



Moscow Food Co-op Board of Directors Information & Application *Appointment* Packet

We appreciate your interest in guiding the Co-op through service on our Board of Directors. We recommend following these two steps to better acquaint you with the Board's work and to understand the application process.

STEP 1: Learn more about the Board and its system of governing.

This packet is designed to provide you with basic information regarding the Board's work and system of governance. Learning more about the Board will help you decide whether serving as a Board member would be a productive and rewarding experience for you. We have several resources for Step 1:

- **This packet**, which includes information about our governance framework, foundational "Cooperative Principles," and history.
- **Board policies & bylaws**: posted on the Co-op website & in the Board binder at the Customer Service desk.
- **BOD meeting minutes**: posted on the website & binder at Customer Service desk.
- **Board member bios**: listed on inside bulletin board & website.
- **Board webpages**: found on the Co-op's website; includes Co-op strategic plan.

Please contact the Board assistant for more information: boardadmin@moscowfood.coop

STEP 2: Complete and submit the enclosed application materials.

Your application will help the Nominations & Elections Committee learn about you and how your skills would enhance your ability to be an effective director. They also need to know if there are any conflicts of interest that will render you ineligible to serve as a director. Information to help you apply for the Board begins on **page 15** of this packet. **Applications are due July 31st**

I. BOARD RESPONSIBILITIES & VALUES

The Moscow Food Co-op's Board is composed of seven Directors. The Board elects its own President, Vice President/Secretary, and Treasurer from its Directors.

Job Description

The primary responsibility of the Board is to act as trustees of the Co-op ownership by providing leadership to ensure the Co-op's future. Specific responsibilities for individual Board members are:

1. Prepare for and attend all monthly Board meetings.
2. Research issues thoroughly to be informed about Co-op operations and issues.
3. Serve on at least two committees.
4. Know and follow the Co-op's bylaws, policies, and procedures.
5. Bring complete honesty and personal integrity to the Co-op's Board.
6. Provide leadership for the Co-op and its management.
7. Attend Board trainings and two annual weekend retreats.

Policy D2: Role of the Board

The Board of Directors is composed of and elected by members of the Co-op. The Board acts collectively on behalf of the members. The job of the Board is to make contributions that lead the organization toward the desired performance and assure that these outcomes occur. The Board of Directors acts as the trustees for the Co-op membership by providing direction and oversight of governance, the financial wellbeing, and the strategy to ensure the future of the organization.

The Board shall provide:

- the link between the Cooperative and its owners.
- written governing policies which, at the broadest levels, address:
 - a) Ends: Organizational products, impacts, benefits, outcomes (what good for whom at what cost).
 - b) Executive Empowerment: Empowerments on executive authority, which establish the prudence and ethics boundaries within which lies the acceptable arena of executive activity, decisions, and organizational circumstances.
 - c) Board-General Manager Relationship: Delegation and monitoring of responsibilities.
 - d) Governance Process: Specification of how the Board conceives, carries out, and monitors its own task. Assures continuity of Board through active recruitment and nominations process.
- the evaluation of the General Manager's performance.

Our Cooperative Values

A cooperative is an autonomous association of persons united voluntarily to meet their common economic, social, and cultural needs and aspirations through a jointly-owned and democratically-controlled enterprise. The Moscow Food Co-op supports the International Cooperative Principles that encourage collaboration among cooperatives. As stated by the General Assembly of the International Cooperative Alliance, cooperatives are based on the values of self-help, self-responsibility, democracy, equality, equity and solidarity. In the tradition of their founders, co-operative members believe in the ethical values of honesty, openness, social responsibility and caring for others. The ICA's 7 Principles are:

The 7 Co-operative Principles

1: Voluntary and Open Membership

Cooperatives are voluntary organizations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political, or religious discrimination.

2: Democratic Member Control

Cooperatives are democratic organizations controlled by their members, who actively participate in setting their policies and making decisions. Men and women serving as elected representatives are accountable to the membership. In primary cooperatives members have equal voting rights (one member, one vote) and cooperatives at other levels are organized in a democratic manner.

3: Member Economic Participation

Members contribute equitably to, and democratically control, the capital of their cooperative. At least part of that capital is usually the common property of the cooperative. They usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any of all of the following purposes: developing the cooperative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the cooperative; and supporting other activities approved by the membership.

