



New Haven Food Policy Council By-Laws

Section I. Name and Current Status

The full name of the Council is the New Haven Food Policy Council (NHFPC). The NHFPC was created on May 12, 2005 by amendment to the New Haven Code of Ordinances as a volunteer advisory council to be composed of eleven (11) members to be appointed by the Mayor and the Board of Aldermen. The make-up of the membership is further defined in Section VIII. A. of this document.

As an appointed volunteer citizen advisory board of the City of New Haven, the NHFPC's function is to support the democratic process by engaging citizens in deliberations regarding governmental policy. The NHFPC addresses issues concerning New Haven's local and regional food systems and their connection to individuals, communities, businesses, the environment, and local government. The NHFPC does not have a formal legal incorporation separate from the City of New Haven, but does, by the creation of this document, recognize the need for rules and guidelines for its internal governance. Since its formation, the NHFPC has had a 3rd party tax-exempt organization serve as a fiscal sponsor. This relationship is further described in Section XIV below.

In 2011, the NHFPC expanded its knowledge base and collaborations by creating Affiliate Memberships. While this participant category is not contained in the NHFPC formation amendment, these members are critical to the effective functioning of the Council. Affiliate Memberships are described further in Sections VIII.B – C below.

Section II. Definitions

Affiliate Member Organization (AMO): An Affiliate Member Organization is an organization invited by the NHFPC to actively participate in its work in order to help the Council expand its knowledge base and increase community support. An AMO, through its identified representative, can participate in the work of the Council and in discussions that build towards consensus.

Affiliate Member Organization Representative: An individual identified in writing by each AMO to represent that AMO at NHFPC meetings.

Affiliate Youth Member: An individual, between the ages of eighteen (18) and thirteen (13), who is selected to participate in the work of the Council as an Affiliate Member.

Appointed Council Member: A New Haven resident elector who has been appointed by the Mayor and approved by the Board of Alderman and actively participates in the ongoing work of the NHFPC.

Fiscal Sponsor: An independent tax-exempt organization that, through a Fiscal Sponsorship Agreement, agrees to handle all monies collected to carry out the NHFPC’s mission.

Food Action Plan: a document first published by the NHFPC in 2012 which outlines strategies that the NHFPC recommends to the city of New Haven for the short- and long-term improvement of the local food system.

Advisory Working Group: A temporary group of Council members and other stake holders, formally convened by the NHFPC when needed, to explore issues of concern and to inform the work of the NHFPC and the City.

Section III. Preamble

A healthy and robust food system is essential to a strong city. It improves people’s health, helps build thriving communities, contributes to social justice, and strengthens the economy.

Section IV. Mission

The NHFPC’s mission is “to build and maintain a food system that nourishes all people in a just and sustainable manner.”

Section V. Purposes

1. Research, draft and/or recommend policies and legislation for consideration by the City and the Board of Aldermen
2. Create opportunities for collaboration and communication between representatives of City government, the community and other stakeholders.
3. Convene interested members of the community to engage them in the policy development process.
4. Educate the public regarding new policies and legislation.
5. Express support for community efforts consistent with the charge of the NHFPC.

Section VI. Goals

The NHFPC works to achieve its mission by collaborating with the many stakeholders in the food system, creating a forum for community members to have a voice on food issues, and providing guidance to the City on food policy. As a result of research, community input and consultations with key stakeholders, decisions makers, municipal departments and community organizations, the NHFPC has established the following goals to guide its work.

1. Build coalitions and foster cooperation between community groups, residents, and city offices.

2. Develop strategies to effectively address food access, hunger, obesity and food-related diseases, community development, economic development, urban agriculture, food waste, and nutrition and food education.
3. Compile information to educate residents and community leaders.
4. Advocate policies that improve the nutritional, environmental, economic, and social health of the City.

Section VII. Principles

In keeping with our mission, purposes, and goals, we recognize and support the following principles:

1. **Asset-Based Approach:** The Council focuses on the assets of a diverse group of people, organizations and agencies, in addressing problems and liabilities.
2. **Collaboration:** The Council works with diverse individuals and organizations to achieve its mission and shared goals, by engaging in a thorough, collective process of knowledge sharing, learning, and building consensus.
3. **Community-Based Partnerships:** The Council strives to create community-based partnerships, recognizing that bringing together individuals, organizations, and government agencies to work together on a policy issue fosters greater investment and commitment, and that projects, programs and the policies that guide them are most vital and appropriate when they are rooted in the community.
4. **Conflict Resolution:** The Council understands that conflict is a predictable result of collaboration and provides positive benefits when it is cooperatively resolved.
5. **Consensus and Decision Making:** Council decisions will be made by consensus and reaching unity whenever possible. Unity does not necessarily require unanimity. It requires that all present agree to seek agreement and avoid obstruction, which affords the greatest chance of not leaving behind an unhappy minority.
6. **Diversity:** The Council believes that diverse groups, agencies, organizations, viewpoints and constituencies provide the greatest potential for sharing, learning, and developing policies that benefit our food system, enhance our local economies, honor our social integrity, and value our environment and its resources. The Council recognizes the particular salience of economic and geographic diversity.
7. **Full Disclosure, Accountability, and Transparency:** The Council strives to critically analyze systemic issues for accuracy, clarity and accessibility, and to share that information openly and honestly.
8. **Participation and Decision Making:** The Council values the contributions of all who choose to work toward its goals, and believes that democratic ethics are at the base of decision-making. . We will continually develop procedures to encourage community participation in the education, deliberation, and decision-making processes.

