

ReGenerate Illinois (RI) Charter

Proposed: 10/20/2020

Adopted: November 2020

1. WHAT WE BELIEVE

Vision: A food & agriculture system that produces:

- Abundant resources for biodiversity, builds soil organic matter, improves water quality & supply on farms & beyond
- Economically prosperous farms
- Diverse & healthy communities that nurture strong local food cultures
- Local and regional food system security
- Resilient and robust local food economies
- All Illinois communities have access to nutritious, safe, affordable, and locally grown food

Mission and Purpose: The mission of ReGenerate Illinois is to develop and steward an inclusive statewide network that builds connections to foster powerful ideas and actions to shape a future where Illinois has a strong, representative, and resilient food system that is rooted in regenerative agriculture. Together, we are fostering a tide of new regenerative farmers and food value change that aligns with a healthy environment, resilient communities, and consumer demand, all underpinned by meaningful policy and research.

Values: Our values are the fundamental beliefs or qualities that guide our conduct, as well as our relationship with the people of Illinois. Members strive to be [Prosocial](#) by incorporating the following practice agreements into our work and in our relationships with one another.

- Be transparent and positive
- Listen carefully with an open mind, and recognize and value diverse perspectives
- Support a trusting, safe, and respectful table where we strive to include a seat for the never-served
- Drive towards our mission/vision
- Support collaboration and healthy relationships
- Continuous learning with analysis based on qualitative and quantitative data, and a commitment to actionable and measurable outcomes
- Utilize long-term, holistic, and systemic thinking wherever possible while making space for exploration and creative thinking
- Have Fun!!

We actively practice Prosocial's Core Design Principles, which include: shared identity and purpose, equitable distribution of contribution and benefits, fair and inclusive decision making, monitoring agreed on behaviors, graduated response to helpful and unhelpful behavior, fast and fair conflict resolution, authority to self govern, and collaborative relations with other groups.

2. WHO WE ARE

ReGenerate Illinois is a diverse and inclusive network of farmers, nonprofits, for profits, researchers, and individuals. Our network is composed of a Leadership Council, Action Circles, Learning Communities, and a more inclusive larger Network.



ReGenerate Illinois Model

A larger, more diverse and inclusive network of farmers, nonprofits, for profits, researchers, and individuals made-up of the following components:

- A **Leadership Council** whose role is to ensure the “work” continues, including catalyzing action circles, ensuring connectivity between network groups, etc.
 - **Ad hoc committees** as needed
 - **Paid coordinator** to facilitate administration
- **Action Circles** that could be communities of learning/practice, network participants working on collaborative projects, or based on needs for accomplishing
- **Learning Communities** such as the IDEA Farm Network that are community lead across the farming and food system.
- A **larger network** that includes anyone interested in pursuing our North Star work

Leadership Council is a leadership group composed of council members representative of the larger Network. Council members will be individuals or representatives from organizations, businesses, or other affiliations. The Leadership Council’s role within ReGenerate Illinois is to:

- Provide strategic framing and establish roles and responsibilities for RI
- Catalyze work of the Network
- Set priorities for statewide events
- Engage internal & external stakeholders
- Lead fundraising
- Act as the voice of RI, and, further, manage the RI brand
- Evaluate efficacy of Network
- Safeguard guidelines of Network including, but not limited to the charter and Prosocial principles
- Oversee general administration

At times, the Leadership Council will utilize committees to assist with completing their roles and responsibilities. These committees may exist permanently or on a temporary basis. Possible committees within Leadership Circle include: Charter Committee, Communications Committee,

Coordinating Committee, or Fundraising Committee. For more information on current committees, please see the Charter appendices.

Action Circles are project-based collaborative groups convened to carry out the purpose of the Network. They exist as non-permanent, goal-directed groups working to fulfill a need within a set period of time. Action circles will form organically through targeted efforts of engaged organizations and will contribute to RI's North Star. The Leadership Council will approve Action Circles, as well as provide a representative to serve within the group. Action Circles are required to communicate efforts and learnings to the Leadership Council for sharing with the larger Network.

Learning Communities are community-led groups that exist across Illinois' farming and food system. These permanent groups, supported by RI, will function as a smaller network for individuals within a specific sector of the industry and provide a space for peer-to-peer learning.

ReGenerate Illinois is currently hosting one Learning Community, the IDEA Farm Network. The IDEA Farm Network aims to expand the adoption of practices by the agriculture and landowner community that have regenerative outcomes. The IFN is a space that catalyzes ideas and approaches that balance farm productivity, profitability, and environmental health. Members meet regularly to discuss timely issues, learn about different farming methods, explore new equipment, and learn from member farmers.

