candidates will be notified of election results by November 24. We are a 9 member Board with 3 seats elected each year to fill a 3 year term. In addition, any appointed seat is up for election at the next election cycle.

### **General Qualifications**

Candidates must meet the following general qualifications:

1. At least 18 years of age.
2. Not an employee of the Co-op.
3. Fully vested member of Co-op in good standing.
4. No more that one person per membership household to serve on board concurrently.
5. No conflict of interest that would prevent participation in most matters before the board.  
See attached Conflict of Interest form for details.

### **Time Commitment**

Board members are volunteers and are expected make the following time commitments. In return, board members receive a 10% volunteer discount in the store.

1. Attend monthly board meeting generally held the third Monday of the month from 6:00PM to 8:00PM in the store and impromptu meetings when necessary.
2. Newly elected directors must attend the first board meeting of their term.
3. Up to 4 hours per month preparing for board meetings and participation on committees.
4. Attend the annual membership meeting generally held on a Sunday in October.
5. Attend additional training that the board determines is necessary for educational or planning purposes.
6. All new directors are encouraged to attend a class offered by CDS Consulting Co-op entitled Cooperative Board Leadership, or CBL 101. This class is generally offered on a Saturday in mid-May in Mount Pleasant, Michigan, as well as other dates and locations.

### **Mission of the Co-op**

Three Rivers Food Co-op exists so that our community is healthy & vibrant:

1. Our community has access to wholesome & delicious food, including local & organic.
2. Our community has access to products & services that promote personal & environmental health.
3. We have purposeful connections with our owners, our community, local businesses, & other cooperative ventures.
4. Our community is knowledgeable & empowered to make healthy choices.
5. Economically & environmentally sustainable practices are supported.
6. We are inclusive & welcoming.

### **Role of the Board**

The board functions through policy governance. The will of the board is expressed in one voice through bylaw and policy. The board does not express its values or perspectives apart from bylaw and policy. Bylaw and policy guide all organizational decisions, practices, budgets, and goals.

The board operates as a strategic board. A strategic board creates, leads, assesses, and provides accountability. A strategic board maintains focus on the purpose of the organization and envisions for its future.

1. A strategic board creates policy that ensures the organization will produce goods and services consistent with owner interests and protect owner assets.
2. A strategic board leads by understanding owner needs, in the present and with a view to the future.
3. A strategic board assesses by monitoring all of its policies. The board monitors itself to ensure prudent and ethical oversight of the organization. The board monitors those aspects of management performance that warrant guidance through policy. This safeguards against that which is unacceptable in the course of operating a business.
4. A strategic board provides accountability through systems of process. Systems of process that provide accountability include maintenance of records and consistent communication with owners.
5. A strategic board **does not** micro-manage operations and is not involved the operational decisions.

### **APPLICATION**

Please print your responses below. Your name and answers to selected questions will be printed in the October issue of the Three Rivers Food Co-op's newsletter prior to the election. The completed application can be returned to the store or e-mailed to [gm@3riversfood.coop](mailto:gm@3riversfood.coop) .

Name:
Address:
E-Mail:
Phone: (      )
Do you meet the General Qualifications listed in previous section of this application?
Can you make the Time Commitment outlined in previous section of this application?
Length of Three Rivers Food Co-op membership:
Occupation:
Other Board of Directors service (Name of Organization(s), Date(s), and Office(s) held):
Why do you want to be a member of this Board (Include items such as skills, prior experience, strategic vision for the Co-op, etc.)?

## **Conflict of Interest Statement For Directors and Committee Members**

Three Rivers Food Co-op, Inc. policy C5 states: "Directors must demonstrate unconflicted loyalty to the interests of the Cooperative's owners. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups, membership on other Boards or staffs, and the personal interest of any director acting as an individual consumer or member."

No member of the Three Rivers Food Co-op, Inc. Board of Directors, or any of its Committees, shall derive any personal profit or gain, directly or indirectly, by reason of his or her participation with the Three Rivers Food Co-op, Inc. Each individual shall disclose to the Three Rivers Food Co-op, Inc. any personal interest which he or she may have in any matter pending before the Co-op and shall refrain from participation in any decision on such matter.

Any member of the Board or Committee who is an officer, Board member, a committee member, staff member, of a loan application agency shall identify his or her affiliation with such agency or agencies; further, with any connection with credit policy or board action specifically directed to that agency and the decision must be made and/or ratified by the full board.

Any member of the Board or a committee shall refrain from obtaining any list of member owners for personal or private solicitation purposes at any time during the term of their affiliation.

AT this time, I am a Board member, a committee member, or an employee of the following organizations:

(list)

This is to certify that I, except as described below, am not now or at any time during the past year have been:

1. A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party; doing business with Three Rivers Food Co-op, Inc. which has resulted or could result in personal benefit to me.
2. A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organization engaged in any transaction with the Three Rivers Food Co-op, Inc.

Any exceptions to 1 or 2 above are stated below with a full description of the transactions and of the interest, whether indirect or indirect, which I have (or have had during the past year) in the persons or organizations having transactions with the Three Rivers Food Co-op, Inc.

(list)

Signature\_\_\_\_\_

Date:\_\_\_\_\_

**STATEMENT OF CONFIDENTIALITY**

Board members acknowledge and agree with Board Policy: Code of Conduct, and find that the corporate matters and documents of the Three Rivers Food Co- op, Inc., including financial data and operational information of the corporation, shall be treated as highly confidential and shall not be disclosed or disseminated to any party except the members of the Board of Directors, appropriate committee members, and the general manager. This confidentiality is intended to include details of management compensation and personnel issues as disclosed to the board by management, the business plan, budgets, and any operational data that could create conflict within operations, or benefit competition.

It is the intent of the Board to provide owners with information on board processes in compliance with bylaws, policy, and standard ethics of transparency. Examples of information not considered confidential are bylaws, board policies, board minutes, or any other information of public record.

Board members, as well as non-board committee members, shall be required to sign this statement of confidentiality. Questions that may arise about the interpretation of this statement are to be referred to the full Board of Directors.

Signature\_\_\_\_\_

Date:\_\_\_\_\_