

MYTH BUSTER	
<i>Council member comment</i>	<i>Answer</i>
We do not have democratic member control	<p>We do!</p> <p>This was thought through carefully when the new governance regime was introduced – some on Council are re-running arguments made at the time which did not prevail. Some key elements:</p> <ul style="list-style-type: none"> - Rules signed off by Co-ops UK, FCA and co-op legal experts - All directors are members and need to trade with the organisation - A member Council has a role in holding the Board to account - Key decisions e.g. election of directors, dividend, de-mutualisation, change in Rules, etc are for Members as a whole
AGM voting is the legitimate way to participate in democracy	<p>It's not the only way! It is one legitimate way to participate.</p> <p>Participation can be wider:</p> <ul style="list-style-type: none"> - focusses on one co-operative principle rather than seeing the principles as a whole - Join in events, insight panels, member pioneers, engagement with community, etc are all legitimate - Appeal to a broader range of members, increasing inclusivity and diversity of thought and ideas
Council represent the views of our membership	<ul style="list-style-type: none"> - limited evidence base other than their own relatively small networks - likely to represent a small group and range of views - we will encourage Council members to be interested and respond to views of members via insight, etc - we're working with Andy on how to do this in a collaborative, rather than confrontational, way and to put some structure around it to avoid distraction for colleagues
We do not support wider movement	<p>We do!</p> <p>We spend over £1.7m supporting the Co-op Movement (inc Co-op Party) each year</p> <p>Our aim is to modernise the movement – so it is fit for purpose in the 21st century</p> <p>This would increase the impact of the movement rather than diminish it</p> <p>Any organisation or movement needs to adapt to the changing environment if it is to survive and thrive – the movement needs to do something that others want to engage and get involved in</p>

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We do not have sub-national structures	<p>We do!</p> <p>We agreed our approach with Council (in 2016)</p> <ul style="list-style-type: none"> - Member Pioneers were the route - No one approach – what works in the relevant community – can be digital, ad hoc, regular meet ups, etc - The Joint Working Group (involving Council members) has been actively engaged on the approach <p><i>Note: Rules specifically say these structures are not part of the governance framework</i></p>
It is the Board's fault we do not have all policies in place as referred to in the Rules	<p>It is not!</p> <p>We have proposed policies – in some cases several years ago which have not been agreed by Council</p> <p>To be agreed, there needs to be a consensus between Board and Council</p> <p>Both the education, democracy, communication policy and that relating to co-operative movement bodies are with Council</p>
The fact that policies are not in place means that the society is not actively considering and addressing these issues	<p>This is not right</p> <p>The areas covered are actively managed and action is taken, Council being involved as appropriate</p> <p>Information is provided to members via a wide variety of routes – website, e mails, apps, annual and interim reports, social media, member pioneers, join in activities, meetings, etc.</p> <p>We actively engage with the co-op movement – Council have seats on the boards of these societies and the Council President represents the Society within the movement</p>

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That their influence role requires more active dialogue	<p>It does not!</p> <p>The Board needs to consider Council input – there is no need to act in line with it</p> <p>Certain areas require formal consultation/approval/decision – these are clearly set out in our Rules, but these are limited and we do this when required</p> <p>Clarity of roles is key to good governance</p> <p>The current governance regime was intended to ensure our Co-op was well run with a skilled Board to hold the Executive to account</p> <p>Introducing additional layers of engagement is likely to lead to delay, increased costs and less effective governance</p>
That Council's decision-making role extends to commercial decisions and transactions	<p>It does not!</p> <p>Council's decision role is clearly outlined in Rule.</p> <p>The Rules are clear that the Executive run the business day to day being held to account by the Board. Council's role is a Board, not colleague, facing role</p> <p>It is just not practical to engage with a group of 100 Council members on this level of detail</p>

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Access to information - they need more	<p>They already receive a lot. Information needs to be relevant to role – the Role is a board facing one – they should be asking the Board what they are doing to ensure Executive held to account – not asking for the data the Board receives to enable it to do its job. We are always happy to consider requests, but these should be proportionate, and Council should read the information already provided. Requests for information often lead to further requests. What can seem like a simple and easy “yes” can turn into detailed requests and Council engaging well below the Board and Executive</p> <p><i>Note:</i> <i>Information routinely provided</i></p> <ul style="list-style-type: none"> - <i>Weekly newsletter – prepared by Council Secretariat – information and links to keep updated on Council, Co-op, and Co-op Movement activity</i> - <i>Community Dashboard – monthly</i> - <i>Kantar Worldpanel Market Share report summary – monthly</i> - <i>Store refits and acquisitions report / and closures – every 9 weeks / as and when.</i> - <i>Quarterly information pack – key financial and business information</i> - <i>Co-op Compass half-yearly pack – focus on KPIs in each of the Compass lenses</i> <p><i>Board Report to Council – following Board meetings</i> <i>Generally available</i></p> <ul style="list-style-type: none"> - <i>Annual report and accounts</i> - <i>Annual Sustainability Report</i> - <i>Interim results</i> - <i>Significant announcements/activities – provided on an ad hoc basis</i> - <i>Coop Blogs and Co-op Website – range of information available on Co-op policies and practices</i> <p>- <i>The Member Value and Business Performance Committee receive additional financial information on a confidential basis. This is information which would be kept to a very tight group of colleagues and it is not appropriate to share this confidential information more widely within Council. Other committees, groups and teams receive information on an ad hoc basis as well as colleagues attending to provide updates on activity, particularly in the member participation and sustainability areas</i></p>

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The Council has a say on all use of the Brand	<ul style="list-style-type: none"> - Council has the right to be consulted and influence the Board in its management of the Group's brand across all businesses - The Rule does not require consultation on every use of an existing brand on marketing, websites, etc. This cannot have been the intention as it would be impractical for the day to day running of the business and not aligned with the overall governance principles in the rules. - We do engage with Council when significant changes are being made e.g. when we moved to the pioneer brand and we do engage on changes to how we use the brand e.g. when we started to use it for franchising
That the business has no targets on member participation as part of the strategy	<p>It does!</p> <p>We have encouraged Council to look at relevant KPIs as part of the refresh of the Co-op Compass framework</p>