

Summary of Wild Root Market Board Member Role and Expectations



Purpose of Summary

To provide basic information about what Wild Root Market Cooperative expects from its current and future Board Members.

Expectations

Wild Root Market (WRM) is committed to promoting a positive and collegial working environment at the Board of Directors level. Board Members should be prepared to:

- Be committed to and focus your efforts on WRM's mission and goals and act in the best interests of WRM.
- Work as a productive, cooperative member of the Board and serve on one or more committees.
- Support all actions taken and decisions made by the Board in a positive manner.
- Keep confidential matters confidential.
- Stay informed.
- Be accountable to fellow Board members and to the co-op community for competent, conscientious and effective accomplishment of Board obligations and assigned tasks.
- Prepare for and attend meetings consistently, participate fully, fulfill fiduciary and other obligations to Wild Root Market and its owners and adhere to all applicable WRM policies at all times.

Decision Making Guidelines

Wild Root Market has an expansive view of its Directors' obligations to act in the co-op's best interests. In determining what he or she believes to be in the best interests of the cooperative, a Director or Officer may, in addition to considering the effects of any action on Owners consider the following: (1) the effects of the action on employees, suppliers and customers of the cooperative, (2) the effects of the action on communities in which the cooperative operates, (3) any other factors the director or officer considers pertinent.

Term of Office

The business and affairs of WRM are governed by the Board of Directors consisting of no fewer than seven (7) Directors, each of whom must be an Owner. Members are elected at the Annual Meeting for a term of three (3) years starting with the meeting immediately following the Annual Meeting. Any director who fails to attend three (3) consecutive meetings or four (4) meetings in any fiscal year may be removed at the discretion of the Board. Officers (President, Vice President, Secretary and Treasurer) are elected by the Board and serve a one (1)-year term.

Selection Process

Directors are elected by ballot at the Annual Meeting. Nominations, made by the Board or by self-nomination (which requires signed by at least twenty-five (25) members entitled to vote) are submitted to the Secretary at least thirty (30) days before the Annual Meeting. Nominees receiving the highest number of votes cast will be elected and will take office at the adjournment of the Annual Meeting.

For a mid-term vacancy, Board members identify prospective Director candidates, those with demonstrated leadership, commitment to WRM's mission and values, a willingness to adhere to the above expectations and the necessary skills and expertise that will benefit WRM.

- If prospective Directors are able to fulfill the commitments, they are invited to submit an application.
- The Board reviews the application(s) and recommendations are put to the Board for a vote.

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Time Requirements

Directors' commitment consists of:

- Monthly Board meetings (usually lasting 2 hours)
- Annual meeting (usually lasting 2 hours)
- Committee meetings (as necessary)
- Strategic Planning meetings (as needed)
- Speaking at public events (as needed)
- Representing Wild Root Market at other special events on evenings and weekends

Each member is expected to chair or actively participate in at least one standing or ad hoc committee. Most work is done in meetings. Deadlines cannot be met nor quality work completed without full and active participation from Directors.

Board Meetings

The Board meets twelve (12) times per year, usually on the fourth (4th) Monday of each month, from 7:00 p.m. – 9:00 p.m. Additional meetings may be called as events require. If you are a Committee Chair, you are asked to provide a written report of your Committee's activities each month (especially if you are unable to attend a meeting) which will be included in the meeting minutes. Officers may meet an additional 2 – 3 times per year for budget development or other operational needs.

Committee Meetings

Committees meet as needed in order to accomplish certain tasks by established deadlines. Recruiting other volunteers to the committee is often required. A written Committee Report is submitted in time for each month's Board meeting.

Current Committees

- Ownership & Education
- Community & Business Outreach
- Finance
- Marketing, Design & Promotions
- Architecture & Design
- Technology
- Human Resources

Board Resources

- By-laws and Board Policy Manual (currently in development)
- Annual budget and most recent monthly financial statements (future)
- Minutes from past Board meetings
- List of Board members with current contact information
- Food Co-Op Initiative website: <http://www.foodcoopinitiative.coop/>
- Subscription to CDS e-newsletter
- Other Co-Ops throughout the region