



2018 Candidate Packet

Board of Directors Cedar Falls Food Co-op

P.O. Box 1002 | Cedar Falls, IA 50613
www.CedarFallsFood.coop

WELCOME!

Dear Cedar Falls Food Co-op Owner,

On behalf of the Board and your fellow Owners, thank you for considering a leadership position in the Cedar Falls Food Co-op. As the Co-op gets closer to opening its doors, the role of each Board Member is more critical than ever.

This packet outlines the responsibilities of a Board Member, the role the Board plays in the Co-op, and the application process to enter yourself as a candidate in the upcoming election.

We encourage you to ask any current Board member any questions you might have about the organization or about the role of the Board of Directors.

In cooperation,

The Cedar Falls Food Co-op Board

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BOARD EXPECTATIONS

Members of the Board of Directors are expected to:

- Be a member-owner in good standing of the Cedar Falls Food Co-op.
- Attend all monthly Board meetings and be an active participant in discussions.
- Be thoroughly prepared for each meeting by completing assignments and reviewing documents received prior to the meeting.
- Serve on at least one standing committee, possibly even chairing the committee.
- Participate in Board discussions, outside of regular meetings, using all forms of communication.
- Attend orientation for new Board members.
- Attend the annual member-owner meeting and represent the Co-op at other special events.
- Attend annual Board retreat to participate in long-term planning.
- Represent the interests of all member-owners.
- Agree to abide by the Directors' Code of Conduct (see below).

DIRECTORS' CODE OF CONDUCT

The Board commits itself and its individual members to ethical, businesslike and lawful conduct.

1. Directors shall be responsible at all times for discharging their duties in good faith, in a manner that they reasonably believe to be in the best interests of the Co-op and with the care that an ordinarily prudent person in a like position would use under similar circumstances.
2. Directors must demonstrate unconflicted loyalty to the interests of the Co-op. This accountability supersedes any conflicting loyalty, such as that to advocacy or interest groups and/or membership on other boards or staffs. It also supersedes the personal interest of any director acting as an individual consumer or member-owner.
3. Directors shall be under an affirmative duty to disclose their actual or potential conflicts of interest in any matter under consideration by the Board. Such interest shall be made a matter of record and this director will refrain from discussing or voting on any issues related to said conflict(s).

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DIRECTORS' CODE OF CONDUCT (CONT'D)

4. Directors must not use their positions to obtain employment at Co-op for themselves, family members, or associates. Should a director desire employment, he or she must first resign from the Board.
5. Directors may not attempt to exercise individual authority over the organization.
 - a. Directors' interaction with the public, press, or other entities must recognize these limitations as well as the ineligibility of any director to speak for the Board as a whole except to repeat explicitly stated Board positions or decisions.
 - b. Directors must be aware at all times that their comments could be perceived to be statements of the Board as a whole or to otherwise carry official weight. Outside of Board discussion, individual Directors will not voice judgments of GM or staff performance.
6. Directors will support the legitimacy and authority of all decisions made by the Board, on any matter, irrespective of the Director's personal position on the issue.
7. Directors will maintain the confidentiality of all Co-op business and its member-owners as defined and discussed by the Board. All directors will sign a nondisclosure agreement.
8. Directors will prepare for and attend all regular and special Board meetings, required Board training and special or standing committees.
 - a. Attendance, as the Co-op's bylaws state: A Director who is absent from three (3) consecutive Board meetings, unless excused by the Board for good cause, shall be presumed to have resigned.
9. Directors will ensure that the Co-op is controlled democratically by its member-owners and that all elections are open, fair and encourage all member-owners to participate.

FREQUENTLY ASKED QUESTIONS

Q: Who can run for the Board?

A: Any Co-op member-owner in good standing and who is not employed by the Co-op may run for the Board. “Good standing” means that your equity is paid in full and that your current, correct contact information is on file with the Co-op. In addition, Board members must be at least 18 years of age by the time of their first scheduled Board meeting and shall not have any overriding conflict of interest with the Co-op.

Q: How many people serve on the Board?

A: The Board consists of nine elected representatives. The Board selects its own officers.

Q: How many seats are up for election at this time?

A: There are three seats open every year.

Q: How long is the term?

A: Board terms are three years. Board Members can serve up to two consecutive terms. To serve on a second term, a Board Member must follow the same procedure (filing as a candidate and running against other candidates) as they did when first elected.

Q: What is the Board of Directors and what does it do?

A: The Board of Directors is the governing body of the Cedar Falls Food Co-op. The Board is responsible for ensuring organizational performance on behalf of all of the Co-op’s owners. Currently, the work of the Board of Directors is geared towards establishing a physical store. Once established, the work will shift to developing clearly stated expectations for the General Manager through written policies; delegating responsibility for, and authority over, the achievement of stated objectives; and monitoring GM compliance with written policies. (See also *Board Expectations*, page 3.)

Q: What does the Board of Directors NOT do?

A: The Board of Directors does 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 Cedar Falls Food Co-op. The Board’s sole official connection to the operations of the cooperative is through the General Manager, who in turn hires and manages the staff to run the store. For example, Board members do not get involved in any of the General Manager’s decisions on product selection or personnel matters, though the Board has developed policies to guide the General Manager in these and other operational areas and it reviews the GM’s compliance reports on a regular basis.

Q: What is the time commitment to serving on the Board?