As more Learning Communities are created, details of their existence and mission can be found in the Charter appendices.

Network is a term used within RI to describe a larger, more expansive network available to anyone interested in learning more about supporting a regenerative food system in Illinois. By participating in the network, participants gain access to:

- An informed resource about regenerative food systems, including shared information and resources
- A community of like-minded individuals
- Networking and engagement opportunities and events
- Opportunities to join Action Circles, Learning Communities and the Leadership Council

Composition. ReGenerate Illinois values balanced partnerships that reflect the diverse constituencies and geographies in the farming and food system. When partners are nominated, they may self-identify with one or more of the stakeholder groups listed below. RI is open to an unlimited number of partnerships in the Network that represent the following stakeholder groups.

- Conservation, natural resource, and stewardship organizations, including biodiversity and ecological integrity
- Food, forage, fiber production
- Government and educational organizations
- Health & wellness

- Labor and workforce
- Supply chain: aggregators, distributors, processors, food retail, institutional, restaurants
- Supporters of regenerative agriculture and food systems
 - Agricultural input
 - Community organizations
 - Funders, investors, and financiers
 - Government and educational organizations
 - Public policy advocates
- Underserved and never-served communities

3. HOW WE WORK

GOVERNANCE

Leadership Council. The Leadership Council is the main decision making body of ReGenerate Illinois. The Leadership Council sets the overall direction, goals and annual action plan, decides matters of policy, determines when to use the RI brand, creates or approves campaign plans, and tracks strategy outcomes. In addition to the overall work of the Leadership Council, council members will also be responsible for serving the following roles for the Network:

1. Serve on all created Learning Communities, Ad Hoc Committees, and Action Circles;
2. Act as project directors for RI funded projects; and
3. Represent RI on external bodies (e.g., regional or national regenerative agriculture coalitions).

The Leadership Council also retains the ability to amend the Charter by following the decision-making process, as outlined in Section 3: Decision-making.

Addition of Leadership Council Members

RI's Leadership Council will meet annually, as vacant council seats occur, to determine new council members to add to the Leadership Council. New council members must be approved by the Leadership Council through a majority vote. Any new council members will be expected to participate in an orientation with a designated current council member. If you would like to nominate yourself or another Network partner to join the Leadership Council, please contact info@regenerateillinois.org.

Leadership Council

- No less than 50% of the Leadership Council should be comprised of non-profits
- No fewer than 11 and no more than 19 members should be on the Council at any one time
- Council members should represent a wide range of stakeholder groups (consumers, research, environment, infrastructure, farming, policy, underserved, etc.)
- There is a two-year term limit for council members

- Council members can serve up to 3 consecutive 2-year terms, but they are allowed to rejoin the Council after a 1-year break.
- Coordinating Committee consists of a minimum of 4 council members. The Committee will consist of at least 2 non-grant manager council members and all RI grant managers. Non-grant managers serve a 2 year term limit.

From time to time, it may be necessary for council members on the Leadership Council to become inactive. Inactive status council members do not count toward the calculation of a quorum. A council member may become inactive in the following circumstances:

- Council member misses three (3) consecutive monthly Leadership Council calls or six (6) monthly Leadership Council calls in a calendar year;
- Council member elects to go “inactive” by notifying the Coordinating Committee who will then notify the Leadership Council at the next call;
- Inactive council members will be removed from the Leadership Council;
- Funding related to participation in the Leadership Council is not available to inactive status council members;
- Other benefits connected to participation in the Leadership Council is not available to inactive status;
- If a council member becomes inactive and is in receipt of RI funding for participation prepaid funding will need to be re-evaluated with funder when inactive status begins, which may include reimbursing the funder of funds received.

Inactive council members retain access to the listserv, shared Google Drive, meeting notes, etc. while they are inactive for the purpose of facilitating a smooth reactivation. A council member may be “inactive” for up to 3 months. After the third month, the inactive council member’s status is reviewed. Council members who are “inactive” for 3 months are given the opportunity to convert to active status. Council members who do not reactivate at the end of the 3-month window will be removed from the Leadership Council.

Leadership Council Meetings: Regularly scheduled meeting once per month via Zoom/telephone. In-person can be requested as needed.

