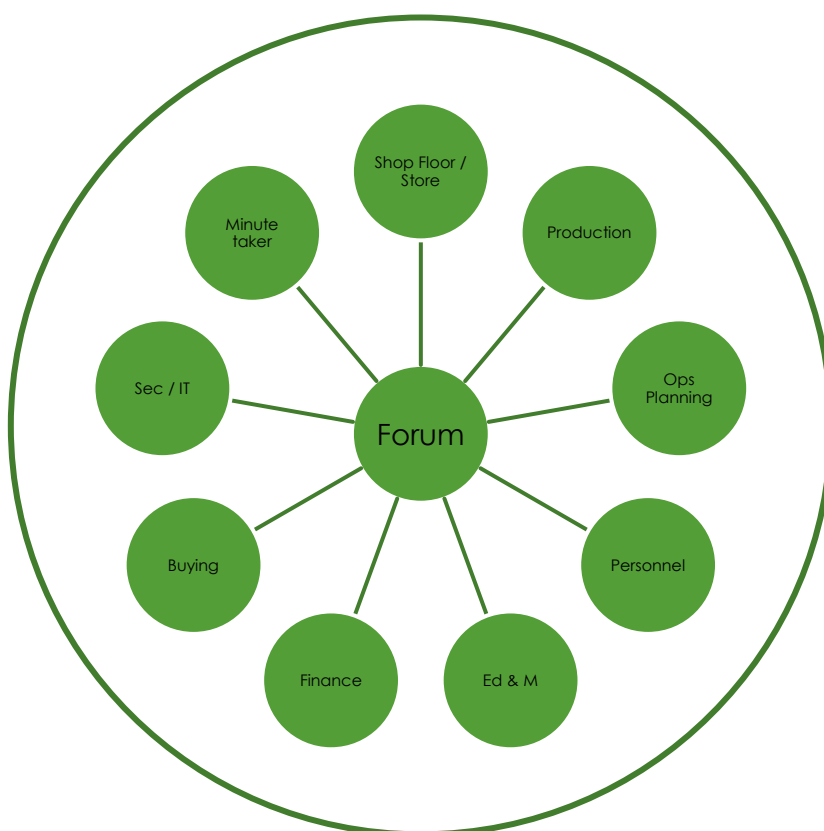


Unicorn's Governance Structure

In the early years Unicorn operated with a collective governance structure, bringing the membership together for fortnightly General Meetings to take decisions. Multitasking was central so all members had a varied workload, a high level of individual responsibility, and a very good understanding of the business as a whole. Given the small numbers involved, members worked alongside each other on a daily basis so they were able to share information informally very effectively. There was a strong culture of devolved power and responsibility to individuals before teams evolved - this fostered innovation, action and ownership.

