



Slow Food USA™

Chapter Guidelines

Chapter Guidelines

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SECTION 1: Overview of Slow Food USA

The Vision, Mission and Values of Slow Food USA

Food is a common language and a universal right. Slow Food USA envisions a world in which everyone can eat food that is good for them, good for the people who grow it and good for the planet.

Our mission: Slow Food USA seeks to create dramatic and lasting change in the food system. We reconnect Americans with the people, traditions, plants, animals, fertile soils and waters that produce our food. We inspire a transformation in food policy, production practices and market forces so that they ensure equity, sustainability and pleasure in the food we eat.

Our values: Slow Food USA values authenticity, environmental and cultural sustainability, individual and shared responsibility, diversity, and pleasure, particularly the notion that pleasure and responsibility are linked.

Good, clean and fair:

Good – Good food tastes good, and respects season, place and culture.

Clean – Clean food is grown in a way that protects the environment and gives health to those who eat it.

Fair – Fair food is accessible to all and gives dignity and fair wages to the people who grow and pick it.

Our operating principles: We make change locally, nationally and internationally and we make it through our network. Our network is made up of individual members and supporters. They are connected to a local chapter that coordinates their local involvement and helps to connect them to the national movement. Chapter leaders are volunteers, and they are the heart and soul of Slow Food USA. Chapters are connected to a region and that region has a regional governor who ensures that chapters in the region are healthy, growing, connected and aligned to our work.

Locally: Slow Food USA's network of members and supporters work to fill the gap between the sort of food community they inhabit, and the sort of food community they *believe* they should inhabit. In essence, they do the work on the ground to make their food community more good, clean and fair, and they do it via their chapter.

Nationally: Slow Food USA's network of members and supporters speak with a collective voice on issues of importance to raise awareness, shift behavior, and drive changes in food and agriculture policy and industry practices. The national

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office coordinates this, but local organizing is done at the chapter level.

National Activities & Program Areas

Slow Food USA's headquarters support a number of activities and program areas. A brief summary is below.

Membership and chapters: Members are the lifeblood of our organization, and their participation, actions and support are the primary ways that Slow Food USA is able to further the cause of good, clean and fair food. Chapters are run by volunteer leaders and engage their communities in local activities and programs that support the national mission.

Advocacy: We use the strength of our grassroots network to organize communities and to remove the policy, economic and cultural barriers that stand in the way of improving our food system. To do so, we organize national campaigns, such as the *Time for Lunch* campaign that kicked off on Labor Day 2009.

Biodiversity: To increase diversity in the food supply, Slow Food USA, in collaboration with Renewing America's Food Traditions (RAFT) Alliance partners, develops tools and leads initiatives to help food producers, chefs and community leaders identify, recover and celebrate the endangered foods and food traditions important to their regions. By supporting local projects, promoting

endangered foods nationally through the Ark of Taste—a catalog of over 200 delicious foods in danger of extinction, and educating the public about the link between food diversity and the future health of our food supply, we are creating a more resilient, sustainable food system and ensuring diverse foods remain in production and on our plates.

Slow Food in Schools: Every child should know where real food comes from. Slow Food in Schools is a network of community-based youth food education projects to help them learn. Ranging from schoolyard gardens, to cooking classes, to farm to school initiatives, Slow Food in Schools projects are diverse – yet all offer children hands-on opportunities to explore where their food comes from.

Slow Food on Campus: Slow Food on Campus is a network of Slow Food chapters at colleges and universities across the country. Run by student leaders, Slow Food on Campus chapters engage their community and the next generation of Slow Food leaders in creating a good, clean, and fair food system. Slow Food on Campus members represent a passionate cross-section of youth addressing food system and food justice issues, spanning environmental and social causes.

International Program Areas

Slow Food International: The international office of Slow Food runs several programs and events, including

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Terra Madre, Salone del Gusto, Cheese, Slow Fish, and the international Ark of Taste. It is also associated with the University of Gastronomic Sciences.

International Youth Programs: Around the world, youth are mobilizing to bring good, clean, and fair food to their communities. International Youth Programs are a network of these local projects connected through international communication and exchange.

Terra Madre Network: Terra Madre is an international network of more than 7,000 food producers, cooks, educators and students. Every two years, network delegates from around the world convene in Turin, Italy to discuss global food sustainability issues.

The National Office

What we do: The national office manages the communication, financial and administrative needs of a network of tens of thousands of members, hundreds of chapters, and a growing movement. The staff at the national office creates a framework, context and set of resources to help local chapters, members and supporters carry out local work. The staff also provides national leadership and helps our network speak with a collective voice on relevant issues and raise awareness about food and agriculture practices.

How we work: Our staff works to ensure that we are able to adequately support

and efficiently carry out our work. If the work we are doing is of value, and we are doing it right and communicating about it effectively, then we will be able to continue raising the needed funds to ensure that the work continues. We are continuously working to improve our office systems and are open and receptive to receiving feedback.

How we work with chapter leaders:

The staff at the national office strive to effectively communicate with and support chapter leaders, and we do this directly as well as through the Regional Governors. Regional Governors are the day-to-day contact for chapter leaders in managing chapter programs and the chapter board. The national office staff communicates to leaders both through Governors and directly to leaders in order to solicit leader input; share news, information and resources; and work to create a dialogue between leaders. Outreach and information collecting takes many forms, including monthly leader emails, one-on-one and group conference calls, online surveys, and forming national committees of leaders.

Volunteer time and input is valued at every level of the organization. The national office staff considers volunteer leaders to be local experts who make activities and programs happen. Leaders define the experience of the member, and then make change happen on the ground. Leaders are counted on to be aligned with Slow Food USA's core message and mission, and we work with leaders to

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ensure that the mission is being fulfilled and they are seeking guidance from the national office or Governor when needed. The national organization relies on local chapters to be grounded in their respective communities and to proactively connect to a vast network of other Slow Food chapters and communities. These connections can be made by organizing joint chapter initiatives; organizing phone calls with regional chapters or like-minded chapters; planning and attending regional gatherings as well as national and international meetings; and connecting with fellow chapter leaders through email, web and social media. Your governor and the national office can help facilitate these connections as well.

Regular input, participation and information from chapter leaders at the regional and national levels will allow us to hear the needs and goings-on of the entire network, take valuable feedback into account, and find the best way for our entire network to work together in a coordinated fashion.

The National Statute

The National Statute is the “rulebook” of Slow Food USA. It defines the duties and powers of each level of leadership, volunteers and paid, within the organization. The Statute includes the minimum requirements of a chapter and addresses how to troubleshoot problems.

The Statute is separate from the Bylaws of Slow Food USA Inc, which only specify how the corporation and the Board of Directors work. The reason the Statute exists separately is to provide structure and consistency for our leadership beyond the Board of Directors. *Note: The Bylaws of Slow Food USA Inc are different from Slow Food Chapter bylaws.*

The National Board of Directors makes changes to the Statute on an as-needed basis, and chapter leaders may propose changes in written form to the National Statute. The Statute should reflect the current structure and needs of the organization; as those change, so must the Statute. But we try to limit the changes to once per year, so we don't spend too much time getting bogged down in process when we need to be focused on action and impact.

To propose a change to the Statute, first seek feedback from your Regional Governor and a staff member at the national office. Then, submit your proposal in writing to the national office by August 1. The proposal will be considered by the National Board of Directors at their year-end meeting.

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SECTION 2: Members, Chapters & Regions

As a volunteer-run organization, Slow Food relies on the participation, passion and creativity of members and leaders at the chapter level. Chapters are the foundation of the organization and the most effective advocates for the Slow Food cause. With guidance from national programs, chapters plan events, projects and initiatives that meet their community's needs and fulfill the organization's mission.

How Members Meet our Mission

Joining Slow Food provides an opportunity to tap into a local community – one that shares common values, and gives access to knowledge about good, clean and fair food and agriculture. Becoming a member also provides a connection to the local chapter, the national network and the international movement taking place to improve our global food system. Committed members who participate in the organization are crucial to our ability to meet our mission, not only by supporting our work financially, but by participating in the movement and helping create a better food system. A percentage of our members volunteer to help make local programs happen; members get engaged in taking on food policy issues; and members are conscientious consumers who purchase good, clean and fair food.

Being a grassroots membership-based organization distinguishes Slow Food USA from other food organizations. The network of chapters have the power to make needed differences in local communities, and our collective national network of concerned citizens can increase the impact we can make as an advocate for food policy reform. Slow Food provides opportunities for members to advocate for changes that reflect our mission.

How Chapter Leaders Meet our Mission

Chapter leaders provide the framework and organization needed for Slow Food work to be carried out locally. A chapter belongs to its members and its community. Chapter leaders strive to create a food community that they *believe* they should inhabit. They work hard and create opportunities for others to make their food community good, clean and fair.

