

2018 HCCS Board Committee List

1. Elections Committee

Members: Liz Blum (Chair), Ann Shriver-Sargent, Lynn Schad (member), Tricia Groff (member), April Harkness, Alicia Barrows (employee member)

Charter: There shall be an Election Committee, which shall recruit and encourage candidates to fill vacancies on the Board of Directors. The Election Committee will educate candidates about the responsibilities of Board service, and educate membership about candidates' qualifications. The Election Committee will not choose or prefer candidates. The Election Committee shall establish the schedule for elections in a manner that provides a reasonable opportunity for eligible Members to seek election. The Board of Directors shall annually elect the Chair of the Election Committee from among the Directors serving non-expiring terms and shall appoint additional persons to the Committee from among the Members of the Cooperative so that the Committee shall consist of at least two Board members (including the Chair) and at least two non-Board members.

2. Executive Committee

Members: Bill Craig (Chair), Liz Blum, Benoit Roisin, Dana Grossman

Charter: There shall be an Executive Committee, consisting of the President, who shall serve as chair, the Vice President, the Treasurer and the Secretary. The Executive Committee shall meet at the call of the President and may act on current business of the Cooperative when necessary between regular meetings of the Board of Directors and in the absence of a special meeting of the Board. All decisions of the Executive Committee shall be reported to the next Board meeting and shall be subject to the approval of the Board as a whole.

3. Finance/Budget Committee

Members: (Board as a whole), Benoit Roisin (Chair, Treasurer) with additional support from Dana Grossman on *Board Budget* specific work.

4. Governance Committee

Members: Kevin Birdsey (Chair), Rosemary Fifield, Bill Craig, April Harkness, Jessica Saturley-Hall

Charter: The Governance Committee will be committed to the following:

- Improving the process used by the Board to monitor B-GM and GP policies (process for monitoring Ends and EL policies will be examined if deemed to be necessary)
- Assist the full Board and/or individual directors with drafting new policies or proposed revisions to existing policies prior to vote by full Board.
- Discuss both ways to improve Board workflow and potential committees necessary to improve strategic governance. Bring suggestions to the Board.
- Revise and update policy manual appendices. This includes task and monitoring calendars and procedures not documented.

The Governance Committee acknowledges that doubts have been expressed as to the effectiveness of Policy Governance. Any significant findings the Committee finds in its work that suggest the need to abandon this model will be brought to the Board. That said, the committee will be focused on improving the Board's use of the Carver model.

5. HCCF Advisory Committee

Members: Rosemary Fifield and Liz Blum (Co-Chairs), Harrison Drinkwater (member), April Harkness, Benoit Roisin, Amanda Charland, Ed Fox (ex-officio), Co-op employee members

Charter: HCCF provides the Co-op with a long-term community giving solution. As a permanently endowed fund intended to grow over time, a portion of its annual return is available to be donated to qualified organizations of the Co-op's choice. The fund is managed by the Twin Pines Cooperative Foundation (TPCF), a California-based tax-exempt 501(c) 3 corporation (see the Appendix for the contract). The Board guides the fund through the GM and the HCCF Trustee Advisory Committee. The HCCF will be managed by a special committee of the Society (Bylaws: Article VII, Section 5, number 9), "The HCCF Trustee Advisory Committee." The Committee will follow the most recent contract made with TPCF. The HCCF Trustee Advisory committee will serve until the Board of Directors specifies otherwise.

- The Board of Directors shall elect one of the current Directors as a member of the Committee. The Board will also designate a chair of the committee who will serve in such capacity for a term of one year or until his/her successor is duly elected and qualified.
- The Chair of the Committee will select its own members, subject to the approval of the Board of Directors.
- The Committee will have a minimum of four members.

- Names of Society members who may be qualified to serve on the HCCF Trustee Advisory Committee will be provided by the Nominating Committee (Bylaws: Article VIII, Section 6).

The HCCF Advisory Committee shall also ensure that the most recent contract with the TPCF is available in the Board of Directors files. The HCCF Finance Committee report should include: Disbursement recommendations, including: (a) organization, (b) amounts, (c) what percentage of the total donation is going to each organization, (d) which Co-op giving priorities the donation meets, (e) a list of organizations that have applied but were denied. Cash flow statements. Contributions and investments performance. This policy will be monitored annually by direct report of the HCCF Trustee Advisory Committee.

6. EL-5 Committee (EL 5 - *Employee Experience*)

Members: Victoria Fullerton, (Chair), Kevin Birdsey, Liz Blum, Ed Fox, Lori Hildbrand, Alex DeFelice (employee member)

Charter:

- Develop and recommend to the Board of Directors policies and procedures to move forward with improvements or adjustments to EL-5 or treatment of employees in accordance with the governing policy model.
- Provide information to assist the board in their understanding of the issues that have been raised previously,
- Use the evaluation data to inform and continuously improve the board's oversight with regard to the best possible conditions of employee culture, and to make this information available to the entire staff and membership via the board's evaluation website.
- To provide a forum or platform for discussion of any additional matters that arise from board members, employees or members that are relevant to the EL-5 treatment of employees
- Ensure that the HCCS board has an evaluation process that measures the extent to which the HCCS is achieving its fundamental goals to be a major source of employment in the community providing personal satisfaction to employees, livable wages and financial security.

Task Force:

1. **Allan and Nan King Award Task Force** – members change annually
2. **Annual Meeting Planning Task Force** – Ann Shriver-Sargent (Chair), April Harkness, Amanda Charland
3. **Charitable Giving Task Force** – (*Pennies Selection Committee has branched off of this*)

Members: Amanda Charland, April Harkness, Benoit Roisin (*Treasurer, ex-officio*)

Charter: A list was drawn of all programs currently run by the Co-op that can fall under the umbrella of charitable giving. Eight of them were identified, four of which deal with in-kind contributions while the other four deal with cash contributions. Separately, an initial effort was made to identify themes or frameworks that can later guide policies governing charitable giving. Four themes were identified:

- a. Food assistance,
- b. Community building initiatives (incl. support for agriculture),
- c. Promotion of cooperative principles or activities, cooperative education, and
- d. Environmental protection, sustainability initiatives.

These themes reflect the nature of our business and our Ends. Future work will consist of (1) quantifying the amounts made available (in kind or in cash) through each donation program, (2) discussing the themes with the Board, (3) connecting donation programs with the themes via policies and procedures. Later work will address implementation and advertising.

4. **Energy Task Force**
5. **Retreat Planning Task Force** – Kevin Birdsey and Bill Craig (Co-Chairs)
6. **Waste Reduction Task Force** – Liz Blum (Chair), Jessica Saturley-Hall, Amanda Charland, Marta Ceroni (member), Marc Morgan (member)

Charter: The HCCS Waste Reduction Committee will strive to reduce waste at the Co-op Food Stores and in the community. This is consistent with the 7th Ends policy: "There will be a thriving business organization that protects and restores the environment," as well as the 5th Cooperative Principle: EDUCATION, TRAINING AND INFORMATION. Co-operatives provide education and training for their members, elected representatives, managers and employees so they can contribute effectively to the development of their co-operatives. They inform the general public about the nature and benefits of cooperation."

The committee shall consist of:

- At least 2 members of the Board
- The Director of Member Engagement and 1 other employee
- Members of the Co-op

