



Food Council Bylaws

Food councils examine the local food system and provide recommendations to improve that system. Food councils have proven to be an effective entity for reviewing and recommending state and local food policies. They can be created by the local government or by a private or public organization. Regardless of how the food council is formed, one of the first steps a food council can take is to draft and enact bylaws.

What are bylaws and why do they matter?

Bylaws are written rules that control the internal affairs of an organization.¹ Bylaws determine the rights and duties of members with reference to the internal governance of the council and the management of its affairs.² For example, many bylaws will state whether decisions require a vote, the frequency of meetings, and the term length of each council member. The creation and use of bylaws help food councils to be effective. Bylaws provide guidance, structure, goals, and priorities, which are especially vital for a newly formed council.

The bylaws should be clearly worded, intentionally structured, and kept up-to-date to meet the



This resource addresses:

- What are bylaws?
- How will the bylaws strengthen the goals and objectives of our council?
- Which provisions should be included in the bylaws?
- Sample language



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needs or reflect the changes of the council and community.³ Creating a meaningful set of bylaws will help clarify the council's purpose and drive momentum because food councils are often created for different reasons. Each council may address and stress different issues and objectives, such as sustainable and affordable food, equitable access to food, accessibility to local food, food insecurity,

educating the community about nutritious food, and advocating for policies that affect the food system. A council may focus on multiple issues or exclusively on a few issues. Again, it depends on the needs of the community and the purpose and goals of the council. Finally, creating clear and meaningfully worded bylaws will help the council maintain its original objective and goals overtime.

This resource is part of a series on local food councils. Please visit <http://www.publichealthlawcenter.org/resources/food-policy-council-resources> to see other resources on this topic, such as [The Food System](#) and [Drafting a Resolution to Create a Food Council](#).



Next steps

The bylaws should be initially drafted and presented to the council to be formally approved. This will add legitimacy to the bylaws and the council's overall goals. The initial drafter of the bylaws can be the council's chair or a council member. As a starting place, the drafter should look to existing bylaws in similar committees and councils and then modify accordingly.

Bylaw provisions

Bylaws can range from one page to several pages long. If the city or county passed a resolution or ordinance to create the local food council, the bylaws may build off of the resolution or ordinance to fill in the missing pieces that were not initially addressed when the food council was established.

Several provisions are almost always included in well-written bylaws. Those provisions are:

1. Name

The first provision of bylaws is often the name of the organization that the bylaws will be guiding. The name "food policy council" is the most common name for these types of entities, but other names are being used throughout the country. Choose a name that resonates with the needs and culture of your community and council.

OTHER NAMES OF FOOD COUNCILS

- Orange County Food Access Coalition (California)
- East Baton Rouge Parish Food Access Policy Commission (Louisiana)
- Missoula Community Food and Agriculture Coalition (Montana)
- New Brunswick Community Food Alliance (New Jersey)
- Food and Health Network of South Central New York

Some bylaw language referenced below may resonate with a food council more than other language. No council operates in the exact the same way; therefore, the bylaws should be drafted to address the specific needs of council and community. Lastly, bylaws can be amended to adapt to the needs and goals of the council and community.

2. Purpose

The purpose section should address the reasons behind the council's formation. Clearly defining the council's purpose will help a council stay focused.⁴ The purpose section should clearly state the goals and objectives of the council.

If appropriate, language from the resolution or ordinance that created the council should be included in this section. The purpose statement should reiterate the council's purpose at creation.

EXAMPLE OF A PURPOSE STATEMENT

"The Food Council seeks to encourage the establishment of small businesses; to encourage the offering of better and fresher food available locally; to encourage larger institutional entities to commit to the use of 10% of local food to support growth and the local economy; to encourage the efficient use of land, and preservation and conservation of agriculture; to encourage reduction in food transportation; and to promote educational resources for the local population."⁵

