

# UPDATED FEBRUARY 2022

## South Carolina Forage and Grazing Lands Coalition

### BYLAWS

#### ARTICLE I

##### Name

The name of this organization shall be the South Carolina Forage and Grazing Lands Coalition (SCFGLC), hereinafter referred to as the Coalition. This organization partners with American Forage and Grasslands Council (AFGC) and National Grazing Lands Coalition (NatGLC).

#### ARTICLE II

##### Objectives

1. Promote and expand the efficient utilization of forages to improve the economic and social well-being of all citizens of South Carolina.
2. Promote the value of forage and cover crops for soil and water conservation, the abatement of air and water pollution and the improvement of soil health.
3. Give encouragement to research and educational efforts that will improve forage production, utilization, and marketing and soil health.
4. Provide a forum for the identification of problems and the exchange of ideas, opportunities and solutions required for the complex business of forage-animal agriculture and soil health.
5. Increase the use of forages and forage systems as a desirable and efficient means of utilizing land resources for food and fiber production, erosion control, wildlife habitat and enhancing the beauty of South Carolina.
6. Provide a means for combining the efforts of service, supply and production functions for a more efficient and profitable forage-animal agriculture.
7. Provide a means to educate consumers on the benefits derived from an efficient and profitable forage-animal agriculture.
8. Encourage outstanding achievements in the forage industry through recognition programs.
9. Develop vigorous leadership in forage activities beneficial to South Carolina agriculture.

#### ARTICLE III

##### Membership and Eligibility

The Board of Directors may create additional classes of members, prescribe the rules of eligibility and define privileges thereof.

##### SECTION 1: Members

A member shall be considered in good standing providing current fiscal-year dues have been paid as set by action of the Board of Directors.

##### SECTION 2: Member rights

A member of good standing may hold office, serve on the Board of Directors, be a member of one or more committees, attend, and vote at business meetings.

##### SECTION 3: Dues

The Coalition has authority to collect from its members annual dues for purposes of financing the

activities of the Coalition. A schedule of such dues shall be set by the Board of Directors. Any changes in the annual dues schedule shall be announced by the Board of Directors at least four (4) months prior to the start of the fiscal year in which they are to become effective.

## **ARTICLE IV Organization**

### **SECTION 1: Directors**

The Board of Directors will be composed of a broad representation of the membership. The Board will consist of a minimum of 9 members elected for a term of two years from three general categories:

1. Agribusiness examples: public media, livestock marketing, stored feeding, chemicals, fertilizers, equipment, bankers, milk companies, farm consultants etc.
2. Producer - examples: livestock and dairy farmers, forage and hay producers, farm managers, etc
3. Public sector - examples: extension specialists, extension and research workers at university, NRCS, FSA, etc.

Elected board members may serve no more than three consecutive terms. A maximum of six non-elected, non-voting board members representing public agencies or organizations with concerns and responsibilities for South Carolina grasslands may also serve on the Board at the request of the elected Directors.

### **SECTION 2: Officers**

The officers shall hold office for two years, and shall consist of the President, President-elect, Secretary and Treasurer. Officers will be elected by the Board of Directors at the time of the annual business meeting. Officers may serve no more than two consecutive terms.

### **SECTION 3: Executive Committee**


The Executive Committee shall be comprised of the President, immediate Past-President, President-elect, and Secretary and Treasurer.

### **SECTION 4: Committees**

There shall be the following standing committees whose purpose is to maintain continuity of action in pursuing Coalition objectives. The President shall appoint a Director to chair each committee:

1. Membership: The membership committee will make recommendations to recruit, engage, and retain members from a broad spectrum of areas interested in the objectives of the Coalition. The Membership Committee shall be chaired by the President-Elect.
2. Education/Programs: This committee shall make recommendations about educational and research programs of the Coalition. It shall seek to engage diverse partners at state and local institutions to produce programs fostering forage, grassland, and soil health education,
3. Marketing/Communications: This committee will make recommendations about the Coalition's marketing and communications strategies.
4. Finance: This committee shall be chaired by the Treasurer. It shall recommend an annual budget to the Board at the start of each fiscal year and shall present a summary of incomes and expenses to the Board at the end of each fiscal year. It shall also ensure proper bookkeeping practices are in place and shall oversee an annual audit of the Coalition's finances.
5. Nominating: The nominating committee will consist of three members representing each of the categories of members (Producer, Public and Business) and will develop a slate of nominees for Directors and officers as required. The members of the nominating committee will be appointed by the President.

6. Task Forces: Task forces may be established from time to time to study specific problems or carry out certain action phases of the Coalition's programs. Such task forces would be disbanded by the Board of Directors once their assignment is complete.

SECTION 5: Elections: The Nominating Committee shall annually prepare a slate of nominees for Directors. The election of Directors shall be accomplished during the annual meeting, or by electronic ballot within 60 days of the annual meeting. 

SECTION 6: Vacancy

In the case of the retirement, death, or resignation of an officer or a member of the Board of Directors, the vacancy shall be filled by appointment by the President of the Coalition subject to confirmation by the Board of Directors. If the President is unable to act, the vacancy shall be filled by a vote of the Board of Directors. Failure to attend two consecutive Board meetings for inadequate reason will constitute resignation from the Board. New board members may be added at any time by majority vote of the board and shall be ratified by the general membership at the annual meeting.

