

## **Pennsylvania Grazing Lands Coalition (PaGLC) Bylaws**

### **Article I - Name and Definition**

The name of the organization shall be the Pennsylvania Grazing Lands Coalition (PaGLC), doing business as (dba) Grazing Lands Conservation Initiative (GLCI) in Pennsylvania.

The PaGLC is a coalition of farmers, groups and individuals within Pennsylvania interested in enhancing resource conservation, soil health and the environment through grazing and grassland management.

### **Article II - Purpose of the Coalition**

The purpose of this coalition is to promote, encourage and sustain grazing in Pennsylvania by:

- 1) Educating the public through the dissemination of scientific knowledge on the conservation and management of grazing/forage lands in Pennsylvania; and
- 2) Promoting voluntary action and respect of private property rights; and
- 3) Strengthening partnerships between grazing and forage lands managers and others who support the coalition; and
- 4) Encouraging voluntary diversification to achieve multiple natural resource benefits; and
- 5) Increasing economic, environmental and social stability on private grazing and forage lands; and
- 6) Closing the gap between availability of knowledge and application of said knowledge on private grazing and forage lands; and
- 7) Enhancing the private landowners ability to achieve greater profitability on an ecologically sound and sustainable basis.

### **Article III – Membership**

Membership shall be of two types, Voting and Non-voting.

#### **A) Voting Member/s:**

##### **1) General Membership**

- a. General membership shall be limited to those organizations and members directly involved in the management of private grazing lands in Pennsylvania.
- b. Each member organization may appoint one producer to serve, pending approval of the Board of Directors.
- c. An organization's membership may be granted or revoked by a majority vote of the Coalition Board.

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d. Voting membership of the Coalition shall consist of producer representatives.

e. The total voting members of the Board shall not exceed fifteen (15).

### 2) At-Large Member/s

At-large members may be appointed or removed by the Chairman with concurrence of the Board of Directors, and should be producers.

## B) Non-Voting Members

### 1) Associate Members

Associate membership shall be limited to corporations, Organizations, or individuals who support the purposes of the Coalition as stated in Article II of the Bylaws.

### 2) Ex-Officio Member/s

The Natural Resources Conservation Service (NRCS) State Grassland Conservationist, also PaGLC coordinator, shall serve as an Ex-Officio member of the Coalition Board.

### 3) Advisors

The Chairman may invite technical or other advisors, who will serve with the approval of the Coalition Board.

## **Article IV - Officers**

The Coalition shall annually select from among its members a Chairman, Vice-Chairman, Secretary, and Treasurer. The officers shall be elected annually during a regular meeting of the Coalition Board.

## **Article V – Executive Committee**

The Executive Committee shall consist of the officers and immediate Past-Chairman. The Executive Committee shall have authority to review, modify, or reverse the actions of any officer. It may also act on behalf of the Board on urgent matters between meetings.

## **Article VI – Duties**

The Chairman shall preside at all general meetings and at meetings of the Executive Committee and Coalition. The Chairman shall appoint committees as necessary, and shall carry on all business designated by the Coalition Board.

The Vice-Chairman shall serve as assistant to the Chairman and in the absence of the Chairman.

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The Secretary shall keep minutes of all Coalition and Executive Committee meetings, record votes taken and carry out all other duties designated by the officers and Coalition Board.

The Treasurer shall supervise the Coalition's financial affairs and make a full financial report quarterly to the Coalition. The Treasurer and Chairman shall maintain a written record of all expenditures and approval data.

The Chairman, with approval of the Executive Committee, may appoint a comptroller to manage the receipt and disbursement of funds.

### **Article VII - Meetings**

The Executive Committee shall call an annual meeting of the Coalition at dates and locations established by the Executive Committee. The Secretary shall mail or email a notice of the annual meeting to all members at least one (1) month prior to the meeting.

Regular meetings will be scheduled as determined by the Board of Directors. The Chairman, at times and places determined in consultation with the Executive Committee, may call other meetings as needed.

Meetings other than the annual meeting, including voting, may be conducted via phone conference or other electronic media.

Representatives missing two of three successive Coalition general membership meetings may be removed and replacements requested.

### **Article VIII - Quorum**

Fifty percent (50%) of the voting members of the Coalition shall constitute a quorum at any meeting. The majority of those voting shall determine the action of the Coalition.

### **Article IX - Other committees**

Subject to the approval of the Executive Committee, the Chairman may appoint committees annually as determined necessary and desirable for carrying out the purposes and objectives of the Coalition. All committee chairs shall be members of the Coalition. The committee chair, with the approval of the Executive Committee, may

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appoint sub-committee members. All committees shall be Ad Hoc; no committee shall be a standing committee.

### **Article X - Books, Records, and Finances**

The Coalition shall keep correct and complete books and records of account, as outlined in Article VI. The Treasurer shall work with the Coalition to provide regular reports and annual assessment of financial accounts, and shall file records with appropriate designated state and federal agencies when needed.

### **Article XI - Amendments**

Repeal or alteration of these Bylaws may be made either in full or in part by a majority vote of the General and at-large members present at an annual meeting or at other duly called meeting. A thirty (30) day written notice shall be provided to all General and at-large Members of the date, time and place of the meeting. Said notice shall contain copies of the current Bylaws and the proposed change(s) to the Bylaws.

### **Article XII - Parliamentary Procedure**

The current issue of Roberts Rules of Order shall outline parliamentary procedure.

### **Article XIII – Termination**

(A) Upon a two-thirds vote by the General members of the Coalition at a duly called meeting, the Coalition can be terminated. Upon termination, the officers and any persons appointed by the Chairman will serve as officers in charge of liquidating the affairs of the Coalition.

(B) Termination shall not affect or waive any right, duty, obligation or liability which may have arisen or may hereafter arise in connection with any provision of these Bylaws.

### **Article XIV – Definitions**

(A) Producer - One who manages the use of grazing and forage lands for the harvest of agricultural products or the conversion of these renewable resources.