

## **APPENDIX A**

### **International Cooperative Alliance**

## **Statement on the Co-operative Identity**

### **Definition**

A co-operative is an autonomous association of persons united voluntarily to meet their common economic, social, and cultural needs and aspirations through a jointly-owned and democratically-controlled enterprise.

### **Values**

Co-operatives are based on the values of self-help, self-responsibility, democracy, equality, equity and solidarity. In the tradition of their founders, co-operative members believe in the ethical values of honesty, openness, social responsibility and caring for others.

### **Principles**

The co-operative principles are guidelines by which co-operatives put their values into practice.

#### **1st Principle: Voluntary and Open Membership**

Co-operatives are voluntary organisations, open to all persons able to use their services and willing to accept the responsibilities of membership, without gender, social, racial, political or religious discrimination.

#### **2nd Principle: Democratic Member Control**

Co-operatives are democratic organisations controlled by their members, who actively participate in setting their policies and making decisions. Men and women serving as elected representatives are accountable to the membership. In primary co-operatives members have equal voting rights (one member, one vote) and co-operatives at other levels are also organised in a democratic manner.

#### **3rd Principle: Member Economic Participation**

Members contribute equitably to, and democratically control, the capital of their co-operative. At least part of that capital is usually the common property of the co-operative. Members usually receive limited compensation, if any, on capital subscribed as a condition of membership. Members allocate surpluses for any or all of the following purposes: developing their co-operative, possibly by setting up reserves, part of which at least would be indivisible; benefiting members in proportion to their transactions with the co-operative; and supporting other activities approved by the membership.

**4th Principle: Autonomy and Independence**

Co-operatives are autonomous, self-help organisations controlled by their members. If they enter to agreements with other organisations, including governments, or raise capital from external sources, they do so on terms that ensure democratic control by their members and maintain their co-operative autonomy.

**5th 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 - particularly young people and opinion leaders - about the nature and benefits of co-operation.

**6th Principle: Co-operation among Co-operatives**

Co-operatives serve their members most effectively and strengthen the co-operative movement by working together through local, national, regional and international structures.

**7th Principle: Concern for Community**

Co-operatives work for the sustainable development of their communities through policies approved by their members.

## **APPENDIX B**

### **Best Practices for Sustainable Foods Cooperatives and Collectives in University Communities**

#### **Questions for interview subjects:**

- 1) Please describe your role in X cooperative/collective/organization.
- 2) How does your organization's decision-making structure work? What role does the Board of Directors play? What role do members play? (How do these people interact with staff?)
- 3) What is the legal structure of your organization? Are you a student group? A nonprofit organization? A co-op business? Are you affiliated with the university in a formal way?
- 4) How many staff people do you have? What are their roles in the organization?
- 5) How many members do you have? How has this number changed over time?
- 6) How do you deal with turnover?
- 7) (for c-ops that have volunteers) What kinds of tasks do you assign to volunteers? What kinds of tasks do you assign only to paid staff? How do you hold your volunteers accountable?
- 8) How was this organizational structure decided upon and what are its benefits?
- 9) What challenges does this organizational structure pose?
- 10) What would you change about your organization's structure to make it better meet the needs of its members stakeholders?
- 11) What other documents or resources do you suggest to gather more information on best practices for starting sustainable foods cooperatives in university communities?
- 12) When this co-op was starting up, how did it collect the funds necessary to do so? What proportion of those funds were in the form of loans, grants, personal donations, personal investments?
- 13) [for student run organizations only] Does the university subsidize your rent? Is the rent that you pay comparable to rent that other tenants pay?
- 14) How does your cooperative make food purchasing decisions? (Are there general guidelines or any policies about sources of food? Who makes what decisions regarding choice of food source of ingredients and menu?)

- 15) How much are your mark-up margins on food?
- 16) What do you sell and what are the most popular items?
- 17) What kinds of competition is there nearby? What other cafes, restaurants and markets are within walking distance (on or off campus)? How do they compare to your co-op in terms of offerings and price?
- 18) What equipment does your kitchen have?
- 19) How many total hours of labor go into the store per month? (How many of these hours are volunteer and how many are paid?)
- 20) What kinds of other programmatic elements exist at your co-op? Are there events, educational or outreach incorporated into the organization?
- 21) What is your relationship with the university like?
- 22) How much revenue does the store generate?
- 23) Can we get a copy of your by-laws, other policy documents, annual budgets and other financial statements? [if any documents or other written materials are provided to me in order to help answer the questions] Is this document public? Can I reference information in this in my study?

## Real Food Criteria

### Legend

*Italics* = there is strong, third-party verification of claim

Plain text = no independent verification of claim

Underlined = issues with specific food products/categories

**Bold** = information that can only be verified through a direct relationship with the producer or through transparent information from the distributor

\* = claim occurs in more than one column

	Local & Community-Based	Fair	Ecologically Sound	Humane
<b>Green Light</b> <i>A clear fit</i> <b>YES</b>	<u>Unprocessed Foods</u> -Grown/Raised within 150 miles or the adjacent counties <b><i>and at least one of the following:</i></b> a) You have a direct purchasing relationship with the farmer or your distributor provides you with transparent and verifiable information about farm practices and location b) <b>or</b> , Farm is independently or cooperatively owned and operated within the region c) <b>or</b> , Small-medium scale farm (size varies by crop-define by revenue or size?)  <u>Processed Foods</u> -Over 50% local ingredients processed by a locally-owned business	<b>-Fair trade direct purchasing</b> <b>-Domestic Fair Trade Cert.</b> (Agricultural Justice Project)  <b>-Fair Trade Cert.</b> *	<u>-USDA Organic</u> <u>-Protected Harvest Cert.</u> <u>-Marine Stewardship Council</u> <u>-Biodynamic Cert</u> <u>-Seafood Watch Guide "Best Choices"</u> (not air-flown)*	<u>-Certified Humane</u> <u>-Food Alliance Cert.</u> * <b>-Pasture-Raised</b>
<b>Yellow Light</b> <i>Use caution</i> <b>YES</b>	<u>Unprocessed Foods</u> -Grown within 250 miles <b><i>and at least one of the following:</i></b> -(a), (b) or (c) in the Green Light category (see above)	<u>-Food Alliance Cert.</u> * <u>-Rainforest Alliance Cert.</u> * <b>-Business/farm operates as a cooperative and/or has a profit sharing policy for all employees</b>	<u>-Rainforest Alliance Cert.</u> * <u>-Food Alliance Cert.</u> * <u>-Seafood Watch Guide "Good Alternatives"</u> (not air flown) <b>-Beyond Organic</b> <b>-Transitional Organic</b> <b>-Salmon Safe</b>	<u>-AGA Grassfed</u> -USDA Organic/Free-Range/ Cage-Free (eggs) <b>-Humanely Raised</b> <b>-100% Grassfed</b>

	Processed Foods -Distant ingredients processed by a locally-owned business e.g. locally baked goods, locally roasted coffee, etc	<b>-Business/farm has a social responsibility policy that includes for all workers:</b> --Union or prevailing wages --Transportation and/or Housing Support --Health care benefits	<a href="#">-Fair Trade Cert.</a> * <a href="#">-Coffee: Shade-Grown, Bird Friendly</a>	
<b>Red Light</b> <i>Good Start, but not enough</i> <b>NO</b>			-Raised without Antibiotics -No Antibiotics Administered	-USDA Grassfed -USDA Organic (meat) -Raised Without Antibiotics -No Antibiotics Administered -Vegetarian Diet -Hormone Free -rBGH-free/ -rBST-free
<b>Red Light</b> <i>Claim does not necessarily have substance</i> <b>NO</b>			-Natural -GM Free/ GMO Free (needs 3rd party certification)	-Natural/ Fresh -No Antibiotics (chickens) -Hormone Free (chickens)
<b>Red Light</b> <i>No way</i> <b>NO</b>	-Grown more than 250 miles away -Traveled more than 250 miles away during distribution	-Child labor -Indentured servitude -Slave labor	<a href="#">-Seafood Watch Guide "Avoid"</a> -Confinement/Battery Cages	-Confinement/ Battery cages -Grassfed/Grain-finished
<b>Health Concerns</b> If any of these ingredients are present, the food item does not count in any category.	high fructose corn syrup, hydrogenated vegetable oil, MSG, rGBH/rBST, sodium nitrate, sodium nitrite, sodium nitrite, trans-fats			

## APPENDIX D

### Article X of the Food Co-op Constitution: Food Policy Guidelines

Section I: Food stocked and sold at the Food Co-op shall comply with the following standards:

- A. The Food Co-op will carry no products produced as a result of the death or mistreatment of any kind of animal. However, dairy products and products containing eggs may be carried as an exception with this principle in mind. Dairy products shall be carried in this order: 1) free range, 2) cruelty free.
- B. The Food Co-op shall not carry products containing preservatives, colorings, additives, or those processed with chemicals; any of which are considered to potentially have toxic, cancerous, and other disease promoting effects.
- C. The Food Co-op shall not carry products containing sucrose (brown sugar, white sugar), corn syrup, or other extremely refined sweeteners. The Food Co-op shall stock and sell food products in this order: 1) unsweetened, 2) fruit sweetened, 3) honey sweetened, 4) fructose sweetened.
- D. The Food Co-op shall not carry products containing bleached white flour.
- E. The Food Co-op is concerned with the high correlation between saturated fat consumption and health problems. Therefore, we shall try to stock food in this order: 1) nonfat, 2) low fat, 3) unsaturated, 4) saturated.
- F. The Food Co-op shall work to limit the amount of waste that leaves the store by carrying products with little packaging to be thrown away. We shall carry products in the following order: 1) no packaging, 2) reusable, 3) recycled, 4) recyclable.
- G. The Food Co-op shall not carry products that promote dissatisfaction and insecurities about one's body and or self by advertising, packaging, or marketing.
- H. The Food Co-op shall not carry products made by companies that exploit their workers.
- I. The Food Co-op is concerned with promoting self reliance and the decentralization of power. Therefore, we shall try to carry products in this order: 1) products made by other co-ops and collectives, 2) products made by locally owned businesses, 3) products made from small businesses. The Food Co-op shall avoid carrying products from large corporations that provide little benefit to the community.
- J. The Food Co-op shall not carry products containing Genetically Modified Organisms.
- K. When considering carrying a vendor's products, other products and services provided by that vendor should be considered.

# APPENDIX E

<b>Name</b>	<b>Location</b>	<b>Year opened</b>	<b>Rent</b>	<b>No. staff &amp; members</b>	<b>Legal status</b>	<b>Operations in a nutshell (see text for details)</b>
<b>Maryland Food Collective</b>	U. Maryland, College Park	1975	\$1,700/month	17 member-workers	independent nonprofit	mostly paid staff, which some volunteers who work for store credit, basic grocery store with made-to-order sandwich line and a hot plate of the day
<b>Earthfoods Cafe</b>	U. Mass, Amherst	1976	\$605/month (approx)	23 member workers ("co-managers")	campus student organization	all paid workers. Sells an entree, soup, salad and desert of the day plus the staple Holy Trinity (beans, rice, kale).
<b>UC San Diego Food Co-op</b>	U. Calif, San Diego	1978	Currently being negotiated	10-16 core member-workers and 2-6 additional volunteers	independent nonprofit	formerly all paid workers; currently all volunteer workers. Sells soups, wraps, beans & grains, packaged foods, bagels, sandwiches and desserts
<b>Kresge Community Natural Foods</b>	U. Calif, Santa Cruz	197?	\$1/year	approx. 12 core members + 5-10 "new eggs" in training to become core members	independent nonprofit	all volunteer run, sells mostly packaged, grab and go items and some grocery items
<b>Food for Thought</b>	Portland State U.	2002	\$0	20-30 member-workers	campus student organization	all paid workers. Sells coffee, baked goods, breakfast foods, wraps and daily specials.
<b>The Flaming Eggplant</b>	Evergreen State College, Olympia, Washington	2008	\$0	22 part-time student staff and one full-time professional staff	campus student organization	All-paid part-time student staff who run a café featuring sandwiches, baked goods, soup, beans and grains
<b>Sprouts</b>	U. British Columbia, Vancouver	1997/ re-opened in 2007	\$0	10-20 Board members, 60+ volunteers total	campus student organization	All volunteer run café with baked goods and soup prepared 2x/week and other basic grocery items + produce from campus farm
<b>Berkeley Student Food Collective (Start-up)</b>	U. Calif, Berkeley	2010?	TBD	8 board members, 30 active members	independent nonprofit organization	will be mix of volunteers and paid staff plus 2 full-time professional staff



<b>Name</b>	<b>Annual revenue</b>	<b>Food purchasing policies re: ethics, sustainability</b>	<b>Decision-making</b>	<b>Seating capacity</b>	<b>Unique Features</b>
<b>Maryland Food Collective</b>	\$600,000-\$700,000	new vendors need to be approved by members; specific items decided by individual buyers (limited amount of meat)	2/3 majority	25 (lounge outside the coop)	large revenue, large selection of food
<b>Earthfoods Cafe</b>	\$145,000	all vegetarian	consensus	85	one of several student-run businesses supported by a campus consulting program
<b>UC San Diego Food Co-op</b>	\$60,000	all vegetarian, formal written policies that dictate a hierarchy of priority	consensus	10	
<b>Kresge Community Natural Foods</b>	\$32,000 (very rough estimate)	all vegetarian, overarching principles articulated in mission statement	consensus	6 (one picnic bench)	
<b>Food for Thought</b>	\$150-\$250,000	all vegetarian, determined by individual buyers	consensus	150	large facilities, made-to-order food service system
<b>The Flaming Eggplant</b>	\$130,000	kitchen coordinators make most decisions within general guidelines, mainly mostly organic and preference for local (limited amount of meat)	consensus	12 (2 picnic tables outside)	operates out of a trailer on interim basis, has one full-time professional staff member (university employee)
<b>Sprouts</b>	\$70,000-80,000	all vegetarian, all organic and fair trade for coffee, chocolate, etc. New items come to board for discussion	majority vote (but informal practice of consensus)	25	all volunteer labor force, weekly Community Eats meal made with donated food
<b>Berkeley Student Food Collective (Start-up)</b>	N/A	Real Food Challenge's Criteria for Real Food (meat still a matter to be discussed)	board votes by consensus, general membership by simple majority	TBD	Real Food Challenge criteria for food purchasing (very comprehensive)

## APPENDIX F

### ARTICLES OF INCORPORATION OF THE BERKELEY STUDENT FOOD COLLECTIVE

#### Article I

The name of this corporation is Berkeley Student Food Collective.

#### Article II

- A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.
- B. The specific purposes of this corporation are:
  - 1. To educate the public on nutrition and sustainable food systems by providing instructional programs, training, internship opportunities, volunteer opportunities, and increased access to nutritious and sustainable food to students and to the community at large;
  - 2. To provide a community space and forum for education about nutrition and sustainable food systems;
  - 3. To engage in any other lawful activity in furtherance of the above purposes, but in no event shall the organization engage in any activity prohibited to organizations exempt from taxation pursuant to Section 501(c)(3) of the Internal Revenue Code.

#### Article III

The name and address in the State of California of this corporation's initial agent for service of process is David Corson-Knowles, 2411 6<sup>th</sup> Street, Berkeley, California 94710.

#### Article IV

- A. This corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of

1986 (or the corresponding provision of any future United States Internal Revenue law).

- B. No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

#### Article V

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code, and has established its tax-exempt status under Revenue and Taxation Code Section 23701d, and satisfies the requirements of Revenue and Taxation Code Section 214. The distributee will be Berkeley Student Cooperative if it then exists and if it qualifies as a distributee under this Article V and is willing and able to accept the distribution.

DATED: October, 2009

\_\_\_\_\_  
Signature of Incorporator

Christina Oatfield  
Typed Name of Incorporator

I hereby declare that I am the person who executed the foregoing Articles of Incorporation, which execution is my act and deed.

\_\_\_\_\_  
Signature of Incorporator

**BYLAWS**  
**OF**  
**Berkeley Student Food Collective**

**ARTICLE 1: NAME**

The name of this corporation is Berkeley Student Food Collective.

**ARTICLE 2: PURPOSES**

This corporation has been formed for charitable purposes, to educate students about nutrition and food systems, empower new leaders, and train youth to work in and manage a sustainable organization. Through inclusive, democratic decision-making, we will achieve this purpose by operating a cooperative café and market that promotes community-building and environmental stewardship. The organization will also ensure the convenience of food services to students, faculty and staff of the University of California at Berkeley.

In addition, this corporation is formed for the purposes of performing all things incidental to, or appropriate in, the achievement of the foregoing specific and primary purposes. The corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary charitable purposes.

This corporation shall hold, and may exercise, all such powers as may be conferred upon a nonprofit corporation by the laws of the State of California and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation. In no event, however, shall the corporation engage in activities, which are not permitted to be carried on by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code.

**ARTICLE 3: PRINCIPAL OFFICE**

The initial principal office of the corporation shall be located in the City of Berkeley, County of Alameda, State of California. The Board of Directors may at any time, or from time to time, change the location of the principal office from one location to another within said city and county. The Board of Directors may at any time establish branch offices at any place where the corporation is qualified to do business.

**ARTICLE 4: NONPARTISAN ACTIVITIES**

This corporation has been formed under the California Nonprofit Public Benefit Corporation Law (the "Law") for the charitable purposes described above, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation. The corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

**ARTICLE 5: DEDICATION OF ASSETS**

The properties and assets of this nonprofit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, director or officer of this corporation. On liquidation or dissolution, all remaining properties and assets of the corporation shall be distributed and paid over to an organization dedicated to charitable purposes which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

## **ARTICLE 6: MEMBERSHIP**

### **Section 1. Qualifications.**

This corporation shall have one class of members as follows: any person who subscribes to the purposes and basic policies of the corporation, as noted in the corporation's Membership Agreement, and whose admission will contribute to the corporation's ability to carry out its charitable purposes, shall be eligible for membership on approval of the membership application by the Board of Directors and on timely payment of such dues and fees as the Board may fix from time to time. No person shall hold more than one membership.

### **Section 2. Rights of Membership.**

Members shall have the right to vote on the election of directors, the disposition of all or substantially all of the corporation's assets, any merger and its principal terms and any amendment of those terms, any election to dissolve the corporation, the amendment of the corporation's Articles of Incorporation or bylaws, and such other matters as set forth in these bylaws and the Law. This corporation may benefit, serve, or assist persons who are not members, and may restrict the provision of certain benefits, services, and assistance to members. A corporate member may designate in writing the name or position of an individual entitled to vote, exercise rights, and receive notices on behalf of said member. The member may amend such designation at any time, and all such designations and amendments thereto shall be filed with the records of this corporation. No member shall be entitled to any dividend or any part of the income of the corporation.

### **Section 3. Other Persons Associated with the Corporation.**

The corporation may refer to persons associated with it as "members," even though those persons do not meet the qualifications for membership as set forth in Article 6, Section 1 of these bylaws, but no such reference shall constitute anyone a member within the meaning of Section 5056 of the California Corporations Code. The Board of Directors of the corporation may grant some or all of the nonvoting rights of members, as set forth in these bylaws, to any person who does not have the right to vote on any of the matters submitted to a vote of the members, but no such person shall be a member within the meaning of Section 5056 of the California Corporations Code.

### **Section 4. Dues, Fees, and Assessments.**

Each member must pay, within the time and on the conditions set by the Board, the dues, fees, and assessments in amounts to be fixed from time to time by the Board. Those members who have timely paid the required dues, fees, and assessments and who are not suspended shall be members in good standing. The Board may require the payment of dues, fees, and assessments, in amounts to be fixed from time to time, by those persons associated with the corporation as described in Article 6, Section 3 of these bylaws.

### **Section 5. Termination of Membership.**

A membership shall terminate on occurrence of any of the following events:

- a) Resignation of the member, on reasonable notice to the corporation;
- b) Expiration of the period of membership, unless the membership is renewed on the renewal terms fixed by the Board;

- c) Failure of the member to pay dues, fees, or assessments as set by the Board within thirty (30) days after they become due and payable;
- d) Occurrence of any event that renders the member ineligible for membership, or failure to satisfy membership qualifications; or
- e) Expulsion of the member under Article 6, Section 7 of these bylaws based on the good faith determination by the Board, or a committee or person authorized by the Board to make such a determination, that the member has failed in a material and serious degree to observe the corporation's rules of conduct, or has engaged in conduct materially and seriously prejudicial to the corporation's purposes and interests.

**Section 6. Suspension of Membership.**

A member may be suspended under Article 6, Section 7 of these bylaws, based on the good faith determination by the Board, or a committee or person authorized by the Board to make such a determination, that the member has failed in a material and serious degree to observe the corporation's rules of conduct, or has engaged in conduct materially and seriously prejudicial to the corporation's purposes and interests. A person whose membership is suspended shall not be a member during the period of suspension.

