



Dear Prospective Board Member,

Thank you for your interest in serving on the Mississippi Market Board of Directors! Our board determines the long-range vision for the co-op, provides financial oversight, and sets policies to guide the general manager in achieving our strategic priorities. Our board members are leaders, servants, stewards, and visionaries. This is a volunteer position with a small monthly stipend and a discount for all Mississippi Market locations. We welcome you to email us at board@msmarket.coop or call 651-310-9475 with questions, or to be put in contact with a current board member to discuss this exciting opportunity.

If you submit an application, you will be committing to a three-year term. We ask that you carefully read the enclosed information before filling out the application.

In this packet, you will find:

- An overview of cooperatives
- A description of our business, goals, and values
- An overview of the board of directors' function, responsibilities, and eligibility requirements
- Election process and important dates
- Candidate Application

In addition to the responsibilities and eligibility requirements described below, we have certain expectations of our board members that we urge you to consider and understand. Directors should expect to spend an average of 10 hours per month on board-related activities, some of which would be time spent at retreats and special events throughout the year.

Our expectations for board members include:

- Participate fully in board meetings. Attend all monthly meetings of the board (4th Tuesday of every month) and one standing committee, as well as meetings of any other committees on which you may serve. Special projects may require more time commitment.
- Prepare in advance of every board meeting by reviewing the agenda, reading the packet, and compiling your feedback/questions.
- Attend the mandatory orientation for new board members.
- Actively participate in board discussion via e-mail or phone between meetings as necessary.
- Attend other events, such as annual member meetings and in-store meet and greet activities.
- Have access to a computer; internet; email
- Check board email account regularly (at least 3x per week)

Please feel free to contact us with any questions that you may have.

We look forward to meeting you!

Sincerely,
Governance Committee



OVERVIEW

WHAT IS A CO-OP?

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.

Fast facts:

- A co-op is a legal entity owned and democratically controlled by its members.
- Co-ops are not nonprofit organizations, but rather for profits that operate as a form of social enterprise.
- Co-ops operate under a common set of ideals, originally developed in 1844 and adopted by the International Cooperative Alliance in 1937. These ideals (listed below) – seven cooperative principles and ten cooperative values – have been updated throughout the years.
- Every cooperatively-formed business, whether grocery stores, utilities, housing, credit unions or other types of co-ops, all operate under this set of ideals.

INTERNATIONAL PRINCIPLES OF COOPERATION

1. Voluntary and Open Membership

Cooperatives are voluntary organizations, open to all people 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—those who buy the goods or use the services of the cooperative—who actively participate in setting policies and making decisions.

3. Member Economic Participation

Members contribute equally to, and democratically control, the capital of the cooperative. This benefits members in proportion to the business they conduct with the cooperative rather than on the capital invested.

4. Autonomy and Independence

Cooperatives are autonomous, self-help organizations controlled by their members. If the co-op enters into agreements with other organizations or raises capital from external sources, it is done so based on terms that ensure democratic control by the members and maintains the cooperative's autonomy.



5. Education, Training and Information

Cooperatives provide education and training for members, elected representatives, managers and employees so they can contribute effectively to the development of their cooperative. Members also inform the general public about the nature and benefits of cooperatives.

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

While focusing on member needs, cooperatives work for the sustainable development of communities through policies and programs accepted by the members.

COOPERATIVE VALUES

Basic cooperative values are general norms that board members, cooperative leaders and cooperative staff should share; the values should determine their way of thinking and acting.

- Self-help
- Self-responsibility
- Democracy
- Equality
- Equity
- Solidarity
- Honesty
- Openness
- Social responsibility
- Caring for others



ABOUT US

OUR BUSINESS

Mississippi Market has been a part of the St Paul community since 1979 and we now operate three modern and energy efficient stores and a commissary kitchen. Our co-op has been a pioneer in providing healthy, high-quality foods to our member-owners and other shoppers. For almost four decades we have excelled at providing the best natural foods by sourcing organic, locally grown, fairly traded and sustainably produced products. We use the co-op model to help build a sustainable community of farmers, workers and shoppers that benefits us all. The co-op, which has over 18,000 member-owners, employs more than 250 people and has annual sales over \$30 million.

ENDS: WHY WE EXIST

Ends, Vision, Strategic Drivers

Ends: Why we exist.