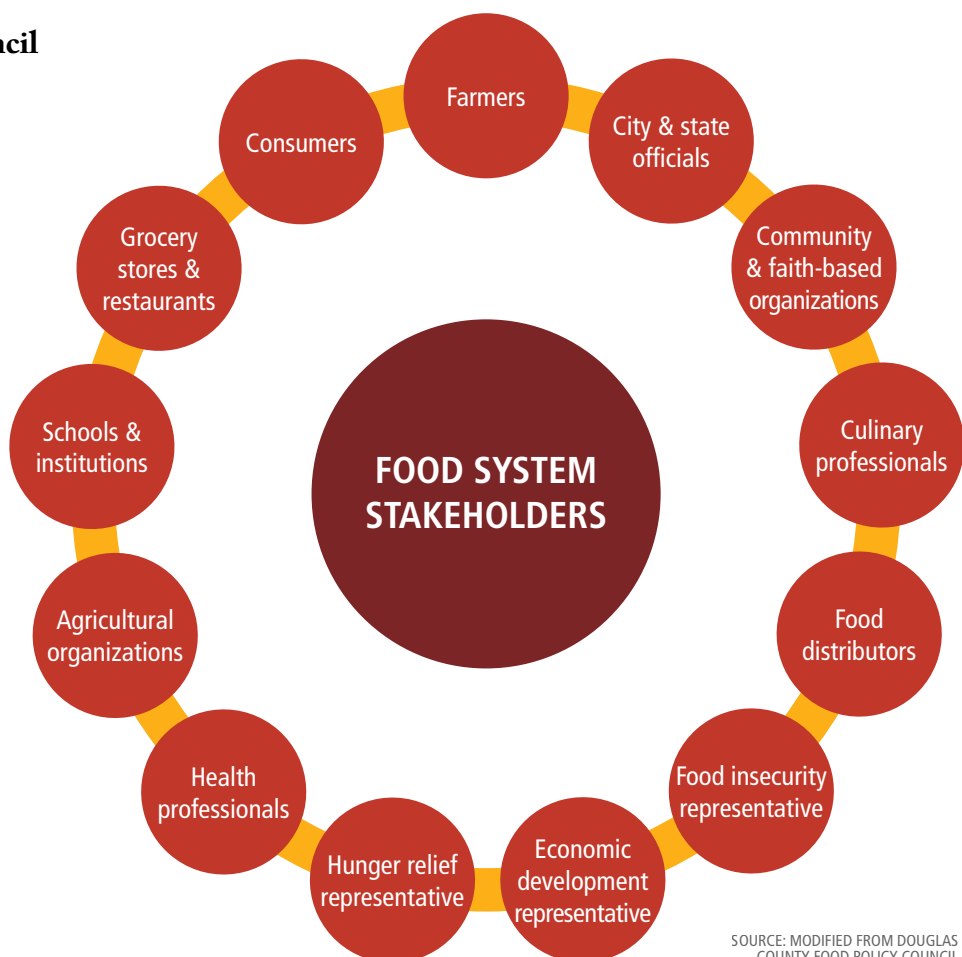


3. Duties & responsibilities of council

This section can highlight long- and short-term responsibilities of the council. It is often written as bullet-points or numerical lists. Further, this section can declare the specific actions that must be taken by the council.

When setting goals, think about:

- What are the priorities of your council?
 - To develop studies?
 - To provide education?
 - To develop community outreach?
 - To instigate policy change?
 - To support local food producers or businesses?
 - Other?



SOURCE: MODIFIED FROM DOUGLAS COUNTY FOOD POLICY COUNCIL

4. Membership

Council bylaws should include membership provisions. The membership provisions can include: the number of council members on the council, how long a council member's term will run, and how new council members will be selected.⁶ For many food councils, information about membership may be described in the resolution or ordinance that created the council (or in a document that declared the council established). In that case, determine whether it would be appropriate to add any additional details into the bylaws.

Ultimately, the food council should remember to tailor the membership provision to address the needs and objectives of the council.

EXAMPLE OF A MEMBERSHIP COMMITTEE

The bylaws for the Washtenaw County (Michigan) Food Policy Council has tasked a Membership Committee with the responsibility for recruiting new members.

"Membership Committee: The membership committee is responsible for recruiting new council members, ensuring that council members are representative of the local food system, receiving and reviewing at-large candidates and submitting candidates/applicants for full council vote."⁸

Those interested can apply for a seat on the Washtenaw County Food Policy Council online at <http://tinyurl.com/mha8w3u>.

Common questions about food council membership

Q: How many members should be on a food council?

A: There is no perfect number of council members. In fact, some councils have less than 10 members while others have well over 20 members.

Q: How long should a member's term last?

A: There is no ideal term length. Some councils may choose to limit how many consecutive terms a member can participate on the council in order to encourage new leadership and membership over time. Additionally, some bylaws describe the different ways a member's term can end, such as by the completion of that member's term, resignation, or removal.