A chapter leader is someone who:

- Has a strong vision for the chapter's potential.
- Is an advocate for the organization, on the look out for opportunities and connections, and encourages other leaders and members to do the same.
- Is a convener and a connector. Brings people together, and involves a

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- diversity of people and perspectives in the decision-making process.
- Is always eager to learn, and ready to adapt.
- Is able to develop a high performing, engaged leadership team, and gains the respect of peers by encouraging teamwork and collaboration
- Listens to the community's needs and develops strategies to meet them.
- Collaborates with others who can help further Slow Food's work.
- Is sensitive and aware of other's backgrounds, cultural differences and leadership styles.
- Ensures productive leadership of the chapter is in place at all times, particularly at the end of his/her term.
- Is an effective communicator who is well versed in Slow Food's principles.
- Is accountable for the chapter and a good shepherd of resources.
- Ensure that the chapter engages in projects that support national goals and national program areas.
- Respond to the needs of the community, set goals and develop a strategy for how the mission will be carried out locally.
- Be a resource for community members who want to make good food choices and get involved in our work.
- Create a diverse chapter leadership team that values shared responsibility and decision-making and cultivates local enthusiasm and participation.
- Work collaboratively with local partners to share resources and ideas.
- Connect to the regional governor, area chapters and the national office to share chapter news and activities, and comply with all annual protocol and organizational policies.
- Organize a minimum of three Slow Food events per year. Events should be made available to all chapter members, should follow the philosophies and ideals of Slow Food USA, and should be specifically branded as Slow Food events.

Goals of a Local Chapter

- Implement the mission of Slow Food USA on the ground by creating projects, initiatives and events. The chapter's work should advocate for changes to food policy, increase access to fresh, healthy food, strengthen producer-consumer connections, help to protect and recover endangered foods, and help children learn where real food comes from.
- Grow Slow Food membership and network.
- Provide a meaningful and regular experience to members in the chapter.

How Chapters Engage in Program Areas

The Slow Food mission is carried out by chapter projects, initiatives and events that also respond to needs in each community. The areas of chapter activity include:

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Food Biodiversity: Program areas include the Ark of Taste and Presidia, Renewing America's Food Traditions, and the Terra Madre Network.

- Support those who grow, produce, market, prepare and serve artisanal, sustainable foods and diverse varieties and breeds.
- Increase the production, distribution and consumption of endangered foods important to the community or the region.
- Educate community members about farmland preservation, food and cooking traditions such as canning and 'grandmother workshops', seed and breed diversity, biologically diverse farming methods, food preservation and seed saving.

Youth: Program areas include Slow Food in Schools and Slow Food on Campus.

- Promote good, clean and fair food and food production on school campuses.
- Work with our nation's youth and students of all ages through garden-to-table projects, outreach, and partner projects.
- Create opportunities for and encourage youth participation in all levels of the organization.

Advocacy: Program areas include national campaigns such as Time for Lunch.

- Advocate for positive, lasting changes to the local, regional and national food system.
- Build the organization's network and create partnerships with local allies.
- Develop projects that support local farmers and increase access to good, clean and fair food in underserved communities.

Supporting local food systems/other educational activities: Projects to support farmers markets and CSA's and engage members in educational events related to taste education, film screenings, farm tours, and fundraisers to support program work.

Opening New Chapters

The national office relies on Regional Governors and chapter leaders to foster the interest and development of new chapters. Often, a prospective new chapter leader will be in touch with the national office through a chapter leader. In turn, the national office staff puts the Regional Governor and area leaders in touch with prospective new chapter leaders when an inquiry is received from their area.

New chapter applicants are required to submit a written application to Slow Food USA and set up conversations with area leaders. Applicants must have a founding team of five to ten members – we've found that the strongest indicator of success for a chapter, especially a new chapter, is a large team.

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If an inquiry is received from an area where a local chapter exists, the national office staff will put the person in touch with the local chapter and ask that he/she volunteer in some capacity. If a need is demonstrated to open a chapter in the vicinity of another local chapter, Slow Food USA will advise on a case-by-case basis with input from the Regional Governor and area leaders. This does not apply to campus-based chapters.

For more information on the new chapter process, please visit the Starting a Local Chapter page.

Regional Governors and Being Part of a Region

Regional Governors serve as mentors to local and campus chapter leaders in a region and foster healthy development of Chapter Boards, ensuring that chapter meet national guidelines. When leaders have a question or idea to discuss, the first call should go to your Regional Governor. Governors are able to provide one-on-one guidance to chapter leaders and also to help to facilitate communication among chapter leaders. This includes planning conference calls or in-person gatherings of leaders to provide the opportunity for resource-sharing, dialogue and networking.

A region is typically made up of ten or more chapters in a geographic area. Regions exist to create resource-sharing and networking opportunities amongst

chapter leaders. Many regions choose to have a meeting every year, and leaders report that the in-person experience and exchange of information to be valuable. Coordinated chapter communications, especially in regions where chapters are close to each other, helps to maintain a consistent message to members and the public.

Chapter leaders are encouraged to communicate regularly with their local Governor and nearby leaders. Here are a few suggestions on how leaders can get involved, help out on a regional level, and take advantage of the Governor as a resource:

- Direct questions to and seek advice from the Governor and experienced chapter leaders.
- Volunteer to help manage a leader email listserv, host a regional leaders meeting in your area, plan a large-scale regional event, or share your expertise with other leaders through a leadership training workshop.
- Plan and participate in regional phone conferences.
- Add the Governor to your chapter email list so s/he is informed of your activities. Nearby leaders should request to be on chapter mailing lists.

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SECTION 3: The Chapter Board

You have the best sense of what kind of board your chapter needs, because you know your community best. This section aims to give you a foundation from which you can build your team. An efficient volunteer board requires all sorts of talents and backgrounds. Forming a diverse, dynamic and growing group will ensure that your chapter serves your community well.

We encourage you to recruit people of all ages, ethnicities and backgrounds to diversify your leadership team and connect to different segments of the community. Recruiting chapter board members with experience in farming, food production, business, non-profit management, community organizing and policy, legal work, accounting, education and fundraising will bring different perspectives to the table and allow the board to develop effective strategies.

Managing a chapter is a commitment. It takes a whole lot of time and energy – more than one person can provide. So the more committed volunteers you recruit, the stronger your chapter will be from year to year. If you are having trouble recruiting leaders from within the chapter membership, reach out to local like-minded organizations, educational institutions and small businesses to find individuals who have a passion for the Slow Food mission.

Duties of a Chapter Board

As specified in our National Statute, the duties of a Chapter Board are to:

1. Implement the mission of Slow Food at the local level, in accordance with and guided by the Slow Food USA Vision, Mission, and National Programs.
2. Adhere to regulations in the National Statute, International Statute, and Code of Use for Slow Food Logos.
3. Adhere to all applicable federal, state and local laws, including IRS nonprofit regulations, as outlined in these Chapter Guidelines.
4. Utilize the Guidebook and Best Practices for Chapter Leaders.
5. Convene an annual members' meeting to conduct elections and other business.
6. Convene regular meetings of the Chapter Board to plan chapter activity.
7. Organize at least three chapter events per year.
8. Maintain a minimum of 20 active, dues-paid memberships.
9. Manage chapter finances and submit an annual report to the national office.
10. Be active, dues-paid members of Slow Food USA and encourage active chapter participation of fellow members.

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Creating Board Positions

The National Statute requires that each chapter board consist of at least five people filling the duties of **Chair** (or **Co-Chairs**), **Vice-Chair**, **Treasurer**, **Secretary** and **Membership Chair**. You may also wish to fill roles in the following areas: Event Planning, Fundraising, Communications, Outreach, Web Site or Technology, Partnerships, Volunteer Coordination, Advocacy, Education, Biodiversity, and Project/Program Chair (for any project run by your chapter).

We recommend that you recruit a board of between five to fifteen core members, with additional positions in the form of at-large (non-voting) members, working committees, an Advisory Committee, or chapter volunteers.

Each chair can form and manage a subcommittee of interested members, which is an excellent way to get people participating and groom them for future Board positions.

This list is not exhaustive and the positions on your team do not need to match up to all these names or job descriptions. Positions and responsibilities can be combined depending on your chapter's need.

Here are sample job descriptions for board members:

- The **Chair** liaises with staff of Slow Food USA, the Regional Governor and

other Chapter Chairs in the region. The Chair sets the agenda, runs meetings, acts as one of two signing authorities for the chapter bank account, acts as primary contact for the group, oversees the activities of the chapter, and ensures that the chapter is meeting all annual requirements. Co-chairs may share the above duties.

- The **Vice Chair** supports the chair and acts in the chair's stead when the chair is unavailable, and oversees the sub-committees.
- The **Treasurer** tracks the income and expenditures of the chapter, manages the chapter's annual tax filing requirements, acts as one of two signing authorities for the Chapter bank account, prepares an annual budget for the Chapter, and sets fundraising goals and activities for the chapter.
- The **Secretary** produces agendas and minutes for Chapter Board meetings and the Annual Membership meeting.
- The **Membership Chair** maintains and updates the chapter membership list each month. The membership chair coordinates communication with members and seeks ways to recruit and retain members.
- The **Project Chair(s)** oversees the chapter's involvement in a particular area, such as a Slow Food in Schools project, an endangered food recovery project, a food access program or an advocacy campaign.