The Leadership Council also holds one annual meeting each year, in person. This annual planning meeting will establish annual priorities, review the prior year’s progress, and review the coordinating team and partnership as needed. Notice: The Coordinating Committee will create and circulate the agenda at least 1 week prior to the scheduled meeting date. Meeting minutes will be posted one week following each meeting to the Meeting Minutes folder in Google Drive.

Learning Communities, Action Circles, and Ad Hoc Committees. The Network may maintain learning communities, action circles, and ad hoc committees to facilitate the activities of ReGenerate Illinois. From here forward in the charter, these will frequently be referred to as working groups.

Formation and dissolution of committees, learning communities, action circles, and ad hoc committees must be approved by the Leadership Council using the agreed upon decision-making process. When forming learning communities, action circles, and ad hoc committees, the group's work plan must be presented to the Leadership Council for approval.

All learning communities, action circles, and ad hoc committees should be listed in the Member Information folder of [Google Drive](#).

Learning communities, action circles, and ad hoc committees must maintain notes/minutes and store notes/minutes in the Meeting Notes folder of Google Drive. These working groups shall report out to the Leadership Council a minimum of quarterly. The working groups have decision-making authority limited to what the Leadership Council has granted to them through normal decision-making when presenting their proposal, and should have a written decision-making process for their working group. If a decision or proposal lies outside of the scope granted to said working group, they must take that proposal to the Leadership Council for normal decision-making process.

Coordinating Committee. RI maintains a Coordinating Committee of four Leadership Council members. These council members are expected to be active participants in Coordinating and Leadership Council Meetings. Coordinating Committee members are asked to serve for a period of 2 years with staggered terms; ideally, 2 new members are replaced each year. Volunteers are called on once a year. The Coordinating Committee is the primary point of contact for RI and facilitates logistics for Leadership Council meetings, ensuring agendas are set, maintaining meeting summaries, facilitating communications, and otherwise serving to provide core functions for the collaborative. The Coordinating Committee shall provide a report of activities to the Leadership Council at each monthly Leadership Council call.

Coordinating Committee Meetings: Twice a month, via Zoom or in-person as needed. Meeting frequency can be adjusted as deemed necessary by the council members on an as-needed basis.

Working Group Meetings: As needed; determined via the approved work plan; via Zoom/phone. In-person can be requested.

The Network

Network Partner Commitments

All partners commit to supporting the vision, purpose, and priorities of ReGenerate IL. As part of this support,

1. All partners would abide by the values that are attributed to ReGenerate Illinois
2. Partners commit to being an ambassador for ReGenerate Illinois, promoting and communicating its goals to the broader community.
3. Partners will strive to attend regularly scheduled network-level meetings. If unable to attend, partners will have access to minutes to keep up to date on activities.
4. Partners will advance RI goals by actively participating in RI network-level meetings.

5. Partners are also expected to carry forward the work of the network by participating in working groups. It is recommended that members participate in at least one working group each year.

Addition of Network Partners

Any individual, organization, or other may join RI by signing up for the listserv. All new partners must agree to abide by the code of conduct listed in the Charter. 2 - 3 members of the *Network Development and Maintenance Action Circle* will be responsible for curating the listserv in order to eliminate false or misleading membership requests and to ensure that members are acting responsibly and respectfully.

Resignation

A partner may resign from ReGenerate IL at any time by notifying the coordinating committee, by submitting a letter of resignation with that partner's (or primary representative from a partner organization's) signature. Resigning partners are encouraged to participate in recruiting potential replacements from their stakeholder group prior to their resignation taking effect.

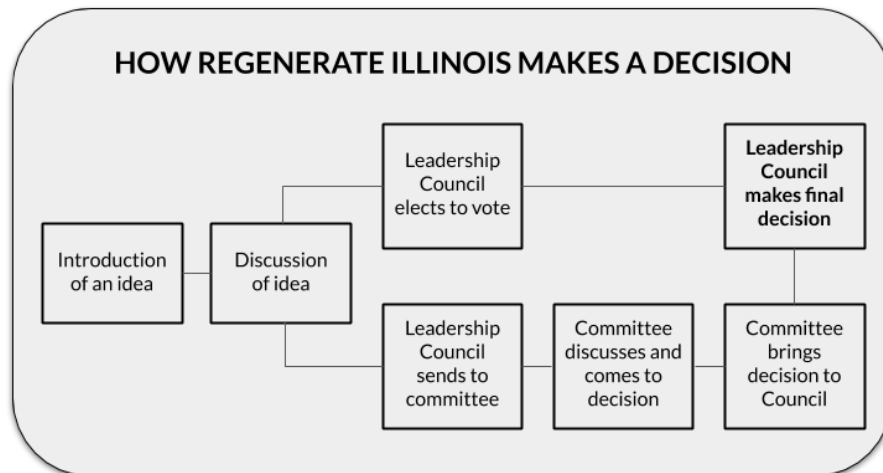
Removal from Membership

If the partnership as a whole believes that a specific member has failed to uphold the purpose, principles or responsibilities of the RI Charter, a representative of the partnership will notify the partner in question, who will be given an opportunity to respond to the partnership. If resolution is not achieved, the partner may be removed from the collaborative by unanimity of the group (excluding the affected partner).