Q: How should members be selected?

A: Each membership selection process will be specific to each council. The bylaws are a great

place to address how new members will be selected. Nominations, recruiting efforts, and interviewing are likely to be needed as new members are selected to join the council. Therefore, the bylaws can direct council members or a selection committee to nominate individuals each year or task a selection committee with interviewing potential members so that the selection of potential members is not stalled once a space on the council becomes available.

Q: Should the council elect officers?

Some councils may elect officers to lead the council for a set term, especially if the council has a large membership. For example, the Massachusetts Food Policy Council utilizes officers and describes the role of officers within its bylaws.⁷

EXAMPLE OF AN ONLINE APPLICATION PROCESS

The Washoe County (Nevada) Food Policy Council utilizes an application process in selecting new council members. Those interested can apply online at <http://www.surveymonkey.com/s/FoodCouncil>.⁹

EXAMPLE OF A SELECTION PROCESS USING NOMINATION AND APPOINTMENT

The members of the Knoxville-Knox (Tennessee) Food Policy Council must be appointed by either the City Mayor or the County Mayor. The bylaws for the Knoxville-Knox County Food Policy Council have tasked the Nominating Committee with recruiting potential council members.

“The Nominating Committee shall prepare and present a list of recommended candidates to the members of the FPC for consideration and action at the October meeting. The FPC Chair will forward the list of prospective members to the City Mayor and/or County Mayor for approval.”¹⁰



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Some organizational bylaws require members to attend a minimum number of meetings a year. For example, the bylaws for the Community Activity and Nutrition Coalition in Sonoma County, California, states: “[Members] agree to attend at least seven (7) meetings in a calendar year, including general membership and/or committees.”¹³ Other council bylaws have declared that missing a certain number of meetings without notice may be grounds for removal from the council.

5. Meetings

The meeting provisions should be clear on whether the council will meet on a regular basis or if it will meet only as needed.¹¹ This section should include the following: 1) who has the authority to call and facilitate meetings, 2) how notice of upcoming meetings must be given to members, 3) meeting procedures, 4) special meetings, and 5) whether the public will have an opportunity to attend.¹²

These provisions should clearly address how many meetings will be held over the year as well as other meeting procedures. This will provide the council members with a clear understanding of how agenda items are brought to the attention of the council as well as the role of the chairperson in convening and facilitating the meetings.

6. Amendments

Amendments are provisions that permit members to modify the bylaws, often after a vote or motion for action. The amendment provision typically outlines the amendment process, including the treatment of proposed amendments and the requisite number of votes required to amend.

USING AN AMENDMENT TO ADDRESS THE COUNCIL’S VALUES

In May 2014, the Georgia Food Policy Council (GFPC) amended its bylaws in order to include a preamble that addresses “Inclusion and Values Principles.” The Preamble specifically recognizes the benefits of inclusion, shared accountability, trust, and flexibility.

7. Other provisions

The provisions mentioned above are not exhaustive. Many bylaws include provisions on:

- Authority
- How decisions will be made (i.e., voting, consensus)
- Committees
- Conflict of interest

Therefore, this resource should be used as a starting point.



More on conflict of interest procedures

Food councils are made up of a diverse group of stakeholders, and often include individuals whose business or personal interests may be impacted by policy change proposed by the council. Therefore, it may be valuable for the food council to have a defined “Conflict of Interest” provision or policy. This policy statement can be included in the bylaws or as an entirely separate document.¹⁴ Some potential topics that can be covered by such a conflict of interest policy include:

- Duty to disclose
- How to determine whether a conflict of interest exists
- Compensation
- Periodic external reviews

Final thoughts

The use of bylaws is a great mechanism to set specific goals and procedures for a food policy council. Bylaws provide clarity as to the objectives of the council and declares detailed procedures to ensure the momentum of a new food council is continued. The bylaws can act as a guide for new members and a reminder for old, even during times of transition. The next section of this resource provides sample language.

Sample Bylaws

This next section provides language that existing food councils have used within their bylaws. Please note, the **bolded** words are intended to represent names and places that should be modified to meet your council's needs. Also, the last part of this resource provides "alternative language." This is intended to represent the range of language used within bylaws and identify different ways that food councils have intertwined their objectives into the bylaws.

