

**INDIGENE**

**SHARING OUR**

**LIVELIHOOD**

**WITH COMMUNITY**

**ECOLOGICAL - ECONOMIC**

**PARTICIPATION**

**TO BECOME AN INDIGENOUS PEOPLE**

**... Regard human labour  
( as ) more even than  
money and you have  
an untapped and inexhaustible  
source of income which  
ever increases with use . . .  
Mohandas K. Gandhi,  
December 8, 1945. ( letter )**

**A PROGRESSIVE CO-OPERATIVE-CAPITAL EQUITY MODEL FOR  
THE ORGANIZATION OF HUMAN ECONOMY  
AND  
GUIDE TO ACCOUNTING AND INCORPORATION  
FOR COMMUNITY ORGANIZATIONS AND BUSINESSES.**

**Douglas Frederick Jack**

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INDIGENE Sharing our Livelihood with Community Ecological-Economic Participation synthesizes Co-operative and Capitalist management models based on 'Human Resource Capital Accounting'. This 63 page paper describes organizing and accounting methods that integrate these two models for many applications of human activity and livelihood. Organization and accounting are two capacities of human personality and culture. Accounting for the human-capital of all involved stakeholders, forgotten by capitalism and ignored by co-operatives is essential for sustainable development and livelihood (section 10.5 Co-op capital).

This paper is written for those engaged in:

1. Humanizing our economy by fully accounting for and valorizing human economic inputs.
2. Ecological design for sustainable livelihoods, production, living and community.
3. Integrating human capacities, human capital and the natural world.

Indigene's participation model concerns how we valorize each other and ourselves on collective and personal levels. Valorization includes recognition and sharing of management with the many stakeholders who contribute to human economies. Recognition and sharing are foundations for human well being as cognitive and social creatures. Capitalism and co-operation have origins in human resource accounting and multiple stakeholder involvement, respectively. Indigenous cultures have traditionally kept a range of accounts on multiple stakeholder activities. Participation recognizes individual equity in ownership among each stakeholder group as a key to building a system in tune with its contributing members.

1.Consumer 2.Worker 3.Supplier & 4.Fund or founding stakeholders are distinguished in four different user-categories or associations. Individual equity, input, choice and return is the foundation of decision-making in each association and in the community structure that is built. Differences among individual inputs are valorized as complementary and essential for community livelihood. Representative structures reflect this diversity of involvement.

SPECIFIC APPLICATIONS are developed in one page papers (Section 7.0 B.d. and Addendum) for:

- i. INDIGENE Community Foods, local investment in essential services.
- ii. government and community participation in 'A Community Service Register'
- iii. educational participation by parents and community in 'Apprenticeship Learning' 2 pages
- iv. valorizing & reintegrating family as a community institution 'The Family Accounting Project' 15 pg.
- v. social & environmental organisations in 'From Lobbying to Consulting to Managing'
- vi. centers, churches, mosques, synagogues, temples in 'Community Livelihood Centers
- vii. dispute resolution technique in 'Both Sides Now', Equal-Time Recorded Dialogue
- viii. Community Investment & Exchange, electronic barter for goods and services.
- ix. community in 'Sharing: Capitalist, Cooperative and Participatory Models'
- x. Indigenous Green Mapping for a comprehensive yet specific guide to eco-resources.
- xi. The Circle from Seven Arrows by Hyemeyohsts Storm on human and group dynamics.

See Addendum for these articles. The reader who has not encountered discussions for the role of human resource accounting in human value and management systems will benefit from reading from this selection of one and two page short articles on applications first before reading this guide.

## INDIGENE ECOLOGY AND ECONOMY

The traditional integration of **ecology** and **economy** (>Latin '**eco**' for '**home**', followed by '**logy**' referring to '**order**' and '**namein**' to **manage**') by indigenous people around the world and their techniques of 'Human-Resource Accounting' inspire INDIGENE, the title. Indigenous peoples recognize that generations evolve understanding and technology from forebears. Where this learning includes everyone, collective understanding of natural science and ecology give the order and wisdom for our working together and sustainable development.

**Where we exclude, compete and ignore complexity, our capacity to work with each other and to fully understand our environment is diminished. As human understanding, technology and impacts become ever more powerful, no margin exists for error and consequences are threatening to life. Hope arises as our exploitive colonial period draws to a close and subsequent generations realize themselves as native to their birth place. Native-peoples recognize that; the wisdom of the earth speaks through each of us. 'Indigene' derives from Latin meaning, 'to generate from within' and implies native local knowledge and management of resources. Indigene Community Ecological-Economic Participation is an original combination of concepts and not meant to represent North American first-nation people or practices. Indigene presents a challenge for our colonial people to become indigenous to this home.**

### **HOW TO READ THIS DOCUMENT**

**This document outlines a set of bylaws to incorporate investment and participation for diverse economic partners or users through separate Association structures and a unifying corporate structure for all. Included are bylaws for five structures and their interaction. Please be patient for the details presented, considering inter-woven attributes and structures.**

**Each ecological-economic situation is different both here and around the world. While this paper is written as a set of practical bylaws, principles and analyses for implementation, it is best applied as a set of options or tools to be selected and redrafted in each circumstance. The ratios and formula used need to be adjusted for each application and scale of business. A hypothesis of this writing is that organisation and accounting procedures have major impacts on the quality and quantity of activity, which an organisation and business will generate. Our capital and co-operative structures have complementary rather than antagonistic strengths. A structure is built here which incorporates both. Successful business corporate-structures elaborate ownership, management and control structures, in detail with streamlined decision-making in order to exclude non-aligned stakeholders. INDIGENE elaborates participatory structures, in detail, in order to include, empower and align these stakeholders as well as facilitate legal participatory incorporation. Stakeholder participation is built progressively over a period of years to reflect the entrepreneurship and guidance needed to nurture community. The original owner or initiators develop control that will last a period of years until stakeholder associations have developed sufficient invested interest to reimburse and replace this founding capital. See Formative Years and Proportional Limits. This evolution of controlling interest represents natural business evolution and community development. Inclusion is not part of our cultural pattern or training. Indigenous cultures which; incorporate participation through tradition, would not find this elaboration necessary. This text is meant as the foundation of a social-economic contract between a community of stakeholders wishing to sustainably develop their essential services. True revolution is ultimately a refinement of accounting procedures.**

### **SHARING LIVELIHOOD: An introduction**

**Corporate, Co-operative & Participatory economic structures are for sharing. i.e. Designed by people with the desire to unite or share their effort, resources, skills & energy with others into group economies. Human beings are social creatures who rely upon sharing for life.**

**Share units are 'group currency' reflecting & allowing for energy input and it's management in a natural sequence. First we invest our human energy (e.g. money, work, effort) for transformation of resources and then, with time, if all goes well, we benefit from the results. An example is our planting of seeds, in spring, with our hope to harvest fruit and vegetables in summer or fall. Share systems are built upon collective creative desire, recognition for individual energy investment and risk expressed as share units of value, conventions for the coordination or management of this energy and finally a partition of the benefits.**

The following articles '**A Renewed Co-operative Formula**' & '**Pour une Formule Co-operative Renouvellee**' 1982-83 were circulated as discussion papers and published in 'Le journal du reso' of the Quebec 'La Balance' natural food co-ops. Consumer, worker and fund participation are described. Suppliers have since been integrated. The author worked in British Columbia's 'Fedup' network of co-ops, warehouses, stores and buying-groups and respective local and provincial boards from 1971 to '80 and in Quebec till '87. My involvement in social, environmental and co-op movements, life with Dukobour, Mennonite and native communities have clarified the need for participation. Humans are all native and descendant of indigenous peoples. Historical cycles of violence have precipitated our loss of participation in and understanding for the management of local resources. We are engaged in a path of exploiting the earth without understanding ecological cycles. This has brought massive desertification and a reduction in the earth's productive capacities. Co-operation is the economic model for the communist movement worldwide. Participation in this thesis is concerned with 'economic' democracy as apart although not exclusive to 'social' democracy.

Native practices hold complex capacities. Some of these are: 1. time accounting by Inca peoples with monetary units recorded on quipu records allowed for full community employment and participation. 2. guild apprenticeship systems for the transfer of knowledge, ownership and management in the trades by many native nations. 3. 'circle process' to ensure effective communication and a spirit of participation by all community members throughout most North American native nations. 4. multi-society civil and resource management in nations. 5. graphic communication and geo-graphic mapping of resources for management.

Co-op and capital systems both have complementary strengths to offer our human economy. Both human creations have rejected important economic tools from the other. We identify with one and react to the other. All human devises and systems are considered, in this writing, to have derived from good intent-ion. Our human challenge is to discern the truths of each. Ecological collapse is a dynamic of competition and human exclusion. Participation by all community members bring us full cycle ecological understanding.

Community Ecological-Economic Participation was developed from a food co-op system context in 1982 as a 47-page set of bylaws for an inclusive, multi-user, non-competitive, community-investing organization. It was applied to a participatory store between 1983-1986 named Indigene Community Foods. Several operations of this natural food store were ill prepared including leasing, supplier involvement, inventory, participant record keeping and incentive systems. Since this time, computers and accounting software have evolved considerably to make these operations attainable. The bylaws are applicable for existing or planned businesses providing or seeking to provide essential services and livelihoods with local resources as a core.

Essential services or necessities of life imply ongoing interactions, repeat business, purchases for which the foundations of sustainable community can be planned-for. Participants are considered to have sacred life-sustaining interests to be developed, expressed and protected for present and future generations. Our human culture has strayed into addictive habits, which jeopardize our living. Those concerned for the maintenance of life on earth must join together intentionally for the provision of essential goods and services.

Legal rights and laws are determined by human cultural patterns of caring, economy and accounting. Rights and laws without culture are empty. Participation is meant to facilitate this culture.

## **ORIGINS    PARTICIPATION, A RENEWED CO - OPERATIVE F0RMULA Spring 1982**

The following is a proposal to combine, in one enterprise, the following characteristics:

1. The share capital of an incorporated company and

2. The opportunity for participation found in a co-operative charter:

The governing rules are in a formative stage and will benefit from any feedback that you may have to offer.

Feel free to imagine the checks and balances that are needed at each point. Given here is a brief comparison of capitalist and co-operative operation.

**ORIGINS, 1982, THE CO-OPERATIVE FORMULA**

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A point of departure from which the co-operative formula has evolved is that: "All members are given equal access to affecting decisions directing the course of their co-op. This is expressed as one member/one vote." Theoretically, this gives people, no matter what level of contribution they have made to the existence of their co-op, equal rights to participation in meeting and decision-making processes. The co-op is owned equally by all for operating purposes.

However, all of us, realizing the value of our time, are reluctant to offer the often extra-ordinary, committed and thorough effort that is demanded in establishing and operating economic institutions such as a food system. Such contributions are simply swallowed up, in perhaps a wise reluctance. We have more than the resources needed to make a co-operative system flourish, yet we renege. What is lacking is the correct decision-making formula, to proceed with and reward us on the basis of our contributions.

## **THE CAPITALIST FORMULA**

On the other hand, a capital-directed company structures its decision-making on the principle that: "Individuals may acquire ownership, voting and participatory rights on the basis of the number of shares that they have purchased. Shares as incentive to owners achieve their value and receive dividends based on the company's performance."

Money becomes a prime consideration. It often represents a certain amount of skill at certain levels, but assumes a competitive closed-cycle. As such a company is unable to offer incentive to consumers, employees, or the public at large from its origins of investment and return. A multitude of human imagination and skill is lost.

## **AN ACT OF SYNTHESIS**

A synthesis of the co-operative and capitalist formula may be achieved by altering the present co-operative principle such that: "All members are given the equal opportunity to work for, invest in and purchase from their co-op. On the basis of these contributions, they are given ownership shares, participatory and decision-making rights. As with capital based companies, this is expressed in the formula one share/one vote."

Shares provide their owners with proportionate speaking and voting rights at official meetings. This ownership of the co-op apportions its returns. In recognizing contributions as credit for shares, this proposal is neither volunteer nor non-profit based. It is based on the relationship existing between our labour, commitment, investment and their returns.

## **ACQUISITION OF SHARES**

This formula differs from basic capitalism in that; someone without much money is able to attain shares in return for their work. The co-op, without much money, can negotiate contracts of so many shares for so much work. Initiation of members would proceed on the premise that; appropriate work invested in certain areas, will pay for itself in business generated. One hour of rudimentary labour receives the credit of one Person Working Hour Capital Share (P.W.H.C.S) or Person Hour Share (PHS) for short. Acquired skill, training or equipment provided would increase the proportion of shares that a person would receive. Labour is contracted as so many PHS per hour (i.e. 1.3/hour) or as so many PHS per job (i.e. 150/job):

Eventually, as cash flow allows for combinations of funds, other products or salary could be exchanged for PHS. Each worker would be required to accumulate a certain percentage of share capital in his or her work as a continuing interest in the co-op's operation.

## **SALE AND PURCHASE OF SHARES**

If the co-op needs money at times it could sell PHS to interested parties with comparable aims. Prospective members would be asked to contribute a written statement of their goals of membership. This enhances inter-member communication but also give an ongoing direction to the co-op. Within contract terms and business viability, as the worker or investor needed they could sell their shares back to the co-op.

## **ORIGINS, PROCEDURE FOR CONSUMERS TO ACQUIRE SHARES, 1982**

**Page 7.**

Another difference from basic capitalism is that consumers are given procedures for membership,

investment of patronage and exercise of ownership rights. Registration in this option depends on the ownership of a minimum amount of share capital. (PHS). This is purchased or achieved through accreditation of a small percentage of their yearly purchases. Federated Co-ops often accredit a 3% rebate on the previous year's sales. In this case accredited shares are non-negotiable for cash, but are exchanged as a rebate on future purchases. By retaining shares consumers are recognized for added participatory, voting and interest rights in the co-op. Non-members would be welcome to purchase but without share benefits.

### **ADMITTANCE OF PRODUCTION MEMBERS**

Individuals seeking working or investment membership would have to meet certain initiation periods, registration costs and procedures. The co-op will have to evaluate whether each service offered is appropriate to its needs. Still the co-op is able to maintain openness by being able to negotiate and contract shares in return for work performed. Eventually some involvement could be found for each applicant. Hopefully, through working together and honouring our contributions, we will be able to compliment and inspire each other. Time and record keeping plays a crucial role. We may take note that; the PHS are inflation proof in that they will always represent an hour's worth of labour. Their worth is the wealth that, they have created.

### **LEGAL STATUS**

There is a detailed account towards incorporation. This includes sections on Officers and duties; bylaws; Admission and Membership; Definitions; and Aims. Consideration of group-function standards such as Robert's or Bourinot's Rules of Order, Morin, provincial Co-operative Legislation and the Company's Act of Canada is mandatory. It is important to honour the legal context of such a proposal.

### **IN CONCLUSION**

At the same time legal status is only the surface. That the rules governing our associations be appropriate to our human nature and concerns is most important. It seems that; the formula will be used by people of little monetary resource, poor or unemployed anywhere to provide a decision-making structure around which to work. It is a way of accounting for our labour with a mind to the fruit that it bears.

## **ORIGINE: POUR UNE FORMULE COOPÉRATIVE RENOUVELLÉE 1983**

### **INTRODUCTION**

Dans notre société, la propriété des services de base est devenue un affaire de plus en plus réservée à quelques gros intérêts privés, de sorte qu'une majorité toujours croissant de la population en est tenue à l'écart. À cause de leurs lacunes inhérentes, les deux principales formules de propriété, capitaliste et coopérative, furent incapables de maintenir leurs ressources humaines. Cette conclusion, je la dois à mon expérience d'une dizaine d'années dans des coops d'aliments naturels tant, en Colombie-britannique qu'au Québec. On y constate d'importants roulements de membres, tant nouveaux qu'anciens: on n'y trouve point de satisfaction ou de support de développer l'entreprise en tant qu'acquise social.

Comment préserver une base égalitaire pour tous en même temps que favoriser l'initiatives des gens impliqués? L'implantation d'industries propriétés des gens travailleurs où ceux-ci récupèrent un part du profit a été encouragée un peu partout dans le monde, dont au Japon, en Allemagne et au Québec. Cette nouvelle avenue suggère d'intéressantes perspectives tant du point de vue financier qu'humain et ce, particulièrement quant à l'implication du travail en termes d'investissement. Si on réduisait l'investissement à un unité de temps ou heures de travail, et que le partage de la propriété en découle, la porte serait alors ouverte à quiconque en vue de sa participation à la gestion de l'entreprise. D'autre part, si en tant que consommateurs, nous croyons que la valeur de notre pouvoir d'achat devrait être considérée au niveau de l'investissement, certaines parts dans la propriété de l'entreprise pourraient y être dévolues, ce qui ouvre, encore là, la porte à la gestion de l'entreprise par le consommateur. En résumé, tant les contributions, en temps, des travailleurs, que des consommateurs, en argent, serviraient d'assises au développement du partage de la propriété de l'entreprise.

### **ORIGINE continué, SUGGESTION, 1983**

Page 8.

Ce qui suit se veut une proposition visant à concilier l'objectif stimulant d'un pouvoir conféré par la



disposition de capital-action qu'on retrouve dans une compagnie à responsabilité limitée avec l'égalité des chances pour tous de s'impliquer dans une entreprise coopérative. Ces actions, en termes de capital-action, constitueraient le principe fondamental conduisant les structures de prise de décision et de propriété. De plus, ces actions seraient émises selon différentes catégories d'investissement: heures de travail consacrées à l'entreprise, achats par les consommateurs ainsi que l'investissement nécessaire et accepté d'individus que fonds de roulement de la coopérative. Jusqu'ici, il ne s'agit bien sûr que l'ébauche d'un nouveau modèle qu'on pourra certes nourrir de nos propres suggestions et observations. Ainsi, il faudra bien imaginer les contrôles et équilibres nécessaires à chaque degré de l'entreprise. Dans la suite du texte, nous entreprendrons un brève comparaison entre les modes d'opérations capitaliste et coopératif pour finalement aboutir à une approche de leur synthèse l'une dans l'autre.

## **LA FORMULE COOPÉRATIVE**

Le principe initial à partir duquel les coops se sont développées est celui selon lequel chaque membre dispose de chances égales quant à la prise de décision concernant l'évolution de sa coop, ce qui, au bout de compte, s'exprime au niveau du vote, à savoir: un membre, un vote. En théorie, cela donne au gens, peu importe leur degré d'implication dans la coop, d'égales chances quant à la participation aux réunions ainsi que dans les processus de prise de décisions.

Cependant je crois que la plupart d'entre nous, conscients de nos disponibilités, comme peu enclin, souvent, à fournir cette surcharge de travail nécessaire à l'établissement et l'opération d'un tel services de distribution alimentaire. On connaît sans doute, chacun de nous, des gens qui s'y sont brûlés . . . Aussi, pouvons-nous comprendre la réticence de beaucoup à s'y engager trop profondément. Nous disposons d'une abondance de ressources pour que notre système coopératif s'épanouisse et pourtant, on en constate le déclin. Ce qui nous manque, c'est une formule plus opérationnelle de prise de décisions, une formule qui tienne compte des réelles contributions de chacun dans l'entreprise.

