Moscow Food Co-op Committee Charters

Nominations & Elections Committee Charter

COMMITTEE NAME: Nominations & Elections Committee

PURPOSE: The committee is charged with elections-related processes to cultivate effective Board leadership.

STATUS: Standing

DUTIES. Per Policy D9, the committee's duties are:

- **Recruiting candidates:** In a year-round effort that aims beyond the upcoming election, the committee will develop a pool of qualified candidates and work on recruitment for the Board.
- **Overseeing elections & nominations processes:** This involves assuring candidate eligibility, presenting the Board with eligible and ineligible candidates, conducting candidate orientations, and overseeing elections procedures and marketing efforts (including work carried out by Co-op staff).
- **Special membership meetings:** The committee will oversee special membership meetings/elections called in accordance with MFC bylaws.

CHAIR: A director approved by the Board at its first meeting after the election.

COMMITTEE COMPOSITION: The committee's composition will be determined by the Board on an annual basis following the Board election. Membership shall include at least two directors, and may also include Participating Owners, staff, and other persons with expertise in the specific duties. Only directors whose terms do not expire with the immediate upcoming election may serve on this committee.

MEETINGS: The committee will meet monthly, or more frequently if needed, with meetings lasting approximately one hour.

BUDGET: The committee may require funds and will work with the GM to establish a budget when needed. If candidate recruitment is to involve entertaining potential candidates, then a budget will be required.

REPORTING TO BOARD: The committee chair is responsible for keeping the MFC Board apprised of the committee's actions on a monthly basis. Committee notes will be posted online in the Board filing cabinet and included electronically in the monthly Board meeting packets.

SELF-EVALUATION: The committee will evaluate its own functions, personnel, accountability, and effectiveness via an annual survey of committee members.

Adopted July 22, 2014

Policy and Bylaw Committee Charter

COMMITTEE NAME: Policy & Bylaw Committee

PURPOSE: The committee is charged with evaluating 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.

STATUS: Standing

DUTIES: To fulfill the committee's purpose, Policy & Bylaw is responsible for:

- reviewing current policies and bylaws upon Board request.
- drafting revisions to policies upon Board request and in accordance with Co-op values, or drafting a report on why no revisions are necessary.
- proposing revised policies to the Board of Directors for approval.
- finalizing policy proposals based on direction from the Board of Directors.
- ensuring the MFC policy manual is updated and distributed in a timely manner.

CHAIR: A Board member approved by the Board of Directors.

COMMITTEE COMPOSITION: The committee shall be composed of 2-3 directors. Participating Owners also may sit on the committee. Committee members will be considered for approval by the Board.

MEETINGS: The committee will meet once a month, unless there are no policy referrals from the Board, in time to allow for presentation of policy proposals at the next Board meeting.

BUDGET: The committee will not require funds but will require the paid time of the Board's administrative assistant.

REPORTING TO THE BOARD: The committee will submit its meeting notes and draft policy revisions to the Board via the Board's agenda packet.

SELF-EVALUATION: The committee's self-evaluation will be conducted as part of the Board's annual evaluation. Attendance, progress, preparation, and quality of work should be evaluated.

Adopted July 22, 2014

Professional Development Committee Charter

COMMITTEE NAME: Professional Development Committee

PURPOSE: The committee is charged with identifying the educational and developmental needs of directors and providing educational resources and experiences to fill those needs.

STATUS: Standing

DUTIES: To fulfill the committee's purpose, Professional Development is responsible for:

- Developing and maintaining a list of Study & Engagement priorities based on Board feedback
- Suggesting Study & Engagement topics for the Board's meeting agenda
- Planning Board retreats
- Periodically checking for NCGA and CBLD opportunities
- Identifying and evaluating resources for the Board's orientation manual
- Conducting new director orientations and arranging a financial information meeting with the GM and/or Finance Manager
- Conducting the Board's annual self-evaluation

CHAIR: A Board member approved by the Board of Directors.

COMMITTEE COMPOSITION: Directors, member-owners, staff, and other persons with expertise in the specific areas. The specific people will be determined by the Board on an annual basis following the Board election.

