**SECONDARY RULES**

Background Notes:

What are Secondary Rules? Whilst our “Articles of Association” is Organiclea’s official governing document, it is very much the formal legal one. The Secondary Rules is meant to be a more descriptive framework for how we actually operate on the ground.

It’s supposed to be the one document you’ll read! Summarising and pointing to the more detailed policy documents, and also covering ways of working that have been agreed by us collectively, but are not enshrined in Policy documents.

Organiclea Community Growers Workers’ Cooperative

Community Interest Company number 5135926

**Preamble**

These secondary rules have been established in accordance with Article 89 of Organiclea’s governing Articles in order to direct the management, conduct and proceedings of the co-op. Changes to these Secondary Rules may be made by a directors’ meeting where 75% of directors are present.

1. **Organiclea’s Vision, Mission, Aims & Objectives**

1.1 Our vision is of a socially and environmentally just food system where the means of production and distribution, including [access to land, seed and water](http://www.organiclea.org.uk/about/vision/#land) are controlled not by markets or corporations but by the people themselves. We are working to create [just production and trading systems](http://www.organiclea.org.uk/about/vision/#trade) that provide a fair income to food producers and guarantee the rights of communities to access healthy and nutritious food produced using [ecologically sound and sustainable methods](http://www.organiclea.org.uk/about/vision/#sustain), a food system existing in a wider context of [social justice](http://www.organiclea.org.uk/about/vision/#justice). A further elaboration of this vision can be found on our website.

**1.2 Organiclea’s Mission Statement:** We produce and distribute food and plants locally, and inspire and support others to do the same. With a workers’ cooperative at our core, we bring people together to take action towards a more just and sustainable society.

1.3 Our Mission Statement is broken down into our following Four Aims:

Aim 1: Improve the local food economy: increase access to sustainably grown local food through equitable systems of production and distribution

Aim 2: Build community resilience: inspire and support reconnection with the land, food and each other

Aim 3: Work co-operatively: in our relationships with others, and internally, thereby creating meaningful livelihoods together; modelling cooperative ways of working; and supporting mutual aid in wider society.

Aim 4: Be the instrument of wider change: through the connection between local food and global justice

The Aims may be used to set measurable Objectives, for the purposes of Strategic Planning and Monitoring & Review Procedure

1.4 We seek to embody our vision, mission and aims, through our operations, and also our trading activities, procurement, volunteering practices, service provision, partnership working and consultative procedures. Our Ethical & Environmental Policy provides a more detailed guide to this.

1. **Structure of the Cooperative**

2.1 The Organiclea Structure Diagram shows how the coop is structured.

2.2 Directors meet in Branch Meetings, which take place every six to eight weeks. Probationary members who are not Directors are also expected to attend. Here strategic policy and finances are discussed and approved; and coop officers and standing committees elected.

The officers are: Chair, Treasurer and Secretary. The latter is not elected but appointed by the Directors after the AGM.

2.3 In between Branch Meetings, the cooperative is governed by Nodes and Spurs.

Currently the Nodes are: Production; Distribution; Training, Volunteering & Outreach (TVO); Finance, plus a cross-Node Fundraising Forum. The Spurs are People & Policies (P & P) and Strategy & Secretariat (S & S).

2.4 Membership of Nodes

There will be a minimum of 2 members per Node. The Terms Of Reference for each Node will specify how this minimum can be populated, based on the roles, skills and representation from other Nodes as required.

2.5 Spur Elections

Nodes nominate delegates to serve on the People & Policies Spur and the Strategy & Secretariat Spur. The number of delegates from each Node is to be set by the Coop according to size and significance of Node. Node delegates/ reps stand for re-election every 2 years.

Node reps can stand for re-election once, then must stand down. This does not prevent them from standing for re-election as rep from another Node, or standing again for the same Node 2 years later. In specific cases, e.g. where Nodes contain only one member for whom the Node represents their functional work area, the re-election rule can be waived.

2.6 To ensure continuity and skill cascading on the Spurs, elections should be “rolling”, with election for half the Spur members one year and the other half the following year.

