

Rules and Statutes

Food Forest Family Co-op Governance

Draft Version. May 17, 2025

Definition of Terms:

“Abstention” means-the deliberate decision not to vote either in favor or against a proposal during a formal vote.

AGM: at least once a year (twice) (spring and fall?) The entire membership will come together for two AGM’s per year to present their ideas, receive special acknowledgement, and give a report on the work that has been done since the last AGM.

“Bi-Annual General Meeting” or “AGM” means the democratic meeting of the entire membership.

“Block” means a formal action taken by a member or group to prevent a proposal or motion from being approved or implemented, typically within consensus-based or unanimous decision-making processes.

“Food Sovereignty” means local, democratic, socially just, and ecologically regenerative food systems.

“Democratic Co-op” means a worker co-op run democratically, where decisions are made by consensus vote and power is distributed horizontally.

“Consensus” means nobody in the meeting objects to the proposal.

“Consensus-based decision-making” means the consensus of all members.

“Consent” means a voluntary, informed, and unambiguous agreement to do something or allow something to happen. It must be given freely, without coercion, manipulation, or pressure, and can be withdrawn at any time.

“Cooperative” means the Food Forest Family Cooperative (FFFC).

“Deliberate” means to discuss and debate over a topic in a semi-structured way, which gives everyone the opportunity to be heard.

“Deliberative Democracy” means a type of direct democratic process where individuals are encouraged to deliberate on issues to build consensus before a vote.

“Immediate consensus” means a vote is called with no prior discussion.

“Members” means have met the criteria for membership and gone through the initiation ceremony. Members can participate in any and all monthly governance meetings, the AGM’s, events, and work parties hosted by the organization.

“Monthly Meetings” means monthly governance meetings held to make decisions

“Proposal” means a proposal submitted but a member of the Cooperative.

“Resolution” means binding decision made by attending members' consensus. Resolutions are used to approve, amend, or enact specific actions, policies, or rules including changes to the by-laws themselves.

“Volunteers” means Individuals who show up to public events and work parties but do not have official membership in the organization. These individuals are welcome to attend any public events and work parties hosted by the organization, but are not a part of the organizational governance. Ideas and feedback from volunteers is always welcome.

ADMINISTRATION OF THE COOPERATIVE

Article 1. Interpretation and implementation of the by-laws.

This bylaw supersedes every other governance document in acting as an institutional entity. The by-laws shall be governed and interpreted under the Cooperative Association Act of British Columbia (SBC 1996, c 71).

Article 2. Objects of the Cooperative

The Food Forest Family Co-operative is a worker-governed co-op that seeks to increase food sovereignty across Vancouver Island. The cooperative may:

- Act as a voice for the membership and the community on issue pertaining to its mandate;

- Host and organize activities and events to enhance food sovereignty and collaborate with other local community organizations;
- Advocate on issues and policies that are affecting food systems and food sovereignty;
- Collaborate with other community organizations; and
- Pursue the on-going growth and development of the cooperative.

Article 3. Location of the Cooperative

The Food Forest Family Co-operative is located and operating on Vancouver Island, British Columbia.

Article 5. Financial Schedule

The financial year end of the Cooperative shall be March 31st in each year.

Article 4. Financial Statement.

The Cooperative will provide copies of the annual financial statement and meeting minutes on a publicly available website.

Article 5. Banking Arrangements.

The banking business of the Cooperative shall be transacted at an establishment credited and certified to carry banking business in British Columbia. The banking business shall be transacted by an Executive Director or Executive Directors of the Cooperative, and/or by a secondary person with banking authority

Article 6. Dissolution of the Cooperative.

Upon the dissolution of the cooperative and after the payment of all debts and liabilities, its remaining property shall be distributed or disposed of to the members of the Cooperative.

MEMBERSHIP OF THE COOPERATIVE.

Article 7. Membership Conditions.