## **LA FORMULE CAPITALISTE**

De leur côté, les entreprises capitalistes définissent leur structure de prise de décisions de la façon suivante: un individu peut acquérir des qualités de propriétaire, de membre votant et disposer de certains droits à la participation dans une compagnie en fonction du nombre de parts achetées: comme elles représentent une valeur, l'acquisition de ces parts devient l'objectif des futurs acheteurs et leur procurent des dividendes calculées selon la performance de la compagnie. Une telle organisation, on le conçoit, place l'argent au rang de facteur déterminant. Bien sûr, dans une entreprise donnée, les principaux acteurs ont quelque chance d'exercer leurs talents, mais ils constituent un cercle fermé, peu accessible aux autres paliers d'intervenants. De ce fait, ce genre d'entreprise est inapte, ce qui n'est d'ailleurs pas son but, à s'ouvrir aux considérations des employés, des consommateurs et public en général. On perd ainsi l'input et le feedback de la majorité.

## **UNE ÉBAUCHE DE SYNTHÈSE**

Une synthèse des formules coopérative et capitaliste peut se développer si on modifie le principe coopératif de base (un membre, un vote) pour le lire dorénavant ainsi: tous les membres ont une possibilité égale de travailler, investir et acheter de leur coop; leur niveau de participation dans ces secteurs déterminera le nombre de parts qu'ils retireront, ce qui fixera leur poids au niveau tant de leur participation que de la prise de décisions dans la coop. Comme dans les entreprises capitalistes, la vie de la coop sera régie selon la formule: une part / un vote. Ainsi, les membres auraient un droit de parole et de vote proportionnel au nombre d'actions qu'ils détiendraient. Dans une situation de profit, ces parts rapporteraient des dividendes à leurs détenteurs. Remarquons que cette nouvelle formule n'est pas fondée sur le bénévolat et n'est pas nécessairement à but non-lucratifs. Elle repose sur la relation existant entre notre travail, notre implication, nos investissements d'une part, et ce qu'on en retire (ou ce qu'ils produisent) d'autre part.

**ORIGINE, ACQUISITION D'ACTIONS, 1983**

Cette formule diffère du capitalisme en ce que tout individu, indépendamment des ses ressources financières, peut acquérir des actions en échange de son travail. Une coop négocierait le nombre d'actions allouées pour chaque tâche. Ces négociations auraient pour cadre le postulat selon lequel, le travail effectué dans certains secteurs de la coop engendrera suffisamment de profits pour supporter les actions émises.

Une heure de travail rudimentaire recevrait le crédit d'une personne-heure-action (PHA). Un membre mettant au service de la coop une habileté ou une formation acquise et / ou de l'équipement verrait sa part de capital-actions augmenter. Tout travail fourni pourrait faire l'objet d'un contrat spécifiant: le nombre de PHA par heure (ex. 1.3 PHA/hre) ou le nombre de PHA par tâche (ex: 150 PHA pour repeindre le local). Eventuellement, une coop pourrait décider d'échanger ses produits contre des PHA de ses membres. Cependant, tous membres continueraient d'être tenu d'investir une partie de ses PHA à la coopérative. Selon l'état du fonds de roulement, une coop pourrait décider d'accorder une combinaison de PHA et salaire à ses membres-travailleurs.

## **VENTE ET RACHAT D' ACTIONS**

Il est entendu que les travailleurs et actionnaires peuvent revendre leurs actions à la coop selon l'échéance indiquée dans leur contrat. Ces transactions ne pourraient avoir lieu, évidemment, que si la situation financière de la coop l'autorise. Si, à un moment donné, la coop avait besoin d'argent, elle pourrait vendre quelques PHA à des organismes ou organisations poursuivant des buts similaires à elle-même. Comme un PHA équivaut à une heure de travail rudimentaire, on pourrait adopter comme référence de base, la norme horaire fixée par la Commission du Salaire minimum du Québec.

Tout personnes voulant devenir membres devraient fournir un document établissant ses motivations pour adhérer à la coop; cette procédure, non seulement améliorerait les relations entre les membres, mais permettrait à la coop de garder clairement en vue, en tout temps, la direction que l'ensemble des membres veut lui donner.

## **DE CONSOMMATEUR À MEMBRE**

Une autre différence entre la formule proposée et le capitalisme est l'option offerte aux consommateurs de devenir membre. L'adhésion serait conditionnelle à l'acquisition d'un certain nombre d'actions PHA. Celles-ci pourraient être achetées au début, ou payées à partir de l'accréditation d'un pourcentage minime des achats annuels du membre. Les Coops Fédérées, par exemple, ristournent souvent à leurs membres 3 % des ventes de l'année précédente. Dans notre cas, les actions ainsi accréditées ne sauraient être négociées en échange d'argent, mais contre un rabais, éventuellement, sur des achats ultérieurs. En conservant leurs actions, les consommateurs verraient augmenter leurs droits de vote et de participation, et leurs dividendes. Tout non-membre pourrait acheter de la coop mais sans en détenir des actions, ni les droits y attachés.

## **INTÉGRATION DES TRAVAILLEURS**

Les individus recherchant un statut de membre-travailleur auront évidemment à faire face à certaines procédures (inscription . . .) et / ou coûts, période d'initiation . . . La coop devra évaluer si les services offerts répondent à ses besoins. Dans tout cela, la coop se doit de rester ouverte aux offres de service de ses membres de façon à autoiser des travaux spécifiques et à en rémunérer leurs auteurs selon des barèmes établis. Nous pouvons espérer qu'en travaillant de la sorte et en reconnaissant la juste contribution de chacun, nous puiserons, des uns des autres, support et inspiration. Notons aussi que les PHA sont indépendantes de l'inflation puisqu'elles représentent toujours une heure de travail. Leur valeur dépendra de la richesses qu'elles auront créée.

l'entreprise, les officiers et leurs attributions, la régie interne ainsi que l'admission des membres. Pour ce faire, on doit se référer à divers manuels tels que les "Rules of Order" de Robert ou Bourinot, le Code Morin, le Loi Provinciale sur les coopératives et la loi des Compagnies du Canada. Il va s'en dire qu'il est important de doter une telle formule d'un statut légal.

## CONCLUSION

Il est évident que ce statut légal ne représente que la façade de l'Association. Ce qui compte avant tout, ce sont les règlements conduisant nos associations, règlements qui doivent s'ajuster à notre visage humain ainsi qu'à nos besoins. Il semble que cette formule puisse être profitable aux gens ayant peu de ressources financières, pauvres, sans emploi, d'ou qu'ils soient. Elle offre à tous la possibilité de se munir d'une structure efficace de prise de décisions partagée autour de laquelle on puisse se regrouper pour travailler ensemble. C'est une façon d'évaluer notre labeur en tenant compte de ses fruits.

## **I. KEY WORD DEFINITIONS**

*The usage of words as they are found in this text. In the spirit of non-violent 'satyagraha' (from the Sanskrit 'truth-force'), words are defined for their positive attributes and intentions.*

- 1.1 The Corporation: The body of shareholders as united and operating pursuant to its aims. Corporation derives from the Latin for 'body'. The aligned word 'com/pany' derives from Latin for 'together' and 'bread' for those who share their sustenance.
- 1.2 The Law: The Co-operative Association Act of Quebec and the Canadian Corporation Act. The latter, particularly as it refers to non-profit and public share companies.
- 1.3 The Corporate Board: The elected Corporation Directors as a governing unit.
- 1.4 The Association Boards: The elected Association directors of the Consumer, Employee, Supplier or Fund Associations.
- 1.5 Participation: is a term used widely to denote multi-stakeholder design of research, organisation and governance. Participation often focuses on the users of an organisation who can be consumers, workers and suppliers as well as other economic and social partners who are considered as active organizational partners.
- 1.6 Participation: From the Latin and French roots 'Part' = 'to share' and 'Action' = 'to create' = 'sharing activity'. In French, Part Sociale is used for co-op and Action is used for company shares. Participation brings these two together in cooperative capitalism.
- 1.7 Co-operate: To work together for mutual benefit within codes of procedure predetermined by a membership. Co-operative historically derived from Co = together and operatives = diverse inputs or stakeholders to an economy. Rochdale in 1844 reduced co-op to one member / one vote with single interest (consumer, worker or producer) control.
- 1.8 Capital: The aggregate of the products of an industry directly available for the support of human existence or for promoting additional production. Funk & Wagnall's Dictionary, 1960. Capital derives from the Latin 'cap' for 'head'. Human-capital implies maintaining communication between all human wealth-generating activities(body) and decision-making(head) as a natural function of this experience for all participants (Section 10.5).

## I. KEY WORD DEFINITIONS

- 1.9 Profit: Human advantage, benefit. Surplus of income over expenses. Refers to the operating surplus in general, although given the social-economic aims of the corporation, all excess funds are predetermined for aspects of its operation.
- 1.10 Share: **verb** To divide resources for sustenance. **Noun** Part, apportion of a whole, certificate that identifies individual ownership to legal portions of corporate property.
- 1.11 Work/labour: that effort relating to production of the Corporation's services. Different methods may be used to evaluate work such as 'time and motion studies' and such calculations as, "The unit of effort times the distance over which it is applied."
- 1.12 Essential Services: Those systems, components or goods providing or assisting to provide for the whole of human needs for food, shelter, clothing, warmth and health.
- 1.13 Invest: To place work, funds, goods, equipment or buying power to the service of community capital with the expectation of future retribution and profit.
- 1.14 Year: The Corporation's Fiscal Year unless otherwise stated.
- 1.15 Register: To officially recognize participating inputs with specific share rights.
- 1.16 Native: From the Latin, born to a place or existing within the ecology of a region. While we may be born to a place we are not necessarily ecologically well integrated.
- 1.17 Indigene: (derived from the Latin = Self-generating) Noun or verb meaning to 'generate' from 'place' or 'self-generated'. Indigenous: adjective or adverb also means native. Individuals exist in the dynamic of their environment. Opposite to 'exogenous' (> L. = 'Other-generated') colonial heritage, becoming indigenous represents the opportunity for us to integrate into a sustainable non-exploiting lifestyle and livelihood in our new home.
- 1.18 Accredited: To enter the contributions of members into Corporation books implying future ownership rights falling due on specified dates or under specified conditions.
- 1.19 Hoyawnah: Mohawk term meaning "the good mind" or "the peace keeper" was used for leaders of groups or assemblies. Traditionally many 'societies' formed and governed indigenous social and economic community. Europeans ascribed the term 'chief'.
- 1.20 Equity: A right, claim or interest existing or valid in ownership of the property and business of the corporation by each individual member expressed through the common share, PHS. Each stakeholder association groups, represents and expresses the interests of its member PHS within the association and then collectively within the corporation. Consumer, Employee, Supplier and Fund Associations each hold 25% of equity.
- 1.21 Tiohtiake: Pronounced **Djo dja Guay**. Kanien'kehaka (Mohawk) for place where the nations and their rivers, unite and divide referring to the Montreal archipelago and its ethnic diversity.
- 1.22 Turtle Island: Indigenous name for North America.

## 2. FORMATION

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This Corporation was incorporated according to the Law by virtue of the notice published in the Official Gazette of Quebec on \_\_\_\_\_.

## 3. NAME

3.1 The official name of the Corporation is: INDIGENE, an Essential Service Corporation for Community Ecological-Economic Participation.

4. HEAD OFFICE: is situated in the: e.g. electoral district of Pointe Claire.

## 5. TERRITORY (OPERATING REGION)

The Corporation's territory for recruitment of members will be : e.g. West-Island Montreal.

**6.0 The following AIMS / CRITERIA are those to which the Bylaws are formulated and the activities (business, social, etc.) of the corporation are meant to cater. Each bylaw, structure and result should respond to these criteria as a set of human guidelines or measures. Aims are a beacon with which to light the way. Indigene Participation is a multi-factored set of options in human economy and group dynamics. Because each community and business application is unique the user must determine the suitability of each option and its combinations.**

**6.1 To group together within the Corporation's operating region those persons interested in furthering their economic and social interests as consumers, workers, suppliers and funders of essential services. *A primary criterion is inclusion for all individuals who have the desire to join with their skills, knowledge, resources and needs within a spirit of co-operation.***

**6.2 To establish membership criteria for interested persons within a wide range of human abilities in order to animate the physical and human resources needed for the provision of essential services. *A second criterion is relevance to all human abilities and needs.***

**6.3 To provide members the opportunity and incentive to contribute labours, investments, products, services and / or purchases as a means of producing economic essential services. *A third criteria is economic incentive, compensation and equity for effort in a livelihood setting where individuals are adequately reimbursed for their energy, involvement and investment.***

**6.4 To contract ownership, equity, participatory and decision-making rights on the basis of contribution. As individuals become involved, their voices and choices gain wisdom. Recognition, representation and empowerment of this wisdom is ownership. Representation is the delegation and grouping of interests. Ownership and voting power is exercised and delegated by individuals. *A fourth criterion is empowerment of participants.***

**6.5 To maintain the opportunity for acquisition of ownership, participation, representation and decision-making rights on a fair, equitable and proportional basis to all members. A fair economic system provides opportunity, while our diligence and nature provide the rewards. *A fifth criterion is equality of opportunity.***

## **6. AIMS / CRITERIA**

**6.6 To set up one or more operations related to generation of essential services through: the organization of services; the use, purchase, production, manufacture, processing, transformation, storage, transportation, distribution, sale and / or recycling of materials, equipment products or goods. To green-map these resources. To acquire, rent or otherwise possess premises, machinery and equipment necessary to carry out the aims and activities of the Corporation. *A sixth criterion is developing of a systematic means of livelihood, production, service and fulfillment for a community of consumer, worker, supplier and fund-holder needs.***

**6.7 To promote and provide education concerning the principles of co-operation, nutrition, natural science and ecological design. *A seventh criterion is personal and social health.***

**6.8 To promote research and disseminate information consistent with the aims of the Corporation. *An eighth criterion set is ongoing research, development & communication.***

**6.9 To promote the creation of durable components, products and associations in service of Corporate aims. *A ninth criterion is sustainable development through ecological design.***

**6.10 To collaborate with organizations having compatible aims. *A tenth criterion is co-operation and integration within a network of ecological organizations and society at large.***

*N.B. In this text certain economic calculations and projections are used as examples of what accounting formulae are possible. Appropriate participatory structures and calculations will need to be adjusted for the merits and circumstances of each community and business.*

## **7.0 SHARE BASIS A. HUMAN-RESOURCE CAPITAL ACCOUNTING**

- A. Community Ecological-Economic Participation is based on 'Human-Resource Accounting', which measures time as a unit common to all human inputs. All wealth is produced from the application of human resources to natural resources. Human-capital accounts for the relation between the creation of resources and their management. We account for the time we devote. Contracts are written to include compensation at market rates of return in shares called the Person Hour Share PHS, in corporate goods, services and in salary. Sharing is the basis of human society and implies a fair exchange among diverse participants. The following human devotion and investments are accounted for:
- a) buying-power or patronage by consumers measured with 'Frequent Buyer Programs'.
  - b) labour and expertise by employee workers measured with 'Payroll Accounting Software' with provision for capital account accreditation. Portions of pay issued as PHS.
  - c) product or service by suppliers measured with 'Supplier Account Software' for capital account accreditation from 'Preferential Purchase Agreements' (exceptional trade discounts).
  - d) Human-capital reinvestment by Consumer, Employee and Supply members into the Fund Association compensated with market rates of interest, goods and services.
  - e) money and other systematic resources from the greater economy, are considered in terms of the human-life represented. We valorize monetary investments with decision-making PHS and exchanges for essential goods and services. Respect for human-devotion and time-management are integrated in Indigene's function. When we respect ourselves, then we respect the world and its non-human life as well. Money is a symbol of human values and an essential common denominator in the larger economy of which we are a part.

**7.0 B. DURING START-UP** Founding individuals starting a business will: Page 14.

- a) Establish a set of written goals for the organisation including individual goals and purposes. A focus on essential goods and services helps us to understand our activities as part of our life purpose, personal fulfillment and sacred to our collective existence.
- b) Keep a personal journal of ongoing labour, resource inputs or efforts to the agreed upon tasks and goals of the preparatory or start-up phase. Usually it is one or a couple of individuals who have begun this process. These founders are considered as Employees. Founders will as well record past inputs, investments etc. During this phase there are multiple tasks to accomplish so inputs are estimated on records in respect for other tasks at hand. Computerized accounting tools are suggested and will reinforce participation by all stakeholders with share and exchange recognition. By sharing journals the founders will better understand each other's abilities, priorities and best practices for achieving stated goals together. When an existing business is purchased or integrated into a participatory INDIGENE style, its worth is entered according to market values.
- c) Reflect upon the market values for these inputs. Time is accredited at market labour or professional rates keeping in mind that the new business wishes to find the best possible market rates. Invested equipment, goods or services are entered at market rates. The founders will compare various measures of these values and finally negotiate with each other for fair accreditation of these investments. Market rates of interest plus incentive for 'Risk Capital' in start-up investment should be discussed and accredited from the time of investment. E.g. the Canada Bank rate of interest plus 6%.
- d) There are many **SPECIFIC APPLICATIONS** for SHARING OUR LIVELIHOOD with Community Ecological-Economic Participation. Each provides accounting methods and values to be used by founders for different human circumstances. Sharing livelihood is sacred for the nurture of community and for establishing trust in human relations. When sharing is absent, we jeopardize civil relations and essential community services. Human Resource Capital Accounting departs from standard practice in not requiring monetary transaction for bookkeeping entries. Capital refers to accreditation of value and decision-making. Accounting must stem from our own personal and community experience, circumstance and values. The organizational and accounting tools offered are best selected and altered as needed. The following eight applications are outlined in short papers:
  - i. 'INDIGENE, Community Foods' looks at the role of accounting for the inputs of Employees, Consumers, Suppliers and Fund participants in a community owned food store. In ceremonies food has come to represent the human need to share necessities of food, shelter, clothing, warmth and health. Humans are social creatures and dependent upon systems of sharing for the generation and consumption of essential goods and services. Indigene organizes community stakeholders to either start-up new stores or preferably to invest in and support existing groceries. Transforming from single to community ownership brings livelihood, economic benefits and stability for everyone.

- ii. 'A Community Service Register' for government and community participation, the value of community service is accounted for. Individuals, organisations and governments setting up a register will benefit from the recognition accounting will accord to labours and contributions normally disregarded in the 'volunteer' sector. Naturally included are family, neighbors and other concerned community members. The value of each individual's service is registered to an account in their name. This value comes from a recording of time, the nature of the service provided, facilities, equipment, supplies and other contributions or donations made. What would it cost the government to hire individuals providing these services? Because community work is always multi-functional, different combinations of evaluation are best considered. Individuals negotiate accreditation at comparative market rates. Inputs are considered as community investments managed by the investing members. Essential services provided in this grassroots manner save government and society costs as well as being more effective and personally fulfilling than institutional approaches.

