

2023 April 1

Dear Co-op owner and prospective candidate for
Election to the Board of Directors,

We are honored by your interest in serving on the Pullman Good Food Co-op Board of Directors. Pullman Good Food Co-op practices Policy Governance and seeks a Board whose membership reflects the rich diversity of our ownership in terms of race, ethnicity, gender, religion, age, disability, experience, profession, and income. Having an active and engaged volunteer board is an essential part of the governance and ongoing prosperity of our Co-op, and we believe it can be a very rewarding experience for all concerned.

Our goal is to open a successful retail food cooperative in Pullman, serving the region's needs for healthy and local food.

To read the full description of duties and expectations of a board member, please visit [Elections](#)

Two of seven board positions are open in this year's election, each serving a three-year term - expiring in 2026. Before applying, we ask that you please review the job description, eligibility requirements, and code of conduct policy the Statement of Agreement. If possible, candidates for the Board are also strongly encouraged to attend one of our monthly meetings as a guest to observe our process in person.

Applications are due April 15 and should include a photo (higher resolution is better). use the form here - [Elections](#) to submit candidate statements.

Please note that information submitted with this application will be made public for the Co-op membership before elections.

Voting for this year's elections will be held electronically beginning May 5 and proceeding through May 15, at which time paper ballots may also be submitted. Paper ballots must be requested by May 5. An email link to vote will go out to the primary household member – one vote per member/owner household.

For more information, please contact the Board at membership@pullmangoodfoodcoop.com

Thank you again for your time and interest.

In cooperation,

Justin Peters, Board Chair

Kathleen Ryan, Secretary

Willow Falcon, Treasurer

Ken Casavant

Jeff Guyett

Matt Smylie

community owned.



collectively grown.

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The mission of the Pullman Good Food Co-op is to provide equitable access to healthy, affordable, quality food with a priority to support local producers.



Application Process & Board Election Timeline:

We will hold a Candidate Forum. This will involve having candidates answer questions in writing or by video, and then including those answers along with each candidate's statement on the Co-op web page. We may also seek comments or questions from Co-op ownership to include in the question list. Candidates will be informed of the Candidate Forum format in time to include their responses on the web page by date listed below for the face-to-face forum.

The Nominations & Elections Committee consists of Board members who are not currently running for re-election. The Committee reviews applications, conducts candidate orientations, and presents the candidates to the ownership.

April 1	Candidacy packets available on the Co-op website
April 15	Deadline for candidate applications/statements to be submitted
April 17	Board reviews candidates
April 18	Board recognizes eligible candidates
April 19	Board of Directors meeting
April 21	Q&A with the Board 12pm
April 24	Deadline to withdraw from the election
April 26	Candidate statements published on website
April 26	Candidate Forum with moderator
May 5	Election period begins
May 15	Election period ends
May 22	Election results announced
June 16	New Board member orientation
June 21	New Board members seated at Board Meeting

Board Member Necessary Qualifications

- Passion for the mission: As a board member you are representing the Pullman Good Food Co-op and are expected to passionately promote the cooperatives goal, vision, principles and mission.
- Positive attitude & open minded: You will be working in a team setting, therefore it is extremely important to stay patient and welcoming to others ideas. Board Members represent the Co-op's Owners and need to make decisions that best suit the organization and communities needs.
- Willingness to learn more about the co-op: Cooperatives are different than your average business. There is a lot to learn and we are looking for people willing to educate themselves and attend training seminars to better serve the organization.
- Dedicated to board expectations and time commitments: Board members are held accountable to their tasks, duties and responsibilities including showing up on time and having work completed by said deadlines.
- Excellent communication skills: This is a team effort and open communication is a must. It is required that you tend to emails in a timely fashion and express your needs as they arise.
- Owner of the co-op 30 day prior to voting open.
- Access to secure internet for virtual meetings and file storage.