There should be one class of members in the Cooperative. Membership is the Cooperative shall be available to persons interested in furthering the Cooperative's purpose and values, specifically:

- Individuals over the age of 18, residing in the mandate area of Vancouver Island, B.C.,
- Individuals committing to a minimum of four hours a week of work with the cooperative (includes governance meetings, and any creative or educational activities hosted by the FFF),
- Individuals who have applied for and been accepted into membership in the Cooperative by resolution of the current members,

Members shall at all times commit to upholding the values and goals of the Cooperative.

Article 8. Membership Dues and Term

Membership is conditional upon a commitment to a minimum of four hours of work per week with the Cooperative. Every new member must complete onboarding training. The term of membership shall be set by the Annual General Meeting.

Article 9. Membership Termination

A membership in the Cooperative is terminated when:

- The member dies or resigns;
- The member is expelled, or their membership is otherwise terminated in accordance with the articles or by-laws; or
- The Cooperative is dissolved.

Subject to the articles, upon any termination of membership, the right of the member, including any rights in the property of the Cooperative, automatically cease to exist.

Article 10. Member Expulsion or Suspension

The Cooperative shall have the full right to expulse or suspend a member based on the following grounds:

- violating any provision of the by-laws or written policies of the Cooperative;
- carrying out any conduct with may be detrimental to the functioning Cooperative;
or
- for conduct that is objectively unbecoming of membership or the mandate of the Association.

Article 11. Member Expulsion or Suspension

In accordance with the preceding paragraph, the Cooperative shall provide fifteen (15) calendar days' notice to the member with reason(s), regarding the proposed suspension or expulsion. The member may make written submission to the Cooperative in response to the notice. This response will be given due consideration by the membership.

Removal shall require a consensus vote of the membership, following an appropriate restorative justice process as outlined in the Cooperative's procedures. The membership's decision shall be final and binding on the member, without any further right of appeal, except those under law.

Article 12. Officers' Authorities and Responsibilities

All officers and members shall:

- act in the best interests of the Cooperative over all other personal or personal interests;
- represent the association in advocacy, outreach and engagement;
- declare, prior to any vote, conflict of interests, either real or perceived at which the Officer or members may assess if the person is required to recuse of the vote;
- shall not allocate or approve funds or activities in which the primary object is to pursue or support a political candidate or political party.

THE ROLE AND RESPONSIBILITIES OF THE FOUNDER.

Article 13. Role of the Founder

The Founder shall not represent or speak on behalf of the Cooperative unless explicitly authorized to do so by the membership through a formal decision.

Article 14. Voting Power

The Founder of the Food Forest Family Co-operative shall hold the same voting rights as all other members, with no additional privileges or powers.

Article 15. Removal or Expulsion

The Founder of the Food Forest Family Co-operative may be removed from the organization in the same manner as any other member. Removal shall require a consensus vote of the membership, following an appropriate restorative justice process as outlined in the Cooperative's procedures. The membership's decision shall be final and binding on the member, without any further right of appeal, except those under law.

ROLE OF THE COOPERATIVE MEMBERS

Article 16. Office Description

The members of the Cooperative may appoint any of the following executive titles and responsibilities:

- Treasurer(s): Upon democratic appointment, the Treasurer shall be responsible for overseeing and managing the Cooperative's finances in accordance with the decisions and directives expressed by the membership during monthly governance meetings.
- Event Planners: Upon democratic appointment, Event Planners shall be responsible for organizing and coordinating events on a case-by-case basis, including the bi-annual Annual General Meetings (AGMs).
- Secretary: Upon democratic appointment, the Secretary shall be the custodian of all books, papers, records, document and other instruments belonging to the Cooperative. The secretary also ensure that meeting minutes and resolutions are publicly available, and sets the agenda at least a week before the meeting.
- Treasurer: Upon democratic appointment, the Treasurer shall be the custodian of all financial information. Any non-routine spending needs to be approved by

the membership as a motion, proposal, or resolution, depending on the amount and nature of the spending. Only the treasurer(s) are permitted to sign checks on behalf of the organization.

