

# **Constitution of The Loaded Ladle**

## **2020-2021**

### **Article I: Name**

The official name of this group will be the Loaded Ladle. This name will be used in marketing, advertising and other society information and material.

### **Article II: Objectives**

Section 1: The Loaded Ladle is a non-profit open food cooperative of students and community members. We are dedicated to providing accessible, sustainable and locally sourced food by providing free meals on campus and by supporting off-campus events and groups who share our mandate for social and environmental justice.

Section 2: We aim to address injustices within the global food market, particularly in how it affects university campuses and marginalized communities under capitalism. We offer a local alternative to corporate food models, encouraging creative resistance and engaging in food justice knowledge and resource sharing.

Our core purposes are:

- A. Creating more options for students by providing a student-directed food service as an alternative to the corporate market-based food system on campus
- B. Making an inclusive, public forum available for all students and community members to join and participate in through our commitment to a consensus-based and non-oppressive organization with open membership.
- C. Educating the public about food politics on campus and in our community, as well as the broader social and environmental justice issues which surround the production, distribution, and accessibility of food globally.
- D. Using food to build a greater sense of community, and creating relationships with local food producers.
- E. Supporting and standing in solidarity with other societies, organizations, and movements which parallel our core purposes for social and environmental justice.

### **Article III: Membership**

Section 1: The Loaded Ladle has an open membership structure. All students and community members are welcome to become members. Membership will not be limited by age, gender, race, religion, language, ethnicity, sexual orientation, marital status, social status, or physical or mental

ability.

a): Dalhousie and Kings Student Members: The Loaded Ladle receives funding via student levies of \$2.25 for each part-time and \$4.50 for each full-time Halifax-based Dalhousie and Kings student per semester. Any student who pays this levy who does not opt-out (Section 2) is considered a member.

b) Community Members: Any person who is not a Dalhousie or Kings student will be considered a "community member." Any person who pays a membership fee of \$4.50 per semester (or \$9 per year) is considered a member.

Loaded Ladle paid staff can become members if they pay the membership fee, either by way of a student levy or the community membership fee.

There will be no difference in voting privileges or membership status between Student Members and Community Members, except where in the DSU (Dalhousie Student Union) policies it requires DSU members to hold certain positions or roles as per our agreement as a levied society. Those roles as stated in the DSU Society Policy are as follows:

- 1 All societies must have at least three student executive members (board members).
- 2 Each society must have at least one executive member who is a DSU Member.
- 3 Only DSU Members who are also an Executive Member may apply for society ratification and will be responsible for all communication with the Union.
- 4 At least one executive member must be a Dal student and a signing authority.

Section 2: The Loaded Ladle shall refund levied student membership fees during a period of ten (10) working days during the Fall and Winter academic terms, for a total of five (5) working days in the Fall semester and five (5) working days in the Winter. It is understood that levied students can opt-out for both semesters during the fall opt-out period. Students who opt-out will no longer be members of the Loaded Ladle.

Section 3: The notice of the levy refund period shall be given by The Loaded Ladle at least one (1) week before the refund period begins by:

- 1 Notice in the weekly Loaded Ladle newsletter, where such a publication exists, and in a student publication (which may include print, radio, or online media) available to levied student members of the Loaded Ladle, where such a medium exists.
- 2 Notice posted in at least ten places on campus.

The levy may only be refunded in person to the individual requesting a refund.

#### Section 4: Revocation of Membership

Pursuant to the Cooperatives Associations Act, membership can be revoked in cases where a member acts contrary to the best interests of the organization or the core values of the Loaded Ladle.

Students who opt out of their levy fee, will also have their membership revoked.

## **Article IV: Board of Directors**

Section 1: The Loaded Ladle shall have a Board of Directors (hereinafter “the Board”).

The Board will:

- 1 Maintain the Loaded Ladle’s objectives and core purposes.
- 2 Work on visioning and strategic planning.
- 3 Oversee the finances of the society.
- 4 Assist in transitioning and training of a new Board.
- 5 Document meetings, contacts, and long-term visioning plans for all interested parties.
- 6 Increase the capacity of the Loaded Ladle volunteers.
- 7 Oversee staffing, contracts, and sit on the Human Interactions Committee

Section 1.2: Executive Positions will be decided by the Board on a voluntary basis at the first General Meeting following the AGM.

Section 1.3: The Loaded Ladle operates as a non-hierarchical society, and all Board Members have equal power and all take responsibility for the smooth functioning of the society. Some positions carry duties that Board Members must follow. Each member can hold only one executive position. Multiple members may hold a single position (e.g. Co-Presidents).