Board Member Preferred Qualifications in one or more of the following areas (in orange)

- **Leadership Experience:** The Pullman Good Food Co-op is looking for assertive leaders who are willing to step up and take responsibility for tasks as they arise. We are looking for self starters who can work as well independently as they can in a team setting.
- **Fundraising & Capital Campaign Experience:** The Pullman Good Food Co-op is a community owned and operated business. We are looking for individuals who have fundraising, capital campaign, project development planning and/or organizational background to help open the co-op successfully.
- **Marketing & Outreach Experience:** Awareness is key and the Pullman Good Food Co-op Board of Directors is looking to add a creative, innovative thinker who can help establish a plan to best engage our community in this process.
- **Member/Ownership Development:** Member Recruitment is currently the cooperatives highest priority. We are looking to add a board member who has knowledge in co-op's and recruiting memberships.
- Food Security: The Pullman Good Food Co-op holds the community's food security as a high priority. We are looking for individuals who have experience working with low-income populations and related programming focusing on affordable food accessibility, including positive community spaces and diversion of food waste.
- Local Grower & Suppliers Support position: This position promotes and supports local vendors, increases awareness of local products, and actively works to strengthen food security in our community. This person should have strong communication skills, good connections with the local community, and a passion for local products. This position is on the Growers & Suppliers Engagement Committee.

Position Description

Pullman Good Food Co-op is governed by a democratically elected Board of seven directors serving three-year terms. The Board is your voice at the Co-op and uses the principles of policy governance to represent the interests of member-owners and to safeguard the future of the cooperative. As a start-up Co-op, the Board actively works on the steps necessary to open a store.

Directors are required to

1. Agree to abide by the Board's policies.
2. Sign a non-disclosure agreement.
3. Sign a Code of Conduct.
4. Disclose any potential conflicts of interest.

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 to:

- Create and perpetuate the organization that can open and own a food co-op.
- Prepare for and attend all monthly Board meetings.
- Research issues thoroughly to be informed about Co-op operations and issues.
- Serve on committee(s) and attend committee meetings.
- Know and follow the Co-op's bylaws, policies, and procedures.
- Bring complete honesty and personal integrity to the Co-op's Board.
- Provide leadership for the Co-op and its management.
- Attend Board trainings and annual weekend retreats.

Eligibility

- Board members must be owners in good standing of Pullman Good Food Co-op.
- Only one individual per membership is eligible to serve on the Pullman Good Food Co-op Board of Directors at a time.
- Paid employees of the Co-op are not eligible to serve on the Board of Directors
- Board members must have strong communication and leadership skills and be willing and able to make decisions in a collaborative environment.

Board Responsibilities

- Develop and implement opening of the Pullman Good Food Co-op.
- Enact governing policies, carry out the directives of Co-op's Articles and Bylaws and update these documents as necessary to ensure the ongoing success of the cooperative.
- Act as trustees of member-owners by providing oversight of the Co-op's finances.
- Provide a vital link between the co-op and member-owners.

Expectations

- Assume fiduciary responsibility of the cooperative on behalf of all member-owners.
- Learn and practice the principles of Policy Governance to provide effective policy and leadership for the organization.
- Serve a three-year term unless elected to fill the remainder of another Director's term.
- Prepare for, attend and participate actively in board activities, including but not limited to: monthly meetings, committee work, online discussion, training sessions, and retreats.
- Work cooperatively to reach decisions and accept group decisions as the voice of the board.
- Faithfully represent the Board's interests and positions to the public while maintaining confidentiality as appropriate around protected matters.
- Work to perpetuate and improve the board itself through active recruitment, participation in democratic elections, policy formation, self-monitoring and self-assessment. Agree to abide by the Director's Code of Conduct policies, which include avoiding any conflicts of interest with respect to fiduciary responsibility.
- Commit a minimum of 20 - 25 hours of time to board work and meetings each month (and more for officers).

Compensation

There is no financial compensation for serving on the Co-op Board.

Further detail regarding the duties and expectations of board members can be found in the Pullman Good Food Co-op Bylaws and Policy Register documents, which are available for download on the Pullman Good Food Co-op web page.

