

# CANADIAN ORGANIC GROWERS

## CHAPTER HANDBOOK

January 2006

**Canadian Organic Growers** 

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# 1. Canadian Organic Growers

## ***1.1 Introduction***

The purpose of this handbook is two-fold. First, to assist COG members who are planning to start a COG Chapter by providing the information they need to officially create their Chapter; and two, to inform existing COG Chapters of the requirements to maintain an active COG Chapter status.

We hope this handbook will help you with your valuable work of promoting organic growing in order to build healthy local communities and ecosystems.

If there is additional information you would like or want to discuss the contents of the handbook, please contact your regional representative or the COG National Office.

## ***1.2 COG Mission Statement, Aims and Objectives, Goals and Mandates***

### Mission Statement

Canadian Organic Growers promotes organic growing in order to build healthy local communities and ecosystems.

All chapters must have the same mission statement.

### Aims and Objectives:

- To conduct research into alternatives to chemical and energy-intensive food growing practices, and to give support, by providing a resource base and a forum, to all farmers and food growers interested in such alternatives;
- To foster the goals of a decentralized, bio-regionally based food system which cuts transportation costs, bolsters local marketing systems and economics, and promotes greater regional food self-reliance;
- To endorse practices which promote and maintain long term soil fertility, reduce fossil fuel use, reduce pollution, recycle waste, and conserve non-renewable resources;
- To assist the farmer, gardener, food processor, and consumer, through education and demonstration, to better understand the value and integrity of organic foods.

## Goals and Mandates

- To work toward a decentralized, bio-regionally based food system, which cuts transportation costs, builds local marketing structures, supports community development, and promotes regional self-reliance in wholesome fresh food;
- To assist farmers and gardeners in developing sustainable practices of soil building and cultivation through education and demonstration;
- To network among the many elements of the organic sector in Canada and the globe to identify needs and support their fulfillment;
- To stimulate and support research and development in the area of sustainable food production;
- To promote the benefits of organic production and consumption to the general public;
- To represent and promote the Organic Sector to government and non-government organizations locally, nationally and internationally.

### **1.2 History of COG**

Founded in 1975 by Peter McQueen, the organization was first known as The Organic Gardeners and Farmers Association. Between 1975 and 1978 membership grew from 54 to 290 and the name was changed to Canadian Organic Growers. Since 1978, membership has grown steadily to over 2000 members. Over the years COG has developed into a lead voice within the organic sector, and has helped create other organizations to fill voids within the organic community. COG is best known for its development of well-respected educational resources like the Organic Field Crop Handbook, the Organic Livestock Handbook and the Transition Handbook. COG publishes Canada's only organic magazine quarterly - *The Canadian Organic Grower (TCOG)*. For the full history of COG please read the 20th anniversary copy of *Cognition*, fall 1995, available from our library.

### **1.3 COG structure**

COG is a non-profit charitable organization. It is made up of a volunteer board of 8-14 members consisting of the President, Vice President, Treasurer, Secretary,

5 regional chapter representatives and up to 4 members at large. (The geographical boundaries for the 5 regional chapter reps are determined by the Board.)

COG has an Executive Director (ED) who carries out the mandate of the organization, under direction of the Board. Chapters are represented on the board through their Regional Representative. Staff report to the ED.

COG's membership is based in Canada (across all provinces and territories), but COG has subscribers in the US and overseas. Many of the Canadian members fall within the jurisdiction of local Chapters.

## 2. COG Chapters

### ***2.1 What do COG chapters do?***

COG Chapters are the national organization's main vehicle for networking and activity at the local, grassroots level. Chapters work within their defined boundaries to carry out the mandate of COG, with financial and organizational support from COG national. Chapters also bring the voice of their members and communities to the COG national forum through their representation on the Board of Directors.

COG Chapters carry out a variety of activities, and each chapter focuses its energy and resources on what their local members want to do – so long as they deliver COG's national mandate. Most chapters issue a newsletter, and hold meetings with their members. Examples of Chapter activities can be found in Appendix E.

COG Chapters have no legal status except through the national organization. This means that COG Chapters do not have to make annual financial and society reports to the government (although they do have to file financial reports to the national office). They do not have to make a separate application for charitable tax status but rather can take advantage of the national charitable tax number, and they do not have to worry about tracking membership renewal dates although many chapters help to ensure that chapter members renew on time. However, it is important that Chapter and national activities are well coordinated.

