

INTERNAL MONITORING REPORT FROM THE GENERAL MANAGER

POLICY TYPE: **EXECUTIVE LIMITATIONS**

POLICY TITLE: **B5. COMMUNICATION AND COUNSEL TO THE BOARD**

DATE ADOPTED: 07.29.08 REVISED: 07.29.08

I CERTIFY THAT THE FOLLOWING INFORMATION IS TRUE.

Signed: , GM, Ozark Natural Foods
Attachments: None

Policy language:

The GM shall not cause or allow the board to be uninformed or unsupported in its work.

Operational Definition

The GM is responsible for informing and supporting the board so it may be effective in its work as described in the board process and Board/GM relations policies. The board has fully specified requirements for compliance in its sub-policies, below.

Accordingly, the GM may not fail to:

B5.A: Make the Board aware of relevant trends and events.

Operational Definition

The GM is responsible for providing information to the board that will help it assess its policy decisions. Information is provided as follows:

1. Operational definitions and actual data for all board policies supplied according to the monitoring schedule as described Board/Management Delegation, Policy 4: Monitoring GM performance.
2. Relevant Trends of the cooperative and management's response to these trends are presented in the 2011 Business Plan, pages 52 – 72, included as compliance data for B2 Business Planning and Financial Budgeting (January), and the Annual Ends monitoring report (December).

Caveat: In 2010, the Grocery Manager was scheduled three (3) times by the Board to present a National Trends Report. This presentation was canceled three (3) times by the Board.

From time to time, information will be provided from grocery, natural foods, or cooperative trade sources (CoCoSnips, NCGA updates, CDS/Solutions newsletter, Cooperative Grocer Magazine, CCMA etc)

3. The board will be informed of public events of the cooperative in the following ways:
 - a. Informed by the GM of member engagement events or other co-op events that include director participation
 - b. Informed by the GM of events that are anticipated to be in the media.
 - c. Via the calendar in the co-op newsletter of all other events.
4. Directors will be informed of internal or external changes that may require significant change in operations, or that are expected to elicit member reaction.

Data:

1. B5.C demonstrates the board has been informed via monitoring of its policies
2. Monitoring reports and attachments for B2 Business Planning and Financial Budgeting, and Ends monitoring reports, presented to the board in January and December included full treatment of Relevant Trends. Both reports were accepted by the Board.

In addition, the board received the following: links to CoCoSnips data, the CDS/Solutions newsletter, editions of Cooperative Grocer Magazine, access the Cooperative Grocers Information Network, and 2 directors attended CCMA in June 2010.

B5.B: Advise the Board if the Board or one of its members is not in compliance with the Board's policies on Board Process or Board/Management Relations.

Operational Definition

The GM is obligated to inform the board if, in his or her opinion, the board is not acting in accordance with its board policies.

Data:

In 2010, there was one instance when the GM reported to the Board Chair that she felt that a board member was not compliant with Board Process Policy 9: Board Member Code of Conduct, subsection K:

Board Process 9.K: Project a positive image and conduct herself /himself in a professional manner. All Directors will respect the rights of other Directors, staff and member/owners to communicate their ideas, and will communicate with honesty and respect.

Caveat: The reporting of non-compliance by a Board Member of Board Process Policy 9: sub section K – Board Member Code of Conduct in 2010 was received poorly by the Board. The General Manager requests the creation of a formal GM Grievance Process.

The GM will not:

B6.C: Neglect to submit monitoring data required by the board (see policy 4.F on monitoring GM performance) in a timely, accurate, and understandable fashion, directly addressing the provisions of board policies being monitored

Operational Definition

1. The GM will submit monitoring reports
 - a. According to the monitoring schedule found in Board/Management Delegation, Policy 4: Monitoring GM performance; ONF Annual Monitoring Calendar Assignments.
 - b. On time, as determined by the board leader, currently 7 days prior to the board meeting, for distribution to directors in the regular board packet.
2. Each report will include a certificate of accuracy signed by the GM.
3. Monitoring reports will specifically address board policies by providing the following for each top level and sub-policy:
 - a. Operational definition/interpretation that includes measures that will be used to determine compliance
 - b. Data as called for in the operational definition/interpretation
 - c. An assertion of compliance, or acknowledgement of noncompliance based on the measures outlined in the operational definition/interpretation and the actual data as provided in the report.
 - i. In the case of non-compliance, the report will include a plan, including corrective measures, timeline and anticipated date of compliance.

Data:

Compliance will be determined using the table updated BY THE BOARD using Board/Management Delegation, Policy 4: Monitoring GM performance.

	JAN B2	FEB B1	MAR B5	APR B3	MAY B4	JUN B6	COMPLIANT?
1a and 1b: monitoring report submitted according to schedule and on time for board packet?	YES JAN 11 2011	YES FEB 08 2011	YES APR 19 2010	YES APR 19 2010	YES MAY 11 2010	YES JUN 14 2010	YES
2. Certificate of accuracy included?	YES	YES	YES	YES	YES	YES	YES

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 Policy B5: Communication and Counsel to the Board Date: March 22, 2011

	JAN B2	FEB B1	MAR B5	APR B3	MAY B4	JUN B6	COMPLIANT?
3a AND 3c: Did the report address each level of policy using all 3 required components?	YES	YES	YES	YES	YES	YES	YES
3c1. Were required components included in cases of non-compliance?	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Overall Compliance Achieved?	YES	YES	YES	YES	YES	YES	YES

	JUL B3	AUG B8	SEP B7	OCT B3	NOV B9	DEC ENDS	COMPLIANT?
1a and 1b: monitoring report submitted according to schedule and on time for board packet?	YES JUL 13 2010	YES AUG 17 2010	YES SEP 21 2010	YES OCT 12 2010	YES NOV 16 2010	YES DEC 14 2010	YES
2. Certificate of accuracy included?	YES	YES	YES	YES	YES	YES	YES
3a AND 3c: Did the report address each level of policy using all 3 required components?	YES	YES	YES	YES	YES	YES	YES
3c1. Were required components included in cases of non-compliance?	N/A	N/A	N/A	N/A	N/A	N/A	N/A
Overall Compliance Achieved?	YES	YES	YES	YES	YES	YES	YES

B6.D: Fail to report in a timely manner any actual or anticipated noncompliance with any policy of the board

Operational Definition

The GM is responsible for ensuring compliance to board policies, as defined by GM operational definitions/interpretations, at all times, and will report any actual or anticipated noncompliance items in writing to the board by providing a monitoring report of the policy that is out of compliance for the next board meeting. In the case of severe actual or anticipated non-compliance issue, the GM will inform the board CHAIR immediately.

Data

The board was notified of the following non-compliance issue in the last report:

Date	Policy	Was the board informed in writing?	Did the issue merit immediately informing the board president? Did that occur?
03/04/2010	Board Process Policy 9: Board Member Code of Conduct, subsection K	Yes, presented 3/04/2010	Yes/Yes