If a Node rep in a Spur stands down from the role, for whatever reason, in between Annual General Meetings, the coop will appoint an acting rep at a Branch Meeting.

2.7 Election Process

Before election time (which shall be at the Annual General Meeting) each Node which needs to elect new delegates to the Spurs will ask its members to make known their interest in serving as Node rep, and will undertake a skills audit, using the Person Specification for the Spur in question.

The Node seeks to gain a consensus on selection of members to the Spurs. If it cannot reach consensus, a vote is undertaken. If the Node contains an even number of members, an additional coop member may be invited to take part in the vote.

The delegates proposed by each Node are elected to the Spurs by being nominated and seconded at the Annual General Meeting.

2.8 Each Node has a Terms of Reference document laying out in full their Powers, Purpose, Limits to Powers, Decision Making, Membership, Remuneration, Structural Changes and Cessation.

2.9 Workplace Meetings

Other meetings that take place between coop members include ad hoc working meetings and regular workplace meetings e.g. the Hawkwood Weekly and Daily Meetings. These function to share information and develop ideas, and make day-to-day, minor, operational decisions. Policy and Strategic Decisions, and those with significant financial implications, should be channelled from these meetings through the Node and Branch meeting processes.

2.10 All-Coop Gatherings

In addition to Branch meetings and the AGM, there will be several gatherings of the whole coop per year. These can include training and skillshares, visioning and strategy sessions, work days for Organiclea, visits to other projects, social gatherings and celebrations. It will be decided on a case-by-case basis whether attendance is optional or intended for full co-op participation, and whether invitations are extended outside the co-op.

**3. Cooperative Principles & Surplus**

3.1 Organiclea is a workers’ co-operative. This is a deliberative form of business organisation where activities are managed by the workers directly without separate managers, owners, or

bosses. International Cooperative Alliance’s Seven Cooperative Principles lay out core principles of cooperatives.

3.2 Organiclea is a non-profit making enterprise. Surplus is reinvested within the project, or in support of other co-ops or not-for-profit organisations with similar aims. We seek to provide a living wage for work undertaken and to ensure the long-term viability of our organisation.

**4. Cooperative Membership**

4.1 Membership requirements

Organiclea workers’ cooperative is open to new members. Members may participate in the co-op in both a paid and unpaid capacity. For the latter there should be a commitment to developing livelihood opportunities within the cooperative and/or to participating in ad-hoc paid funded work as it is made available to the co-op, or deemed desirable by the co-op.

### All members are expected to carry out the roles and responsibilities and commitments outlined in their Role Description which will incorporate rights & responsibilities laid out in the Co-operative Member Job Description, and in these secondary rules. An Appraisal Process will be used on an annual basis to allow members to give support to each other in reviewing and evaluating their respective roles and contribution to the co-op’s work. (see Appraisal & Support Procedure). Any concerns relating to a member’s performance in relation to co-op responsibilities can be dealt with through the capability procedure.

NB. It is not necessary to become a co-op member to take part in the co-op’s activities, as there are other ways to become actively involved.

4.2 New members

The process of engaging new members will be handled by the People & Policies Spur.

New probationary members will enter the co-op through one of the following routes:

a)Recruitment to paid work

People who are recruited and appointed by the co-op as employees for paid work of 8 hours or more per week are normally expected to become members of the co-op, and this will be made clear in the recruitment process. On appointment the worker becomes a probationary member of the co-op, and this is recorded at the next directors’ meeting.

b) Volunteer/occasional work route

People who have made a commitment to the co-op’s work by volunteering or doing paid work for an average of 8 hours per week over a six month period may apply to join the co-op. It is expected that during this period they will have expressed an interest in joining; and therefore the People & Policies Spur will have had the opportunity to ensure the applicant is fully informed as to the process and requirements, and assessed what the coop’s needs are, ie. What roles need filling or skills need to be brought in.