4: Autonomy and Independence

Cooperatives 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 cooperative autonomy.

5: Education, Training and Information

Cooperatives 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 cooperation.

6: Cooperation among Cooperatives

Cooperatives serve their members most effectively and strengthen the cooperative movement by working together through local, national, regional, and international structures.

7: Concern for Community

Cooperatives work for the sustainable development of their communities through policies accepted by their members.

Adopted in Manchester (UK) by the General Assembly of the International Cooperative Alliance (ICA). 23 September 1995, on the Alliance's Centenary. The Statement was the product of a lengthy process of consultation involving thousands of cooperatives around the world.

II. BOARD GOVERNANCE

Policy Governance

The Board uses the “Policy Governance” approach to ensure that our practices express our core values. Many cooperatives use this governance framework that was developed by John Carver. (General information about the system can be accessed at www.carvergovernance.com.)

Through policy governance, the Board creates and maintains policies for the store that help us put our values and vision into practice. The policies shape things such as our wage range ratio, our sustainability goals, and the standards for protecting our assets. The Board’s focus is generally broader than operational specifics – the Board doesn’t determine which brands of milk we sell, but a policy about sustainability could shape what our buyers put on the shelves. Another characteristic of policy governance is that Directors have limits. Individual Directors do not have power; only the Board of Directors as a whole has the ability to make decisions.

The policies exert their influence through an accountability process. Many policies place their expectations upon the General Manager, and so it’s through the GM’s accountability to the Board at its monthly meetings that we ensure we’re on track or are prompted to adjust.

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III. BOARD ORIENTATION AND LEADERSHIP TRAINING

New Board members participate in an orientation that includes a special orientation Board meeting and/or leadership training with Cooperative Board Leadership Development, a Co-op Directors’ resource manual, and a store tour. These opportunities provide new Board members with background about the Co-op’s management and current Board issues. The goal is to assist new Board members in becoming effective participants right away.

IV. LEGAL RESPONSIBILITY AND INSURANCE COVERAGE

The Board is legally responsible for running the Co-op. Board members must keep informed, think carefully, and act appropriately for what they determine is in the best interest of the Co-op. The Co-op purchases a Directors and Officers Liability Insurance Policy on an annual basis.

V. COMMITTEES OF THE BOARD OF DIRECTORS

- **Nominations & Elections:** Committee charged with identifying and recruiting nominees for elected and appointed positions, including open positions on the Board of Directors and Board committee assignments. Committee also assures elections are held on time, in accordance with our by-laws, and provides oversight to assure fairness and accuracy.
- **Owner Engagement:** This committee is charged with developing short and long-term strategies for the Board to communicate with the ownership. The committee should actively seek ways to receive owner feedback in order to understand member values and respond in relevant ways.
- **Policy & Bylaw:** The committee is charged with refining and updating bylaws and governance policies to meet the current and emerging needs of the Moscow Food Co-op, requirements of the law, and other discrepancies or conflicts.

- **Executive Committee:** The committee is charged with identifying the education and developmental needs of directors and providing educational resources and experiences to fill those needs.
- **Strategic Initiatives Committee:** Committee charged with monitoring implementation of the Co-op's strategic plan and ensuring that it is periodically assessed and updated.

VI. DESIRED DIRECTOR QUALIFICATIONS

The MFC Board is seeking candidates who, ideally:

- Are dedicated to the cooperative principles and values, a thriving cooperative food system, and the success of the Moscow Food Co-op.
- Understand or are in the process of educating him/herself about policy governance system.
- Are knowledgeable about the Moscow Food Co-op.
- Understand the Board's role in defining values, vision, and long-term viability of the Moscow Food Co-op.
- Have willingness and demonstrated ability to participate actively in discussions and abide by Board decisions.
- Demonstrate the ability to reach out to others, cross 'party lines,' and build coalitions.
- Have willingness and demonstrated ability to operate in a group decision-making environment, to share power in a group process, and to delegate areas of decision-making to others.
- Represent or have experience in areas related to MFC's business. (Retailing, farming, organic and natural foods, legal expertise, business expertise, financial expertise, public health and nutrition, food systems, etc.)
- Have no overriding conflict of interest, expressed or known, that will interfere with his/her ability to participate and govern.
- Have commitment to prepare for meetings, willingness to participate in committee work, planning and training.
- Have the demonstrated ability to listen carefully to the ownership and represent the needs of the ownership.
- Can commit to the time necessary to be an effective Board member.

