



Board Candidacy Packet

Thank you for your interest in becoming a member of the Board of Directors. PFC welcomes people from all backgrounds to best represent our ownership and the larger community.

BOARD STRUCTURE AND RESPONSIBILITIES

The co-op is governed by a nine-person Board of Directors, with one-third of the Board up for election each year. **Since all 9 seats are open this election, three Directors shall serve one-year terms; three Directors shall serve two-year terms; and three Directors shall serve three-year terms. At the first board meeting following the election, which will be open to all owners wishing to attend, the newly elected Board members will vote in open session to determine which Directors serve which terms.**

The Board of Directors is directly accountable to the owners for the activities and accomplishments of the cooperative. Specifically, the Board is responsible for the following:

- Developing, monitoring, and revising a body of policies that guide the General Manager and the Board to achieve outcomes that are consistent with the co-op owners' values and vision;
- Ensuring, through consistent monitoring mechanisms, that management achieves the goals set by the Board and that the Board operates according to its own established processes.
- Interacting with the co-op owners to understand their values and visions for the store.
- Serving on committees to work on individual tasks and larger projects.
- Serving in a leadership role, either as a board officer or committee chair.

ELIGIBILITY

Any co-op member/owner in good standing (a primary member who is up to date on membership payments) may submit a Statement of Candidacy to run for the Board (Article 5.4, PFC Bylaws).

Current Board Members

Peter Brakeman, President

Kelly Vallelunga, Vice President

Julie Burkey, Secretary

Jack Gesmundo, Treasurer

Robert Brown, Director

Liz Stanley, Director

Lofty Durham, Director

BOARD MEMBER COMMITMENT

Since all 9 seats are open this election, three Directors shall serve one-year terms; three Directors shall serve two-year terms; and three Directors shall serve three-year terms. The newly elected Board members will vote to determine which Directors serve which terms, at the first board meeting following the election.

All board members agree to abide by the following two policies, in addition to all policies of the organization:

Policy Title: C2 – The Board's Job
Last Revised: August 26, 2025

In order to govern successfully, we will:

1. Practice, protect, promote and perpetuate a healthy democracy in our Cooperative.
2. Hire, compensate, hold responsible and accountable a General Manager.
3. Assign responsibility in a way that honors our commitment to empowerment and clear distinction of roles.
4. Rigorously monitor operational performance in the areas of Ends and Executive Limitations, and Board performance in the areas of Board Process and Board-Management Relationship.
5. Evaluating outcomes and policies to ensure they are aligned with our values.
6. Make central to our work our values of collaboration and cooperation, transparent communication, social equity and equal opportunity.
7. Perpetuate the Board's leadership capacity using ongoing education and training, recruitment, qualification and nomination processes, and fair elections and through the recruitment of new directors.
8. Fulfilling the duties of attention, loyalty, and care in good faith, with ordinary prudence, and in the best interests of the organization by:
 - A. Supporting the Co-op as an active owner and advocate.
 - B. Pledging to work in the PFC tradition of cooperative decision making, while encouraging sharing of all opinions.
 - C. Performing other duties as required by the bylaws or because of limitations on GM authority.

Policy Title: C5 – Directors' Code of Conduct
Last Revised: May 27, 2025

All Board members will act in a manner that positively represents the Co-op by:

1. Being responsible at all times for acting in good faith, in a manner which we reasonably believe to be in the best interests of the Cooperative, and with such care as an ordinarily prudent person in a like position would use under similar circumstances.
2. Demonstrating unconflicted loyalty to the interests of the Cooperative's owners. This accountability supersedes any conflicting loyalty such as that to advocacy or interest

groups, membership on other Boards or staff, and the personal interest of any director acting as an individual consumer or member.

3. There will be no self-dealing or any conduct of private business or personal services between any director and the Cooperative except as procedurally controlled to assure openness, competitive opportunity and equal access to “inside” information.
4. At a new director’s first board meeting, they will complete the “Conflict of Interest Disclosure” form, and will verbally report to the whole board the potential conflicts. Any subsequent potential conflicts will be reported to the whole board immediately and updated on the COI form.
5. When the Board is to decide on an issue about which a director has an unavoidable conflict of interest, that director shall abstain from the conversation and the vote.
6. A director who applies for employment at the co-op must first resign from the Board. Any director who is also a paid employee has the same duties and responsibilities as any other director and has the additional duty of clearly segregating staff and Board responsibilities. Any director who is also a paid employee will resign from the Board if they are terminated for cause.
7. When interacting with the GM or employees, directors must carefully and openly recognize their lack of authority.
8. When interacting with the public, the press, or other entities, directors must recognize the same limitation and the inability of any director to speak for the Board except to repeat explicitly stated Board decisions.
9. Respecting the confidentiality appropriate to issues of a sensitive nature and by continuing to honor confidentiality after leaving Board service.
10. Preparing for, attending, and participating fully in all Board meetings, retreats, team-building events and training.
11. Attending all official meetings of the ownership that would require board action or involvement.
12. Being accessible to communicate with Ownership, Staff, and/or other Board Directors as needed.
13. Participating in board work appropriate to each director's expertise, needs, and available volunteer hours.
14. Supporting the legitimacy and authority of the Board’s decision on any matter, irrespective of the director’s personal position on the issue.
15. Any director who does not follow the code of conduct policy can be removed from the Board by a 2/3 majority vote of the remaining Board.

Board Candidate Application

PFC Natural Grocery & Deli

Due: Wednesday, Oct. 14

Please initial and sign below to state that you have read and understood the information in this Board Candidacy Packet.

_____ I declare that I am a candidate for the People's Food Co-operative "PFC" of Kalamazoo.

_____ I declare that I am qualified to serve as a Director, in that I am a Member/Owner in good standing (Primary Member with payments up to date).

_____ I understand that I am committing to a one- to three-year term. (Newly elected board members will vote amongst themselves on who serves 1, 2, or 3 year terms).

_____ I acknowledge that PFC is a cooperative, non-profit, membership-based organization, and as a board member I will support and actively advance these principles.

_____ I agree to abide by the Board's Job Policy (C2) and the Directors' Code of Conduct (C5).

_____ I have attached the **required abbreviated Statement of Candidacy** (150 words or less) that contains a clear statement of what I would contribute to the Board and PFC mission if elected, including qualifications, vision, and goals. This statement will be used in the ballots mailed to Members.

_____ I have attached an **optional extended Statement of Candidacy (300 words or less)**, that contains a clear statement of what I would contribute to the Board and PFC mission if elected, including qualifications, vision, and goals. This statement will be posted in the store and online. Candidates may use the abbreviated statement to fulfill this requirement.

_____ I have included a **picture of myself**, head and shoulders, to be posted with my Statement of Candidacy.

Name (please print): _____

Signature: _____ Date: _____

Address: _____

Email: _____

Phone: _____

Once your application is completed, please submit using one of the following methods:

Via email media@pfckalamazoo.coop or coopprinciples@gmail.com

Drop off or mail to the store:

PFC Board Election Committee

507 Harrison St, Kalamazoo, MI 49007

PLEASE MAIL BY OCT. 1