Different levels of government do well to recognize and accredit this socially integrated work with tax credit for the individuals providing this registered work. Municipal, regional, provincial and national governments and society have historically been delinquent in the provision of many social obligations. Part of this delinquency has been the lack of socially integrated organization to provide appropriate services. Institutional services are very expensive to operate often at hundreds of thousands of dollars per client who become segregated, isolated and excluded in the process. The group may consider itself para-governmental or providing essential services and organization in lieu of a delinquent government or society.
- iii. 'Apprenticeship Learning' describes educational participation by parents, business and community. Integrating education around family and community knowledge involves us all. We can help youth find meaningful community service as well as help stimulate community with the inspiration of youth. Learning involves relationship and ownership. Human resource capital accounting for investments of adult and youth provides a foundation for sustainable development. Existing educational budgets are adequate for government to provide compensation or tax credits.
- iv. 'The Family Accounting Project' describes the process of valorizing family labours in the home or community care of individuals with handicaps. It will help the integration of individuals and social institutions into community fabric by valorizing the involvement of supporting community members. Without Human Resource Accounting, an individual's natural supporting community of family, friends, neighbors and integrated community supports have been excluded from involvement. Institutions have been favored. Individuals become the wards of the state and an impersonal care system. Existing educational, health and social service budgets are adequate for government to provide compensation or tax credits. Recognition of family care allows these frugal managers to make the most of resources as well as to organize among themselves.



7.0 Share Basis B. Start-up d.) Applications

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- v. 'From Lobbying to Consulting to Managing' for social and environmental organizations describes the role of Human Resource Capital Accounting in the development of knowledge and appropriate services for community. The intellectual capital of individuals involved in community research and development is structured and accounted-for. By organizing as consulting bodies, activists can provide resources beyond government capacities. As natural community intervenors, activists are usually better placed to understand appropriate integration of policy. This work is naturally financed, to begin with, by enhanced community exchange by organizers, then ultimately through industry and government contracts.
- vi. 'Community Livelihood Centers' takes a look at the missing community-center link or gap in human social, political, ecological and economic life just past the family and extended family. A gap exists that organizations, centers, offices, churches, synagogues, mosques, temples and other existing community institutions can fulfill in a non-sectarian manner. HRCA provides structure for community nurture and sharing.
- vii. 'Both Sides Now' equal-time recorded dialogue provides a simple dispute-resolution technique through the recording of time and dialogue for participants. Using a tape recorder and stopwatch a civil approach to discourse is provided. Differences are considered as dialectic strengths. As we work together we need structure for resolution of our perspectives and integration of our work. Recorded dialogue helps develop respect for participants as well as a dialectic portrait of issues for all involved.
- viii. 'Community Investment and Exchange' refers to computer barter systems. Individuals, groups or business barter goods or services for credit within a community exchange system. The specialized goods and services of diverse participants are made available for each member and enhance community economy. HRCA develops investment structure, participation and capital share organization. In this inclusive economy, money is no barrier to access for a full range of goods and services.
- ix. 'Indigenous Green Mapping' develops ownership within a network of environmental businesses, organizations and other contributors to a community based Geographic Information System GIS computerized mapping and management of green resources.

These nine specific complementary applications of community based: i. food or essential economies, ii. service registers, iii. learning, iv. family-service, v. economic development, vi. livelihood centers, vii. dialogue, viii. exchange and ix. information management all enhance individual or community ecology and economy. Each economy empowers us to share our livelihood. Together they represent a formula for sustainable development under-utilized in our money-centered economy. Diverse and inclusive community based sustainable development is possible in this style. Integrating community-service opportunities for our citizens is based in appropriate accounting and organizing techniques and principles. Mohandas Gandhi writes, ". . . Regard human labour (as) more even than money and you have an untapped and inexhaustible source of income which ever increases with use." See Addendum for one page articles on each application.

Accounting is a foundation for civil human relations. Sharing livelihood in indigenous cultures is considered an opportunity for increased specialization and efficiency. The strength of the cultural circle is reinforced by the diversity it holds. Imperial cultures have broken with this tradition and thus precipitated long histories of abuse in human relations. In pursuit of short term linear goals, holistic human experience is sacrificed. Capital and Co-operative accounting methods reflect two poles of a fragmented and unsustainable culture.

Indigenous peoples encountering imperial forces were at first very welcoming. The visitors represented an opportunity to expand understanding of the world. Indigenous accounting methods generally contained the capacity to welcome and include others (This statement is meant to describe a pattern but is not meant to be a comprehensive summation of human history or economics). Indigenous people didn't understand this lack of basic civil valorization in the imperial male agents and later female agents they met. Because the imperial cultures of Europe could not valorize diverse citizen participation, their ecologies were out of balance. With ecological disruption and collapse, economic disaster frequently reoccurred during this age. This imbalance served as an impetus for exploitation and travel by royal agents. A lack of livelihood sharing is an important part of our cultural heritage. These cultural habits and perceptions bind our interpersonal relations. If we are to restore sustainable civil ecological and economic relations, we must understand our heritage.

### C. CORPORATE AND SHARE OWNERSHIP

The property of the Corporation, (that existing after its debts and other obligations have been duly satisfied), is owned equally on a collective basis by each of its shares PHS as issued to member shareholders. These shares represent the devotion of their contributors. A full range of community participants is provided for with the Consumer, Employee, Supplier and Fund Association memberships. While each of these functions is essential for the other, each is also an integral part of community life. Each are separate economic functions in which individuals will specialize. Associations are provided so that each participant activity will have a clear expression and representation within the provision of essential services for themselves and the economic life of the community. The participant is provided a place for individual and collective equity, expression and ownership. The corporation attempts to provide a balance of control and ownership for its memberships.

### D. COMMON SHARE (PHS)

The Common Share of membership is named the '**Person Working Hour Capital Share**' or abbreviated as P.W.H.C.S. and commonly referred to as the **Person Hour Share**. The **PHS** is meant to be accessible to all members of community and allows Indigene to organize and manage human devotion to essential services. The PHS is the ownership and voting share.

**7.0 SHARE BASIS E. PAR VALUE**

Page 18.

- a) The Par Value of shares is indexed by the board to a guideline based on the hourly rate of the Quebec Minimum Wage. Par Value of shares is reimbursed in money, goods or service.
- b) The Corporation Board may alter this level at the beginning of each fiscal year such that:
- I. this rate is adequate for the maintenance of a family of three members with essential services of food, shelter, clothing, warmth and health by one adult working at a wage equivalent to one PHS per hour of a 40-hour week and a 2000-hour year. This rate considers purchase of these goods or services within the Corporation's operating region using Canadian money.
  - II. this rate may also reflect the adequate buying power of this wage on a fixed date such as October 1981 when the Quebec Minimum Wage was \$4.00 per hour or 1999 at \$6.90 / hour.
- c) The Par Value of shares is made known each year to the membership through the newsletter, bulletin boards, and Association meetings and to government ministries.

**F. NON-PROFIT NATURE**

Participation is designed to fulfill the provisions of federal and provincial statutes for Non-Profit incorporation through the following community service provisions:

- Devotion to the provision of livelihood for all citizens.
- Devotion to the provision of essential goods and services for all citizens.
- Structures based on multi-user co-operation and not exclusive competition.
- Limit of annual return on PHS to reasonable market interest rates. In the spirit of self-sufficiency, participation prefers borrowing from members rather than outside entities.
- Limits on par value of shares to fairly static community standards. The Person Hour Share as an indicator of a basic unit of labour return is indexed to the Minimum Wage.

**G. DYNAMIC ACCOUNTING**

- a) Consumer, Employee, Supplier and Fund members are each issued shares according to their particular modes, with certain different attributes attached depending on each Association's Aims and operation. Patronage, labour, products, services, management, operations, research and reinvestment of human capital are each contracted at market rates negotiated between the individuals, their representative associations and the corporation.
- b) The knowledge that each member gains through these interactions is the foundation for appropriate decision-making and strategy at team, association and corporate levels for consumer, employee, supplier and fund members. This is represented by share voting.
- c) Capital and Co-operative based organisations have never been able to animate these resources. Co-ops have never been able to issue voting shares for work, patronage or supply input or integrate unequal stakeholders because of one member/ one vote. Companies have been unable to do the same because of their lack of "online" accounting.
- d) The number of PHS holding Corporation's ownership is dynamic and affected on a quarterly basis by continual member investment and return. Associations submit their member share accumulations to the corporate board for ratification as voting PHS.

**H. AUTHORIZATION** Share issues are designed by the Executive Committees of the Corporation or Associations respectively and authorized by the Corporate Board of Directors.

The Corporation and its Association will use several methods to enhance communication amongst its members and the community in which it serves. These include:

- a) CIRCLE PROCESS outlined in section 11.0 on General Meetings.
- b) NEWSLETTER and INTERNET rights section 18.3.
- c) CAUCUSING as outlined in section 12.5.
- d) NON COMPETITIVE ELECTORAL REPRESENTATION as outlined in section 12.
- e) GREEN MAPPING of community resources follows the native traditions of Geo-Graphic communication. Green refers to the ecology of living resources, which contribute to essential services. Living resources include plants, animals, earth, air, waters, solar-energy cycle, the built-environment and human resources, which transform physical resources. Business may take place outside of corporate owned buildings or facilities. Mapping charts business and livelihood operations in other community facilities as well as structuring its compensation, representation and incorporation as PHS. Computer mapping composes information layers.

#### J. REPAYMENT OF SHARES

- a) Each share issued shall bear a date or condition of maturity, or recall and reference to its contract obligations, such as may be termed in individual or collective agreements.
- b) The Corporate board may not approve repayment of shares when:
  - I. such repayment would be detrimental to the financial stability of the Corporation.
  - II. the Corporation is insolvent or such repayment would make it insolvent.
- c) A share's reimbursement value is equal to its Par Value on the date of its maturity.
- e) Holders of mature Employee, Supplier and Fund shares are advised to give 30 days notice in writing of their intent to liquidate their shares.
- f) The Corporation shall not in any fiscal year repay more than 20 % (?) of its shares.
- g) The Corporation shall not appropriate for repayment in any one fiscal year an amount equal to more than one half (?) of its general reserve.
- h) Preference is given to the repayment of shares through exchange with goods and services.

#### K. PROPORTIONAL LIMIT FOR ASSOCIATIONS

A proportional limit is placed on the issue of voting shares (PHS) by the Corporation to its four membership Associations as follows:

- a) The limit is designed to maintain a balance of power respecting the share rights of Consumer, Employee, Supplier and Fund members towards a community of involvement.
- b) Building of the Association investment basis to the proportional limit is made during the first 5 years of the Corporation's existence as outlined in section 22.0 A-C, Formative Years.
- c) Proportional limits of the Corporation total for each of the Associations are as follows:
  - I. Consumer Association held issues of PHS at twenty-five percent (25 %).
  - II. Employee Association held issues of PHS at twenty-five percent (25 %).
  - III. Supplier Association held issues of PHS at twenty-five percent (25%).
  - IV. Fund Association held issues of PHS at twenty-five percent (25%).

## 7.0 SHARE BASIS K. PROPORTIONAL LIMIT FOR ASSOCIATIONS continued, Page 20.

- d) The baseline for each of the Associations comes from the level of participation within the Consumer Association built on their subscriptions to membership, purchases and retention of this share (PHS) involvement. Sales generate the revenues upon which all capital is built.
- e) Plans for the issuance of voting shares from one Association would normally require simultaneous planning for complimentary issues from each of the other three Associations.
- i) Those PHS falling outside the proportional limits are treated as Preferred PHS, non-participating but separate from strictly Preferred Shares.
- j) Within each association proportional limits are based upon the number of members and their levels PHS holdings in order to maintain collective control yet individual expression.

L. PREFERRED SHARES may be issued by the Corporation:

- a) receive priority in the distribution of dividends.
- b) are non-voting and non-participating in decisions of the Associations or Corporation.
- c) Preferred shares may be included to voting PHS membership based on their seniority.
- d) are equal in value to the annually assessed Par Value of the PHS.
- e) for the purpose of fundraising outside of its user-based economy.

### 7.1 SHARE BASIS FOR CONSUMERS

A. The cost to a consumer for a PHS is equal to its current Par Value.

B. 10 PHS qualifies the consumer for full Consumer (voting etc.) membership.

- a) Only qualification shares may be purchased.
- b) Consumer PHS are non-transferable, non-negotiable and may be sold only back to the Corporation for the value of the PHS current Par Value in goods and / or services.

C. Consumer membership may also be developed through a 'Frequent Buyer Program' based Patronage Share Plan (P.S.P.) up to the consumer limit of 100 PHS.

- a) Under this plan percentages of dollar purchases are accredited to the registered consumer during each year are converted to PHS registered to that consumer's account, for the value of shares as determined by the current Par Value.
  - I. This P.S.P. percentage is granted to all registered consumers in recognition of the labours to which a consumer may contribute for creating the stores efficiency.
  - II. Contributions may include patronization, suggestions, a knowledgeable untended use of facilities, awareness of seasonal stock fluctuations (e.g. that of fruits, vegetables, perishable stock, etc.) and friendly casual advertisement.
- b) Those Consumers who prefer may opt for monthly or quarterly PHS accreditation at a reduced rate. Example: The yearly rate of one tenth of a percent (.1%) per PHS held is reduced by forty percent ( $40\% \times .1\%/PHS = .06\%/PHS$ ) for monthly accreditation and ten percent ( $10\% \times .1\%/PHS = .09\%/PHS$ ) for quarterly to reflect the investment values devoted to the operation of the Corporation. See TABLE 10 g) Consumer Cost/Benefit, P. 37.

D. Consumer ownership participation is sought for its value of :

a) Investment, to provide a quality orientation (e.g. nutrition, health or durability) which contributes to balance the ever-present production requirements placed on employees.

b) Providing consumer powers and representation to monitor practice of fair and indiscriminate business dealing and that face value be received for goods purchased.

c) Indicating to the corporation as a sort of biofeedback system of the sort of goods and services which, the corporation should be offering.

d) Generating identification with Corporation facilities crucial to minimal cost and unsupervised handling programs such as:

I. the development of home storage facilities which, increase bulk sales.

II. provision of self-serve facilities including gravity fed food dispensers, kitchen and educational facilities etc. which lessen store employee division labours or packaging costs and allowing for consumer reuse of personal bags and containers.

E. Consumer full membership qualification and additional shares (PHS) may be reimbursed at their current Par Value in goods, however, in keeping with the Corporation's obligation to secure and monitor the state of its finances, it may place a limit on liquidation of PHS depending upon its financial situation.

## 7.2 SHARE BASIS FOR EMPLOYEES

A. Shares are issued under contract to Employees based on the Person Working Hour Capital Share PHS which forms the ownership or voting share:

a) The PHS represents an equivalent value for hours of rudimentary labour.

b) Equipment, acquired skill, or training provided may relatively increase the proportion of PHS that a person receives under an employment contract.

b) Labour contracts may allow to employees a proportion of so many PHS per hour (e.g. 1.3 PHS / hr for the position of a stock handler) or as so many PHS per job (e.g. 150 PHS / job to repaint the stock room).

c) Long term investment labour contracts may be drafted in relation to Corporate production or profitability goals with quality, quantity and fulfillment schedule requirements.

B. a) Rudimentary labour refers to those tasks, which require:

I. Little more than low production skills or minor levels of commitment or responsibility;

II. low on the job demand for operation, design or innovation development;

III. demand for little articulation or expertise in the manipulation of tools and equipment.

b) This rudimentary level provides a common denominator and as such:

I. may be used as a beginning accreditation to introduce individuals to the employee involvement and investment role of membership.

II. assumes an Employee's wage scale will increase as experience brings production skills and knowledge from which the corporation benefits and may thus encourage.

III. brings production efficiencies through the coordination of multi-faceted labours around this discriminating yet accessible common share.

## 7.2 SHARE BASIS FOR EMPLOYEES

Page 22.

C. a) Shares (PHS) are issued under the Employee Share Ownership Savings Plan (E.S.O.S.P.) of the Corporation's Total Wage Package as outlined in section 9.2 H.

## 7.3 SHARE BASIS FOR SUPPLIER MEMBERS

A. Shares are issued under contract to Suppliers based on discounts, which they invest in the store for products or services beyond normal market discounts. The store in return offers preferential purchasing and facility contracts. Supplier share accounts are accredited as PHS.

a) Members will include a diversity of suppliers including organic farmers, gardeners, recyclers, manufacturers, wholesalers, distributors, transporters, landlords etc. A supplier is a person or organisation providing goods or services outside of the corporation's ownership.

b) Contracts may allow exclusive supply for certain products and services or within certain quantities for certain periods of time such as growing seasons etc.

c) Long term investment contracts may be drafted so as to place their relation to the quality, quantity and schedule for fulfillment of their production goals or corporate profitability goals.

B. a) Qualities may include the various criteria such as organic, bio-dynamic, and may:

I. be subject to inspection,

II. involve learning, recreation and labour exchanges with store members to the farm, practitioner, industry etc,

C. a) Shares (PHS) are issued under the Supplier Share Ownership Savings Plan (S.S.O.S.P.) of the Corporation's Total Wage Package as outlined in section 9.2 H.

## 7.4 SHARE BASIS FOR FUND MEMBERS

A. Shares issued to Fund members include the PHS or common share of the Corporation and preferred shares.

B. Shares may be sold only back to the Corporation at their Yearly established Par Value.

C. Fund PHS are voting stock with full Fund Association membership rights.

D. Fund PHS originate from senior shares in the Consumer, Employee and Supplier Associations having surpassed the individual and association proportional limits involved.

E. Ownership of shares within the Fund Association is proportionally limited to one quarter of the Corporate total.

F. The Association will receive to membership mature or most senior Consumer, Employee and Supplier PHS and in turn reimburse or when necessary alter to preferred status mature or senior Fund PHS.

G. The minimal holding of shares in the Fund Association is 35 PHS requiring that insufficient numbers of shares be held as non-voting preferred class PHS.

H. Consumers once having reached their Association maximum of 35 PHS are given the option to purchase two PHS for every one invested up to the minimum 35 PHS, Fund Association requirement.

#### 7.4 SHARE BASIS FOR FUND MEMBERS

Page 23.

I. Each Fund share issued shall bear a date or conditions of maturity or recall and reference to any obligations involved.

J. Consumer-origin Fund PHS are only exchangeable for Corporate goods & services.

K. a) Fund Preferred Share issues are prepared by design of the Executive Committee and must receive ratification by a majority of Corporate Board of Directors represented PHS before institution.

b) Ratification may take form of the Corporate Board's approval for capital fund raising towards specified purposes and within specified limits.

c) Preferred shares may act as a Savings Credit Union for the community. They provide an investment fund for the provision of essential services.

L. Employee PHS transfer to Fund shares automatically after one year's absence from the individual's employment with the Corporation or when proportional limits are reached.

**8.0 MEMBERSHIP ASSOCIATIONS** of the Corporation shall include:

8.1 the Consumer Association, 8.2 the Employee Association, 8.3 the Supplier Association and 8.4 the Fund Association,

#### 8.1 THE CONSUMER ASSOCIATION

A. a) In association, a setting is provided for the collective expression, development, representation and enactment of the social and economic concerns of Consumer members.

b) The Corporation's recognition and accreditation of their patronage as a contributable value provide a manner of investment for Consumers expressed through PHS.