VII. TIME COMMITMENT AND COMPENSATION

Governing an organization effectively is a serious commitment. The Board operates as a team, sharing responsibilities to make its work a manageable part of Directors' lives. Board members are some of the hardest-working volunteers at the Co-op. Each Board member spends approximately a minimum of 12 hours a month on meetings and assignments. They are required to prepare for and actively participate in monthly Board meetings and serve on two committees that also meet monthly. Each year Board members participate in a Board training/ leadership meeting as well as two weekend BOD retreats. The term of a Director lasts for three years, except for those who are completing a term by appointment. Appointments end with the first election following the appointment, and appointed Directors are welcome to run for re-election. Board members receive a volunteer discount on their Co-op purchases.

VIII. POLICY THAT GOVERNS CANDIDATE ELIGIBILITY & THE ELECTIONS PROCESS

Policy D9: Board Member Nominating and Election Process

To ensure continuation of effective leadership and governance, the Board commits itself to recruiting high-quality candidates for open Board positions.

To this end we will:

1. Establish and maintain a Nomination/Election Committee(s) comprised of no fewer than two Board members whose terms will not expire at the subsequent Board election. The committee(s) will be responsible for overseeing the nomination/election and appointment processes, including but not limited to:
 - a) Coordinating the recruitment of qualified candidates and maintaining a list of potential Board candidates;
 - b) Assuring the eligibility of candidates by following these Board-determined criteria:
 - i. The candidate must have paid his or her membership dues.
 - ii. The candidate must have patronized the Co-op in the past year.
 - iii. The candidate must not be an employee of the Co-op.
 - iv. The candidate may not have any legal violations or convictions that would jeopardize the Co-op's state licenses or permits.
 - v. The candidate must have no overriding conflicts of interest. An overriding conflict of interest includes but is not limited to the following:
 1. engagement in activities that will put the Co-op in legal or financial jeopardy.
 2. an ongoing financial or legal dispute with the Co-op.
 3. financial dependence on a Co-op competitor.
 4. having applied for or left a management position at MFC within the year before application for or appointment to a Board seat.
 - c) Presenting a list of eligible and ineligible candidates for each election at the first Board meeting following the filing deadline. The minimum goal is to present at least two candidates more than the number of positions to be voted on.
 - d) Preparing informational packets for candidates that detail the Board code of conduct, eligibility information, time commitments, duties and responsibilities, campaigning guidelines, and other pertinent information.
 - e) Conducting an in-person Board candidate orientation that covers, generally, information provided in the candidate packet and provides candidates with a question and answer opportunity.
1. Require a simple majority of the Board to accept the eligible and ineligible candidate lists.
2. Charge the Nomination/Election Committee(s) with overseeing the election process, including but not limited to:
 - a. finalizing elections procedures before the start of the filing period;
 - b. working with support staff to carry out the election process;
 - c. assuring that all notices pertinent to the election process are posted in a timely manner according to the bylaws;
 - d. creating and enforcing campaigning/electioneering guidelines, which should generally discourage aggressive campaigning and/or leafleting;

- e. overseeing the process for handling, collecting, and storing ballots during the election;
 - f. overseeing the election outcome, including counting of all ballots and making results available to the general membership. All ballots shall be securely stored for three years. Ballots shall be counted by two persons working together, with at least one being a member of the Nomination/Election Committee.
3. Charge the Nomination/Election Committee with overseeing appointment processes in a manner that is fair, open, transparent, and timely.
 4. Charge the Nomination/Election Committee with overseeing special membership meetings/elections in accordance with MFC bylaws.

Amended by the Board of Directors on June 10, 2014

IX. POLICY D11: BOARD MEMBERS' CODE OF CONDUCT

I. Code of Ethics

The Board of Directors of Moscow Food Co-op adopts the following Code of Ethics to clarify any uncertainty regarding the authority of the Board or individual directors. This Code of Ethics is proposed to create greater unanimity and closer coordination between directors, management, and employees. If, by a vote of a majority plus one of the Board, a Board member is found in violation of the Code of Conduct, the Board member will be requested to resign their Board position. The Board may, at its discretion, issue one warning by majority vote plus one for a Code of Conduct violation by an individual Board member. Any further violation will require a vote to request a resignation.