- The Founder Representative? The founder of the organization will participate in outreach to discover new potential opportunities for the Food Forest Family and check in regularly with various Food Forest Family projects to ensure work continues to align with our goals and values and that knowledge and resources can be shared appropriately between sites. The founder will also be able to speak publicly on the mission, vision, and values of the organization, but not on behalf of all members.

Article 17. Office term

The officers of the cooperative shall be elected to hold office for a term expiring no later than the second annual meeting of members following the election (2-year mandate).

Article 18. Office Vacancies

An officer should hold office until the earlier of:

- a successor being appointed,
- a resignation,
- a cancellation of membership, or
- death or illness.

If an officer position shall be or become vacant, officers may, by resolution, appoint a person to fill such vacancy.

Article 19. Officers Meeting

Officers shall meet on a regular basis to discuss the affairs of the Cooperative. These meetings shall follow a deliberative process, with an emphasis on reaching decisions through consensus.

MONTHLY MEETINGS OF THE MEMBERSHIP

Article 20. Monthly Meetings

The Cooperative shall hold monthly meetings to discuss and deliberate on matters concerning the Cooperative. These meetings shall follow a deliberative model of governance. A copy of the meeting agenda, along with any resolutions and motions proposed by the Officers, shall be made publicly available to all members at least three (3) days before the meeting.

Article 21. Monthly Meetings Notice and Methods

Notice stating the time and place of each monthly meeting shall be provided to all members no less than two (2) weeks prior to the scheduled meeting date. A reminder notice may be issued no less than three (3) days before the meeting.

Any notice shall be sufficiently given:

- In person
- By telephone
- Posted on social media and the website
- An electronic document

Article 22. Monthly Meeting Location

Meetings of the Monthly Meetings may be held at any place within the Vancouver Island area as determined by the membership.

Article 23. Monthly Meeting Quorum

The quorum will be a simple majority of the membership.

Article 24. Monthly Meeting Voting

At all meetings, every question shall be decided by consensus (see Annex 1).

BI-ANNUAL GENERAL MEETINGS

Article 25. Bi-Annual General Meetings.

The Cooperative shall two (2) Annual General Meetings to discuss and deliberate on matters concerning the Cooperative. These meetings should be held in the Spring and in the Fall. These meetings shall follow a deliberative model of governance. A copy of the meeting agenda, along with any resolutions and motions proposed by the Officers and Members, shall be made publicly available to all members at least one week prior to the meeting.

Article 26. Bi-AGM Notice

Notice stating the time and place of each monthly meeting shall be provided to all members no less than three (3) weeks prior to the scheduled meeting date. A reminder notice may be issued no less than five (5) days before the meeting.

Article 27. Bi-AGM Quorum

The quorum will be a simple majority of the membership.

Article 28. AGM Meeting Voting

At all meetings, every question shall be decided by consensus (see Annex 1).

Article 29. Appointment of Officers.

Any member interested in serving as an Officer of the Cooperative may express their interest in person, by email, or during a regular meeting. Members may also be invited to express interest in Officer positions during the Bi-Annual General Meetings. A call for Nomination shall occur during an AGM when a position becomes available. All members in good standing are eligible to volunteer for Officer positions. Members may submit their names for consideration in response to the call for nominations. The (self-) nomination shall be supported by a member in good standing.

- *Single vacancy, one volunteer.* If there is only one Officer position available, the volunteering member can be acclaimed by the Assembly unless there is opposition.

- *Single vacancy, several volunteers:* If there is only one Officer position available, the volunteering member who received the highest number of votes in a secret ballot shall be appointed to the position.
- *Multiple vacancy, one volunteer per open position:* If multiple Officer positions are available, the volunteering members may be appointed as a slate to collectively fulfill the required responsibilities.
- *Multiple vacancy, similar volunteering interests:* In the event that multiple Officer positions are available and several members volunteer for the same role, the Assembly shall proceed with the selection on a position-by-position basis. Each Officer role shall be filled individually through a vote by the membership. Where appropriate and with the consent of the Assembly, volunteering members may also be appointed collectively as a team to fulfill the required responsibilities

Article 30. Cooperative Working Committees

The membership may, from time to time, establish committees or other advisory bodies as deemed necessary or appropriate to fulfill the objectives and purposes of the Cooperative. Each committee may develop its own rules of procedure, subject to approval by the membership. All committee members must be members in good standing of the Cooperative. Committee members may be removed in accordance with the procedures outlined in these Articles or By-laws. All committees shall provide a summary of their activities and a financial report on a monthly basis, as well as during the bi-annual General Meetings.