If a COG Chapter decides to incorporate (with or without charitable status) it becomes an autonomous organization distinct from Canadian Organic Growers,

with its own board of directors. In this case, the old COG Chapter is deemed to have seceded from COG and its assets remain those of COG.

## **2.2 Chapter member benefits**

All Chapter members must be current COG members and will receive the benefits of membership to COG which include:

- Subscription to *The Canadian Organic Grower*;
- Monthly e-newsletter;
- Discounts on COG publications;
- Free access to COG's resource lending library; and,
- Member voting privileges at the national and chapter annual general meetings.

In addition, COG members who are in a Chapter receive the additional benefits of Chapter membership, which include the option to participate in Chapter activities, events, and to access information that the Chapter provides. One of the most important benefits of Chapter membership is local activism in the organic movement.

## **2.3 How do chapters operate?**

Chapters function under the direction of an elected steering committee. A Chair, Treasurer, Secretary, and Chapter Representative are elected annually at the chapter annual general meeting (AGM). Other positions to the steering committee can be added as appropriate. The steering committee and members of the Chapter must be current members of COG. Chapter projects and activities can be coordinated by the steering committee, and/or through voluntary coordinating committees which report to the steering committee.

COG Chapters are financially supported by member fees and donations. Currently, 40% of chapter member fees and donations are remitted back to the Chapter (the other 60% supports COG National) to be used by the Chapter for local activities, events, and operating expenses. Each chapter receives fees from members who fall within the chapter boundaries which are established at the time the chapter is set up. Chapters must submit a list of postal codes that fall within their proposed boundaries to the national office. The national office works with existing chapters to ensure that there is no overlap in boundaries. If there is a dispute about boundaries or if a new chapter wants to form within an existing chapter's boundaries, the national board of directors can make a decision to redefine an existing Chapter's boundaries to accommodate a new chapter. The Chapter share is determined from time to time by the national board of directors.

Chapters can supplement this income by their own fundraising activities, but these activities must be done in consultation with the National office staff and the Executive Director will ensure that any fundraising will cover additional costs to the national office.

### ***2.3 Active chapter requirements***

To gain official COG Chapter status, Chapters (name must start with “Canadian Organic Growers”) must develop:

1. Date for Annual General Meeting
2. Elect steering committee with at least the following positions:
  - 2.1.1. Chair
  - 2.1.2. Treasurer
  - 2.1.3. Membership secretary
  - 2.1.4. Chapter Representative (who acts as the liaison with other chapters within the region)
3. Defined geographic boundaries listing the postal codes which are included
4. Review COG By-laws (available on the website)
5. Establish a Chapter bank account
6. Annual financial statements submitted to COG National office by January 31st of each year (see below for details)
7. Annual projected budget and work plan forecasting expenditures and activities for the upcoming year by October 31st of each year
8. Annual report describing activities submitted to COG National office by January 31st of each year

The first five activities must be accomplished by the end of the initial Chapter formation meeting, and the relevant information is required in the Chapter Application form (see Appendix). Once the Chapter has been accepted by the National Board (by 2/3 majority vote), the remaining activities must be undertaken.

### ***2.4 COG chapter structure: roles and responsibilities***

Chapters are directed by an elected Steering Committee consisting of four base positions: Chair, Membership Secretary, Treasurer, and Chapter Representative. Once the Chapter gets established and starts to grow, more positions can be included (i.e. newsletter coordinator, webpage monitor, fundraising coordinator, etc.), but this is left to the discretion of the chapter.

**Chair:**

- Responsible for the general management and supervision of the affairs and operations of the Chapter
- Chairs the steering committee and presides over the AGM
- Primary spokesperson to the press and to other organizations and delegates others to do so as necessary
- Writes a quarterly membership update for The Canadian Organic Grower
- Signs all contracts, along with one other steering committee member (Chapters are not legal entities on their own so often the National President needs to sign grant applications, et cetera; see financial section)

**Treasurer:**

- Opens and maintains chapter bank account
- Ensures that records of accounts and all financial receipts are maintained in appropriate manner
- Receives and deposits chapter member fee and donation allocations by COG National
- Receives and maintains copies of monthly cheque reconciliation from the COG National office
- Prepares and presents fiscal year end statements to the AGM for approval
- Acts as key contact for COG National bookkeeper
- Maintains signing authority, along with at least one other board member (usually the Chair)

**Secretary:**

- Ensures records of membership including private contact information are maintained in an appropriate manner in compliance with provincial and national privacy laws
- Receives monthly updates on chapter membership from COG National office
- Maintains updated lists of steering committee members, COG National committees and key contacts
- Attends chapter meetings including AGM and records minutes