To that end, we, the directors of Moscow Food Co-op agree that:

- The **Board's authority** is limited to overseeing the affairs of the cooperative in a manner deemed beneficial to the cooperative as a whole. To do this, we employ a manager to be responsible for the overall and day-to-day management of the business under the direction of the Board and work with management to set the future of the Co-op. We are also responsible for carrying out other duties as provided by the bylaws or by general or specific corporate laws.
- Each **director's authority** is equal only to the rights and authority of any individual member of the cooperative except when the Board is in formal meeting. No individual director may take action on behalf of the cooperative alone unless explicitly delegated that authority by Board action, and no individual director has any particular rights to information not made available to all directors.
- The **authority of the manager**, as approved by the Board in the General Manager's job description, is to manage the affairs of the cooperative. The manager shall employ, supervise, and discharge all employees, agents and laborers and engage in all negotiations and discussions on behalf of the cooperative as necessary and/or directed by the Board.
- While an individual director may **disagree** with a policy approved by or action taken by the majority of the Board s/he will accept that policy or action as being the considered judgment of the Board. An individual director shall have the right to present further evidence and argument to the Board for further consideration in a manner consistent with the Board's practices. The Board shall have the duty to reconsider its actions appropriately.

- All directors will maintain **confidentiality** as needed to protect the Co-op's interest and financial viability. This means that the directors shall not discuss disputed or confidential corporate actions, policies, or issues with Co-op members, employees, or the general public unless all directors agree that such information is no longer confidential. All issues related to personnel, real estate, market strategy and goals, and pending litigation will be considered sensitive issues subject to confidentiality unless or until full disclosure is approved by the Board as a whole.
- Directors **serve as representatives** of the cooperative. We shall conduct ourselves in a professional manner which fosters confidence and reflects positively on the Co-op, its members, and its staff. We respect the rights of other directors, staff, and members to communicate their ideas free from interruption and without intimidation. All directors shall affirmatively and, at all times, disclose any/all economic conflicts of interest.

II. Code of Conduct

As a Co-op director, I pledge to do my best for the Moscow Food Co-op and will:

- devote the time needed to fulfill the responsibilities of the position;
- attend all regular and special board meetings, committee meetings, and retreats; and if on occasion I am unable to attend, I will notify the board or committee chairperson in advance;
- arrange my absences in advance of Board or committee meetings, and I understand that absences not arranged in advance will trigger a Board review to consider whether to place me on probationary status. The Board President will provide written notice of the review, and I understand that upon a third absence not arranged in advance I will be considered to have resigned, effective immediately after the third absence;
- be prompt, attentive, and prepared for all Board and committee meetings;
- contribute to and encourage open, respectful, and thorough discussion by the Board;
- attend and actively participate in the Board's training sessions and annual planning retreat to enhance Board understanding and cohesiveness;
- disclose any personal or organizational conflict of interest that I may have and refrain from discussing or voting on any issues related to the conflict;
- be honest, helpful, diligent, and respectful in my dealings with the Co-op, with other directors, and with the Co-op's management, staff, and members;
- protect the Co-op's interest when the cooperative is contemplating entering into a transaction or arrangement that might benefit my private interest or might result in a possible "excess benefit" transaction;
- work for continued and increased effectiveness in the Co-op's ability to serve its member/owners;
- be a team player and agree to abide by the majority action of the Board, even if it is not my own personal opinion;
- present the agreed-upon view of the Board of Directors, rather than my own, when I speak for the Co-op Board of Directors to employees, members, shoppers, and the general public;
- refrain from asking for special privileges as a Board member and from interfering with management's authority;
- work to ensure that the Co-op is controlled in a democratic fashion by its members and that all elections are open, fair, and encourage the participation of all members;

- strive at all times to keep members informed of the Co-op’s status and plans, and of the Board’s work, as appropriate;
- continually seek to learn more about the Co-op and its operations and about my responsibilities as a Board member by pursuing educational opportunities;
- resign from the Board as soon as I decide to apply for a Co-op management position.

Each director, principal officer, and member of a committee with Board-delegated powers shall annually sign a statement that affirms such person:

- a) has received a copy of this policy;
- b) has read and understands the policy; and
- c) has agreed to comply with the policy.