From 2004

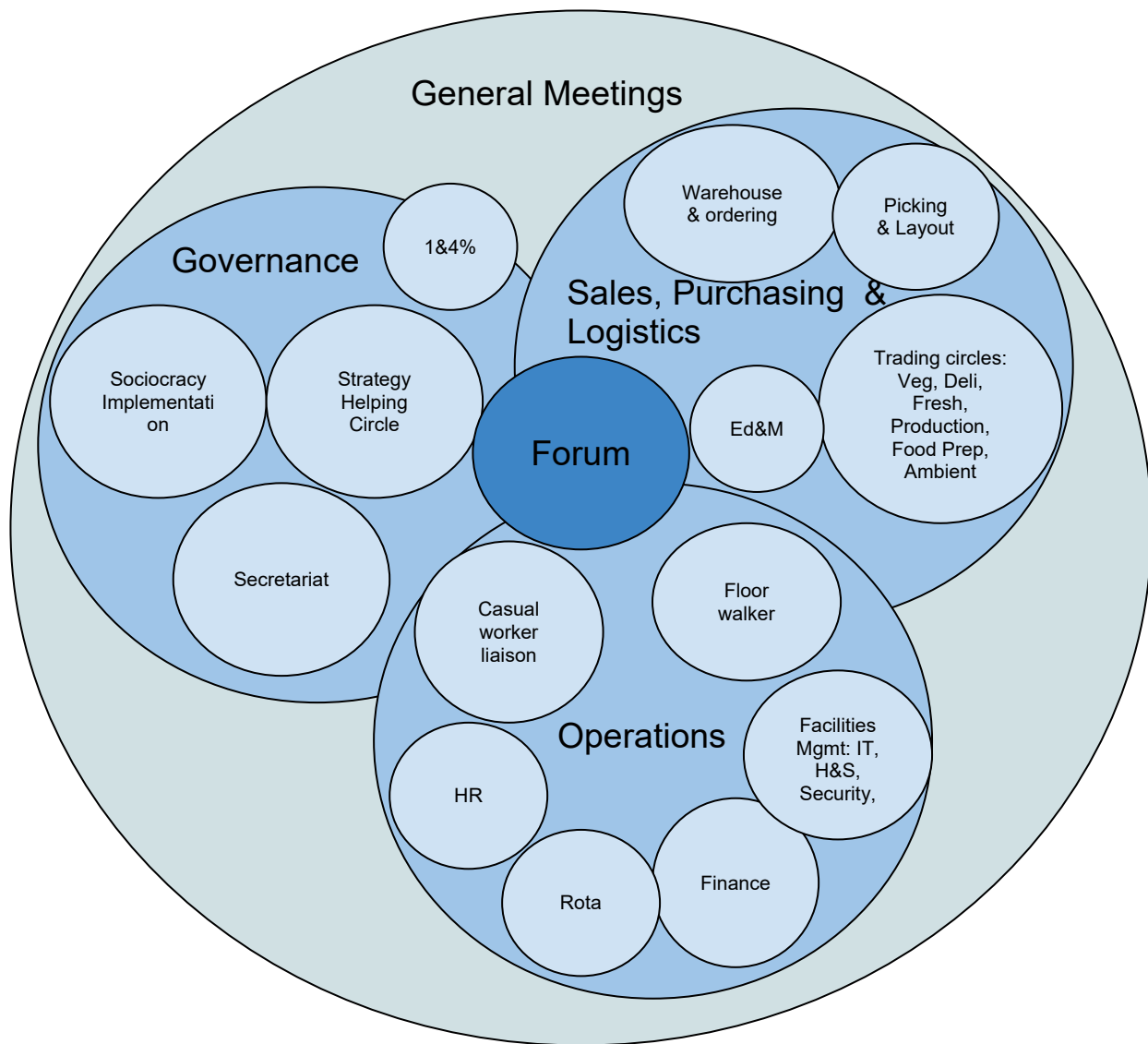
In 2004, after reaching 15 members, the co-op chose to develop a devolved structure to accommodate membership growth, modelled on a wheel-spokes-hub arrangement. The wheel represented the General Meeting, the co-op's sovereign body, the hub represented our newly-created fortnightly central Forum meeting to connect representatives from teams (the spokes). This structure balanced the more specialised knowledge of teams and the ability to act quickly in operational matters, whilst maintaining scrutiny, strategy and policy as the remit of the entire membership.



Current Structure (post 2019)

By 2015 many of our teams had grown beyond 15 members, the size at which the co-op devolved in 2004, prompting a new structure review. In late 2017 we found sociocracy and discovered the many parallels with our ethos and governance system. Sociocracy offered an opportunity to further devolve our structure by creating working circles of three to nine members to manage the various functions. Each circle has an aim and a clear list of responsibilities (domains) setting out the limits to its decision-making authority. Circles are clustered into three departments for connection and communication flow.

The following diagram illustrates our circle structure. The General Meeting remains our sovereign body and all members continue to make strategic and policy decisions collectively.



Membership

All Members are Directors and legally bound by our Rules. Members are also required to fulfil the Co-operative Member Job Description.

Each member is part of one or more circles and teams within our devolved structure, the purpose of which is:

- To run the business: circles and teams ensure that the shop functions day-to-day by holding responsibility for their area of the business, making and implementing operational decisions, and inputting into business-wide strategic decisions.
- Communication: circle meetings provide a point of contact for feedback and updates between and within teams, which are disseminated to members via minutes and (in some cases) team newsletters. (See the Circles and Teams List Appendix for a list of Unicorn's current circles and teams).

Circles - a group of three to nine members who meet fortnightly to manage a specific area of the business. Circles are accountable to the membership (through reporting mechanisms like Annual Plans) and hold decision-making responsibility for their area of the business within defined domains. Some circles manage the functions on behalf of larger teams (with feedback and input from team members); in these cases all circle members will also be team members fulfilling their share of operational work.

Teams - a group of members who work together in specific areas of the business to fulfil its operational needs (Veg, Deli, Production, Warehouse, Fresh, Food Prep). Teams are connected to circles, and team members play a crucial role in providing operational feedback to guide circle decision making. Full team meetings are held as needed (twice a year on average).

Department Circles - Circles are nested into one of three Departments:

1. Governance Support and Internal Communications;
2. Operations;
3. Sales, Purchasing and Logistics.

Department Circles are made up of elected representatives from their linked circles, and take a broader view of business functions. They have their own aims and domains, as well as taking responsibility for information flow and ensuring agreed business-wide priorities are being effectively implemented in their connected circles.

Circles and Department Circles annually elect members into circle roles using the sociocratic selection process (Coordinator, Facilitator and Secretary).