**Section 7. Procedure for Expulsion or Suspension.**

If grounds appear to exist for expulsion or suspension of a member under Article 6, Sections 5 or 6 of these bylaws, the procedure set forth below shall be followed, in accordance with the corporation's conflict resolution and expulsion policy documents:

- a) The member shall be given fifteen (15) days notice, by any method reasonably calculated to provide actual notice, of the proposed expulsion or suspension and the reasons therefore. Any notice given by mail shall be sent by first-class, registered, or certified mail to the member's last address as shown on the corporation's records.
- b) The member shall be given an opportunity to be heard, either orally or in writing, at least five (5) days before the effective date of the proposed expulsion or suspension. The hearing shall be held, or the written statement considered, by the Board or by a committee or person authorized by the Board to determine whether the expulsion or suspension should take place.
- c) The Board, committee, or person shall decide whether or not the member should be suspended, expelled or sanctioned in some other way. The decision of the Board, committee or person shall be final, although the Board may choose to reinstate a member according to the corporation's membership agreement.
- d) Any action challenging an expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced within one (1) year after the date of the expulsion, suspension, or termination.

**Section 8. Transfer of Membership.**

No membership or right arising from membership shall be transferred. All membership rights cease on the member's death or dissolution or on termination of membership pursuant to Article 6, Section 5 of these bylaws.

**Section 9. Liability for Debts or Obligations.**

A member of the corporation is not, as such, personally liable for the debts, liabilities, or obligations of the corporation.

**Section 10. Place of Meeting.**

Meetings of members shall be held at the corporation's principal office or at such other place or places as may be designated from time to time by resolution of the Board of Directors.

**Section 11. Regular Meeting.**

At least 2 (two) regular meetings of members shall be held each year, beginning in 2010, for the purpose of ensuring participation and communication between members. The Board of Directors shall fix the date and time and notify members as provided in Article 6, Section 13. At one of these meetings, director candidates shall make statements and any other proper business may be transacted.

**Section 12. Special Meetings.**

A special meeting of the members for any lawful purpose may be called at any time by the Board of Directors, the chairperson of the Board, or by five percent (5%) or more of the members. A special meeting called by any person, other than the Board, entitled to call a meeting shall be called by written request, specifying the general nature of the business proposed to be transacted, and submitted to the chairperson of the Board, the president, or the secretary. The officer receiving the request shall cause notice to be given promptly to the members entitled to vote, in accordance with Article 6, Section 13 of these bylaws, stating that a meeting will be held at a specified time and date fixed by the Board, provided, however, that the meeting date shall be at least three (3) but no more than ninety (90) days after receipt of the request. If the notice is not given within twenty (20) days after the request is received, the person or persons requesting the meeting may give the notice. Nothing in this Section 12 shall be construed as limiting, fixing, or affecting the time at which a meeting of members may be held when the meeting is called by the Board. No business, other than the business, the general nature of which was set forth in the notice of the meeting, may be transacted at a special meeting.

**Section 13. Notice of Meetings.**

Whenever members are required or permitted to take action at a meeting, a written notice of the meeting shall be given at least three (3) but no more than ninety (90) days before the meeting date to each member entitled to vote at that meeting. The notice shall be given either personally, by electronic transmission by the corporation in accordance with Cal. Corp. Code Section 20, by first-class, registered, or certified mail, or by other means of written communication, charges prepaid, and shall be addressed to each member entitled to vote at the address of that member appearing on the books of the corporation or at the address given by the member to the corporation for purposes of notice. If notice is given by mail, and the notice is not mailed by first-class registered, or certified mail, that notice shall be given not less than three (3) days before the meeting. Notice shall not be given by electronic transmission if the corporation is unable to deliver two consecutive notices to the member by that means or the inability to so deliver the notices to the member becomes known to the secretary or any person responsible for the giving of the notice. If no address appears on the corporation's books and no address has been so given, notice shall be deemed to have been given if either posted in writing at the corporation's principal office or published at least once in a newspaper of general circulation in the county in which the corporation's principal office is located. An affidavit of the mailing or other means of giving any notice of any members' meeting may be executed by the secretary or any other party of the corporation giving the notice, and if so executed, shall be filed and maintained in the corporation's minute book.

Notices shall specify the place, date, and time of the meeting and those matters which the Board, at the time notice is given, intends to present for action by the members, but except as provided in Article 6, Section 14 of these bylaws, any proper matter may be presented at the meeting. The notice of any meeting at which directors are to be elected shall include the names of all persons who are nominees when notice is given.

Approval by the members of any of the following proposals, other than by unanimous approval by those entitled to vote, is valid only if the notice or written waiver of notice states the general nature of the proposal or proposals:

- a) Removing a director without cause;
- b) Filling vacancies on the Board;
- c) Amending the Articles of Incorporation or bylaws;

- d) Electing to wind up and dissolve the corporation;
- e) Approving a plan of merger or consolidation; or
- f) Disposing of all or substantially all of the corporation's assets.

**Section 14. Quorum.**

Five percent (5%) of the voting power or 10 people, whichever is greater, shall constitute a quorum for the transaction of business at any meeting of members provided, however, that if any regular meeting is actually attended in person or by proxy by less than one-third (1/3) of the voting power, the only matters that may be voted on are those of which notice of their general nature was given pursuant to Article 6, Section 13, of these bylaws. Subject to the foregoing, the members present at a duly called or held meeting at which a quorum is present, may continue to transact business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum, if any action taken, other than adjournment, is approved by at least a majority of the members required to constitute a quorum, or such greater number as required by the Articles of Incorporation, these bylaws, or the Law.

**Section 15. Adjournment.**

Any member meeting, whether or not a quorum is present, may be adjourned by the vote of the majority of the members represented at the meeting, either in person or by proxy. No meeting may be adjourned for more than forty-five (45) days. When a member meeting is adjourned to another time or place, the time and place shall be announced at the meeting at which adjournment is taken. If after adjournment a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each member who, on the record date for notice of the meeting, is entitled to vote at the meeting. At the adjourned meeting, the corporation may transact any business that might have been transacted at the original meeting.

**Section 16. Voting .**

Members entitled to vote at any meeting of members shall be those members in good standing as of the record date determined under Article 6, Section 20 of these bylaws. At a meeting, voting may be by voice, ballot, or through hand motions, except that any election of directors must be by ballot if demanded by any member at the meeting before the voting begins. Each member entitled to vote shall be entitled to cast one vote on each matter submitted to a vote of the members. Cumulative voting is prohibited.

Elections shall be in accordance with the Schulze criterion. The Schulze winner is the person who would win a two-candidate election against each of the other candidates. For election of officers or decisions to be made involving more than two choices, members may rank a first choice, second choice, third choice and so on for as many choices as there are for that ballot measure. The Board shall appoint an Election Coordinator to manage an election such that:

- 1) it can be verified that only members eligible to vote in accordance with these bylaws and other organizational policies can vote
- 2) it can be verified that no individual cast more than one ballot
- 3) the identity of individuals who voted can be verified but an individual ballot cannot be linked to an individual's identity.

A written or electronic ballot may not be revoked after the close of the election, the time and date of which shall be announced prior to the opening of the polls. All written ballots shall be filed with the secretary of the corporation and maintained in the corporate records.

If a quorum is present, the affirmative vote of a majority of the voting power represented at the meeting, entitled to vote and voting on any matter, shall be the act of the members, unless the vote of a greater number or voting by classes is required by the Articles of Incorporation, these bylaws, or the Law. In any election of directors, the candidates receiving the highest number of votes are elected.

Each member shall have the right to vote for as many nominees as there are vacancies on the Board of Directors to be filled by the members. Vacancies can remain unfilled if the members



vote to not elect anyone to that position by indicating this preference on their ballot. A “none of the above” option must always be present on the ballots for member of the Board of Directors.

**Section 17. Waiver of Notice or Consent by Absent Members.**

If the validity of any business transacted at a meeting is questioned, the business shall be considered valid if (1) a quorum attends the meeting either in person or by proxy and, (2) either before or after the meeting, each voting member who is not present in person or by proxy signs a written waiver of notice, a consent to the holding of the meeting, or an approval of the meeting's minutes. The waiver of notice, consent, or approval need not specify either the business to be transacted or the purpose of any meeting of members, except that if action is taken or proposed to be taken for approval of any of those matters specified in the last paragraph of Article 6, Section 13 of these bylaws, the waiver of notice, consent, or approval shall state the general nature of the proposal. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

A member's attendance at a meeting shall also constitute a waiver of notice of and presence at that meeting, unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not lawfully called or convened. Also, attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting but not so included, if that objection is expressly made at the meeting.

**Section 18. Action by Unanimous Written Consent.**

Any member action may be taken without a meeting and without prior notice, if all members consent in writing to the action. The written consents shall be filed with the minutes of the member proceedings. The action by written consent shall have the same force and effect as the unanimous vote of the members.

**Section 19. Action by Ballot Without a Meeting.** Any action, including the election of directors, which may be taken at any meeting of members, may be taken without a meeting and without prior notice by complying with the provisions of this Section 19 concerning ballots.

The corporation shall distribute one written ballot to each member entitled to vote on the matter. Such ballots shall be mailed or delivered in the manner required by the first paragraph of Article 6, Section 13 of these bylaws. All solicitations of votes by written ballot shall (a) indicate the number of responses needed to meet the quorum requirement; (b) with respect to ballots other than for election of directors, state the percentage of approvals necessary to pass the measure or measures; and (c) specify the time by which the ballot must be received in order to be counted. Each ballot so distributed shall (a) set forth the proposed action; (b) provide the members with an opportunity to specify approval or disapproval of each proposal; and (c) provide a reasonable time within which to return the ballot to the corporation.

In any election of directors, a written ballot that a member marks "withhold", "abstain" or otherwise marks in a manner indicating that authority to vote is withheld, shall not be voted either for or against the election of a director.

Approval by written ballot shall be valid only when the number of votes cast by ballot, including those ballots marked in a manner indicating that authority to vote is withheld, within the time specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by written ballot without a meeting.

A written ballot may not be revoked. All written ballots shall be filed with the secretary of the corporation and maintained in the corporate records.

**Section 20. Record Date.**

For purposes of determining the members entitled to notice of any meeting, entitled to vote at any meeting, entitled to vote by written ballot, or entitled to exercise any rights with respect to any lawful action, the Board may, in advance, fix a record date. A member at the close of business on

the record date shall be a member of record. For notice of a meeting or voting the record date shall not be more than ninety (90) nor less than one (1) day before the date of the meeting. If not otherwise fixed by the Board, the record date shall be the business day immediately preceding the day on which notice is given. If a member waives notice, then he or she shall be considered a member of record if he or she is a member on the business day immediately preceding the day on which the meeting is held.

**Section 21. Proxies.**

Each member entitled to vote shall have the right to do so either in person or by one or more agents authorized by a written proxy, signed by the member and filed with the secretary of the corporation. Any proxy covering matters for which a vote of the members is required shall not be valid unless the proxy sets forth the general nature of the matter to be voted on or, with respect to an election of directors, the proxy lists those who have been nominated at the time the notice of the vote is given to the members. In any election of directors, any form of proxy that a member marks "withhold," or otherwise marks in a manner indicating that authority to vote for the election of directors is withheld, shall not be voted either for or against the election of a director. A validly executed proxy shall continue in full force and effect until revoked by the member executing it, before the vote is cast under that proxy, by a writing delivered to the corporation stating that the proxy is revoked, by a subsequent proxy executed by that member and presented to the meeting, or as to any meeting, by that member's personal attendance and voting at the meeting. No proxy shall be valid after the expiration of eleven (11) months from the date of the proxy, unless otherwise provided in the proxy, except that the maximum term of a proxy shall be three years from the date of execution. A proxy may not be irrevocable.

**Section 22. Election of Directors.**

The Board shall formulate procedures that allow a reasonable opportunity for a nominee to communicate to members the nominee's qualifications and the reasons for the nominee's candidacy, a reasonable opportunity for the nominee to solicit votes, and a reasonable opportunity for all members to choose among the nominees. No corporate funds may be expended to support a nominee for director after more people have been nominated for director than can be elected.

**ARTICLE 7: BOARD OF DIRECTORS****Section 1. Powers.**

Subject to the provisions and limitations of the Law and any other applicable laws, and subject to any limitations in the Articles of Incorporation or bylaws regarding actions that require approval of the members, the business and affairs of the corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors. The Board of Directors may delegate the management of the day-to-day operation of the business of the corporation to a management company, committee (however composed), or other person, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board of Directors.

**Section 2. Number of Directors.**

The authorized number of directors of the corporation shall not be less than five (5) nor more than twelve (12).

**Section 3. Election, Designation, and Term of Office of Directors.**

The initial Board of Directors shall serve until their successors have been elected and seated at the first regular meeting of members. Each director, including a director elected to fill a vacancy, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified. Directors may serve any number of consecutive terms.

**Section 4. Vacancies.**

A vacancy on the Board shall exist on the occurrence of the following: (a) the death or resignation of any director; (b) the declaration by resolution of the Board of a vacancy in the office of a director who has been declared of unsound mind by a final order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty under Sections 5230-5239 of the Law dealing with standards of conduct for a director, or has missed three (3) consecutive meetings of the Board of Directors or a total of seven (7) meetings of the Board during any one calendar year; (c) the vote of the members to remove a director; (d) an increase in the authorized number of directors; or (e) the failure of the members, at any meeting of members at which directors are to be elected, to elect the number of directors required to be elected at such meeting. Except as provided in this paragraph, any director may resign effective upon giving written notice to the chairperson of the Board, the president, the secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. If the resignation is effective at a future time, a successor may be designated to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no director may resign when the corporation would then be left without a duly elected director in charge of its affairs. Prior to the removal of any director, the director to be removed shall have been notified in writing in the manner set forth in Article 6, Section 13 that such action would be considered at the meeting at which removal is voted.

The membership shall elect directors to fill any vacancy, unless the term of the vacant position will expire within eight (8) weeks, in which case the board may choose to not hold an election to fill the position for the remainder of that term.

No reduction of the authorized number of directors shall have the effect of removing any director before that director's term of office expires.

#### **Section 5. Meetings.**

The Board of Directors shall meet immediately after each regular meeting of members for purposes of organization, election of officers, and transaction of other business. Other regular meetings of the Board of Directors shall be held at such times as are fixed by the Board of Directors. Such regular meetings may be held without notice. Meetings shall be held at any place designated by resolution of the Board, or, if not designated, at the principal office of the corporation. Any meeting may be held by telephone conference or other communications equipment permitted by the Law, as long as all directors participating in the meeting can communicate with one another and all other requirements of the Law are satisfied. All such directors shall be deemed to be present in person at such meeting.

Meetings of the Board for any purpose may be called at any time by any two (2) directors. Notice of the date, time, and place of meetings shall be delivered personally to each director or communicated to each director by telephone (including a voice messaging system which records and communicates messages), facsimile, or electronic mail at least three (3) days before the date of the meeting, or communicated by telegraph, express mail service, first-class mail, or by other means of written communication, charges prepaid, addressed to the director at the director's address as it is shown upon the records of the corporation, deposited in the mail or given to the telegraph company or express mail company or other carrier at least seven (7) days before the date of the meeting. The notice need not specify the purpose of the meeting. Notice of a meeting need not be given to any director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such director. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

#### **Section 6. Action at a Meeting.**

Presence of a majority of the directors then in office at a meeting of the Board of Directors constitutes a quorum for the transaction of business, except as otherwise provided in these

Bylaws. Every act done or decision made by a majority of the directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number, or the same number after disqualifying one or more directors from voting, is required by the Articles of Incorporation, these bylaws, or the Law. Directors may not vote by proxy. A meeting at which a quorum is initially present, including an adjourned meeting, may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a disinterested majority of the required quorum for such meeting, or such greater number as required by the Articles of Incorporation, these bylaws or the Law.

#### **Section 7. Adjourned Meeting and Notice.**

A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the directors who were not present at the time of the adjournment. Such notice may be waived in the manner provided for in Article 7, Section 5.

#### **Section 8. Action Without a Meeting**

The Board of Directors may take any required or permitted action without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board. Such action by written consent shall have the same force and effect as the unanimous vote of such directors. For purposes of this section only, "all members of the Board" does not include any "interested directors" as defined in Section 5233 of the Law.

#### **Section 9. Fees and Compensation.**

Directors and members of committees may not receive any compensation for their services as such, but may receive reasonable reimbursement of expenses incurred in the performance of their duties, including advances as provided in Article 8, Section 2, as may be fixed or determined by resolution of the Board of Directors. Directors may not be compensated for rendering services to this corporation in any capacity other than director, unless such compensation is reasonable and approved as provided in Article 8, Section 4.

### **ARTICLE 8: STANDARD OF CARE**

#### **Section 1. General.**

A director shall perform the duties of a director, including duties as a member of any committee of the Board on which the director may serve, in good faith, in a manner such director believes to be in the best interest of this corporation and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a director, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

- a) One or more officers or employees of the corporation whom the director believes to be reliable and competent in the matters presented;
- b) Counsel, independent accountants or other persons as to matters which the director believes to be within such person's professional or expert competence; or
- c) A committee of the Board upon which the director does not serve, as to matters within its designated authority, which committee the director believes to merit confidence, so long as in any such case, the director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Except as provided in Article 8, Section 3.B, a person who performs the duties of a director in accordance with the above shall have no liability based upon any failure or alleged failure to

discharge that person's obligations as a director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a public or charitable purpose to which the corporation, or assets held by it, are dedicated.

**Section 2. Loans.**

This corporation shall not make any loan of money or property to, or guarantee the obligation of, any director or officer, unless approved by the California Attorney General. However, this corporation may advance money to a director or officer of this corporation or any subsidiary for expenses reasonably anticipated to be incurred in performance of the duties of such officer or director so long as such individual would be entitled to be reimbursed for such expenses absent that advance.

**Section 3. Conflict of Interest.**

The purpose of the conflict of interest policy is to protect the corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of one of its officers or directors, or that might otherwise result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable California and federal conflict of interest laws applicable to nonprofit and charitable corporations and is not intended as an exclusive statement of responsibilities.

**A) Definitions**

Unless otherwise defined, the terms used in this Section have the following meanings:

"Interested Persons" - Any director, principal officer, or member of a committee with Board-delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

"Financial Interest" - A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- (a) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;
- (b) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or
- (c) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as substantial gifts or favors.

A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the appropriate Board decides that a conflict of interest exists.

**B) Procedures****1. Duty To Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors who are considering the proposed transaction or arrangement.

**2. Determining Whether A Conflict Of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, the interested person shall leave the Board meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board members shall decide if a conflict of interest exists.

**3. Procedure For Addressing The Conflict Of Interest**

In the event that the Board determines that a proposed transaction or arrangement presents a conflict of interest, the Board shall take the following actions:

- a) An interested person may make a presentation at the Board meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on the transaction or arrangement involving, the possible conflict of interest.
- b) The Chairperson of the Board shall, if appropriate, appoint a disinterested person or

committee to investigate alternatives to the proposed transaction or arrangement.

- c) After exercising due diligence, the Board shall determine whether the Corporation can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
  - d) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best interest, for its own benefit, and whether it is fair and reasonable. It shall make its decision as to whether to enter into the transaction or arrangement in conformity with this determination.
4. **Violations of the Conflict of Interest Policy**  
 If the Board has reasonable cause to believe an interested person has failed to disclose actual or possible conflicts of interest, it shall inform the interested person of the basis for such belief and afford the interested person an opportunity to explain the alleged failure to disclose. If, after hearing the interested person's response and after making further investigation as warranted by the circumstances, the Board determines the interested person has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

5. **Records and Procedures**

The minutes of the Board shall contain:

- a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board's decision as to whether a conflict of interest in fact existed.
  - b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.
6. **Statements of Understanding of the Conflict of Interest Policy**  
 Each director, principal officer and member of a committee with Board-delegated powers shall, upon assuming their respective position, sign a statement which affirms such person:
- a) Has received a copy of the conflict of interest policy;
  - b) Has read and understands the policy;
  - c) Has agreed to comply with the policy; and
  - d) Understands the Corporation is charitable and in order to maintain its federal tax exemption it must engage primarily in activities, which accomplish one or more of its tax-exempt purposes.

**Section 4. Compensation.**

**A) Definitions**

Unless otherwise defined, the terms below have the following meanings:

"Highest Compensated Employee" - Any employee of the corporation whose total compensation would require the employee to be listed in Part I of Schedule A of IRS Form 990, or in response to an equivalent question on any successor exempt organization annual return.