Article I. Name

Examples:

- Greater Kansas City Food Policy Coalition
- Grant County Food Policy Council
- Iowa Food Systems Council

Article II. Purpose

The purpose of the **Council** is to integrate all departments of the **County** as well as a diverse group of public and private stakeholders in a collaborative effort to:

- Establish and maintain a comprehensive dialogue and assessment of the current food system in the county through education, promotion and data compilation;
- Provide a forum for people involved in different parts of the local food system and government to meet and learn about how individual actions affect our food system;
- Identify and prioritize issues and make recommendations that promote, support and strengthen access to healthy, affordable food for citizens in the **county**;
- Develop strategies to enhance the environmental, economic, social and nutritional health of the **county** as it relates to food and agricultural systems;
- Affect and develop food policy; and
- Advocate and advise on policy implementation.¹⁵

Article III. Duties & Responsibilities of Council

Section 3.1 Objectives

The **Council**'s objectives are to:

- Review and comment on proposed legislation and regulations that affect the well-being and security of local food and agricultural systems;¹⁶

- Support the development of local food infrastructure to support the production, processing, distribution and sale of safe, affordable, locally-produced/raised food products;¹⁷
- Develop and support greater access for community residents who are in need of nutritious foods at fair prices, and to be sensitive to cultural and traditional food preferences;¹⁸
- Educate and promote stewardship and conservation of land, water, and natural resources;¹⁹
- Improve health outcomes;²⁰
- Increase access to and distribution of wholesome, local food; and²¹
- Develop economic and entrepreneurial opportunities related to local food production and consumption.²²

Section 3.2 Recommendations of the Council

Recommendations of the **Council** shall include benchmarks and criteria for measuring progress towards achieving each goal. In developing its recommendations, the council shall solicit public input through public hearings or informational sessions. The **Council** shall review progress made on each of its recommendations based upon the benchmarks and criteria developed.²³

Article IV. Membership

Section 4.1 Appointment; size; chair

All **Council** members shall be appointed by the **Board of County Commissioners/City Council/Mayor/Selection Committee**.²⁴ Upon appointment, all council members shall serve a term of **X** years. Members shall be appointed the first year in a “staggered” manner- one third for a one-year term, one third for a two-year term, and one third for a three-year term.²⁵

The **Council** shall consist of **X** members. Members shall reside in **City/County/State**, and shall have expertise in relevant fields, and to the extent possible, represent the diversity of the community aspects such as culture, gender, age, and geography. From the **X** members, the **Board of County Commissioners/City Council/Mayor/Selection Committee** shall select the initial chairperson. Thereafter, the members shall vote amongst themselves every year for the chairperson position.²⁶

Section 4.2 Council member selection

The **Selection Committee** shall recruit and recommend candidates to the **Council/Board of County Commissioners/City Council/Mayor** upon notification that a seat has become available.

Section 4.3 Resignation

Members need to communicate their intention to resign by written notice to the **Council**.

Section 4.4 Rights & Responsibilities

Members are expected to participate in the work of the **Council** and its subcommittees. Members' duties are to:

- Be present and vote for all meetings;
 - When unable to be physically present for a meeting, a member may:
 - Participate live via conference call, Skype or other electronic option. Participating electronically does not constitute a quorum for voting purposes.
- Start and end meetings on time;
- Value each other's opinions, fully participate, actively listen, and use open communication methods; and
- Help to maintain the direction, purposes and goals, functions, and responsibilities of the **Council** through participation in subcommittees and deliberations.²⁷

Section 4.5 Officers; terms of office

The Officers shall be elected by ballot by the members of the **Council** at the annual meeting. Their terms shall begin at the close of the annual meeting and shall serve for **X** year(s). An Officer may be removed by a two-thirds vote of the Council with a **X** day notice to the Council that a vote to remove an Officer will take place. The Council may fill any vacancies in offices by ballot vote for the remainder of a term. The **Board of County Commissioners/City Council/Mayor/Selection Committee** may nominate individuals to fill vacancies and nominations may also be made from the floor. A minimum **X** day notice must be given for a vote to fill a vacancy.

Article V. Meetings

Section 5.1 Meetings

The **Chairperson** shall convene and preside at meetings.²⁸ **X** meetings will be held each year on dates chosen by the **Steering Committee/Officers/etc.**²⁹ Meetings shall be open to the public.