Section VIII. Membership

- A. Appointed Council Members

The Council shall be made up of eleven (11) members; ten (10) of whom shall be appointed by the Mayor and approved by the Board of Aldermen; one aldermanic representative shall be elected by the Board of Aldermen.

A.1. Criteria and Process

A.1.2. Recommendations from the NHFPC:

The NHFPC may recommend prospective appointees to the Mayor and Board of Alderman.

A.1.3. Self-Nomination:

Section 56 of the Code of Ordinances of the City of New Haven states: *During the month of December in each year, the City Clerk shall cause to be published at least once for general circulation within the city and shall post for thirty days in a conspicuous location available to the public in the office of such clerk a list of all the boards of the city. Any elector desirous of serving on any board may express such desire in writing addressed to such clerk, who shall retain such notice on file for two years. The appointing authority of any member of any board shall review such notices prior to making an appointment to such board.*

A.1.4 Appointment by the Mayor and the Board of Aldermen:

Of the ten (10) members of the council appointed by the Mayor, the criteria for selection include:

- One (1) member of the department or organization administering the council;
- Six (6) members of the community personally engaged in the production and distribution of food, or in the effects of food on the local economy and health of city residents. Members may be chosen from the following fields: hunger relief, nutrition, businesses in the food sector, farming, and institutional food management.

Three (3) of the members of the council shall be selected from the public at-large.

A.2. Other Requirements

As required by the Code of Ordinances for the City of New Haven, Sec. 56. - General requirements concerning membership on appointive boards and commissions:

- a) No person may serve on a board unless such person is a resident elector of the city. If any person who is a member of a board shall move from the city, such person's membership on such board shall immediately terminate.

- b) No person may be appointed to a new term on any board if at the time of the commencement of such new term such person shall have served nine consecutive years on such board. Such person may be reappointed to such board after a lapse of one year.
- c) Except where otherwise provided by general or special law, no person may serve as an appointed member of more than one board at the same time unless such person is an alderman appointed to such boards to represent the board of aldermen.

In addition to the requirements from the New Haven Code of Ordinances, Connecticut General Statutes Section 9-167(a) stipulates the maximum number of members of any board, commission, legislative body, or committee from one political party based upon the total membership. For any group that has more than 9 (nine) members, not more than two-thirds of the total membership may come from a single political party. Therefore, no more than seven (7) of the total of eleven (11) New Haven Food Policy Council members may come from the same political party.

A.3. Terms

The establishing amendment prescribed initial terms that would result in staggered three-year terms going forward. Every year, the terms of three (3) or four (4) of the eleven (11) members shall be up. The NHFPC shall maintain a spreadsheet that shows by individual member, the terms of each and when each term expires, as well each member's political affiliation. As described above in A.2., no member shall serve more than nine consecutive years on the NHFPC.

A.4. Expectations and Attendance

A.4.1. Expectations:

Members are expected to participate in the work of the NHFPC and its Working Groups, when active. Members, by attending and deliberating at the meetings and gatherings, agree in good faith to participate and act in accordance with the preamble, mission, goals, purposes and principles, or, through the deliberative process, in an open manner, to alter and amend same as circumstances necessitate.

A.4.2. Attendance

Successful work by the NHFPC requires active engagement by its members. Therefore, all members are expected to attend every meeting. When any member of the NHFPC misses 3 (three) consecutive regular meetings for which there was no prior notification to the

Chairperson, or more than twenty-five (25) percent of the regular meetings during any calendar year, such absences shall be noted by the NHFPC Secretary and a letter shall be sent to the member reminding him or her of the expectation of regular attendance. If such absences occur within the last year of the member's term, a letter shall be sent to the Mayor from the Chairperson requesting that such member not be reappointed to an additional term. If such absences occur during the first or second year of the member's term, and no change in attendance is noted in the following years, then the member shall be asked to voluntarily resign. If the member does not resign, a letter shall be sent to the Mayor requesting that such member not be reappointed to an additional term.

A.5. Resignations

In the case of a vacancy because of resignation, the NHFPC shall request a replacement appointment from the Mayor to complete the resigning member's term.

