



**PEOPLE'S
FOOD CO-OP**
COMMUNITY-OWNED NATURAL FOODS GROCERY

216 N. FOURTH AVENUE
ANN ARBOR, MICHIGAN 48104
PHONE (734) 769-0095
PEOPLESFOOD.COOP

Dear Member-Owner:

December **2017**

Thank you for your interest in running for a seat on the Board of Directors! If you want to know what's going on at the Co-op and have a hand in shaping its future, the Board is the place to be. People's Food Coop (PFC) has a proud forty-six year history of serving the Ann Arbor community. Member-Owners are the core of the organization and serving on the Board is one of the most important ways a member can contribute to PFC. To run for the Board you must be a PFC member in good standing. You have two routes to run for the Board:

1. You may submit a candidate application to the Nominations Committee for their consideration to the PFC business office at 216 N. Fourth Ann Arbor by **10 p.m. Monday, January 15, 2018**. Your application needs to include:

- a. A Signed Declaration of Candidacy form
- b. Your Candidate Statement
- c. A photo (preferably digital) of yourself (Please email a headshot to graphics@peoplesfood.coop)

2. Per PFC bylaw 5.4; any member may submit a petition with the valid signatures of no more than one (1) percent of the total membership or one hundred (100) members (which ever number is larger) to the PFC Business Office by **10 p.m. on January 31, 2018**.

This Declaration of Candidacy Packet contains:

- pg. 2: Board of Directors Philosophy and Operations
- pg. 3: Board Job Description
- pg. 4: Board of Director Responsibilities
- pg. 5: Application procedure
- pg. 6: Declaration of Candidacy form

Please review these materials carefully. We welcome your questions regarding the election process and/or the duties and responsibilities associated with serving on the Board. While not required, it is strongly recommended candidates attend at least one of the two Board meetings held between now and the Annual Meeting (when the election ends) to become familiar with our governance process. Each Candidate Statement and photo will be printed in the upcoming election issue of our newsletter, on PFC website, the voting webpage as well as posted in the store for member review.

Feel free to call any Board member to discuss Board participation. Their contact information appears on our website and in the store bulletin board under Board of Directors. You may also call the PFC office (734-994-9174) and speak with our interim General Manager, Angie Voiles (GM@peoplesfood.coop) or ask a cashier for information.

Once again, thank you for your interest. We look forward to hearing from you and receiving your Declaration of Candidacy and Candidate Statements!

Sincerely,
The PFC Board of Directors



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Board of Directors Philosophy and Operations

Board Governance

We work within the policy governance framework. Under this model, in the form developed by John Carver in his book “Boards That Make A Difference”, the Board focuses on the future direction of PFC rather than daily operations. We do so on behalf of its Member-Owners. We have developed and continually revise policies that define the difference we want PFC to make in the world and that provide guidance to our General Manager.

The policy governance approach frees the Board to concentrate on the future –the right direction for PFC. While we do spend time reviewing detailed reports on the financial and daily operations of the coop, our focus is to plan a future consistent with the needs and wants of our members and to craft policies that guide PFC in the achievement of that future.

It is important for candidates to understand that the Board does not “run the Co-op.” It has delegated that task to the General Manager. We establish written expectations in the form of policies and carefully monitor the Co-op’s performance in relation to those policies. The General Manager conducts daily store operations and other PFC activities within the guidelines set by the Board, and Management is evaluated on how well it meets these guidelines. The Board defines, delegates and monitors but does not “carry out” the co-op’s work.

The main areas of Board activity are:

- Linking with member-owners. As their representatives we seek their input and strive to foster their sense of ownership.
- Enacting policy such that we direct, control and inspire the organization.
- Assure management/organizational performance through regular monitoring.
- Board training and self-evaluation to ensure effective governance.
- Organize the Board election process

Board Compensation

The rewards of Board service derive from working together with others who share a love for PFC and desire to help shape the future of the organization we all believe in. There is no monetary compensation, however directors do receive a small quarterly gift certificate for use at PFC and are reimbursed for childcare expenses resulting from participation in Board meetings and functions.

Board Structure

The Board comprises **eight** directors serving staggered three-year terms. In 2016, the Membership passed a bylaw change increasing the number of Board members from seven (7) to nine (9). In the 2018 election we will vote in the 9th director. From its ranks the Board elects a president, vice-president, secretary and treasurer each year at its first meeting after the election. This year we have 3 three year positions up for election.



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Board Job Description

The Board of Directors is responsible to the membership for PFC's performance through all of its activities. It delegates some of this responsibility to the General Manager, holds the General Manager accountable for organizational performance, but ultimate responsibility resides with the Board.

Duties and responsibilities include:

- Represent the interests of the membership as a whole.
- Prepare for each Board meeting by reading the materials and being ready for discussion.
- Take initiative and provide leadership.
- Participate actively in discussions, share your viewpoint then support the Board's decision.
- Take part in long term strategic planning.
- Learn and apply the policy governance model in Board proceedings.
- Read, understand and support PFC policies and by-laws.
- Share equally with other directors in committee and task force work.
- Disclose conflicts of interest immediately.
- Hold in confidence any information so designated.
- Attend all regular and special Board meetings.
- Attend all meetings of the membership.
- Be accessible by phone and e-mail to other Board members and the membership.
- Fulfill commitments within the agreed upon deadlines.
- Adhere to the commitments set forth in the "Declaration of Candidacy".
- Be loyal to the organization.
- Support the Co-op by being an active member-owner and shopping regularly.
- Actively recruit new member owners and encourage their participation in PFC.
- Serve as an advocate for PFC.
- Be aware of the benefits and programs PFC has to offer.
- Keep your copy of Board policies and proceedings orderly and be familiar with how to access the most recent versions of these materials from the Board's online shared folder of Board policies.