As a Co-op director, I agree to abide by this Statement of Agreement. I agree that if, in the opinion of the majority plus one of Co-op directors, I have violated the letter or spirit of this agreement, I shall resign my position on the Board immediately and shall not seek to cause disruptions to the Co-op Board for that action. I agree that if I have resigned for Code of Conduct violations I will not seek to serve, or serve, on the Co-op Board for five years from the date of the resignation. The choice to not sign will result in immediate removal from the Board of Directors.

Printed Name: _____

Signature: _____ Date signed: _____

[Note: Example only; this does not need to be signed during the application process]

Moscow Food Co-op History Summary

MFC Mission Statement:

Working together to nourish and nurture our community

History:

It was August 1973 when our Co-op took root in Moscow. At that time, the nation was riveted by a Senate investigation into any illegal or unethical acts by the Nixon Presidential campaign related to the Watergate break-in at the Democratic National Committee office. Jim Croce's recently released "Bad, Bad Leroy Brown" was in heavy rotation, spending two weeks at number one in July. And E. F. Schumacher's "Small is Beautiful – Economics as if People Mattered" was hitting bookstores and deepening growing concern that modern economic practices are unsustainable.

It was a fertile time for growing a cooperative grocery store in Moscow. Counterculture ideas and increasing concern about soil, water, and air pollution were spurring the formation of natural food cooperatives all across the country in the late 1960s and early 1970s.

So too in Moscow, when friends Rod Davis, Jim Eagan, and Dave and Katie Mosel decided to start a natural foods store to address their concerns about rising food costs and the environmental impact of corporate food production. First called the Good Food Store, our founders opened our doors at 112 East Second Street with an inventory that consisted of peas, lentils, cheese, spices, and a few miscellaneous items. We were run entirely by volunteers, and in our first month sales totaled \$126.88. In the second month sales grew to \$1,000 – it was clear that Moscow wanted its Good Food Store!

Then, with 25 members and a few grants and individual loans in place, the Good Food Store officially became a nonprofit cooperative association with the state of Idaho on April 25th, 1974. Six locations and 41 years later, we're now guided by more than 7,000 local owners who engage in the cooperative business model to build a socially responsible food and goods system. Throughout this history the Moscow Food Co-op has always been more than the buildings from which we've sold lentils and our pesto rolls. Our cooperative is the community of owners who sustain this store for the benefit of our broader community.

- by Joan Rutkowski, Owner Engagement Coordinator, for Rooted magazine (Winter 2014-2015)

Moscow Food Co-op Highlights:

- 1973: Rod Davis, Jim Eagan, and Katie and Dave Mosel open the Good Food store on 112 East 2nd St. First months sales \$126.88. Second month's sales: over \$1000
- 1974: Co-op incorporates with 25 new members. A Community Action Agency grant helps the Co-op.
- 1975: Store moves to new location on 610 S. Main. Name officially changes to Moscow Food Co-op.
- 1976: The Co-op organizes Moscow's Farmers Market to provide a meeting ground for buyers and sellers of fresh local produce. Eventually the City's Arts Commission takes over and moves it to Friendship Square.
- 1978: The Co-op moves again to 314 S. Washington. We participate in the Renaissance Fair for the first time.