B. Membership is available to consumers who for their part may be interested to benefit from economic incentives such as the Patronage Discount Rebate, participation recognition as in the PHS membership development plan and formal consumer, political, educational and social aspects of the Association.

C. It is hoped that consumers will feel attracted to combine their buying power in collaboration with that of the Corporation.

D, As consumer needs merit they are charged with maintaining their Association.

E. Within Associations, a proportional limit is placed on the ownership of participating PHS in order to keep a relatively equal, yet cognitive basis through which members voice and enact their concerns (refer to sections 9. on Consumer, Employee, Supplier, Fund admission and membership).



## 8.2 THE EMPLOYEE ASSOCIATION

Page 24.

8.2 A. In association a setting and a manner of investment is provided for the collective expression, development, representation and enactment of the social and economic concerns or employee members. In our community setting employees may be considered those performing tasks contributing internally to the operation of the organization in contrast to suppliers performing tasks contributing externally to the operation of the organization. Employees are those contributing within the setting, local and administration, while suppliers would typically maintain their own setting, local and administration.

B. a) Employees included shall be those individuals performing tasks involved in the operation of the Corporation's store, its office and its production, packaging, warehousing, transport, maintenance and administrative operations.

b) Other laborers which the Corporation may request to participate are those providing equipment, material, goods, customer home service, consulting or research operations.

C. All individuals under contract for labours under paragraph 8.2 B in both full and part time capacities within the provision of the collective Employee labour contract shall be considered members of the Employee Association.

D. It is hoped that for the economic and social benefits offered that; individuals will feel attracted to offer their services in collaboration with those of the Corporation.

E. As Employee needs merit along with their obligations to the Corporation, they are charged with maintaining their Association.

F. Within the Association a proportional limit is placed on the ownership of participating (voting, etc, PHS) shares in order to maintain equality of opportunity for involvement and cognitive basis through which Employees may voice and enact their concerns (further outlined in section 9.2 on Employee membership).

G. Employee investment in the Corporation takes place under the provisions of the Employee Stock Ownership Savings Plan (E.S.O.S.P.) through which:

- a) Employees achieve, share (PHS) ownership of the Corporation facilities and the basis of their decision making rights.
- b) A proportional limit is placed on the ownership of voting shares (PHS) in the Employee Association in order to maintain equality of opportunity for involvement and a cognitive basis for the expression and enactment of labour concerns.
- c) The Employee Association's ownership of the Corporation is limited on a basis of maintaining parity with the level of PHS ownership by the Consumer, Supplier and Fund Associations. All four associations plan their development and operations together.
- d) Employee held PHS transfer automatically to the Fund Association in the case of an employee's non-employment with the Corporation for a period exceeding one year.

A. In association, a setting is provided for the collective expression, development, representation and enactment of the social and economic (e.g. trade and livelihood) concerns of the Supplier members. In our community setting employees may be considered those performing tasks contributing internally to the operation of the organization in contrast to suppliers performing tasks contributing externally to the operation of the organization. Employees are those contributing within the setting, local and administration, while suppliers would typically maintain their own setting, local and administration.

B. Suppliers are those who furnish goods or services to the organization under their own administration and local. These goods and services are sold retail or wholesale by Indigene.

C. Suppliers are included as part of the economic community that sustains itself as part of our livelihood objectives. Indigene is centered in the community itself in addition to its particular facilities (e.g. warehouse, store, professional centre, garden, home, transport, farms), yet endeavors to provide for communication and collaboration between these various facilities in a stakeholder model of corporation.

D. It is hoped that for the economic and social benefits offered that; individuals and business will feel attracted to offer their goods and services in collaboration with those of Indigene.

E. As Supplier needs merit and as they have undertaken obligations to the corporation, they are charged with maintaining their Association.

F. Within the Supplier Association a proportional limit is placed on the ownership of participating shares (voting PHS) in order to provide a community of ownership as well as a voice for the concerns and efforts of suppliers. A proportional limit is placed on the ownership of voting shares (PHS) in the Employee Association in order to maintain equality of opportunity for involvement and a cognitive basis for the expression and enactment of supplier concerns. The Supplier Association's ownership of the Corporation is limited on a basis of maintaining parity with the level of PHS ownership by the Consumer, Employee and Fund Associations. All four associations plan their development and operations together. Supplier rights and responsibilities are further outlined in section 9.4

G. Supplier investment in the corporation is provided through good and service contracts.

- a) Given its objectives of high quality products for its consumers, the corporation cultivates understanding for the quality of its supplier operations.
- b) The corporation will communicate these qualities to its consumer, employee, fund and other supplier members. In exchange for this preferential marketing by the corporation through the knowledge of its employees to its consumer membership of particular suppliers for their goods and services, the supplier will offer trade discounts above those normally provided to the market. In recognition of this understanding relationship, the corporation offers to the supplier, ownership PHS involvement through its Supplier Association.

### 8.3 THE SUPPLIER ASSOCIATION continued,

Page 26.

G. c) The Supplier Association's ownership proportion of the corporation is held at one quarter (25% twenty-five percent) of voting shares. The Consumer, Employee, Supplier and Fund Associations may collaborate to raise capital needs where merited proportionally. The Corporation will attempt to cultivate within the Supplier Association many local suppliers for goods and services, adequate business for sustainable goods and service contracts and commitment to the community eco-objectives of the corporation.

d) Supplier held PHS transfer to the Fund Association in the case where no supplies have been purchased by the corporation for a period of two years.

### 8.4 THE FUND ASSOCIATION

A. In association, a setting is provided for the collective expression, development, representation and enactment of the social and economic concerns of Fund members.

B. a) The Association provides a setting for senior Consumer, Employee and Fund share owners to pursue their interests with the Corporation (see proportional limits section 9.3).

b) Also provided is a setting by which members, and other owners of preferred shares may meet as a consulting although not voting body to the Corporation through the arrangement of the Fund Association.

C. As Fund member needs merit, they are charged with maintaining their Association in addition to fulfilling their requirements with the Corporation.

### **9.0 ADMISSION AND MEMBERSHIP**

A. Four different kinds of membership Associations are constituted as follows:

a) Consumers (section 9.1) who have acquired the minimum 10 Consumer full membership qualification PHS and purchase goods or services from the Corporation are entitled Full membership rights through the Consumer Association.

b) Employees (section 9.2) who are under contract to the Corporation for labour or services and have acquired the minimum 100 employee full membership qualification PHS are entitled full membership rights through the Employee Association.

e) Suppliers (section 9.3) who are under contract to the Corporation for goods and services and have acquired the minimum 50 supplier full membership qualification PHS are entitled to full membership rights through the Supplier Association.

f) Fund members (section 9.4) are those individuals reinvesting their senior Consumer, Employee, Supplier or Founder origin shares to the Fund Association at a minimum of 35 fund full membership PHS.

B. The minimum age of membership to the corporation is of 16 years of age.

a) An individual may voice his or her concerns through a family or group (corporation, business, organization etc.) membership. Each family or group membership will provide the corporation with a statement of who is involved or not involved in the membership as well as who will represent the family at meetings.

b) An individual may be member simultaneously in the Consumer, Employee, Supplier or Fund Associations.

## 9.0 ADMISSION AND MEMBERSHIP

Page 27.

D. Consumers must have resided within the Corporation's Operating Region a minimum of one month prior to application in order to be eligible for Consumer membership.

E. a) All prospective members are asked to contribute a written statement or indicate from a Corporations supplied list, the goals, which have motivated their membership.

b) The provision of this statement is designed to enhance inter-member communication and give an ongoing collective sense and direction of purpose to the Corporation.

### 9.1 CONSUMER MEMBERSHIP

9.1 Conditions for registration as a Consumer member are as follows:

A. a) Consumers shall contribute a written statement of at least 50 words or indicate choices from a membership prepared list, of those aims, which have motivated them to membership.

b) It is desired to make known to prospective consumer members an open door policy where personal goals are respected for the strength they lend to the Association only limited by natural human considerations as found in civil law.

B. The applicant shall have read and understood those basic provisions concerning the rights and formalities of consumer membership. Individuals or families own consumer memberships. The individuals that form them and may be birth-related or chosen groups of people define families. An individual may voice his or her concerns through a family or group (corporation, business, organization etc.) membership. Each family or group membership will provide the corporation with a statement of who is involved or not involved in the membership as well as who will represent the family at meetings.

C. Purchase or development of 10 PHS (common shares) to qualify for full membership (redeemable),

D. a) Payment of the yearly Registration fee which is equal to the PHS Par Value (set yearly).

b) Persons joining during the last 5 months of each fiscal year pay one half of this fee.

c) For existing members at the beginning of each new fiscal year one PHS is transferred from their registered or accredited PHS account to pay for this fee.

d) Members lacking sufficient PHS in their account may purchase registration fees.

e) Registration fees are non-refundable.

E. Consumer members are issued Identification Cards upon joining. These cards are either magnetized or 'bar codes' which consist of :

a) The family name. e.g. Friend

b) The given name. e.g. Edith

c) Other family members with first and last names.

d) Date of joining Consumer membership with - Year, Month and Day

e) Type of Membership - Consumer -CA

f) Signature -

9.1 CONSUMER MEMBERSHIP

F. Consumer Account numbers may be shared for purchases with family or any other individuals at the prerogative of the member.

G. Consumer purchases are accredited to the account number used (friend, group and family affiliation is encouraged).

H. Shares (PHS), Newsletter publishing, voting proxy forms, Voting slips, Member Petitions, Rebate - Discount chits and Account cards bear this identification and member signature upon use.

I. Under the Membership Development Plan consumers attain accreditation under which:

- a) they pay the yearly registration fee but are not required to purchase the 10 qualification shares. PHS which are instead developed from purchases.
- b) portions of accredited purchases are registered and converted to shares at the end of each year towards the applicant's ownership of 10 qualification shares. (PHS) and their owner entitlement to full membership status.
- c) only accounts of full membership status receive the 'Frequent Buyer Program' Patronage Rebate Discount accreditation on their purchases (section 10.1).
- d) individuals may purchase at any time whatever PHS are required for their entitlement to full membership status.
- e) rights of full membership include voting, agenda item placement, speaking rights at meetings, yearly dividend rights, the Patronage Plan rebate, the PHS development plan, publishing rights in the Corporation Newsletter, entitlement to candidature for Director elections and other rights from which members may benefit through their visible association as consumers.

DATE	NAME	ACCOUNT #	PHS	PURCHASES to date	ACCREDITATION	CREDITS Used	CREDITS Available

Consumer records are kept on computerized Frequent Buyer Programs. These programs which help as well in inventory control are usually part of Point of Sale POS systems. Bar codes keep track of products and special codes are made for consumer members. Each time a customer comes to the cash and purchases goods or services, the bar code reader activates the consumer account. Purchases are recorded to the customers account and in this system form the basis for the issue of customer-patronage PHS. Simultaneously credits are entered to the account and the Point of Sale screen will tell the customer how many PHS credits are available for spending on the purchase. The customer may buy up to a certain percentage of a purchase with PHS credits or keep them for voting, investment and greater returns.

J. In the Consumer Association each member is limited to the purchase of only those qualification shares (PHS) which are required for the acquisition, maintenance or resumption

of full membership.

#### 9.1 CONSUMER MEMBERSHIP continued,

Page 29.

K. a) A percentage of accredited purchases to each consumer account is registered at the end of each year and converted to that Consumer's PHS account.

b) At the Corporation A.G.M. new Consumer PHS are recognized their membership rights, new shares in all the Associations are declared, and a statement of Corporate share ownership make-up is outlined.

c) At the end of each fiscal year, registered shares are allocated dividends.

L. a) A Proportional Limit is placed in the Consumer Association at a maximum of 100 PHS per member.

b) All Consumer developed PHS in excess of this 100 limit:

I. are placed as Preferred PHS up to the 35 PHS minimum qualification of the Fund Association and after this as participating Fund Membership shares.

11. grant consumers the option to purchase 2 PHS for every Consumer PHS transferred to the Fund Association to meet its qualification minimum requirement of 35 PHS.

111. upon registration in the Fund Association are subject to its rights and obligations such as minimum holding dates, operating procedures, etc.

M. Upon 30 days notice Consumer members may redeem:

a) Those registered PHS in excess of the 10 qualification PHS at Par Value for goods or services with the loss of the share privilege involved.

b) Qualification or developed PHS at their Par Value for goods or services with the subsequent loss of membership rights as in the case of resignation or return to applicant status.

N. a) Non-Consumer members are welcome to purchase at the store, but without membership benefits.

b) It is hoped that such an open door policy may familiarize the public with store facilities and encourage their association, registration and membership.

#### 9.2 EMPLOYEE MEMBERSHIP

Included to membership are those individuals contracting 100 PHS or more per year of their labours to the Corporation.

A. APPLICATIONS for Employee positions shall be received, and reviewed for the following criteria by a Personnel Officer (Human Resources) chosen by the Corporation Board:

a) An existing Employee member sponsors the application.

b) The personal aims of the applicant shall be clearly defined in a written statement (100 words minimum) of Goals of Membership and further elaborated on with a written resume of work, training and educational experience.

c) The applicant's goals are compatible with Corporate Aims.

d) The applicant has read and understood the Aims, Bylaws, rights, obligations and contracts



The payroll accounts person keeps track of employees work and fills out this time sheet according to the contracted rates of compensation, salary, benefits, goods and services. The employee develops PHS ownership with a certain portion of his or her Total Wage Package. Once accredited these are periodically registered as voting PHS with active ownership rights.

9.2 EMPLOYEE MEMBERSHIP B. Total Wage Package continued, Page 31.

- VI. Employee Stock Ownership Savings Plan All Employee members shall invest the E.S.O.S.P. proportion of their Total Wage Package with the objective to provide for:
- i. A guiding hand in the management of the Corporation from the association's one quarter ownership share through the Employee Association.
  - ii. Recognition of the yearly and long term effects of Employee labours to the life of the Corporation.
  - iii. Replacement of mature Employee PHS on an ongoing basis within its proportional PHS responsibility in the Corporation.
  - iv. The ability of the Corporation to accept the labours of applicants for Employee roles and compensate the same as welcomed dimensions to the Corporation's development of service for the community.
  - v. The basis of the Corporation's concerted effort to coordinate multi-faceted productive labours in pursuit of its aims.
  - vi. The ability of the Corporation budget to meet operating expenses for the year and viability for future service to its member's needs.

b) SHARE INTEREST

- I. Each year the Corporation will assign interest to shares as outlined in section 10.0 C, Dividend rights.
- II. Dividends are accredited on Employee PHS quarterly beginning in the quarter of each year following that in which the contracted labour was accredited and as such a:
  - i- First quarter share will receive 75 % of the annual PHS interest.
  - ii- Second quarter share will receive 50 % of the interest.
  - iii- Third quarter share will receive 25 % of the interest.
  - iv- Forth quarter share will receive 100 % of the next year interest.

c) SALARY

- I. Salaries and other financial aspects of the Total Wage Package are considered a business expense in the operation of the Corporation.
- II. Salaries are contracted depending on the budgeted financial position of the Corporation, to be paid monthly, biweekly or in other manners, such as upon receipt of services, or considering the attainment of certain levels of sales or profitability etc.

d) GOODS AND SERVICES

- I. The goods and services portion of wages, although likely to play a minor role in any contract, holds a significant role in Corporate planning.
- II. When an Employee has opened a Consumer account in the regular fashion, his or



her purchases from the store, are accredited as Consumer member purchases and full Consumer member rights (except that of candidature for Consumer Director representative) are accorded.

## 9.2 EMPLOYEE MEMBERSHIP B. Total Wage Package continued, Page 32.

III. It is to the Corporation's advantage that a further opportunity for employee - consumer dialogue and product or service monitoring be established.

IV. Mature Employee shares and dividends are negotiable for purchases and contracts may be written benefiting such arrangements.

### e) BENEFITS

I. The Benefit portion of the Total Wage Package shall attempt to be comparable with benefits provided by similar Quebec Industries.

II. Benefits include holiday pay, sickness and accident compensations, pension, unemployment insurance and other benefits as may be appropriate to the well being of the Corporation and its employees.

C. IDENTIFICATION Employees are issued Identification Cards upon joining. These cards are either computerized 'magnetized' or 'bar codes', which consist of:

- a) The family name. e.g. Friend
- b) The given name. e.g. Edith
- c) Other family members with first and last names.
- d) Date of joining Consumer membership with - Year, Month and Day
- e) Type of Membership - Employee EM
- f) Signature

## 9.3 SUPPLIER MEMBERSHIP

Included to membership are those individuals, companies, cooperatives, and organizations that voluntarily subscribe to Supplier Association membership through preferential supply and purchase contracts. Applications for Supplier membership will be received and reviewed for the following criteria by a Purchaser chosen by the Corporation Board:

- A. The ecological quality of the goods and services include both our body ecology, the ergodynamics of human / machine dynamics and the larger ecologies of the earth itself. Between body and earth ecologies are a whole range of ecologies that are the foundation of our organizational objectives. Ecology will include:
  - a) A lifecycle assessment in the implementation, disengagement, reduction, reuse and recycling for our good and service products.
  - b) Analysis of compostability of parts and the whole of these products.
  - c) Human economics as a part of our ecology. We need to think of ecology and economics at the same time.
- B. The organizational aims of the supplier and those reasons for joining Indigene shall be

clearly defined with submission of their incorporation papers and a written statement of one hundred words minimum.

- C. The supplier applicant goals must be compatible with the corporation.
- D. The supplier applicant has read the incorporation documents of Indigene.

9.3 SUPPLIER MEMBERSHIP continued

- E. A supply / membership contract is reached satisfactory to a majority of PHS represented by Directors of the Supplier Association.
- F. A majority of Supplier Association and Indigene Corporation directors approve admission or authorize a Supply Purchasing agent to do the same.
- G. The Supplier member is charged a registration fee (non-refundable) equal to two PHS for each contract that is undertaken and one PHS per year of the supply contract (fees may be considered equivalent to professional association fees and cover association costs).
- H. Supply contracts will be negotiated individually and collectively between the supplier, Buyer/Purchasing Agent, the Association and the Corporation. These may include provision for shares, monetary payment and trades for other goods or services and benefits.
  - a) Contracts for Supplier involvement are negotiated on the premise that knowledge of a supplier process and qualities of production will enable consumers and employees to make informed ecological decisions about their purchasing.
  - b) Efficiencies of product ecology, production, processing, marketing and consumption can be developed through this economic relationship and systematic knowledge of the concerns for all stakeholders.
  - c) The PHS holding of the supplier Association will be equal to each of the Consumer and Employee Associations. Consumers, Employees, Suppliers and Fund Associations will strategize together for new capital projects and needs.
  - d) Suppliers are free to become members of the Supplier Association. It is hoped that the benefits offered will give incentive for this involvement.
  - e) For full membership rights Suppliers must invest 20 PHS in their first year and 10 PHS per year thereafter.
  - f) Proportional PHS rights are outlined in section 10.
  - g) PHS accredited to a Supplier member's account through the Purchasing Agent. PHS are registered as voting at the end of each quarter.
  - h) Supplier members shall invest in the corporation with the objective to provide for:
    - i. A guiding hand in the management of the corporation through the twenty-five percent ownership of its Supplier Association.
    - ii. Recognition of the yearly and long-term economy for suppliers and the corporation.
    - iii. Compensation for mature Supplier share holdings as required and on an ongoing basis.
    - iv. Corporate ability to write compensatory contracts with community based suppliers.
    - v. Corporation ability to supply necessary goods and services for its consumers.
    - vi. The ability of the Corporation to meet operating expenses for the year and viability for service to member needs.
  - i) Each year the Corporation will assign interest to its shares as outlined in section 10.0 C.