Article 31. Amendment of Foundational documents.

Any amendments to the founding organizational documents or other membership-controlled files shall require the consent of the membership. Such changes may only be approved through a vote in which a two-third majority of members present at a duly convened Bi-annual general meeting are in favour, unless otherwise specified in these by-laws.

DEMOCRATIC GOVERNANCE

Article 32. Democratic Procedures.

All meetings adopt a consensus voting procedure. In accordance with democratic procedures, any member can propose a motion, a proposal, or a resolution.

- A Motion is a specific and relatively simple decision that may be introduced at any time during the governance process, provided it is relevant to the ongoing discussion and falls below the threshold of a proposal. A motion shall trigger an immediate consensus vote.
- A Proposal may be introduced at any meeting, provided it has been added to the agenda by the established deadline at least three (3) days before the meeting. Proposals are mid-level decisions that require deliberation by the membership.
- A Resolution may be introduced at General Assembly Meeting, provided that it has been added to the agenda by the established deadline at least five (5) days before the meeting. Resolutions represent high-level or serious decisions requiring thorough deliberation and consensus from the membership.

Article 33. Democratic Voting Procedures.

Once a discussion has been completed and the membership is ready to move forward with a decision, the matter shall proceed to a consensus vote. Members will indicate their stance by choosing one of the following options:

- **Consent:** "I support this action."
- **Disagree:** "I disagree with this action."
- **Abstain:** "I abstain from this action."
- **Block:** "I block this action."

In the event a motion or resolution is blocked, the consensus-building process shall resume. The member(s) who blocked the action shall provide an explanation and propose an alternative solution to the group. The process shall return to stage 2 of the consensus process for further deliberation. The decision-making cycle may continue, and the group may choose to revisit the matter after the allotted time has passed through an immediate consensus vote. The issue shall be deliberated at the next

reasonable opportunity, as determined by the group, either at the next scheduled governance meeting or sooner if the issue is deemed time sensitive.

DISPUTE RESOLUTION

Article 34. Respect

The Cooperative values respect and active listening in all discussions. To support this, members shall respect the Willow Branch of Abundance, which may be passed around during meetings to facilitate focused conversation. The Willow Branch serves as a tool to help members reconnect with the Cooperative's core values, inspirations, and roots (the Way of the Willow).

Article 35. Mediation and Arbitration through Restorative Justice

Disputes or controversies arising among members and officers shall, whenever possible, be resolved through mediation, arbitration, and restorative justice practices, in alignment with the Cooperative's values and procedures:

Restorative justice circles shall take place during regular governance meetings unless:

- The meeting agenda is already full, or
- The parties seeking restoration request a smaller group process at a separate time.

In such cases, an alternate time or day for the restorative justice circle will be scheduled as soon as possible. Requests for a restorative justice circle must be made in the same manner as any other agenda item request, submitted to the individual responsible for creating the agenda. Restorative justice circles should only be requested if prior attempts at direct resolution have failed.

The restorative justice circle will follow a structured process:

- **Stage 1:** The accusation is made public to the group, and the accused has the opportunity to respond.

- **Stage 2:** Members of the group share their thoughts on how the incident has impacted them, what they believe could restore the situation, and their perspectives on the matter.
- **Stage 3:** Members will work together to find a reasonable level of agreement on restorative actions.

If no reasonable restorative action can be agreed upon, members may resolve to remove the offending member from the organization.