- 1980-1982: The Co-op faces stiff competition from area supermarkets. Managers are sent to business seminars and volunteers receive more training, and we get aggressive about broadening our appeal- cookware; socks, coffee and vitamins are sold.
- 1983: Store sales slowly increase upwards.
- 1985: New management system adapted to include co-coordinators and a General Manager with assistants. The Co-op loses investment in Equinox, a regional wholesaler, due to their collapse.
- 1986: The Co-op faces financial difficulties. Members chip in and make a difference. A new produce cooler is purchased.
- 1989: We move to 310 W. 3rd, former home of Kentucky Fried Chicken, get our first parking lot, and business increases 40 percent.
- 1990: Co-op opens its own bakery. A second cash register is added.
- 1991: Kenna Eaton is hired as the Co-op's General Manager after her most recent role as Produce Manager.
- 1992: Staff increases to 20 employees and sales break \$100,000 for December. Offices are moved upstairs.
- 1993: We celebrate our 20th anniversary. Staff and shoppers feel very cramped at present location, and the Board begins the search for a new facility.
- 1994: Staff resets entire store to create more space and refreshes the store with new paint and fixtures.
- 1998: Co-op celebrates its 25th anniversary with a Taste Fair and a party. Negotiations are successful for a new location and Co-op owners lend the store over \$77,000 to remodel & relocate.
- 1999: Co-op re-opens at 221 E. 3rd St. (current home of Safari Pearl) with increased sales floor space, increased kitchen space, and a loading dock. Sales grow 38% in our first year at this location.
- 2000: The Co-op continues to grow and prosper in its new location with sales growth of 15%. An indoor seating area is added for the deli.
- 2002: Sales for the Co-op continue to grow at 20% for the year. Co-op is able to start 2% Tuesdays: a grant program to award 2% of sales from Tuesdays in one month to a local organization. Co-op purchases and installs a POS system that involves touch screens and perpetual inventory.
- 2003: Sales continue to grow and we begin to feel cramped in our office space. We work on improving internal systems and growing a financially sound business.
- 2005: The Co-op negotiates a 15-year lease on the old Safeway building in the heart of downtown Moscow. The move to 121 East 5th St. is made in October; sales (and staff) immediately double.
- 2007: The Board of Directors adopts the "policy governance" framework and develops policy manual to better define and separate governance from daily operations.
- 2008-2009: Margins drop and the Co-op is put on the National Cooperative Grocers Association watch list. Financial and managerial changes are made and systems are improved to help address concerns.
- 2010: Sales and profits improve and the trajectory continues.
- 2011: General Manager Kenna Eaton leaves for Port Townsend's Co-op in February after working at the Moscow Food Co-op for 27 years. Board launches a GM search, and an interim GM Team begins managing the store. A new GM is hired in September.

- 2012: In January the Board announces that the recently hired GM is no longer employed with the Co-op. The interim GM Team steps in, and a new GM search is launched in June. In November the Board hires Melinda Schab, former Wellness Manager, as GM.
- 2013: A Board-appointed committee launches an extensive process to seek owner feedback and update the Co-op's Strategic Plan. Patronage Dividends are distributed to owners for the first time in the Co-op's history; the distribution is based on 2012 financial activity.
- 2014: The Board announces new Strategic Plan priorities for the Co-op to guide 2015-2020. Patronage Dividends for 2013 financial activity are shared with owners. A 10% discount for owners who are 55 and older is instituted and offered every Thursday.
- 2015: A 10% discount for college students on Fridays is instituted. In April, the Co-op launches FLOWER, an owner discount program designed to directly increase food access and educational resources to those most in need. FLOWER stands for Fresh, Local, Organic Within Everyone's Reach. Those who qualify receive a 10% discount in the store.

Operations:

The Co-op currently employs about 140 employees whose hours range from part-time to full-time. Benefits are offered to full-time employees who work 30 or more hours per week, and all regularly scheduled staff are eligible for an 20% discount on store purchases.



Application Process & Timeline

The Board of Directors is seeking to fill its current vacancy by appointment, using the following process:

1. The opening will be publicized in multiple forums.
2. Directors also will contact people who they think possess the desired leadership qualities for governing the Co-op.
3. The Nominations & Elections Committee will provide the application packet to owners who are interested in the opening.
4. Applications are due July 31st. The Nominations & Elections Committee will screen applications for eligible and ineligible candidates.
5. Eligible candidates will be invited to an interview with Board members at the August meeting.
6. The Board seeks to appoint a new Director no later than August.
7. The appointed Director's term will end April 2017. Appointees may run for a Board seat in the 2017 Board election.

Please submit materials by July 31st to be considered for an interview.

Application Materials



Moscow Food Co-op Board of Directors Application

When you submit your electronic application, please provide the Applicant Contact Information (I) in the text of your email. Parts II-IV are to be submitted as electronic attachments. Part V is submitted to the Customer Service Desk.

I. Application Contact Information

1. Name:

For Board use only, not for publication:

2. E-mail:

3. 10 digit Membership #:

4. Address:

5. City/State:

6. Telephone:

7. Cell phone:

II. Candidate Statement. Please answer the following two-part question:

Please tell us about why you would like to serve on our Board of Directors and why you think you would be an effective Director.