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- The **Events Planning Chair** coordinates the logistics of planning the chapter's activities. Duties may include handling publicity, ticket sales and coordination with local partners.
- The **Communications Chair** manages the chapter web site or newsletter design, and/or emailing chapter members on a regular basis.
- The **Partnerships Chair** identifies and sets up relationships with local and regional partners that the chapter can work with, including farmers markets and like-minded businesses and organizations.
- The **Volunteer Chair** gathers and maintains a list of volunteers, identifies and catalogs their skills, organizes volunteer staffing, and helps cultivate future Board Members.
- **Additional chair positions** – if you see a need for a position in your chapter, however formal or informal, create it, and/or allow for your members to approach the Board to propose positions.

Electing Chapter Board Members

Your chapter's founding members are your initial chapter board. The founding board shall adopt bylaws, which establish term lengths between one and four years. It is strongly recommended that board members serve a term of 2-3 years before reelection or rotation off the board and that there be a limit of 2-3 terms. Terms should be staggered to assure continuity of experience on the board. This will

allow inexperienced chapter members the opportunity to get involved with the board and will allow former board members to contribute to the chapter in other ways.

Suggested Elections Procedures

- Prior to the end of board member terms and/or the annual meeting, the board appoints a chair of the nominating committee who works with several board members and possibly members at large. The committee first determines who on the board is eligible and willing to stand for reelection and then determines if the board has open positions. In addition to recruiting and vetting candidates, the committee is responsible for ensuring fairness of the process and of the outcome of an election. The committee should work according to the principles suggested for succession planning (below).
- When there are open positions on the board, the committee may make an announcement to the membership and ask for nominees, and they can also actively recruit nominees who have specific attributes needed on the board. The committee works to create a slate of candidates for election that includes those up for reelection and nominees to fill open board positions. The slate is put forth for approval of the board.
- The committee should elicit profiles of nominees, which they use to vet the

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nominee and at election time they can provide them to active members in advance of a vote. Voting takes place either electronically or at a membership meeting. (If the vote takes place in-person, the meeting should have no attendance cost.)

- This process should ensure plenty of time for members to submit applications and plan to attend the meeting (suggested 4 weeks).
- The membership may vote to accept the slate recommended by the nominating committee, or, in the case of multiple candidates for the open position(s) the one(s) receiving the most votes win the seat(s).
- In the case of a board position becoming vacant mid-term the Chair may appoint, with the board's approval, a person to fill the unexpired term.
- Officers of the chapter are elected by the board, facilitated as needed by the nominating committee who may solicit candidates from the board for each position (Chair, Vice Chair, Treasurer and Secretary, etc.).

Chapter board succession planning:

Succession planning is vital to a chapter's staying power. Chapter boards that form subcommittees, regularly communicate to members about chapter activity and decisions, and actively engage volunteers often have a much easier time filling open positions. Without succession planning, your chapter will lose the continuity,

presence and relationships you have cultivated.

The four steps to follow in creating a succession plan are:

1 – Identify roles for succession: what current or new positions will be vacant in the next year?

2 – Identify desired personal or professional qualities: what specific talents and strengths will be needed to fill that position, and will be a needed addition to the board to ensure diversity?

3 – Identify potential candidates: who are members of the chapter or the community that you think would be good at this role? If no one is identified now, how will the Board cultivate one or more persons for the role?

4 – Cultivate participation and leadership: Once one or more people are identified, reach out to involve them in some way.

Here are some general suggestions to ensure that your board can sustain itself over the long-term:

Actively recruit volunteers: Meet members where they are, and create multiple ways for members to get involved beyond just attending an event. A short-term example would be to man a booth at a farmers market for an afternoon. A long-term example would be to serve on a project subcommittee. If

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your chapter or community has a big need for volunteers, consider planning monthly or quarterly volunteer orientation sessions where new members or potential volunteers can meet a board member and learn about Slow Food and the chapter. Put together a short list of talking points that everyone in the chapter should know.

Discuss succession planning at every Board meeting: Evaluate how your board is cultivating participation. Discuss who will be ready and able to fill future positions or to create a new position for the chapter to expand its work.

Constantly communicate that Slow Food is a volunteer-run organization: Members may hold the misconception that your chapter is run by paid staff members. Make sure to communicate clearly how the Slow Food organization operates. Including a footer in your emails or on your web site, or making a short speech at the end of an event, will help members understand the commitment needed on behalf of dedicated volunteers! Such a footer can read as follows:

Slow Food *Chapter Name* is a volunteer-run chapter that is part of the international Slow Food movement. If you are interested in volunteering to help make our local programs and activities possible, please contact the chapter leader at *email address or phone number*. You can learn more about our chapter and

the movement at the following web sites: *chapter website*, www.slowfoodusa.org.

Form relationships with local non-profit organizations: Partnering can be a great way to identify like-minded people who are interested in the planning and volunteering aspects of the chapter. Make sure that each board member is helping to maintain partnerships, so they are not lost when there are leadership transitions within your chapter.

Guard against insularity: It's fun to work with people you already know, but it can be more effective to draw expertise from as many constituency groups as possible and strive to reflect your diverse food community.

Writing Chapter Bylaws

Bylaws are important for running a chapter because they provide structure, accountability and a set of procedures that will help chapters conduct their activities effectively and efficiently. We have created a sample bylaws template to provide chapters with the core elements needed within a chapter. These bylaws may be adapted to suit your chapter's needs and should be available upon request to all chapter members and to the staff of Slow Food USA. The bylaws template also has a Conflict of Interest policy for all chapter board members, which aims to ease any conflict of interest situations if they arise.

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Chapter bylaws should consist of the following:

- Chapter name and purpose
- Terms of office and process of elections for the Chapter Board and officers
- Organizational structure and job descriptions
- Management of financial resources
- Conflict of interest policy
- Process for amending bylaws

Chapters that do not currently have bylaws should adapt the following template within three months of receiving these guidelines. If a chapter has a set of bylaws, please take time to review the bylaws template and incorporate necessary elements into your chapter bylaws so that your chapter management and board operation are consistent with these recommendations.

Bylaws Template

Chapters are encouraged to use this template as a guide to develop their by-laws.

[Download this template as a PDF.](#)

Slow Food USA Mission

Slow Food USA seeks to create dramatic and lasting change in the food system. We reconnect Americans with the people, traditions, plants, animals, fertile soils and waters that produce our food. We seek to inspire a transformation in food

policy, production practices and market forces so that they ensure equity, sustainability and pleasure in the food we eat.

Chapter Mission Statement

This chapter of Slow Food USA, known as Slow Food [name of chapter] strives to _____, _____ and _____ in the community of _____.

Article 1: Logo

- 1.A Slow Food [name of chapter] will use the chapter name and logo of Slow Food only in accordance with the Slow Food Name and Logo Agreement ([see page 28](#)).

Article 2: Purpose

- 2.A Slow Food [name of chapter] is a local chapter of the international Slow Food movement. A chapter is how the Slow Food mission is carried out on a local level and therefore the grassroots expression of the movement.
- 2.B Slow Food [name of chapter] engages the local community in supporting and promoting local, sustainable food and food traditions and advocating for good, clean and fair food for all people. The chapter's primary focus is described in the above chapter mission statement.
- 2.C Slow Food is a nonprofit organization with public and

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charitable purposes. It is not organized for the private gain of any person.

Article 3: Membership

- 3.A Membership in Slow Food [name of chapter] is open to all.
- 3.B Membership is official once an individual makes a membership contribution to Slow Food USA.
- 3.C Membership is terminated once the individual does not renew his/her membership or has requested to be removed from the email list.
- 3.D Members have voting privilege and are eligible to run for Chapter Board positions.
- 3.E Annual membership fees are determined and collected by Slow Food USA.
- 3.F Slow Food chapters may not add additional membership dues to the existing annual membership fee.

Article 4: Meetings

- 4.A Slow Food [name of chapter] will hold **at least one** general membership meeting each year for the purpose of adding board members and conducting upcoming business before the membership.
- 4.B A quorum at general meetings consists of those members present.

- 4.C Board meetings are held monthly or bi-monthly.
- 4.D The meeting agenda shall be sent to the board in advance by email, or can follow a regular agenda of reports from each Board member.
- 4.E A quorum of the Board is defined as half the number of those serving. For important votes anticipated in advance, Board members are encouraged to vote by proxy.
- 4.F All Board meetings should be open to members – however, the Board reserves the right to call a closed meeting.

Article 5: Board Structure

- 5.A The Chapter Board is composed of several positions:
 - 5.A.1 The **Chair** liaises with the Regional Governor, the staff of Slow Food USA, and other Chapter Chairs in the region. The Chair creates meeting agendas, runs general meetings, acts as one of at least two signing authorities for the chapter bank account, acts as primary contact for the group, oversees the activities of the chapter, and ensures that the chapter is meeting all annual requirements. Co-Chairs may share these duties.

