

Cucamonga Valley Vintners Cooperative Organizational Overview & Membership Understandings

I. OVERVIEW

The Cucamonga Valley Vintners Cooperative, aka the Co-Op or CVVC, was created in December of 2005 with the primary purpose of providing an informal organization or club for selected family and friends of the Founder to participate in the art of wine-making and to enjoy the fruits of their labor.

The Co-Op was founded by George M. Walker, amateur vintner (aka the Founder). George's particular purpose for founding the Co-Op was to bring together family and friends to share in his passion for wine-making to the extent each can contribute through physical labor, planning and preparation, ideas, monetary support, and, of course, an enjoyment of the fruits of the organization.

II. MEMBERSHIP

The Co-Op membership consists of a number of family and friends, where such number will not exceed the capabilities and practical size of the Co-Op's annual wine production, as determined and set by the Founder. Selection for membership in the Co-Op is at the sole discretion of the Founder, although current members may offer candidates (friends/family) for consideration. A membership fee is assessed to each member.

Membership Understandings

- 1 Members may participate at their discretion in the annual making of wine, from the harvesting of grapes to the wines' production (crush, testing, fermentation process, press, monitoring, bottling, labeling, etc.). An annual membership fee is assessed each member that represents each member's "fair share" of the costs of that winemaking cycle's necessary expenses. Currently, membership fees are assessed twice per year, just prior to Harvest (usually around August) for harvest-related expenses (e.g., grapes, yeast, related materials, equipment & supplies), and just prior to Bottling (usually in the Spring in April or May) for bottling-related expenses (bottles, corks, shrink capsules, equipment & supplies).
- 2 Members are offered the experience of participating in the entire process at the level/extent they wish to do so, although all are expected to contribute to the organization at a minimal level. Participation may consist of physical labor, assisting with logistics, contributing additional funds, or other relevant and acceptable contributions, as deemed appropriate by the Founder.
- 3 Members are encouraged to designate a distinctive name for themselves (e.g. Smith Family Vintners, Jones Estate Cellars, etc.) and design their own label(s) for affixing to their share of the Co-Op's wine. Members may simply elect to have their share unlabeled or to have their share labeled with a stock Founder's label. The Founder will gladly assist members in designing/creating their labels. Finished labels are provided members as part of their annual membership fees.
- 4 Members are encouraged to offer their thoughts, ideas, and recommendations concerning the Co-Op's operation, rules, and understandings. Members understand and agree the final decisions are made by the Founder.
- 5 Members enjoy a stake in the annual Crush & Bottle Fests, with the ability to invite a number of their own friends/family, as set forth and permitted by the Founder.
- 6 Members may receive an annual subscription to WineMaker Magazine quarterly publication at their request (www.WineMakerMag.com), at additional cost.
- 7 Members receive an equal share of wine that is determined and set by the Founder each year.
- 8 Members are afforded the opportunity to experience the satisfaction and fun in sharing their own vintage(s) with their particular family & friends.

CVVC Overview & Understandings

Page 2

9. Members are assessed an annual membership fee, which constitutes a designated share of the cost of the annual Cooperative expenses, and includes everything from purchase of grapes to costs of equipment, supplies, and other specified overhead. A full breakdown of estimated costs and the annual budget as determined by the Founder is provided to Co-Op members prior to the start of each new winemaking cycle (usually in August), and at other times when the budget may need to be amended. Some expenses may be required to carry over from one year to the next, in an effort to defray membership costs. The budget and expenses may be modified at any time as deemed necessary by the Founder. Additional assessment(s) may need to be made during the year due to unforeseen needs and circumstances as deemed necessary by the Founder. All equipment & supplies purchased for use by the Co-Op is considered a cost of membership and becomes the sole and rightful property of the Founder.

10. A member may not “sublet” to another party any portion of that member’s membership unless permitted and approved by the Founder.

11. A member may at any time cancel his/her membership in the Co-op. Any benefits that are still forthcoming in accordance with membership fees already paid will be honored to the extent possible. **Fees that have been paid are not refundable.** In a case of special circumstance, the Founder makes the final decision on what, if anything, is reimbursed. Furthermore, additional fees may have to be assessed to a cancelling member in order to complete the winemaking process before the cancelling member may receive his/her share of bottled wine (e.g. for bottles, corks, etc., where the Fall membership fee was paid, but the spring bottling fee was not).

12. For whatever may not have been stated in this document, and for whatever may have been misstated in this document, the Founder shall make final and binding decisions concerning any questions, clarifications, need for changes, etc. Members are invited and encouraged to offer ideas for improvement to this document, which may or may not be accepted by the Founder for incorporation or amendment at the Founder’s discretion.

III. ANNUAL ACTIVITIES

Each harvest year, the membership shall seek to do any or all of the following:

1. Annual Crush & Bottle Fest events
2. Pre-Crush and post-crush Press events
3. Periodic membership meetings
4. Harvest and Grape Pick-Up events
5. Temecula, Central Coast & Napa excursions
6. Wine tastings and related programs
7. Other related events as needed and as possible

IV. SUMMARY

This Cooperative is established with the primary intent that the members enjoy the fruits of fellowship and association, that they participate to the extent reasonably possible and minimally required, and that each member is afforded the opportunity to learn about winemaking, wine production, and wine enjoyment, to the extent each member desires.

V. ACKNOWLEDGMENT

Upon receipt of this document and payment of a membership fee, the member agrees to the understandings stated herein. The member further agrees that these understandings may be modified solely by the Founder, with notice to the membership.

CVVC 2011-12 Membership

Membership Cost

Membership in the CVVC for the 2010-11 winemaking cycle is \$450, which consists of \$250 payable in the summer of 2011 for the Harvest Cycle costs, then \$200 payable in the spring of 2012 for the Bottling Cycle costs.

Membership includes:

- **all privileges stated in the CVVC Organizational and Membership Understandings for the 2011-12 winemaking cycle; and**
- **6 cases (72 750ml bottles) of finished CVVC wine, consisting of an equal portion of the varietals that are vinted.**

Additional CVVC Wine

Additional CVVC wine may be added to a membership at an additional membership cost of \$6 per bottle or \$72 per case, as available. In order to ensure availability, please make your request prior to the Fall Harvest cycle. Requests made after the Fall Harvest can only be honored if the extra wine is available.