III. A resume or C.V. that includes employment and work experience and previous board experience (no more than 2 pages)

IV. Current digital photograph of yourself. A head shot is preferred.

V. Conflict of Interest Statement and Disclosure Form. Please complete the attached statement as part of your application. This statement is at the end of this packet, and can be removed and submitted. It is the only hard copy submission.

SUBMISSION INSTRUCTIONS:

- **BY EMAIL ONLY**, SEND APPLICATION CONTACT INFO (I), CANDIDATE STATEMENT (II), RESUME (III), AND PHOTO (IV) TO: boardelections@moscowfood.coop.
- **HARD COPY:** The attached CONFLICT OF INTEREST STATEMENT AND DISCLOSURE FORM (V) must be submitted, **signed**, to the Board Elections Committee via the Customer Service Desk at the Moscow Food Co-op. The statement is the last page of this packet.

Conflict of Interest Statement and Disclosure Form

NOTE: The Conflict of Interest Form must be returned in hard copy format, signed, to the Board Elections Committee via the Co-op's Customer Service Desk by Monday October 5th for your application to be considered complete.

I have read Policy D11, Board Member's Code of Conduct, and attest that if elected, I will sign it. I attest that I am not engaged in any transaction or activity that may represent a competing or conflicting interest with that of the Moscow Food Co-op. I attest that I am not engaged in nor do I intend to be engaged in any activity that puts the Co-op in legal or financial jeopardy. I understand that if I am engaged in any transaction or activity that may represent a competing or conflicting interest or that puts the Co-op in legal or financial jeopardy, that I will not be eligible to run for the Board nor serve on the Board.

I also understand that I will be required to submit fingerprints as required by the State of Idaho for businesses licensed to sell beer and wine.

The Moscow Food Co-op Board has established these specific criteria for eligible board candidates. I certify that I fulfill all these requirements:

- I have paid all current Co-op membership dues,
- I have patronized the Co-op in the last year,
- I am not an employee of the Co-op, either part-time, full-time, or a substitute,
- I have no overriding conflicts of interest with the Co-op. An overriding conflict of interest includes but is not limited to the following:
 - I am not engaged in any activities that will put the Co-op in legal or financial jeopardy.
 - I am not engaged in an ongoing financial or legal dispute with the Co-op.
 - I do not have financial dependence on a Co-op competitor. (Competitors are defined as retail establishments with product lines similar to the Co-op's. Local collaborators who supply the Co-op with products or operate Growers' Market booths are eligible board candidates).
- I understand that any owner who applied for or left a management position at MFC must wait one year before application for or appointment to a Board seat,
- I understand and agree that any conflict of interest that arises after I sign this form will be immediately disclosed to the Elections and Nomination committee, and to the Board,
- I also understand and agree that I will not participate in final deliberation or vote on any matter before the Board in which I have, or may be perceived to have, a direct or indirect conflict of interest.

Alcohol-related & felony disclosures. Certain issues may be considered a conflict of interest because of how they may be viewed by the State of Idaho with respect to our beer and wine license:

- We can't appoint or elect anyone who has had a felony, or has a pending felony (of any kind) in the last five years OR certain alcohol-related misdemeanors, or has a pending misdemeanor in the last three years. These timelines include any efforts to complete requirements of such convictions, such as probation. A DUI misdemeanor is *not* a disqualifying crime, and we do *not* need to know about it; however, a felony DUI in the last five years is disqualifying.
- We need to know if a prospective Board member has had a business interest in or been on the Board of a business during a time in which its alcohol license was denied, suspended, or revoked. Whether it is a problem depends upon circumstances. If you have had a business interest in or served on the Board of a business during a time in which its alcohol license was denied, suspended, or revoked please indicate which business and date(s) below.

Please complete the other side of this page.

Also, we need to inform the State if a Board member has an interest in another business, besides the Co-op, that has a license to sell alcohol. This information has no bearing on someone's ability to be a Board member; we just need to provide the information to the State.

I affirm that the following are all of my business, financial, and organizational interests that could be construed to be related to the mission, vision, values, or operations of MFC. I understand that this information (but not the alcohol-related information) may be made available to owners:

Business Interests:

Financial Interests:

Organizational interests, affiliations, and/or positions held:

Applicant: _____

Signature: _____

Date: _____