"Highest Compensated Independent Contractor" - Any independent contractor engaged by the Corporation, whose total compensation would require the contractor to be listed in Part II of Schedule A of IRS Form 990, or in response to an equivalent question on any successor exempt organization annual return.

**B) Reporting**

No director, officer, Highest Compensated Employee or Highest Compensated Independent Contractor may receive compensation, directly or indirectly, from the corporation unless such compensation is first determined by the disinterested directors, or an authorized committee thereof, to be just and reasonable to the corporation.

The names of the persons who were present for discussions and votes relating to the compensation arrangement, the content of the discussion, including any the information used to determine the reasonableness of the compensation, and a record of any votes taken in connection with the proceedings shall be maintained in the minutes of the corporation.

The determination of reasonableness shall be based upon information about compensation paid by similarly situated organizations for similar services, current compensation surveys compiled by independent firms or actual written offers from similarly situated organizations. Similarly situated organizations may include both taxable and tax-exempt organizations.

No director, principal officer, Highest Compensated Employee or Highest Compensated Independent Contractor, shall participate in the discussion and approval of his or her compensation, except that such persons may provide information to the disinterested directors as described in the conflict of interest policy above.

#### **Section 5. Board Compensation.**

The Board shall review the fairness of compensation, including benefits, paid to the Chairperson of the Board and the Treasurer upon the occurrence of the following events:

- (a) The officer is hired;
- (b) The officer's term of employment is extended or renewed; or
- (c) The officer's compensation is modified, unless such modification occurs pursuant to a general modification of compensation that extends to all employees.

#### **Section 6. Periodic Reviews.**

Periodic reviews shall be conducted to ensure the corporation operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status. The periodic reviews shall, at a minimum, include the following subjects:

- (a) Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's-length bargaining.
- (b) Whether partnerships, joint ventures, and arrangements with management corporations conform to the Corporation's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or an excess benefit transaction.

When conducting the periodic reviews as provided for above, the Corporation may, but need not, use outside advisors. If outside experts are used their use shall not relieve the Board of its responsibility for ensuring that periodic reviews are conducted.

#### **Section 7. Restriction on Interested Directors.**

Not more than forty-nine percent (49%) of the persons serving on the Board of Directors at any time may be interested persons. An interested person is (1) any person currently being compensated by the corporation for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (2) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. However, any violation of the provisions of this section shall not affect the validity or enforceability of any transaction entered into by the corporation.

#### **Section 8. Indemnification.**

To the fullest extent permitted by law, this corporation shall indemnify its "agents", as described in Section 5238(a) of the Law, including its directors, officers, employees, and volunteers, and including persons formerly occupying any such position, and their heirs, executors, and administrators, against all expenses, judgments, fines, settlements, and other amounts actually

and reasonably incurred by them in connection with any "proceeding," as that term is used in said Section 5238(a), and including an action by or in the right of the corporation, by reason of the fact that the person is or was a person described in that Section. "Expenses" shall have the same meaning as in said Section. Such right of indemnification shall not be deemed exclusive of any other rights to which such persons may be entitled apart from this Article 8, Section 9.

## **ARTICLE 9: COMMITTEES**

### **Section 1. Committees of Directors.**

The Board of Directors may designate one or more committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these bylaws. Each such committee shall consist of one (1) or more directors, and may also include persons who are not on the Board, to serve at the pleasure of the Board. The Board may designate one or more alternate members of any committee, who may replace any absent member at any meeting of the committee. The Board of Directors may also designate one or more advisory committees that do not have the authority of the Board. However, no committee, regardless of Board resolution, may:

- (a) Approve any action that, under the Law, the Articles of Incorporation or these bylaws, also requires approval of the members or approval of a majority of all members;
- (b) Fill vacancies on, or remove members of, the Board of Directors or in any committee that has the authority of the Board;
- (c) Fix compensation of the directors for serving on the Board or on any committee;
- (d) Amend or repeal the Articles of Incorporation or bylaws or adopt new bylaws;
- (e) Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or repealable;
- (f) Appoint any other committees of the Board of Directors or their members;
- (g) Approve a plan of merger; consolidation; voluntary dissolution; bankruptcy or reorganization; or for the sale, lease, or exchange of all or substantially all of the property and assets of the corporation otherwise than in the usual and regular course of its business; or revoke any such plan;
- (h) Approve any self-dealing transaction, except as provided by Section 5233 of the Law; or
- (i) Expend corporate funds to support a nominee for director

No committee shall bind the corporation in a contract or agreement or expend corporate funds, unless authorized to do so by the Board of Directors.

### **Section 2. Meetings and Actions of Committees.**

Meetings and actions of all committees shall be governed by, and held and taken in accordance with, the provisions of Article 7, Section 5, of these bylaws, concerning meetings and actions of directors, with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board of Directors or by resolution of the committee. Special meetings of committees may also be called by resolution of the Board of Directors. Notice of special meetings of committees shall also be given to any and all alternate members, who shall have the right to attend all meetings of the committee. Minutes shall be kept of each meeting of any committee and shall be filed with the corporate records. The Board of Directors may adopt rules for the government of any committee, as long as those rules are consistent with the provisions of these bylaws.

### **Section 3. Executive Committee**

Pursuant to Article 9, Section 1, the Board may appoint an Executive Committee composed of three (3) or more directors, one of whom shall be the Chairperson of the Board, secretary, treasurer and any other officers which the board chooses to appoint, to serve as the Executive Committee of the Board. The Executive Committee, unless limited in a resolution of the Board, shall have and may exercise all the authority of the Board in the management of the business and affairs of the corporation between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board in reference to those matters enumerated in



Article 9, Section 1. The secretary of the corporation shall send to each director a summary report of the business conducted at any meeting of the Executive Committee.

#### **Section 4. Audit Committee**

The Board shall appoint an Audit Committee. Notwithstanding Article 9, Section 1, which shall otherwise govern the committee's operations, the committee may be comprised of one or more persons and may include persons other than directors of the corporation. The membership of the Audit Committee shall not include the following persons:

- (a) The chairperson of the Board;
- (b) The treasurer of the corporation;
- (c) Any employee of the corporation; or
- (d) Any person with a material financial interest in any entity doing business with the corporation.

### **ARTICLE 10: OFFICERS**

#### **Section 1. Officers.**

The officers of the corporation shall consist of a Chair, a treasurer, a secretary and such other officers as the Board may designate by resolution. The same person may hold any number of offices, except that neither the secretary nor the treasurer may serve concurrently as the chairperson of the Board. In addition to the duties specified in this Article 10, officers shall perform all other duties customarily incident to their office and such other duties as may be required by law, by the Articles of Incorporation, by these bylaws, or by other organizational policies, subject to control of the Board of Directors, and shall perform such additional duties as the Board of Directors shall from time to time assign.

The officers shall be chosen by the Board and shall serve at the pleasure of the Board, subject to the rights, if any, of any officer under any contract of employment. Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board of Directors, the chairperson of the Board, or the secretary of the corporation, without prejudice to the rights, if any, of the corporation under any contract to which such officer is a party. Any resignation shall take effect on the date of the receipt of such notice or at any later time specified in the resignation; and, unless otherwise specified in the resignation, the acceptance of the resignation shall not be necessary to make it effective. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office. The compensation, if any, of the officers shall be fixed or determined by resolution of the Board of Directors.

#### **Section 2. Chair of the Board**

The Chair of the Board shall act as the primary signatory of the corporation to state and federal agencies. The Chair shall not hold any other power that any other Board member does not hold.

#### **Section 3. Secretary.**

The secretary shall act as a signatory of the corporation to state and federal agencies and shall perform duties as may be required by law, by the articles of incorporation of the corporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors. Additionally, the secretary shall:

- a) be custodian of all records and documents of the corporation, which are to be kept at the principal office of the corporation.
- b) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law.
- c) ensure that the following materials are available for any member to view either in hardcopy or electronically upon request within a reasonable amount of time: a copy of the most up-to-date Articles of Incorporation, Bylaws, other policies, job descriptions, minutes of meetings of the corporation, any written consents approving action taken without a meeting, any supporting documents pertaining to meetings, minutes, and consents and a

list of the name and address of each and any members, and, in the case where any membership has been terminated, the date on which such membership ceased.

**Section 4. Treasurer.**

The treasurer shall act as a signatory of the corporation to state and federal agencies and shall perform duties as may be required by law, by the articles of incorporation of the corporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors. Additionally, the treasurer shall:

- a) have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the board of directors.
- b) receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.
- c) disburse, or cause to be disbursed, the funds of the corporation as may be directed by the board of directors, taking proper vouchers for such disbursements.
- d) keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.
- e) exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request.
- f) prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.
- g) deposit or cause to be deposited all moneys and other valuables in the name and to the credit of the corporation with such depositories as may be designated by the Board of Directors.
- h) disburse or cause to be disbursed the funds of the corporation as may be ordered by the Board of Directors
- i) render to any director, whenever they request it, an account of all of the treasurer's transactions as treasurer and of the financial condition of the corporation.
- j) if required by the Board of Directors, give the corporation a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the treasurer's office and for restoration to the corporation of all its books, papers, vouchers, money and other property of every kind in the treasurer's possession or under the treasurer's control on the treasurer's death, resignation, retirement, or removal from office. The corporation shall pay the cost of such bond.

**ARTICLE 11: EXECUTION OF CORPORATE INSTRUMENTS****Section 1. Execution of Corporate Instruments.**

The Board of Directors determines the method by which legal documents (corporate instruments) are put into effect, as well as any signatory officers who sign the legal documents on behalf of the corporation.

Unless the Board of Directors decides otherwise, any contracts, documentation of indebtedness, corporate documents, memberships in other corporations, documents, certificates of shares of stock owned, shall be signed by the Program Director or Operations Manager and by the secretary or treasurer or the Chair.

Checks and similar documents must be signed by signatories designated by the Board.

**Section 2. Loans and Contracts.**

Loans and advances must be made by a contract. Any loan must be explicitly authorized by the Board.

Nobody can enter a contract or put any legal document into effect in the name of the corporation without specific authorization of the Board.

## **ARTICLE 12: RECORDS AND REPORTS**

### **Section 1. Maintenance and Inspection of Articles and Bylaws.**

The corporation should keep a copy of its Articles of Incorporation and up-to-date bylaws in its office. These documents should be available to members and directors during reasonable hours.

### **Section 2. Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns.**

The corporation must keep copies of its federal tax exemption application and its annual information returns (forms that report to the IRS information on transactions, including W-9, 1099, etc.) from the last three years in the main office. These documents must be open to public inspection and copying to the extent required by law.

### **Section 3. Maintenance and Inspection of Other Corporate Records.**

The corporation must maintain a record of its accounts, written minutes of its membership, Board, and committee meetings, and a record of each member's name and address. These records must be kept at a location designated by the Board or, if the Board does not designate such a location, in the main office. Minutes must be kept in written or typed form. The other books and records can be kept in written or typed form, or a form that can be converted into a written typed, or printed form. Upon leaving office, an officer, employee, or agent must promptly turn over to his/her successor or the chair or president any corporate monies, books, records, minutes, lists, documents, contracts or other property of the corporation in his/her custody.

A director has the right at any reasonable time to inspect books, records, documents, and property of the corporation and its subsidiaries. The inspection can be made in person or by another agent, and copies may be made. A member may, upon submission of a written request, inspect, copy, and make extracts of the accounting books and records and minutes at any reasonable time for a purpose related to the interest as a member.

Subject to relevant law, any member may do one or both of the following (but see the exception below the numbered list):

1. Inspect and copy records of members' names, addresses, and voting rights during business hours after submitting a written demand five days in advance stating the purpose for which the inspection is requested.
2. Obtain from the secretary, on written demand and paying a reasonable charge, an alphabetized list of names, addresses, and voting rights of members who can vote for the election of directors as of the most recent date that such a list has been compiled, or as of some later date specified by the member. The demand must give a reason for the request. The secretary must make the list available to the member within ten days after the later of the date the demand was made and the date specified as the date as of which the list is to be current.

The corporation may, within ten business days after receiving a demand, make a written offer of an alternative method for achieving the purpose specified in the demand without providing access

to the membership list. A rejection of this offer must be in writing and must state the reasons that the offer will not allow the purpose to be accomplished.

If the corporation has reason to believe that the information will be used for a purpose that does not relate to the person's interest as a member of the corporation or if it provides an alternative, it may deny access to the list.

The member may inspect and copy in person or have an attorney or agent do it. Any right of inspection includes a right to copy and make extracts and extends to the records of the corporation's subsidiaries.

#### **Section 4. Preparation of Annual Financial Statements.**

The corporation must prepare annual financial statements using Generally Accepted Accounting Principles (GAAP). These statements should be audited by an independent certified public accountant, in accordance with GAAP under the supervision of the Audit Committee established by these bylaws. The financial statements must be made available to the California Attorney General and members of the public for inspection no later than nine months after the close of the fiscal year to which the statements

#### **Section 5. Reports.**

The Board shall cause an annual report to be sent to all directors and members of this corporation, within 120 days after the end of the corporation's fiscal year, containing the following information:

- (a) The assets and liabilities, including the trust funds, of this corporation at the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenues or receipts of this corporation, both unrestricted and restricted for particular purposes, for the fiscal year;
- (d) The expenses or disbursements of this corporation for both general and restricted purposes during the fiscal year; and
- (e) The information required by Section 6322 of the Law concerning certain selfdealing transactions involving more than \$50,000 or indemnifications involving more than \$10,000 which took place during the fiscal year.

The report shall be accompanied by any pertinent report of independent accountants, or, if there is no such report, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the books and records of the corporation.

The corporation shall furnish any member who so requests a copy of any report filed by the corporation with the California Attorney General. The corporation may impose reasonable charges for copying and mailing this report to a member.

The Board must send an annual report to all directors and members within 120 days after the end of the fiscal year (June 30), containing the following information:

1. The assets and liabilities, including trust funds, of the corporation, at the end of the fiscal year;
2. The changes in assets and liabilities, including trust funds, during the fiscal year;
3. The revenues or receipts of the corporation, both unrestricted and restricted to particular

purposes, for the fiscal year;

4. The expenses or disbursements of the corporation for both general and restricted purposes during the fiscal year;
5. The information required by Section 6322 of the Law concerning certain selfdealing transactions (i.e. transactions in which a director has a conflict of interest) involving more than \$50,000 or indemnifications involving more than \$10,000 which took place during the fiscal year.

The report should be accompanied by a report of independent accountants, or if no such report exists, a certification from an officer of the corporation that the statements were prepared without an independent audit from the books and records of the corporation.

Upon request, the corporation should supply any member with any report filed with the Attorney General of California. The corporation may charge a reasonable fee for this.

#### **ARTICLE 13: FISCAL YEAR**

The fiscal year for this corporation shall begin on July 1. The duration of this corporation is perpetual.

#### **ARTICLE 14: AMENDMENTS AND REVISIONS**

Subject to the rights of members under this Article 14, the Board may adopt, amend, or repeal bylaws by an affirmative vote of all but two of the directors then in office, unless the action would materially and adversely affect the members' rights as to voting or transfer. Proposed amendments to these bylaws must be in writing and sent to the directors at least seven (7) days in advance of the Board meeting at which they will be considered for adoption. The Board may not extend the term of a director beyond that for which the members elected the director.

Once members have been admitted to the corporation, the Board may not, without the approval of the members, adopt, amend, or repeal a bylaw provision that specifies or changes a fixed number of directors or the minimum or maximum number of directors, or changes from a fixed number of directors to a variable number of directors or vice versa.

If any provision of these bylaws states that a certain action requires the vote of a larger proportion of the Board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote.

Without the approval of the members, the Board may not adopt, amend, or repeal any bylaws that would:

- (a) Increase or extend the terms of directors;
- (b) Increase the quorum for members' meetings;
- (c) Repeal, restrict, create, expand, or otherwise change members' proxy rights;
- (d) Authorize cumulative voting;
- ; or
- (f) Authorize the Board to fill a vacancy created by the removal of a director by the members .

New bylaws may be adopted, or these bylaws may be amended or repealed, by approval of the members. If any provision of these bylaws states that a certain action requires the vote of a larger proportion of the members than is otherwise required by law, then that provision may not be altered, amended, or repealed except by the vote of that greater number. No amendment may extend the term of a director beyond that for which the director was elected.

#### **CERTIFICATE OF SECRETARY**

I, the undersigned, certify that I am the presently elected and acting secretary of the \_\_\_\_\_, a California nonprofit public benefit corporation, and the above bylaws, consisting of \_\_\_\_ pages, are the bylaws of this corporation as adopted by the Board of Directors on \_\_\_\_\_, 20\_\_\_\_, and that they have not been amended or modified since that date.

Executed on \_\_\_\_\_, 20\_\_\_\_, at \_\_\_\_\_, California.

\_\_\_\_\_  
Secretary

## APPENDIX G

### TABLE OF CONTENTS

#### UNIT ONE: INTRODUCTION

##### Who are we?

Earthfoods Café was founded on April 12, 1976 by a group of students concerned with the lack of economical, healthy food on campus. Fifteen years ago Earthfoods was serving less than 50 people a day and had only a few members. Today, we serve about 400 people a day with 22-23 co-managers. Our café is a prime example not only of how student-run businesses can succeed, but also of how collectively managed businesses can grow and prosper.

The mission of Earthfoods is to provide high quality vegetarian food at an inexpensive price to the UMASS community. Co-managers of Earthfoods take part in running an ecologically, economically, and socially conscious business based on the Principles of Co-operative Management.

Earthfoods has complications inherent in its structure. As we are a rather amorphous group due to graduation and turnover, our social and intellectual fabric is constantly changing. Thus, the collective must always strive to re-define itself so as to best meet the needs of the group, while keeping in mind the collective's history and mission statement. The Handbook is a crucial tool for both defining the collective and remembering its history, structure, and mission.

##### What is Collective Management?

**All decisions made at Earthfoods are reached through a consensus decision-making process** whereby all Earthlings must consent to a decision before it is implemented. This differs from the usual majority rules method of parliamentary procedure; instead of needing 51% or 2/3 majority to make decisions concerning policy, transactions, etc., Earthfoods relies on a method of decision-making in which cooperation, not competition, between members is emphasized.

Unity is the philosophy behind the consensus decision-making process. The goal is a decision that is agreed upon by ALL Earthlings. Consent does not mean that everyone must be completely happy with the final outcome. Total satisfaction and agreement of all members is rare and shouldn't be an expectation. Rather, the decision should be acceptable to the extent that all members agree to support it. We must assume that all Earthlings have the interests of the collective in mind when we vote on proposals.

There are some other non-hierarchical organizational theories that Earthfoods borrows from such as co-operatives and consensus decision making to make our unique management structure. One of the first modern co-ops was founded by a group of British weavers in the 1840s. They established the Rochdale principles, which are now followed as cooperative-management guidelines. Characteristics of the Rochdale principles include open and voluntary membership; anti-discrimination; member economic participation, including the re-investment of surplus back into the co-op; education and training, both of co-managers and the general public; co-operation among co-operatives; and concern for the sustainable development of communities. Some examples of how Earthfoods uses these principles are seen in our cooperation with People's

Market and other student-run businesses; in the focus our FICC committee places on maintaining a non-oppressive environment in the collective; and in our support of community-oriented groups like Food not Bombs. While the Rochdale principles serve as a rough guideline for our business practices, it is within the mission of Earthfoods to strive towards these goals. Success is also contingent upon cooperation. One who is coerced to act contrary to her/his wishes (through edict or a flawed process) is not participating within the rubric of cooperation, nor the true spirit of Earthfoods.

Earthfoods is not a true cooperative because we do not own the business; the University owns all the means of production. We are a “co-op in spirit” because we engage in consensus decision making and stand for the ideals of egalitarianism and non-profit production which distinguish cooperatives from other businesses.

Over the years many Earthlings have brought their own experience and learning from other non-hierarchical decision-making groups such as Quakers, non-violent communication, and collectives and cooperatives around the world. This is what makes our collective richer and better suited through continual adaptation. Please bring your own knowledge and ideas while respecting the history and mission!

### **If we are a Non-Profit, why do we Budget to make a Profit?**

- 1. To cover the costs of opening.** At the beginning of each semester, we open all of our purchase orders with the “profit” money saved.
- 2. To cover unexpected losses...** such as pricing errors or fixing/replacing major equipment like steamers, oven, Hobart. Extra profits are added into the businesses contingency/savings account at the end of each fiscal year. If there are semesters when the business operates at a loss, Earthfoods uses these contingency funds to continue to operate.
- 3. To reinvest into the business.** Money made beyond what is needed to cover costs and unexpected losses is reinvested back into the business. Co-managers are also given a raise each semester that Earthfoods turns a profit. This decreases co-manager turnover, maintains dedication, and increases efficiency.
- 4. Note:** When Earthfoods wishes to contribute money to the community, it uses Tips money, not money from the contingency fund.

