

**Policies and Procedures Manual of
The Cooperative Professionals Guild,
a Delaware Corporation**

This Manual was approved by the Stewardship Circle on January 13, 2023.

This Manual was last updated on January 13, 2023.

1. Introduction: This Policy and Procedure Manual is meant to support the Organization's work by providing depth and detail to the Bylaws. The purposes of this document and the Bylaws are to support Membership in:

- a. Effectively making high quality decisions to manage the Organization's work;
- b. Setting policy to ensure that decision-making to guide particular work is made by the people doing that work;
- c. Developing Members' leadership and Consent-building skills;
- d. Broad participation by Members in both governance and operational work;
- e. Ensuring that all voices matter;
- f. Fostering a positive sense of community and connections among the Organization's Members;
- g. Accomplishing the Corporation's Aims in the context of its Purpose, Vision, Mission and/or values.

2. Organizational Structure:

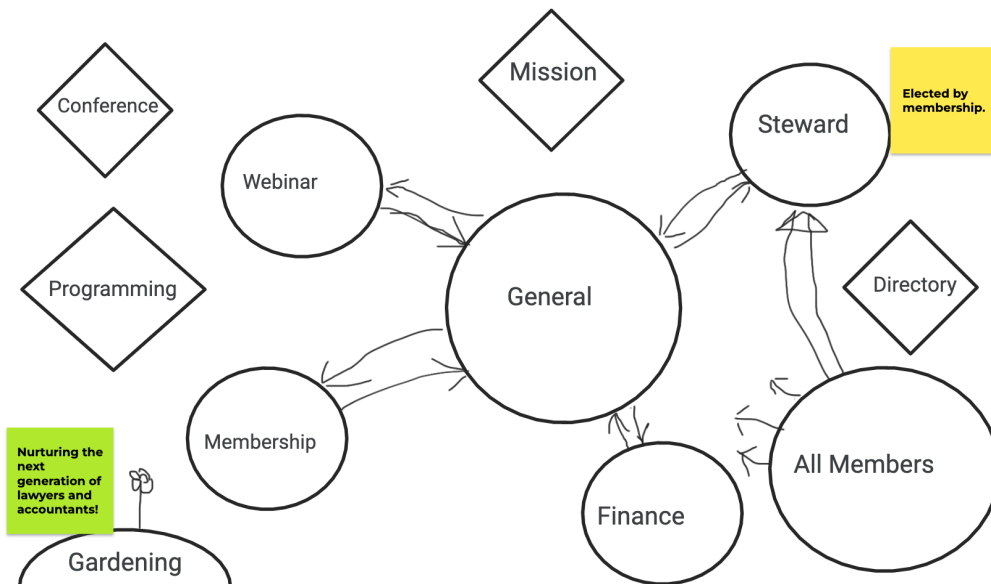


Figure 1: Non-prescriptive illustration of current governance circles.

3. **Continual Evolution:** The Organization as a whole, and each of its Circles, commits to continual learning about governance, communication, and the evolution of the Organization's work. This requires self-evaluation achieved through a regular and required process. Each Circle may adopt its own evaluation process and a sample process is provided below at Section 7. The Circle of All Members evaluates how well the Organization is achieving its Vision and Mission by review of an interactive annual report provided to Membership at the Annual Meeting by the Stewardship Circle. The report shall be interactive, in as much as it provides Members with the ability to provide evaluative feedback and/or votes to the Stewardship Circle.

4. **Eligibility for Membership:** Natural persons may be eligible for Membership if they meet the following qualifications; entities are not eligible for Membership:
 - 1.1 Individuals must have at least one of the following qualifications:
 - 1.1.1. Licenced accountant,
 - 1.1.2. Licenced lawyer,
 - 1.1.3. Practicing, inactive, or retired paralegal, bookkeeper, lawyer, and/or accountant, and/or
 - 1.1.4. Student interested in law and/or accounting.
 - 1.2 Individuals must work with cooperatives, have worked with cooperatives, and/or describe themselves as serving or looking to serve cooperatives.
 - 1.3 Individuals must be over the age of 18.

2. **Membership Rights:**
 - 2.1 Each Member shall have one vote in any decision they are eligible to participate in;
 - 2.2 Members are eligible to serve in Circles;
 - 2.3 Only Members are eligible to serve on the Stewardship Circle;
 - 2.4 Only Members are eligible to serve as Officers and/or Directors of the Guild;
 - 2.5 Access to Members-only webinar recording bank;
 - 2.6 Only Members are eligible to be listed under the Membership Directory;
 - 2.7 Members are eligible to attend all CPG webinars without additional charge;
 - 2.8 Members receive certification for CLE and/or CPE credit for webinars without additional charge, depending on availability of such certificates; and
 - 2.9 Members are eligible to publish blog posts on the Guild website.

3. **Membership Responsibilities:**
 - 3.1 Pay annual dues; and
 - 3.2 Renew Membership annually.

4. **Circles:**

- 4.1 How to Create a Circle: [this section will be drafted at a future date]
 - 4.2 How to do an election/selection:

Elections may be conducted as an item of business on any meeting agenda or in a meeting called for this purpose. The process shall include but is not limited to:

 - a. Nominations with rationale;
 - b. A “change round,” in which participants state any change in their nomination after the first round, and the reasons;
 - c. The Facilitator or another person elected for this purpose proposes a nominee or nominees, based on the strongest reasons given for nominations (NOT numerical majority);
 - d. Discussion and resolution of objections, if necessary;
 - e. Consent
 - 4.3 Description of Circle Roles: [This section will be drafted at a future date.]
 - 4.4 How to rotate the facilitator: [This section will be drafted at a future date.]
 - 4.5 How to create and maintain a log book: [This section will be drafted at a future date.]
 - 4.6 How to self-evaluate and process evaluations: The description in Section 7 is included here by reference.
5. **Consent Policy:** [A flowchart for proposal generation/review process will be inserted here at a future date.]
6. **Stewards:**
- 6.1 How to elect the Stewards. [This section will be drafted at a future date.]
 - 6.2 How to Remove Stewards. [This section will be drafted at a future date.]
 - 6.3 Duties of the officers of the Stewardship Circle. [This section will be drafted at a future date.]
 - 6.4 Duty of Stewardship circle to report to membership. [This section will be drafted at a future date.]
7. **Evaluations (How to):** [A section on guidance for review/evaluation will be drafted and inserted here at a future date.]