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Board Responsibilities

Training and Planning

Directors meet for planning and/or training periodically to address upcoming Board initiatives and improve their knowledge in such areas as financial reporting, market conditions, or governance. These sessions vary in length from 2-8 hours. The Board also has an all-day annual Board retreat. In some years we hold a more extensive planning retreat to review current PFC goals and focus on the direction PFC will take over the next five to seven years. It generally lasts about twelve hours and is typically spread over two days. In many years PFC has brought in an expert on cooperative Board governance to lead these sessions.

Upcoming Available Training and Planning Dates: (trainings typically run from 9am to 5pm):

- **CBLD 101 5/5/18 - Kalamazoo, Michigan**

Time Commitment

Directors spend on average 8-10 hours per month on various Board related work. There is one monthly Board meetings each, usually held on the third Wednesday of the month and lasting for 2-3 hours. Familiarizing yourself completely with the agenda materials and being prepared are required and essential for responsible decision-making and efficient time management. Directors must attend all meetings of the Membership. Directors also participate in committee work deemed necessary by the Board and are usually seated on 2-3 committees (Linkage, Board Development, Ken King Award, etc.). Committee meeting dates, time, and work-load distribution are established by the committee. E-mail is essential for between-meeting information sharing and discussion. Therefore, potential Directors should have regular access to e-mail. Board members also participate in an annual, all day, Fall Retreat.

Qualifications

- Commitment to the PFC Membership.
- Propensity to think in terms of systems and contexts –the harmony of the whole.
- Ability and eagerness to deal with values and long-term planning.
- Ability to participate assertively (not aggressively) in deliberations.
- Willingness to delegate.
- Willingness to take responsibility for conflict on the Board and work to resolve it.
- **Please refer to Board Policy G.3 Director Code of Conduct for a more detailed description of Board member expectations.**

Directors must be PFC Members in good standing and should be dedicated to the success of the Cooperative. We value diversity and seek candidates with a wide range of backgrounds and viewpoints – people who can work together as a team as well as take initiative on independent projects. Those with backgrounds in social or market research, cooperative ventures, community involvement, business, accounting, law, or organizational development are often particularly well suited to contribute to the Board. However, all that is required is your commitment to the organization and its future.



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Application Procedure

PFC members, who would like to run for a seat on the Board, should submit the completed Declaration of Candidacy form, as well as a Candidate Statement that answers these questions:

1. Why are you interested in serving on the PFC Board?
2. What knowledge, skills, experience, and energy would you bring to the Board?
3. What do you see as PFC's role in the broader community?
4. What do you believe PFC's priorities should be in the coming years and why?

Regarding the questions above...

This statement must be limited to **500 words** or less and be as clear and concise as possible. This will be the primary source of information on which members will base their voting decisions. Sample statements are available upon request. Candidate statements are published unedited/as-written in the election issue of the PFC newsletter along with the ballot. The statements and pictures will also be posted to the election website during the election.

Please provide a current headshot for publication along with your statement. Your photo should be of sufficient quality and clarity for publication in the newsletter. **Digital photos are required and can be emailed to graphics@peoplesfood.coop.** Your Declaration, Statement, and photo must be turned in to the PFC office no later than **10pm Monday, January 15, 2018.**

2018 Candidacy and Election Timeline:

December 2018 through January 15 2018: Candidate recruitment, including signs in the store, newsletter, and direct outreach by members of the Board.

Monday, January 15, 2018: Deadline for all Declaration of Candidacy, Candidate Statements and photos to be submitted to the PFC business office.

Wednesday, January 31, 2018: If running by petition, all petition forms with member signatures must be submitted to the PFC business office, with Candidate Statement and photo.

Wednesday, April 4, 2018: Voting begins with distribution of the PFC newsletter containing the election ballot, Candidate Statements, and photos from all official candidates for the 2015-2019 term on the Board. Ballots, statements, etc. are also posted in the store.

Thursday, April 26, 2018: Close of voting, 6:00 p.m.

Thursday, April 26, 2018: PFC Annual Meeting and announcement of election results.

Wednesday, May 21, 2018: Board meeting - election results are certified and the newly elected directors installed. Officers are elected.



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Declaration of Candidacy for the People's Food Co-op Board of Directors

I declare that I am a candidate for the People's Food Co-op Board of Directors for the term beginning in May of 2017. This appointment would run through April of 2020 for a three year term. In the event of an invalid election, PFC bylaw 5.2 will be in effect.

I recognize that as a director I will have a legal and fiduciary responsibility to the Member-Owners to act in an informed and prudent manner, and that while the Board as a whole has this responsibility, I may be held personally liable should I not act responsibly.

I recognize that as a director I will have a duty to represent the Member-Owners at large and to act in their best interests (not those of any individual or faction).

I understand that serving as a director requires that I:

1. Prepare for and attend Board meetings and membership meetings.
 2. Learn and apply the Policy Governance model of Board proceedings.
 3. Attend Board training sessions and retreats.
 4. Share the committee and task force work equally with the other directors.
 5. Become familiar with and abide by PFC policies and by-laws.
 6. Take responsibility for Board duties and work together with the other directors in a spirit of understanding, respect, and mutual support to make decisions that will enhance the viability of the Co-op.
- I qualify to serve as a director in that I am a PFC Member in good standing.
 - I have read and understand the Duties and Responsibilities information and other material supplied in the candidate's packet.

Please fill out the form on the following page.



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Name _____

Member # _____

Address _____

Phone & Email _____

Co-op issues of particular interest to me:

1. _____

2. _____

3. _____

Signature _____

Date _____

Please return to our Business Office by 10pm on Monday, January 15, 2018.