**Chapter Representative:**

- Represents the Chapter within the region. There are currently five regions: Pacific/North, Prairie, Central, Quebec and East
- Chapter Representatives in each region elect a Regional Representative who has a reserved seat on the COG Board of Directors
- Brings regional issues and motions to chapter meetings for discussion
- Ensures annual financial report is submitted to COG National by Chapter treasurer
- Has the option of joining the COG list-serv and attending COG Board of Directors' meetings

### 3. Forming a chapter

#### ***3.1 Getting a group together***

If you are thinking of forming a Chapter, you may already have some people in mind. Contact these people, suggest the idea, and plan a date to get together and discuss the idea of forming a Chapter and what a Chapter in your area could do.

In some cases, a current COG member will be interested in setting up a chapter without actually knowing anyone else in their area. Contact the COG National Office and indicate your interest and the geographic area you are considering. The office can do a search of the membership database to get an idea of COG member population. If there are a significant number of COG members in the proposed area, the office can contact those members by letter-mail and/or e-mail requesting they contact the proposed Chapter coordinator. Similarly, the office can post an announcement on the website and in the monthly e-newsletter requesting interested individuals contact the proposed Chapter coordinator.

#### ***3.2 Holding a meeting***

Once an interested group is formed, plan and advertise a meeting to promote and discuss the possibility of a Chapter in your area. If numbers (minimum of 3 current COG members) and interest allows, use this meeting as your first Annual General Meeting (AGM). Decide on your Chapter name, mission statement, boundaries/geographic region, and elect your Steering Committee. Fill this information into the chapter application form and send it in to the COG National Office.

COG National can also provide some materials such as COG brochures and back issues of *TCOG*, to demonstrate the benefits of COG membership to your meeting participants. Contact the office to get these materials for your meeting.

#### ***3.3 Chapter name***

The words “Canadian Organic Growers” should be part of the Chapter name. Chapter names should also reflect geographic boundaries where possible. (For example, the Vancouver Island COG Chapter is called “COG – VI” or “Canadian Organic Growers – Vancouver Island”.)

### ***3.4 Chapter mission statement***

Chapters, as an integral part of COG, have the same mission statement as the national organization: “Canadian Organic Growers promotes organic growing in order to build healthy local communities and ecosystems.”

Chapters vary greatly in geographic locations and in their membership mix. Each Chapter has a unique identity and this is reflected in the character and activities of the Chapter.

### ***3.5 Defining geographic boundaries***

Define your Chapter boundaries – provide a list of postal codes within your area to the COG National office. This list will be checked when you submit your chapter application to ensure that there is no overlap of boundaries with existing chapters. If there is some overlap, adjustments to the proposed Chapter’s boundaries will be required. When boundaries are confirmed, current members in this area will automatically become Chapter members, and those living outside of your boundary can elect to join your Chapter by filling out the membership form with the chapter of their choice.

Your Chapter will also need to define a mailing address – this can be a postal box or the address of a member.

### ***3.6 Electing a Steering Committee***

To elect your Steering Committee, volunteers for each position must be nominated by one person, the nomination seconded by another person, and voted on by the entire group. If there is a majority vote in favour, that nominated person is successfully elected to that Steering Committee position.

It is important to record this process (names of nominators, seconders, etc.) in your AGM/formation meeting minutes as this can be required for confirmation by COG National and/or credit union/banks to open an account for the group.

### ***3.7 Filing the application***

Once your interested group has completed the above sections, fill in the Chapter Application form (Appendix A). Submit this form (include your new member

application forms and payment if applicable) and send to the COG National office. Once this is received, the office will do the geographic boundary check and forward it to the Executive Director to initiate the application acceptance. Once the application is presented by the Executive Director to the National Board, a discussion ensues with a motion presented by the President to accept the Chapter. A two-thirds majority vote in favour by the national board grants official status to the Chapter.

## 4. Forming a chapter from an existing group

### **4.1 COG Affiliates**

It is not possible under the COG by-laws for an existing organization with its own legal status and board of directors to move “under” COG as a Chapter. It is, however, possible for an existing organization that shares some of the same goals as COG to become an “Affiliate” member. The terms of the affiliation are negotiated, by written agreement on a case by case basis, and then voted on by the Board of Directors.