 They will be asked to demonstrate in writing:

* how they fulfil the membership criteria, ie voluntary commitment already undertaken
* how their role has developed over the 6 months, with an increase in responsibility and involvement
* that they have a defined role in their project, or are developing a new role with project agreement
* how they feel they are able to meet the requirements of the member job description
* why they are interested in joining the co-op
* what they can contribute in terms of new skills or perspectives

The People & Policies Spur will appoint a panel consisting of at least 2 members, at least one of whom is from the relevant Node. They will assess the application and if necessary meet with the applicant to discuss any issues, then make a recommendation to the co-op as to whether the applicant’s probationary membership should be agreed at the next co-op meeting. It is expected that the volunteer will continue to contribute an average of 8 hours per week during the probationary period.

c) Co-option route

An individual may be co-opted to join the coop where a Node or the whole coop identify a particular role, skill or perspective gap in the coop. Normally the criteria and process would be the same as for route b) but at the discretion of the coop the 6 month criteria would be waived.

Probationary members are expected to attend relevant meetings and play a part in the organisation of the co-op, though technically do not have voting rights should voting be required for decision-making.

Probationary members should be fully inducted in work place systems, e.g. filing, cleaning, locking up etc.

Prospective members are those who are carrying out regular work for the coop, have expressed an interest in joining and are working towards becoming a probationary member. They are encouraged to attend relevant meetings and play a part in the organisation of the co-op, though technically do not have voting rights should voting be required for decision-making.

# 4.3 Progress to full membership

Probationary membership normally lasts for seven months: the Probationary Review Procedure outlines the probationary process.

 New full members will be appointed as members of a Node/s, with full voting rights and become a director.

4.4 Co-op obligations in relation to new members (both probationary and full):

New members should be made aware of their rights and benefits, and be provided with, or signposted to relevant documents relating to the co-op, including the following policy and procedure documents:

Organiclea’s website www.organiclea.org.uk

Artices of Association

ICA Cooperative Principles

Secondary Rules

Code of Cooperative & Respectful Behaviour

Consensus Decision Making Process (Seeds for Change)

Appraisal & Support Procedure

Data Protection, Subject Access and Data Breach Policies

Enquiries Procedure

Ethical and Environmental policy

Exit Interview & Procedure

Volunteer policy

Equality and Diversity policy

Ex-Offenders Policy

Finance Policy

Member Loans & Bicycle Hire policy

Reserves Policy

Health and safety policy

Probationary Review Procedure

Purchasing Policy

Plastics & Packaging statement

Quality, Document Retention and Prevent Policies (Adult Learning)

Recruitment policy

Research Proposals Process

Leave and Sabbatical Policy

Safeguarding children and vulnerable adults policy

Whistleblowing Policy

Grievance procedures

Mediation process

Organiclea Kitchen Culture

Hire of Hawkwood Policy

Co-op Member and Director Role Description & Person Specification

Responsibility for this rests with the People & Policies Spur.

4.5 Appraisal & Support

Members receive input, feedback and support for their work through: Branch and Node meetings; all-Coop gatherings; and workplace meetings. Additionally, they are allocated two “buddies” from the coop, one of which is someone they work closely with, and one they don’t. The buddies work with the member to carry out their annual Appraisal, as laid out in the Appraisal and Support Procedure, and carry out more informal “check-ins”, which are recommended to take place every quarter. Buddies ensure action points from Appraisals and check-ins are taken forward to the relevant Node.

4.6 Exit Interview

When it is clear that cooperative membership is about to cease, either through the role ceasing, the employment terminating, the member leaving, or other reasons, the member will be encouraged to undertake an Exit Interview, as laid out in the Exit Interview Procedure and Template.

4.7 Honorary Membership

4.7.1 A full member who has ceased to be a member for any reason other than Disciplinary Proceedings may be elected an *Honorary Member.* In exceptional circumstances, as deemed by the co-operative, honorary membership may also be open to people who have not previously been full co-op members, but fulfil the other criteria outlined below.