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- 5.A.2 The **Vice Chair** supports the Chair, acts in the Chair's stead when the Chair is unavailable, and oversees the sub-committees.
- 5.A.3 The **Treasurer** tracks the income and expenditures of the chapter, manages the chapter's annual tax filing requirements, acts as one of at least two signing authorities for the Chapter bank account, prepares an annual budget for the Chapter, and sets fundraising goals and activities for the chapter.
- 5.A.4 The **Secretary** produces agendas and minutes for Chapter Board meetings and the Annual Membership meeting. The secretary produces minutes for board meetings and any other membership meetings.
- 5.A.5 The **Membership Chair** maintains and updates the chapter membership list each month. The membership chair seeks ways to recruit and retain members.
- 5.A.6 List other positions within the chapter here.
- 5.B A chapter may wish to form sub-committees to deal with specific projects, activities, or events. These committees may wish to

elect a committee Chair as the primary contact for and coordinator of the project, activity, or event.

Article 6: Chapter Board Elections

- 6.A Any person who wishes to serve on the Chapter Board (leadership team) must be an active, dues-paid member of Slow Food USA. (If you are nominating a new person to the Board, you may choose to gift them a membership ahead of time.)
- 6.B Terms of office are ___ years (recommended 2-3), with reelection possible for additional terms, but not to exceed 8 years of service before a one-year hiatus.
- 6.C The executive positions of the Chapter Board – Chair or Co-Chairs, Vice Chair, Secretary, and Treasurer – are decided by the Board, facilitated as needed by a Nominating Committee.
- 6.D At least two months prior to the end of terms and/or the annual meeting, the Board appoints a chair of the Nominating Committee to oversee the election process. The Nominating Chair gathers a committee, which may consist of Board members and members at large. The Nominating Committee is responsible for vetting and recruiting nominees, and for ensuring the fairness of the

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- process and outcomes of the election.
- 6.E The Nominating Committee first determines who on the Board is eligible for re-election and determines the number of open positions on the Board.
- 6.F When there are open positions on the Board, the Nominating Committee may make an announcement to membership and ask for nominees. The committee can also actively recruit nominees in order to fill needed positions on the Board.
- 6.G The committee should elicit profiles of nominees, which are submitted to the active membership before a vote.
- 6.H Voting takes place either electronically or at a free membership meeting. Votes at a meeting may be made by ballot, by show of hands, or by voice.
- 6.I The membership may choose to accept the slate of candidates recommended by the Nominating Committee, or, in the case of multiple candidates running for the open position(s), the candidate(s) receiving the most votes gain(s) the seat(s).
- 6.J In the case of a Board position becoming vacant mid-term, the Chair may appoint, with Board approval, a person to fill the position for the remainder of the term.
- 7 Slow Food Chapter Board members have the obligation to meet the following standards of conduct, and to hold other Board members accountable to them as well.
- 7.A Communicate and work together with common courtesy and collegial respect; disagree without being disagreeable.
- 7.B Create a welcoming environment for new members and volunteers; avoid insularity and the natural tendency to build and perpetuate the board with those already known. Use language or behavior that will not offend others.
- 7.C Always represent Slow Food and its mission in a positive and professional manner; keep disagreements within the Chapter.
- 7.D Accurately present the Slow Food's policies and positions when communicating on behalf of the organization; don't use a Slow Food leadership role or title to advance personal views.
- 7.E Respect your obligation to the Slow Food's members; use member lists and information about members for organizational purposes only.
- 7.F Use Slow Food resources wisely and in keeping with the fiduciary responsibility of all leaders.
- 7.G Foster an open democratic decision-making process; respect decisions once they are made.
- 7.H Praise publicly; criticize privately

Article 7: Standards of Conduct

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and tactfully.

- 7.I Handle disputes on the most local level, according to the guidelines provided in the Slow Food USA National Statute. If disputes cannot be resolved locally, the Regional Governor should be contacted to serve as an impartial mediator. If there is a conflict with your designated Regional Governor, ask for assistance from another impartial Governor.

Article 8: Amendments

- 8.A Any member may propose an amendment to the bylaws. Any proposed amendment to the bylaws must be submitted to the Secretary at least 30 days before a vote of rectification by the Board.

Article 9: Ratification

- 9.A The chapter bylaws and their amendments are ratified by a vote of the Board upon the completion of writing bylaws or modifying the SFUSA bylaws template.
- 9.B The chapter bylaws must be available to chapter members, regional governors, and to the staff of Slow Food USA.

Addendum: Conflicts of Interest

Every person elected or appointed to a position of authority in the organization has a duty of loyalty to, and must act in

the interests of, that organization. Public perception and confidence in Slow Food USA are vital to the success of the organization. Slow Food USA is a volunteer-run organization and recognizes that its leaders and members have conflicts of interests from time to time. Introducing a conflict of interest policy to the Chapter Board is meant to protect, not punish, the interest of your chapter when it is contemplating entering into a transaction or arrangement, or when a situation arises that a member advances his own private interests through his position in the organization.

A conflict of interest may arise whenever the personal or professional interests of a board member, staff, or volunteer are potentially at odds with the organization's best interests. Such conflicts are common and acceptable if they benefit the group and if the Board makes decisions in the chapter's best interests in a fair and informed manner.

The standard of behavior at Slow Food USA stipulates that all chapter board members scrupulously avoid conflicts of interest between the organization's interests on one hand, and their personal, professional, and business interests on the other. The chapter cannot be a vehicle for any one business. This includes avoiding potential and actual conflicts of interest, as well as perceptions of such conflicts.

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The following steps should be followed to avoid even the appearance of impropriety:

- No member of the Slow Food Chapter Board shall **derive any personal profit or gain** by reason of his or her participation with Slow Food USA. This conflict-of-interest policy **prohibits or limits business transactions** by Chapter Board members and requires them to disclose potential conflicts. Upon joining the board, each Board member will **sign a conflict of interest policy statement**.
- As a **normal practice** of the Board, each individual shall **disclose** to the chapter, any personal interest which he or she may have in any matter pending before the chapter and shall refrain from participation in any decision on such matter. Such disclosures should be recorded in the meeting's minutes.
- Require Board members to **withdraw from discussion** and **voting** on decisions that present a potential conflict.
- Although **it is not a conflict of interest to reimburse board**

members for expenses incurred, they are prohibited from being paid to serve on the Board. Board members will not receive pass-through dollars for individual projects.

- Establish procedures to ensure the organization is receiving fair value in the transaction.

The Chapter Board is responsible to:

- **Establish by example and attitude an atmosphere of personal integrity.** Some situations may need only a brief, informal comment to maintain that climate. In others, a decision may be delayed because of the need to ensure that it has been made in the organization's best interests. Each of us, by our daily words and actions, contributes to a culture of integrity and responsibility.
- **Record in the minutes** of the Chapter Board meeting the potential conflict of interest, and the use of the procedures and criteria of this policy.
- Decide only to hire or contract with a board member if they are the best qualified individuals available, and willing to provide the goods or services needed at the best price.

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SLOW FOOD CHAPTER BOARD DECLARATION OF CONSENT TO CHAPTER BY-LAWS AND CONFLICT OF INTEREST POLICY

I, _____, understand that the purposes of this policy are to protect the integrity of Slow Food [chapter name]'s decision-making process, enable our members to have confidence in our trust, and protect the integrity and reputations of volunteers, staff and board members. Upon or before joining the Chapter Board, I will make a full, written disclosure of interests, relationships, and holdings that could potentially result in a conflict of interest.

This written disclosure will be kept on file with the Chapter Board Chair and I will update it as appropriate. In the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business or other nonprofit affiliations), my family and/or my significant other, employer, close associates will receive a benefit or gain. After disclosure, I understand that I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

At this time, I am a Board member, a committee member, or an employee of the following organizations and businesses:

I understand that the chapter bylaws are meant to supplement good judgment, and I will respect its spirit as well as its wording.

Signed: _____

Print name: _____

Date: _____

The Chapter Board should collect and keep a copy of a signed Conflict of Interest from each Board member. Chapter bylaws and conflict of interest should be made available to the Regional Governor and to the national office upon request.

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Leader Changes and Communication

The national office identifies the Board Chair as the primary chapter leader who is responsible for meeting a chapter's annual requirements, and is communicated to as such. The primary leader is also the person who should communicate with the national office and the Regional Governor on behalf of the Board. If your chapter has a need from the national office, such as a request for brochures, or a need for proof of non-profit status, we ask that these needs are communicated through the primary chapter leader (or with the primary chapter leader copied on the email) so we are able to serve your chapter's needs quickly and easily.

When your chapter elects a new Board Chair (primary leader) we ask that you notify the national office via email to ensure that your members are contacting the right person. This will also help ensure the leaders secure the proper information from the national office.

The Annual Chapter Report that is collected in December of each year asks for a list of your chapter's board members and contact information. That list is what is used for monthly leader emails.

However, when you add a Board member at any time during the year, alert the national office by sending an email to gordon@slowfoodusa.org and we will add

your new Board member to the national email list.

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SECTION 4: Membership

Members are the lifeblood of our organization, and engaged members are key to affecting the kind of change – on both the community and national level – that we must achieve to meet our mission.

A fulfilling experience in a local chapter keeps a member coming back – and allows him or her to experience being part of a national network of people with similar values. This section describes Slow Food USA's current membership program and procedures and provides suggestions about effectively managing your chapter's membership.