### **The Role of this Handbook**

This handbook plays a crucial role in the workings of Earthfoods. It serves as the historical basis for everything that occurs in the procedure of running the collective.

Chapter 75 of the Massachusetts General Laws gives all authority over the University of Massachusetts system to the Board of Trustees. The Wellman Document (I73-098) gives legal authority over all Established Student Organizations (ESO's) and the Student Activities Trust Fund (SATF) to the Student Government Association (SGA). The SGA maintains several agencies, one of which is the Center for Student Businesses (CSB). The CSB is vested with the authority to create policies to ensure that student businesses are maintaining an acceptable level of fiscal responsibility to the SGA. This Handbook is the document by which all the policies of Earthfoods are spelled out. This ensures that both the collective and the CSB can be accountable to the SGA by having a set of administrative laws that ensure consistent financial and personnel policies, and protects the University against legal suits.

More important than its role as a document of administrative law is the Handbook's role among the collective. It is the reference point for the fundamentals of everything that happens at



Earthfoods. Only proposals passed by the collective may amend the Handbook, with the exception of administrative details of the committee blurbs. Still, the Handbook Specialist does maintain the authority to amend details and format in the course of editing the Handbook. The handbook is the constitution of Earthfoods; ***its authority supersedes anything else in the collective, excepting the consensus of all co-managers.*** For any procedure not specifically prescribed in this handbook, authority over certain aspects is delegated to the various committees. With this in mind, it is extremely important that you familiarize yourself with this document, learn it, love it, and, when necessary, ***take steps to change it to reflect the current needs of the collective.***

## UNIT TWO: EMPLOYMENT POLICIES AND PAY

### The 1/n<sup>th</sup> Standard

Each co-manager is 1 unit of the whole, the whole being  $n$ , which is 23 at maximum efficiency. The 1/n<sup>th</sup> standard ensures that any co-manager is equal to any other co-manager. It also establishes a minimum work standard which encompasses quantity of work, quality of work, and the respect a co-manager has for policies and procedures. Responsibilities falling under the 1/nth standard range from the objective (kitchen hours) to the subjective (politeness and professionalism, both towards customers and other co-managers).

The 1/n<sup>th</sup> standard is as follows:

- minimum number of kitchen hours, as determined by Steering or as balanced out by the Scheduler
- attending All-Staffs
- running for at least one committee each semester
- fulfilling training requirements and procedures
- completing Evals and attending Evals day
- adhering to the policies and procedures of the business
- maintaining a level of respect and commitment to the collective

### The Ultimate Ideal Earthling will...

- learn while in the kitchen; use time wisely in kitchen; treat equipment with respect
- be actively involved with the management of *your* collective; make a conscious commitment to the collective and its members; think collectively
- don't get in a rut (reinvent self in terms of place in the collective)
- focus on making Earthfoods a better place for the customers and for its employees
- have the serenity to accept the things you can not change; courage to change the things you can; and the wisdom to know the difference
- learn to communicate effectively and give good feedback; don't take shit out on others
- try and learn the big picture of running the restaurant; think holistically
- teach and learn skills both in the kitchen and in committee work

- prioritize tasks in both the kitchen and in committee work
- treat customers with respect while also keeping your personal integrity and the integrity of the business in mind
- be considerate of one another - be responsible for missed shifts
- be flexible, resourceful, and quick while on shift
- coordinate life and work because it can be difficult when one spills over into the other
- be open minded / accepting / open to learning and cooperative
- try and be self-reflective and critical so that you may grow while in the collective
- don't take things too seriously - it's good to take a step back
- realize the strengths and weaknesses of all and encourage fellow members to test limits
- support one another through affirming decisions and communicating problems if necessary; try not to second guess member's decisions before talking with them
- have fun!

### **The Role of a Co-manager**

Imagine Earthfoods as a tree. Each Earthling is a branch with four leaves. When an Earthling performs above and beyond the 1/nth standard, s/he can be rewarded with fruit. If an Earthling falls below the expectations of the 1/nth standard, bugs begin damaging the fruits and leaves. The goal is to create a healthy, fruitful tree and thus have a cheerful, productive business and collective. The more Earthlings who are excelling at work, the more fruit we will have on our tree. On the other hand, the more Earthlings failing to live up to the 1/nth standard, the more bugs will be eating our leaves. The analogy of Earthfoods Café as a tree is beneficial because it tangibly depicts the health of our collective.

Fruits and bugs are given to co-managers from other co-managers, in the form of a sheet of paper called a COW. The HR Committee is responsible for tracking the numbers of fruits and bugs, and filing COWS in co-manager folders. The fruits/bugs policy incorporates incentives and rewards (fruit) for excellent work performance and allows the minor offenses (bugs) to be worked off (see Unit 3: Accountability for more information). Bugs are not negative responses but evaluative ones; they are healthy critiques of the way we run our business so that we can be more successful.

The fruits and bugs system is subject to change per semester according to the needs of the collective. The value of fruits may change depending on the success of the collective.

This is a COW

Praise

OR



Criticism

\_ Check here if you would like  
this to be constructive criticism  
with a BUG

Who:

What:

When:

From:

Would you like a meeting with HR?    Yes        No

Position upon Entering the Collective

Earthfoods differs from other collectives in regards to our management. We are a student-run business, and therefore blessed in as many ways as we are troubled. The most difficult things to deal with are our very busy schedules, social lives, and turnover rate. This is why members of the Hiring committee look for students who will devote themselves and their energy to the business. This is also why certain policies exist to help integrate new Earthlings into the collective.

*Upon entering the collective, an Earthling spends most of his/her time learning how the collective operates in its totality.* A new hire's first week is spent completing paid shadow hours, during which s/he should be learning a variety of daily tasks (cooking, set-up, running, register, serving, clean-up, night prep). In addition, new hires are encouraged to attend some committee meetings. The training checklist, given to new hires, is designed to cover most of the tasks any co-manager will perform throughout the day.

*First semester Earthlings cannot block any proposal during their first month of employment.* They are encouraged to participate in the discussion, and may vote for or stand aside on policies.

*New members must run for at least one committee.* Committee participation is encouraged, but not required, because of the vital role that committees play in our business. Being on a committee gives one a deeper understanding of the collective. No one will be penalized for not being on a committee. **The positions that new Earthlings can hold are: (don't know) not**

**TRAINING CHECKLIST (for new and old Earthlings alike)**

- ☐ Combination to lock: Juice Machine and Locker Upstairs
- ☐ What is our phone number and address? What is website address and list serve address?
- ☐ Where are the CSB and the CSD? Do you know Rosemary and Donna? Meet them, they're great!
- ☐ When are pay roll slips due and where do they go?
- ☐ Light switches for kitchen, office, and CWR
- ☐ Where does laundry go? Where do dirty blue rags go?
- ☐ How many times can food be reheated and served?
- ☐ Wash hands, tie hair back, wear a hat/apron/closed toed shoes and a sleeved shirt
- ☐ Where is the contact sheet and committee meeting time info?
- ☐ How do you check messages on the answering machine?
- ☐ What do I do when the walk-in "breaks"??

**FACILITATOR LOG**

- ☐ Shift facilitators are responsible for calling huddles and passing info to next shift
- ☐ RECORD notes, daily obs, and things needed/broken in respective sections
- ☐ NITE PREP – check items and record notes for cooks the next AM
- ☐ Where is the facilitator log?

**ORDERS**

- ☐ How to pick up an order at the loading dock
- ☐ Days to expect orders
- ☐ How to check order for all items
- ☐ How to use the order recorder
- ☐ Put invoices in INVOICE FOLDER
- ☐ What to do when the order is incomplete
- ☐ How to rotate the walk-in items/produce correctly

**ALL STAFF**

- ☐ When is all-staff?
- ☐ What are roles of the facilitator, note taker, stack, and time keeper?
- ☐ How are decisions passed?
- ☐ What is a proposal? How is it written and passed by the collective?
- ☐ How do elections work?
- ☐ Are you familiar with the different committees and their functions? Who is on them?
- ☐ Are you familiar with the fruit and bug system? How do you write a cow?

**NIGHT PREP**

- ☐ How to use facilitator log for NP and CHECK THAT WE HAVE ALL INGREDIENTS
- ☐ How to make a list for items needed to be prepped
- ☐ Where are the menus posted for the week?
- ☐ How to prep kale, lettuce, and use the choppers?
- ☐ How to assemble/disassemble and properly use the Hobart
- ☐ How to sort and prep beans
- ☐ Potatoes, salad, lettuce get soaked in water (apples get lemon juice on them)
- ☐ How to make dressings
- ☐ How much lettuce, cabbage, carrots, and kale do we need each day?

**COOKING**

- ☐ Turning on/using equipment:
  1. Oven
  2. Steamer
  3. Steam Kettles (and steam in general)
  4. Stove Tops

5. Food Processor (or Robot Coupe)
  6. Knife Sharpener
  7. Warming cart – WATER IN BOTTOM and set to 8 for heat and highest setting for time
- ☐ Where is the measuring unit conversion chart?
  - ☐ Under cook desserts!
  - ☐ How to correctly sauté veggies
  - ☐ How to make a roux
  - ☐ At what temperature can food be served at?
  - ☐ Where are the thermometers and how do you calibrate them?
  - ☐ How to cook kale, rice and beans
- CLEAN AS YOU GO!!!
- Presentation is important
- Be efficient and develop multi-tasking skills
- Don't stress, be flexible and innovative

SET UP \*We open at 11, be diligent, prioritize and help cooks out!

- ☐ Taking down chairs and setting up the CWR (serving carts, juice machine, etc...)
- ☐ Utensils – which are used for what?
- ☐ How to make dressings and set them up in the CWR
- ☐ How to fill water jug and drip bucket underneath
- ☐ How to set up serving cart (water in each section and turn on to setting 7-8)
- ☐ How to set-up soup and cider cauldrons
- ☐ HOW TO OPEN REGISTER (special functions, 2, then swipe card)
- ☐ Chalkboards
- ☐ Silverware, paper towels, COMPOST BINS

MONEY

- ☐ How to pick up money in the AM (by 10AM)
- ☐ How to count and record start bank
- ☐ DEPOSIT SLIPS IN DEPOSIT FOLDER
- ☐ How to use cash register and recording discrepancies/fruit for food
- ☐ What are the student business discounts?
- ☐ Getting change during the day

OPEN

- ☐ PORTIONS AND PRICES
- ☐ Customer Service Protocol
- ☐ How to run efficiently – FULL HANDS IN FULL HANDS OUT
- ☐ Washing dishes and equipment no longer being used

CLEANING

- ☐ How to Clean:
  - \*Steam Kettles
  - \*Hobart
  - \*Dishes
  - \*Surfaces
  - \*Stove/Steamer/Warming Cart
- ☐ CWR clean up
- ☐ Filling up sanitizer bottles
- ☐ Sweeping and mopping
- ☐ Janitor Closet – where is it? How do you open it?
- ☐ What is recyclable? What is compostable? Where do these things go (loading dock and bring more up containers up)?
- ☐ How to store leftovers: put in ice bath, label and date, put in walk-in after they are BELOW 50°
- ☐ Record waste in waste log (in fac. Log)
- ☐ Record leftovers on white board
- ☐ Cover left over desserts

- Sweep and Mop walk-in, spice area, behind stove/steamer/steam kettles and under counters

### **Pay Rate Policy & Raises**

All Earthlings are paid minimum wage upon being hired. Wage increases by \$.25/hr the second semester you continue to work at/co-manage Earthfoods. Each semester, if the CSB consultant determines that the business can afford it, all members will be given a \$.25/hr raise, with a wage cap set at \$1.00 over minimum wage. However, if the CSB consultant determines that the business is not performing well, no raise will be given.

This chart shows the hourly wage assuming minimum wage is \$8:

New Hire	\$8.00
2 <sup>nd</sup> Semester	\$8.25
3 <sup>rd</sup> Semester	\$8.50
4 <sup>th</sup> Semester	\$8.75
5 <sup>th</sup> Semester	\$9.00
6 <sup>th</sup> Semester	\$9.00

Remember, YOU are responsible for getting paid. ***You must put your payroll hours into a computer before noon on Friday.*** The payroll person needs to accept them in order for them to move up to the higher offices. ***Late pays cause a lot of extra work and headache for everyone!*** Make it a habit to put your hours in the night before.

### **Meals**

Each Earthling is entitled to **one free meal every day**, which may consist of rice, beans, and kale. (Pan scrapings are free too! Yumm...carbon...) Old Earthlings who have left in good standing retain this benefit. Entrée, soup, dessert, juice, and cider must be paid for. Since the entrée and dessert are major money-makers at Earthfoods, Earthlings eating entrée for free is equivalent to Earthlings eating their profits. Please respect the business and the collective when you serve yourself lunch. It's great to use your own money or YCMP.

At Earthfoods we have a system called Fruit-for-Food. This is a way of putting our fruits to use. One fruit equals approximately one dollar. Therefore, fruit can be redeemed for food such as entrée and dessert. For example, 3 fruit can be exchanged for 1 small entrée. The HR Committee tracks and subtracts Fruit-for-Food on a weekly basis, using the Fruit-for-Food sheet kept at the register.

We Love to Eat, So Let's Bon Appétit!  
(Picture)

### **Quitting Policy**

The day an Earthling quits, s/he begins a “notice period”, the length of which is determined by the collective and the individual at the next All-Staff. The purpose of this notice period is to give time for closure, to give the Hiring committee time to find a replacement, to give the Scheduling committee time to re-work hours if necessary, and to avoid the gap a labor shortage will have created. In instances where a notice period is blocked by an Earthling, termination is immediate.

A co-manager on notice is required to work her/his regular paid shifts. All-Staff is optional and committee responsibilities will be picked up by other members through temporary appointment by Steering or elections. Members on notice must leave at the end of the assigned period. They may not change their minds about leaving, since a replacement will have been hired and the decision already caused changes in the collective. Members who give proper notice and fulfill their notice period may re-apply the following semester.

Often an Old Earthling will leave the collective once the New Hires arrive. To leave in good-standing, this Earthling must declare her/ his departure at the All-Staff before Hiring reads applications. If the Earthling would like to be re-hired within the semester of departure, s/he must write a proposal and bring it to Steering before her/his departure. Bugs will carry over.

In other instances where an Earthling leaves the collective mid-semester and wishes to be re-hired, the collective will decide to re-hire on a case-by-case basis.

### **Rehiring Policy**

Any Earthling who leaves the collective in good-standing by resigning at the end of the semester may automatically return after an absence of one semester. After a two semester or one-year absence, a member who left in good standing must re-apply to be considered for re-hiring.

If an Earthling leaves the collective (by resigning or being fired) in bad-standing (three or more missing leaves, an uncompleted HR contract, or probation), that person must re-apply and go through the entire hiring and interview process again. If s/he wants to be re-hired, regardless of the semester s/he wishes to return, the Hiring committee has the right to adjust interview questions accordingly.

### **Termination Policy**

It is the responsibility of the Human Resources to bring co-managers up for termination according to handbook policy (i.e. two code-red contracts within one year, three formal complaints...) HR writes a proposal and brings it to All-Staff to share with the collective. After the proposal has been read, the co-manager who is up for termination will be given space to respond to the proposal as s/he feels appropriate. The co-manager will then leave the room and the rest of the collective will discuss. Following discussion, the facilitator will take a straw poll to determine whether the collective is ready to vote. The voting procedure for termination is the same as in any other proposal.

If a co-manager is brought up for termination at All-Staff but is voted to stay within the collective, then at that same All-Staff a contract is created for that co-manager. The contract expresses what the collective expects of the co-manager for the duration of his/her employment. Under the guidance of HR, the stipulations of the contract will be created using consensus procedure. In the event that consensus cannot be reached, HR will have the final say as to the content of the contract. The contract must be signed within 24 hours or the person will be terminated. HR will extend the 24 hour period if HR deems it necessary to do so on a case-by-case basis.

### **Sub/Volunteer Policy**

Whenever an Earthling can not fill his/her shift for whatever reason it is his/her responsibility to call all other Earthlings trying to get the shift filled. In addition, s/he must call the kitchen and inform them of the situation. Failure to show up for a shift, get a sub, and/or abide by the policy is handled by HR.

A SUB is an Earthling or former Earthling who is filling in for a current Earthling's scheduled shift. Former members who are still students insured under the University health plan have to fill out tax forms at the beginning of the semester and can fill in whenever needed. These subs are placed on payroll and paid for hours worked at amount new hires earn.

## **UNIT THREE: ACCOUNTABILITY**

### **Benefits**

When an Earthling goes above and beyond the call of the 1/23th, s/he is rewarded with fruit, so as to give incentive for excellent work performance. Fruit is rewarded for various situations; the level of performance is taken into consideration when allotting fruit. The fruit as incentive serves a dual purpose; first, to recognize excellence in the collective and second, as an option when an Earthling fails to pull his/her weight of 1/23th(i.e. removal of bugs)

Each Earthling will be awarded:

#### **One fruit:**

When you receive 1 positive COW.

When you receive 1 positive customer eval, it is the person's responsibility that is told to write the feedback on the COW.

When an all-staff goes more than five minutes past 7:30 pm and an Earthling stays at the entire meeting.

#### **Three fruit:**

When s/he is punctual to every All-Staff for the entire semester

When s/he is punctual for every kitchen shift s/he works for 1 month

### **Lateness Policy**

When an Earthling is late or absent, s/he is expected to record his/her lateness or absence on the **"Who's Late? Who's Missing?"** sheet, posted by HR on the office door. This information may also be recorded by another co-manager. Because lateness and absence are detrimental to Earthfoods, the late/missing co-manager will be bugged by HR accordingly:

3 - 15 minutes late= 1 bug

16 - 30 minutes late= 2 bugs

31- 45 minutes late= 3 bugs

46 minutes - 1 hour late = 1 leaf



This policy gives a 3-minute leeway for lateness. If lateness or absence becomes habitual HR will address the situation. An Earthling must let the shift facilitator know in advance if they will be a few minutes late to shift due to class-time conflict. The collective expects honesty when reporting time worked on the payroll slips.

### **Missing Shifts**

If it is necessary for a co-manager to miss a shift, that person must follow procedure for getting the shifts covered. A co-manager should not work when s/he is contagiously sick or sick as otherwise defined by Larry D. If a co-manager needs to miss a shift for other reasons (vacation, exam, etc.), s/he is encouraged to take all of the following steps:

1. send an e-mail to the whole collective
2. pass around a sheet at the All-Staff in advance to find someone to take the shift
3. post the shifts needing coverage on the **“Get Your Shift Covered Sheet”** on the office door
4. call everyone available for that shift to see if they will cover it

If still no one will cover the shift, you can do one or both of the following: call in to the shift to let the facilitator know you will not be there, or leave a note on the board in the office explaining your absence. If an Earthling does not follow this procedure and does not show up to their shift, HR will dock leaves.

Co-managers are expected to get their shifts covered in advance; the sooner the better. *If a co-manager could not get her/his shift covered but did not give long enough notice, s/he is expected to show up to shift.*

### **System of Consequences**

When an Earthling fails to follow Earthfoods' policies and procedures and/or fails to respect fellow members, there is a system of consequences that members are expected to follow. The degree of the delinquency is taken into consideration within this system. Lateness and failure to follow through with tasks are considered to be minor infringements redeemable if the Earthling takes the necessary steps to excel in other areas and/or takes out a contract with HR to do the extra work (earning fruit). If the Earthling does not take the possible measures to redeem his/her minor infringements, then the 'bugs' that accrue could be counted towards his/her potential termination. Missed shifts, unfavorable co-worker written evals, customer complaints and the failure to complete a contract on time are considered major offenses to the collective, so the consequences are weighed more heavily.

#### **Removable Consequences:**

Lateness for shifts and/or meetings are tallied by bugs and are removable by doing outside work to accrue fruit which then can be traded in for the removal of the bugs. For every 15 minutes the member is late, they acquire one bug; with every hour they are late, they lose one leaf.

Failure to complete follow through: if an Earthling has committed to complete a task within a certain timeframe and has failed to complete it, then the Earthling acquires one bug per task uncompleted. This includes tasks volunteered for in committee work or at All-Staff, and things such as signing in on the register sheet or forgetting to put the Squash invoice in the Buying folder.

If an Earthling self proclaims(i.e. takes responsibility for) breaking some

item (utensil, pot, Hobart machinery) or wasting a large amount of food (dropping it, spicing it incorrectly, burning it) that Earthling acquires one bug.