President:

- Ensure that a facilitator and agenda is set for each meeting, and act as the chair of the meeting if no-one else is able.

Vice-President:

- Assist the President and Secretary in their duties.

Secretary:

- Ensure that a minute-taker is set for each meeting.
- Collect the contact information of all Board Members to be shared among Board Members and Staff.

Treasurer:

- Act as a signing officer of the Loaded Ladle bank account.
- Work with the Staff Finance Coordinator to ensure record-keeping of all spending in accordance with DSU regulations, create and maintain the annual budget, manage the

bank account, and manage applications for Society Grants to the DSU.

Section 2: All positions on the Board will run one year beginning from the date of the AGM, at which time new elections will be held.

Section 3: The Board shall consist of 8-10 members.

- 1 A minimum of 3 spots will be reserved for DSU members and it is recommended that there be at least one representative from the Sexton Campus.
- 2 A minimum of 1 spot will be reserved for a King's student member
- 3 A minimum of 1 spot will be reserved for a Community Member

Section 4: If for any reason the Board does not meet these requirements due to resignations, impeachment, or lack of nominations, the Board is responsible for searching out and appointing new Board members at a general meeting. If more than 50% of the Board seats are vacant, then a Special General Meeting must be called that follows the same procedures as an AGM.

Section 5: The Board shall comprise of those who want to oversee the function of the Loaded Ladle. In doing outreach for Board members, The Loaded Ladle will ensure that members facing racist, ableist, classist, colonialist, and other forms of oppression who want to join the board are prioritized. (See Article VI)

**Section 5.1: Board members shall be eligible to apply for an honorarium as laid out in the Honorarium Policy.**

## **Article V: Meetings**

### **Section 1: General Meetings (Board Meetings)**

- 1 General meetings will occur monthly during the academic year and on an as-needed basis during the summer. It is required that all Board members and staff attend General meetings, or send regrets. All members of the Loaded Ladle are welcome and encouraged to attend General meetings and will have a vote.
- 2 The purpose of general meetings is, but is not limited to,
  - 3 an opportunity for the Loaded Ladle members, the board, and staff to meet as a group in order to discuss the direction of programming and services of the Loaded Ladle;
  - 4 address concerns of members, staff or board members;
  - 5 make decisions around finances and other activities of the organization
- 3 Quorum: 50% of the current Board of Directors must be present at the General Meeting for decision making and voting to occur. In the event that Board membership has an odd number, then the number needed for quorum will be rounded down (ie if there are 9 board

members, then quorum will be 4 board members)

- 4 Decision Making Process: General meetings are the main decision making location for the Loaded Ladle. Members at general meetings will strive to reach consensus on all of its decisions. Consensus will be reached when all members are comfortable with a decision moving forward. Where consensus cannot be reached, two-thirds majority will reach a decision.

If decisions need to be made in between regularly held General Meetings:

- 1 Proposals and voting can occur over the ladle.core email list as long as 50% quorum of board members vote, and all votes are unanimous (consensus). Other members who are on the ladle.core list may also vote and their votes will count towards whether or not the decision is unanimous. If the decision is not unanimous, the decision shall wait until the next general meeting. In matters where the decision is urgent, a special meeting will be called to render a decision.
- 2 If the decision relates to staffing or legal matters, a closed board members meeting may be called (Section 3).

e. Facilitation and Minute-taking roles

There will be a rotating position of Facilitator (Chair) and Minute Taker.

It shall be the responsibility of the Facilitator to schedule meeting times, compile a meeting agenda and send it out in advance, and find space to meet. The Facilitator may request the assistance of the Administrative staff position for these tasks. The Facilitator will lead the group through the agenda items, keep track of time, and ensure that everyone has a chance to speak.

It shall be the responsibility of the Minute Taker to take and distribute minutes to the membership within 48 hours of adjournment.

The Facilitator and Minute-Taker will be decided at the end of each General Meeting for the following meeting. If the Facilitator or Minute Taker are no longer able to attend the following general meeting or are unable to fulfil their duties, it will be their responsibility to find a replacement.