MEETINGS: Will meet once a month for an hour.

BUDGET: The committee requires funds and will work with GM to establish an annual budget.

REPORTING TO THE BOARD: Committee notes from monthly meetings will be provided for the upcoming Board meeting packet.

SELF-EVALUATION: The committee's self-evaluation will be conducted as part of the Board's annual evaluation.

Adopted July 22, 2014

Owner Engagement Committee Charter

COMMITTEE NAME: Owner Engagement Committee

PURPOSE: The 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.

STATUS: Standing

DUTIES: To fulfill the committee's purpose, the Owner Engagement Committee, in collaboration with the GM, is responsible for

- Developing and maintaining a list of Owner Engagement Committee priorities based on owner, Board, and staff feedback
- Communicating with owners about Co-op affairs via newsletter articles, events, and informal opportunities
- Identifying general and situation-specific needs in the area of owner engagement and proposing solutions
- Developing talking points for Board members to use when communicating with owners and the community regarding sensitive issues
- Participating in outreach activities to help recruit owners
- Evaluating and reporting on policies in the area of owner engagement
- In conjunction with the Elections Committee, identifying potential Board and committee members

VENUES to achieve duties to include:

- Newsletter articles
- Presence at Co-op events
- Special member feedback events
- Co-op website
- Research of other co-op member linkage programs
- Annual membership survey
- Monthly Board meetings
- Annual meetings

CHAIR: A Board member approved by the Board of Directors.

COMMITTEE COMPOSITION: Two to three Board members, one to three member-owners, plus staff with expertise in the specific areas. Committee openings will be filled on a rolling basis.

MEETINGS: Will meet once a month for an hour.

BUDGET: The committee does not require independent funding, as owner engagement activities are part of the Co-op's budget.

REPORTING TO THE BOARD: Committee notes from monthly meetings will be provided for the upcoming Board meeting packet.

SELF-EVALUATION: The committee's self-evaluation will be conducted as part of the Board's annual evaluation.

Adopted December 9, 2014

Strategic Initiatives Committee Charter

Strategic Initiatives Committee Charter

Purpose: The committee is charged with monitoring implementation of the MFC strategic plan.

Status: Standing with ad hoc sub-committees.

Duties: The committee is responsible for recommending ad-hoc committees to implement petals of the strategic plan. It is also responsible for ensuring that the strategic plan is periodically assessed and updated.

Chair: MFC Board President

Committee Composition: The committee will generally consist of the MFC Board executive committee. Ad-hoc committees will be chaired by a Director or designee of the General Manager. If the ad-hoc committee's purpose is strategic, the committee will be chaired by a Director and will report goals, recommendations and evaluations to the Board of Directors, while keeping the GM informed of its activities. If the ad-hoc committee's objective is operational in nature, then the committee will be chaired by a designee of the General Manager. The committee will report goals, recommendations, and evaluations to the GM, while keeping the Board informed of its activities. Additional members may include other Directors, Members, Staff, or independent persons with expertise in this area.

Meetings: The Strategic Initiatives Committee work is ongoing. Ad-hoc committees will be recommended as needed and will be re-evaluated by the Board or GM every six months. It is expected that ad hoc committees will meet monthly and complete their work within a year; ad hoc committees needing more than one year must request an extension from the Board of Directors. Ad hoc committee meetings will generally last 1-1.5 hours and will take place in Moscow.

Budget: Variable, depending upon annual focus. When funds are required, a proposal must be developed by the committee and reviewed by the General Manager prior to being submitted to the Board for approval.

Reporting to the Board: The Committee Chair is responsible of keeping the MFC Board apprised of actions of the committee and ad hoc committees on a monthly basis. Notes of committee and ad hoc committee meetings will be posted online in the Board filing cabinet and included electronically in the monthly Board meeting packets.

Self-Evaluation: The SI committee will conduct a qualitative self-evaluation annually. Ad hoc committee performance will be evaluated by Board members serving on the SI committee every six months and recommendations for change provided in writing to the Chair of the ad hoc committee under review.

Adopted January 14, 2014