

## **Evergreen Village Cooperative, Inc, Board Policy**

This **Board Policy** outlines how the Board of Directors uses Governance and Leadership to oversee and provide safekeeping for the ROC. Governance is action and effort to ensure that direction, oversight, and routine analysis of business plans and management are in adherence with the approved Governing Documents and business plan of the Cooperative. Leadership of the Directors requires that there are ethical standards and duty of care protocols in place that represent the values of the Membership and ROC.

### **The Board provide Governance to the ROC by:**

1. Meeting monthly and as needed to:
  - Discuss the direction and management of all ROC matters and Co-op finances.
  - Make decisions together through collaboration and consensus building.
  - Communicate any and all Board actions to the Membership.
2. Preparing and planning effective meetings, including well prepared agendas, notices and the use of parliamentary procedure and Ground Rules for Participation to ensure meetings are effective and productive.
3. Reviewing monthly and/or annual reports and recommendations from the Board and committees and the report of the Property Manager.
4. Reviewing by analysis, the status of all operating matters, including legal, regulatory and loan compliance, monthly financials, monthly expenditures, capital improvement items and other business matters included in the monthly Property Management report.
5. Performing quarterly analysis of all contractors, including the contracted Property Manager, and responding and communicating any challenges that are not aligned with contracted agreements. Board members refer to the Best Practices for Working with Vendors for guidance.
6. Convening executive session, as appropriate, to protect the private and sensitive matters of all ROC members and when required, attorney- client privileged information.
7. Adhering to all approved policies of the ROC, including the Member approved Procurement, Code of Ethics and Conflict of Interest policies.
8. Seek advice of experts such as the TA Provider, Attorney, CPA and engineers where appropriate. The Board will appoint one director to be the point of contact for all legal matters and as needed between the Board and other contracted parties.

9. Promote and encourage ROC member engagement by providing invitations to participate in all ROC activities, opportunities for learning, Member benefits, and local and regional events for peer learning.

**The Board of Directors will provide effective leadership to the ROC by:**

1. Serving in a manner that aligns with the Cooperative Code of Ethics representing the ROC members in a professional and responsible manner. Board members must follow all agreements and remain in good standing with the ROC. Board members must hold each other accountable for these agreements.
2. Participating in training and ongoing opportunities for learning to develop understanding of the roles of all Directors and the operations and management of the ROC.
3. Ensuring good meeting practices are in place to ensure that business can be conducted properly and effectively.
4. Practicing and facilitating good listening, collaborative communication and proactive democratic decision making. Board members represent one voice and stand behind the decision made by the group.
5. The Board will strive for transparency, fairness and impartiality at all times. Board members will treat all individuals and providers of services fairly and value all contributions made.
6. Utilizing a strategic focus through action planning, risk mitigation; seeking positive outcomes on items of business for the ROC. Board members must keep the best interest of the ROC above Board Members' own personal interests at all times.
7. Appointing, empowering and holding accountable all ROC committees to ensure they are on task towards community engagement, social and wellness benefits of the Members, long term planning of the ROC.
8. Addressing any mid-term Board vacancies proactively and in a fair and consistent manner. The Board will post to the Members the opportunity of any mid-term Board vacancies before the Board makes the decision of appointment.
9. Individually and mutually plan for mentorship and succession planning to develop and seek future leadership for the ROC.

This policy was approved and adopted on March 14, 2022

The foregoing is a true and accurate account, attested by,

DocuSigned by:  
*Barbara Massarano*  
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Secretary