**Although the bugs can be removed by the production of fruit (extra work), if no extra effort is taken to remove the bugs, then 4 bugs will be counted as a lost leaf.**

### More Severe Consequences:

Critical coworker written performance evaluations and customer complaints. If an Earthling has been written up by a co-worker for poor work performance on 3 different occasions s/he loses a leaf. If an Earthling has had three specific customer complaints on different occasions s/he loses a leaf.

Missed shift = the loss of one leaf

Missed committee meeting = the loss of one leaf.

Failure to complete a contract = the loss of one leaf.

The number of leaves an Earthling has at the end of the semester carries over to the next semester. This means that if Martha lost 2 leaves throughout the Spring semester 2007 and didn't make them up, she would start Fall semester 2007 with only 2 leaves.

### Contracts

When a co-manager loses a leaf or leaves (due to excessive bugs, missing a shift, etc.), s/he is required to make a contract with HR to earn back the leaf. ***Each leaf is equivalent to an hour of unpaid work.*** The work is to be done outside of Earthfoods. That is, the work cannot include daily kitchen or committee hours. It is the responsibility of the co-manager to come to HR to make a contract in a timely matter. The contract states what work is to be done, a deadline (1 month from the making of the contract), and how many leaves will be worked back. The contract should be created with at least 2 members of HR and the co-manager, all 3 of whom then sign the contract.

There are two types of contracts at Earthfoods:

1. A **short-term contract** is made when an Earthling loses 1 or 2 leaves.
2. A **code-red contract** is made when an Earthling loses 3 or 4 leaves.

Contracts which include specific tasks are to be completed within 1 month. Contracts reflecting missed shifts and missed committee meetings (for example, "I will not miss another shift/meeting")— must be fulfilled for the entire semester. ***If a contract is not completed by the deadline, 2 more leaves will be lost, which then becomes a code-red contract.***

The meeting between at least 2 HR members and the co-manager missing leaves should happen in a neutral place outside of Earthfoods. The HR members should be familiar with the situation. The purpose of the meeting is not only to create a contract but to work out any difficulties the co-manager is having within the collective. Objectives of the meeting are:

1. To get an understanding of where the co-manager is coming from.
2. To give concrete feedback about what's best for the collective.
3. To facilitate communication between the co-manager and any specific individuals as well as the collective.
4. To make a realistic agreement that will prevent the further loss of leaves.

HR works to facilitate self-motivated action and resolution between the co-manager and collective. ***Each time a code-red contract is created***, the collective must be informed. HR shares this at All-Staff if the co-manager does not wish to do so her/himself. This communication is important so that the co-manager feels responsible for her/his contract, and so that the collective has an opportunity to give useful feedback, amend the contract if necessary, and forgive mistakes.

**Note:** - a sheet of paper may be posted by HR in the office, on which can be written suggestions for contract work (examples include organizing the Mansfield section of the kitchen, making signs for around the kitchen or CWR, scrubbing walls or other forgotten areas of the kitchen)  
- A co-manager cannot lose more than 3 leaves in one day.  
- A co-manager loses a leaf for every hour s/he misses Evals day, unless previously discussed with HR.  
- Missing a committee meeting means the loss of 1 leaf.  
- Failure by a committee to complete a goal they have specified to accomplish by a certain date equals the loss of 1 leaf by all committee members.

### **Automatic Termination**

There are three conditions under which a co-manager is automatically terminated:

1. The second time a co-manager fails to complete any contract (short-term or code-red) within 2 semesters/1 year, that co-manager is automatically terminated.
2. No more than 2 code-red contracts may be made by a co-manager within 2 semesters/1 year. In the event that a co-manager would need to make a 3<sup>rd</sup> code-red contract in a 1 year span, that co-manager is automatically terminated.
3. During the course of a co-manager's employment, the 3<sup>rd</sup> time a formal complaint comes to pass before her/him, that co-manager is automatically terminated. (See below)

### **Formal Complaints**

At any time, a co-manager may choose to write a formal complaint concerning another co-manager. The basis for this complaint is a consistent and/or extraordinary disregard for the procedures and well-being of the collective, including terminable offenses that warrant serious corrective action. After a formal complaint has been written, it is given to HR. After consideration at an HR meeting, if the consensus of the committee is that the formal complaint has merit, the HR committee will pass the complaint, inform the co-manager of the offense, and decide a suitable corrective action. In the event that 3 formal complaints are passed against any given co-manager over the course of her/his employment, s/he will be automatically terminated upon passage of the 3<sup>rd</sup> complaint.

## UNIT FOUR: COLLECTIVE MANAGEMENT

### All-Staff Meetings

All co-managers come together to discuss the business and issues pertaining to the collective during the weekly All-Staff meeting. All decisions requiring the group's consent are discussed and decided upon at All-Staff.

All co-managers must be present for the entire All-Staff, held *every Tuesday from 5:30pm to 7:30pm*.. The HR committee takes attendance, accounts for late arrivals, and bugs accordingly. An absent co-manager forfeits her/his ability to vote on any proposal that occurs during the meeting. Quorum is the minimum number of co-managers needed to vote on proposals at all-staff. ***Quorum is equal to or greater than two-thirds of the total membership of the collective.***

Each co-manager is allowed only ***one*** missed meeting per semester. Missing any additional All-Staffs means the loss of two leaves, as All-Staff is equivalent to two hours of work. It is advisable to reserve the "freebie" for illness, emergency, etc. There are no exceptions to this rule for first semester Earthlings, as it is part of the agreement when hired into the collective. However, exceptions are made for second semester-plus Earthlings who need to miss portions of All-Staff or entire All-Staffs due to class conflicts. The class must pertain to the co-manager's major and must not be offered at any other time. All conflicts must be resolved through a proposal passed by the collective. **A co-manager who misses any part of All-Staff must read the notes from the meeting.** It is the responsibility of HR to decide the permissibility of a co-manager missing All-Staff due to catching a plane/car for a vacation week. That person is encouraged to discuss their plans with HR ***prior*** to travelling.

All co-managers must be familiar with how All-Staff is conducted in order to maximize the efficiency of the meeting. All-Staff has a specific structure and roles to ensure that the meeting runs smoothly. When these structures aren't followed, All-Staff becomes confusing and frustrating. Everyone is responsible for the productivity of All-Staff!

Co-managers may only pay themselves for 2 hours of All-Staff. Should a meeting run over 2 hours (keep in mind they don't always start exactly at 5:30), 1 fruit is given to each co-manager who stays over those 2 hours.

### All Staff Roles

The following roles are filled by *different* Earthlings every All-Staff.

#### **FACILITATOR:**

The facilitator leads the meeting, ensures that the agenda is followed, that discussion is focused, and that appropriate procedure is followed for proposals. During the meeting, the facilitator assumes a leadership role, guiding the whole group. To encourage continuity, one week's note-taker becomes the following week's facilitator. Effective facilitation skills are necessary in order to have a productive, communicative, and low-stress meeting. New hires are required to learn facilitation from the CSB workshops before facilitating; old Earthlings are encouraged to attend these as well.

#### **Responsibilities of the Facilitator:**

1. Prepares her/himself for the meeting. Familiarize her/himself with the agenda in order to anticipate any heated discussion or difficulties that may arise, and adjust her/his style and mood to suit the meeting.
2. Remains neutral yet engaged. A facilitator performs a role distinct from his/her position as a co-manager. The facilitator must recognize when s/he is emotionally involved in discussion and step back.
3. Calls procedure. The facilitator feels comfortable calling for procedure when the discussion deviates and knows when a topic needs clarifying or concluding. The facilitator can ascertain when the group is ready to take a straw poll and vote on a proposal.
4. Remains attentive. The facilitator is aware of eye contact, body language, tone of voice, and other clues displayed by co-managers revealing the mood of the discussion, and re-directs accordingly.
5. Summarizes points of discussion. Often it is difficult for everyone to pay complete attention 100% of the time, so the facilitator summarizes discussions.
6. Brings the All-Staff binder and the FAC log to the meeting. Asks for Notetaker, Timekeeper, and Stack, and hands the All-Staff binder off to the Notetaker.

#### **NOTETAKER:**

The note taker writes detailed notes of the All-Staff meeting.

#### **Responsibilities of the Notetaker:**

1. Remains attentive and focused, so as to provide a *clear but concise* overview of the meeting's discussions.
2. Records who is assuming All-Staff roles (facilitator, time-keeper, stack).
3. Records follow-throughs.
4. Facilitates the following week's All-Staff.

#### **STACK:**

The stack-keeper is responsible for keeping track of whose turn it is to speak during discussions. S/he writes down co-managers' names in the order they raise their hands and calls on the next speaker as the preceding one finishes. No one may speak until the stacker has called her/his

name *with the exception of the facilitator, who may only interrupt for facilitation purposes, not to add to the discussion*. It is important that the stacker has full view of all Earthlings and is attentive to the hands being raised.

#### **TIMEKEEPER:**

The timekeeper is aware of the time assigned for each item on the agenda. The timekeeper announces when an item has one minute left so that stack can be closed. If the discussion is not reaching a conclusion, the timekeeper or the facilitator ascertains whether the discussion can be concluded within the next minute, whether it needs more time, or whether it will be moved to the next All-Staff.

#### **ALL CO-MANAGERS:**

1. Practice active-listening and offer constructive criticism. Are attentive to the co-manager who is speaking and are mindful of their own turn to speak.
2. Are concise. Co-managers are expected to know the agenda items before All-Staff (as sent in e-mail by the Orgi-Spec) and as written on the white board at All-Staff. *Co-managers may snap their fingers or say "word" to express agreement with another's opinions, so as to prevent repetition.*
3. May use the term *"red herring"* if discussion goes off-topic.
4. Share information. Co-managers may *"directly respond"* to an item if they have crucial information which will help discussion move more efficiently.
5. Use the *Parking Lot/Tally of Talking sheet* as given out by the Orgi-Spec. Parking Lot is to write down ideas that come up during the meeting but are not pertinent to the discussion at hand (to potentially be discussed later); Tally of Talking is to keep track of and balance verbal participation.

#### **All-Staff Format**

**Minute of Quiet:** At 5:30, the Facilitator announces a minute of quiet, during which co-managers can catch their breath and mentally prepare for the meeting. After the minute, the Facilitator asks for Notetaker, Stack, and Timekeeper.

**Opening Go-Arounds:** Each Earthling briefly shares a few words about how they are feeling or how their day/week is going so that everyone knows where each other stands emotionally, mentally, etc. Short poems, songs, interpretive dances, etc. encouraged!

**Visitors:** Most visitors are under time constraints and/or do not need to sit through the inner-workings of the collective. This time is given to them to present their organization, proposal, etc.

**Daily-Obs:** Facilitator or designated co-manager reads written Daily-Obs from the FAC log from the previous week. Then daily-obs in go-around style.

**Follow-Throughs:** The Notetaker reads Follow-throughs from the previous week and checks off if they were done.

**Committee Report-Outs:** Facilitator calls on each committee to report what they did in their meeting and throughout the week.

**Proposals:** Proposals are addressed and voted on.

**Read back Notes:** The Notekeeper reads back the notes.

**Closing Go-Arounds:** Each Earthling shares their closing thoughts, feelings about the meeting, and general wellwishings. Who's going to the grad lounge? Who's studying all night at the library?

### Proposals

Any major decision made at All-Staff must come in the form of a proposal, which is first passed through the Steering meeting prior to All-Staff. Earthlings and non-Earthlings alike must go through Steering before bringing a topic to discussion at All-Staff. There is a standard formula for making a proposal, which is as follows:

*Whereas, ...*

*And Whereas, ...*

*Let it Be Enacted that ....*

An example of a proposal is: “Whereas payroll can afford to pay co-managers for only 2 hours of All-Staff each week, And whereas it is sometimes necessary for All-Staff to run over 2 hours, And whereas those co-managers who stay late are going above the 1/n<sup>th</sup> standard, Let it be enacted that each co-manager who stays more than 2 hours for All-Staff receives one fruit for doing so.”

After a proposal is read, discussion is opened, and when the Facilitator feels the collective is ready, s/he will follow procedure for Consensus Decision-Making as detailed in the next section.

### Consensus Decision Making

Proposals must be brought to and approved by Steering before All-Staff. Discussion will happen after the reading of the proposal at All-Staff. The Facilitator then summarizes the proposal and asks for a “*straw poll*” which will show if everyone is ready to vote by thumbs up, down, or sideways. When all thumbs are up, the facilitator asks *those in favor to raise their hands, those blocking, and those standing aside*. The Notetaker counts the hands for each vote and records the number. By asking for votes in this order, all co-managers participate in the decision-making process.

At Earthfoods, all decisions that need to be made regarding transactions, policies, procedures, etc. are reached through consensus. That is, all members of the collective must agree on a proposed policy for its implementation. If one member “blocks consensus,” the proposal does not become policy.

To be sure, not all cooperatives reach decisions through the consensus process. Many use standard parliamentary procedure, where a simple majority (like 51% or 2/3’s, etc.) is all that is necessary to pass a proposal. With its conventional “one person-one vote” structure, majority decision-making may seem to be an equitable and expeditious process. However, there are certain disadvantages inherent in majority procedure. Because only a simple majority is required, discussions about a proposal may quickly evolve into a “we win-you lose” scenario where arguments are often aimed at gaining the needed “votes” to “swing” a favourable decision. This frequently produces division within the group, where each side is trying to “prove” the other wrong. However, in consensus decision-making, *cooperation, not competition*, is emphasized.

The philosophy behind consensus decision-making is *unity*. It is unnecessary and unrealistic for everyone to feel the exact same way about a proposal. Complete agreement among all members is rare and need not be an expectation. Rather, the goal of consensus is to make a decision that is acceptable to all co-managers, insofar as each member agrees to implement the decision. It is important that each co-manager has the *interests of the collective* in mind when voting on proposals. By committing to consensus process, the collective as well as the individual are compelled to create an atmosphere where all members are encouraged to voice their ideas. The process requires respect and tolerance of all thoughts.

### Instant Runoff Voting

The only time Earthfoods does not use consensus decision-making is in committee elections, for which we use Instant Runoff Voting. IRV is a voting system traditionally used in single-winner elections. Voters rank candidates in order of preference, although the voter is not required to rank all candidates. For example, if Peter, Adrianna, and Margot are running for one spot on the Menu committee, they may be ranked 1, 2, 3. Or the voter may simply write “Margot,” meaning she is the number 1 choice. Votes are written down ***AFTER ALL candidates have given their blurbs*** for why they should be elected. Votes are passed to the CSB Consultant as the neutral party. The Consultant counts the votes and winners are found through majority. This flow chart shows Instant Runoff Voting:

(Insert graph here)

### **Blocking**

If a co-manager feels a proposal will ***adversely affect the health of the collective***, s/he can block the proposal and thus prevent it from passing. It takes one co-manager to prevent a proposal from passing. Once a proposal has been blocked, it can not be resubmitted without substantial change. The decision to block consensus is a serious one, requiring a significant knowledge of Earthfoods’ history and needs. As such, first semester Earthlings may not block a proposal during their first month in the collective. However, they are encouraged to participate in discussion and they may stand aside.

After blocking a proposal, the co-manager must explain the block and why s/he feels the proposal would impede the success of the collective.

A Block ***IS***:

- a statement that a co-manager cannot accept the passage of a proposal
- a feeling that the proposal is not in the best interests of the collective or is harmful in some way to the health of the collective
- a feeling that the proposal is not in accordance with the mission of the business and/or collective explained

A Block is ***NOT***:

- anonymous
- open to attack or harassment by other Earthlings
- open for discussion after it’s explained by the individual(s) blocking consensus
- necessarily closed for further discussion outside the confines of All-Staff. The purpose of a collective is to communicate and cooperate so that we may find some common ground—even on difficult issues.

### **Standing Aside**

A co-manager who does not feel comfortable with a given proposal can stand aside. A stand-aside means that although the co-manager may not personally agree with or like the proposal, s/he does not feel that its implementation will harm the collective. The co-manager standing aside does not have a strong enough conviction to block the proposal altogether. Standing aside can also be a way of distinguishing one’s personal needs from the group’s needs. Any co-manager stand aside, including new hires.

A Stand Aside ***IS***:



- an indication that a co-manager is not satisfied with a proposal but is willing to accept it for the benefit of the collective
- a way to state one's opinion on the record without blocking consensus

A Stand Aside is **NOT**:

- a debate
- a statement of apathy or neutrality
- open to discussion or direct response from other members
- necessary to defend or explain

### **Emergency Decision Making**

There are times when an emergency pops up that demands attention immediately. In these situations, the collective makes a decision by gathering as many co-managers as possible to reach consensus. Once a decision is made, a statement is written clarifying all aspects of the decision (including those who were present) and is put on the agenda for the following All-Staff.

### **EVALS DAY**

Evals day is a paid day, generally four hours on a Saturday, where the entire collective gets together to work on improving the collective. The format varies from semester-to-semester, as the areas that need improvement are always changing. Evals is planned and initiated by the Steering committee.

Activities at Evals may include the sharing of written evaluations, committee workshops, and Plus/Delta. Plus/Delta is an opportunity for the collective to explore what is working well and what needs to be changed. There is no "Minus" as anything seen as negative is only an opportunity for change. The Plus/Deltas may be written on large sheets of paper and posted on the office walls for continued review.

Each Earthling will bring to Evals their written self-evaluation, 2 co-manager evaluations, and their committee evaluations. It is the responsibility of Steering to come up with prompting questions for the evaluations and to decide who evaluates whom (co-managers should evaluate other co-managers they are on shift or on committees with). It is the responsibility of the Orgi-Spec to send the questions to the collective at least one week before Evals day. It is not necessary to spend more than one hour writing evaluations, so as to balance payroll.

Evals day can not occur without the full cooperation and support of every member.

***It is imperative that everyone attend and that each Earthling arrive on time***, as every co-manager is a vital link in the evaluative process. We like to guarantee timely arrivals by setting up ride-shares/bike-ride shares to the Evals location and by bringing food. Any co-manager who has a conflict with the proposed date of Evals must present their situation to Steering for discussion as soon as s/he becomes aware of the conflict.

Evals is a great opportunity for the collective to strengthen both its business practices and its interpersonal relationships. A chaotic Evals often results in boredom and frustration; a well-organized Evals day is vital to its transformative success. Evals are often followed by an *optional* camping trip or other non-work related activity.

#### **Responsibilities of Planning Evals Day:**

1. Come up with a suitable format for the evaluation process(i.e. planning the day)
2. One month into the semester, explain the process at All-Staff

3. Four weeks before Evals day, photocopy the packets and compile them
4. Three weeks before Evals day, hand out the packets and give a presentation on effective feedback
5. Eight days before Evals day, collect the packets-it should turn out to be a Friday
6. Pass out the packets(the completed personal and committee evaluations) to each
7. Earthling and committee at the last All-Staff before Evals day
8. Maintain a section in the Steering notebook for Evals, and include a written report about the Evals process and Steering's reflections on how it went. this is for legacy purposes.

## UNIT FIVE: COMMITTEE STRUCTURE

Each committee is responsible for keeping a binder to hold meeting notes, order forms, inventory records, and other pertinent information that keeps the committee running. The binders are open to all co-managers. Transparency is key to preventing knowledge from leaving the collective with a particular Earthling. Essentially, a new-comer should know how to do the minimum necessary for committee operation by reading through the committee's binder.

Each Earthling can be on up to three committees per semester, plus steering. Any co-manager can attend any committee meeting, even if they are not a delegated member of that committee (exception being when HR is facilitating a meeting between co-managers). A co-manager loses a leaf each time s/he does not attend the designated weekly committee meeting.

Committees at Earthfoods are split up into spokes. These spokes represent different areas of the business. Each spoke is represented on Steering by one Earthling who is a member of one of the committees on the spoke represented.

Quorum is the minimum number of committee members required to be present to have a formal meeting where policy is decided. ***Quorum is equal to or greater than two-thirds of the membership of any given committee.*** If it becomes necessary to hold a meeting without quorum, a co-manager may grant consent to hold the meeting in their absence. They should consult with the rest of the committee before the policies go into effect.

### Elections

Committee Elections are the only part of the business in which decisions are made by plurality (Instant Runoff Voting) and not by consensus. Steering decides when committee elections will be held, which are generally near the end of the Semester (to decide committees for the following semester), and again after new hires are hired. The week before elections, Steering reminds co-managers to be thinking about which committees they are interested in for the following semester. At the next All-Staff, committees will give a blurb including a summary of responsibilities, the co-managers staying on the committee, the number of spaces open, the semester commitment, the hourly commitment/week, and the future goals of the collective. Then candidates will run for the open spaces and give a short blurb about why they want to be on the committee. At the end of all the speeches for one committee, other co-managers may ask questions of the candidates. This time is also time for members of the collective to voice strong concerns about a candidate's ability to fulfill the expectations of the committee. After all the candidates for each committee have spoken, votes are written down, tallied up (using Instant Runoff Voting), and the new committee member(s) is decided. If there is only one person running for a committee, s/he is automatically on the committee unless blocked.