Slow Food USA Membership Procedures

Becoming a member: An individual becomes a member of Slow Food USA and his/her local chapter by making a donation to Slow Food USA. A membership lasts for one year and expires on the last day of the month. For example, if a member joins on *May 14, 2009*, his membership will expire on *May 31, 2010*.

When a member joins Slow Food USA, he/she can request to join one or more chapters. Members often choose to keep up with many chapters in their area or in cities they regularly visit. As a result, you may find members on your chapter lists who are outside of your geographical area. Please include them on your mailing

list and trust that they will contact you when and if they no longer would like to receive news from your chapter. If a member does not request a specific chapter, that member will be placed in the chapter that is closest to their mailing address.

Membership benefits: As a member of Slow Food USA, you become part of a community; you get the opportunity to learn new skills and values; you get tools for taking action; and you can start down a pathway to becoming a leader for others.

Membership dues: A contribution of \$25 or more makes you a member. We do not offer business or corporate memberships, but business owners are welcome to provide their business name when joining or renewing in addition to their name. The revenue from membership will go to tools and resources for local leaders, regional and national gatherings, and leader training. Chapters are prohibited from charging members additional annual membership fees.

Membership list management: Slow Food USA manages the financial data, contact information and membership preferences for all memberships. Updated lists are sent out to the primary leader on the first Tuesday of every month and may be requested through

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membership@slowfoodusa.org at any time.

Promotional materials for chapters: SFUSA provides the following promotional materials free of charge to use at chapter events:

- Membership brochures – which are also available for download.
- Ark of Taste brochures

Chapter Board Chairs should request these materials at least 2 weeks before they are needed to ensure on-time arrival. Please submit requests to membership@slowfoodusa.org.

Helping grow Slow Food USA

membership: Chapters are encouraged to set up tables or booths at events to educate the public about Slow Food and to attract new members. If your chapter is handling incoming cash, checks and credit cards for membership processing, we ask that you send all incoming memberships to the national office immediately to avoid delays in welcoming the new members and to reduce the incidence of lost information. Please instruct incoming members to make checks payable to “Slow Food USA” and not to your chapter, as an unnecessary time lapse will occur if you deposit the check into the chapter account and then write a check to Slow Food USA.

Help grow the Slow Food USA network: Many chapters have friends in the community who support the chapter but

are not yet members of the national organization. To get your chapter friends on the list for national emails, send an Excel spreadsheet of names and email addresses to membership@slowfoodusa.org.

National communication with

members: Slow Food USA sends a welcome email within two weeks of receiving a new membership. Slow Food USA will also send additional emails to members, including news updates, advocacy opportunities and fundraising appeals. Additionally, the national office will notify expiring members with both an email and a postcard during their last month of membership. We also send an email reminder to lapsed members during the month immediately following their membership expiration. If our communications calendar changes, chapter leaders will be the first to know!

Member privacy policy: Slow Food USA never shares or sells our member contact information, and all leaders who handle their chapter’s mailing list must first sign an agreement on its proper use (signed annually or when a new leader takes over). If members wish to not be contacted by Slow Food USA via email or mail, or to opt out of receiving publications, those members should contact the national office so their preferences are recorded.

Membership inquiries: For questions about membership benefits, change of address or all other queries, members are

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welcome to visit the Contact Us page on our web site or send an email to membership@slowfoodusa.org.

Managing your chapter membership

Use your membership list regularly:

Use it to update your email list, welcome new members, add people to your chapter mailing list, and to have on hand at events, especially if you are providing a discount to current members.

Welcome new members: New members love a warm welcome to the organization. We recommend emailing all new members within two weeks of their joining to introduce them to your chapter. (The national office sends standard welcome emails that provide your chapter's contact information. These are sent within two weeks of our processing of the membership donation.)

We recommend creating a standard introductory email to your new members to send out every two weeks to new members, and include the following:

- Introduce the chapter board; provide contact information and chapter web site
- Tell them about the chapter's focus and the past few events or any ongoing projects
- Invite them to participate in the next event or project
- Ask them to get in touch if they want to participate or have an idea

- Give them an idea of how often they will hear from you

Regular e-mail communication: Email is an easy way to keep in regular touch with members and other contacts you keep on your chapter mailing list. Each chapter should have a chapter email address (e.g. slowfoodchicago@gmail.com) that is separate from a personal account as it creates a consistent and easy way for members to be in contact with the chapter team.

Chapters use a number of methods to communicate with members, many of which are free. Choose the right method for your chapter size and budget.

If you're not hearing back from members or getting low attendance, talk to members in person or by phone, or take a survey by mail or email to ask what they are most interested in doing as a chapter and how they would like to participate.

E-mail services:

- Regular email through a chapter email address, not a personal email address
- Listservs (e.g. Yahoo or Google - free)
- E-blast services (e.g. Constant Contact or iContact – sliding scale fees apply)
- Invitation services (e.g. Evite - free)
- Ticket-selling services (e.g. Brown Paper Tickets - fee applies)
- Survey services (e.g. Survey Monkey or Google Forms)

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Keep in touch with expiring and lapsed members: Being in touch with expiring or lapsed members can make all the difference. You can sort your membership list to display members expiring by month. Getting in touch with an expiring member before his/her membership expires sends them the message that you want them around! Having membership materials on hand at all events also makes it very easy for members to renew or join. Note that the

national office sends occasional emails and letters to lapsed members inviting them to renew their membership as well.

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SECTION 5: Communications and Media Practices

How Slow Food USA Communicates

Slow Food USA gets its message out there in numerous ways – including the organization’s web site, blog, emails, Facebook, Twitter and news releases.

SFUSA Blog & Social Media Sites: Slow Food USA has a blog that can be accessed through the Slow Food USA web site. Leaders are encouraged to offer copy for posts to the blog and should consider commenting on other blog posts to voice opinions and help engage others that may be interested in our organization.

In addition, Slow Food USA has a Facebook Fan page (www.facebook.com/slowfoodusa) and a Twitter page (<http://twitter.com/slowfoodusa>).

Logo Usage

The Slow Food USA Chapter logo & name usage policy: The name Slow Food USA™ is trademarked and Slow Food® is a registered trademark, which both have protection under copyright law. Your chapter is authorized to use the words “Slow Food®” (with the registered trademark) as part of your chapter name and in your printed and online materials to promote the Slow Food USA mission and programs (see example below of a chapter logo).



Slow Food®
Brandywine Valley

Slow Food USA chapters should only use the logo that was provided to them, which includes the snail image and copy that designates the name of their chapter. The chapter name should never be separated from the snail image. The image of the snail should never be used on its own without the name of the chapter. The national office is currently transitioning chapter logos, so if you have a need to change your logo, please Kate Walsh, Communications Director of Slow Food USA (kate.walsh@slowfoodusa.org).

The snail in the new logo is PMS 1805 and the font (or typeface) for the copy is Bauer Bodoni. The national office will provide chapter logos in EPS and JPG format for your needs.

In the case that a chapter wishes to use the “Slow Food USA” logo and name independent of the chapter logo and name, special authorization must be obtained from the Slow Food USA national office. Use of the name for personal or business purposes is strictly forbidden. The right to use the name – and the logo and name – is a revocable license and as such can be revoked by Slow Food USA at any time.

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What to do about logo misuse: The Slow Food logo usage policy stipulates that the chapter name and logo are only to be used by Slow Food USA chapters, and the national logo is only to be used by Slow Food USA. Commonly, restaurants and other businesses want to use the logo on their web site, printed materials or in advertising. While it's important to protect our name and brand, it's also important not to alienate people who identify with Slow Food USA and want to promote the organization. We do not want chapter leaders to spend valuable time policing how the name and logo are used, but if you are approached or you see the logo being used improperly, we offer the following suggestions:

- Contact the person and start the conversation on a positive note: introduce yourself and the chapter, and what you do locally. Find out if the person is interested in getting involved in the chapter.
- Explain that the Slow Food name and logo are trademark-protected by Slow Food International, and may be used only by the organization. State that you noticed a misuse of the logo, and suggest another way for them to show their support of the organization. A few ideas are: having postcards or brochures available for people to take at the cash register; a note on their door/menu that says "We support Slow Food *Chapter Name*" or "We support good, clean and fair food"; a poster displayed on the wall.

- Invite the person to become a member, co-plan an event, or get involved in another way. When a person becomes a member, they are welcome to list their business affiliation on their membership in addition to their individual name (all memberships require an individual name). The individual is the member, not the business.
- Remember that Slow Food USA and Slow Food International have published guidebooks featuring restaurants, markets, bars and other businesses, and it can be common for businesses to assume it's okay to use the logo.
- If absolutely necessary, the national office can provide you with a "cease and desist" letter regarding logo use.

Chapter Web Site Guidelines

The communications department, in conjunction with a group of leaders, governors, and board members, is in the process of updating the Slow Food USA web site. Although this work was put on hold until sufficient funding could be secured, the work will begin in the fall of 2010 with the intent of launching an updated web site in early 2011.

Throughout this process, the web site committee and national office will look at the best ways to better integrate chapter web sites into the national web site.

