

## **Oneota Community Co-op Board Seeks Board of Directors Candidates**

**Thank you for considering becoming an OCC Board member. It is altruistic service to the OCC Membership and the greater Decorah community.**

This is a fantastic time to join the Board of Directors at Oneota Co-op! Through the leadership and management of our well-respected and successful GM, David Lester, we continue to serve our owner members, provide an outlet for local, natural, and organic foods, and provide community education opportunities. All of this is accomplished while investing in staff and infrastructure to allow the Co-op to grow into the future.

The Board of Directors seeks interested member-owners to serve on the Board to help ensure a good future for OCC. In 2017, there are two positions that will be open for candidates to fill. Alicia Trout has completed a three-year term and Scott Hawthorn has completed a one-year term created when a former Board member moved from the area.

### **DUTIES AND RESPONSIBILITIES OF EACH DIRECTOR**

- Read and follow the bylaws of the OCC.
- Make a commitment to learn and follow policy governance.
- Prepare for each Board meeting by reading material distributed prior to the meeting and being ready for discussion.
- Attend all regular and special Board meetings and participate actively in discussion, share your viewpoint, then support the group decision that results from that discussion.
- Attend all meetings of the Membership.
- Share equally with other Directors in committee and task-force Work.
- Disclose conflicts of interest immediately.
- Maintain knowledge of current programs and staff of the organization.
- Support the OCC by being an active Member/Owner and shopping regularly.
- Actively recruit new OCC Members and encourage their participation.
- Serve as an advocate for the OCC.
- Be accessible, by phone and e-mail, to Board and Membership.
- Fulfill commitments within agreed-upon deadlines.
- Be loyal to the organization.
- Hold in confidence any information so designated and follow the code of conduct.
- Take initiative and provide leadership.

### **BOARD STRUCTURE**

The bylaws of the OCC call for a seven person Board of Directors with three-year terms who may occupy four offices; President, Vice-president, Secretary and Treasurer. Elections are held annually and every member of the OCC in good standing is entitled to vote for the Directors. Director terms begin in May at the next Board meeting after the annual meeting, currently held in April. The Board meets monthly, usually the last Tuesday of the Month. Special meetings may be called if needed. The Board Development and Membership Linkage Committees are

standing committees, there are occasional ad-hoc committees formed to accomplish specific tasks that may arise.

## **POLICY GOVERNANCE**

The Policy Governance Model is an operating system for boards developed by John Carver in the 1970's. The OCC Board adopted the concept of policy governance in 1996-97. The Board began using an organized approach to governance during 2008 and continues to refine the policies.

A basic explanation follows:

- Members own the OCC.
- Members elect the Board to direct the OCC on their behalf.
- The Board hires the General Manager to manage the OCC under its direction.
- The General Manager hires staff to operate the store according to his/her interpretation of the Board's direction.
- The Staff serves the customers, many of whom are members.

Policy governance is a method to help keep the roles and responsibilities of the various groups separate enough to run a business effectively, while keeping the board accountable to the membership and the General Manager accountable to the board. The board does this, in a nutshell by doing three things:

- Develop written expectations (policies).
- Assign authority to the GM to reasonably interpret and implement these policies, and to ourselves for operating effectively under a system of governance as outlined in our by-laws and policies.
- Check to see if the board and the GM fulfilled the expectations.

The Board has a serious responsibility to do the following:

- Provide governance and fiscal oversight.
- Clarify the meaning of the OCC's values.
- Be responsive to the member/owners.
- Envision the future.
- The Board does not make operational decisions; it is the role of the General Manager whom the Board evaluates.

Most of the information desired by board candidates can be found in links under the [About](#) and [Board of Directors](#) sections of the [OCC](#) website.

Please review these specific areas, some of which download as pdf files:

- Cooperative Principles and History in the [About](#) section.
- Governance and Board Calendar in the [Board of Directors](#) section.

Generally, the workload is 4 to 6 hours per month, but higher workloads can exist depending on circumstances. Reviewing the Board Calendar is useful for understanding workload. Each term

is three years in duration and the elected board member receives a working member discount as compensation.

### **How does the nomination process work and what are the deadlines?**

A candidate picks up the application packet at the customer service desk at OCC or can access it on the OCC website. Questions arising from reviewing the material may be addressed to any Board member through their contact information found in the [Board of Directors](#) section of the website.

The candidate completes the application and delivers it to the customer service desk in the store in an envelope addressed to the Board Development Committee. The deadline for completing the application is the first week of January. Candidate statements and photos will be due by the end of January. The Nominations Committee (Board Development plus two non-board members) will review the applications in early January. The Board Nomination Committee may schedule an informal interview with each applicant.

At the January Board meeting, the Committee will present its recommendations for nomination to the Board and the Board will vote on the recommendations. If the Board does not nominate a person, the by-laws offer an alternative for any member who gathers 25 signatures of members in good standing on a petition, to be on the ballot. All applications and petitions including a candidate statement are due by February 8th. Candidates who fulfill these criteria will be on the ballot that will be presented to the members in early March. This process produces two levels of candidates; those who are Board-nominated and those who are self-nominated. All candidates will be contacted following the election and then the winning candidates will be announced to the membership. The candidates who win the election will be introduced at the April 2016 annual meeting of members, held in early April.

### **Campaigning:**

#### *Before the Election:*

Candidates will prepare a statement that will be published on the OCC website, be available for viewing in the Board binder.

#### *Once the Election Begins in March:*

Candidates, members, and staff (when they are not on paid time) can campaign anywhere outside the store (including cyberspace). However, once the election begins on in early March, the store is to be considered a polling station. As such, in-store campaigning is not allowed.

- Members who campaign in the store will be asked to stop.
- Staff who campaign on paid time will go through the progressive disciplinary procedure.
- On the first report of inappropriate campaigning by individual candidates, a warning will be issued. If a second instance of inappropriate campaigning is made and is substantiated (by either the Outreach Coordinator or the Nomination Committee Chairs), the candidate will be disqualified from the election.

**Concerns:** Any concerns with the process should be directed to the Vice President of the Board, Alicia Trout. If she can resolve the matter with minor intervention, she will do so. If the concern is significant, then the issue will be brought to full Board for action.

Activity	Deadline
Candidate recruitment / self nomination	Ongoing
Candidate applications and statements due for all candidates	January 6
Board interviews candidates as necessary	January 9-25
Board Nomination	January Board Meeting
Final deadline for all candidates for name inclusion on ballot	February 8
Candidate forum TBA	
Ballots and candidate statements with announcement of annual meeting presented to members in good standing	Early March
Voting ends at end of business day	April 1
Administration of ballot counting	Early April
Election results announced	Early April
New board members start service	April Board Meeting

OCC Board of Directors contact information:

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