Any member may be removed from the organization following a restorative justice circle if the membership deems it necessary. Members are entitled to participate in a restorative justice circle before a vote on their removal, except in the following circumstances:

- If the member has been legally tried and convicted of the offense, or
- If there are legitimate concerns regarding the safety and well-being of the membership in hosting a restorative justice circle.

A resolution to terminate a member's membership must pass through consensus before removal from the organization can take place.

Upon voluntarily leaving the Food Forest Family Co-operative, the remaining members shall prepare a gift basket for the departing member to assist in their transition outside of the organization. This gesture is meant to support the member's continued journey independently and can also be extended to members who have been requested to leave, at the discretion of the membership.

Article 36. Financial Misuse

Any financial misuse or corrupt activities within the Cooperative shall be addressed through the restorative justice process, unless the violation is so egregious that it meets the threshold for legal action. Following the completion of either internal or external justice processes, the offending member may be removed from the organization by a consensus vote.

Article 37. Criminal Acts

In the case of illegal acts committed by a member, the victim(s) will be encouraged to pursue legal action through the appropriate legal system, either instead of or in addition to the internal restorative justice process.

Annex 1. Types of decisions.

The list is too specific, you may want to offer broader guidelines.

Decisions that require consensus:	- large spending decisions (outside of the previously established org. Spending) - New members added - New guilds to establish - Partnership decisions - Removal of a member
Clarifying decisions:	- any smaller details regarding a decision that was already given consensus
Decisions that require consulting with other members: what do you mean by consulting? It requires consulting but not voting?	- pest and disease problems (that you have not already learned how to deal with) - Pruning - Removing a plant - Introducing a new plant to the system
Decisions made independently:	- what to do with your share of the abundance (strongly encouraged not to sell) - Plant management that you are already familiar with

	- Navigating a task you agreed to do (decide how you think is best but consulting is always an option if you seek support)
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Annex 2: The Identity of the Organization.

Values of the Food Forest Family Co-operative

Solidarity: Standing up for our fellow humans with the conviction that all people are created equal and that each of us has value to offer. The Food Forest Family is fully committed to shared governance and deliberative democracy where everyone affected can be heard and diversity is embraced and protected.

Peace: A commitment to justice and security for all through strictly non-violent means. Building equitable and sustainable food systems that support harmony and shared thriving, to offer ethical food supply chain alternatives to the community.

Love and Caring for Others: **Guided by love**, we show compassion to our community and ourselves understanding our prosperity as interconnected and seeking to contribute towards our shared well-being. **Guided by caring** we see all members as fully human, deserving of dignity and compassion, assuming trust, practicing generosity, and solving challenges that arise through restorative justice.

Life: A profound respect for and appreciation of all life. With this value, we strongly support the idea of humans as stewards of land and keystone species for a future of shared prosperity.

Democracy: A consensus-based deliberative democracy that facilitates effective decision-making through a commitment to common values, lifelong learning, and expanding empathy through shared stories.

Teamwork: Communicate in respectful ways, hold yourself and others accountable, practice humility, pursue continuous learning, connect with the organizational values, remember we are not each other's enemy, and we are in this together!

Strategic Goals of the Food Forest Family Co-operative

Resilient Food Sovereignty: A Vancouver Island where we are empowered to own and control our food resources.

Nurture our Environment: Thriving and resilient Vancouver Island ecosystems with abundant biodiversity, stewarded by connected communities.

Community Kinship: Vancouver Island communities that are interconnected and mutually supportive, guided by the ethics of care and shared prosperity. Nurturing meaningful connections through creative expression, inspiring work, and equal power relations.

Nurture Holistic Health: Contributing to community health through low-barrier access to fresh, non-toxic, and nutritionally diverse foods, low-barrier access to herbal and natural medicines.

Empowerment: Providing educational and training opportunities related to creating food abundance, ecosystem stewardship, holistic wellness, and the practice of shared governance.

Transformational Democracy: A functional and vibrant voluntary membership-based cooperative accountable to shared values. Decisions are made through consensus-based democratic practices and members share the harvests equally.