DATE	SUPPLIER	ACCOUNT #	INVOICE #	EXCEPTIONAL DISCOUNT	PHS ACCORDED	TOTAL PHS	GOODS, SERVICES
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							RECEIVED

The Supplier Treasurer keeps track of Supplier contracts and deliveries and accredit the arranged for PHS Credits to the Supplier account. These PHS bring voting and other benefits  
 9.4 FUND MEMBERSHIP Page 34.

Participating are members reinvesting senior or mature PHS of consumer, employee and supplier origin towards the Fund Association and Corporation goals. A goal of the Fund Association is to provide as broad a senior consumer, employee and supplier participation as possible. If the Fund Association is at the level of its maximum possible voting PHS participation in the corporation then members with more than average holdings in Consumer, Employee or Supplier limits will be compensated or invited to reinvest in preferred shares.

In indigenous societies the Fund Association is similar to the participation of Elders in its economic life. Masters of trades and occupations maintained an ownership or involvement in production societies after their physical productivity diminished. Naturally they took a role in management and direction of enterprises.

Applications are made as follows:

- A. An application is made regarding the transference of available or mature PHS to the Fund Association by a shareholder in the Consumer, Employee or Supplier Associations.
- B. The applicant makes known personal intent for reinvestment through a written statement (fifty words minimum) for goals of membership.
- C. The applicant has read and understood the aims, bylaws, rights and obligations of the Fund Association to his or her own satisfaction.
- D. For full participation and membership, adequate qualifying PHS at a level of 35 PHS must be underwritten by the applicant and proportional limits acceded to (refer to section 10.3}.
- E. Fund members are considered as experienced and motivated participants with perhaps a longer view of the life of the corporation and as well on profitable investment of fund capital and the achievement of returns.
- F. Membership is processed by the Fund Board of Directors and approved by a majority of PHS represented by the Corporate Board of Directors.
- G. The Corporation charges a non-refundable registration fee equal to one PHS per fund membership per year.
- H. Restaurants, food manufacturers and other groups that buy through the store will quickly surpass their Consumer Association proportional limits and find representation in the Fund Association.
- I. Fund member purchases from the store are accredited for consumer involvement once a consumer account has been opened in the regular fashion.
- J. It is to the Corporation's benefit that; a further opportunity for Fund, Consumer, Supplier and Employee dialogue be established through cross memberships.
  - a) Mature shares or dividends are redeemable for purchases and contracts may be written benefiting such arrangements.

NAME	FUND ACCOUNT #	PHS HELD	PREFERRED SHARES	PHS ORIGIN	MEMBERSHIPS	RISK CAPITAL	SPECIAL
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							COMPENSATION

On the basis of quarterly periods Consumer, Employee, Supplier and Fund members are given the opportunity (according to minimum and maximum restrictions) to transfer or acquire Fund PHS. The Fund Association Treasurer keeps track of individual Fund PHS and Preferred Share holdings and proportions.

J. PREFERRED SHARES

a) The 'Preferred Share' category acts as an internal Savings Credit Union (with Interest) for the purpose of investment in essential services through the Corporation.

b) Participating are:

1. reinvestments of mature PHS, which proportionally are not able to participate as member PHS or may be awaiting such proportions.

11. investments of moneys from members or the public at large, which may include suppliers, producers, government, etc.

c) Intent for preferred investments must be outlined in a statement of Goals of Participation as an original document or from a checklist.

d) Participants may request further information regarding the Corporation and meet together as a consulting body.

e) Dividends are accredited to Preferred shares on a monthly basis starting from the date in which the shares were purchased and ending in the month of their reimbursement.

K. Fund members are issued Identification Cards upon joining. These cards are either magnetized or 'bar codes' which consist of:

a) The family name. e.g. Friend

b) The given name. e.g. Edith

c) Other involved family or group members or officers with first and last names.

d) Date of joining Fund membership with - Year, Month and Day

e) Type of Membership - Fund - FN

f) Signature.

9.5 INITIATION PERIOD

A. During the period in which an interested individual first makes contact with the Corporation concerning an Employee, Supplier or Fund role, there is a familiarization process.

B. The group cautiously gets to know the person before allowing admittance into sensitive work or management areas.

C. The person cautiously gets to know the organization, work area and its people, while at the same time developing an attention for opportunities and dangers.

D. One slowly learns to perform multi-faceted tasks integral to a process.

E. Learning an individual's and corporation's strengths and weaknesses to be able to match

tasks where satisfaction may be developed is a process that; for the short run contributes little to production and profitability but in the long run is the basis of its capacity, communication and intelligence.

- F. a) This period is more of an exploration of potentials to be experienced by the individual and the corporation.  
b) Such a period may allow for future involvement.

#### 9.5 INITIATION PERIOD continued

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- G. The Corporation therefore requires of prospective new working members, a period of unaccredited initiation, before their possible acceptance to employment or shares.  
H. The length of this period is at the discretion of the employee, associations and the corporation.  
I. a) Initiation periods are entered into the corporation calendar along with the decision of acceptance, extension or refusal.  
b) Each decision should bear reference to a statement of reasons for it.  
J. Preferred Shares Fund investors are given an initiation period where the introduction and demonstration of the role for their investment in the production process is given.

## **10 SHARE PHS RIGHTS**

10.0 Shares (PHS) provide holders their equity and rights in the Corporation through its Consumer, Employee, Supplier and Fund Associations as follows:

### A. SPEAKING RIGHTS

- a) Some participants will be **verbal-logic inclined, some non-verbal-visual, some kinetic-action-oriented etc.** Meetings are considered but one of many ways for the diverse personalities who make up the corporation to contribute and influence its course. Each contribution is accounted for and provides voting expression. The meeting time itself is accounted for, yet the one who may work in a non-central location and prefers applied involvement on-site is also accredited for contributions.
- b) Determined within the length of each Association's Quarter, Annual or Special general Meeting; each share provides its holder or representative with proportionate speaking or agenda time. Because meetings cover a range of business and representative functions, this provision for speaking rights is meant to provide the meeting president or chairperson an approximate guideline. It is meant that concerns voiced should reflect the investments action, experience and commitment of the individuals involved proportionally to their involvement and others in each association and the corporation. Individuals wishing to have an impact on management and direction do best to invest and act first. Meeting agendas and discussions become a vehicle for the expression of these concerns.
- c) Roughly one third (1/3) of the length of each AGM is allotted to this proportionate time.
- d) This right may be used, at the option of each shareholder, respecting the rules of each Association's Parliamentary Procedure and at the direction of a meeting president (i.e. chairperson). A shareholder or representative wishing to exercise a speaking right would notify the association, corporate or meeting secretary for inclusion of an item on the agenda.
- d) Preparation and delegation of these rights within common interest groups of members will

all for more cohesive presentation of concerns.

- e) Director representation, newsletter publishing rights, and the petition or proxy procedures are provided for this preparation. Directors, proportional to their share representations, are allocated one third (1/3) of General Meeting agenda time.
- f) The officers in their function as corporation or association staff are allocated equally one third of the General meeting agenda time.

## **10 SHARE PHS RIGHTS**

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### **B. VOTING RIGHTS (Vote > Latin for a vow, wish or will)**

- a) One share (PHS) provides its owner with one vote. Voting is considered the process by which members collectively express their will and decide on the basis of their experience. The PHS specifically represents this experience for each member and for the corporation.
- b) At general membership or Board of Director meetings of both the Association and the Corporation, decisions are reached on majority bases by the number of share (PHS) votes cast by either shareholders or their representatives when the appropriate quorums are present. (Refer to Co-op Act, Bill 56, Section 73-75)
- c) Participation is designed to support **ECONOMIC 'DEMOCRACY'** from the Greek **'Power of the people'**. Indigene is concerned with the expression of personal and collective **livelihood** concerns. The process is designed to empower its members in all activities. Most traditions of voting tend to be ritualistic without systematic involvement. Economic democracy is considered here as separate from but not exclusive to social democracy.
- d) Operating decisions require the approval of a simple majority 50 % plus 1 PHS of shares.) Changes to the provisions of an Association's Bylaws require a two-thirds (66 2/3 %) majority approval at a general membership meeting.
- e) Changes to the provisions of the Corporation bylaws require a two-thirds (2/3<sup>rd</sup>) majority approval of shares (PHS) represented by the Corporate Directors.
- f) Admissions to employee positions or issues of fund shares (PHS) require a majority approval of shares (PHS) represented by the Corporation Directors.

### **C. REPRESENTATION RIGHTS**

- a) Each PHS held has the right to be represented by a director to which the member delegates (secret ballot) authority. Delegation allows each member to concentrate in a speciality.

### **D. REFERENDUM PROCEDURE**

- a) At any time a shareholder, petition of shareholders or director representing at least twenty percent (20 %) of an Association's shares (PHS) may demand that; a formal ballot of shares (PHS) be taken at the Association's A.G.M. on any issue or motion.
- b) This demand must be submitted at least forty-five (45) days in advance of this meeting:
- c) Each share petitioned has the right to demand a referendum on only one issue or motion per A.G.M. although the referendum may contain related questions.
- d) Notice of this motion must be made known to Association shareholders by mail at least 30 days in advance of the meeting.

### **E. SPECIAL GENERAL MEETINGS**

a) At any time a petition of association shareholders or directors representing at least thirty percent (30 %) of the Association's shares (PHS) may request that: a special general meeting of shareholders be held.

b) A Special General Meeting requires thirty days notice to the Association's membership including clear statements of purpose for the meeting and any motions to be presented.

### **10 SHARE PHS RIGHTS**

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#### **F. SHARE INTEREST RIGHTS**

a) Following the end of each fiscal year the Corporation Board will have issued interest to all shares equal to the Canada Bank Rate of Interest plus when necessary an investment incentive such as an additional 2 %. During formative years Risk Capital rates apply.

b) In years when the financial reserve of the Corporation is unable to issue the value of dividends in cash or coupons for goods and services then this amount will be accredited to the member's account for further PHS registration.

c) I. An expression of the worth of the Corporation's shares may be found in the operating value of its lands, buildings, equipment and products made possible through the investments of its Consumer, Employee, Supplier, Fund or Preferred class members.

II. This investment is reimbursed by yearly dividends.

d) Refer also to section 20.0 Operating Surplus disbursement.

#### **G. PUBLISHING RIGHTS**

a) Each PHS is accorded publishing rights to space in the Corporation media as outlined in section 18.3 D PUBLISHING POLICY IN CORPORATE COMMUNICATIONS.

#### **H. PROPORTIONAL RIGHTS**

a) In order to ensure each Association's and individual's representation in the Corporation, limits are placed on the equity holdings of each Association(25%) and likewise on the equity of each Association's shareholders.

b) Consumer Association involvement shall equal the required involvement of the Employee, Supplier and Fund Association.

e) Where member PHS registration exceeds proportional limits then these shares PHS assume the status of non-voting preferred shares.

f) At no time shall any member of

I. The Consumer Association hold:

i. more than 100 PHS

ii. less than 10 PHS for full (voting etc.) membership.

II. The Employee Association hold:

i. more than 4 times the # of PHS constituting the average Employee member holding.

ii. less than 100 PHS for full (voting etc.) membership.

III. The Supplier Association hold:

- i. more than 4 times the # of PHS constituting the average Supplier member holding.
- ii. less than 50 PHS for full (voting etc.) membership.

IV. The Fund Association hold:

- i. more than 4 times the # of PHS constituting the average Fund Member holding.
- ii. less than 35 PHS for full (voting, etc.) membership.

**10 SHARE PHS RIGHTS** H. PROPORTIONAL continued,

f) Averages are those current at the time of each contract (Consumer, Employee, or Fund) approval, taking into account the total number of shares (PHS) registered the number of shareholders and projections for consumer PHS participation at the end of each fiscal year.

g) Example of PHS distribution after 5 yrs. with a projected base of 350 Consumer members.

Type of Member	#Members	PHS/member	Total PHS	Value in \$ in'99	Percentage %
i. Consumer Min. of 10 PHS	110	10	1100	5058.67	9%
& maximum of 50 PHS	90	20	1800	14145	24%
<b>PHS =</b>	70	30	2100	5402.7	9%
1999 Minimum Wage =	50	40	2000	14490	25%
6\$90 / hour	30	50	1500	5064.6	9%
<b>TOTAL CONSUMER</b>	58650.9 7	Average 118.0 6	58650.9 7	Total 58650	Total 100%

Example of PHS distribution with a projected base of 14 Employee members.

ii. Employee	5	200	1000	14490	8%
Minimum 100 PHS	4	400	1600	5058.67	21%
Maximum 4 x average	3	900	2700	14145	35%
Of other employees	2	1600	3200	5402.7	35%
<b>TOTAL EMPLOYEE</b>	14	Average 775	58650.9 7	58650.97	100%

Example of PHS distribution with a projected base of 28 Supplier members

iii. Supplier	10	70	2100	14490	8%
Minimum 50 PHS	9	200	733.14	5058.67	21%
Maximum 3.5 x average	6	500	2050	14145	35%
Of other suppliers	3	1000	783	5402.7	35%



TOTAL SUPPLIER	58650.9 7	Average 303.57	58650.9 7	14490	100%
Example of PHS distribution with a projected base of 72 Fund members					
iv. Fund Consumer 53	35	60	2100	14490	25%
2833.14 PHS	18	40.73	733.14	5058.67	9%
Employee 8	5	410	2050	14145	24%
2833 PHS	3	261	783	5402.7	9%
Supplier 11	7	300	2100	14490	25%
2834 PHS	4	183.5	734	5064.6	9%
TOTAL FUND	58650.9 7	Average 118.06	58650.9 7	58650.97	100%
	Total Memberships		Total PHS	Total PHS Value	
TOTAL CORPORATION	464		34,000.14	234,600\$.97	

A series of tables is provided in this document for the reader to compare revenues and expenses for each of its policies and programs and for standard industry ratios of cost as a percentage of sales. PHS Distribution looks at the funding by the four memberships. The corporate planner will realize certain targets that must be met by each association.

**10 SHARE PHS RIGHTS H. PROPORTIONAL** continued,

**g) Consumer Cost / Benefit PATRONAGE SHARE (PHS) PLAN**

	INVEST-MENT	<b>BENEFIT PER YEAR based on the following purchases. Rebates are calculated quarterly (every 3 months)</b>				e.g. PHS Interest@Can.Bank rate +2%= 8%
# of Persons	PHS	Individual 1	Family of 3	Family of 5	Family of 7	<b>INTEREST</b>
Average Purchases/ Yr Stats Canada		\$2,500	\$6,000	\$10,000	\$14,000	e.g. 8% of PHS
	Refundable PHS	Yearly Rebate in PHS. Use as purchase discounts				
1 PHS . 1% Rebate	\$6.90	\$ 2.50	\$ 6.00	\$ 10.00	\$ 14.00	\$ 0.55
5 PHS . 5% Rebate	\$34.50	\$ 12.50	\$30.00	\$50.00	\$70.00	\$ 2.76
10 PHS 1% Rebate	\$69	\$25.00	\$60.00	\$100.00	\$140.00	\$ 5.52
20 PHS 2% Rebate	\$138	\$50.00	\$120.00	\$200.00	\$280.00	\$11.04
30 PHS	\$207	\$75.00	\$180.00	\$300.00	\$420.00	\$16.56

3% Rebate						
40 PHS 4% Rebate	\$276	\$100.00	\$240.00	\$400.00	\$560.00	\$22.08
50 PHS 5% Rebate	\$345	\$125.00	\$300.00	\$500.00	\$700.00	\$27.60
60 PHS 6% Rebate	\$414	\$150.00	\$360.00	\$600.00	\$840.00	\$33.12
70 PHS 7% Rebate	\$483	\$175.00	\$420.00	\$700.00	\$980.00	\$38.64
80 PHS 8% Rebate	\$552	\$200.00	\$480.00	\$800.00	\$1,120.00	\$44.16
90 PHS 9% Rebate	\$621	\$225.00	\$540.00	\$900.00	\$1,260.00	\$49.68
100 PHS 10% Rebate	\$690	\$250.00	\$600.00	\$1,000.00	\$1,400.00	\$55.20

Consumers may opt for monthly or quarterly PHS accreditation. The Patronage Share Plan PSP yearly rate of one tenth of a percent(.1%) per PHS is reduced by:

- forty percent(40% x .1%/PHS = **.06%/PHS**) for monthly accreditation and
- ten percent (10% x .1%/PHS = **.09%/PHS**) for quarterly to reflect the investment value devoted to the operation of the Corporation. For example a 10% PSP on 100 PHS choosing a
- monthly accreditation would receive a 6% rebate on goods and services purchased or
- quarterly accreditation would receive a 9% rebate See Section 7.1 C b).

III. Consumer Cost/Benefit shows that; investing in community-run food store can bring phenomenal rates of return and purchase savings for the consumer individual or family.