DECISION-MAKING

ReGenerate Illinois operates using an open, honest, and robust dialogue to aim for a mutually accepted group position or an agreement good enough for all members to move ahead. We follow the values of Prosocial and commit to fair and equitable decision-making remaining at the core of our network. Our method of decision-making is by way of a multi-voting model that includes majority voting, weighted voting, and supermajority voting.

In the Leadership Council, we work to ensure that all council member voices are heard and that all council members have the opportunity to participate in discussion ahead of decision. We respect the right of each individual to have viewpoints, beliefs, and values, and have built a process that allows for respectful discussion of those positions. To that end, RI utilizes the following process for making decisions.



Representation. Council members typically come from and represent the perspective of a particular organization or interest group. Each participating organization will have a maximum of one vote in decision-making, but can appoint up to two organizational members, who speak for the organization during RI deliberations. One member must be appointed as primary representative, and the other as a designated alternate. RI expects that when involved in the activities of RI, members balance constituency allegiances with the special obligation to be responsible to the larger RI process.

One individual may formally represent more than one organization if approved by the Leadership Council. In cases where one individual is the primary representative for two or more organizations, this individual retains the right to only one vote in a decision-making process. This is to maintain the spirit of the majority rule, as well as ensures that no individual has disproportionate power and is single-handedly able to stop proposals from moving forward.

Quorum. The Leadership Council must have a quorum to make binding decisions. Quorum is defined as 50% +1, calculated from the number of actual council members at the time of decision-making (unless otherwise stated in the Charter). RI can meet without quorum and make recommendations for future consideration, but they cannot take formal action. Conflicts of interest and recusal. If council members have a conflict of interest, those council members may participate in the discussion, but should recuse themselves from RI formal decisions. When appropriate, council members who hold leadership positions on committees or Action Circles or council members who have a conflict of interest may recuse themselves from RI recommendations.

Voting. Decisions will be taken at regular Leadership Council meetings of ReGenerate IL. For a motion to pass, RI will operate using a majority voting method, or 50% + 1 to determine a decision. In the case of governance decisions or network model changes, RI will operate using a supermajority voting method, or 75% of the entire Leadership Council to determine a decision.

The Leadership Council will at times appoint ad hoc committees, Learning Communities, or Action Circles. Those entities can freely determine their unique method of decision making at the beginning of their formation and document their process in their group's charter.

Decisions may be made via email as long as 5 business days are allowed, all determined individuals respond to the vote, and majority and supermajority voting models are followed. If any individual feels that more discussion is needed or feels uncomfortable with the decision being made via email, they may ask for the decision to be taken up at a formal meeting. All individuals must be notified of topics of decision-making by having them listed on agendas in advance. The group may opt to delegate certain decisions to action circles, learning communities, ad-hoc committees, partners, or other sub-bodies on a case-by-case basis.

Resolution Process. Should council members or committees have difficulty coming to a resolution and, therefore, decision, discussion will be brought back to the full Leadership Council where the item at stake will be divided into smaller components for discussion and the Prosocial framework will be used to assist with decision making. If all opportunities for resolution fail, then the decision will not be approved at the time it is presented.

5. ADDITIONAL PROVISIONS

Confidentiality and Conflict of Interest. The network promotes making connections, communicating with transparency, and having clear decision making structures; however, there may be times when confidential information is being shared. It is the responsibility of the networks members to acknowledge when such information is being disclosed and whether it is to be shared or not. Additionally, conflicts of interest may arise for a variety of reasons, network partners shall disclose when they may have an actual or perceived conflict of interest during network meetings, working groups, deliberation, and decision making activities.

Costs and Funding. Recognizing that projects of ReGenerate Illinois serve the highest purpose of the network and its partners to achieve our collective goals and objectives:

- Projects of ReGenerate Illinois must reflect the values set forth in the Charter and agreed-to goals of the network,
- The primary objective of network projects is to fulfill work objectives to the highest quality and manage the partnership, and
- Any Partner may bring a funding opportunity to the Network that would help to accelerate advance or achieve an objective in the ReGenerate Illinois North Star Strategy.
- Projects must receive approval from the Leadership Council in order to represent ReGenerate Illinois and use its brand.

