Food councils examine how the community food system operates and provide recommendations for promoting local economic development and creating a more environmentally sustainable, healthy, and socially just food system.

Food councils typically consist of diverse groups of stakeholders working for the purpose of strengthening and expanding the food environment within their communities. Food councils have proven to be effective entities for reviewing and recommending state and local food policies and programs.

This resource addresses:

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

Adapted from: Minnesota Food Charter
http://mnfoodcharter.com/the-charter
This resource is part of a series on local food councils. Please visit the Public Health Law Center’s website, at http://www.publichealthlawcenter.org/resources/kansas-farm-and-local-food-taskforce-resources to see other resources on this topic, such as The Food System and Drafting a Resolution to Create a Food Council.

Bylaws are written rules that govern the internal operations of an organization and define the organization’s purpose, membership requirements, and the management of its operations including how meetings should be conducted and how offices are to be assigned. Bylaws can state whether decisions require a vote, the frequency of meetings, and the length of term for each council member. The creation and use of bylaws helps 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 needs or reflect the changes of the council and community.

Drafting bylaws

First, the bylaws should be 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. To look at bylaws that existing food councils in Kansas have used, see the Public Health Law Center’s “Kansas Food Council Bylaws” interactive tool, available at http://www.publichealthlawcenter.org/resources/kansas-farm-and-local-food-taskforce-resources.
No council operates in the exact same way; therefore, the bylaws should be drafted to address the specific needs of the council and community. Lastly, bylaws can be amended to reflect changing needs and priorities of the council and community.

**Bylaw provisions**

Bylaws can range from one page to several pages in length. If the city or county has 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 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 council” is the most common name for these types of entities, but other names such as alliance, coalition, network, and commission are being used throughout the country. Choose a name that resonates with the needs and culture of your community and council.

   **Examples of food council names in Kansas**

   - Franklin County Food Policy Council
   - Jefferson County Food Council
   - Western Prairie Food, Farm & Community Alliance
   - Crawford County Food System Advisory Council

2. **Purpose**

   The purpose section should address the reasons behind the council’s formation and what issues the council aims to address. Clearly defining the council’s purpose will help a council stay focused. 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 purpose of the WPFFCA [Western Prairie Food, Farm & Community Alliance] is to form a regional Alliance made up of a diverse group of public and private stakeholders in a collaborative effort to:

- Identify the benefits, challenges and opportunities for a successful regional food system;
- Serve as a forum for discussion and coordination for community-wide efforts to improve access to the regional food supply and distribution networks;
- Work with food and agricultural sectors to contribute significantly to the environmental and economic wellbeing of our region; and
- Improve access to regionally grown healthy food options while promoting educational resources for the local population.”

Photo: Amanda Mills
3. Council duties & responsibilities

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 the priorities of your council. Are they:

- To develop studies?
- To provide education?
- To develop community outreach?
- To instigate policy change?
- To support local food producers or businesses?
- Other?

Example of how equity and inclusion can be incorporated in the council’s objectives

The Allen County Growing Rural Opportunities Works (GROW) Food Policy Council bylaws include language that recognizes equity and inclusion in its objectives. One of the objectives identified for the Council highlight the council’s goal to “[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.”
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. 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.
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 the number of 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. Some councils have found calling out particularly elected officials and youth groups as “ex officio.” For example, the Harvey County Food and Farm Council (HCFFC) includes Ex Officio Advisors and describes their specific role within its bylaws: “Ex Officio Advisors will be invited to all HCFFC meetings. Because of the position they hold in the community they are able to provide valuable input to the council, however they will not be voting members of the HCFFC.”

5. Meetings
The meeting provisions should be clear about whether the council will meet on a regular basis or if it will meet only as needed. 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. In Kansas, there is a law that guarantees the public’s right to attend, observe, and record state and local governmental meetings and proceedings. This law is called the Kansas Open Meetings Act (KOMA). More information about KOMA and how it relates to food councils can be found in the Public Health Law Center’s resource entitled, Kansas Open Meetings Act, available at http://www.publichealthlawcenter.org/resources/kansas-local-government-resources.

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.

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.” Other council bylaws have declared that missing a certain number of meetings without notice may be grounds for removal from the council.

**Example of a selection process using nomination and appointment**

The members of the Jefferson County Food Council in Kansas must be appointed by the Jefferson County Commission. The bylaws for the Jefferson County Food Council have tasked the Council with recruiting potential council members: “Nominations for vacant seats would be taken from the community at large and approved by the standing Council, according to a simple majority. These recommendations will then be taken to the County Commission for appointment.”

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.
7. Other provisions

The provisions mentioned above are not exhaustive. Therefore, this resource should be used as a starting point. Many bylaws include provisions on:

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

More on conflicts 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 “Conflicts of Interest” provision or policy. This policy statement can be included in the bylaws or as an entirely separate document. 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

For more information on how to draft bylaws for your food council, contact Missty Lechner, American Heart Association Advocacy Project Director, at Missty.Lechner@heart.org. Missty provides community education and facilitates community meetings. She uses the Public Health Law Center’s tools for drafting resolutions and bylaws, and turns them into local resolutions and actions based upon the thoughts and feedback from the meetings she facilitates.