Affiliates are existing not-for-profit organizations (don't necessarily have charitable status) that wish to partner with COG. The COG Board of Directors must determine on a case-by-case basis whether the mandates of affiliate organizations are sufficiently close to merit affiliate status. If approved, specific dual membership fees, if any, or other benefits are approved by the Board of Directors on a case-by-case basis prior to joining. Contracts must be developed and either partner can leave the partnership at any time. Affiliate organizations appoint one member to receive the benefits of membership, including voting.

COG membership dollars are not “shared” with Affiliates. Typically, an arrangement for “co-membership” at a discount is negotiated with affiliates.

### **4.2 Filing the application**

Groups that are interested in becoming Affiliate members of COG are required to complete and file the application form (see Appendix). Please send this to the COG National Office who will forward it for consideration by the Executive Director. You will be contacted by COG once the application form has been approved.

### **4.3 Changing Chapter Names and Geographical Boundaries**

A chapter wishing to propose a change to its boundaries needs to list the new postal codes within its new proposed boundaries and forward these to the office. The office will determine if there is overlap with an existing chapter. If there is, the new boundaries will be negotiated by the chapters involved and the board of directors. The office will also determine the number of existing members in the proposed new boundaries and project the revenue changes for COG.

The chapter then proposes the boundary change, along with a name change if warranted to the Executive Director who will take it to the Board of Directors.

## 5. Maintaining a chapter

To remain in good standing and continue receiving of the share of Chapter membership fees and donations as determined by the board of directors, Chapters NEED TO complete and maintain the following sections. If a Chapter fails to meet these requirements, payments to the Chapter will be temporarily suspended until the Chapter is able to come into compliance. This decision will be conveyed to the last known Coordinator for the Chapter, in writing by COG staff.

If a Chapter passes into inactivity for a period of 2 years, the Board of Directors will entertain a vote to disband the Chapter.

If a Chapter chooses to secede from COG, it requires 3/4 of the Chapter membership to vote in favour at a special meeting of the Chapter for this purpose. Chapters which secede from COG must pay any outstanding debts and refrain from using COG as part of their name. All assets of the Chapter before its secession become the property of COG.

### ***5.1 Annual General Meeting***

Nationally chapters hold an Annual General Meeting (AGM) open to all Chapter members. The date of this meeting must be made known to the COG National office.

At the AGM, in addition to any other business, the following business must be conducted:

- Election of Steering Committee members;
- Report of the Steering Committee (presented by the Chair); and,
- Financial statement (presented by the Treasurer).

It is imperative that upon the change of Steering Committee members, those stepping down transfer any documents, supplies, and other materials to the control of the incoming members.

## ***5.2 Chapter reports and communication***

To build understanding of the nature of our activities across the country, Chapters are required to submit a Chapter Report at each COG National AGM. The Chapter Representative will send the Chapter Report to the Executive Director for presentation at the AGM. Alternatively, for chapters that are sending a representative to the AGM, chapters can choose to present their activities report in person. This report should include an update of membership, activities, events, and other items of interest.

Communication with your Chapter members and other COG members is important. Chapters are encouraged to communicate through a newsletter (this can be electronic), and a copy should be sent to the COG National Office and to the Editor of The Canadian Organic Grower.

Chapters are also given a webpage on the COG National website: [www.cog.ca](http://www.cog.ca). This can be a place to tell viewers about your Chapter, activities and events, and how to contact you for more information. Chapters must be sure to maintain content as current as possible, and send updated information to the web-keeper when changes are made.

Chapter websites, newsletters and other communications must share a common 'look' with COG national's communication pieces. We want to speak in a single voice so all only one logo can be used, chapters cannot use their own logos. In order to receive the most recent logos, word-marks or other COG national communication elements, contact the Office Manager.

## ***5.3 Financial records and reporting***

Financial records and reporting are the responsibility of the treasurer, and are an important aspect of maintaining a functioning Chapter. Upon formation, Chapters are required to adopt the same financial year as COG National (January 1 – December 31). Chapters must keep standard accounting records, and keep a separate account of GST paid (periodically the national Bookkeeper files for a 50% GST refund, which will be returned to the Chapter once received.)

Each year, Chapters submit an annual financial report to the COG National office at year end. These statements are due one month after the year end (January 31st). COG national will provide a template that must be filled out annually. Chapters must also remit all original receipts for any goods or services acquired throughout the fiscal year and submit a copy of the Chapter bank statement.

