

Owner Participation in Fiddleheads Board Meetings

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Welcome! And thank you for attending our Fiddleheads Food Coop Board meeting.

As an owner, you have elected this Board to direct the Cooperative. We are honored that you have placed this responsibility with us. We are delighted that you have the passion and interest to come to the meeting tonight.

This Board operates under the principles of Policy Governance, which means that we have spent a lot of time defining what we do and how we do it. We set a clear point of delegation-concerning operational issues-with the General Manager. We establish guidelines and limitations for our General Manager and monitor his performance while empowering him to run the operations as he see fit within those guidelines.

We are strict with our time and our agenda as we strive to be efficient. We also try to have fun.

Below are some of our policies that apply to our meetings and Owners' participation.

- Board meetings are scheduled regularly (typically the third Tuesday of each month) and the schedule of meeting dates is communicated to the Owners in a timely manner using E Blast and postings. Meeting attendees typically gather at 6:15 PM, with the meeting beginning at 6:30pm and lasting until 8:30 or 9:00pm.
- Board meetings are attended by all Directors and Officers and by the General Manager. Owners and invited guests of the Board may attend. Meetings are not open to the general public (i.e., non-Owners).
 - All attendees must identify themselves when meeting attendance is taken.
 - Attendees, other than invited guests of the Board, must be Owners in current standing.
 - Attendees may observe the meeting, but participation is limited to specific agenda items and at the discretion of the meeting facilitator (typically the President/board chair).
 - Attendees may be required to leave if the Board enters Closed Session (Executive Session) for the purpose of discussing personnel, legal, financial, real estate, or other confidential or sensitive matters. Attendees may rejoin the meeting when Closed Session is concluded.
 - Attendees who are disruptive may be required to leave at the discretion of the facilitator or President/board chair.

- Owners may present issues to the Board.
 - Owners must submit a summary of their issue and presentation to the President at least ten days prior to the next scheduled Board meeting.
 - Only issues relevant to the Board are considered. Relevant issues include matters related to Owner benefits, Owner equity and capital, Committee activity, questions or issues related to bylaws, and questions about the overall operations of the Cooperative. Matters not relevant to the Board include, but are not limited to store policies, advertising policies, product line selection, donations to community organizations or activities, or any specific issue of the retail organization that the board has delegated to the General manager.
 - The President reviews the issue and determines its relevance and priority when setting the agenda for the next meeting. The President communicates with the Owner regarding whether the Owner's presentation is on the agenda for the next meeting and how much time is allotted. Owner presentations are typically limited to five minutes.
 - The Board's by-laws inform the Board's obligation to respond or act on an Owner's request, except as required in the bylaws. The Board may choose to further discuss the item, table it, send it to Committee, or give no response.
- The role of the President is to ensure Board behavior is consistent with its own rules and those rules legitimately imposed upon it from outside the Cooperative.
 - Meeting discussion content is limited to those issues that clearly are the Board's to decide (according to Board policy), not the General Manager's decision..
 - Deliberation is timely, fair, orderly and thorough, and also efficient, limited to time and kept to the point.
- The Board will provide reasonable and timely feedback to Owner requests, complaints, and suggestions on issues related to the boards work.
 - Current Owners may see quarterly summary financial statements of the Cooperative. Owners must submit a written request to the General Manager.
 - Current Owners may see the Board's Policy Register. Owners must submit a written request to the Board President.
 - The Board may refuse an Owner when it is in the best interest of the

Cooperative

- Directors have the responsibility to fully participate in Board meetings.
 - Each Director has the responsibility to come to Board meeting prepared to participate.
 - Each Director has the responsibility to express their own opinions.
 - Each Director has the responsibility to listen respectfully to the opinions of others and to honor divergent opinions.
 - Each Director has the responsibility to accept and support group decisions.
 - Each Director has the responsibility to not dominate Board meeting time nor expect the Board to deal with topics that are not appropriate for the Board.
 - Each Director has the responsibility to support the Board President on Board discipline and Board accountability.