**10 SHARE PHS RIGHTS** H. PROPORTIONAL continued, Page 41.

I. FOUNDING (Example COMPARATIVE START-UP COSTS for locale, inventory, equipment and staff in 1999 for a holistic health center and store).

i. Capital for the opening year (refer to section 22.0) is expected at:

\$5,000	Locale (heat, rent, utilities) for 1 <sup>st</sup> 3 months.
\$25,000	Inventory
\$25,000	Equipment, lease hold improvements, advertising.
\$14,000	Salaries & benefits for 1 <sup>st</sup> 3 months(large staff PHS investment portion)
\$69,000.00	at \$6.90/PHS = 10,000PHS

i. Capital of \$69,000.00 for opening expenses is achieved through sale of shares to Consumer members, preferential discounts on products from member Suppliers, borrowing on loan, part of wage to Employees being PHS and investment of Founding members.

ii. Following this opening, Capital is achieved from generation of business and the Founders capital is replaced as outlined in section 22.0 by Consumer, Employee, Supplier & Fund PHS

**H. PROPORTIONAL RIGHTS** after a 5-year implementation period at \$3,500,000 Sales

**h) COMPARATIVE MEMBERSHIP COSTS PER YEAR** as a portion of sales.

**11. FUND**

i. Based on Consumer PHS participation = 9058 PHS =	\$62,500.00
PHS Interest = 8 % = \$5,000 =	.14 % of Sales

**III. CONSUMER**

i. 1750 Person year food expenditures from 350 member(families) and 350 non-member (families) = 700 family purchases x 2.5 persons per family = 1750 person purchases	
ii. at \$2000 / person /year = Member + Non-Member sales	\$3,500,000. 00
iii. at \$2 / kg =	1,750,000 Kg.
iv. at average 5% PHS rebate x 350 family member sales =	\$175,000.00
v. at \$6.90/PHS =	12,681 PHS
vii. Members retain 5000 PHS & buy food with 7,681 PHS Frequent Buyer discounts \$52,999 =	Add to previous retained PHS 5000 + 8500 = 13,500 PHS
Vii. Interest on PHS at 8% x 13,500 PHS (\$93,150.00) =	\$7,452.00
Viii. Total costs of Sales Generation = \$175,000 + \$7,452 =	\$182,452 = 5.2 % of Sales

**IV. EMPLOYEE**

i. 14 person year includes full and part-time employees	
ii. 14 x 1900 hours labour/year =	26,600 hours
iii. 26,600 x average wage of 3 PHS/hour (\$20.70/hr.) =	79,800 PHS
iv. 33,250 PHS x \$6.90 / PHS Par Value (Total Wage Package) =	\$550,620
v. Employee Stock Ownership Saving's Plan (E.S.O.S.P.) at 3990 PHS =	\$27,531
vi. Salary and Benefits 95% of Wage =	\$550,620
Vii. Retained shares 3990 PHS + 5,068 PHS =	9,058 PHS
Viii. Interest at .08 % x 12,490 PHS (\$86,181) =	\$6,894
ix. Total Employee Costs = \$550,620 + \$6,894 = \$557,514 =	15.93 % of sales

**10.0 SHARE RIGHTS** H. PROPORTIONAL continued,

10.0 H. h) V. SUPPLIER (Members provide \$1,500,000 out of \$2,333,333 supply purchases)

i. 15 Participating member Suppliers (small and large) of 25 total suppliers	
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ii.	15 x average yearly preferred supply \$100,000 goods & services =	\$1,500,000
iii.	PHS developed from average exceptional discount @3% of supplies	\$45,000
iv.	Discounts on foods, goods & services received by supplier members	\$11,149=.32% sales
iv.	Retained shares = \$45,000 - 11,149 = \$33,851(4,906 PHS) + \$28,650(4152 PHS)	9,058 PHS
v.	Supplier held PHS	\$62,500
vi.	Interest at 8% x \$62,500	\$5,000 = .14% sales
Vii.	Total Supplier Membership Costs = \$11,149(.32%) + \$5,000(.14%)	.46% of sales

## VI. CORPORATION TOTAL

i.	PHS Capital @ 4 Associations x 9058 PHS = 36,232 PHS = \$250,000 = Invested interest of members	7.1 % of sales
ii.	PHS Interest at 8 % of \$250,000 = \$20,000 = Financing costs for capital needs of the Corporation.	.57 % of sales
iii.	Consumer 5.2 % + Employee 15.93 % + .235% Supplier + Fund .13% = membership costs on \$3,500,000 Sales during 5 <sup>th</sup> Year	21.5 % of sales

### 10.1 CONSUMER PHS RIGHTS

A. Consumer members are collectively represented through the 3 elected Directors and through their Association activities.

B. Minority rights are represented through Directors as represent each Share (PHS) Caucus.

C. Procedures for representation by petition or proxy are outlined in sections 11.7 and 12.0 M respectively.

D. a) Membership rights of voting, agenda, speaking and publishing have a relationship to the proportion of PHS held.

b) For full membership Consumers must hold a minimum of the 10 Qualification PHS and no more than the 50 PHS maximum.

c) Members are accredited a portion of their purchases as a 'Frequent Buyer Program' as well as share interest on their investments (See Sec. 10 H.g. Consumer Cost/Benefit chart)

E. Full members cash in a percentage of their shares as a Frequent Buyer Patronage Rebate Discount. See Consumer Cost/Benefit Chart

a) With each purchase members present their identification card (bar code) under which their purchases are accredited and compiled for that year.

## 10.1 CONSUMER PHS RIGHTS E. Frequent Buyer Program Page 43.

- E. b) At the end of each quarter the Frequent Buyer rebate is registered to member accounts.
- c) In the following period members may use these credits to pay for up to 15% of purchases.
- d) These ID cards may be used by family, friends, etc. for discounts and share accreditation on goods and services.
- e) This rebate is not redeemable in any other fashion.
- f) Rebates recognize sales flow and system efficiency created from member purchases.

F. The Corporation invites Consumer PHS developed in excess of 50 to be placed in the Fund Association as outlined in section ( 9.4 G. and H.)

G. Consumer PHS may be redeemed 100 % for purchases at Par Value ( The Corporation reserves a right to 30 days notice.) but with a loss of account benefits once cashed.

H. In order to ensure Full members current market prices for their purchases within its convenience, the store will honour current advertisements and coupons from other stores as are publicly circulated within the Corporation's Operating Region. The prices and conditions stated or the level of discount offered for products of similar quality (within a quantity limit equivalent to seven PHS) will be honoured for store goods and services.

## 10.2 EMPLOYEE PHS RIGHTS

- A. At the Employee member's desire and written the terms of their contract, such as maturity date or conditions, shares may be sold back to the Corporation at current Par Value.
- B. PHS required for the Employee Share Ownership Savings Plan outlined in section 9.2 I. d.
- C. Corporation may recall shares according to each employee's contract.
- D. Individual production contracts are integrated as part of the collective Employee Association production contract. The Total Wage Package including shares (PHS and preferred) along with Dividends, Salary, Goods and Services and Benefits is further outlined in section 9.2.
- E. Proportional individual rights to representation require that:
  - a) At no time shall any member of the Employee Association hold more than 3 times the number of PHS than the average holding of the other full-time employee members.
  - b) Each year a Full-time Employee (1400 hours per year or more) is entitled to increase their PHS holding towards parity with the most PHS held up to 20 % of the difference.

## 10.3 SUPPLIER PHS RIGHTS

- A. Sale and purchase of Supplier issue shares.
  - a) At the Supplier member's desire and written the terms of their contract, such as maturity date or conditions, shares may be sold back to the Corporation at current Par Value.
  - b) PHS required for Supplier Share Ownership Savings Plan are outlined in section 9.3 I.d).
  - c) Corporation may recall shares according to supplier's contract.

### 10.3 SUPPLIER PHS RIGHTS A. Sale and Purchase of Supplier PHS

Page 44.

- d) Individual supply contracts are integrated as part of the collective Supplier Association supply contract. The Preferential Supply Package includes shares (PHS & preferred), Interest, Invoice, Goods and Services and Benefits is further outlined in section 9.2.
- e) Proportional individual rights to representation require that; At no time shall any member of the Supplier Association hold more than 3 times the number of PHS than the average holding of the other supplier members.

### 10.4 FUND SHARE PHS RIGHTS

#### A. Sale and Purchase of Fund issue shares.

- a) Consumers, Employees and Suppliers having reached their Association proportional limits may reinvest additional PHS in the Fund Association.
- b) The minimum application for holding of PHS in the Fund Association is 35 PHS per Full (voting etc.) member.
- c) Proportionally one quarter of PHS are required to have originated from the Consumer, Employee and Supplier memberships, except during the building of memberships as outlined in section 22.0 which outlines the transferred of rights in the Formative Years.
- d) Proportional Individual Rights to representation require that, no member of the Fund Association shall hold more than four times the number of PHS than the average holdings of other Fund members.
- e) Fund members may sell their shares, upon maturity, back to the Corporation at the rate of the current Par Value equivalent in cash or in exchange for goods and may also offer to renegotiate for a reissuing of expired shares.
- f) Preferred shares (non-participating) including PHS awaiting proportions or minimums for participation involvement and cash savings investments, are accorded the opportunity to organize as a consulting body to the Corporation.

### 10.5 INVESTMENT SHARE RIGHTS, CO-OPERATIVE CAPITALISM

A. A dimension of investment for human life, particularly in the provision of essential services is offered in our use of time.

B. Our motivation, intelligence and effort allow us to animate the wealth of natural resources around and within us, for development and harvest.

C. In co-operation with others our time may be extraordinarily productive.

D. To recognize value in both the work and the potential for work of other people as we do for ourselves is both an opportunity and a responsibility.

- E. a) The human process whereby the surpluses saved from one year or period are put into essential-service generation by members is seen as Capitalization.
- b) In nature's benevolence we are able to support our enterprise, sustain our human needs, build technologies or associations for further system improvement and create reserve for less provident seasons.
- c) To the best of our planning we are not unfailing, but in an orderly manner we may register

time invested as a unit of future return on any value, surplus or profit forthcoming.

#### 10.5 INVESTMENT SHARE RIGHTS, CO-OPERATIVE CAPITALISM E. cont'd Page 45.

a) Monetary Capitalism has forgotten its Human-Capital origins. Co-operatives ignore the value of individual capital generation. Neither Capital or Co-op facilitate communication between stakeholders or distinguish their investments or decision-making rights. This is synonymous with a mind that does not have good neural connection with the body from which it extends. Capitalism is synonymous with a mind that makes its decisions based on past and not current body experiences. Co-ops are synonymous with a mind that does not distinguish between diverse body inputs. In co-ops, all members are equal regardless length of involvement or investments to productive capacity and thus none are valorized. Co-ops are either Consumer, Worker or Supplier run but never integrating all simultaneously. Co-ops are unable to employ members or initiate share contracts for work without immediate currency for exchange. If it does issue shares, they are non-voting preferred shares. Investing individuals are given no voice to manage the wealth they produce. Democratic or cognitive economics seeks to actively involve the minds of its participants.

F. a) As best as we can account for the inherent time and profitability of acquired skill tools or knowledge which is contributed in addition to basic labour; it is attempted to arrive at a labour accreditation that is relatively correct.

b) Of importance to the Corporation is its competitive position to attract workers, particularly in the context of salaries and benefits offered by similar industries.

G. a) By translating Consumer, Employee, Supplier or Fund investments to a basic common denominator of the Person Hour Share PHS, different sorts of individual efforts are effectively coordinated in a common effort with others and in a management of available time.

b) Investment and time management play deciding roles in organisation development.

c) When time is not properly accounted for, individual participation and motivation becomes unbalanced and haphazard. This lack of valorization is destabilizing force in human society. A foundation of human civilization is valorization of effort.

H. a) National currency or money was first conceived as negotiable compensation for work invested in state organisation (roads, aqueducts, government buildings, wars, etc.). As such, an investment may have been thought to contribute to a commonwealth and was negotiable for the common money.

b) In a violently competitive world, money has certainly born false witness as an indication of work done for Commonwealth.

c) Still money acts as a common denominator for global systems of trade and developments that permeate our lives.

d) Money brings access to the services, knowledge, tools, goods and equipment from the work of the larger community.

f) Our need for a common denominator is obvious yet, if it is to enable our collective lives; it must stem from and recognizes the conscientious devotion of time, which is the source

of our wealth. Our time is our life. There is truth in the expression, "Time is money".  
10.4 INVESTMENT SHARE RIGHTS, CO-OPERATIVE CAPITALISM H.cont'd Page 46.

g) "Next to life itself, the most fundamental human right is the right to control your own mind, to decide what you will pay attention to." John Holt, educator 1923-85 Individuals can see a stake in the collective, when accounting structures are provided for each stakeholder to work, consume, supply, invest, communicate and manage resources together.

I. Through collaboration in a system which allows for a conscientious investment of time and the resources it animates, each of us are able to co-develop an efficient system which thrives on the wealth in us all.

. . . Regard human labour (as) more even than money and you have an untapped and inexhaustible source of income which ever increases with use . . . Mohandas Gandhi, 1945

J. a) Employees develop an attachment of intimacy to their work places, which in return support them, their families and communities.

b) If conscientious steps are taken towards the respect of differences for a full range of human based contributions and ownership, then workplaces can be a human force for our livelihoods and the support of future generations.

c) This intimacy eludes both detached reasoning and capitalism based purely on money.

## **11.0 GENERAL MEETINGS**

A. The power of the Corporation to serve its membership interests is delegated by its members upon their administration at General Meetings.

B. General Meetings of members shall be held in their respective Associations quarterly, annually and upon special notice. The association is akin to the society of native peoples.

C. CIRCLE PROCESS General and Board meetings will use the traditional circle process of indigenous peoples whereby each member, director, officer will sit in the pattern of a circle. Circles allow for better visual and auditory communication between those meeting. While the board will sit at one part of the circle so as to be able to exchange notes and be identifiable for the positions of responsibility and process that they have taken on, it is recognized that these responsibilities arise from the delegation of the association member effort(PHS).

## **11.1 NOTIFICATION**

A. Notice of general membership meetings shall be posted on the store bulletin boards at locations most suited to each membership as follows:

- a) for Consumers at the shopping entrance, exit, lounge, library, child-care center, etc.
- b). for Workers at the employee's entrance, stockroom, lunchroom, library, etc.
- c). for Fund members at the Corporation offices, library, etc.

B. Notice of the Annual general Meeting will be e-mailed, faxed, mailed.

C. Purposes, agenda, time, date, location and names with telephone numbers of organizers for such meetings shall be clearly stated on such notices.



D. Notice for all general meetings shall be made at least 21 days in advance of the meeting.

**11.2 GENERAL MEETING QUORUMS** for Page 47.

the three Associations are based upon the PHS held or represented by respective members:

- A. for consumers at 10 % of PHS
- B. for employees at 25 % of PHS
- C. for suppliers at 20 % of PHS
- D. for fund members at 20 % of shares (PHS)
- E. In lieu of a quorum a meeting may continue in informal consideration of a question.

**11.3 VOTER ELIGIBILITY**

- A. All full members in good standing shall be eligible to vote at Association General Meetings on the basis of one vote per share (PHS).
- B. Voting on motions or for director positions may also be exercised by mail, advanced poll and by proxy. It is considered that natural forming caucuses of members will group together to discuss, develop, promote and empower various positions and director representatives.
- C. Voting will consist of a hand show of share ballots unless 10 % of the shares present call for a secret vote.
- D. See also section 12.0 Election Procedure and 12.1 Voting Procedure.

**11.4 FREQUENCY OF MEETINGS**

<b>11.4 F R E Q U E N C Y O F M E E T I N G S</b>																															
<b>a) OPERATING YEAR by weeks (approximate), Months and Quarters 1<sup>st</sup>, 2<sup>nd</sup>, 3<sup>rd</sup>, 4<sup>th</sup></b>																															
October				November				December				January				February				March											
A	A	C	C	A	C	E		A	C	E		A	C	E	A	A	C	E		A	C	E									
A	D	D	A	D	D	C		D	D	C		D	D	C	Q	D	D	C		D	D	C									
G	M	M	G	M	M			M	M			M	M		G	M	M			M	M										
M			M											M	M																
F I R S T 1 <sup>ST</sup>								Q U A R T E R								S E C O N D 2 <sup>ND</sup>								Q U A R T E R							
A.A.G.M. Association Annual General Meeting - Annual Report, Committee Reports, Election of Association Directors, Dinner A.Q.G.M. Association Quarterly General Meeting - Reports, Policy Reports, Dinner A.D.M. Association Director Meetings - Consumer, Employee, Supplier, Fund C.D.M. Corporation Director Meeting-Board Election of President(Hoyawnah), Secretary, Treasurer E.C. Corporation Executive Committee Meeting C.A.G.M. Corporation Annual General Meeting - Annual Report, Election Results, Dinner																															
April				May				June				July				August				September											
A	C	E	A	A	C	E		A	C	E		A	C	E	A	A	C	E		A	C	E									
D	D	C	Q	D	D	C		D	D	C		D	D	C	Q	D	D	C		D	D	C									
M	M		G	M	M			M	M			M	M		G	M	M			M	M										
			M											M	M																
T H I R D 3 <sup>RD</sup>								Q U A R T E R								F O U R T H 4 <sup>TH</sup>								Q U A R T E R							

A. There shall be one Association Annual General Meeting (A.A.G.M.) per year, three other Association Quarterly General Meetings (A.Q.G.M.) held consecutively once every three months and one Corporation Annual General Meeting (C.A.G.M.) and dinner.

B. The purpose of the general meetings is:

- a) the giving by officers of reports on operations,
- b) expression of those concerns generated in the use and production of services,
- c) orientation of the activities of the Association through voter decision on motions and
- d) delegation of tasks through the election of directors and appointment of committees.

11. GENERAL MEETINGS 11.4 Frequency of Meetings continued, Page 48.

C. a) The A.Q.G.M. and A.A.G.M. will follow the quarterly release of statistics from the offices of the Treasurer or Secretary allowing for a pre-meeting review by each membership.

b) Statistics, officer, committee reports and opinion are published in Corporate media.

D. a) Preceding each A.Q.G.M. and the A.A.G.M. each Director will hold a caucus meeting with supporting members.

E. a) Each Association will hold its General Meetings on consecutive separate dates for Consumer, Employee, Supplier and Fund. By holding these meetings on different dates, members of more than one Association will be able to attend meetings with each.

b) While A.Q.G.M. are scheduled, it is not expected that quorums will always be present and it is emphasized the A.Q.G.M. function as information exchange meetings for members, committee reports and officer reports.

F. The Association A.G.M. will be held at least 14 days and up to 24 days in advance of the Corporation A.G.M. in order that the interests of members may be adequately represented.

11.5 ACCREDITATION OF OFFICERS AND TIME SPENT AT MEETINGS

A. Meetings are considered an economic necessity in the life of the associations and corporation. As such directors and officers are accredited for the time they are 'working' at meetings. Members attending meetings will be accredited for time spent addressing group concerns. Considering the Corporation's 'livelihood' mandate, it is expected for all meeting time to be evaluated and budgeted for economic productivity.

11.6 SPECIAL GENERAL MEETINGS

A. a) Association Special General Meetings (A.S.G.M.) may be called by the Association Board of Directors or by petitions of members representing thirty-five percent (35 %) of an Association's registered PHS.

b) At an A.S.G.M. only those matters described in the notice publishing it may be considered or decided upon.

c) Notice for an A.S.G.M. should be especially thorough considering it's unplanned for nature in the context of yearly planning.

B. a) It is foreseen that the following situations of absolute necessity may arise calling for CORPORATION Special General Meetings(C.S.G.M.) at the will of the Corporation Board:

I. Decisions requiring the simultaneous presence of all four membership associations.

II. Decisions requiring restructuring of the Corporation's associative proportions.

III. Corporate response to a government demand for a C.S.G.M.

b) At a C.S.G.M. only those matters published in its notice may be decided upon.

c) Notice for a C.S.G.M. should be especially thorough in compliance with procedures set out in section 11.1. Notification, considering its unplanned for nature in the context of yearly

planning and the resultant difficulty for a representative proportion of membership to alter their personal schedules.

d) Quorum for a C.S.G.M. shall be 25 % of the Corporation's PHS including adequate PHS presence from all Associations at the minimum Quorum level. Votes from each Association will be considered equal [one quarter (1/4) proportions of Corporation total].

#### 11.7 CORPORATION ANNUAL GENERAL MEETING

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11.7 A Corporation Annual General Meeting (C.A.G.M.) shall be called within 25 days following the Association A.A.G.M. to include:

- A. An annual dinner or similar social setting for the membership's enjoyment.
- B. Presentation of Association and Corporate Board of Directors and their newly chosen Executive Officers to the whole membership.
- C. Presentation to the membership of the Financial Auditor.
- D. Presentation of the Corporate Annual Report and Budget for the New Year.