We are Mississippi Market, a food co-op that is open to everyone. We empower our diverse communities to:

- *be healthy*
- *make choices that help sustain our planet, and*
- *create a more just local economy.*

Vision: Where we are going. *Mississippi Market makes our community better by growing our existing stores and seeking innovative opportunities to bring great food and cooperative values to new neighbors.*

Strategic Drivers – We achieve our vision by:

- 1) *Delivering exceptional customer service experiences.*
- 2) *Supporting and developing an engaged work force.*
- 3) *Achieving operational excellence.*
- 4) *Being the most trusted advisor.*
- 5) *Fostering growth in the local food economy.*

MISSISSIPPI MARKET'S VALUES: WHAT GUIDES US

INTEGRITY: We value honesty, openness and respect; we operate with transparency, consistency and courage as a trusted, expert advisor and are accountable to all our stakeholders, for delivering quality in goods and services.

PEOPLE: We value, respect and recognize our diverse staff as they turn ideas into actions and goals into reality.

MEMBER OWNERSHIP: We come together as a cooperative business to use our economic power to meet the needs of our member-owners and affect positive change in our community and our local food economy.

CUSTOMER COMMITMENT: We will meet our customers' needs and exceed their expectations.

LEADERSHIP: We will be a trusted advisor improving customers' lives by creating, implementing and championing innovative and socially responsible ideas that lead the food industry.

ENVIRONMENTAL STEWARDSHIP: We set a high standard for actively promoting and participating in environmentally sustainable business practices and projects.

BOARD OF DIRECTORS FUNCTION & RESPONSIBILITIES

The Mississippi Market Board of Directors is legally responsible for the overall direction and performance of the co-op. The board carries out this responsibility by establishing broad policy guidelines and by monitoring the general manager within that framework. It is the general manager's function to implement the policies established by the board and carry out day-to-day operations.

Eligibility Requirements

- Prospective candidates **must be a member-owner** of Mississippi Market in good standing, **or willing to become one if slated**. You can find more information about becoming a member-owner on our website, www.msmarket.coop.
- Prior to running for election, each prospective candidate **must attend at least one regular board meeting or other board event**. Opportunities will be noted online in the Events section of the Mississippi Market website, and include the following dates:
 - **Board Meetings**, 6:30pm at the Selby store, on the following dates: 5/22/18, 6/26/18, 7/24/18, 8/28/18, 9/25/18. Please register online to attend a board meeting, or email the board at board@msmarket.coop
 - **Dinner with the Board**, 6/21/18, 6-7pm, at the East 7th location. Please register online to attend the Dinner with the Board event, or email the board at board@msmarket.coop
 - **Community Dinner 7/26/18**, 5-8pm, at East 7th. Please register online to attend a community dinner, or email the board at board@msmarket.coop
- Prospective candidates believe in and are committed to the cooperative principles and serving the co-op's member-owners by fulfilling the responsibilities of the board of directors as stated below.

Responsibilities of the Board of Directors

In general, members of a co-op Board of Directors have the same duties as the directors of any business. In addition, members of a co-op Board of Directors must act on behalf of our member-owners and balance business interest and member-owners' individual interests when making decisions.

Our primary responsibilities are:

- Provide fiduciary oversight on behalf of Mississippi Market's member-owners.
- Hire, compensate, delegate responsibility to, and hold accountable a general manager.
- Have expectations in the form of written governing policies that realistically address the broadest levels of all organizational decisions and situations.
- Monitor operational performance by the general manager and board performance in the areas of board process and board-management relationship.
- Exercise due diligence in monitoring the co-op's financial condition.
- Perpetuate the board's leadership capacity using ongoing education, training and recruitment.
- Maintain confidentiality as required.
- Faithfully honor all legal obligations that come with directorship, which include the:



- Duty of care (make informed decisions in good faith; act as a prudent person; use a good process for decision making; be honest; ensure adequate record keeping)
- Duty of loyalty (always act in the best interest of the cooperative; disclose and avoid conflicts of interest; engage in no self-dealing; maintain confidentiality)
- Duty of Attention/Diligence (attend meetings; participate in discussions; be prepared; review materials; ask questions; know and adhere to state laws and co-op bylaws; support Board decisions and policies; honor contracts; ensure payment of all tax obligations)