4.7.2 For a person to become an Honorary Member, they must be:

1. Nominated and seconded by two full members to People & Policies Spur who will make a proposal to the Branch meeting;
2. Nominated on the basis that they have performed “outstanding service” to OrganicLea for a minimum of two years (this period may include voluntary service and probationary period, and this requirement can be waived in exceptional circumstances), and that there are no credible allegations of misconduct, or other reputational risk to the coop, present or future;
3. Approved by consensus by all members at a Branch meeting;
4. Seeking to maintain a working relationship with the coop;
5. Accepting of the invitation to become an Honorary member.

4.7.3 Honorary members may be conferred with some of the rights and responsibilities of coop membership, as deemed appropriate by the coop (e.g. OrganicLea email address; Hawkwood keyholder status).

4.7.4 Honorary members do not have voting rights but may be invited by the coop or Nodes to contribute to processes in an advisory or facilitatory capacity.

4.7.5 The Secretary will keep an up-to-date record of all Honorary Members.

4.7.6 Honorary members will be invited to attend a minimum of one all coop gathering or coop social event per year.

4.7.7 Honorary membership status will be withdrawn if:

1. The Honorary member resigns in writing;
2. The Honorary member is found, either during their period of honorary membership or previous period of membership/ voluntary service, to have committed gross misconduct; acted in such a way as to bring OrganicLea into disrepute; publicly renounced the Vision, Mission, Aims or Objectives of OrganicLea: and that the coop consequently votes to end the Honorary membership at a Branch meeting.
3. They have not been in contact with OrganicLea for three years or more, and it is held that they no longer have any connection to OrganicLea, and that the coop consequently votes to end the Honorary membership at a Branch meeting.
4. the Coop, for reasons deemed to be in the best interest of Organiclea, votes to end the Honorary Membership at a Branch meeting.

4.8 Sessional Workers

Non coop workers carrying out regular paid work for the coop are allocated a “link worker” within the coop, who will keep them updated with relevant info relating to their work, and ensure they are fully informed and supported.

# 5. Paid employment within the co-op

5.1 Allocation

The co-op operates a Recruitment Policy, which governs all allocations of paid work.

5.2 Pay and benefits

Where resources allow, the co-op aspires to a rate of pay proportionate to rates at similar community gardening posts in the London area. Except in extraordinary circumstances, as defined by the co-op, all co-op work will be carried out at the set rate of pay. We will support training and qualification for members. Employee contracts will set out details of relevant benefits such as holiday and sickness pay.

5.3 Volunteers

Organiclea values the contribution of volunteers within the co-op and throughout its projects. Our Volunteer Policy outlines the opportunities, rights, and responsibilities which volunteers with Organiclea can expect. All co-op members are expected to work with volunteers and relevant training will be provided where deemed necessary. Volunteers will be given information about how the co-op works and opportunities to be more involved in its activities.

