



Dear Applicant,

Thank you for your interest in serving on the Ukiah Natural Foods Board of Directors.

We invite you to furnish us with a letter of interest with details of your qualifications, interest in serving on the Board, background, and any other information that you might feel is useful along with the completion of the Board Candidate Information Form. Please keep your letter to a maximum of 300 words. Your letter will be published as your candidate statement in the election ballot, also be published in the Co-op newsletter available on the Co-ops' website.

As a director you will have a duty to represent the member-owners at large and to act in their best interests. You will have a fiduciary responsibility to the member-owners to act in an informed and prudent manner. The responsibility of serving as a director requires that you prepare for and attend board meetings, on the third Monday of each month, attend board-training sessions, serve on at least two committees, and be familiar with the Co-op's bylaws, policies and financial statements.

UNF Co-op bylaws state: To be a director; Section 6.03:

"Qualifications

(a) Directors shall be residents of California.

(b) Any natural person who is and has been a Member as an individual natural person for at least the one-hundred-eighty (180) days immediately preceding the first day of elections, including the month of the elections, and who is not disqualified by any other provisions of these Bylaws, is eligible to be a candidate for the Board of Directors.

(c) A maximum of one (1) eligible Member who is a paid employee of the Cooperative may serve as on the Board of Directors at any one time, if not disqualified by any other provisions of these Bylaws.

(d) The following persons are excluded from serving on the Cooperative's Board of Directors at the same time they are also one of the following:

(1) The General Manager and any manager of the Cooperative;

(2) Persons of the same household or immediate family of a Director or of the General Manager or of any manager of the Cooperative;

(3) More than one person of a household or family unit."

You must be willing to make a three-year term commitment, and to take responsibility for Board duties. Board members work together with understanding, mutual support and respect to make decisions that will enhance the viability of the Co-op.

Included in this packet is a detailed description of a Board Members' responsibilities while serving their elected term. We ask that you read the information carefully before submitting your application. We encourage you to attend the January 15th or February 19th Board Meeting to introduce yourself and observe the Board proceedings. Please contact Paco Jordan, Board Development Committee Chairman at board@ukiahcoop.com with any questions you might have. Your application must be received at the store by closing time on Feb 1, 2018.

In Co-operation,

The Board of Directors of Ukiah Natural Foods Co-op

Revised 11/20/17

BOARD OF DIRECTORS' ROLE

TITLE: Board of Directors

REPORTS TO: Members-Owners of Ukiah Natural Foods Co-op

SUPERVISES: General Manager

GENERAL STATEMENT: The Board of Directors is an elected body responsible for overseeing the affairs of UNF on behalf of member-owners and the community. The Board's authority extends only to decisions made by a quorum of the Board as a whole; individual Board members have no authority outside of a Board meeting, except as delegated by the Board. Only member-owners in good standing may serve as Directors of this Cooperative.

PRIMARY FUNCTION: To be legally accountable for the actions of UNF. To oversee operations of UNF, and strive for long-range security and viability in planning for the future. To make decisions in the best interests of UNF and its entire membership.

SPECIFIC DIRECTOR RESPONSIBILITIES:

1. Work with management to establish long-term purpose and goals; approve annual and long-term objectives, goals, and performance targets. Monitor progress toward them.
2. Define the General Manager's responsibilities and goals. Hire and evaluate the performance of the GM. Approve the GM's compensation package.
3. Approve budgets. Exercise due diligence to maintain adequate capitalization and profitable operations. Approve major changes in assets. Monitor indicators and resources.
4. Set major corporate (non-operations) policies and performance standards. Monitor compliance with policies.
5. Establish key indicators in membership area, and monitor performance. Maintain two-way communications with member-owners; report to member-owners at least annually. Approve member-owner benefits that offer a balance between value to members and fiscal viability of UNF.
6. Contribute to a positive public image for UNF. Represent UNF's interests, as needed and feasible, in the business community and in legal actions.
7. Make sure that UNF adheres to all relevant laws, including its Articles of Incorporation and Bylaws. Prepare recommendations for By-law changes to be voted on by the General Membership as needed.
8. Work to perpetuate a strong Board through recruitment, contested elections, training, and on-going professional development. Appoint Board Directors to fill vacancies.
9. Set up Board committees and maintain efficient, effective Board operations/systems.
10. Maintain confidentiality of closed session activities, i.e.: human resources, real estate negotiations, potential litigation.

BOARD CANDIDATE INFORMATION FORM

Please feel free to attach additional paper for any of the information.

Name: _____

Telephone: _____

E-Mail Address: _____

Mailing Address:

Member Number: _____

Member Since (year): _____

Please list the skills and experience you have that you feel will be valuable in your service as a director (please see the Board of Directors' Role Description):

Please describe Co-op issues you may have an interest in:

Additional information about yourself, including any groups or organizations you are currently involved with:

Signature _____ Date _____

Re: Candidate Statement – Your candidate statement is required and will be printed in the Co-op newsletter and Co-op balloting information. The purpose of the statement is to communicate to Co-op member-owners who you are and why they should vote for you. Please keep this to a 300 word maximum.

You must submit this application along with your candidate statement to be received by Ukiah Natural Foods Co-op no later than February 1, 2018 by store closing.

Please put your application and statement into the attached envelope made out to the Board Development Committee, attention Paco Jordon and return it to customer service at the store.