**SECTION 7: Should any member or Director be in direct conflict with the SCFGLC Code of Conduct, they shall be alerted to the infraction and asked to repair any damage to make amends. Should that person disregard the Code of Conduct a second time, the Board of Directors can vote to expel them from the Coalition by a majority vote.**  
**ARTICLE V**  
**Duties of Officials**


SECTION 1: Board of Directors

The business of the Coalition shall be managed by the Board of Directors.

SECTION 2: President

The President of the coalition shall preside at the meetings of the Board of Directors and perform such other duties as required in the by-laws. The President shall preside at the annual business meeting and meetings of the Executive Committee and be responsible for executive actions in carrying out the policy designated by the Board of Directors. The President may delegate such responsibilities within such limits as may be set by the Board to other officers or committees.

SECTION 3: President-elect

The President-elect shall preside at meetings of the Board of Directors and of the Executive Committee in the absence of the President and perform such other duties as may be assigned by the President or the Executive Committee and shall serve as chairman of the Membership Committee. The President-elect will succeed the President, when the office of the President becomes vacant. 

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**Proposed SECTION 4: Secretary**

The Secretary shall keep minutes of all Coalition and Executive Committee meetings, provide notice of meetings to all members, record votes taken and carry out all other duties designated by the Executive Committee. The Secretary will prepare and send dues notices, keep a roster of all members in good standing. The Secretary may delegate the recording documents to a member of the board or a representative of the organization.

**Proposed Section 5: Treasurer**

The Treasurer will be responsible for collections, and disbursements of the coalitions and will make a full financial report annually to the Executive Committee. All checks shall be countersigned by officials designated by the Executive Committee. The Treasurer may delegate such duties to a member of the board or a representative of the organization.

SECTION 6: Immediate Past President

The Immediate Past President will serve as advisor on the Executive board to provide continuity.

SECTION 7: Executive Committee

The Executive Committee shall perform all functions specified in these by-laws and shall represent the coalition in all executive functions when the Board of Directors is not in session.

SECTION 8: Committee or Task Force

Each Committee and Task Force shall be responsible for the field of activity designated by its name by the Board of Directors and each shall formulate a program consistent with the objectives of the Coalition or as instructed by the Board of Directors. An annual written report shall be required of the Chairman of each committee or task force and this report shall be incorporated in the report of the annual business meeting.

**ARTICLE VI**  
**Meetings**

SECTION 1: Business meeting

There shall be one official business meeting per fiscal year and such other meetings of members as determined by the Board of Directors. The business meeting shall include reports by officers, all committees and task forces.

SECTION 2: Time

The date, time and place of the annual business meeting or other meetings shall be set by the President.

SECTION 3: Notification

Notices of business meetings must be communicated to all members in good standing by mail or email at least thirty (30) days in advance of the meeting

SECTION 4: Executive Committee

The date, time and place of meetings of the Executive Committee shall be set by the President at the convenience of its members.

SECTION 5: All meetings shall be conducted by Parliamentary procedures by the current issue of Roberts Rules of Order unless otherwise stated in the bylaws.

SECTION 6: Emergency Meetings

Notices of emergency business meetings may be communicated to all members in good standing by mail or e-mail at least ten (10) days in advance of the meeting.

## **ARTICLE VII**

### **Quorum**

A quorum shall consist for the purposes of the annual business meeting and other meetings of members of the number of members in good standing present, provided the meeting has been properly noticed. In the case of meetings of the Board of Directors and the Executive Committee, a quorum exists if more than half of the membership of such Board or Committee is present. If approved by the Executive Committee, meetings may be conducted by means of any communication by which all participants may hear each other simultaneously during the meeting. A participant in such a meeting is deemed to be present.

## **ARTICLE VIII**

### **Funds Management**

A written record of all expenditures and approval date shall be maintained by the Treasurer. An annual review of all accounts and funds shall be conducted by two voting members who are not signatories on any of the accounts. Review members shall be appointed by the Executive Committee and shall make a written report to the Executive Committee.

## **ARTICLE IX**

### **Amendments**

The by-laws of the Coalition may be amended by the Board of Directors by a 2/3 vote of the Directors present at any meeting of the Board provided thirty (30) days prior notice of their consideration is given to the Directors.

## **ARTICLE X**

### **Dissolution**

1. Upon a two-thirds vote by the members of the Coalition at a duly called meeting, the Coalition can be dissolved.
2. Dissolution shall not affect or waive any right, duty, obligation, or liability which shall have arisen or which may hereafter arise in connection with any provision of these bylaws.
3. Any monies remaining in the organization accounts upon dissolution are to be donated to a 501c3 organization selected by a majority vote of the members.

## **ARTICLE XI**

### **Indemnification**

The Coalition shall indemnify every voting member or former voting member against liabilities imposed upon them and expenses reasonably incurred by them in connection with any claim against them by reason of their being a member if it is determined that the member acted in good faith, reasonably believed that the action was in the best interest of the Coalition and had no reasonable cause to believe that the act was unlawful.

## **ARTICLE XI**

### **Non-Discrimination**

All programs and services offered through the Coalition will be offered on a nondiscrimination basis without regard to race, color, national origin, religion, sex, marital status or handicaps.

We, the undersigned, do hereby certify that the foregoing Bylaws have been adopted under which the South Carolina Forage and Grazing Lands Coalition shall be governed:

Adopted DATE

Amended this \_\_\_\_\_ day of \_\_\_\_\_, 2021.