This section provides a baseline of information and guidelines to apply

Chapter Guidelines

towards your current chapter web site, if you have one. We encourage local web sites to focus on local activities, and link to the Slow Food USA web site, instead of duplicating information found on the Slow Food USA web site. If you are thinking of starting a chapter web site, please first check with the Communications Director of Slow Food USA, Kate Walsh (kate.walsh@slowfoodusa.org).

Design:

- Adhere to Slow Food USA chapter logo policies on your chapter web site.
- Choose photographs and images that represent your chapter well. Get permission and credit photographers or artists whose work is used.
- Do not use flash or sound: research shows these features are not well-received by most people.
- Keep it simple, organized and easy on the eyes--this will ensure return visits.

Content:

- Content should be updated regularly to reflect the chapter's activities and projects.
- All chapter web sites should link to the Slow Food USA web site: www.slowfoodusa.org
- If listing contact information for the Slow Food USA national office, ensure that it is correct. (Web site: www.slowfoodusa.org, Email: info@slowfoodusa.org, Phone: 718-260-8000)

- If the chapter lists information about the national and international organization, such as membership statistics, membership benefits, the mission and history of the organization, it must be kept accurate and consistent with the information on www.slowfoodusa.org and www.slowfood.com. We strongly recommend linking to the Slow Food USA web site instead of repeating information that will change.
- If your chapter web site or chapter email address changes, please make sure to notify the national office immediately so we are able to provide members with the correct contact information for your chapter.

Chapter Web Site DOs and DON'Ts:

DO

- Be accessible and clearly explain what your chapter focus is
- Give potential first-timers a reason to join!
- Link to partner organizations and social networking sites
- Post a way for people to join the chapter mailing list from your web site
- Post your activities on the Slow Food USA web site events list by completing the online event submission form
- Provide a chapter email address in a visible place so visitors can contact you easily
- Make it very clear how people can get involved

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- Consider including a blog, to keep people updated on chapter news and give them an incentive to return to the web site
- If you have a sophisticated site, consider creating advertising space on your web site and list your partners, sponsors and paying advertisers as such (for example, charge \$100/month for a small banner ad for paying advertisers). Make sure to check out the requirements for collecting unrelated business income (see the financial protocol section for more information)

DON'T

- Create a web site that's too big of a burden to keep up-to-date
- Maintain a chapter web site as a subset of a business web site or use the web site as a personal site
- Repeat information that can be found on www.slowfoodusa.org. Your web site should contain the basic principles of Slow Food USA, but information about the organization's mission, vision, membership benefits and statistics should be linked to pages on the national web site.

Listing local farms, markets and restaurants on your web site: Slow Food USA encourages chapters and members to work collaboratively with local businesses to promote them to the community at large.

Corporate Sponsorships

Many chapters have engaged local businesses or corporations for donations or in-kind services to support specific events or overall fund-raising efforts. However, there have been many discussions around what our corporate sponsorship policy is, which companies are appropriate to approach and how the agreements should be developed/managed. There is also a need to distinguish between sponsorships created at the national level versus local efforts.

The Slow Food USA communications department is currently working to evaluate the best approach for corporate sponsorships, so the organization is working with companies that hold the same values as Slow Food USA and leaders have a better understanding of how to pursue these valuable resources. Once defined, the guidelines will be available on this web site and communicated to chapter leaders. If your chapter is in the midst of negotiating a corporate sponsorship or would like further information prior to the release of the guidelines, please contact kate.walsh@slowfoodusa.org.

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SECTION 6: Annual Filing Requirements

All chapters must complete annual filing requirements with the IRS and your state to be in compliance. This section explains how to complete your filing requirements every year.

File an Annual Report with Slow Food USA

Each December, the national office will contact the primary Chapter leader with information on how to complete the Annual Report on behalf of the Chapter. The Annual Report is conducted electronically, and it is a requirement of all Chapters to complete the report by January 31 of each year.

The information collected in the annual report is necessary for Slow Food USA and its chapters to remain in good standing with the IRS and to complete the SFUSA annual financial audit. The annual report is also the best way to track the growth and activities of the organization across the country. Chapter reports are shared with Regional Governors and are used as part of the annual chapter assessment.

Annual Filing with the IRS

(www.irs.gov/eo)

Please note: Your chapter must use your EIN for all tax purposes.

990-N (for chapters with gross under \$25,000)

The filing requirement for chapters with annual gross receipts of \$25,000 or less is the e-Postcard 990-N. The e-Postcard is due on the 15th day of the 5th month after the close of the tax period. The e-Postcard is online and available to fill out as soon as the tax period ends. If you do not file, your chapter risks losing your tax-exempt status, which also puts Slow Food USA at risk.

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To fill out the e-Postcard, you will need to register on the IRS web site using your chapter EIN. Below is the information you will be asked when filling out the e-Postcard:

The 990-N asks:	<i>You should fill out:</i>
Organization's legal name	<i>Your chapter name</i>
Any other names your organization uses	<i>N/A</i>
Organization's mailing address	<i>Chapter leader mailing address or chapter office address (if applicable)</i>
Organization's web site address	<i>Chapter web site, if applicable</i>
Organization's employer identification number	<i>Your chapter EIN</i>
Name and address of the principal officer of your organization	<i>Name and address of your Chapter Board Chair</i>
Organization's annual tax period NOTE: SLOW FOOD USA AND ITS CHAPTERS ARE IN THE PROCESS OF CHANGING ITS FISCAL YEAR. CLICK HERE FOR FURTHER INFORMATION.	FOR FISCAL YEAR 2009: <i>January 1-December 31</i> FOR SIX-MONTH TAX PERIOD: <i>January 1 – June 30</i> FOR NEW FISCAL YEAR: <i>July 1 – June 30</i>
Verify that your organization's gross receipts are still \$25,000 or less	<i>Yes</i>
Indicate if your organization has terminated	<i>N/A, unless the chapter is closing</i>

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990-N filing deadlines:

- 2010 (Six-month tax year January 1 – June 30): Deadline is November 15, 2010
- 2010-2011 (July 1, 2010 – June 30, 2011): Deadline is November 15, 2011

The filing deadline will continue to be November 15 (the 15th day of the 5th month after the close of the tax period).

Form 990 or Form 990-EZ (for chapters with gross of more than \$25,000): If your chapter has grossed more than \$25,000 in a tax period, your chapter must file a tax return, using either the 990 or 990-EZ form. The 990 or 990-EZ is due on the 15th day of the 5th month after the close of the tax period. Slow Food USA suggests that a portion of funds be set aside each year to hire a CPA or other professional to file your chapter tax return. Many chapters have been able to retain a lawyer or CPA to serve on their chapter committee or to donate their services.

990 and 990-EZ filing deadlines and instructions:

- 2010 (Six-month tax year January 1 – June 30): Deadline is November 15, 2010 -- Write "Change of Accounting Period" on this short period return.
- 2010-2011 (July 1, 2010 – June 30, 2011): Deadline is November 15, 2011

Late filing or failure to file: If you do not file your 990-N or 990 on time, the IRS will send your chapter a reminder notice (to the name/address on file for the EIN). Late filing or not filing can result in penalties by the IRS. An organization that fails to file required e-Postcards or Forms 990 or 990-EZ for three consecutive years will automatically lose its tax-exempt status.

File a 990 in your State

Many states require that a copy of Form 990 be filed, often along with additional information, with them as well. Please see the Appendix for a list of states that require chapters to file their state 990 separately. If you have further questions, you may contact your state department of revenue for details.

Other Forms

There may be other forms that your chapter is required to complete, such as:

- If the chapter has hired an employee, it needs to file Forms W-2 and W-3 (Wage and Tax Statement and Transmittal of Income and State Tax Statements).
- If the chapter had more than \$1,000 in gross receipts of Unrelated Business Income (UBI) in a fiscal year, it is required to file Form 990T (and the state equivalent, if any) and pay any tax that may be due. UBI may include such income as advertising in

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chapter newsletters/web sites and merchandise sales. The rules in this area are complex and constantly changing—please refer to IRS publication numbers 557 and 598 and your tax advisor for more information.

Register as a Charity in your State (in late 2010 or 2011)

Beginning in 2010, Slow Food USA will annually complete the required charitable registration for the national organization. Once this registration is complete, SFUSA will provide all chapters with information on how to register as a charity in your state. This is a new requirement for chapters that fundraise, and most chapters will need to register as a charity in your state. Each state has a different requirement on whether or not chapters need to file as a charity in their State on an annual basis. To help ease this process, we will compile a list of states and their requirements once the SFUSA charitable registration is complete.

Please note: this is a new requirement. Once you receive the information about how to register your chapter as a charity, you can contact the operations department at the national office with any questions.

Background on charitable registration:

The growth of the tax-exempt sector reflects the significant contributions charitable organizations make to society. They perform many important functions

that would otherwise need to be performed by government or not at all. Unfortunately, the charitable community is no different than any other sector of the economy in that it also has its share of false charities. The states have the difficult, but essential, task of protecting their citizens from fraudulent schemes.