Pullman Good Food Co-op Code of Conduct (to be signed after elected)

We each commit ourselves to ethical, professional and lawful conduct. This is a “Working” board towards opening the Pullman Good Food Co-op.

1. Every director is responsible at all times for acting in good faith, in a manner which they reasonably believe to be in the best interests of the Cooperative, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.
2. Directors must demonstrate un-conflicted loyalty to the interests of the Cooperative's member-owners. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups, membership on other Boards or staffs, and the personal interest of any director acting as an individual consumer or member-owner.
 - a. There will be no self-dealing or any conduct of private business or personal services between any director and the Cooperative except as procedurally controlled to assure openness, competitive opportunity and equal access to “inside” information.
 - b. When the Board is to decide on an issue about which a director has an unavoidable conflict of interest, that director shall abstain from the vote and, possibly, from deliberations on the issue.
 - c. Every year, every director will complete the Code of Conduct Agreement form and will verbally report to the whole Board all actual and potential conflicts. Every director will immediately report any subsequent actual or potential conflicts to the whole Board. See the Board manual for examples.
 - d. When the Board is to decide on an issue about which a director has an unavoidable conflict of interest, that director shall abstain from the conversation and the vote.
 - e. A director who applies for employment at the Cooperative must first resign from the Board.
 - f. Directors may not attempt to exercise individual authority over the organization.
 - g. When interacting with the GM or employees, directors must carefully and openly recognize their lack of authority.
 - h. When interacting with the public, the press, or other entities, directors must recognize the same limitation and the inability of any director to speak for the Board except to repeat explicitly stated Board decisions.
3. Directors will respect the confidentiality appropriate to issues of a sensitive nature and must continue to honor confidentiality after leaving Board service.
4. Directors will prepare for and attend Board meetings, as required in the bylaws, and any other events and training as agreed upon by the Board. The Board shall further clarify these additional events as either an expectation of Board service or an opportunity.
5. Directors will support the legitimacy and authority of the Board's decision on any matter, irrespective of the director's personal position on the issue.
6. If any director is out of compliance with this policy, the Board will follow appropriate procedures to address the problem. If no satisfactory resolution is reached, the Board may remove the director by a 2/3 majority vote of the full Board, with the affected Board member abstaining.



Statement of Agreement (to be signed after elected)

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 the agreement, I shall resign my position on the Board immediately and shall not seek to cause disruptions to the Co-op Board for the 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 resignation. The choice to not sign will result in immediate removal from the Board of Directors.

Signature of Board Member

date

Printed Name Board Member

Complete the form here:

<https://www.pullmangoodfoodcoop.com/elections>

Application - Candidate Statement

Please write a brief candidate statement that addresses the following questions.

We encourage you to carefully consider the questions and your responses. A clear response will demonstrate to Co-op owners your qualifications for serving on the Board.

Important: Question #1, #2 and #3 will also serve as your "Short Profile" in the emailed election information, so please write your answers out with this in mind (250-word limit for all 3 questions).

(Short Profile - #1, #2 and #3 must total 250 words)

- 1) Why would you like to serve on the Board of Directors of Pullman Good Food Co-op?
- 2) What professional experience, training, education, or other board experience have you had that would contribute to the Board's work and the mission of Pullman Good Food Co-op?
- 3) What skills and qualities do you have that uniquely qualify you for the Board of Directors, and why do you want to run for the Board?

Important: Your answers to the full application (Questions #4 - #9) will also appear on the Co-op's website (no word limit) as your "Long Profile."

