

Summary of Open Harvest Governance Policies September 2009

E – Open Harvest Ends Statements

Lincoln's trusted source for responsibly selected natural foods, products, and related outreach services for owners and the food buying community, while perpetuating the store and its policies.

G – Governance Process -- Global Governance Commitment

The purpose of the Board, on behalf of the members, is to see to it that the organization (1) achieves appropriate results for appropriate persons at an appropriate cost and (2) avoids unacceptable actions and situations.

G1 – Governing Style

The Board will govern in a way that (1) emphasizes future vision (more than past or present), (2) emphasizes initiative and strategic leadership (not operational detail), (3) provides clear distinctions of Board and management roles, and (4) deliberates in many voices but governs in one voice.

G2 – Board Job Description

The job of the Board is to represent the members in determining and demanding appropriate organizational performance.

G3 – Agenda Planning

To accomplish its job with a governance style consistent with Board policies, the Board will follow an annual agenda that (1) re-explores Ends policies and their links with members, (2) improves Board performance through education, and enriched input and deliberation, and (3) ensures efficient use of Board meeting time through input from and prior review of agenda items by all Directors.

G4 – Board President's Role

The Board chair assures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties.

G5 – Directors' Code of Conduct

The Board commits itself and its directors to ethical and businesslike conduct, including proper use of authority and appropriate decorum when acting as directors.

G6 – Board Committee Principles

Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to General Manager.

G7 – Cost of Governance

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

L – Executive Limitations – Global Executive Constraint

The General Manager shall neither cause nor allow any action, omission, or organizational circumstance that is imprudent, unethical or illegal. All activity shall be for the purpose of achieving Board policies on Ends.

L1 – Customer Service and Value

Value and service to any and all customers are founded upon an accepting and friendly attitude, and tolerance and respect for all customers.

L2 – Staff Treatment

Paid staff and volunteers shall not be subjected to unfair, undignified, or unsafe treatment or conditions.

L3 – Compensation and Benefits

Staff compensation and benefits shall not deviate from current market.

L4 – Financial Conditions

Actual financial conditions and performance shall not incur fiscal jeopardy or compromise Board policies on Ends.

L5 – Budgeting/Financial Planning

Budgeting for all or any part of a fiscal period shall not risk fiscal jeopardy, deviate materially from Board policies on Ends, or fail to be derived from a multi-year plan.

L6 – Asset Protection

Assets shall not be inadequately maintained, unnecessarily risked, or unprotected.

L7 – Communication and Counsel to the Board

Information provided to the Board shall not have significant gaps in timeliness, completeness, or accuracy.

L8 – Executive Succession

The General Manager shall not operate without a plan for emergency management succession.

L9 – Owner Recruitment and Outreach

A strong and well-informed owner base is critical to the success and survival of a co-op.

L10 – Expansion and Expansion Preparedness

Investment in expansion or relocation requires financial, organizational, and emotional commitment; the coop is prepared for expansion through prudent planning.

M – Global Board-General Manager Linkage

The Board's sole official connection to the operational organization, its achievements, and conduct will be through a General Manager.

M1 – Unity of Control

Only decisions of the Board acting as a body are binding on the General Manager.

M2 – Accountability of the General Manager

The General Manager is the Board's only link to operational achievement and conduct, so all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the General Manager.

M3 – Delegation to the General Manager

The Board will instruct the General Manager through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided, allowing the General Manager to use any reasonable interpretation of these policies.

M4 – Monitoring GM Performance

General Manager job performance will be systematically and rigorously monitored for results established within Board monitoring policies and within specific boundaries in both Ends and Executive Limitations policies.