APPENDIX

[Regenerate Members List](#)

[Shared Google Drive](#)

[Appendix 1: Process for Funding Opportunities](#)

[Appendix 2: Roles for Funded Opportunities](#)

[Appendix 3: Management of Funded Initiatives](#)

[Appendix 4: Guidelines of Reporting](#)

[Appendix 5: Conflict Resolution Policy](#)

[Appendix 6: North Star Strategy](#)

Appendix 1: Process for Funding Opportunities

Process for identifying funding sources and negotiating Funding Opportunities includes grants, sponsorships, donations, and other funded opportunities pursued on behalf of ReGenerate Illinois:

- Any Partner may bring a funding opportunity to the Partnership that would help to accelerate, advance, or achieve an objective in the ReGenerate Illinois North Star Strategy. The Partner provides an overview of the funding opportunity to the Leadership Council for discussion and approval. This would include defining the action circle and selecting a project director and fiscal sponsor. Fiscal sponsorship suitability includes a willingness to follow the procedures outlined in the Charter.
- Partners in the Network identify participants within the Network to be in the action circle tasked with writing the proposal and its composition at the time of approval to pursue the funding opportunity. In the near term, all Action Circles will be sponsored by a member of the Leadership Circle to ensure communication and leadership
- The Leadership Council will be given the opportunity to review and provide comments to the proposal prior to final submission. The action circle will provide a review at least five business days in advance of meeting for comment and input by Leadership Council.
- Decision making on funding opportunities will follow the decision-making procedures in the Charter.
- Once the funding application is submitted, the final submission will be shared with the Network by email for their reference and filed on the shared drive

Appendix 2: Roles for Funded Opportunities

The Leadership Council strives for a decision-making process that is inclusive of all partners in the Network including decisions regarding project roles, sub-contract amounts, and associated processes.

- Each funded initiative shall have an appointed fiscal sponsor who is responsible for managing all aspects of financial management and reporting for the project.
- The fiscal sponsor shall be approved by the Leadership Council following the decision making process.
- The Fiscal sponsor must provide written and signed subcontract agreements between the fiscal sponsor and every entity or person receiving funds. In the interest of transparency, these agreements and the project budget must be filed in the shared drive.
- Though project profitability is not the primary objective, the Leadership Council recognizes that the profitability of projects is a benefit to both the partners and the Network. This section lays out the intention of how profits should be managed:
 - Project-specific funds or projects that earn revenue should also be managed in a manner that meets the financial best management practices of the fiscal sponsor, requirements of the funder, and financial risk management of the Network.
 - A value of ReGenerate Illinois is to build the capacity of its partners to support and further the objectives of the Network.
- Any financial benefit experienced by an Action Circle through a subcontract to a ReGenerate Illinois funded project should be reported to the Leadership Council as a measure of the efficacy of the project. Action Circles working on profitable projects should strive for equitable distribution of the proceeds to be determined by their own internal process. These benefits may be retained by partners in the Action Circle, with suggestions that the resources be devoted to future work by the partners in the Action Circle toward the goals of the Network.
- Project partners must share their internal processes for profit distribution with the Leadership Council for approval at the beginning of the project or immediately upon learning of extra dollars available for profit distribution.

Appendix 3: Management of Funded Initiatives

Project Management.

A project manager will be appointed to each project.

- Project Manager Appointment: Action Circle proposes PM preferences and the Leadership Circle votes to approve appointment. The project manager is responsible for all aspects of the project and is accountable to the Action Circle and the Leadership Council for all elements of the project.
- The project manager and fiscal sponsor should maintain regular communication throughout the duration of the project, defined in the work plan.
- The project manager shall be a person who is in the Network.
- The project manager may also be, but need not, be the same as the fiscal sponsor.
- The project manager may delegate tasks as necessary but retains ultimate responsibility for the completion of project objectives and reporting requirements.

- Should the named project manager be no longer able to serve in that capacity, the Action Circle proposes a new project manager and Leadership Circle approves new project manager.

If an individual partner or organizational partner leaves a project, the Leadership Council will be given the opportunity to provide input on the reassignment of the departing partner's role or scope of work to an alternate sponsor.

