**BYLAWS OF THE DENVER SUSTAINABLE FOOD POLICY COUNCIL**

**Adopted on the 16 of February 2011**

**Amended ~~August 2013, July 2015, December 2015, May 2017, and June 2017, March 2018,~~ July 2021**

**ARTICLE I: NAME AND ORGANIZING AUTHORITY**

1. *Name.* The name of this organization is the Denver Sustainable Food Policy Council (hereinafter the “SFPC” or the “Council”).
2. *Organizing Authority.* The SFPC is one of the Mayor-appointed Boards and Commissions for the City & County of Denver.

**ARTICLE II: OFFICES AND CONTACT**

1. *Principal Office.* The principal office of the SFPC shall be with the Department of Public Health and the Environment of the City & County of Denver at 101 West Colfax Avenue, Denver, CO 80202.
2. *Contact.* The contact person for the Commission shall be the Division of Community and Behavioral Health at: (Phone) 720-865-5407 or (email) CommunityHealth@denvergov.org

**ARTICLE III. MISSION & PURPOSE**

1. *Mission.* The Denver Sustainable Food Policy Council (“SFPC” or “the Council”) influences policy that fosters food security for all community members, and promotes a healthy, equitable, and sustainable local food system, with consideration for economic vitality and environmental impact.
2. *Purpose.* The purpose of the Denver Sustainable Food Policy Council is to:
   1. Promote and Oversee Progress on the Denver Food Vision and Action Plan
      * Solicit regular updates from city agencies and staff implementing aspects of the Denver Food Vision and Action Plan
      * Raise awareness & build support for the Denver Food Vision and Action Plans with community stakeholders
      * Provide and communicate information and ideas to keep the Community informed and current.
   2. Advise City on Food-Related Plans, Reports, and Programs
      * Respond to issues identified by the Mayor or city staff on a timely basis by understanding the issues and their potential impacts to the city, stakeholder groups, and progress towards achieving the Denver Food Vision
      * Connect Mayor or city staff to other resources and partners that can help advance the Denver Food Vision and Action Plan
   3. Provide Recommendations to the City on Regulations and Policies
      * Identify and recommend regulatory and policy changes that would advance the Denver Food Vision and Action Plan
      * Develop calendar for making policy recommendations that support the Action Plan
      * Provide Mayor and city staff detailed policy analysis and recommendations that are both responsive to the Mayor/city and stakeholders by identifying interested parties, identifying pro and con arguments, identifying key stakeholders, and assesses the impact of the policy and legislation. Note: Councils are not able to take public positions on policy or legislation themselves.
   4. Build public and political will to support innovation and positive policy changes within the food system.
      * Identify and engage city and community stakeholders as policy change champions
      * Educate stakeholder groups on benefits and tradeoffs of proposed policy changes
      * Support coalition building efforts that advances policy changes
3. *Guiding Principles.*The Sustainable Food Policy Council shall consider and uphold the Principles of a Healthy, Sustainable Food System (as developed and adopted by the American Dietetic Association, the American Association of Nurses, the American Planning Association and the American Public Health Association) in their capacity as an advisory entity (Exhibit A).

**ARTICLE IV. MEMBERSHIP**

**Section 1. Composition of Council**

The membership of the Council shall consist of up to twenty-one (21) and no more twenty-seven (27) members with full standing. Terms shall be staggered so that roughly one-third of the Council is replaced each year.

**Section 2. Appointment**

1. *Qualifications*: Applicants should have an interest in a wide array of approaches to the food system, have strong interpersonal skills, and make a commitment to attend monthly meetings and participate in the work of the Council. Every member is expected to participate on a Committee or Policy Working Group during their tenure.
2. *Becoming a Member*: Invitations to apply for membership will be offered to the community at yearly intervals. Applications for membership are made through the Mayor’s Office. The membership of the Council shall make a good faith effort to represent the diversity of the food system stakeholders and the Denver community including industry sector, demographics, sexual orientation, political affiliation, and geography.

**Section 3. Tenure**

1. *Length of Service*: Members shall serve for a three-year term and may reapply for membership for a second term (six years total).
2. *Removal of Members*: Attendance at all Council meetings is expected. Members who miss three (3) meetings within a twelve (12) month period without due cause shall have their appointment reviewed by the SFPC Chairs and SFPC Liaison and then sent to the Mayor’s Office for potential termination. “Due cause” is defined as notifying the Co-Chairs or the SFPC Liaison in advance of the meeting with a reason for not attending. Members appointment on the Sustainable Food Policy Council will be put under immediate review with the possibility of termination by the leadership team upon missing three monthly council meetings (25%), excused or unexcused, in any 12-month period.

**Section 4. Ex-Officio Members**

1. *Composition of the Ex-Officio Team:* The Council shall include a non-voting Ex-Officio Team comprised of members from Department of Public Health and the Environment, Department of Community Planning & Development, Office of Economic Development, CSU Extension in Denver County, Denver Human Services, the Mayor’s Office of Children’s Affairs, and Denver Public Health as appropriate. Other agency representatives may also be invited to serve on the Ex-Officio Team based on the Council’s policy priorities and needs.
2. *Duties of the Ex-Officio Team:*Ex-Officio Team members participate fully in the activities of the SFPC, but do not hold voting privileges or count towards the quorum. Ex-Officio members provide staff support and agency resources to the SFPC operations. Ex-Officio members serve as conduits between the SFPC and city departments in the community. Ex-Officio members may bring issues for discussion to the SFPC and are encouraged to take information from the SFPC to their respective departments.
3. *SFPC Liaison:* The representative from the Department of Public Health and the Environment serves as the SFPC Liaison and point of contact.
4. *Length of Service:* Ex Officio Team members serve one-year terms that are reviewed and renewed annually unless otherwise decided by the SFPC Liaison or Mayor’s Office.