#### 11.8 PETITION PROCEDURE

- A.
  - a) Member shareholders are encouraged to prepare collective presentations and motions whenever possible.
  - b) Collectively concerns find clearer expression and support for enactment.
- B.
  - a) Studies, position statements and motions for resolution may be signed by member shareholders and presented as a petition by spokespersons.
  - b) The Corporation and Association Board of Directors may also call for member opinion through polls and an openly accessible Suggestion Box.
- C. When sufficient notice has been given, coordinated with notice for a general meeting then; the meeting president will attempt to recognize time on the agenda proportionate to the number of shares represented.
- D. See also section 10.0 Speaking Rights.

#### 11.9

- A. The TERM OF OFFICE for Association and Corporate Directors shall be 2 years.
- B. Every second Association A.G.M. will be its Director Election Meetings.
- C. Each Association will elect 3 Directors who will serve for 2 year terms as Directors for their Association and the Corporation.
- D. At each Association A.G.M. President(Hoyawnah), Secretary, Treasurer Executive officers are charged with arranging meetings in the interests of the membership and reporting on their activities as Director representatives and Executive Officers.
- E. Refer also to section 19.0 Duties of Officers.
- F. The Mohawk term "Hoyawnah" is used for the head of an assembly and means "good mind" and the "peacemaker". The associations and corporation use circle process. Hoyawnah implies someone who sits with rather than before an assembly and facilitates circle interactive, simultaneous cross-member communication and participation.

G. CIRCLE PROCESS facilitates eye contact, awareness for all members of a gathering. A true circle is one in which each member can simultaneously see the face of all other members in one glance. This simultaneous awareness for whole group involvement is a foundation for participation, valorization and cultivation of diversity. A period of maturation is needed to increase awareness and responsibility in those used to linear assemblies.

**12.0 GENERAL ELECTIONS**

An OVERVIEW of ELECTION Process in the Corporation.											
<b>CONSUMER</b> I = FAMILY VOTING MEMBER			<b>I = WORKER</b>			<b>I = SUPPLIER</b>			<b>I = FUND MEMBER</b>		
CONSUMER CAUCUSES			WORKER CAUCUSES			SUPPLIER CAUCUSES			FUND CAUCUSES		
IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIII IIIIII I	IIIIIIII IIIIII IIIIII IIIIII	IIIIIIII IIIIII IIIIII IIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII	IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII IIIIIIII
Members delegate Person Hour Shares PHS votes to three 3 Directors from each Association											
DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR
Three Directors vote with their delegated PHS for Association President, Secretary, Treasurer Executive											
PRESIDENT	SECRET.	TREAS.	PRESIDENT	SECRET.	TREAS.	PRESIDENT	SECRET.	TREAS.	PRESIDENT	SECRET.	TREAS.
Association Directors convene as a Corporate Board of twelve 12 Directors											
DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR	DIRECTOR
Corporate Directors vote with delegated PHS for Corporate President, Secretary, Treasurer Executive											
PRESIDENT, HOYAWNAH				SECRETARY				TREASURER			

**12.0 ELECTION PROCESS RESUME**

- A. Director candidates are proposed by petitions representing at least 10% of Association PHS. Directors represent Caucuses (Iroquois word implies, "grouping of like-interest".)
- B. A secret ballot two-stage runoff election is held whenever there are more than the three required candidates proposed. Each ballot or electronic ballot has first, second, third, etc alternative choices depending on the number of candidates over the three required.
- C. Members of each Association commit their PHS votes to the candidates of their choice with second, third etc. choices indicated. If no alternative candidate is proposed then the

PHS are considered unrepresented by directors.

- D. Three (3) candidates having the largest caucuses are received as Association Director Representatives with second and subsequent alternative choices augmenting their representations. In this electoral procedure no PHS is unrepresented.
- E. Association Directors choose from among themselves through their delegated shares the Association Executive Officers of President, Secretary and Treasurer. Each Association President becomes its representative to the Corporate Board and to the public at large.
- F. Together the 12 Association Directors become the Corporation Board of Directors.
- G. The Corporation Directors elect from among themselves by delegated shares the Corporation Executive Committee Officers of P. President(Hoyawnah), S. Secretary, T. Treasurer using the same two stage runoff election procedure if necessary.
- H. Boards of Director decisions are made by delegated PHS majority.
- I. Executive decisions are made by delegated PHS officer majority.

### 12.1 ELECTION OFFICERS

Page 51.

Three (3) Association Directors are elected as representatives of PHS holdings, which form a caucus to each director by the following process (Refer to Quebec Co-op Act, Bill 56, Section 73).

- A. A committee of two (2) election officers shall be chosen by each Association Board of Directors at least three (3) months prior to their respective A.A.G.M. election.
- B. Election officers shall:
  - a) consult the existing Association Board Directors, Association Staff and membership in preparation of a job description and candidate requirement.
  - b) advertise, receive and search for eligible candidates for office including, when willing, the existing Board members.
  - c) facilitate the circulation of position statements, candidate support petitions, candidate debates and membership awareness of these.
  - d) oversee the election of candidates, preparation of the polling station, voting, counting and announcing of results to the membership.
- C. The election committee officers shall be neither a Board Director nor a candidate for Board Director.

### 12.2 NOMINATIONS

- A. The Election Officers shall present the list of nominees at the Association A.G.M. and shall call for and accept further nominations from the floor.
- B. Full-time Employee or Full-scale (depending upon volume of sales) Supplier Association PHS holders may not stand for Consumer Director office.
- C. Employees or Employee Association PHS holders may stand as candidate for at the most one of the Fund Director seats.

- D. All nominations shall have written petitioned support of at least five percent (5%) of an association's shares.
- E. Each PHS may nominate only one candidate.
- F. Nominees shall be willing and able to stand.

### 12.3 GOALS OF VOTING PROCEDURE

- A. Voting is considered as a commitment of support by member PHS to candidates for Association and Corporation Board of Director representatives. PHS represent member experience. Directors in NON-COMPETITIVE DELEGATION-STYLE VOTING represent a caucus of PHS through secret ballot. All are represented including minority positions. Strength comes through diversity. Consensus is considered here as a process of cultivating and representing diverse viewpoints simultaneously. Each viewpoint is complementary to the operation and effectiveness of the corporation. Directors representing caucuses are unequal in their influence and able to represent diversity.

### 12 ELECTIONS

### 12.3 GOALS OF PROCEDURE

Page 52.

- B. a) The number of Board Directors per Association is three(3).
  - b) The term of office for Board Directors is two (2) years.
  - c) Directors may run for as many terms of office as they themselves are willing.
- 
- C. a) The goal of Association Director elections is that all PHS votes present or represented by proxy, advanced polling and mail will find the opportunity for representation among the three(3) board positions.
  - b) Each PHS share may vote for one Association Director who will represent that PHS.

### 12.4 BALLOT PROVISIONS

- A. a) Voting by mail, internet, advanced polling and proxy are provided with two stage runoff ballots whereby space allows for 1<sup>st</sup>, 2<sup>nd</sup>, 3<sup>rd</sup>, etc. choices of candidates so as to allow votes which are cast for unsuccessful candidates to be recast.
  - b) Shareholders who have submitted votes in the preceding manner, may not subsequently withdraw these at the beginning of the general meeting if they are able to attend and cast their votes in person.
- B. Labeled secure voting boxes are provided for the deposit of PHS vote ballots for each candidate. Electronic voting procedures are preferred if available.

### 12.5 CAUCUSING (Iroquois word implying, "Grouping of like interest".)

- A. The goal of caucusing is to encourage a team involvement whereby Association directors have communication with, support and responsibility to a body of members.
- B. Caucuses are designed to provide individual shareholders with representation, communication, constructive action and dialogue with like minded members and specific directors. Minority interests of at least 26 % are certain of representation among the three director positions. Association members may thus choose and field candidates as minorities.

Statistically with such built in accessibility to office it is likely for members to find a satisfactory representative.

## 12.6 REFERENDUM & SPECIAL GENERAL MEETINGS

- A. On the demand of 35% of an Association membership, a referendum may be called with a Special Association or Corporate General meeting.
- B. For referendums, 30 days notice, a statement of the question and equal presentation of positions is required.
- C. On the demand of 35 % of an Association's membership, Special General Meetings may be called for specified purposes.
- D. Association and Corporation Presidents are charged with maintaining due process and ensuring member rights.
- E. Posted on the Association Bulletin Boards are basic procedures for seeking redress with the Association, Corporation or civil governments.

## 13.0 ASSOCIATION DIRECTORS POWERS AND DUTIES

Page 53.

- A. The Board of each Association consist of three-(3) representative Directors who constitute the mandate of the PHS that have voted for them at the Association's Election Meeting.
- B. ACCREDITATION OF DIRECTOR INPUT: The work of directors and officers is accounted-for as Employee labour in the corporation. The Corporation budgets Association labour with compensations in PHS, goods, services, salaries, benefits etc. for required tasks depending on circumstances and. Consumer directors who handle communication and publicity with hundreds and thousands of members and public may require greater compensation. Consumers, Employees, Suppliers and Fund members who become involved in this creative work are compensated at market rates and achieve employee status
- C. In NON-COMPETITIVE DELEGATION-STYLE VOTING each Director represents caucuses of PHS through secret ballot, yet responsible, so all are represented including minority positions. The challenge is strength through diversity. Consensus is considered here as a process of cultivating and representing diverse viewpoints simultaneously in addition to finding shared areas of common ground. Each viewpoint is complementary to the operation and effectiveness of the corporation.
  - a) Each director shall act on behalf of the PHS, which they represent, and shareholder's interests embodied therein. Proportional representation is integral to this process.
  - b) Director caucus meetings are held in conjunction with general meetings.
- D. Voting rights of Directors are proportionate to the PHS, which they represent.
  - a) The 3 directors shall choose the offices of President, Secretary and Treasurer from amongst themselves by a majority of their delegated PHS to serve the Association for a two(2) year term. The expertise and experience of those involved is a business asset.
  - b) During the Corporation's first 3 years, director terms of office will last one year at a time.
- E. a) The Officers of the Association shall carry out the same duties outlined in section

19.0(Duties of Corporation Officers) for their respective offices.

F. a) The President(Hoyawnah) of each Association shall also act as the representative for that Association on the Corporation's Executive Committee and to the public at large acting on behalf of the Association's Board. The president provides a point of public identification.  
b) Directors may serve at the most to one Association Office and one Corporate Office.

G. The 3 Association Directors will also function as members of the Corporation's twelve(12) Board of Directors and still representing the voting block of their particular share caucus and the Association offices on which they serve.

H. a) The Association Board will receive and appoint committees to serve specific tasks.  
b) Members are invited to form ad hoc committees but these will be empowered as official bodies only at the sanction of the Board.

#### **14.0 MEETINGS OF THE ASSOCIATION BOARD**

Page 54.

A. The Association Board will meet once per month. See Chart 11.4 Frequency of Meetings

B. a) Meetings unless otherwise decided by the Board will be open to attendance of the Association's members.

b) Participation by non-officer members is permitted only upon invitation of the Board and through the assent of the Association President.

C. a) The exact date time and place of each Board meeting shall be determined as the last agenda item at each board meeting.

b) Each quarterly meeting will be coordinated with an A.Q.G.M., Association Quarterly General Meeting open to the membership.

D. Except as may otherwise be decided by the board, the Association Officers will also carry out these functions for Board and General membership meetings.

#### **15.0 CORPORATION DIRECTORS - POWERS AND DUTIES**

A. The Corporation Board shall consist of twelve (12) directors, three (3) from each of the Consumer, Employee, Supplier and Fund Associations representing these shareholders and offices and united in service of the aims of the Corporation. An Association officer may simultaneously hold a corporate office.

B. The term of office for each director shall be for 2 years concurrent with his or her terms as Association Directors.

C. Voting rights of directors are proportional to their PHS representations.

D. The mandate of the 12 Corporation Board of Directors is to co-ordinate efforts in



fulfillment of the common consumption, working, supply, funding, economic and social aims of its four Associations and to administer their collective decisions.

E. The Board, in particular, shall make decision for:

- a) the hiring, contracting and PHS involvement for prospective employee members.
- b) all policies, contracts and issues of fund PHS and preferred shares.
- c) approval of the Annual Report and yearly Budgets.
- d) delegation of tasks and award remuneration to the Executive Committees.
- e) appointment of committees of Directors and general members where research, study or action is indicated.
- f) election from its 12 directors, 3 Executive Officers of whom :

The President, Hoyawnah P., Secretary S., and Treasurer, T. officers shall serve as the Executive committee.

### **16.0 EXECUTIVE COMMITTEE ELECTION**

Page 55.

- A. Each executive Committee position will fall due concurrent with each Association Director elections. There will be a transfer period of thirty (30) days from the date that a new officer has been elected wherein the outgoing officer will provide assistance as needed.
- B. a) The Corporation Board, will elect an officer to fill any vacant positions for President, Secretary or Treasurer. Intimate working knowledge by colleagues is essential.  
b) The Secretary or Treasurer may be voted by the board to fulfill the functions of the President should the president resign, need assistance or become incapacitated.
- C. The Executive Committee election will be respectively chaired and recorded by the election officer chosen by the board. This person will understand election and meeting procedure.
- D. The Executive Committee election will take place at least 7 days after and within 15 days following the Association election of directors for those seats affected.
- E. Director voting rights for these elections are proportional to each director's representation of PHS.

### **17.0 MEETINGS OF THE CORPORATION BOARD**

- A. The Corporation Board will normally meet once per quarter (every 3 months), following the Association Q.G.M. and preceding the Executive weekly meeting.
- B. The exact date time and place shall be determined as the last agenda item at the previous Corporate Board meeting. Meetings are held using circle process.
- C. Special meeting may be called by a majority of director represented shares or at the request of the President (Hoyawnah).
- D. Regular Meeting: See chart 11.4 D. 'Frequency of Meetings'

### 17.1 DIRECTOR SHARE REPRESENTATION

- A. Each Director shall be accorded Publishing, Speaking, Agenda and Voting rights proportionally to the number of PHS shares which they represent.
- B. The function of meetings are to facilitate the expression of investment concerns by Consumer, Employee and Fund PHS and Executive Committee labours make possible.
- C. Agenda and Speaking rights are scheduled at the discretion of the meeting president in keeping with share representation and report on executive activities.
- D. a) The Executive Committee along with other Committees of the Corporation Board are apportioned one half of each Board meeting while directors are apportioned the remaining half for report on care-taking tasks and Association concerns respectively.
- b) This provision may be used at the discretion of a majority of Board Director represented PHS under supervision of the meeting president who is furnished a report on share proportions by the Treasurer.

### 17.1 DIRECTOR SHARE REPRESENTATION

Page 56.

- D. c) The president(hoyawnah) shall prepare an agenda timetable before each meeting and make one demonstration size copy and 12 director copies after consultation with Directors and the committees.
- E. Association Directors are encouraged to prepare collective presentations before the meeting in order to enhance the meeting's task of dealing with its business.

### 18.0 EXECUTIVE COMMITTEE POWERS AND DUTIES

- A. The term of office for the 3 Executive Committee officers shall be for 2 years concurrent with their terms as Corporation Directors.
- B. The Executive Committee (EC) shall administer the affairs of the Corporation as mandated by the Corporation Directors on a day to day basis if necessary.
- C. The EC in particular shall:
  - a) Hire and orient a General Manager for operation of the store in the interests of its membership.
  - b) Represent internally and externally for the corporation, the office to which the Board has elected them.
  - c) Prepare the Quarterly and Annual Reports and Budgets.
  - d) Collaborate with each preceding Executive officer when necessary, particularly during the first month of their term and with the following Executive officers when necessary and during the month following their term of office.
  - g) Meet monthly in addition to the monthly meeting of their Association Board and the Corporation Quarterly Directors meeting.
- D. a) The duties of the President(Hoyawnah), Secretary and Treasurer Officers of the executive committee are outlined as follows :

b) I. Provision is made considering Corporation's requirements, for a Vice-President (Hoyawnah) Director of Investment Records position whose job description follows.

II These roles also apply to Association Presidents(Hoyawnah).

### 18.1 PRESIDENT(HOYAWNAH) SHALL:

The Mohawk term "Hoyawnah" is used for the head of an assembly and means: the "good mind" and the "peacemaker". Considering that the associations and corporation will use circle process, hoyawnah implies someone who sits with rather than before an assembly.

A. a) Be attendant that the parliamentary procedures of the Corporation and its Associations are respected at official meetings.

b) Meetings include General, Board, Executive, Committee, elections and during the normal conduct of business.

B. Recognize after reference to Investment Records the proportional share rights held by each Director representative.

### 18.1 PRESIDENT(HOYAWNAH) SHALL:

Page 57.

C. Be responsible for ensuring that the day to day operation of the Corporation is carried out in accordance with the general policy laid down and authorized by the Board.

D. Represent the Corporation to members, the public, industry and government in general and particularly as the Board may request.

E. Preside as meeting chairperson or president over Board, Executive Committee and Corporation General meetings unless otherwise decided by the Board.

F. Prepare an agenda for meetings as requested in proportion to share rights represented and executive reports to be made.

G. Administer Employee and Fund fulfillment of contract provisions.

18.2 VICE-PRESIDENT(HOYAWNAH) Director of Investment Records shall (This role is performed by the Treasurer until the board may decide that needs merit a separate office)

A. Keep record of share issues, Consumer sales statistics, and Employee and Fund fulfillment of contract conditions.

B. Issue Consumer share certificates (PHS) under the 2 % Patronage Share Plan and administer rebate policies for the Frequent Buyer Program Patronage Rebate Discount. (Refer to Section 7.1 Share Basis for consumers)

C. Record member PHS accreditation, prepare accredited PHS registration and convey statistics for registered shares of members to the President for recognition of rights.

D. Registered PHS accrue at the end of each year from:

a) Consumer PHS accreditation of purchases every quarter.

b) Employee Wage Package capitalization portion (PHS) every quarter.

c) Fund share issues to senior Consumer and Employee members (refer to section 7.3 Share Basis for Fund members).

E. Collaborate with treasurers of the 4 Associations as to compiling, recording, planning and

reviewing investment strategies.

F. Record and monitor Preferred shares as holding for future PHS standing as transferred from PHS or as purchased outright.

### 18.3 SECRETARY SHALL:

A. Take minutes of Executive, Director and Corporation General Meetings.

B. Keep on file:

a) minutes of meetings in office files for Director reference.

b) correspondence to and from the Corporation Board, Executive and Committees.

c) reference material, books and articles for the library.

C. Collaborate with Secretaries of the four Associations as to the keeping of records, documentation, library presentation and newsletter publishing.

D. Arrange for publishing of CORPORATION MEDIA respecting contributions and communication needs of members, director representatives and executive officers as follows:

#### 18.3 D. PUBLISHING POLICY IN CORPORATE COMMUNICATION. Page 58.

a) Communication is essential for economic development and co-operation of members.