Appendix 4: Guidelines of Reporting

The project manager is responsible for ensuring all reporting requirements are met. The fiscal sponsor is responsible for providing all necessary information and internal reports to the project manager for reporting purposes.

All grant and financial reports must also be filed in the shared drive and be made available to the Partnership by email. When grant reports and financial reports are filed with the funder, a notice shall be provided to the Leadership Council and Action Circle by email or on a Leadership Council call.

Appendix 5: Conflict Resolution Policy

When confronted with conflict of any kind, the Network agrees to adhere to the conflict resolution principles and steps outlined below:

(a) Problem Solving Ground Rules. All partners agree to attempt to solve problems by first dealing directly with the person or persons with whom he/she is experiencing problems. Implicit in this agreement is a commitment to honest, direct problem-solving. All partners will agree to the following ground rules when involved in conflict resolution efforts:

- i. a commitment to mutual respect
- ii. a commitment to solving the problem
- iii. no put-downs
- iv. no intimidation, implied or direct
- v. no physical contact
- vi. no interrupting
- vii. agreement to use the conflict resolution protocol (*see below*)

(b) Conflict Resolution Protocols. If the conflict occurs between partners, the partners in conflict will make a good faith effort to resolve the problem between/among themselves. If this does not work, the partners in conflict will ask a mutually agreed upon third party within RI to help mediate and solve the problem with those having the conflict. If this does not work, the partners in conflict will formally request assistance from the Leadership Council in solving the

problem. If the Council is unable to assist in resolving the conflict, and all avenues of conflict resolution have been exhausted, then the Council shall create and implement a process to facilitate resolution. This may include engaging an outside mediator to help address the problem.

(c) Third Party Confidentiality. We recognize the importance of the conflict resolution protocol outlined above and agree to abide by it in principle and practice. As non-involved parties, we will encourage conflicting parties to deal directly with one another. However, we also recognize the need, at times, to discuss, seek advice, or comfort from others in the midst of conflict. Such a situation requires confidentiality. As “third parties” who are approached for solace, advice, etc, we agree to provide these things in the spirit of helping to improve the situation.

We do not wish to contribute to rumors, gossip, “bad-mouthing”, or the perpetuation of problems. If a person who is experiencing a conflict with one or more people on the property approaches a neutral “third party” it is understood that person is responsible for keeping the health and well-being of the partnership in mind. That is, while maintaining confidentiality, the third party should remind the conflicted person of the conflict resolution protocol, if necessary. In addition, by virtue of being privy to the conflict at hand, the third party is also responsible for monitoring the situation. All partners of ReGenerate IL will strive to support all parties in conflict in being heard and having their concerns addressed.

(d) Confidentiality with Regard to Internal Network Conflict. In the spirit of protecting the privacy and rights of members of the Network, we are committed to maintaining confidentiality regarding partner and Network issues of a sensitive nature when speaking with people outside of the Network.

Appendix 6: North Star Strategy

North Star

Our vision is a food & agriculture system that produces:

- Abundant biodiversity, soil organic matter, water quality & supply on farms & beyond
- Economically resilient farms
- Resilient & healthy communities that nurture strong local food cultures
- Local and regional food system security
- Resilient and healthy local food economies
- All Illinois communities have access to nutritious, safe, affordable, and locally grown food

Purpose

ReGenerate IL is building a future where Illinois has a strong and representative regenerative agriculture system in place with good communication and a collaborative culture.

Together, we are fostering a tide of new regenerative farmers, supportive value chains, and consumer demand, all underpinned by meaningful policy and research.

Priorities

ReGenerate IL is developing an inclusive statewide network that builds connections to foster powerful ideas and actions that accelerates the creation of a localized farming and food system that is rooted in regenerative agriculture. A fundamental role of this network will be to raise awareness that community and environmental health and well-being grow out of a local, regionally-connected regenerative food system.

1. **Build Connectivity:** We will launch a diverse and inclusive network, spanning the farming and food value chain, that creates pathways for leaders from across the System to connect in order to learn together, align, and advocate for a regenerative food system.
2. **Grow The Idea Farm Network:** We will expand the IDEA Farm Network to significantly scale the use of regenerative farming practices, build a farmer support network, and develop a strong source of regeneratively grown products for IL communities.
3. **Convene Strategic Conversations:** Regenerate IL will curate conversations that matter, bringing together leaders from across the system to make sense of emerging trends and identify powerful ways forward.
4. **Disseminate Guidance:** Through our convening efforts, we will harvest, package and share strategic frames and guidance for the wider field to support alignment and coordinated action for change