**ARTICLE V. CO-CHAIRPERSONS**

There shall be a Chair and a Co- Chair for the Council, each appointed by the Mayor (or the Mayor’s assign) based on recommendations from the SFPC. Chair and Co-Chair positions shall be elected by a simple majority of voting Council members. Candidates for Chair and Co-Chair positions are required to have been on the Council for a minimum of one year in good standing before being elected. Chair and Co-Chair will serve staggered two-year terms and may be reappointed for up to two consecutive terms. The newest Chair shall be known as the Co-Chair. Chair or Co-Chair shall preside over all Council meetings, may vote on all matters, and may appoint Committees or Policy Working Groups. If neither the Chair nor Co-Chair can attend a meeting, the Council may select another member to serve as chair for that meeting.

**ARTICLE VI. MEETINGS**

**Section 1. Meetings**

The Council shall hold regular meetings at a time agreed upon by a simple majority of Council at a previous meeting. All meeting times and locations shall be posted in accordance with all applicable laws and ordinances. A Co-Chair may call special meetings of the Council to address immediate concerns; notice of any special meeting must also be posted in accordance with all applicable laws and ordinances.

**Section 2. Conduct of Meetings**

1. *Quorum.* Half (1/2) of the members with filled member seats plus one shall constitute a quorum for the transaction of business at any regular meeting. Documentation of the quorum (or lack thereof) shall be included in the meeting records. Ex Officio Team members do not count towards the quorum.
2. *Council Decisions.* All formal Council decisions shall take the form of a Resolution requiring a vote of a simple majority of the members present at a meeting at which a quorum is present. Ex Officio Team members are not eligible to cast a vote but may participate in issue discussions. The SFPC, as one of the City and County of Denver Boards and Commissions, is advisory in nature to the Mayor. As such, it cannot take public positions of support or opposition without the approval of the Mayor’s Office.
3. *Position Requests.* If an organization or person solicits Council to take a position on a certain issue, whether through a signature, writing a letter of support, or other action, or if a Council member (appointed or Ex Officio) brings a new position to the Council, the SFPC will use the following criteria to determine the viability of Council support:
4. At least two appointed Council members must support the position and want to champion the cause.
5. The two council members championing the issue will email Co-Chairs to request time on the agenda to discuss the issue and, if desired, propose an official vote and resolution on the issue. Members championing the cause must make it clear what action, if any, they are proposing the SFPC take on the issue.
6. A minimum 2/3 majority of ‘yes’ votes by appointed Council members present at the full Council meeting will allow the Denver SFPC to support the proposed position and submit it to the Mayor’s Office for consideration of approval.
7. Examples of things SFPC will take votes on:
   1. Mayoral Advisories (this requires a resolution)
   2. Letters of Support when SFPC is expressing support for a grant, project, program
   3. Positions Requests asking the Mayor to take a position on an issue (this requires a resolution)
   4. Elections of SFPC Leadership
   5. Changes to the Bylaw (this requires a resolution)
8. *Agendas.* The Ex Officio Team and the Co-Chairs shall be responsible for preparing and distributing the meeting agenda. Agenda shall be distributed to members at least one week in advance of the Council meeting along with any agenda items that require a vote. Council members may submit items for inclusion on the agenda to the SFPC Liaison or the Co-Chairs. Agenda items received prior to the first Wednesday of each month may be included on the agenda for the subsequent meeting as time allows.
9. *Meeting Records.* The SFPC Liaison or assigned staff shall be responsible for recording summary notes that follow the structure of the meeting agenda, as well as tracking attendance and whether a quorum has been reached for voting.
10. *Policy Working Groups.* The Council may from time to time designate Policy Working Groups to carry forward specific tasks of the Council for specific periods of time. The Council shall provide a timeline for Policy Working Group creation, progress reporting, and dissolution. Policy Working Groups do not have the authority of the Council, but shall provide Council with information and recommendations to further the Purpose of the Council. Volunteers for Committees and Policy Working Groups may be members of the Council or other interested community members. At least one Council member shall participate in each Policy Working Group. At least one member from the Ex-Officio Team shall staff each Policy Working Group. Each Policy Working Group may designate a Chair and/or Secretary at its sole discretion.
11. *Other Committees.* The Council may designate such other Committees including task forces and special projects, as deemed necessary or appropriate and shall prescribe the duties, functions and duration by a Resolution passed by a vote of a simple majority of the members present at a meeting at which a quorum is present. A Council member shall lead each Committee.

**ARTICLE VII. AMENDMENTS TO BYLAWS**

The Council may recommend amendments of the bylaws to the Mayor by a majority vote of members present at the meeting, provided that a written notice of the proposed amendment is communicated in writing to members no later than a week before the regularly scheduled meeting. Amendments become effective only after approval by the Mayor’s Office.

**ARTICLE VIII. DEFINITIONS**

Abstention: an instance of declining to vote for or against a proposal or motion.