

Ottawa Food Bylaws

Article I. Name

- The name of this collaboration shall be Ottawa Food, hereinafter referred to as OF.

Article II. Mission & Vision

- The mission of OF is to ensure that all Ottawa County residents have access to healthy, local, and affordable food choices.
- The vision of OF is an available supply of well-balanced meals for all.

Article III. Priorities & Goals

- The OF priorities and goals for 2019-2021 can be found in the *2019-2021 OF Strategic Plan* at www.OttawaFood.org. (available in January 2019)

Article IV. Membership

Section 1: Admission

- OF membership is open to all Ottawa County organizations, agencies and individuals sharing an interest in the OF mission.

Section 2: Types of Membership

- **Active Members**

-Active members complete and submit a Memorandum of Understanding (MOU). Thereafter, they agree to attend at least three (3) meetings in a calendar year, including General and Subcommittee meetings. Active members are encouraged to participate on at least one Subcommittee.

- Advisory board members are also considered active members.

- Active members are eligible to vote in accordance with voting guidelines.

- Active members may voluntarily resign by submission of a letter of resignation to the Chair.

- **Supportive Members**

- Supportive members demonstrate support of OF's mission but do not meet participation requirements of active members.

- Supportive members are non-voting.

Section 3: Membership Terms

- Active members serve a term of up to three (3) years (based on the three year strategic plan). This membership can be renewed at the start of a new strategic plan with a signed MOU.
- Advisory Board members serve three (3) year terms and may serve two (2) consecutive terms. After a year off of the board, an individual is eligible for reelection to the board.
- Active members can nominate any active member (including themselves) for open seats on the OF Advisory Board. Existing Advisory Board members will interview the nominees and determine a single slate of candidates to bring back to all active members for a vote.

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Section 4: Membership List

- An OF membership list containing contact information for each member shall be maintained by the OF Coordinator. The list shall only be used for purposes that directly carry out the mission and function of OF.

Article V. Meetings

- **General Meetings:** OF will meet a minimum of four (4) times per calendar year. General meetings are open to all members and the general public. Meetings shall be facilitated by the OF Coordinator, or by a designated representative.
- **Subcommittee Meetings:** Each OF Subcommittee will meet a minimum of ten (10) times per calendar year. (At least 6 of these must be face-to-face meetings.) Meetings shall be facilitated by the OF Coordinator, or by a designated representative.
- **Advisory Board Meetings:** The OF Advisory Board will meet a minimum of four (4) times per calendar year. Meetings shall be facilitated by the OF Board Chairperson, or by a designated representative.

Article VI. Voting

- At all meetings (General, Subcommittee, and Advisory Board), OF will strive to reach consensus in its decision-making process. However, if consensus cannot be reached, all matters shall be decided upon by the affirmative vote of a simple majority of members present at the meeting, with a quorum of 4 active members (at Advisory Board and Subcommittee meetings); and a quorum of 13 active members at General meetings.
- Only active OF members are eligible to vote.
- Active members must be present at meetings to cast a vote. Each agency/organization may cast only one vote per issue.
- If a time-sensitive vote of the Advisory Board is needed, the vote will take place via email, with a specific reply-by date included. The results of these votes will be communicated to all OF members.

Article VII. OF Coordinator

- The OF Coordinator will have the following duties:
 - Develop General, Advisory Board, and Subcommittee meeting agendas
 - Schedule and plan General, Advisory Board, and Subcommittee meetings
 - Facilitate General and Subcommittee meetings
 - Act as liaison between subcommittees
 - Facilitate OF Consumer Advisory meetings, and share results with OF members
 - Advocate on the part of OF
 - Act as spokesperson for OF
 - Maintain the OF website
 - General Support

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- Be an active participant in the workings of the OF
 - Receive and distribute appropriate information e-mails to membership.
 - Assist in seeking resources for the work of OF.
 - Assist OF in connecting with other boards, committees and community groups and elected officials.
 - Assist subcommittees as needed
- The position of OF Coordinator will be funded by the Ottawa County Department of Public Health, contingent upon the continued approval of such funding by the Ottawa County Board of Commissioners.

Article VIII. OF Advisory Board

- The OF Advisory Board will consist of 7 members, one of which will be designated as the OF Board Chairperson.
- OF Advisory Board members will:
 - Vote on critical/sudden issues (where voting member consensus doesn't exist)
 - Approve subcommittee policy recommendations
 - Act as sounding board for the OF Coordinator
 - Assist in fundraising efforts
 - Assist in membership development
 - Promote the work of OF
- A representative from the Ottawa County Department of Public Health will always hold one seat on the OF Advisory Board.

Article IX. OF Advisory Board Chairperson

- The OF Advisory Board Chairperson will preside over all Advisory Board meetings.
- In the absence of the OF Coordinator, the OF Advisory Board Chairperson will assume the duties of the OF Coordinator.
- The OF Advisory Board Chairperson will serve a one (1) year term and may serve two (2) consecutive terms.

Article X. Fiduciary

- The Ottawa County Department of Public Health will serve as fiduciary for OF for grant funding received.
- The Greater Ottawa County United Way will serve as fiduciary for OF donations received.

Article XI. Conflict of Interest

- Any active member of OF who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before OF, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to OF to voluntarily excuse him/herself and will refrain from discussion and voting on said item.

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Article XII. Bylaw Revisions

- Any active member may bring a proposed bylaw revision to the OF Advisory Board. The Advisory Board would then vote on whether or not to take the proposed revision to the full Council of active members for approval.
- If the Advisory Board votes to take the proposed revision to the full Council, the proposed bylaw revision shall be communicated by the Board to all OF active members prior to the meeting at which time it will be considered for approval.

Approved 5/5/16

Amended/Approved 07/19/17

Amended/Approved 11/01/18