If a concerned co-manager feels that voicing her/his concern is not enough, that co-manager may block a candidate from being on a committee. The blocking party understands that there is always the option to *not* vote for the candidate, but feels too strongly opposed to that candidate being on committee. A block is written on a piece of paper, stating "I block so-and-so from being on such-and-such a committee," and handed in with the rest of the votes. However, blocking is not anonymous. The blocking party must explain reasons for blocking either at the end of the voting, or in a meeting with the candidate facilitated by HR. Either way, whenever a candidate is blocked from being on a committee, a meeting is automatically scheduled by HR between the blocking party and the candidate.

There are 6 committee positions which are saved until the beginning of the following semester.

These are:

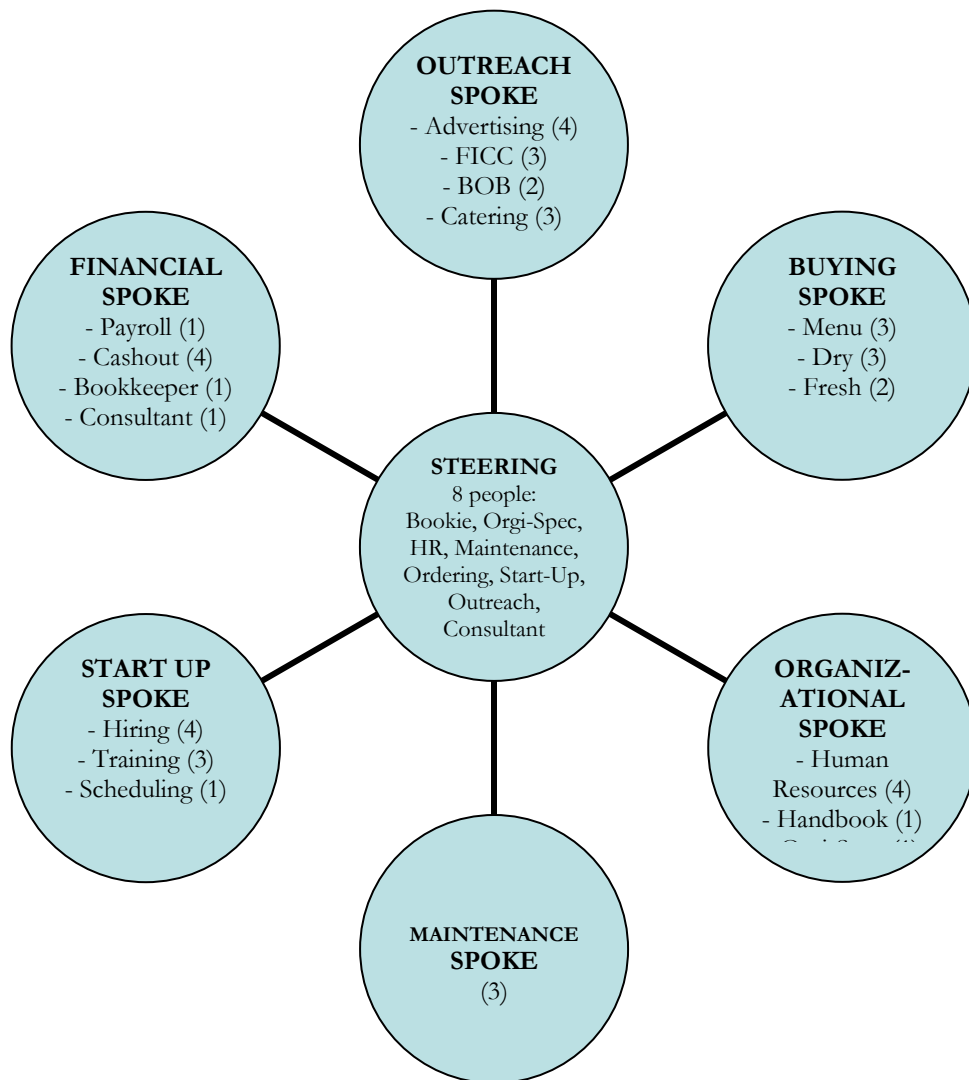
**1 from Advertising      1 from Human Relations**

**1 from Maintenance    1 from Dry**

**1 from Fresh            1 from Menu**

These positions are saved in order to give new Earthlings a chance to run for committees; these selected committees would best encourage a new Earthling's growth and integration. Older Earthlings may still run against them.

Once the committees are established, new members are trained. This is also the time for committees to clean out and update their binders, and to create goals for the coming semester. Once again, it is vital that committees record their responsibilities/contacts/committee descriptions and keep this record in the binder, so that new members can more easily pick up the committee.

**EARTHFOODS COMMITTEE SPOKE DIAGRAM**

## **Committee Descriptions**

### **STEERING COMMITTEE**

**Number of Members:** 8

One member from each spoke, the Organizational Specialist, and the CSB consultant.

**Semester Commitment:** 1

**Hourly Commitment/person/week:** 1

**Qualifications:** Orgi Spec, Bookkeeper, and CSB consultant are automatically appointed to Steering. Elected members are from: Maintenance, HR, Ordering, Outreach, and Start-up. If elected representatives serve on more than one of these spokes, at Large positions will be opened to make sure there are **8** members on Steering.

The Steering committee serves as the meeting point of all areas of the business. The weekly meeting allows communications between members of Steering, each representing their spoke. Steering is a representative body which streamlines the decision-making process in order to maximize the efficiency at All-Staff.

**Responsibilities/Capabilities:**

1. Create an agenda for the weekly All-Staff
2. Hears and evaluates all proposals before they are presented at All-Staff
3. Identify overall organizational goals for the collective and the committees
4. Maintain communication between committees to help guide them through their goals and responsibilities.
5. Keep a detailed notebook of all meetings, decisions, discussions, suggestions, etc. for future Steering members
6. Choose dates for committee elections at the beginning and end of every semester
7. Coordinates, plans, and runs Evals day
8. Give feedback to committees on their performance and goal setting
9. Facilitate collective and committee goal-setting at the beginning and end of every semester (via Evals day)

## **FINANCIAL SPOKE**

The Financial Spoke is responsible for budgeting and managing money. Between the three committees and the consultant, all of the money coming in and going out is tracked and accounted for. This spoke is also responsible for designing ways to increase the scope and financial sustainability of the collective. It is advised that Earthlings only be on one committee on the financial spoke.

### **PAYROLL COMMITTEE**

**Number of Members:** 1

**Semester Commitment:** 2

**Hourly Commitment/person/week:** 1

**Qualifications:** The committee that pays! The weekly duties of the Payroll Manager include the entering of hours into the CSB computer, signing those hours over, and tracking the payroll expenses in Quickbooks. Payroll is normally an hour a week commitment. However, side duties such as entering late-pays, copying new pay slips and doing payroll reports may add to that commitment.

**Responsibilities/Capabilities:**

1. Passing out and preparing tax forms for new Earthlings.
2. Recording and maintaining weekly payroll ledgers and debriefing the collective regarding their status
3. Turning all signed payroll forms to the SAO for payment.
4. Working closely with the CSB and the consultant to make sure that all numbers are accurate and proportional
5. Keeping the payroll slips stocked in the drawer in the office
6. Filling out late pay forms and recording those numbers into Quickbooks, when necessary
7. On an occasional basis or when necessary: Documenting/Charting the committee hours and kitchen hours of the collective and bringing them to All-Staff
8. Keeping the payroll slips archived in the CSB

### **CASH-OUT MONEY MILLIONAIRE COMMITTEE**

**Number of Members:** 4

**Semester Commitment:** 2

**Hourly Commitment/person/week:** 1.5

**Qualifications:** Four Earthlings are designated the responsibility of handling and fondling the mad stacks we receive daily.

**Responsibilities/Capabilities:**

1. Recording the Z tape readings from the register\*  
\*the Z tape readings are the cash register's record of total cash taken in, as well as the number of customers, goods sold, percentage of sales per item, and the money taken in from each of the items we sell.
2. Counting and recording the money taken in daily
3. Preparing the starting bank(s) and change order for the next day
4. Filling out the deposit slip
5. Taking the deposit bag down to the deposit box at the Campus Center Bank when finished
6. Reporting both the weekly and monthly deposits, entrees served, errors, etc. at All-Staff

7. Depositing tips every two weeks
8. Filling out register discrepancy worksheet at the end of each month
9. Investigating, analyzing, and REDUCING discrepancies if necessary
10. Insuring Earthlings are well trained and comfortable on the registers
11. Being grandmasters of the registers and arranging for repair or replacement when necessary
12. Informing Menu about the amount of money each entrée makes
13. Cash-out Money Millionaires are responsible for completing said cashout procedure and securing the many monies each business day.

### **BOOKEEPING (BOOKIE)**

**Number of members:** 1

**Semester Commitment:** 2

**Hourly Commitment/person/week:** 2

**Qualifications:** One Earthling is elected by the collective to fulfill the role of bookkeeper. The bookkeeper must be absolutely corrupt.

**Responsibilities/Capabilities:**

1. Opening up and maintaining POs with each vendor.
2. Maintaining and updating the general ledgers and signing off processed invoices.
3. Working with members of Maintenance and the Buyers (United, Squash, Thurston, Mansfield etc.) when necessary.
4. Taking bets at the races.

These responsibilities are completed in cooperation with the CSB consultant.

### **CSB CONSULTANT**

The CSB Consultant is appointed by the Director of the Center for Student Businesses to serve as the financial consultant for the business. S/he is responsible for ensuring the fiscal responsibility of the business, as well as providing business advice to the collective.



## BUYING SPOKE

### **Responsibilities/Capabilities for ALL Buying Committees:**

1. Placing orders to vendors
2. Mandatory meeting at the beginning of each month between Fresh, Dry, Bookie, and Consultant.
3. Maintaining awareness of purchasing costs and consistently searching for cost efficiency
4. Taking monthly inventories
5. Taking responsibility for orders which must come in while Earthfoods is closed

All co-managers on buying committees, plus the Bookkeeper and the CSB consultant are required to meet at the beginning of each month. The purpose of this meeting shall be to discuss possible product and vendor changes, review invoices, report price changes, compare inventory, and discuss anything else relating to the buying spoke.

## **MENU COMMITTEE**

**Number of Members:** 3

**Semester Commitment:** 1 but one member must stay on for 2

**Hourly Commitment/person/week:** 2

**Qualifications:** It is highly advised but not necessary that this committee include one member from the fresh committee. Also all members of menu must have had prior cooking shifts or be currently scheduled for a cooking shift. This committee makes the weekly menu, serves as a meeting point of the buying committees, and analyzes the financial viability of different recipes. It is also mandatory that menu meet with ordering committees on a semi-regular basis, to be determined at the onset of the semester.

### **Responsibilities/Capabilities:**

1. Looking through menu cards and formulating a menu. (Planning two weeks in advance (10 days) is great, or a 2 or 3 week rotation). Each day should have a vegan option (either entrée or soup), and generally alternate vegan with dairy entrées
2. Revising and maintaining menus, which would include adjusting and specifying proportions, adjusting spicing and ingredients
4. Organizing our recipes, expanding our menu selection and eliminating mediocre recipes
5. Establishing effective portion control devices and systems, doing portion control trainings, and examining ingredient waste/excess
6. Standardizing recipes down to exact amounts in order to keep quality consistent and aiding less experienced cooks
7. Doing cost analysis on all new recipes with the help of the consultant and Price Analysis
8. Notifying customers of upcoming menu items. Updating Bi-weekly and changing as needed
9. Being on-call for night prep and cooking shifts to make executive last minute changes

**DRY GOODS COMMITTEE****Number of Members:** 3**Semester Commitment:** 1**Hourly Commitment/person/week:** 2

**Qualifications:** One co-manager orders from United, another from Thurston, and the third from Polar and Mansfield. Each keeps a separate binder for these vendors. It is important that the binders are well-organized. Each binder should contain updated inventories, updated price lists, vendor contact information, and information about how and when to order. The ideal is that anyone could pick up the binder, read through it, and be able to order. These three co-managers should arrange meetings among themselves as necessary in order to compare prices and inventories.

**Responsibilities/Capabilities:**

1. Attending the monthly menu/ordering/bookie/consultant meeting to maintain communication
2. Communicating with the menu committee
3. Ordering food items according to the menu, and ordering items so they will be shipped the day before they are needed
4. United: traditionally orders spices, beans, maple syrup, honey, tamari, canned goods. Keeping a stock of staple food items in the kitchen at all times
5. Thurston: traditionally orders rice, grains, milk, oil, canned goods, cleaning supplies. Keeping a stock of staple foods items in the kitchen at all times
6. Polar: orders drinks
7. Mansfield Paper Company: orders plates, cups, bowls, and to-go containers. Keeping a stock of staple items at all times
8. Taking monthly inventory, recording it in the CSB computers, and giving copies to CSB Consultant (Laura) and Business Development Coordinator (Jeff Curbo)
9. Taking inventory at opening and closing
10. Updating price lists at the beginning of each semester, and comparing these price lists in order to minimize costs
11. Ordering bulk products over individual packages

**FRESH COMMITTEE****Number of Members:** 2**Semester Commitment:** 1**Hourly Commitment/person/week:** 1

**Qualifications:** The Fresh committee consists of two co-managers who are responsible for ordering produce and dairy products (except milk, which is ordered by Thurston). These co-managers usually work out their own schedule as to who orders which day. It is advisable that one person on the Fresh committee also be on the Menu committee to ensure consistent and clear communication.

**Responsibilities/Capabilities:**

1. Placing orders for Squash 2 days in advance of the day they are to be prepped by night-prep. Orders are traditionally placed on Monday for Wednesday's menu, Tuesday for Thursday and Friday's menu, and Thursday for Monday and Tuesday's menu. It is most important that they arrive before they night prep begins prepping
2. Using the Squash planning sheets and the Order Recorder sheets. The Squash sheets can be used to plan what we need, and the Order Recorder sheet for the final order. When items arrive, the co-manager receiving the order checks off the items on the invoice sheet and then matches it up with the Order sheet to confirm that everything came in

3. Pre-ordering and checking Squash inventory list for any produce that might not be stored at the Squash warehouse (ex. Basil, mung sprouts, lemons)
5. Decreasing recipes if amount of leftovers is unreasonable. This means decreasing the amount of food that is prepped at night, and writing a note to the cooks that we are decreasing the recipe for that day. Recipe ingredients can be changed or substituted with other available ingredients (like substituting Bok Choy for Kale) and the recipe may be changed according to what is available.
6. Working closely with the Menu committee so that the menu can be planned according to which vegetables are cheap and in season
7. Keeping close contact with Squash employees, making sure they have the produce we need to order, knowing what's in season and price changes
8. When we are missing an ingredient, notifying the Pro-Card holder IMMEDIATELY!

## **MAINTENANCE SPOKE**

The Maintenance spoke consists only of the Maintenance Committee, reflecting the extensive scope of the committee's capacities and responsibilities. In general, this committee is responsible for: 1) ensuring proper health, safety, and sanitation of food/kitchen, 2) conducting preventative maintenance and keeping the equipment in working order, 3) promoting sustainability and resource conservation in all areas of production, and 4) keeping positive relations with the health inspector and Facility Services as well as with other university and local faculties such as University Catering, Auxiliary Services, and community organizations (i.e. Food Not Bombs). The Facilitator's Log also falls under the agency of the Maintenance committee. The FAC log serves as a means of communication between shifts on a daily basis and from the maintenance committee to the collective.

### **MAINTENANCE COMMITTEE**

**Number of Members:** 3

**Semester Commitment:** 2

**Hourly Commitment/person/week:** at least 1 hour

**Responsibilities/Capabilities:**

#### **Kitchen Related:**

1. Sanitation and Safety
2. Encouraging a high level of kitchen and worker cleanliness
3. Promoting safe and healthful work practices
4. Working closely our health inspector (currently Larry Davis [ldavis@ehs.umass.edu](mailto:ldavis@ehs.umass.edu)) and Building Operations on all major issues. This includes contacting the health inspector for opening and closing kitchen inspections each semester
5. Contacting the health inspector about the semesterly presentation for new earthlings on sanitation and safety policies in the kitchen
6. Investigating kitchen accidents as they occur, reporting serious injuries to the health inspector, and working towards accident prevention
7. Keeping the first aid kit stocked at all times with bulk first aid items that can be purchased at a reduced cost from Health Services
8. Keeping calibrated thermometers in obvious locations in both the kitchen and the Commonwealth Room
9. Educating the collective on food rotation and proper procedures for heating/cooling leftover food
10. Reminding the collective about health precautions through written signs and verbal communication
11. Facilitating Opening and Closing clean-up schedules (that are consistent with our health inspections) and creating a checklist of necessary tasks
12. Orchestrating weekly office clean-up and a mid-semester clean-up
13. Taking preventative maintenance steps to keep equipment working (oiling Hobart, cleaning vents above stove, contacting Refrigeration Services) and placing work requests with Facility Services when needed
14. Targeting large equipment (refrigerator, steam kettles, etc.) needs and/or kitchen updating. Following proposal process for major equipment purchases as well as consulting with the consultant
15. Doing inventory on small equipment; purchasing new and replacing old
16. Serving as the contact person for non-Earthlings who want to use our kitchen

Ecological Awareness and Food Accountability/Documentation

17. Educating the collective about proper recycling and composting procedures and ways to cut down on waste
18. Educating customers in the CWR about recycling and composting
19. Making the business more eco-friendly by replacing products we currently use with more environmentally sound products
20. Serving as the compost contact
21. Training the collective how to handle waste and leftovers

Office Supplies & Technology

23. Organizing and keeping stocked office supplies and furniture
24. Providing a working telephone (computer?)
25. Providing and maintaining audio equipment for the kitchen and CWR

Facilitator Log

26. Keeping sections updated and stocked with blank pages. These word documents are saved on CSB computers in the Maintenance folder
27. Relaying any pertinent information to committees or the whole collective (i.e., if there is a recent entry indicating that we are out of coconut, contact the Thurston purchaser to ensure that they are aware of this)
28. Making any necessary amendments and saving these changes on CSB computers
29. Evaluating any notable patterns (such as excess waste of a certain entrée or reoccurring daily obs) and communicating these with the rest of the collective to assess possible causes and solutions

## **ORGANIZATIONAL SPOKE**

The Organizational spoke is responsible for keeping records and organizing the collective. This includes keeping paperwork and agendas. It also includes the regulation of co-manager relations.

## **HUMAN RESOURCES COMMITTEE**

**Number of Members:** 4

**Semester Commitment:** 2 people at 2 semesters, 2 people at 1 semester

**Hourly Commitment/person/week:** 3

**Qualifications:** These four Earthlings form a dynamic web of individuals that serve the collective as trusted resource people, mediators, and those that keep a check on co-managers' performance and adherence to the 1/nth standard.

