



# Three Rivers Market

## Board of Directors Election

### 2022



Hi!

If you're thinking about running for a seat on the Board of Directors of Three Rivers Market, this is an informational video that will help you make informed decisions about your candidacy.

In this presentation we use the terms "Members" and "Co-Owners" interchangeably, to emphasize that membership in the cooperative is also co-ownership of the cooperative.

Accompanying this audio presentation is a PDF version, complete with a copy of the slides, a transcript of the audio, and hyperlinks to all relevant websites and documents.

Anything written on the slides in white color font and underlined, when clicked on, will send you to the relevant site.

You can download the PDF version on the same webpage where you found this video.

## Election Season 2022

**Mid June – December 4**

### Potential Candidates:

- Attend Board mtg July, Aug, or Sept
- Candidate Application by Oct 1

### Co-Owner Voting Period:

- Nov 1 to Dec 4



The Election season begins in mid-June and runs through December 4<sup>th</sup>.

As a potential candidate, for now, you need to pay attention to the first half of the Election Season. By October 1<sup>st</sup>, you should have attended a Board meeting and submitted your Candidate Application packet.

The Board then spends the month of October reviewing all the candidate applications to make sure every potential candidate meets the eligibility criteria, and setting up the electronic voting system.

The Voting Period runs from November 1<sup>st</sup> through to December 4<sup>th</sup>.

We announce the results of the Election as soon as possible after December 4<sup>th</sup>.

# Election Process

## 2022 Election Code

(link: [TRM 2022 Election Code](#))

- ❖ Candidacy
- ❖ Campaigning
- ❖ Election



Our Election Process is governed by our Election Code. The Board reviews and revises the Code annually. You can access the current Election Code by opening the following link in your browser:

<https://www.threeriversmarket.coop/wp-content/uploads/2022/06/TRM-2022-ELECTION-CODE.pdf>

Three relevant aspects of the Election Code are Candidacy, Campaigning, and Election

To become eligible for candidacy, you:

- Must be a member in good standing for at least one year
  - Cannot be a current employee of TRM
- Cannot be a former employee within 2 years of last date of employment
- Cannot have inherent conflicts of interest with current employees or Directors (e.g., spouse or a close relation)
  - Cannot be a current service provider
- Cannot be a co-owner/member who does business with the co-op
  - Campaigning -
    - You can campaign, but you have to do so using your own resources.
    - You cannot campaign w/in 6 feet of the store's entrance, nor can you interfere with the store's conduct of business.

- Finally, to be elected:
  - You must receive an affirmative vote from at least 10% of ballots cast (a voter quorum)
  - If the election is contested (more candidates than there are seats), then those with the most votes win the election (as long as they have met the 10% voter quorum threshold).

# The Role of the Board

## Strategic + Fiduciary

The Board exists to:

- ❖ progress towards our *Ends* on behalf of all co-Owners
- ❖ ensure organizational performance
- ❖ ensure fiscal responsibility



The Board's role is strategic and fiduciary.

Our role is *strategic* in the sense that we concern ourselves with the big picture - why the cooperative exists and what are its end goals.

Our role is *fiduciary* in that we think and act strategically on behalf of our members (co-owners), whose values and vision we embody. That involves progress towards our *Ends*, and consideration of organizational performance and fiscal responsibility..

We do not make decisions that are about the store's operation, as that is delegated to the General Manager.

## Our Ends

Three Rivers Market

is

a cooperative center of sustainable commerce  
that exists to benefit its members  
by creating and nourishing  
a healthier environment,  
healthier people,  
and a healthier community.



Our “Ends” are the cooperative’s mission statement.

It is as follows: {reads slide}

The Board always keeps this Ends statement at the forefront of its conversations, and we take the time to review this statement on a regular basis to make sure that it reflects the values of our co-owners and are aligned with universal cooperative principles.