Section 5.2 Emergency/Special meetings

Emergency meetings may be called by the **Chairperson** at any time. If extenuating circumstances exist, **members of the Committee/Officers** may participate in a meeting by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.³⁰

Section 5.3 Meeting Notices

Notice of any regular or special meeting shall be given at least **X** days prior thereto by written notice delivered personally, mailed, or emailed to each member at such member's business or home address. Any council member may waive notice of any meeting. Failure to notify staff of current contact information

shall constitute a waiver of notice. The attendance of a member at any meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.³¹ Notice of any regular or special meetings shall be posted on the council's web page **X** days prior thereto.

Section 5.4 Public Meetings

All meetings of the full **Council** are public, and members of the public are invited to attend and monitor meetings. The **Chairperson** shall provide an opportunity at the end of regular business each meeting for introductions of public and brief comments or questions from members of the public as time allows.³²

Section 5.5 Meeting Agenda

A proposed agenda for each meeting shall be approved by the **Officers** and made available to all council members at least **X** days in advance of each meeting. Requests for changes to the proposed meeting agenda can be made to the **Chairperson** at any time prior to approval of the proposed agenda at each meeting.³³

Article VI. Amendments

These Bylaws may be amended, revised or repealed by a **two-thirds** vote at any meeting provided, however, the text of any amendment, revision or repeal as originally proposed shall be sent to each member at least fifteen days before the meeting at which such action is to take place.³⁴

Alternative Language

Purpose:

To continue to advance the **City**, the **Council** works to support all **City** residents and increase access to quality food, address hunger and food insecurity, connect sectors of the food system, influence policy and decision making, and ensure an environmentally sustainable and socially just food system. To accomplish this, the food council:

- Fosters **City**-community partnerships;
- Convenes and engages diverse stakeholders to identify and propose innovative solutions to improve the local food system;
- Provides ongoing guidance to the **City** on local food issues; and
- Serves as a platform for collaborative, coordinated action.³⁵

Purpose:

The Council improves and preserves the availability and access to safe, local, nutritious, and affordable food for all residents of the **County**.³⁶

Purpose:

The **Council** envisions a healthy community and thriving local food system that 1) provides access to healthy, affordable and culturally appropriate food for all residents; 2) values and preserves the land base, natural resources and labor skills necessary for sustainable, local food production; and 3) strengthens advocacy among agencies, organizations, and individuals without comprising the needs of future generations.³⁷

Duties & Responsibilities of Council:

In keeping with the vision and purpose, the **Council** recognizes and supports the following principles:

- Projects, programs, and policies that guide them are most vital and responsive when they are rooted in local communities;
- Conflict is a predictable result of collaboration and provides positive benefits when it is cooperatively resolved;
- Democratic ethics are at the base of decision making;
- The **Council** shall maintain an atmosphere free from all forms of harassment in efforts to value diverse points of view and reach consensus;
- The **Council** values the contributions of all that choose to commit to participation in the goals and purposes of the **Council**; and
- The **Council** shall develop procedures to encourage community participation in the education, deliberation, and decision making processes.³⁸

Membership:

Members are expected to participate in the work of the **Council**. Members' duties are to:

- Commit to the mission and goals of the **Council**;
- Contribute expertise and participate in strategic development of the **Council**;
- Represent the **Council**; and
- Be familiar with and speak in support of the **Council** and allow his/her name to be used in support of the **Council's** mission.³⁹

Meetings:

Bylaws can be amended by a **two-thirds** vote of members present at any regular meeting of the **Council** provided quorum is met. Written notice must be provided to all **council** members **X** days in advance of the impending vote, setting forth in detail the contents of the proposed amendment. The Bylaws may be suspended by a **three-quarters** majority vote of the **council** members present.⁴⁰