This committee is available for collective members to seek advice, support, or mediation. They are also able to approach individuals or address tense situations when deemed necessary. This might be for purposes of mediation, unstable performance status, or emotional difficulty or stress. The underlying principal that this committee adheres to is that taking preventative measures is always preferred. Preventing a co-manager from burning out, being involved in conflict or being up for termination coincides with the Earthfood's mission of being a supportive learning community. NOTE: If at any time corrective action is warranted against a member of HR, that co-manager is required to remove themselves from their role as a committee member in any and all disciplinary proceedings

### **Responsibilities/ Capabilities:**

1. Experience in conflict resolution, counseling and support or willingness to attend trainings if not already trained
2. Taking part in group-building exercises and acknowledging the importance of the committee's group dynamic
3. Maintaining awareness and mindfulness of issues or problems that arise in the collective and responding effectively to them
4. Keeping track of attendance, lateness, missed shifts, co-worker evaluations
5. Keeping a sheet up in the office to inform Earthlings of their status
6. Rewarding Earthlings that go above and beyond minimum requirements
7. Creating reasonable contracts for those with lost leaves
8. Bringing people up for termination
9. Holding mandatory 15-minute individual meetings with every member once hired
10. Consolidating, analyzing and implementing the information gathered from the individual meetings at Evals day
11. Holding a meeting with the new Earthlings after the first all-staff and periodically thereafter to check in with their impressions and process
12. Collaborating with the Hiring and Training committees
13. Maintaining a resource base (in notebook form) from which the committee could pull, such as information on mediation training, hotlines, stress reduction opportunities...
14. Providing the collective with the option to bring one or more of the HR committee members to outside mediation with the Ombuds office, or other Student businesses if necessary
15. After committee elections where a candidate was blocked, holding a meeting between the candidate blocked and party blocking

## **HANDBOOK COMMITTEE**

**Number of Members:** 1

**Semester Commitment: 1****Hourly Commitment/person/week: 1****Responsibilities/Capabilities:**

1. Knowing the Handbook thoroughly
2. Bringing a copy of the Handbook to every All-Staff and ensuring that the policies are followed
3. Encouraging and ensuring that the Handbook is read and used as a resource.
4. Holding committees responsible for revising their committee blurbs each semester, and bugging or de-leaving committees which fail to do so accordingly
5. Revising Handbook policies and procedures as necessary, making changes in Handbook format as necessary
6. Distributing the most updated version of the Handbook to new Earthlings via Training
7. Distributing the most updated version of the Handbook to all Earthlings
8. Using the CD&C to photocopy and bind the Handbooks
9. Monitoring and improving the efficiency at All-Staff
10. Encouraging committees to keep organized and accessible binders

**ORGANIZATIONAL SPECIALIST (ORGI-SPEC)****Number of Members: 1****Semester Commitment: 1****Hourly Commitment: 1****Responsibilities/Capabilities:**

1. Be on the Steering Committee to collaborate on the All-Staff agenda items and making sure they are ordered effectively for the meeting
2. E-mail a copy of the agenda to each co-manager at least 24 hours before All-Staff
3. Communicate and work with handbook specialist about new policies and know the handbook policies very well
4. Check and respond to phone messages in the office on a regular basis
5. Keep All-Staff binder organized with notes, agendas, income statements, and other paperwork
6. Provide continuity by knowing history: help FICC write semester wrap-ups and read them at the last All-Staff
7. Type the Evals Day notes and give a wrap up of Evals day at All-Staff.
8. Have a working knowledge of the collective, what the current issues are, and what should be discussed at All-Staff. Serve as a person who is familiar with all facets of the collective and committees.
9. Check and respond to Earthfoods e-mails on a regular basis.
10. Send out the menu on a weekly basis to our menu list-serve. This mailing list can and should be utilized any time something important needs to be conveyed to our customers, like a closing during normal business hours.
11. Train with the previous Orgi-Spec to get access to the above mailing lists and passwords
12. Reserve a room for the entire semester for All-Staff at least 2 weeks prior to the beginning of the semester. Must reserve every Tuesday from 5:30-7:30. Preferably in room 804-808 in the Campus Center, preferably the same room every week.

**OUTREACH SPOKE**

The Outreach Spoke is responsible for connecting Earthfoods to the University and Valley communities.

**ADVERTISING COMMITTEE****Number of Members:** 4 people, one of whom must be a new hire**Semester Commitment:** 2**Hourly Commitment/person/week:** 2**Qualifications:** One member is elected to take care of weekly website updates (menu, staff profiles, price changes, etc.)**Responsibilities/Capabilities:**

1. Educating the community about what we are as a student business and collective.
2. Flyering and making signs for opening, closing, general advertising, special news, etc.
3. Upkeep of the Commonwealth room (except for the serving lines). This includes upkeep of price and portion boards, improving the atmosphere, flow of people, upkeep of magazine shelf, and making sure trash and recycling containers are organized and accessible
4. Updating menu board outside the CWR on a weekly basis
5. Working with FICC and showing support for community issues, diversity issues, humanitarian concerns, and student rights.
6. Maintaining the customer feedback box in the CWR, restocking it with comment cards and responding to the cards by means of the feedback board
7. Maintaining good relations and communication between the collective and our customers
8. Maintaining beneficial relations with the University as a whole
9. Actively seek artists and musicians to display/perform their in the CWR, serving as the contact and scheduler for these artists and musicians
10. Upkeep of the Earthfoods web page. This includes posting the weekly menu and making the web-page more aesthetically pleasing and accessible.
11. Regularly printing Earthfoods recipe books
12. Designing and ordering T-shirts each semester

**FOSTERING IDENTITY CONSCIOUSNESS COMMITTEE (FICC)****Number of Members:** 3**Semester Commitment:** 1 person at 2 semesters  
2 people at 1 semester**Hourly Commitment/person/week:** 1-2 hours**Responsibilities/Capabilities:**

Responsibilities within the collective:

1. Promote awareness of power relations and differences in the collective.
2. Actively work towards ending oppression and inequality based on class, race, gender, sexual orientation, religion, experience, physical characteristics, etc.
3. FICC is an active Anti-racist, anti-sexist, anti-homophobic, and anti-oppression committee, and should always present itself as such.
4. Defining and fostering a safe space within the Earthfoods Community.
5. Work with Hiring Committee during the hiring process to broaden collective identity. Actively pursuing applicants of varied socioeconomic, racial/ethnic/religious background, gender identities, and sexual orientations.

Achieve these through:

1. Workshops and Facilitated Discussions (at least 3 per semester)
- Assisting HR in mediating issues of difference



2. Providing the collective with a contact list of supports (i.e. cultural groups, religious groups, etc.)

Responsibilities to our customers

1. Actively work towards making the Commonwealth Room a welcoming environment.

Achieve this through:

2. Welcoming local artists to display work or perform
3. Bringing in RSOs to create displays or fundraise
4. Designing a new Identity bulletin board every semester
5. Constantly evaluate Earthfood's identity within the UMass community. This includes staying abreast of student/union activism.

Responsibilities on a societal level (connecting global and local issues)

1. Facilitate discussion about social issues affecting Earthfoods
2. Researching worthy causes for donations

### **THE BOARD OF STUDENT BUSINESSES (BOsB)**

**Number of Members:** 2

**Semester Commitment:** 2

**Hourly Commitment/person/week:** 1-2

**Qualifications:** Cannot be first semester Earthlings. One member must also be on the Steering committee.

Two co-managers serve on the Board to work closely with the other student businesses, the CSB, and the SGA to protect the interests of the student businesses and represent the student businesses in decision-making processes. These co-managers serve as representatives of Earthfoods on the Board, and representatives of the Board at All-Staff. BOsB serves to keep the Student Businesses in contact with one another and can be a valuable resource for business information and ideas.

**Responsibilities/Capabilities:**

1. Attending the weekly meeting (Wednesdays from 5-6 PM)
2. Planning the annual spring BOsB Dinner with the rest of the Board
3. Advocating and advertising the Student Businesses to the campus and administration
4. Responsibly and timely reporting any necessary information from the Board or CSB
5. Educating the collective about other student businesses
6. Networking with other businesses, asking and giving advice
7. Networking with outside organizations such as NASCO and VAWC

### **CATERING COMMITTEE**

**Number of Members:** 3

**Semester Commitment:** 1

**Hourly commitment/person/week:** varies with events

**Responsibilities/Capabilities:**

1. Organizing and maintaining a catering menu for Earthfoods
2. Organizing and maintaining catering events for Earthfoods
3. Providing Earthfoods' catering customers with adequate paperwork to fill out for billing procedures
4. Making sure catering events are appropriately staffed
5. Maintaining communication with the Advertising committee to promote the services of Earthfoods catering
6. Maintaining communication with the Menu and Ordering committees to ensure that an event has been adequately prepared for
7. Working closely with the CSB consultant to ensure that bills from catering events are taken care of in a timely manner

### **START-UP SPOKE**

The Start up Spoke is designed to ensure a smooth transition from semester to semester. The responsibilities for these committees are concentrated in the first few weeks of each semester. This spoke requires the most experience as to the daily inner-workings of Earthfoods.

**HIRING COMMITTEE****Number of Members:** 4**Semester Commitment:** 1, maximum of 2 semesters**Number of Total Hours:** 20

**Qualifications:** Two of the members must either be third-semester Earthlings or have served on the hiring committee before. It is recommended that Hiring contain a person who was on the committee the previous semester in order to guide the other members. A co-manager who has already served 2 semesters can serve again *if and only if* there are not enough Earthlings of the previous qualification. The committee should strive to represent all genders in equal proportions

The members of this committee should reflect the make-up of the collective as a whole. This is the first impression prospective workers have of the collective.

The make-up of the committee is crucial because these 4 members are entrusted with the authority to bring new members into the collective without it being passed through All-Staff. This process forms the fabric of the collective in the present and for years to come. The Hiring process is long and complex. Understanding the nature of Earthfoods is important in knowing what kind of person/people will most benefit the collective.

The Hiring Committee follows non-discrimination policies as established by FICC and consistently brings into question the identification of biases. In the event that 2 members of the Hiring Committee already know an applicant who is to be interviewed, alternates should be either elected or appointed by the Hiring Committee based on experience and seniority.

**Responsibilities/Capabilities:**

1. Preparing applications for distribution
2. Working with FICC to discuss collective identity and biases
3. Working with Advertising to distribute applications and flyer
4. Devising a system to rate applications. This can be done numerically, or into “yes” and “no” piles. Communication among all members is essential to this process.
5. Calling potential interviewees, scheduling and conducting interviews
6. Rating interviews, selecting those to be hired, and calling the new hires to let them know!
7. Establishing a timeline: The deadline for applications is three weeks after opening. This has been on a Tuesday, but sometimes applications have been accepted on Wednesday as well due to low returns. By Thursday, callbacks for interviews are made. Interviews are held Friday late afternoon and Saturday morning.
7. Working alongside Training to establish a timeline, and working with Training to ensure smooth transitions for new Earthlings
8. Reviewing the hiring process after it has been completed and recording suggestions for future committees

**TRAINING COMMITTEE****Number of Members:** 3**Semester Commitment:** 1**Hourly Commitment/person/week:** 1

**Qualifications:** The training committee is responsible for ensuring that the co-managers of Earthfoods are adequately trained in all areas of the business. This includes creating a smooth transition for new Earthlings into the collective. This means introducing new hires to practical

kitchen and business information as well as educating them on our consensus decision-making and collective structure. Co-managers on the Training Committee should be prepared to work intensively at the beginning of the semester. Eligibility for the Training Committee requires at least one completed semester of work at Earthfoods.

**Responsibilities/Capabilities:**

1. Following the Hiring/Training schedule
2. Passing out and explaining the Training Checklist to the new hires
3. Meeting with new hires after Evals day to evaluate their progress in the Training Checklist
4. Addressing training needs of the entire collective through training sessions, including workshops, signs, or presentations at All-Staff of Evals

**SCHEDULING COMMITTEE**

**Number of Members:** 1

**Semester Commitment:** 1

**Number of Total Hours:** 8

**Qualifications:** This co-manager works at the beginning of the semester and mid-semester to create the kitchen schedule. Throughout the rest of the semester, s/he is responsible for maintaining the schedule. Prior to opening, and preferably at the 1<sup>st</sup> All-Staff, this person hands out the blank schedule availability sheet, to be filled out by each co-manager. With these availability sheets, the scheduler creates the temporary pre-hiring schedule. Similarly, after new hires have been added and during the week of training, the scheduler repeats this process and creates a new schedule for the remainder of the semester.

**Responsibilities/Capabilities:**

1. At the 1st All-Staff, the scheduler must hand out forms to Earthlings to get all available hours for the semester. These forms **MUST** be filled out by the end of the week (Friday) and given to Scheduling. They must also adequately meet the minimum shift availability requirement.
2. At the All-Staff during training week, the scheduler must repeat this process.
3. Select Shift Facilitators for each shift. They are at least 2nd semester Earthlings, and every old Earthling should facilitate at least once.
4. Each Earthling **MUST** make her/himself available for either Tuesday Night Prep, Sunday Night Prep, OR Friday shifts. The Scheduling committee will ensure that this happens and will contact Earthlings who do not fulfill these requirements.
5. Create and maintain a schedule that distributes kitchen hours as evenly as possible.

**UNIT SIX: KITCHEN MANAGEMENT**

## APPENDIX

### PRICES!

	Large	Small
Specials (Entrée, Salad, and Dessert)	\$7.25	\$6.50
Today's Entrée	\$4.50	\$3.75
Yesterday's Entrée	\$4.00	\$3.25
Salad	\$3.00	\$2.50
Veggie (Kale)	\$1.50	\$1.25
Rice & Beans	\$1.50	\$1.00
Soup	\$2.50	N/A
Today's Dessert	\$1.50	N/A
Yesterday's Dessert	\$1.25	N/A
Cider	\$0.85	N/A
Nantucket Nectars	\$1.50	N/A
Nantucket Nectars Organic	\$1.99	N/A
Tofu Nuggets	\$2.25	N/A
To-Go Containers	\$0.40	N/A
Own Plate Discount!	\$0.50	N/A
Dressing	FREE!	

The cost of dressings has been incorporated into the cost of salad. As we no longer order compostable silverware from Mansfield, the price of a metal fork is included in the price of a to-go container. Encourage customers to ***RETURN OUR FORKS (AND SPOONS)!!!***

### THE OFFICE!

Each co-manager can use a designated cubby/milk-crate in the office. We have couches and coat hooks and a hat box and a lost-and-found box. Bulletin boards are great for communication with other co-managers and committees. Information on the office door is vital. Most importantly, there is a sign up sheet for ***office cleaning!*** This involves sweeping, mopping, and organizing the desk top. It also means getting rid of old food containers and dirty aprons, should any of that happen to find its way into the office!

**SEMESTERLY SCHEDULE**

This schedule is used every semester. Steering is responsible for enforcing it and bringing the dates to All-Staff as appropriate. This schedule is important to follow so that we can plan ahead, advertise in advance, and not waste time every semester re-figuring out the dates we are open and closed.

**1. After summer/winter break:**

Open the Monday of the first full week of each semester (11:00-2:00).

**2. Thanksgiving Break:**

Closed starting the Wednesday before Thanksgiving Break.

**3. Spring Break:**

Closed starting the Friday before Spring Break.

**4. After new hires complete shadow hours and are working their full schedule:**

Open full menu and full hours

**5. Before winter break/summer break:**

Open last day of classes, full menu, and full hours.

Clean-up hours, inspection and last All-Staff during exam week.

**6. Three-day weekends:**

Open Friday before break, full menu, and reduced hours

**7. University snow-days:**

Closed. On Tuesday snow days, All-Staffs will be held the following day (Wed.) and all co-managers are required to attend unless they have class, an exam, another job, or another legitimate excuse.

Steering is responsible for finding a space for the Wednesday All-Staff.

**8. Delayed Opening:**

If there is a delay until: 12:00 or after- Earthfoods is closed

If the delay is before 11:00 or at 11:00- Earthfoods is open at 11:00 with a normal schedule of people

If the delay is until 11:30- Earthfoods is open at 11:30 with a normal schedule

A normal schedule means that people with cooking shifts still comes in at 7:00. However, everyone on shift may not be able to come in- especially people who live off campus. All who are able to make it must come in. Hopefully this lack of people will balance out the reduced amount of customers.

**9. Tuesday-as-a-Monday Schedule**

In the event that the school declares Tuesday to be a Monday schedule, All Staff will be on that Tuesday but will be optional to accommodate conflicts.

**IMPORTANT PEOPLE AND NUMBERS**

EARTHFOODS	413-545-1554
VOICEMAIL CODE	123456
LOCKER COMBO	
THE CSB- DONNA	545-2167
THE CSB- ROSEMARY	545-2166
THE CSB- FAX #	413-577-3353
SQUASH	256-8929
THURSTON- PHILLIP CAGNA	1-800-982-2227 ext. 123
MANSFIELD	781-2000
POLAR	
UNITED	
WHAT TO DO IF THE CWR IS LEFT A MESS	
LARRY DAVIS	545-2682
THE LOADING DOCK-ROCCO BARBUTO	545-0020
FAC SERVICES- BUILDING MANAGER- DOUGLAS WARKA OPERATIONS MANAGER- CHARLIE LEHANE ASSISTANT- AGNES TING	545-1365
LAUNDRY- NICO VONSTEIN	549-6000 ext. 7412
CAMPUS CENTER ADMINISTRATION	545-0585
UMASS CATERING- DIRECTOR- BRENDA RYAN NEWTON	549-6000 ext. 7255





# Volunteer Handbook

## September 2009

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## **Part 1 – Introduction**

### **1.1 A Brief History of Sprouts**

Sprouts began in 1997 as a student club called the UBC Natural Food Co-operative (NFC). The NFC initiated many projects during its first seven years, including a demonstration garden, a bulk buying club and weekly markets in the SUB. In 2004 Sprouts was created as the storefront of the co-operative and functioned as a student-run grocery store until 2006. At that time Sprouts was overseen by a volunteer Board of Directors, and run by a few paid administrative staff with the help of volunteer cashiers and a full-time Katimavik volunteer. The store sold organic produce, snacks, grocery and limited prepared foods such as wraps and cookies from Cook Studio Cafe, an initiative employing and giving job skills to at-risk youth on the Downtown Eastside.

After most of the founding members graduated in 2006, staff members were left without a Board of Directors to guide store operations. In addition to the increased workload that this left them with, staff members also faced the effects of a robbery, bug infestation, and the loss of both Cook Studio Café and the Katimavik volunteer. At the same point in time it became evident that the “health food store” business model was not profitable given the commuter-student demographic prevalent at UBC. At the end of the Spring 2007 semester it was clear that for Sprouts to become financially independent it would need to restructure, rebuild the club, and adapt to the changing needs of UBC. In order to deal with the deficit that had accumulated over the years it was clear that Sprouts needed to change.

With the generous support of the AMS, in September of 2007 the staff elected to close down regular operations for the fall semester, giving them time to renovate and lay the structural groundwork for a stronger organization. Those who were involved at the time decided to return the organization to an entirely volunteer-run model and offer soup and baked goods which would both increase revenue and address a growing demand on campus for prepared organic food. Finally in January 2008 Sprouts was re-launched as a hybrid café-grocery store. The new model was well-received by the UBC community and with the hard work of countless volunteers our organization has grown tremendously. Since this time, many of our original goals have been accomplished, including:

- improving the quality and quantity of food in our cafe and store,
- supporting and sustaining Community Eats,
- reintroducing the Bulk Buying Club,
- running The Sprouts Box, a subscription grocery delivery service in cooperation with the AMS Bike Co-op,
- administering a series of free, educational workshops,
- and, finally, thanks to the efforts of Sprouts volunteers we achieved financial independence in March 2009, when we paid off the last of our \$42,000 debt to the AMS.

## **1.2 Sprouts' Vision, Values and Goals**

### ***Vision***

Sprouts is a student volunteer-led initiative at UBC dedicated to fostering food security and community on and beyond the UBC campus. We envision a food secure future for UBC, in which community members support socially and environmentally responsible food production and distribution, and engage in an educated dialogue that challenges the norms of the conventional food system.

### ***Values***

- We believe in the power of food as a tool for building community.
- We value food security and have the goal of making local, organic, and fair-trade foods affordable and available to the UBC community.
- We respect the natural environment and farmers practicing environmentally responsible agriculture. This respect guides the selection of products we sell (organic/fair trade/local/little-to-no packaging) as well as our store operations and waste management practices.
- We believe that an understanding of and involvement in the processes that bring food to our plates is integral to the future of our food system. Through our initiatives, we aim to connect our community members to the land and people that grow their food by providing information about sources, use, and availability.
- We strive to facilitate the creation of an engaged, active, and well-informed campus community with a collective interest in the multidimensional issues surrounding our food system.
- We appreciate that food is the outcome of creative and social processes, and we are inspired to create a community space in which to share meals and conversation.

### ***At Sprouts we strive to:***

- create an aware community at UBC bound together by a common love of good food and a sense of collective responsibility,
- provide a diversity of people with high quality leadership and job skills,
- operate a business where ethics, the environment, and social responsibility take precedence over profits,
- create educational opportunities around food preparation, health and nutrition, sustainable food systems, and global trade; fostering critical thought and ethical global citizenship,
- promote and increase awareness of the UBC Farm and other local food producers practicing sustainable farming techniques, and
- promote and support fair economic development abroad by fostering discussion around the complexities of global trade.

### **1.3 Our Initiatives**

#### ***Store, Café and Kitchen***

The store and café provide Sprouts' main sources of revenue. The mark-up on café items, though far lower than other establishments, allows us to keep our organic produce and staple grocery prices affordable to our community. All of our baked goods, soups and breads are prepared by volunteers in the AMS kitchens.

Contact info: [sprouts.store@gmail.com](mailto:sprouts.store@gmail.com), [ubcsproutskitchen@gmail.com](mailto:ubcsproutskitchen@gmail.com)

#### ***Community Eats***

Community Eats is a free or by-donation lunch that takes place in Sprouts on Fridays from 11:30am to 1:30pm. Up to 200 people pass through Sprouts during the lunch and fill their containers with free food! The lunch is made using vegetables that local distributors would otherwise be disposing of due to bruises or broken packaging. The store remains open during the lunch and customers are able to purchase grocery and snack items.