COG Chapters are financially supported by their member fees and donations. Currently, a percentage (currently 40%) of chapter member fees and donations

are remitted back to the chapter (the remaining percentage pays for member benefits such as the magazine and library) to be used by the chapter for activities, events, the COG National office and staff, operating expenses, etc. According to Canadian law pertaining to charities, we must spend 80% of our revenue (excluding sales revenue). This means that chapters must budget to spend 80% of anticipated revenue each year. Chapters cannot bank the money- it must be spent on COG activities each year. For chapters that have already acquired significant savings, the rules do not apply to these funds. This rule will be enforced by COG national each year. Chapters that do not spend 80% of their revenue may not receive all of their expected revenue in the next fiscal year.

All COG membership fees and donations are payable to COG National. Dues cannot be paid directly to a Chapter. Generally accepted accounting practice requires that the “parent” organization (Canadian Organic Growers) receive the full membership dues before allocating them out to Chapters. A Chapter may collect cheques from its members made out to Canadian Organic Growers and forward them to the national office if they wish. However, cheques are written for the total membership fee (not only the “national component”).

#### ***5.4 Fundraising and projects***

Chapters may want to supplement their financial resources by fundraising. This can be done by: holding events and charging admission, creating and selling products (i.e. t-shirts), requesting fees for speakers, etc. You are encouraged to think creatively about how to raise money to support your activities.

Some Chapters may want to take on bio-regional projects and may request funding support from external sources. These projects benefit a particular area of the country where a COG Chapter is active, and may extend beyond a Chapter’s geographical jurisdiction.

The Chapter Steering Committee authorizes the project. If COG National’s charitable number is used to apply for cash grants, the Executive Director must also authorize the project. There is no fee to COG national in the project budget if the bookkeeping and record keeping is done by the Chapter and there is no “handling” at the national level, but the budget for your project grant must include sufficient funds to cover COG national’s costs, such as administration and bookkeeping.

## **6. Entering into Legal Contracts**

Under COG's by-laws, only the President of the organization can sign contracts. Therefore, if your chapter obtains the funds to hire someone, the contract must be approved by the President. The procedure is to forward the contract to the Executive Director who will ensure that it complies with COG's rules and if so, that the President signs it. For longer term employees, COG national can add someone to the payroll so that pay cheques can be deposited to the employee's account. If this option is chosen, transfer of funds to cover the employee costs must be negotiated with COG national and COG national will charge a fee to cover the administrative costs.

## 7. Chapters and COG National

COG National supports its local Chapters through national education services, administration and office support services, use of charitable status (approved by COG National board through application), and individual member services. A master membership list is maintained by the national office, and the national office notifies all members of their membership renewal dates. All member's fees and donations are sent to the COG National office and entered into national accounts by the bookkeeper. The Chapter share of member fees and donations are sent to the corresponding chapters on a regular basis by COG National, and are deposited into Chapter accounts by Chapter treasurers. Chapter secretaries receive regular reports of member renewals, deletions, address changes, etc. by COG National, and Chapters can request a master list of their current members at any time.

## 8. Appendix

### **8.1 APPLICATION TO ESTABLISH A LOCAL CHAPTER Pursuant to Section Seven of the Corporation By-Laws**

Please print names, address, phone number and e-mail of applicants:

1. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Phone number: \_\_\_\_\_

E-mail: \_\_\_\_\_

2. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Phone number: \_\_\_\_\_

E-mail: \_\_\_\_\_

3. Name: \_\_\_\_\_

Address: \_\_\_\_\_

Phone number: \_\_\_\_\_

E-mail: \_\_\_\_\_

We, the undersigned, being members in good standing of Canadian Organic Growers Inc., hereby apply to be designated a chapter of the Corporation as of: \_\_\_\_\_ 20\_\_\_\_, under the name of: Canadian Organic Growers \_\_\_\_\_ to promote and carry out the objectives of the Corporation within the following geographical boundaries:

\_\_\_\_\_

With the headquarters of the Chapter to be located at:

\_\_\_\_\_

Having read the Corporation By-Laws and in consideration of having the Chapter designated, we agree in our personal capacity and on behalf of the Chapter to be designated, to comply with all the aims and objectives of the Corporation and to abide by all the terms of Canadian Organic Growers Inc.

Signed at \_\_\_\_\_ in the Province of \_\_\_\_\_ this \_\_\_\_\_

day of \_\_\_\_\_ 20 \_\_\_\_\_

Signatures: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

## **8.2 COG Logo**

COG Chapters are permitted to use the name and logo on promotional items, displays, etc. Such items do not need to be approved in advance by the Board. Contact the National office for electronic versions, sizeable to printed publications.