Training session - the fortnightly hour-long Training session is an integral tool to maintain information flow within the membership. All members attend (bar a few people who remain in the shop with casual workers - this rotates each meeting). If needed, we can also hold an Emergency General Meeting during this session. See Further Training appendix for more information.

Forum - Representatives from various circles attend the fortnightly/monthly Forum meeting.

Its main purposes are:

- To support circles and teams and facilitate communication between members (deciding who decides when decisions fall between circles).
- To coordinate and monitor implementation of decisions from General Meetings and our rolling business activities outline plan.
- To make spending decisions above circle thresholds up to £5,000.
- To approve General Meeting agendas.

See Structure policies appendix for the policy governing forum meetings.

General Meeting - The General Meeting is the sovereign body and meets quarterly (once as the AGM, below) to oversee policy decisions and proposals. All members are expected to prepare for the General Meeting by reading the information pack (agenda, proposals, reports) in advance of the meeting.

Annual General Meeting

The AGM takes place after the accounts are finalised (usually in April or May). The following official business must be carried out at the AGM, although some information may be presented at a preceding Training session:

- Report and presentation of the previous year's accounts
- Acceptance of the previous year's accounts
- Approval of the next year's budget Forecast
- Elections:
 - Election of Chair and Co-Chair
 - Election of Secretary and Co-Secretary
 - Election of Treasurer and Co-Treasurer

Note: Before the election of new official post holders (see Structure Policies Appendix for the relevant policy), outgoing post holders may want to give a report on the year.

Away Days

The annual Away Day is reserved for strategic planning, visioning, and team building. We generally engage an external facilitator to help design the away day format and facilitate the discussion sessions.

Applying the structure – The nitty gritty

Managing (and encouraging!) change

Circle Coordinators (annually elected) should always look to train successor(s), and delegate responsibility as much as possible.

Circle and team recruitment goes via Personnel, and is advertised in the staff newsletter, circle & Forum minutes.

Navigating the structure, one example

- Bring up an idea or issue with relevant circle (informally or at the Department Circle or at Forum)
- The circle considers the issue at its next meeting and either
 - (a) makes a decision (if it falls within the circle's domains), notes it on the Forum update and may mention it at the Department Circle and/or Forum meeting; or
 - (b) the circle publicises the matter in the Forum update as an upcoming proposal, and brings the proposal to Forum.
- Forum may
 - (1) make a decision, publicise that decision through its minutes and implement it; or
 - (2) if the issue requires a policy decision, ask the Coordinator or interested member to write a proposal for the next General Meeting.
- The Circle or interested member submits the proposal using the relevant template for consideration at the General Meeting.

Preparation and paperwork

At Unicorn, very specific timelines govern preparations for Forum and General Meetings.

Forum (fortnightly/monthly Thursdays, 1.5 hrs)

- During the two weeks prior to Forum: all circles meet and submit their minutes, any information points or proposals for Forum, and three-to-five membership update points.
- Monday before Forum: Secretariat compiles the upcoming Forum agenda with all 'For Forum' information updates and proposals, and an accompanying Forum 'pack' listing circle updates for the membership with a link to their minutes and agendas. This is circulated to all members and probationary members by email.
- Monday-Thursday: All Forum attendees read the Forum agenda and pack (required.)
- Monday following Forum (or earlier): Secretariat issues the Forum minutes to all members and probationers by email (required reading).

General Meetings (quarterly Mondays, 3 to 4 hrs), including annual AGM

- Two to three weeks prior to the GM: proposals and any reports are due to Secretariat; Secretariat compiles the GM agenda for inclusion in the Forum pack
- One to two weeks prior to the GM: Forum approves the GM agenda and Secretariat emails the agenda and proposals to all members and probationers (required reading)
- The week prior to the GM: the fortnightly Training session is used for an initial discussion of proposals, allowing time for amendments to be suggested and concerns to be shared.
- The GM tests each proposal for consensus, formally approving those that achieve consensus.
- One to two weeks after the GM: Secretariat issues GM minutes to all members and probationers by email (required reading), and arranges a workshop date for any blocked proposals.

Annual Plans

- All circles are required to submit annual plans to the membership at the first GM of the year. These plans set out the circle's goals for the year ahead and provide an update on short and long term plans, plus any other information they would like to share with the membership. Trading circles are required to include information on the previous year's sales performance and profitability.

Annual Away Day

Secretariat follows the approximate timeline below:

- 6 months prior: set a date and book a venue
- 3-5 months prior: discuss and finalise themes for the day (in liaison with the strategy helping circle and other circles and members as appropriate to the identified themes), book external facilitator(s) if desired and work with them to finalise the agenda; organise catering (and transport if required)
- 1-month prior: communicate final plans to the membership with any advance preparation needed