Contact info: [communityeats@gmail.com](mailto:communityeats@gmail.com)

#### ***The Sprouts Box***

The Sprouts Box is our grocery delivery service for campus residents. Subscribers to the service pay at the beginning of the term to receive a weekly delivery of local, organic produce by bicycle. Volunteers sort produce and pack boxes, and deliver them using the AMS Bike Co-ops cool fleet of cargo bikes. Packing happens on Friday morning and delivery on Friday afternoons.

Contact info: [thesproutsbox@gmail.com](mailto:thesproutsbox@gmail.com)

#### ***Bulk Buying Club***

The Sprouts Bulk Buying Club allows students and community members to buy directly from distributors of local and organic food at no markup. Community members must purchase a membership to the club before they are able to place orders. Orders must be paid for in the store when placed.

Contact info: [sprouts.bulkbuying@gmail.com](mailto:sprouts.bulkbuying@gmail.com)

#### ***Workshops***

We offer a series of fun and educational workshops about food and related topics. Workshops are free to the community and generally occur once a month during the regular semester. Information will be on the website and registration is done by email.

Contact info: [sprouts.workshops@gmail.com](mailto:sprouts.workshops@gmail.com)

#### ***AN'SO Tasty! Table***

AN'SO Tasty! is a non-profit, community-run food table that provides healthier, more sustainable food options for sale in the main hallway of the Anthropology and Sociology building. An honesty box payment system is used in order to foster a sense of communal responsibility. The food, which is ordered through Sprouts' distributors, is available on the table from Monday to Friday 8:30am to 4:30pm.

Contact info: [ansotasty@gmail.com](mailto:ansotasty@gmail.com)

## **Part 2 - Being a Sprouts Volunteer**

### **2.1 Volunteer Roles & Responsibilities**

#### ***Board Members***

Sprouts Board Members are responsible for the decision-making and strategic planning of the organization. They also oversee procedures in the store, in the kitchen and for the independent projects. Through working with Sprouts these volunteers gain valuable management, leadership and organizational skills. The 15 Board Members are elected at General Meetings which take place in November and March; positions will be announced prior to the meeting.

Please familiarize yourself with the different positions and what they do and do not hesitate to contact any Board Member at any time; a contact list will be posted in the office and online.

#### ***Store/Café Volunteers***

- Helping to open and close the store.
- Interacting with customers, serving soup and processing cash transactions.
- Clearing dishes, running them through the sanitizer in the kitchen and putting them away in the store.
- Making coffee, reheating soup and restocking produce.
- Processing Buying Club orders.
- Signing people up for The Sprouts Box and taking payment.
- Tracking spoiled food and café usage.
- Keeping the store and café space clean and tidy.
- Answering the phone and getting phone messages to the appropriate person.
- Answering customers' questions and/or forwarding them on to the appropriate Board Member.

#### ***Kitchen Volunteers***

- Preparing the soup, bread, and baked goods that we sell in Sprouts.
- Arriving on time and staying for the duration of their shift or notifying the Kitchen Coordinator as soon as possible if you are unable to make your shift. Please treat your cooking shift as any other job – we rely on your skills and commitment to feed our hungry customers!
- Respecting the rules of the kitchen as set by the AMS Food & Beverage Department to ensure our continued use of the facilities.
- Preparing food according to Food Safety guidelines as outlined by the Kitchen Coordinator.
- Leaving the kitchen in as good or better condition than how it was found.

#### ***Community Eats Volunteers***

- Travelling by bus or bicycle to collect donated produce and bread from local distributors.

- Cooking a creative vegan meal using donated produce and affordable grains/legumes acquired through Sprouts.
- Serving lunch and assuring that patrons are aware of the goals and purpose of the project and the source of the food.

### ***The Sprouts Box Volunteers***

- Sorting and packing produce into boxes and delivering produce via cargo bike.
- Notifying the Sprouts Box coordinator if you are unable to make a shift.
- Respecting and caring for the cargo bikes and facilities to ensure a continued partnership with the AMS Bike Co-op.
- Being prepared to build strong calf muscles and/or learn about local and seasonal produce.

## **2.2 Benefits**

***All Sprouts volunteers, regardless of which project they are working with, will receive 25% off of purchases in store at any time.***

A list of all volunteers will be available for the cashier to refer to when processing a transaction for a fellow volunteer.

### ***Store Volunteers***

Store volunteers will gain customer service and retail experience while working with Sprouts. All store volunteers may drink tea and/or coffee while on shift. They are also entitled to one serving of soup and bread or one baked good per shift.

### ***Kitchen Volunteers***

Working in the kitchen will provide volunteers with valuable experience surrounding basic food preparation, creative and seasonal cooking, healthful baking, how to prepare food for special diets, and more. All Kitchen volunteers are allowed to eat or take home one or two items that they prepare on shift, at the discretion of the Kitchen Manager present.

### ***Community Eats Volunteers***

Cooking volunteers are allowed to eat or take home some of the food they have cooked, as well as any left over uncooked produce. Serving volunteers have, of course, access to the Community Eats food, which is already free for everyone.

### ***Board Members***

The financial stability that our organization acquired when we paid off our debt allowed us to create a way to acknowledge the huge commitment that Board Members make to the organization. All Board Members are awarded a monthly store credit that varies according to the time commitment set in their position description. Board members, like all volunteers also receive free soup and baked goods.

## 2.3 Copy of Community Agreement



Our most valued Volunteers,

We want to ensure that all the partners involved with running and managing Sprouts and its independent projects are committed to working together and in a manner that reflects the values and vision of the organization.

We thus ask you to please read over the following points and sign at the bottom to indicate that you are comfortable with our community agreement.

We look forward to working with you!  
The Board of Directors

---

### **Sprouts' Community Agreement**

By signing this document, I, \_\_\_\_\_

- Commit to treating my volunteer commitment at Sprouts with the same seriousness as I would a job
- Commit to arriving to my shift(s) in a timely manner and, if circumstances prevent me from doing so, notifying the appropriate Board Member and using the volunteer Google group to try to find a replacement for my shift.
- Confirm that I am familiar with how to use the Google group as a mode of communication with other volunteers, will read the Sprouts' Volunteer Handbook, and have participated in a volunteer training session
- Agree to respect and value the opinions and views of all community members and fellow volunteers
- Agree to conduct myself in a manner that reflects Sprouts' Vision while participating in any Sprouts-related activities

## **Part 3 – Procedures and Resources**

### **3.1 Store & Café**

#### ***Cash Register Layout***

There are 106 item buttons on the register but it's really not so bad because they're all colour-coded! You've got your pink fruits, then yellow vegetables, baby blue bulk goods, gold taxable snacks, teal non-taxable grocery items, purple dairy case stuff and milks, and brown cafe items. It shouldn't take you too long to familiarize yourself with the location of all the buttons.

#### ***Transactions***

If the item is listed on the register, press the appropriate button. For items that must be weighed (bulk goods, most produce items), place them on the scale before pressing the button. Make sure nothing else is touching the scale, as this will skew the measurements and either over- or under-charge the customer.

Continue adding all of the items a customer wishes to purchase. If you need to remove an item, either press VOID directly after it is entered or use the arrow keys to first select it and then press VOID. To cancel an entire transaction (this happens something when people go to pay and then realize they don't have any cash on them), press CANCEL and then YES.

*If an item is not listed on the keys, you must enter the price manually.* If it is produce that must be weighed, place it on the scale, enter the price per pound, and then press MISC SCALED, on the bottom of the pink section on the left. If it is a non-taxable grocery item sold by the unit, enter the price and then press MISC ITEM. If it is a cafe item (i.e. baked goods), enter the price and press MISC CAFE. For a taxable snack item (chips, chocolate, etc), enter the price and then press MISC SNACK.

Once all the items are entered, press SUBTOTAL.

If the customer is a volunteer or a board member, press % DISC and this will automatically take off their discount.

Enter the amount of cash received, and then press CASH. Give the customer the amount of change shown on the screen.

It is a good idea to keep bills lengthwise across the cash tray while change is being given, in case of any disputes over the amount of change received. The most common example of this is people paying with a \$10, then thinking they'd paid with a \$20 and wondering where the rest of their change is. If the bill is in the cash tray, it can be hard to know. If the bill is sitting right there on top, there is nothing to dispute. Just remember to put the bill into the tray before the next



customer, because if you close the cash drawer with the bill sitting on top it could get stuck in the back and be lost forevermore.

If a customer wishes to purchase an item you are unsure of what to do with or how to ring it into the till, or if a price in the computer doesn't match the price listed on the sign, please let the Katimavik volunteer or a board member know and we'll get things sorted out for you as fast as we are able.

### ***Receipts***

The receipt printer is turned off by default. If a customer wishes to have a copy of their receipt, they must either tell you **BEFORE** you begin the next transaction. You may print a copy by pressing the RECEIPT button on the right, but **ONLY** if the next transaction has not yet begun.

If you accidentally ring in items and then press CASH for them without the items actually being sold, the computer will think that we just received some money and add that to our totals. This can really mess up our accounting at the end of the month. To fix something like this, press REFUND and then enter the item again. Do this for each item that was accidentally entered into the system. Once they've all been entered, you should see on the screen a negative sign followed by the exact amount accidentally entered. Press CASH and you're all done.

If a customer is paying with a **free soup and bread voucher**, press Soup and Bread, SUBTOTAL, and then COUPON. No cash is exchanged. Place the voucher they give you in the far left of the cash drawer. If they are purchasing other items, ring them up in a separate transaction afterwards.

If the customer is a **board member**, and is paying with **board credit**, enter all of the items, press SUBTOTAL, press % DISC, then press BOARD CREDIT as the form of payment. Press the RECIEPT button and make sure that they sign the receipt and then place it in the far left cash drawer. No cash is exchanged. The treasurer will calculate the amount of credit used by each member.

### ***Running Low on Change?***

This happens sometimes. If you've got a few minutes, fill out an AMS Change Request form (there should be some in the cash drawer) detailing the types and amount of change required. Take the form along with an equal amount of bills up to the AMS accounting office on the top floor of the SUB. There are some nice ladies behind the far left counter who will exchange the bills for change. If the store is busy, see if there is a board member around who can do this for you.

### ***Bulk Buyer's Club Membership***

If somebody comes up to you wanting to register for the Bulk Buyer's Club, press the red BULK BUYERS MBRSHIP button on the top row (it costs \$1.00), complete the transaction, and then add their information to the membership lists located under the till. The lists are alphabetical so make sure their name goes on

the right page (by last name)! It is important that we have their all of their correct information (name, email, and phone number).

### ***Signing up for The Sprouts Box***

If somebody comes up to you wanting to register for The Sprouts Box, ask them which size they would like and then press the appropriate button (green buttons top left), complete the transaction, and then add their information to the registration forms located under the till. Make sure you get all of the info asked for and that it is legible, too!

### ***How to Refund a Milk Bottle Deposit:***

Press REFUND → 1.33 → MISC ITEM. If the customer is not buying any other items, press SUBTOTAL then CASH and hand them \$1.33. If they are buying other items, continue to ring in the other items as you normally would; the refund will simply be deducted from their total. Make sure to place the returned bottle in the crate under the produce cart (please separate by size if possible).

### ***Opening and Closing***

Opening and closing will always be done with a board member. There are detailed opening and closing checklists on the bulletin board that must be completed everyday.

### ***Coffee and Tea***

#### ***Making Coffee***

- 9:30 am turn on coffee maker, the water is hot when the ready light is illuminated
- place coffee filter in basket, and place basket under the grinder
- press the button on the grinder to fill the basket
- slide basket into the top of coffee maker
- place open and clean press pot under the basket (the tube can stay in as the coffee brews), press BREW and wait till the pot is filled
- check coffee throughout the day, try to have one brewing before the last pot runs out
- be aware of how much coffee is left at the end of the day – do not brew past 3pm unless there are people who want to drink it (as an attempt to not waste coffee)

#### ***Tea***

- fill press pot with hot water from red spout on coffee maker (green light must be on, or the water will not be hot enough!)
- check frequently, refill as needed

### ***Receiving Orders, Restocking and Product Facing***

It is the responsibility of the openers to restock the store each morning; however it will also be necessary to restock certain items during the day.

Extra produce will be in the walk-in fridge in the kitchen in labelled and dated boxes. Be sure to use the first in/first out method: older products are sold before newly received items. Arrange the oldest items at the front of the display fridge. Eggs, dairy, and extra Happy Planet juices are also in the walk-in fridge in the kitchen. Check the expiration dates but please do not throw out anything that is past the expiration date - board members/volunteers will make good use of it! Grocery, snack and bulk inventory will be stored in the office. Arrange oldest items at the front on the shelves and please “face” the product, when a product has been sold, pull the next products forward.

### ***Tracking Cafe Usage***

We take *milk, cream, butter, and sugar* from the fridge or bulk bins to use for cafe purposes (for coffee etc.). For accounting purposes, it is very important that we keep track of these items each day. So... whenever any of these items is taken, please mark it down on the whiteboard that hangs on the wall behind the counter. At the end of the day, it is part of the closers duties to record these items in a permanent document on the computer in the office, and erase the board.

### ***Compost, Recycling, and Garbage***

Try to minimize what goes into the garbage by being diligent about compost and recycling. *Compost*: organic waste (coffee grinds, food scraps, spoiled produce, paper napkins) goes into the small green bucket by the door. *Recycling*: please separate paper recycling and container recycling. Receptacles are behind the counter.

Please *empty the compost, recycling, and garbage frequently* (dump them into the appropriate bins in the hallway – find the compost bin in the kitchen, recycling bins and garbage cans in the hallway right outside Sprouts).

### ***Cleaning***

If it is quiet in the store, or you are closing, please clean up the store. This means sweeping and/or mopping, wiping tables and counters with hot soapy water, tidying up messes/newspapers, etc, and emptying the compost, garbage, and recycling.

### ***Soup***

*See kitchen training section for more details on these procedures.*

See opening procedures for when to begin heating the soup. One bowl of soup = 1 ½ ladles into our bowls or their container (we don't have takeout containers!).

Soup comes with a piece of bread and pat of butter, unless customer asks otherwise. There will also be tortilla chips to substitute for bread.

### ***Serving Baked Goods***

We serve baked goods on our plates, or the customers (clean) hand! No take-out bags because we don't like waste. Please use tongs to serve the baked goods, and note that, for food safety reasons, *customers may not serve themselves*.

### ***What to do with your stuff***

Please store your belongings under the till or to the left of the till under the coffee station. If there is no space left please store your bags on the metal shelf to the right of the fridge.

### ***Phone***

There is a phone on a shelf under the till. Please answer it! It's nice to use some sort of greeting (good morning etc) that both says "Sprouts" and your name. Answer questions as best you can, or pass them on to a board member if you can't answer their question. Please take messages if necessary and get them to the appropriate person.

### ***Office***

There will generally be a board member in the office who may be doing Sprouts or school work. They are also there to help you, so feel free to ask them if you need something or have questions!

### ***Computer***

Sprouts work will take priority for use of the computer in the office, but feel free to use it if a) no one needs it for Sprouts work, b) it is quiet in the store, and c) there is another volunteer behind the counter. Please sign in as "guest" (no password required), and keep the desktop tidy by deleting any readings/terms papers/etc that you download. Printing is available by donation.

### ***Music***

We want to create an appealing atmosphere, so please feel free to hook up your iPod (or other similar device) to the stereo and play some music. Be kind and respect others' music taste – take turns playing what you like!

## **3.2 Kitchen**

### ***Cooking and Baking Schedule***

Cooking and baking will generally take place on Sunday and Tuesday afternoons. Our Kitchen Co-ordinator and Managers will provide volunteers with specific times and dates of shifts.

### ***Reheating Soup***

- Pull the appropriate hotel pan of soup out of fridge, checking the date and name of the soup if applicable. Make sure that the plastic wrap on the hotel pan is tight and that the green "ready" light is illuminated on the steamer.
- Place the pan in the steamer and turn the dial to 45 minutes. \*Hint --> try lifting the pan into the steamer instead of sliding it, this will ensure that the plastic wrap does not come off and cook into the soup. If the plastic wrap is new and tightly on the hotel pan it will not sink into the pan and collect water.

- Be sure to leave both the dial turned to OFF (not o) and the switch set to OFF (so the switch is not illuminated) when you are done with the steamer.

### ***Sanitizer***

- Rinse all dishes and ensure that no food residue remains, if there is food on the dishes it will be caked on when they come out of the machine.
- For all dishes and everything except hotel pans, dish bins and sheet pans, place the dishes neatly in the plastic trays, use the utensil holder for utensils and place the holder on the plastic tray that does not have any pegs for dishes.
- For hotel pans, dish bins and sheet pans, place the item directly inside the sanitizer and rest it inside the little metal lip. It is possible to do 2 hotel pans at once, if one of them is perpendicularly placed on top of the other. For white plastic buckets it is best to use the flat plastic tray and do one or two at a time.
- Once the item(s) are in place, pull the door of the sanitizer down and it will turn on. About 1 minute later, when the water has stopped, pull the door up and allow the steam to escape. Pull the tray/item(s) out of the sanitizer and allow them to air dry on the counter.
- Make sure that dirty dishes are always on the right side of the sanitizer and clean are always on the left, this way if you leave dishes to be cleaned or you leave them to dry another person in the kitchen will know whether or not they have been sanitized.

### ***Equipment that will be used by Kitchen Volunteers only***

#### ***Ovens (in the Prep Kitchen)***

There is a metal switch that turns the oven on, and a dial that allows you to set it to the desired temperature. The red light will illuminate when the oven is first switched on and it will turn off when the oven is done preheating. Be aware that we are blessed with convection ovens – this means that they cook faster than conventional ovens. To ensure even baking that doesn't burn, plan on rotating pans halfway through cooking and checking for doneness before the recipe dictates.

#### ***Tilting Pot (in the Catering Kitchen)***

Sometimes referred to as “soup cauldrons” or “soup kettles”, we will use “tilting pot” for simplicity, since they are pots that tilt. In your kitchen training you will be shown how to use and clean the tilting pot properly.

#### ***Food Processor***

The food processor has a number of safety features that make it difficult to use.

You will be shown how to use it by experienced Sprouts volunteers so it won't be confusing!

### ***Keeping the Kitchens Clean***

We are very fortunate to be able to use these kitchens and it is our responsibility to maintain cleanliness. Sanitize and put away all utensils, wipe down all counters and clean tilting pots before leaving the prep kitchen. Make sure that everything that you put everything back where you found it and that everything that belongs to Sprouts is put back in the Catering Kitchen or in Sprouts. Please see the following page for a daily checklist for the Catering Kitchen; this is also posted in the kitchen.

*Golden Rule:* Leave it the way you found it: free of equipment and crumbs, ovens off, sinks clean.

## **3.3 Food Safety**

The following procedures and standards will be followed to ensure that Sprouts' food is prepared according to our Food Safety Plan.

- All food will be prepared and cooked in the AMS kitchens, which are Certified Food Safe, and all sanitizing will be done using a commercial machine sanitizer in these kitchens.
- The Kitchen Co-ordinator will be Food Safe Certified and will instruct all volunteers in basic food safety procedures, and supervise all food preparation to ensure that these procedures are adhered to.
- All kitchen volunteers will have their hair tied back and wear clean clothing and/or aprons and closed toed shoes.

### ***Hand Washing***

Proper hand washing must be observed before touching food and utensils and after any possible contamination:

- Avoid touching the sink and faucet as much as possible.
- Wet hands and wrists, work soap into a lather and vigorously rub together all surfaces of hands for 20 seconds. Friction helps remove dirt and micro-organisms.
- Rinse hands thoroughly under a stream of water. Running water carries away dirt and debris.
- Dry hands completely with a clean, dry paper towel and turn off the tap using a paper towel.

## **3.4 Bulk Buying Club**

### ***Usual Procedure***

- Customers consult our distributor's catalogues (online or in the store), and decide what to order
- Orders are placed on paper in the store, and are paid for at the cashier.
- Bulk Buying Coordinator collects orders and passes them on to the Product Coordinator for the weekly order from the distributors.
- Distributors deliver a couple days later and the Bulk Buying Coordinator makes sure all customers get their orders, calling or emailing customers as necessary.
- Customers collect their order from Sprouts, bringing their copy of the receipt as proof of purchase.

### *Volunteer Involvement*

When someone makes a purchase, they bring the completed receipt to the cashier to pay. Cashier must: double check that the receipt is summed correctly, collect payment when the order is placed, sign the receipt, and then place the receipt in the Bulk Buying Coordinators mailbox in the office.

At the beginning of the term, orders will be received by the Product Coordinator and the Bulk Buying Coordinator. Volunteers who have the time can help them out by moving items and checking orders as instructed. As term progresses, regular volunteers may become involved in receiving orders in place of the coordinators.