- f. All regrets from Board members and staff members shall be sent to the Facilitator 24 hours prior to the meeting. Board members who fail to send regrets this way for 3 meetings may have their Board member status reviewed by the rest of the Board (Article X).

g. Provisions for Emergency Meetings

- 1 If a decision must be made between General Meetings, and quorum and/or consensus could not be reached over email, an Emergency Meeting shall occur.
- 2 Notice to all Board Members of an Emergency Meeting must occur 24 hours prior to the meeting. There will be telephone and online options for attending the meeting.
- 3 Quorum requirements and decision making process will follow the same process as

## General Meetings (Section 1(c) and (d)).

### Structure of General Meetings:

- 1 Check-in: facilitator provides overview of ground rules and communication tools, the meaning of consensus and non-hierarchical organizing, and initiates a go-around, which includes gender pronouns.
- 2 Read the Agenda and add items or change order as needed.
- 3 Announcements and check-ins with working groups.
- 4 Work through the agenda, making decisions as needed.
- 5 Check out

**6** Meeting adjourned

### **Section 2: Open Meetings**

- 1 Open Meetings will occur on a weekly basis. It is mandatory for all staff to attend open meetings, or send regrets. Board and other members are encouraged, but not required to attend Open Meetings. The purpose of open meetings is to discuss daily activities and operations of the Loaded Ladle.
- 2 Open Meetings are open to all members of the Loaded Ladle. Decision-making can only happen at Open Meetings if Board quorum (50%) is met.

### **Section 3: ~~Structure of General~~ Board Meetings**

Closed Board meetings (without any other members present) may be held when decisions pertaining to the following must be made:

- 1 Any legal matters
- 2 Staffing or personnel matters

Quorum at Board Meetings is 50% of Board Membership for decisions to be passed.

### **Section 4: Working Groups and Committees**

Working Groups and Committees are formed on an as-needed basis to perform short-term tasks, projects or events. The formation of a working group will be approved by members at general meetings, and will consist only of those who have volunteered to be a part of the working group.

### **Section 5: Anti-Oppression and Educational Sessions**

Each year, the Loaded Ladle will offer the following training sessions, as needed, which will be open to

board members, staff, and other members:

- Anti-oppression practices
- Facilitation and consensus-based decision making
- Board legal, financial, and employment responsibilities

Participation in at least one anti-oppression session is mandatory for each Board and staff member.

### **Section 6: Annual General Meeting**

The Annual General Meeting will be held once a year. A minimum of 14 days notice of an AGM must be given to the general membership. The chair of the AGM shall be a Board member who does not intend to retain their position on the Board for the following year. If this cannot be found, a volunteer who does not intend on running for Board elections the following year will chair the meeting.

The following shall be addressed at the AGM:

- 1 Annual Report, including:
- 2 Report from the Board
- 3 Report on the society's financial standing, including an annual report and recommendations for the following year's budget
- 4 Report on the activities and undertakings of the society
- 5 Elections
- 6 Other business as it arises including, but not limited to review of the society's constitution

An item shall be passed once consensus is reached. If consensus cannot be reached, a 2/3 majority vote shall be required. Quorum at an Annual General Meeting is ? of the Board of the most recent year, plus 10 additional members of the Loaded Ladle. All members may vote at the Annual General Meeting.

### **Article VI : Nominations & Elections of Board**

Elections will take place at the Annual General Meeting.

Notice of elections and nominations process will be provided to members at least 2 weeks in advance.

The elections must be overseen by a person not running for an elected position.

Incoming nominees must have membership status and have been active with the Loaded Ladle in the current academic year. This can include cooking, serving, cleaning, tabling, office work, outreach, attending meetings, attending workshops, participating in programming, political advocacy work, social activism, or other projects or tasks with the Loaded Ladle.

Nominees will complete and submit nomination forms to the outgoing Board by the stated deadline prior to the AGM. Nominations will not be accepted from the floor at the AGM.

Anyone who would like assistance in completing the application form or preparing their speech for the AGM may request this, and will be provided assistance from an outgoing board member or staff member

The Loaded Ladle will prioritize applications from members who face racist, ableist, classist, colonialist, and other forms of oppression who want to join the board. We recognize that the people most affected in the struggle for food justice and food sovereignty are people from historically marginalized groups, such as (but not limited to) people of colour, indigenous people, women, newcomers to Canada, individuals with disabilities, trans and gender variant people, etc. We value lived experience and an interest in food justice work that takes this into account.

Prioritization looks like:

- 1 Considering these factors when doing outreach to potential board members
- 2 Stating at the AGM before elections take place:

The Loaded Ladle recognizes that the people most affected in the struggle for food justice and food sovereignty are people from historically marginalized groups, such as (but not limited to) people of colour, indigenous people, women, newcomers to Canada, individuals with disability, trans and gender variant people, etc. We value lived experience and an interest in food justice work that takes this into account. The Loaded Ladle would like to prioritize these perspectives and lived experiences on our Board of Directors. As members of the Loaded Ladle, when you cast your votes today, please keep this in the forefront of your mind to prioritize people from marginalized communities in leadership positions on our Board.