# Cooperative Principles

- ❖ Voluntary & Open Membership
- ❖ Democratic Member Control
- ❖ Member Economic Participation
  - ❖ Autonomy & Independence
- ❖ Education, Training, & Information
- ❖ Cooperation among Cooperatives
  - ❖ Concern for Community

For more information (link):  
<https://www.ica.coop/en/cooperatives/cooperative-identity>



The Cooperative Principles are guidelines by which cooperatives put their values into practice. As I mentioned earlier, they are universal in that cooperatives of all types all over the world know about and value.

These are: {reads text}

For more information: <https://www.ica.coop/en/cooperatives/cooperative-identity>

# Governance Process

## Policy Governance™

(link: [www.carvergovernance.com](http://www.carvergovernance.com))

- ❖ Ends
- ❖ Executive (GM) Limitations
- ❖ Board-General Manager Linkage
- ❖ Board Governance Process

(link: [TRM's Board Policies + Policy Register](#))



At our Board meetings, we use a special governance process called Policy Governance™.

Once elected, you will learn more about Policy Governance. If you're curious now, you can click on the provided link for more information ([www.carvergovernance.com](http://www.carvergovernance.com)).

Over the years, our Board has developed a set of written policies based on Policy Governance principles that are organized in four sections.

The first is the Ends, which set the tone for our strategic thinking and doing. The second section is Executive Limitations, which sets guardrails for the General Manager in terms of finances, assets, communication with board, customer treatment, etc.

The third is Linkage between the Board and the General Manager, which sets guardrails for the interactions between the Board and the GM. The fourth and last section is Board Governance Process, which sets guardrails for the Board's actions, including our relationship with the store (as embodied in the General Manager), our roles, and our code of conduct.

TRM's Board Policies and Policy Register: <https://www.threeriversmarket.coop/co-op-membership/governance/policies/>



## Board Director Commitments

- ❖ 3-year term
- ❖ Monthly 2-hr meetings
  - 2<sup>nd</sup> Thursday
- ❖ Ongoing listserv, committee work, & policy monitoring
- ❖ Annual meeting
  - early December
- ❖ Board development training
  - January in Asheville
- ❖ Two full-day TRM Board retreats
  - April & October



You're probably wondering what your commitments would be, should you be elected to the Board.

{Reads slide}

## Board Support

### ❖ Governance Budget (~ 0.25% of sales)

- Stipend
- Travel + lodging reimbursement

### ❖ Access to Board Consultation

- via Columinate

### ❖ Group communication + archiving

- via the Board's Groups.io site



The work of the board is supported by:

- A budget, which includes a stipend for each Board Director, and reimbursement costs for planned events such as out-of-town retreats or board development workshops.
- Consultation services from a Cooperative of cooperatives called Columinate (<https://columinate.coop>).
- A web platform (Groups.io) that supports a Board listserv, plus archiving of email messaging and files (<https://groups.io/g/ThreeRiversMarketBOD>)

## Next steps

- ❖ Read the Election Pamphlet

(link: [2022 Election Pamphlet](#))

- ❖ Read the Board Code of Conduct

(link: [Board Policy #D4](#))

- ❖ Attend a Board meeting before October 1<sup>st</sup>

(to arrange, e-mail: [board@threeriversmarket.coop](mailto:board@threeriversmarket.coop))

- ❖ Submit your application by October 1<sup>st</sup>

(link: [Candidate Application](#))



Your next steps as a potential candidate are to:  
{reads slide}

Link to 2022 Election Application:

<https://docs.google.com/forms/d/e/1FAIpQLSctyqqzVrd930GJCCspsgqT1IGH8zxJwZrggkKzy8ydAZ-kZg/viewform>

Link to Board Code of Conduct, Policy #D4: <https://www.threeriversmarket.coop/wp-content/uploads/2020/02/TRM-BOD-POLICIES-As-of-February-13-2020-1.pdf>

# Questions?



Email:  
[election2022@threeriversmarket.coop](mailto:election2022@threeriversmarket.coop)



If you have any questions about candidacy or board service, please feel free to email us at [election2022@threeriversmarket.coop](mailto:election2022@threeriversmarket.coop).

Thank you for participating in the cooperative's democratic process.  
We wish you the best of luck in your candidacy.