A: Board members are expected to attend the monthly meeting, conduct the necessary preparation for the meeting, and participate in at least one standing committee, which also meets monthly. Additional projects, special meetings, and/or ad hoc committee work may also be necessary. The time commitment typically averages a minimum of 15-20 hours per month.

Q: When are Board meetings?

A: Currently, Board meetings are the third Wednesday of each month, from 7-9:00pm. Meetings are held at Mill Race in downtown Cedar Falls.

Q: Are Board meetings open to the public?

A: Meetings are open to Co-op member-owners. However, some portions of Board business (including personnel and real estate issues) may happen in closed session.

Q: How does the election work?

A: As a democratically-run organization, each member-owner gets one vote, and each person can vote for up to three candidates (the number of available seats to fill). Voting is conducted entirely on line (see page 8 for important dates). The results of the election are announced during the Annual Owner Meeting, and newly elected Board members begin their term at the November Board meeting.

Q: Are there any training opportunities for Board members?

A: As the Cedar Falls Food Co-op is still a start up, we currently don't offer a formal board orientation or training process. However, there are a number of national resources, including through Food Cooperative Initiative and CDS Consulting that are available for new Board members. Board members are encouraged to attend the annual Up & Coming Food Co-op Conference (typically held on a Friday and Saturday in early March in Milwaukee), and the Strong & Small Conference (typically held on the second Saturday in November in Minneapolis).

Q: Can I campaign?

A: Of course. The best way to campaign is to talk to member-owners at Co-op events, and candidates are expected to be in attendance. Additional promoting through social media or other venues is entirely up to you.

Q: How well does the Board get along?

A: Our Board attempts to maintain a relaxed atmosphere, with respect for all members and an intention to adapt to the needs of its owners. Part of maintaining a good dynamic also means examining how we each perform in groups, accepting feedback and learning how to become better Board members. We work well together and take a reflective approach to continuous improvement.

APPLICATION PROCESS

Step 1: Read this entire packet

This packet contains many of the key details you'll need to know in order to effectively serve as a Board Member. If you have additional questions, seek out current Board members for more information.

Step 2: Complete an application

Instructions on completing an application are on page 9.

Step 3: Submit your application

You can submit by mail or email by Wednesday, September 19. Please send to the appropriate address:

Cedar Falls Food Co-op
ATTN: Board of Directors Election
P.O. Box 1002
Cedar Falls, IA 50613
info@cedarfallsfood.coop

A current Board member will contact you to acknowledge receipt of your application. Copies of your application, including your photo, will be posted on the website for owners to read and review.

Please note

Individuals who have filed to run for the Board are *strongly encouraged* to attend all Board and Co-op events between now and the Annual Meeting of the Cedar Falls Food Co-op. (See important dates on the following page, as well as check the Co-op Facebook site for additional events as they are announced.) Because the Co-op does not currently offer a formal forum for member-owners to learn from and meet potential candidates, it's important to attend events and meet Co-op members. Of particular importance would be to attend the annual Fall Food Fest, as this is the Co-op's largest regular event and where member-owners can vote in person for Board candidates.

Thank you for applying and good luck!

IMPORTANT DATES AND DEADLINES

Board Candidate Packet Available	July 23
August Board Meeting Candidates encouraged to attend/observe	August 15, 7:00-9:00pm Mill Race, 200 State St., 2nd Floor
Deadline for Applications	September 19 (if by mail, postmarked by) September 19 (by email)
September Board Meeting Candidates encouraged to attend/observe	September 19, 7:00-9:00pm Mill Race, 200 State St., 2nd Floor
Fall Food Fest Candidates encouraged to attend so owners can meet candidates	September 25, 6:00-7:30pm Community Center, 528 Main St.
October Board Meeting Candidates encouraged to attend/observe	October 17, 7:00-9:00pm Mill Race, 200 State St., 2nd Floor
Annual Owner Meeting All owners encouraged to attend Ballots counted and winners announced	October 23 Location and time TBD
Small & Strong Conference Conference for start-up food co-ops The Co-op will be sending a contingent	October 27 Bloomington, MN
November Board Meeting First official meeting with new Board members	November 14, 7:00pm Mill Race, 200 State St., 2nd Floor

Member-Owner Voting Period
September 24 - October 23

CEDAR FALLS FOOD CO-OP BOARD APPLICATION

In order for the Co-op member-owners to get to know you, we will post your candidate statement and photo on the Co-op's website, and possibly in direct mailed newsletters. Please do not submit an incomplete application.

Part 1: Document

Please submit a separate document that provides the following information:

- Name
- Owner Number
- Address
- Phone
- Email
- Current Occupation
- Education

In addition, please answer the following questions, keeping each response a separate answer. *Please limit your total responses to 700 words.*

Why are you running for the Cedar Falls Food Co-op Board?

What experience do you have in working with consensus-based, group decision-making bodies? Do you have prior board experience?

What experiences have you had with food co-ops in the past?

What food issues are you passionate about?

What else should we know about you that would make you a good candidate for the launch Board?

Part 2: Photograph

Please also submit a recent photo (high quality digital file) of yourself to accompany your statement of intent. Please submit it to info@cedarfallsfood.coop.

Mail or email your application. Mailed applications should be postmarked by Thursday, September 6, and emailed applications should be sent by midnight on Saturday, September 8. Please send to the appropriate address:

*Cedar Falls Food Co-op
ATTN: Board of Directors Election
P.O. Box 1002
Cedar Falls, IA 50613
info@cedarfallsfood.coop*