Available media shall be used to represent the concerns of the membership as generated by their use and production of services. Members hold the right of access to corporate media in proportion to their PHS ownership. Media include newsletter, internet, web, video etc.

b) Publishing rights allow for communication by corporate members, officers and staff in proportion to available space in each period and PHS ownership at the beginning of each period. The editor will inquire with members and directors to allow for expression of:

I. membership concerns by consumers, employees, suppliers and funders.

II. director share representation and administration at the association and corporate level.

III. editorial discretion to include various economic and community based factors and trends.

c) It is suggested that members group together in their presentations and as such find collective expression and enactment for their concerns.

d) The Secretary is charged with:

I. Ensuring member media access in proportion to their corporate involvement.

II. Maintaining that material published is neither libelous nor offensive to human rights.

III. Monitoring the presentation of debates so that they are accessible to all concerned.

IV. Devising incentive for member communication and publishing which reflect participation such as issuing publishing chits (coupons) at the beginning of each fiscal year to each member, director and officer based on PHS ownership and representation.

V. Facilitating member communication in various media, at meetings and on bulletin boards.

e) Aims of the Newsletter include circulation of any information concerning the corporate, personal and public provision or use of essential services.

### 18.4 TREASURER SHALL:

A. Be chairperson of the financial committee,

B. Oversee all financial operations of the Corporation and keep the necessary books,

C. Act as Vice President (as required), Director of Investment Records as outlined in section 18.2,

- D. Present brief financial reports at each Corporation Director and Executive meeting,
- E. Prepare and present the Quarterly, Annual etc. Budgets, financial statements and reports to Directors and the Corporation A.G.M. .
- G. Budget the financial implications and comment on existing and possible investments.
- H. Collaborate with the Treasurers of the Consumer, Employee, Supplier and Fund Associations for preparing Association and Corporate budgets, statements and reports.

#### 18.5 CONSUMER PRESIDENT (HOYAWNAH):

- A. is elected by PHS vote representation of the 3 Directors to the Consumer Association. .
- B. advocates and animates consumer concerns including: the Quality of Foods, Essential services and products, social events(e.g. Annual dinner), Product information, Communication of suggestions and grievances, Consumer proportional ownership rights, Political concerns (eg. support, investment, boycotts and petitions); Price of products and services (e.g. foods), labeling and research.

#### 18.5 CONSUMER PRESIDENT (HOYAWNAH): continued

Page 59.

- C. represents consumer concerns involved in Corporation operations.
- D. normally is the presiding officer of the Consumer Association and its meetings.
- E. receives applications for consumer membership, statements of membership goals and also advises prospective and current members of their implicit rights and obligations.
- F. communicates with the Corporation, Employee, Supplier and Fund Associations:
  - a) consumer concerns, investment opportunities,
  - b) products and prices advertisement, product handling considerations for consumers, investment needs and employee or fund opportunities.
  - c) consumer member skills to form part of the Corporation Member Resource Directory to which consumers may also avail themselves of other skills.

#### 18.6 EMPLOYEE PRESIDENT(HOYAWNAH):

- A. is elected by the PHS vote representation of the Employee Association Directors.
- B. is chief negotiator for Employee considerations of the Employee Total Wage Package of salary, goods, PHS accumulation, benefits and working conditions.
- C. receives applications for admission of employees, compiles these to the Member Resource Directory and in general functions as Personnel Officer.
- D. normally is the presiding officer of the Employee's Association and its meetings.
- E. receives employee statements of goals of membership, communicates these statements among the Employee cadre and advises employees of their rights and obligations.
- I. Oversees Employee functions e.g. purchasing, store staffing, maintenance & bookkeeping.
- J. communicates the labour requirements and abilities of the corporation to the Executive Director, consumer and fund members and the public at large.

#### 18.6 SUPPLIER PRESIDENT (HOYAWNAH)

- A. is elected by the PHS vote representation of the Supplier Association Directors.
- B. negotiates Supplier interests for preferential supply contracts.
- F. receives applications for admission of suppliers.

- G. normally is the presiding officer of the Supplier Association and its meetings.
- H. receives supplier statements of goals of membership, communicates these statements among the Supplier cadre and advises suppliers of their rights and obligations.
- K. Oversees Supplier functions in the provision of goods and services for the store.
- L. Communicates corporate product and service selection within and outside the corporation.

18.7 FUND PRESIDENT(HOYAWNAH):

- A. is elected by the PHS vote of the Fund Association Directors and represents this body.
- B. is representative for member fund (senior PHS and monetary) equipment, merchandise and invested assets of all kinds which are contracted by the Corporation as investments.
- D. represents senior Consumer, Employee and Supplier PHS as may develop from their involvements, proportional limits and reinvestment
- E. reports on research and maintenance of building, grounds, goodwill and equipment(e.g. calculates their capital appreciation and depreciation.

18.7 FUND PRESIDENT(HOYAWNAH) continued:

Page 60.

- F. keeps abreast of investment planning, industrial practices and government legislation concerning the advantageous investment of funds.
- G. Compiles Fund skills as relate to the Corporate Member Resource Directory.
- H. Keeps track of relations with Preferential-Share holders, Credit Union or Bank loans and any outside investments of the Corporation in collaboration with Corporate Treasurer.

**19.0 FINANCIAL YEAR**

- A. The financial (fiscal) year shall run from the first day of \_\_\_\_\_ to the last day of \_\_\_\_\_
- B. a) This year and its statements are further dividend into Quarters or 3 months periods.
  - b) Each quarter the Treasurers of the Associations and the Corporation shall issue statements of Income and Expenses including among others sales, memberships, salaries, purchases and capital costs:
  - c) Each quarter the Director of Investment Records (Treasurer) will issue a statement of:
    - I. Consumer purchase accreditation and PHS registered at the end of each year.
    - 11. Employee shares (PHS) accumulated and at the end of the year registered.
    - 111. Fund Shares (PHS) repaid, recalled and issued.

**20.0 OPERATING SURPLUS ACCOUNTS / RESERVES**

- A. as refers to the excess of revenue over expenses,
- B. the priorities for expenditure of the operating surplus shall be as follows:

20.1 OPERATING BUDGET ACCOUNT includes :

- A. the provision of a total Wage Package (Refer also to section 9.2 H) for employees.
- B. expenses such as rent, utilities, heat, store and office supplies, etc.
- C. Consumer Frequent Buyer rebates on consumer member purchases.

20.2 CAPITAL DEPRECIATION ACCOUNT

Includes the maintenance and accounting for depreciation of property, buildings, equipment, merchandise, stock and operations.

### 20.3 CONTINGENCY ACCOUNT

- A. Limits to disbursement of the operating surplus come primarily from the corporation's need to maintain its level of service within the confines of its member needs, its community standing, market variations, unforeseen events and the demands of a competitive market.
- B. Available moneys are set aside to provide for contingencies or unforeseen costs.
- C. Contingencies will vary as to risks accorded to different planning situations but generally one might say they should cover approximately 10% of the projected expenses involved.

### 20.4 WORKING CAPITAL ACCOUNT

- A. For costs of inventory, equipment, buildings, and lands.
- B. Member PHS development from purchases, labour, supply contracts and funds.

**20 OPERATING SURPLUS** 20.4 WORKING CAPITAL ACCOUNT: Page 61.

- C. May extend to include ownership of production facilities such as warehousing, transformation, division, storage and growing operations.

### 20.5 REPAYMENT ACCOUNT FOR MATURE SHARES

- A. This implies the funding of a reservoir or sinking fund for repayment of mature shares or those expected to be called for repayment.
- B. Repayment should equal the par value of shares (refer to section 7.0 C Par Value).

### 20.6 INTEREST ACCOUNT

- A. Includes satisfaction of a competitively viable interest rate based on the Canada Rank Rate of Interest on Funds or (comparative stock market returns) issued for one (1) year periods.
- B. In years where interest is not payable, accreditation and subsequent registration is made in the form of further share (PHS) issues in lieu of interest. Risk Capital during the initial and other formative years will be compensated at market rates for these kind of investments.
- C. Includes Consumer, Employee, Fund, Preferred and any other forms of shares or bonds that the Corporation may issue.
- D. Shall give priority to the satisfaction of preferred share interest.

### 20.7 RESEARCH AND DEVELOPMENT ACCOUNT:

- A. includes research and development into all aspects responding to the aims and operations of the organisation (e.g. Products, Services, Delivery, Organisation, Equipment etc.).

### **21.0 AUDIT**

- A. An annual audit is made in accordance with the requirements of Articles \_\_\_\_\_ of the law.
- B. An auditor for the coming year shall be appointed by the corporate board of Directors and made known at the Corporate Annual General Meeting.

### **22.0 FORMATIVE YEARS**

22.0 During the Corporation's first five (5) years of operation, founding members, through their investment, build the food store facility as a capable and visible public service while increasingly transferring their responsibility to the proportional memberships of the Consumer, Employee, Supplier and Fund Associations and their particular involvement.

#### A. INCORPORATION MEETING

- a) Is arranged by pre-incorporation organizers in consultation with other founding members.
- b) I. Shall elect by (PHS) vote the representation of 3 directors (refer to section 12.0 General Elections) who are delegated authority for this initial year to manage operation of the store in pursuit of the corporation aims.

11. Each director representing a caucus of founding members through their PHS shall consult with these before each general meeting and take survey of their opinion.

- c) Assumes, unless otherwise decided, that the founding bylaws are an adequate expression of the collective will of the body of founding shareholders by virtue of their very presence.

**22.0 FORMATIVE YEARS** continued, A. Incorporation Meeting Page 62.

- d) Shall accord voting and speaking rights proportionally to the number of PHS held such as is described under section 10.0 A. except that in this case the time portion allotted to the executive shall be exercised by the meeting organizer.
- e) The PHS interest accredited on the investments of Founders including Fund, Employee and Supplier investors during the period of operation until the break-even point of sales (Revenues = Expenses) is equivalent to the going rate on **RISK-CAPITAL** for the type of business concerned. For investments before the break-even point this risk-capital rate will continue for an equivalent period following. E.g. 365 days before = 365 days following. As more stakeholders join participation in essential services the risk and rate will fall.
- f) Shall include a 15 minute break following the election of the 3 directors who from amongst themselves shall choose by represented PHS majority the executive officer for President (Hoyawnah), Secretary and Treasurer (refer to section 18.0 Executive Duties).

#### B. The Executive shall:

- a) Make operative board & founding member decisions during the Corporation's initial year.
- b) Arrange quarterly meetings (every 3 months) during which the body of founding shareholders may receive update from the Executive on the store's operation, exercise share rights in formal deliberation of motions and develop whatever continuing strategy guidelines are necessary for the store's operation.
- c) Screen and employ a manager and necessary employees as well as negotiating contracts for shares, goods, benefits and or salary concerning these positions.
- d) Submit for approval to the body of founding shareholders a list of their expenses and a total Wage Package to compensate for their labours.
- g) Screen and where necessary contract shares for further founding capital (PHS or preferred) by 2/3<sup>rd</sup> represented PHS majority and/or 2/3<sup>rd</sup> of PHS represented at a founding member's general meeting.
- f) Receive applications and issue shares (PHS) for consumer membership.
- g) Arrange accreditation of consumer purchases for the Frequent Buyer Program patronage



Membership Development Plan and for the Patronage Rebate Discount.

- h) Arrange at the end of the first year for the founding and election of the Consumer, Employee and Fund Association Directors and the subsequent meeting of these as a Corporation Board which chooses an executive.
- i) Association investments are built in balance with each other as per proportional limits. (refer to section 7.0 F) New capital developments are co-ordinated with each doing their part.
- j) At the end of this five-year period all Fund PHS shall be generated within the provision of the Fund Association to transfer senior Consumer and Employee PHS to its membership.
- k) It should be noted that the baseline of Association proportions is the level of PHS ownership found in the Consumer Association or business that is generated.
- l) At the end of this five (5) year period any PHS (except any outstanding Founder PHS) which do not fall within the Association or individual proportional limits are considered as preferred shares, reimbursable at the end of one year.

**22.0 C. FORMATIVE YEARS - ASSOCIATION INVESTITURE OF POWERS Page 63.**

Within the aims of building equal and proportional rights for the Consumer, Employee, Supplier and Fund Associations, reimbursement of Founding members for their PHS **Risk Capital** (plus interest) is underwritten through their progressive replacement with member investments according to the following five (5) year schedule:

a) Opening Capital Requirements are projected to be \$69,000.00 or approximately 10,000 PHS at \$6.90 / PHS as described in section 10.0 E on Proportional Rights.

b) End of Year	1	2	3	4	5
c) Capital Value of business	69,000\$	100,000\$	150,000\$	200,000\$	250,000\$
d) Capital in Number of PHS	10,000	14,493	21,739	28,986	36,232
e) Reimbursement as % of Year 1	20%	20%	30%	20%	10%
f) Total # Consumer Members	50	100	200	300	400
g) <b>Founder investment at year end</b>	55,200\$	41,400\$	20,700\$	6,900\$	0\$
<b>h) % of Corporate PHS per member Association (End of Year five = 9058 PHS or 62,500\$ / Assoc.)</b>					
- Founders some transfer PHS to Fund	80 %	60 %	30 %	10 %	0 %
- Fund (0 - 50 members)	0 %	0 %	5 %	15 %	25 %
- Consumer (50 - 400 member)	5 %	10 %	20 %	25 %	25 %
- Employee (3 - 14 full time)	10 %	20 %	25 %	25 %	25 %
- Supplier (3 - 30 large & small)	5 %	10 %	20 %	25 %	25 %

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## 23. REFERENCES :

- Marilyn Waring in her book 'If Women Counted' explores issues of unreported work in our systems of National Accounts including international accounting agreements at the United Nations. The Canadian National Film Board 'Who's Counting' 1995 video looks at Marilyn's involvement since she was a member of the New Zealand parliament at age 23 with the growth of her concept. Marilyn shows how our accounting systems determine our cultural life precisely because they are human systems of valorization.
- Various authors including Michael Linton of LETS Local Employment and Trading System 1983 lay the foundation for community electronic barter systems. Individuals from a variety of professions contribute their labours and goods in exchange for accreditation by the system. Credits entitle users to receive labours and goods from other contributors. Without money, individuals are able to create a variety of goods and services according to their specialty and receive from a vast array. Computers make accounting affordable. Barter demonstrates the importance of accounting in community exchange.
- Marshall McLuhan in 'Understanding Media' 1964 points out The Medium is the Message. Indigene is focused on **how** we interact as a community. When **how** we interact matches **what** or the business of our interaction, then we have achieved a sustainable system. While we are meeting our needs through business transactions, we are also meeting each other.
- The Co-operative direction of the Quebec Corporate Affairs developed in 1998 the Cooperative de Solidarite, which provides for the participation of Consumers, Workers and other 'user' partners.
- Joe Dominguez and Vicki Robin in 'Your Money or Your Life', Transforming your relationship with money and achieving financial independence, 1992, Penguin. Time is money is life-energy spent. Are fulfillment, satisfaction and value in proportion or alignment with each person's values and life-purpose?
- The Circle from Seven Arrows by Hyemeyohsts Storm on complementary perspectives in community.

When we recognize the earth through each other, then we become an indigenous people,  
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## 24. ADDENDUM

The following SPECIFIC APPLICATIONS outline various treatments of Participation for community living. A new reader who has not been exposed to discussions on the role of Human Resource Accounting in community, business and government will benefit from reading their own choice of the following articles. Choose an article that is in your field of interest. Included here are one page papers (Also refer to the Preface and Section 7.0 B.d.) for:

- i. INDIGENE Community Foods, local investment in essential services.
- ii. government and community participation in 'A Community Service Register'
- iii. intergenerational education for adults and youth in 'Apprenticeship Learning', 2 pages.
- iv. reintegrating social institutions into community in 'The Family Accounting Project', 15 pages.
- v. social & environmental organisations in 'From Lobbying to Consulting to Managing'
- vi. centers, churches, mosques, synagogues, temples in 'Community Livelihood Centers'
- vii. dispute resolution technique in 'Both Sides Now', Equal-Time Recorded Dialogue
- viii. 'Community Investment & Exchange', electronic barter for goods and services.
- ix. community in 'Sharing: Capitalist, Cooperative and Participatory Models'
- x. 'Indigenous Green Mapping' for a comprehensive yet specific inventory of eco-resources.
- xi. 'The Circle' from Seven Arrows by Hyemeyohsts Storm on human and group dynamics.
- xii. 'Necessity', A personal testimony. The author's commitment to simplicity, sharing and community.

References continued:

**QUIPU** : The quipu, an ingenious arrangement of strings of different colors, knotted to constitute a unique mnemonic device, was used for messages, records and accounts. In the hands of the priestly amautas it was also an instrument for recording history and religious ritual. From C. E., Volume 1, page 480 on America.

- A device of knotted strings which served the ancient Peruvians as a memory aid. By knotting quipu in various ways, special Inca officials were able to keep numerical records, employing a decimal system in their calculations. From Collier's Encyclopedia, Volume 16, page 198 on Quipu.

**KAYONI (WAMPUM) :**

- A unanimous vote was necessary for a decision, but this did not seem to hamper the effectiveness of the federal organization, among the Iroquois at least. Records were kept on strings of shell beads called wampum. From C. E., 1960, Volume 10 on page 92 d on Indian Tribes, North American.

- Some American Indians used strings of shells called wampum, both as jewelry and money. In 1640 Massachusetts adopted a law valuing four white whelk or tow bleuse at one penny. The whelk shell beads were about half an inch in size and the bleuse were laboriously ground down from hard clam (quahog) shells. Both were pierced and strung. The value of these strings of shell disks represented labour performed (since there could have been but little difference in the quality of the original material). When Europeans ships began to trade in the pacific, they found the natives there, too, using strings of shells as a medium of exchange . . . . In trade with the Europeans, such strings were valued at about 7\$50 a yard. Ingenious (!!! Ed. exasperation) Europeans repeatedly attempted to produce this shell money on an industrial scale, but this singular form of counterfeiting proved economically unfeasible. Even with modern tools, shell is a difficult medium requiring much skill. From C. E., 1960, Volume 11 on page 2 b on Jewelry.

These entries from 1960 Collier's Encyclopedia also show the prejudice of European culture. The role of shells as currency from coast to coast and from North to Central and South America point to the possibility of a hemispheric system of labour time recording, currency and values. The Lakota of the plains carried shells from the west coast. Having come with our army boots, tromped and destroyed a people without knowledge of the intricacy of their indigenous cultures, we have jeopardized our own harvest and sustainable integration into this land. Our challenge is to become indigenous to this place for full enjoyment of its natural wealth and for a sustainable future.

**25. Income Tax Provisions:**

- A. The corporation will submit the investments of employee members for recognition in government Employee Stock Option Ownership Promotional Plans. Usually tax is deferred on these savings/ investments until the time at which they are withdrawn. These amounts are equivalent and recognized equally as Registered retirement savings plans RRSPs, towards registered home ownership savings plans RHOSP's and registered education savings plans. Usually these amounts are transferable between these programs.**
- B. The corporation will issue income tax receipts as a Non-Profit Corporation to individuals who donate the value of their labour, patronage, preferred supplier and founder gifts. These donation values are considered as gifts to the non-profit and deductible for the donor from net income.**