To protect their residents and legitimate charitable organizations, approximately 40 states have enacted charitable solicitation statutes that require registration before soliciting financial contributions. In the US, many states have laws regulating the solicitation of funds for charitable purposes. These statutes generally require organizations to register with a state agency before soliciting the state's residents for contributions, providing exemptions from registration for certain categories of organizations. In addition, organizations may be required to file periodic financial reports. State laws may impose additional requirements on fundraising activity involving paid solicitors and fundraising counsel. To see the state entity responsible for charitable registration, you may visit the National Association of State Charity Officials - <http://www.nasconet.org/agencies>.

State solicitation statutes generally serve two important purposes. First, they allow the public to get basic information about organizations asking for contributions so donors can make better, more informed charitable giving decisions. Second, by attempting to discover and prosecute

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those individuals and organizations engaged in solicitation fraud, the various state registration offices, like the IRS Tax-Exempt/Government Entities Division, help protect the interests of both the public and the legitimate charitable community.

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SECTION 7: Chapter Financial Protocol

Organizational Definitions

Slow Food USA is a 501(c)(3) not-for-profit organization. All SFUSA chapters are subordinate informal associations (or “subordinates”) as defined by the IRS. This means that chapters shall not establish themselves as independent non-profit corporations.

SFUSA has a federal Group Tax Exemption Number, or GEN, which is 4272. All chapters that comply with the annual protocols and documentation described in these guidelines are recognized as *subordinate informal associations* (chapters) of SFUSA are entitled to be listed under SFUSA’s Group Tax Exemption Number.

As mentioned above, **chapters** are exempt from tax obligations because the IRS defines them as subordinate informal associations of SFUSA. Therefore, **no chapter** may apply to become a corporation with tax-exempt status using the name Slow Food for the corporate entity applying. If a **chapter** applies for incorporation and/or tax exempt status using an alternate name, it will forfeit its right to use the Slow Food name or logo for its educational and fundraising activities.

Creating a Chapter Budget

The Board shall create and approve a chapter budget on an annual basis. The Treasurer shall report on the financial status at Board meetings. Finances can be tracked using an Excel spreadsheet or more advanced systems such as QuickBooks if needed.

The Chapter Board must ensure that chapter revenue goes to good use to further Slow Food’s mission, and must be accountable to its members, donors and to the national office. **Slow Food USA’s policy is that Chapters must not keep more than one year’s operating costs in their bank account.** In the event that a chapter has an excess of funds not earmarked for activities within the next 12 months, the chapter is required to contribute the excess funds to a local project, another Slow Food chapter to help them start a project, or to the national office in order for the funds to be effectively used to maintain the movement. Funds donated to the national office at any time may be earmarked for use in a specific program, or can go towards general operating expenses.

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Sample budget lines

The following budget lines should be reported on by the Chapter Treasurer to the Board at every meeting.

Revenue

Fundraising event revenue	_____	
Non-fundraising event revenue	_____	
Auctions/raffles	_____	
Individual gifts	_____	
Corporate grants or sponsorships	_____	
Foundation grants	_____	
Federal grants	_____	
Other revenue	_____	
<i>Total Revenue</i>		_____

Expenses

Event expenses	_____	
Administrative expenses	_____	
Project Expenses	_____	
Program Expenses:		
Education	_____	
Biodiversity	_____	
Terra Madre	_____	
Advocacy	_____	
Other	_____	
Donations other organizations	_____	
Other expense	_____	
<i>Total Expense</i>		_____

Current Status

Net income (revenue minus expenses)	_____
Current balance of checking account	_____
Amount of balance earmarked for future projects	_____

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Annual Chapter Financial Support

All new chapters will receive a \$100 check to help with start-up costs within the first three months after their chapter officially opens.

The membership committee of leaders will be reviewing financial incentives to chapters as part of the membership restructuring process in 2010. Currently, the Slow Food USA Board of Directors makes a decision annually, based on national financial capacity, if the organization is able to provide disbursements to chapters. In 2008, this was possible to do, and in 2009, it was not possible to do. A component of the membership committee's work will be examining the factors and options for dues-sharing at the local level.

Banking and Financial Compliance Questions and Answers

Q: What is an Employer Identification Number (EIN) and why does a SFUSA chapter need one?

A: An EIN is a unique number that identifies an organization to the Internal Revenue Service. Every organization must have an EIN, even if it will not have employees. The EIN is obtained from the IRS as part of Step 2 of the chapter application process. An application may be made via mail (obtain Form SS-4 and

its instructions), or online at www.irs.gov.

Q: How can I change the contact information the IRS has on file for our chapter EIN?

A: Every September, Slow Food USA reviews the list of chapters on file with the IRS in order to maintain our group exemption. Any chapter that has opened in the previous year should already appear on that list. Slow Food USA makes changes to this list if a chapter leader and mailing address has changed.

If your chapter changes leaders and you wish to change the name and address on your chapter's EIN, you may do so by sending a fax with the chapter EIN and the new contact person and address to the IRS fax number at 801-620-3108. Otherwise, the chapter leader name and address will be filed by SFUSA the following October.

Q: Are donations to chapters tax-deductible?

A: Yes, donations made to a Slow Food Chapter are 100% tax deductible. A compliant Slow Food Chapter is a subordinate organization of **Slow Food USA** and is covered under our Group Exemption Number (GEN 4272). For more information on donations to chapters, please see the fundraising section of these guidelines.

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Q: Does a SFUSA chapter have to file a tax return on Form 990?

A: All chapters whose gross annual receipts are less than \$25,000 are now required to file the form 990-N, an electronic postcard. Chapters whose gross receipts normally exceed \$25,000 are required to file Form 990 or 990-EZ.

Q: What should the SFUSA chapter do if it receives a Form 990 or is contacted by the IRS about this?

A: If this return is required or if the SFUSA chapter is contacted about this, the SFUSA chapter will need to seek its own professional assistance and file its own 990 return.

Q: Does a SFUSA chapter need to have its own bank account(s)?

A: Yes. A SFUSA chapter must have its own checking account(s) in the official name of the chapter. Chapter funds may not be held in or managed through an individual's bank account.

Q: How can a SFUSA chapter avoid bank charges?

A: A SFUSA chapter may not be able to avoid all bank charges. Officers should investigate options at local banks and seek referrals from other similar local membership organizations. An estimated amount to cover bank charges should be part of the chapter's annual budget.

Q: Can a SFUSA chapter have an account that earns interest?

A: Yes. A SFUSA chapter can earn interest on the money in a checking or savings account. This option can be investigated when a bank account is established. The benefit of earning interest should be weighed against the cost of bank charges.

Q: Does a SFUSA chapter have to pay tax on any interest earned?

A: The amount of interest earned on an account with a modest balance normally should not create a tax liability for an SFUSA chapter. In rare instances where interest or unrelated business income exceed \$1,000, income taxes may be required. The form that is required is Form 990T. Obtaining professional assistance and filing this return is the responsibility of the SFUSA chapter.

Q: Does a SFUSA chapter pay sales tax?

A: Designation as a 501(c)(3) tax-exempt organization does not automatically exempt the Chapter from state or local sales and use taxes. Each state has its own regulation on whether tax-exempt charitable organizations are exempt from sales tax. Many states allow chapters to be exempt from sales tax under the umbrella Slow Food USA GEN (4272). Other states do require the chapter to apply for a state sales tax exemption number. You may check your state's web site for details. Registering with your state for a state sales tax exemption is

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separate from federal IRS requirements. Some businesses will accept a verbal confirmation or copy of your chapter non-profit letter issued by Slow Food USA that states that the chapter falls under a 501(c)(3) organization.

TO FOLLOW SHORTLY: List of each state and requirements. In the meantime, contact the national office for details.

Q: Is a SFUSA chapter required to have a savings account?

A: No. A SFUSA chapter is not required to have a savings account. A chapter may choose to have a savings account if it wants to set aside funds and possibly earn interest on money it is saving. The options of earning interest and the costs of bank charges should be considered when deciding upon establishing a savings account.

Record Keeping

In the event that the IRS decides to question the chapter's tax-exempt status, or its tax information returns, all chapters should keep important documents relating to chapter financial and program activities in a safe place. These items should include the following (with retention time):

- Bank statements (forever)
- A book of minutes (forever)
- Cancelled checks (seven years)

- IRS group exemption letter (forever)
- Supporting data for income and expenses (seven years)
- Contracts, leases, etc. (ten years)
- Copies of your filing Form 990 (forever)

Your chapter should keep its founding documents on file for accurate record-keeping and to pass on to incoming leaders:

- Chapter EIN
- Articles of Association
- Banking Resolutions
- Group Exemption Letter from SFUSA

If you do not have one or more of these documents, please contact the national office to obtain a copy.

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SECTION 8: Chapter Fundraising Introduction

Fundraising Overview

As a non-profit, Slow Food USA must seek funding in order to accomplish its work. This section provides an overview of the organization's financial structure and legal requirements around our fundraising efforts, as well as some important procedures and best practices.