Board Election Process Overview

Thank you for your interest in applying to be a Mississippi Market Board Member! You may submit your application online or in-store. Please note that **a resume or summary of experience is required along with your application**, and that it is in your best interest for this resume or summary of experience to address the current recruitment priorities (outlined below). Throughout the application and election process, correspondence will primarily take place via email; the Governance Committee requires you to have access to a personal email account. You will receive an email confirmation once the Governance Committee receives your application. This confirmation serves as record that we received your application, and it will detail next steps as well as discussing eligibility requirements. You can expect to receive an emailed confirmation that we received your application, within one week of submitting your application. **If you do not receive a confirmation within one week of submitting your application, please email us at board@msmarket.coop or call 651-310-9475.**

If you are slated and become one of the final candidates on the ballot, we will need a current headshot for our marketing and voting materials. **All applicants will be required to come to one of our three store locations to have a headshot taken by our marketing department.** Our marketing department will be available to schedule appointments from 08/08/18 through 08/10/18, at any of our store locations. If you are not able to come to a store during those times, you will need to make alternate plans with the marketing department. If you have questions about this or know you will not be able to schedule an appointment between 08/08/18 and 08/10/18, please **email us at board@msmarket.coop or call 651-310-9475.**

Mississippi Market Co-op's Board of Directors has 3 open seats for the 2018-2021 election term. The members of the Governance Committee (GC) will review all applications received by the deadline: 8/08/18. The GC uses a slating matrix to perform the initial screening of candidates' skills and strengths. Slating allows the GC to seek out the top candidates based on current board priorities. **The board's recruitment and slating priorities for the 2018-2021 term are focused on Diversity and Inclusivity; Local Food Systems; Community Connections; Socially and Environmentally Sustainable Business Practices; Economically Sustainable Business Practices.** The GC will slate at least two candidates for every open seat.

The Governance Committee will present the slate of candidates to the full Board of Directors for approval. Once the slate is approved, the GC will contact all applicants to notify them whether they were chosen for the slate. **Applicants who are chosen to be slated need to apply for co-op**



membership if not already a member; please note, Mississippi Market offers payment plan options and a limited income membership entry (LIME) program. If you have questions about becoming a member, please contact us at us at board@msmarket.coop or call 651-310-9475.

The newsletter announcing the board candidates, and voting procedures and election timelines, will be emailed to member-owners around the same time that the voting period opens. If chosen for the final slate, your responses to the candidate application questions 2 – 8 may appear in the election issue of the Mississippi Market Newsletter. All applicants chosen for the final slate are highly encouraged to attend Mississippi Market's Annual Meeting on 10/25/18. The new directors are announced and welcomed at the annual meeting.

If you have any questions as you proceed through the application process, please contact us via email: board@msmarket.coop, or phone: 651-310-9475.

Board Election Timeline 2018:

- 5/30/18-8/08/18 – Application window
- 8/08/18 – Application deadline
- 8/8/18-8/10/18 – Meet with Mississippi Market Marketing department for Headshot
- 8/28/18 – Slate approved by full Board of Directors
- 8/29/18 – 8/30/18—Candidates announced to applicants
- 9/19/18-10/24/18—Voting Period
- 10/11/18 – Meet your Candidates event
- 10/25/18—Annual Meeting: New Directors announced (Attendance highly encouraged but not required)

BOARD OF DIRECTORS APPLICATION, **2018-2021**

Note: Your responses to questions 2 - 8 could appear in the election issue of the Mississippi Market newsletter, emailed to member-owners, and on our website. These responses will be the primary basis by which voters will evaluate candidates for the Board of Directors. Due to space limitations your word count for these questions may not exceed 250 words per question. In the newsletter, candidates' responses may be edited further. Full responses will be available on our website.

Applications are available for download online at www.msmarket.coop.

The Board Governance Committee would like to gather some basic information about your skills, expertise and background. We invite you to share what you believe you can offer Mississippi Market Natural Foods Co-op, and what interests you about serving on the Board.

In addition to completing this application, **you must attach a resume or summary of experiences with your completed application.** If submitting your application online, you may email your additional documents to board@msmarket.coop.

Name _____
Address _____
Member Number (optional) _____
Phone _____
Email _____

1. Can you commit to meeting the term and expected workload required by this role?

2. Why are you interested in running for this board?