(Long profile - #4 - 9, no word limit)

- 4) Think about a situation that demonstrates your ability to create a climate that values cultural diversity. How would you encourage sharing different perspectives?
- 5) What do you believe are the Co-op's greatest strengths?
- 6) Describe any experience you have in reading and understanding financial statements.
- 7) Describe your applicable experience in the following (respond to each item listed, if you have no experience in an area, note "no experience").
 - Leadership
 - Membership Development
 - Capital Campaigns/fundraising
 - Marketing & outreach
- 8) Describe the applicable experience, skills or knowledge you have working with any or all of the following: cooperatives; policy governance; non-profit or for-profit boards; a group that used active member participation to achieve its goals.
- 9) Describe your connections with the community, including volunteer work if applicable.
- 10) Describe any business or entrepreneurial experience you have.
- 11) What committee/s are you most interested in serving on and what skills and experience would you bring? (Click on link for more on committee charters & duties) <https://docs.google.com/document/d/1LjJlrzEZhQOXIL6MxKwk9ErCrKaBLkvCO3GbS9PMHR0/edit?usp=sharing>

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. Pullman Good Food Co-op supports the International Cooperative Principles that encourage collaboration among cooperatives. As stated by the General Assembly of the International Cooperative Alliance (ICA), cooperatives are based on the values of equality, equity and solidarity. In the members believe in the ethical values of honesty, openness, social responsibility and caring for others. The ICA's 7 Principles are as follows:



association of persons united voluntarily and cultural needs and aspirations democratically controlled enterprise. The International Cooperative Principles that cooperatives. As stated by the General Cooperative Alliance (ICA), self-help, self-responsibility, democracy, tradition of their founders, co-operative

THE SEVEN COOPERATIVE 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.

Policy Governance

The Board uses a management system called Policy Governance. This system is designed to help the Board focus on the larger policy issues of the organization rather than be involved in day-to-day decisions. Under Policy Governance, the Board focuses on policy making and the Co-op's Collective Management Team focuses on the operational aspects of the store. The Managers report regularly on certain policies by preparing monitoring reports which detail compliance or noncompliance with the Board policies.

Overview of Policy Governance

What is Policy Governance?

Policy Governance is a set of policies that directs the Board with the aim of carrying out the Mission of the organization. The policies are written by the Board of Directors and are the mechanism by which the Board governs on behalf of the membership.

There are four different sets of policies used for governance. In the current start-up phase the Pullman Good Food Co-op operates using Board policies. Policies for Ends, Limitations and Board-management will be developed as the Co-op operation evolves.

- Clarifying the responsibilities of the Board (Board Process policies)
- Stating specific organizational targets that manifest the mission of the organization (Ends policies)
- Defining what the Management Team is not allowed to do (Limitation Policies)
- Clarifying the relationship between the Board and the Management (Board – Management policies)

Why do we use Policy Governance?

The Board, made up of volunteers, is transient by nature. Nevertheless, that disparate group of good-hearted folks must feel competent to oversee the development of a food co-op in Pullman. Policy Governance is designed to make clear the responsibilities and basic working relationship of the Management of the Co-op and the Board of Directors.

How Policy Governance Works

The Board uses monitoring reports to evaluate the Management's performance. The Management writes the reports which describe and quantify how they are complying with existing Ends and limitation policies. The policies also use external means to monitor the Management. Monitoring reports are also completed by the Board in order to report to the Co-op membership regarding the Board's compliance with Board-Management Relationship policies and Board Process policies. The calendar for writing the monitoring reports is embedded in the policies.

Principles of Policy Governance

Trust in Trusteeship

The Board is not the manager of the Co-op; the Board is holding the Co-op in trust for the membership. Policy Governance provides a tool for empowering the Trustee function.

The Board is a single unit responsible for the Co-op. This one voice is determined by the Board voting on issues. Individual Board members cannot act unilaterally on behalf of the Board. Board decisions are primarily policy decisions.

The Board is responsible for representing the values of the Membership. By requiring that most Board action be policy oriented, a discipline and focus of attention is created.

Board determines broadest value first, then narrower ones

The four different governing needs are the broadest possible statement of goals desired. After a broad goal is stated, the detail of each policy refines and explains the results desired, becoming more specific the farther into the policy outline one goes.

community. owned.



collectively. grown.