Financially, the national Slow Food USA office raises funds to support national programs and initiatives that support our national and local work (national campaigns and central resources that allow chapters to run programs locally). Separately, chapters each raise funds to support local projects such as school gardens and community workshops and gatherings. In 2008, the national office raised approximately \$1.7 million, and Slow Food chapters raised an additional \$1 million to support chapter projects.

Sources of revenue: At the national level, approximately two-thirds of revenue comes from individuals, including both membership-level giving and larger individual grants. Another one-third comes from foundations. In addition, a small percentage comes from other sources, including advertising revenue and corporate sponsorships.

Locally, chapters raise funds to support their projects using a range of approaches, from adding on a small fee to

an event ticket, to a large-scale fundraising event, to individual and corporate fundraising. Please note that all fundraising must follow non-profit industry standards and protect Slow Food USA's 501(c)(3) status and the Slow Food name.

Slow Food USA's Structure and 501(c)(3) Status

Slow Food USA is a distinct 501(c)(3) organization, separate from Slow Food International, though we are legally affiliated. Within the US, all Slow Food chapters are legally part of the Slow Food USA 501(c)(3) organization, referred to in tax language as "subordinates." Donations to your chapter (as well as to the national organization) are tax deductible, presuming your chapter follows all annual requirements.

All chapter fundraising materials should include the following language:

Please be advised that Slow Food Chapter Name is classified as a subordinate of Slow Food USA, a 501(c)(3) non-profit organization, and is covered under its Group Exemption, GEN#4272. Documentation can be provided upon request.

Potential donors may ask your chapter to verify the tax-exempt status of the organization in order to ensure that their

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contributions will be tax-deductible. Donors can verify the deductibility of their contributions to a subordinate organization in these two ways:

(1) Slow Food USA's listing in IRS Publication 78 (which can be found by searching online at <http://www.irs.gov/app/pub-78/>);

(2) The letter from Slow Food USA provided at the chapter's inception that verifies the chapter is included in the group exemption. (For a copy of this letter, please contact lindsay.dula@slowfoodusa.org.) In addition to this letter, Slow Food USA can provide its own IRS verification letter. Note that Slow Food USA's EIN will be blacked out as chapters must use their own EIN.

Chapter Fundraising Practices: Required Procedures and Best Practices

Financial transparency: information about your chapter's revenues and expenses should be readily available to members upon request. You may choose to inform members of this at the annual membership meeting.

Working with SFUSA development staff: The National office is committed to both increasing revenue for the organization overall and to helping provide coordination and best practices

that will help chapters fundraise for local projects.

As chapters pursue fundraising opportunities, **we ask that chapters work closely with the Slow Food USA development staff when planning large fundraising events or pursuing donations of over \$1,000 from individuals, corporations, government agencies or foundations.** SFUSA may have a relationship with them or be in discussion about a potential gift or sponsorship, and we want to ensure a coordinated approach. This practice will increase overall revenue for both chapters and the national office as well as ensure consistent donor experiences and compliance with applicable laws.

The staff of the national office welcomes calls from chapter leaders and will do our best to share knowledge about fundraising ideas, best practices and legal requirements. This includes sample acknowledgement letters, guidance on fundraising research, sample proposals, and case statements for national programs. In addition, we welcome opportunities to work with chapters on joint proposals, helping both local and national projects thrive.

Slow Food USA as fiscal sponsor: In some cases, donors may have internal requirements that necessitate that their donations be given to Slow Food USA rather than the subsidiary chapter. (Whole Foods is an example of a donor with this policy, as are *all* foundations.) In

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these cases, Slow Food USA will receive the funds and pass them through to the local chapter. **To avoid confusion and delay in passing on the funds, it is imperative that you let the national office know if you expect us to receive funds meant for your chapter, and where possible, to notify the donor to make reference to your designation on the award letter/check.** It is also important to note that fiscal agent fees should likely figure into any project budgets if significant pass-thru funds are to be used in this way. Also, please note that the national office charges a service fee of 3-9%, depending on the size of the gift and the amount of involvement required. The national office does not seek to profit from such pass-thru donations; all organizations acting as fiscal agents charge a fee. Our minimal fiscal agent fee is meant to cover staff time, accounting and federal audit reporting. To get a sense of these fees, for very small pass-thru amounts, up to \$1,000 (with no reporting requirements of SFUSA by the grantor), it is likely your fee will be in the range of \$5 - \$50. Pass-thru donations up to \$5,000 will come with a fee of no more than \$50 - \$250. It is pass-thru funds of \$5,000 or greater that the fees begin to escalate (\$450 +) due to federal and auditing requirements. We will work with you as best we can to ensure the most nominal of fees is charged by the national office.

Again, where possible, please do your best to let donors know that your chapter is fully capable of accepting fully tax-

deductible gifts without involving the national office.

Reporting and acknowledging gifts:

The IRS requires that organizations involved in fundraising maintain accurate and detailed records of said funds. For more information, please refer to the annual requirements section.

Donors can receive a tax-deduction for a contribution made to a chapter (see above). However, it is a chapter's responsibility to substantiate that contribution for the donor. For details on substantiation and disclosure requirements for charitable contribution, please see IRS publication 1771 (available on our web site). In a nutshell:

- All gifts over \$250 must be acknowledged with a written notice that includes information regarding goods or services exchanged based on the Fair Market Value. It is good practice for ALL donors to receive an acknowledgement, regardless of the amount or value. (see sample acknowledgement letter in this section)
- Tax deductibility is determined by subtracting the fair market value from the cost of the ticket. If you offer a \$100 ticket to a dinner that would normally cost \$40 in a restaurant, the tax-deductible portion of the ticket is \$60.
- When acknowledging in-kind donations, you should not list a monetary value, but describe in detail

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the items donated. It is the responsibility of the donor to set the monetary value when filing their own taxes.

In-kind/product donations: Each chapter and region should take care not to overtax the generosity of producers and allied organizations by requesting multiple donations or assistance every year. Chapters within regions should collaborate on fundraising by working with the Regional Governor to steward local resources (i.e., sources of food, beverage and other contributions important to chapter activity). **SFUSA advocates that producers be paid by chapters for products utilized for an event.** Producers are welcome to donate products or offer discounts as they see fit, but paying a fair price to small-scale producers for their product is in line with Slow Food USA's mission and values.

Non-cash gift: A gift-in-kind is a voluntary contribution of goods or services that can be used to advance the mission of the chapter or can be readily converted to cash and may qualify as a charitable deduction for the person making the gift. This includes items that may be later auctioned, food or beverages for an event, event space rental, supplies, printing costs, etc. Non-cash gifts would normally have a market value attached to them. The chapter should not acknowledge the value of the in-kind gift on the acknowledgement; the donor is responsible for providing this with their own tax filings (the non-profit is not

legally allowed to determine the market value of a donated product).

Restricted gifts: Restricted gifts are those given by a donor for a particular project or purpose (as opposed to a general gift to the chapter that can be used for any expense, such as most revenue from event ticket sales). It is important to closely track restricted gifts to ensure that the funds are used only for the purpose the donor intended.

Donated services: Operating largely on the basis of volunteer efforts, Slow Food in effect seeks gifts of time and other services on a considerable scale. Please note, however, that while we rely on these efforts, contributed services such as time cannot be counted as a gift and do not qualify as a charitable tax deduction to the donor. However, a donor of services may be able to deduct expenses incurred while performing said services. In such cases, the donor should be advised to consult with a tax accountant. Be aware that services that can be described as "goods" themselves do in fact count as donations – for example, when someone offers one-hour of gardening consulting for an auction. This service can be counted as a donation and should not be confused with general volunteerism.

Donor privacy & confidentiality: In performing their duties, Slow Food Chapters leaders, board members and volunteers may be privy to information about individuals and families, such as

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giving history, assets, wealth and family relationships. This is especially true for those involved in fundraising and development activities. **Due to the sensitivity of this information, it is important that all Slow Food USA chapter leaders, board members and volunteers adhere to the policy that information shared with them remains confidential, is not discussed with others in private or public setting and is not disclosed or used for any other purposes unless otherwise arranged.** Working with the development staff at the national office, particularly on major donor prospects, will ensure that your chapter and Slow Food USA are consistent with one another.

If your chapter receives donations, it is recommended that you develop a privacy policy for your donors that will be available on your web site. You may contact SFUSA for an example of a privacy policy.

Sample Acknowledgement Letters

All acknowledgement letters should include the following:

- A thank you for the [described] specific in-kind or monetary donation listed
- A personalized note or anecdote
- A brief update on the chapter, or how the donation made an impact
- The following language:

Slow Food Chapter Name is classified as a subordinate of Slow Food USA, a 501(c)(3) non-profit organization, and is covered under its Group Exemption, GEN #4272.

Some acknowledgment letters should include the following:

- Specified dollar amount if monetary contribution is sent directly to chapter from an individual or foundation (donations received from donor-advised funds should not detail the gift amount, as they will have received this tax-deductible receipt from that fund)
- A mention that a donation was made on someone's behalf – a gift – from the person who made the gift. The dollar amount should not be specified on the letter to the benefiting party, but on an acknowledgment to the person/entity making the payment.

Contact the national office if you'd like to get a copy of a sample acknowledgment letter.