- c) This will be taken into account when board “appointment” is necessary (Section 6)

Board nominees will be given the opportunity to provide a short speech at the AGM. There may be a short question period of nominees from the room. Nominees not present may provide a letter to be read by the Chair, or a short video.

All voting will be done by secret ballot.

The election of the Dalhousie Student Union member Board positions will occur first. Members will be provided ballots on which to vote. The three nominees with the most votes will be elected to the Board.

The election of the King’s Board position will occur next. Members will be provided ballots on which to vote. The nominee with the most votes will be elected to the Board.



The election of the Community Board position will occur next. Members will be provided ballots on which to vote. The nominee with the most votes will be elected to the Board.

The remaining positions will follow. Any remaining DSU or King's or community member nominees may run in this election. Members will be provided ballots on which to vote. The nominees with the most votes will be elected to the Board.

In the event that the Board does not meet the membership requirements as outlined by this constitution, either by resignation, impeachment, or lack of nominees, the Board may appoint an interim Board member to fill that vacancy until the next AGM when Board member elections will occur.

### **Article VII: Finance and Audit**

Section 1: Funds for the Loaded Ladle will come from a variety of sources. Funds will be obtained through the student levy, donations at servings, the Dalhousie Student Union, if granted, and other sources.

Section 2: There will be a minimum of 3 signing officers, at least one of which must be a member of the Dalhousie Student Union, for all of the society's finances. One or more staff member(s) may also be a signing officer, but it is not required.

- 1 No executive or staff member may sign a cheque made out to themselves.
- 2 The decision of appointing signing officers will be a decision of the Board made at the first Board or General meeting of each academic year, and revisited if needed at subsequent Board or General meetings.
- 3 Any two (2) of these signatures are required for cheque payment or bank withdrawal..

**Section 3: The Loaded Ladle's fiscal period runs for 12 months ending ~~March 31st.~~  
ending August 31st.**

Section 4: The Loaded Ladle will be audited by the DSU each semester.

Section 5: Budget is approved at a General Meeting and can be altered or approved at a subsequent General Meeting where quorum is met and consensus is reached, with the agenda item being advertised to Board members at least a week in advance.

### **Article VIII: DSU Ratification**

Section 1: In accordance to the DSU Society Policy, societies must apply each year to be a registered society. The term for society ratifications is April 1 to March 31 of each year, and applications for ratification will be open from April 15 to March 15 of each year.

Section 2: The society must then apply to be re-ratified after May 1 and before the chosen deadline for society ratification.

## **Article IX: Constitutional Amendments**

Section 1: Amendments to this constitution must be made at the AGM that meets the advertisement and quorum regulations outlined in this document. Voting shall be done as outlined in the section on General Meetings.

Section 2: All members can propose constitutional amendments. Proposals must be sent to the Loaded Ladle Board or via the Administrative Coordinator to be passed on to the Board Chair [info@loadedladle.com](mailto:info@loadedladle.com) at least two weeks prior to the AGM. Proposals will be voted on at the AGM.

## **Article X: Board Member Impeachment**

Section 1: A member of the Board may be impeached from their position if:

- 1 They in any way undermine the mission, mandate or spirit of the Loaded Ladle (Article II) OR utilize the Loaded Ladle and its resources for personal gain.
- 2 There is just cause for believing that the member is not fulfilling their responsibilities or is representing the Loaded Ladle in a way inconsistent with the principles of this Constitution, including missing 3 or more board meetings without sending regrets.

Section 2: Impeachment action will be commenced by receipt of a petition made by ? of the Board members in the society and a notice of a motion of impeachment and will be decided by secret ballot.

Section 3: The officer up for impeachment will be given 7 days notice of the meeting for these purposes. The officer will have the opportunity at the meeting to defend themselves and answer questions of the society.

Section 4: Adoption of the motion must be held at a general meeting, which must be advertised to all Board members at least one week in advance. Adoption will be based on 2/3 majority of the attendees of that meeting.

## **Article XI: Internal Policies**

In addition to the NS Cooperatives Association Act and Loaded Ladle governing documents (Constitution, By-Laws), the Loaded Ladle's internal policies govern the operations of the society.

## **Article XII: Non-Conflict with Other Regulations or Laws**

Section 1: The Loaded Ladle's activities must not infringe upon federal, provincial, municipal laws or Dalhousie University regulations.

Section 2: The Loaded Ladle's activities must not infringe upon the Bylaws and Policies of the Dalhousie Student Union.