**6. Cooperative Meetings**

* 1. Provision and Procedure for Branch meetings, Annual General Meetings and Special General Meetings is outlined in the Articles of Association 17- 54.
	2. Board of Director meetings, also known as “Branch meetings” for the general running of the co-op, are held every 6-8 weeks. As set out in the Coop’s Articles of Association Article 75, the quorum necessary for the transaction of business at these meetings is 50% of the Directors, but with a minimum of 3 Directors.
	3. Team meetings also known as ''Node'' meetings and People and Policy /Strategy and Secretariat meetings also known as '' Spur'' meetings are held as often as deemed necessary by the Node and Spur, however a minimum occurrence may be set out in the Node’s or Spur's Terms of Reference, to ensure they participate in the coop decision-making process. Meetings may also be by electronic means: provided all members wishing to participate by such means are able to do so and are able to communicate with each other at all times.
	4. The proceedings of Node and Spur meetings are to be reported to the Branch meeting. Node and Spur meetings may make decisions on affairs relating to the work of the Node or Spur, but issues of direct importance to the co-op as a whole should be taken, as a proposal or item for discussion, to the Branch meeting. The Branch may open for discussion decisions made at Node and Spur meetings if it is deemed that they are of direct importance to the co-op as a whole.
	5. It is the responsibility of the Nodes, guided by the Spur reps in the Node, to ensure their meetings are synchronised with the Branch meetings so that they participate fully in the Branch and Node process.
	6. Branch, Spur and Node meetings are all bound by the same Standing Orders as outlined below, and are both hereafter referred to under the generic term “meetings”.
	7. Meetings are an essential part of co-op work. Node meetings are part of paid workers’ role, but there is an option of 2 hours pay at the co-op rate for Branch meetings.
	8. For Branch meetings, the elected Co-op Chair co-facilitates with another member who steps forward to do this for two consecutive meetings, and a note taker is appointed at each meeting. For other meetings, the roles of facilitator and note taker are rotated each meeting, usually in alphabetical order, with the note taker from the previous meeting facilitating the subsequent meeting. If the previous note taker is absent a facilitator is appointed by the meeting.
	9. Notes from the meeting shall be circulated electronically to all members, by the note taker in question, no more than one week after the meeting.
	10. The date of the next meeting shall be agreed at the meeting, and notification given to all members with the meeting notes. If, for whatever reason, the date of the next meeting has to be changed, the change of date must be circulated at least five days in advance of the cancelled and rescheduled meetings.
	11. The facilitator of each Branch meeting shall invite Agenda items for it to be identified two weeks before the meeting, and circulate the Agenda and papers one week before the meeting.
	12. Apologies for absence from co-op members shall be taken at the start of each meeting.
	13. Members who are absent from a meeting may, by a proxy member, voice an opinion, and cast a vote if voting takes place, on any or all of the items on the Agenda.
	14. An absence of two consecutive meetings without apologies, or an absence of over 50% of meetings over a six-month period with apologies but without prior consent or extraordinary circumstances, may be held by the co-op to be grounds for moving towards Grievance procedure.
	15. Decisions are to be made by consensus. By consensus is meant a situation where all members participating in the meeting are in agreement on an issue, or where those not in agreement agree not to maintain an objection. See Consensus Decision Making Process. The co-op will undertake to provide members with consensus decision making training as required.
	16. The steps illustrated in the “Consensus Flow Chart” in the Consensus Decision Making Process are not expected to all take place at one meeting, but rather through a process of discussion and meetings , culminating in a Proposal being brought to the Node/Branch. To this end, all agenda items brought to Node/Branch meetings should be identified as “Update” (information sharing, no decisions required); “Discussion” (an issue for exploration in order to collect ideas and move towards a proposal); and “Proposal, a carefully worded proposition to the coop. The appropriate template is to be used.
	17. Probationary members are expected to attend meetings and play a full and active part in them. In the absence of consensus, however, only full members may vote.
	18. Volunteers and sessional workers, and any such person as the co-op wish to invite, in an advisory or observational role, may attend the Branch or Node meetings. Members of the public who wish to attend should contact the co-op in advance, and be granted permission unless their attendance is deemed inappropriate. Meeting attendees who are not full or probationary co-op members do not have the right to speak or vote at a meeting, but may speak by request/with the permission of, the co-op/ Node. The Branch and Node Terms of Reference lay out precise voting/ speaking/ attendance rights for different individuals.

**7. Managing Ourselves**
7.1 Nodes are responsible for the day-to-day management of Organiclea's operations, and this includes the co-management and support of workers and volunteers involved in the Node's work. We have clear and fair grievance and disciplinary policies and procedures, but the aim is that we rarely should need to use them. Everyday issues of work performance, behaviour or interpersonal conflict should be dealt with directly between individual members or within the Node, starting with discreet, supportive and honest personal communication. If not resolved, a member of the People & Policies Spur can be called on for support to agree a process for resolving the conflict - this can include mediation if deemed appropriate (see separate Mediation Process) or measures to manage the performance or conduct, which are not formal action, but are recorded in case evidence is required later. If none of this works then formal Grievance or Disciplinary process is the last resort (except in cases of alleged gross misconduct, which go straight to Disciplinary Procedure).

*Agreed at Organiclea Hub Meeeting 19 May 2014*

*Updated 7 November 2016*

*Amended and agreed by the Co-operative May 2018*

*Updated by the Co-operative September 2018*

*Updated by the Co-operative February 2020*