Final thoughts

The use of bylaws is a great mechanism to set specific goals and procedures for a food council. Bylaws provide clarity to the objectives of the council and 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 for drafting bylaws.
Sample Language

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;\(^\text{16}\)
- Support the development of local food infrastructure to support the production, processing, distribution and sale of safe, affordable, locally-produced/raised food products;\(^\text{17}\)
- 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;\(^\text{18}\)
- Educate and promote stewardship and conservation of land, water, and natural resources;\(^\text{19}\)
- Improve health outcomes;\(^\text{20}\)
- Increase access to and distribution of wholesome, local food; and\(^\text{21}\)
- Develop economic and entrepreneurial opportunities related to local food production and consumption.\(^\text{22}\)

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.\(^\text{23}\)

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.\(^\text{24}\) 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.\(^\text{25}\)

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 com-
munity 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. Three consecutive absences with failure to notify the council may result in automatic resignation of council members and officer duties and titles.

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) or through the end of their council memberships. 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. X meetings will be held each year on dates chosen by the Steering Committee/Officers/etc. Meetings shall be open to the public. If extenuating circumstances exist, members of the Council 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.

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.

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. 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 of each meeting for introductions of public and brief comments or questions from members of the public for a duration of three minutes per person.

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.

Article VI. Conduct of Business

Section 6.1 Quorum

A minimum of two-thirds of council membership must be present to constitute a quorum required to vote on council business.

Section 6.2 Voting

For regular council business a simple majority vote is required. Motions that require a two-thirds vote include election and removal of officers, emergency/special meetings called by the council, and bylaw amendments. Roberts Rules of Order will be used to guide the voting process of the Food Council.

Section 6.3 Email Voting

For issues requiring decisions or actions that could not be completed at scheduled meetings, or which the Chair feels would require decision before the next scheduled meeting, the following procedures will be followed for email voting: The Chair will send an email to all voting members of the council with the proposed action. Votes will be sent to Chair, to approve, oppose, or abstain. If no vote is received from a voting member, that person is recorded as “not voting.” At the end of the voting period, the Chair tallies the votes and sends the final vote count to the members. A minimum of two-thirds of council membership must vote to constitute a quorum.
Article VII. 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.37

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.38

Purpose:

The Council improves and preserves the availability and access to safe, local, nutritious, and affordable food for all residents of the City.39

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.40
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.41

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.42

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.43
The Public Health Law Center thanks: Missty Lechner, American Heart Association; Eileen Horn, Lawrence and Douglas County; Jeff Usher and Adrienne Paine Andrews, Kansas Health Foundation; Scott Wituk, Center for Community Support and Research at Wichita State University; Anne Palmer and Raychel Santo, Johns Hopkins Center for a Livable Future; and Sarah Green for their assistance in reviewing and providing feedback on drafts of this document.

This publication was prepared by the Public Health Law Center at Mitchell Hamline School of Law, St. Paul, Minnesota, made possible with funding from the Kansas Health Foundation.

The Public Health Law Center provides information and legal technical assistance on issues related to public health. The Center does not provide legal representation or advice. This document should not be considered legal advice.

Endnotes

4    Western Prairie Food Farm and Cmty. All., Western Prairie Food Farm and Community Alliance Bylaws (adopted Jan. 31, 2017).
5    Allen County Growing Rural Opportunities Works Food Policy Council, Allen County Growing Rural Opportunities Works Food Policy Council Bylaws (adopted April 21, 2015).
7    Harvey County Food and Farm Council, Harvey County Food and Farm Council Bylaws (adopted Nov. 2, 2015) [hereinafter Harvey County Food and Farm Council Bylaws (Kansas)].
15 Grant Cty., Bylaws of the Grant County 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 Feb 3, 2017) [hereinafter Bylaws of the Grant County Food Policy Council (New Mexico)].

16 Bylaws of the Grant County Food Policy Council (New Mexico).

17 Bylaws of the Grant County Food Policy Council (New Mexico).

18 Bylaws of the Grant County Food Policy Council (New Mexico).

19 Bylaws of the Grant County Food Policy Council (New Mexico).


21 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).

22 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).


24 Bylaws of the Grant County Food Policy Council (New Mexico).

25 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).

26 Bylaws of the Grant County Food Policy Council (New Mexico).

27 Bylaws of the Grant County Food Policy Council (New Mexico).

28 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).

29 Greater Kansas City Food Policy Coalition, Steering Committee Operating Guidelines: Greater Kansas City Food Policy Coalition (last updated Aug. 13, 2013) [hereinafter Greater Kansas City Food Policy Coalition Steering Committee Operating Guidelines].

30 Greater Kansas City Food Policy Coalition Steering Committee Operating Guidelines (last updated Aug. 13, 2013).

31 Greater Kansas City Food Policy Coalition Steering Committee Operating Guidelines (last updated Aug. 13, 2013).

32 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).

33 Bylaws of the Douglas County Food Policy Council (Kansas) (revised April 21, 2014).

34 Harvey County Food and Farm Council Bylaws (Kansas) (adopted Nov. 2, 2015).

35 Harvey County Food and Farm Council Bylaws (Kansas) (adopted Nov. 2, 2015).

36 Harvey County Food and Farm Council Bylaws (Kansas) (adopted Nov. 2, 2015).


39 Bylaws of the Grant County Food Policy Council (New Mexico).

40 Bylaws of the Grant County Food Policy Council (New Mexico).

41 Bylaws of the Grant County Food Policy Council (New Mexico).

42 Greater Kansas City Food Policy Coalition Steering Committee Operating Guidelines (last updated Aug. 13, 2013).