

MFC Board Working Agreements

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Code of Conduct

Meetings

- Meeting attendance is mandatory (unless otherwise indicated)
- Meetings start and end on time
- Meetings will follow an agenda

Decisions

- While you may not always agree with group decisions it is expected that you will support group
- It is expected that you express disagreement in the meeting. It is OK to disagree!
- If discontent exists after a decision has been made, it is expected that it be brought to the President for further discussion until a sufficient comfort level is achieved.
- We agree to provide a unified vision

Confidentiality

- Confidential discussion topics include but are not limited to:
 - Personnel matters
 - Discussions involving customers or members

Teamwork

- The Board and committees should work together and help each other out. (No person or committee is an island!)
- We are all working together for the greater good of the co-op

Communication

- We are all responsible for communication.
 - We have a responsibility to being positive senders as well as receptive, active listeners
 - Clarification is the responsibility of the sender
- Direct communication is always best. Utilize the President when appropriate for the situation. (Talking to a third party or behind another's back is unacceptable.)

We agree that topics or comments generally thought to be offensive are off limits.

MFC Board Meeting Expectations

Purpose: The following is a set of agreements that will guide the practices of the Montavilla Food Co-operative's Board of Directors meetings. The working agreements are constructed to ensure that all Directors have clear expectations of other Directors and themselves, provide clarity to the decision-making process, and strategies for working through problems that may arise.

These agreements should be reviewed quarterly and provided to all new or interested Directors. Changes can be made to this document at any time with the approval of a majority of Directors.

Agenda

Posting

- The President sets and posts the agenda in Google Drive 10 days prior to the meeting and on the website 5 days prior to the meeting
 - Any board member can suggest items to be put on the agenda. The President should try to accommodate all board member requests or work with that board member to put the item on a future agenda.
 - Any committee member can suggest items to be put on the agenda. Committee members should contact the President (via email) and request time on the agenda. The President will inform and work with the committee chair and requester on the agenda item.
 - Any member-owner or general member of the public can suggest an agenda item. The President will use his/her discretion to include these items or not; the President will inform Board members of these decisions. There is time reserved on the agenda for non-agenda introductions and announcements. If members of the public or member-owners attend board meetings, they have a space to make comments.
- Board members are encouraged to provide feedback early and often on the content of the agenda
 - Suggestions for changes should go directly to the President or should be added as a comment to the agenda on Google Drive
- The agenda can be altered at any point between posting and the meeting
- The agenda is not final until the board votes to approve (at the meeting). The agenda can only be altered after it has been approved with unanimous consent of the Board.

Board Packet

- The board packet should only contain items that are to be discussed on that month's agenda
 - There will be a folder in each board meeting Google Drive folder for "additional/supplemental reading"
- The President is responsible for ensuring the board packet is complete at least 5 days prior to the board meeting.
 - Any board member can add items to the board packet for review

- Board members are expected to have read all items in the board packet prior to the board meeting
 - If board members have questions or comments on board packet items, they are encouraged to add comments directly to the documents in Google Drive or otherwise communicate with the rest of the board
 - Board members are particularly encouraged to engage with consent agenda items, as there will not be discussion at the meeting (unless a Director requests to move a consent agenda item to the regular agenda)

Minutes

- The MFC Secretary should ensure minutes are taken at every board meeting
- The Secretary is responsible for adding the minutes to the board packet for the following board meeting 5 days prior to that meeting being held
- The minutes will be approved by the Board at the following meeting. Following approval, the minutes will be added to the board materials posted on the website.

Meetings

Structure

- Board members are expected to arrive with enough time to begin the meeting on time and the President is expected to start the meeting on time
- The President is responsible for ensuring the meeting has a facilitator
- The facilitator is responsible for starting the meeting on time, reminding board members when the allotted time has been exceeded (unless board members agree to extend time), making sure everyone has equal opportunities to having their voice heard, and ensuring proposals are voted on
- All board members have a responsibility for sticking to the timeframes on the agenda

Making Decisions

- Items that require a decision will be marked as “action” agenda.
- Options for voting on resolutions are to pass the proposal, reject the proposal, or table the proposal for future consideration
 - If tabling, there should be a discussion about what happens before the item is considered again. Is it edited? Do Directors look for other options? etc.
- For a decision to be made, the meeting facilitator will call for a motion (to accept, reject, or table) from a Director, followed by a second.
 - The facilitator will then ask for any objections to or discussion on the motion.
 - The facilitator will then ask for all in favor, and all opposed to the motion.
 - If a majority (50% +1) votes in favor, the motion passes. If a majority opposes, a motion fails.
- When discussion goes off topic, becomes larger discussions than anticipated, or exceeds the allotted time, any Director can make a motion to move the item to a parking lot for future discussion.

Working Through Disagreements

- **Be direct:**
- **Be specific:** State the specific reasons behind your disagreement
- **Provide an alternative:** State what would need to change to get you in agreement (e.g., an amendment to the resolution, change to the process, etc.)
- **Separate the people from the problem:** Focus on the product/process/idea, not the person making the proposal
- **Take it offline:** If there is a problem that cannot, or should not, be resolved at a public board meeting, offer to meet with interested Directors and try to work through the problem before the next meeting. This should include a motion to table the discussion.

Board Member Expectations

The following are the expectations of all members of the MFC Board. If

- Understand and abide by the values and principles of cooperative organizations
- Understand and abide by the ethics of the Montavilla Food Co-op (Board policies)
- Time commitment (Total 7.5-20 hours per month)
 - Monthly meetings, fourth thursday of every month from 6:30-9:00pm (2.5 hours/month) - mandatory with no more than two absences per year
 - Prep work before each meeting (reading and engaging with board packet materials) (1-2 hours/month) - mandatory
 - Communication in between board meetings (1-2 hours/month) - mandatory
 - Serve as liaison to one committee that requires you to attend those meetings every month (1-2 hours/month) - strongly encouraged
 - Special volunteer projects (leading projects, attending work sessions, etc.) (2-10 hours/month, depending on availability and interest) - strongly encouraged