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Endnotes

- ¹ University of Kan., *Section 7. Writing Bylaws*, COMMUNITY TOOL BOX, <http://ctb.ku.edu/en/table-of-contents/structure/organizational-structure/write-bylaws/main> (last visited Oct. 30, 2014).
- ² Marilyn Phelan, *1 Nonprofit Organizations: Law and Taxation* § 2:11(2014).
- ³ Sample Constitution and By-laws, <https://www.ohio.edu/involvement/studentorganizations/upload/Sample-Const-and-Bylaws.pdf> (last visited Oct. 02, 2014).
- ⁴ University of Kan., *Section 7. Writing Bylaws*, COMMUNITY TOOL BOX, <http://ctb.ku.edu/en/table-of-contents/structure/organizational-structure/write-bylaws/main> (last visited Oct. 30, 2014).
- ⁵ See Champaign County, Ill. Resolution No. 8069.
- ⁶ University of Kan., *Section 7. Writing Bylaws*, COMMUNITY TOOL BOX, <http://ctb.ku.edu/en/table-of-contents/structure/organizational-structure/write-bylaws/main> (last visited Oct. 30, 2014).
- ⁷ See generally Bylaws of the Massachusetts Food Policy Council, available at <http://www.mass.gov/eea/docs/agr/boards-commissions/bylaws-for-ma-food-policy-council.pdf> (last visited Oct. 30, 2014).
- ⁸ See Bylaws of the Washtenaw County Food Policy Council, available at http://annarborchronicle.com/wp-content/uploads/2012/06/Washtenaw_FPC_Bylaws-FINAL.pdf.
- ⁹ To see a paper copy of the application (from 2012) for the Washoe County Food Policy Council, please visit http://www.washoecounty.us/repository/outreach/3e3x_Washoe-County-Food-Policy-Council-Ap-plication.pdf.
- ¹⁰ See Bylaws of the Knoxville-Knox County (Tennessee) Food Policy Council, <http://www.cityofknoxville.org/boards/food/bylaws.pdf> (last visited Nov. 20, 2014).
- ¹¹ University of Kan., *Section 7. Writing Bylaws*, COMMUNITY TOOL BOX, <http://ctb.ku.edu/en/table-of-contents/structure/organizational-structure/write-bylaws/main> (last visited Oct. 30, 2014).
- ¹² University of Kan., *Section 7. Writing Bylaws*, COMMUNITY TOOL BOX, <http://ctb.ku.edu/en/table-of-contents/structure/organizational-structure/write-bylaws/main> (last visited Oct. 30, 2014).
- ¹³ See Community Activity and Nutrition Coalition Bylaws (Revised January 2012), available at <http://www.sonoma-county.org/health/meetings/pdf/canc/bylaws.pdf>.
- ¹⁴ See Conflicts of Interest Policy of Hawai'i Food Policy Council (May 30, 2012), available at <http://www.hawaiifoodpolicycouncil.org/wp-content/uploads/2013/01/HFPC-Conflict-of-Interest-Final.pdf>.
- ¹⁵ See Bylaws of the Grant Country Food Policy Council (New Mexico).
- ¹⁶ See Bylaws of the Grant Country Food Policy Council (New Mexico).

- 17 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 18 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 19 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 20 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 21 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 22 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 23 See Bylaws of the Massachusetts Food Policy Council, *available at* <http://www.mass.gov/eea/docs/agr/boards-com-missions/bylaws-for-ma-food-policy-council.pdf> (last visited Oct. 30, 2014).
- 24 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 25 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
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- 27 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 28 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 29 See Bylaws of the Greater Kansas City Food Policy Coalition.
- 30 See Bylaws of the Greater Kansas City Food Policy Coalition.
- 31 See Bylaws of the Greater Kansas City Food Policy Coalition.
- 32 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 33 See Bylaws of the Douglas Country Food Policy Council (Kansas) (revised April 21, 2014).
- 34 See Bylaws of the Massachusetts Food Policy Council, *available at* <http://www.mass.gov/eea/docs/agr/boards-com-missions/bylaws-for-ma-food-policy-council.pdf> (last visited Oct. 30, 2014).
- 35 Homegrown Minneapolis Food Council, http://www.minneapolismn.gov/sustainability/homegrown/dhfs_hg_Food_Council (last updated Jul 17, 2014).
- 36 See Bylaws of the Grant Country Food Policy Council (New Mexico), (approved Jan. 20, 2011), *available at* http://www.grantcountynm.com/foodcouncil/GCFPC_Bylaws_Approved_Jan%2020%202011_no%20tracked%20changes.pdf (last visited Oct 30, 2014) [hereinafter Bylaws of the Grant Country Food Policy Council (New Mexico)].
- 37 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 38 See Bylaws of the Grant Country Food Policy Council (New Mexico).
- 39 See Bylaws of the Greater Kansas City Food Policy Coalition.
- 40 See Bylaws of The Homegrown Minneapolis Food Council, Homegrown Minneapolis, *available at* <http://www.minneapolismn.gov/www/groups/public/@citycoordinator/documents/webcontent/wcms1p-116296.pdf> (last visited Oct. 30, 2014).