



## **Addendum #1**

Genesee County Land Bank Authority  
452 S. Saginaw St. 2nd Floor, Flint, MI 48502

Request for Proposal: edible flint Strategic Planning  
BID NUMBER: LB 12-009

### **Amended Due Date:**

Friday, September 21<sup>st</sup>, 2012 at 3:00 pm EST. Amended from previous due date of Monday, September 10, 2012 at 3:00 pm EST.

### **Vendor Questions and Responses from edible flint:**

#### **1) What is the governance structure of the organization?**

See the attached by-laws for more details on the governance structure. While the Leadership Board is in place as a guardian of the mission, governance also happens at the work group level and participants regularly have the opportunity to help make decisions regarding the operation of the organization at the monthly meeting.

#### **2) Who will have oversight on the strategic plan? Where does the accountability lie? Who is responsible for implementation?**

The Leadership Board will have oversight for the strategic planning process. Accountability lies with the Work Groups and with all participants by virtue of the work group structure. At this point, edible flint runs with self-accountability of each participant and the responsibility of the work group to hold its participants accountable. It is then recursive that work groups report out to the larger group and are then held accountable to those attending monthly meetings.

#### **3) Is the Leadership Board responsible for ongoing operations? How are they chosen and whom do they represent? Does the organization have an operating budget? If so, how much is it?**



No, the Leadership Board is not responsible for ongoing operations - see the attached by laws for details on how they are chosen and who they represent. The work of edible flint is supported through in kind contributions and with grant funding from partner organizations acting as fiduciaries. edible flint's expenditures for 2011 were \$192,000 and \$244,00, including in kind contributions.

**4) Who would be our main contact for this project? Who is the actual client?**

The edible flint Leadership Board will define a main contact. The edible Flint Leadership Board is the actual client. The Genesee County Land Bank is the fiduciary.

**5) What role do the partners and participants play in the ongoing work of the organization?**

Per the by-laws - the work group is where work happens and the basic unit of the work group is the participant (member). We are currently transitioning from a collaborative into a membership based 501 c3. Through this transition, participants (members) will continue to play a very active and important role in development and implementation of the work of edible flint.

**6) What has been the history of the consensus decision-making model - what has worked and not worked? The reason for this question has to do with the difficult task of estimating the amount of consultant time it will take to support the group with making decisions.**

edible flint has always used a structured consensus decision-making model. General meetings are highly structured with a regular meeting agenda. Consensus decisions at these meetings is generally smooth and efficient. Meetings are facilitated by participants who are trained or coached. Some of the challenges in using consensus include: speed of operations and having the foresight to get organization-wide consensus early enough to create comfortable clearance for operational decisions when things get rolling on specific work.

**7) Step 4 of the process description includes creating a high-level two-year implementation plan, but this is not listed in the "Deliverables." Should it be?**

Yes, it should be listed as a deliverable. Please include a specific cost for a two-year implementation plan in your proposal.

**8) The last bullet of the "Deliverables" is "Input from each work group on draft plan." I assume this will be part of the process, so I'm not sure what the deliverable is. Are you looking for a written summary of input?**

We would like some record of work group input. A written statement and summary of work group input is sufficient.

9) Under submittal requirements on page 7, it says the RFP must be submitted via email. On page 11, it indicates that hard copies are required (if so, how many?). Please clarify.

Please submit responses via email. Hard copies are optional.

## **Attachment:**

### **edible flint by law**

#### **Type of Organization**

edible flint is a membership-based nonprofit corporation. It provides structure for its network of participants to work collaboratively in furthering the mission.

#### **Mission**

To support Flint residents in growing and accessing healthy food in order to reconnect with the land and each other.

#### **Organizational Structure and Operation**

The following components of edible flint's structure describe the function of meetings, how work is accomplished and who is responsible.

#### **Participants**

edible flint members are called "participants." Those who attend Monthly Meetings and/or Work Group meetings as well as those who volunteer at edible flint events are participants. Participants drive the work of edible flint. Participants reaffirm their commitment to the mission of edible flint annually.

#### **Monthly Meetings**

These meetings are the forum for building relationships, furthering the mission and information flow between Work Groups and Participants. Participants report out on Work Group activities, propose new work and share events at monthly meetings. Decisions at the Monthly Meeting are made by consensus.

#### **Work Group(s)**

Work Groups are created during a monthly meeting in response to an unmet need that supports edible flint's mission. Participants define Work Group goals, refine purpose, and develop budgets. Participants collaborate to implement the work defined by the group's purpose and goals. Work Groups select representatives to the leadership board.

#### **Co-conveners**

Work Group participants determine who will co-convene each work group. Co-conveners make sure work groups occur, facilitate schedule and communication, and ensure all activities are recorded and disseminated.

### **Annual Meeting**

edible flint will hold an annual participant meeting for the purposes of selecting board members, sharing activities from the past year, and informing participants about the financial position of the organization. The annual meeting is also where Participants and Work Groups review and affirm organizational goals and priorities.

### **Leadership Board**

The number of members of the Leadership Board of this corporation will be not less than 9 or more than 21. The Leadership Board will meet a minimum of four times per year to review financial activities and conduct official business. Quorum for decisions is one half of the current Leadership Board membership plus one (1). Decisions are made by consensus.

Board members will be representative of edible flint Work Groups and the community at-large and will share the mission and goals of edible flint. edible flint is committed to a policy of fair representation on the leadership board, which does not discriminate on the basis of race, ability, sex, color, income, religion, sexual orientation, or age.

Selection of new board members or selection of current board members to a second term will occur at the annual meeting of edible flint. Board members will be nominated by Work Group participants as representatives of each Work Group or by participants as representatives of the community served by the mission of edible flint.

The term of each board member of the corporation will be 2 years. The terms will be staggered to ensure continuity for the Leadership Board.

When a board member dies, resigns, or is removed, the Work Group or Leadership Board may select a board member to serve for the duration of the unexpired term.

Any board member may be removed from the Leadership Board by consensus of board members present at an official board meeting. Notice of the proposed removal will be given to members with the notice of the meeting. The board member involved will be given an opportunity to be present and to be heard at the meeting at which his or her removal is considered.

No compensation will be paid to any member of the Leadership Board for services as a member of the board.

### **Dissolution**

Upon dissolution of this organization, assets will be distributed for one or more exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or will be distributed to the federal government, or to a state or local government, for a public purpose.

### **Conflict of Interest**

Whenever a Leadership Board member, employee, participant or volunteer has a financial or personal interest in any matter coming to the organization participants will ensure that:

1. Individuals disclose any conflicts that relate to agenda items before business begins
2. Individuals with financial or personal interest will provide information and answer questions. The balance of the group will determine consensus without them in the room
3. Payments will be reasonable and will not exceed fair market value
4. The notes of the meeting will contain disclosure and rationale for approvals made.

### **Non-Liability**

1. Participants, Co-Conveners and Board Members will not be personally liable for the debts, liabilities, or other obligations of the organization and private property of such individuals will be exempt from organizational debts or liabilities, subject to the applicable provisions of the Michigan Corporation Code, unless said debts, liabilities or other obligations are the direct result of intentional misconduct. The personal liability of Participants, Co-Conveners and Board Members will be minimized to the fullest extent permitted by Michigan law.