B. Affiliate Member Organizations

Affiliate Member Organizations (AMOs) are a group of organizations invited by the NHFPC to actively participate in its work, broadening available information and community support. AMOs, through their identified representative, shall participate in the work of the Council and in discussions that build towards consensus. AMO representatives are not entitled to participate in any formal vote.

AMOs will be listed on the NHFPC letterhead by name of organization, but no logos belonging to Affiliate Member Organizations will appear on NHFPC materials unless a specific project is identified by the NHFPC for which particular logos will be used on materials related to that project only. The names of the AMO representatives will not appear on the NHFPC letterhead.

B.1. Rationale for affiliate membership:

- To benefit from the expertise of organizations and their individual representatives who are not New Haven Residents, or if the membership roster is full.
- To strengthen the Council's affiliation with those organizations whose missions align with that of the NHFPC.

B.2. Appointment

B.2.1 Application and Recommendation

Two months prior to the NHFPC Annual Meeting, interested organizations may apply to be considered for appointment as an AMO of the NHFPC.

Any Council Member may recommend an organization whose work is important or relevant to the work of the NHFPC to be considered for appointment as an AMO.

An Ad Hoc subcommittee of the NHFPC made up of at least two (2) regular Council Members and no more than one (1) current Affiliate Member shall meet to review the new applications, recommendations for new AMOs, and the names of those current AMOs which are up for renewal. The subcommittee shall draw up a slate of renewing and potential new AMOs to be voted upon by the whole NHFPC at its Annual Meeting. Volunteers shall be solicited for the Ad Hoc subcommittee at a regular Council meeting and then the Committee shall be formalized by the Chairperson of the NHFPC.

B.3. Number and Term

B.3.1 Number

At no time shall there be more than fifteen (15) Affiliate Member Organizations.

B.3.2. Terms

Affiliate Member Organizations shall be appointed for one (1) -year renewable terms.

B.4. Action by the Council

A new AMO or a renewing AMO must be approved by two-thirds (2/3's) of the Council Members at the Annual Meeting when there is a quorum.

B.5. Expectations and Responsibilities

The duties and expectations of a New Haven Food Policy Council (NHFPC) Affiliate Member Organization shall include:

- Identification, in writing, of an individual to represent the AMO at NHFPC meetings. If necessary, an alternate may be identified to attend when the primary representative is unavailable. The alternate should be identified in writing.
- Attendance by the representative of at least four (4) monthly NHFPC meetings per year.
- Allowing NHFPC to use the AMO organization's name on public documents for endorsement (this will be decided on a case-by-case basis to avoid any conflict of interest).
- Participation in working groups and subcommittees, and on initiatives, as needed.
- Assisting the NHFPC to find resources to carry out specific efforts.

C. Youth Affiliate Members

The NHFPC recognizes the importance of engaging New Haven's young people in its work. In order to ensure meaningful engagement, the NHFPC has created three Youth Affiliate Member slots reserved for teens from multiple schools and communities in New Haven engaged in the work of the NHFPC and in improving food issues in their communities.

C.1. Rationale for Youth Affiliate membership:

- To benefit from the input of active youth who are not old enough to be electors and therefore cannot serve as Appointed Council Members.

C.2. Appointment

C.2.1 Application and Recommendation

Two months prior to the NHFPC Annual Meeting each year, interested residents of New Haven who are between eighteen (18) years of age and thirteen (13) years of age , may apply to be considered for appointment as a Youth Affiliate Member by submitting a letter of interest to the Chairperson of the NHFPC.

Any Council Member may recommend an eligible youth to be considered for appointment as a Youth Affiliate Member.

The same Ad Hoc subcommittee described in B.2.1. above shall review the applications, recommendations for new Youth Affiliate Members, and the names of those current Youth Affiliate Members who are up for renewal. The subcommittee shall draw up a slate of renewing and potential new Youth Affiliate Members to be voted upon by the whole NHFPC at its Annual Meeting.

B.3. Number and Term

B.3.1 Number

At no time shall there be more than three (3) Youth Affiliate Members.

B.3.2. Terms

Youth Affiliate Members shall be appointed for one (1)-year renewable terms.

B.4. Action by the Council

A new Youth Affiliate Member or a renewing Youth Affiliate Member must be approved by two-thirds (2/3's) of the Council Members at the Annual Meeting when there is a quorum.

B.5. Expectations and Responsibilities

The duties and expectations of a Youth Affiliate member shall include:

- Attending at least four (4) monthly NHFPC meetings per year.
- Participating in Working Groups and subcommittees, and on initiatives, as needed.

- Serving as an informal youth ambassador for NHFPC to schools and communities.

IX. Policy Advancement Committee

The New Haven Food Policy Council shall have one Standing Committee known as the Policy Advancement Committee. The function of this committee is to ensure that policies that are developed by the entire Council are pursued on a timely basis. The committee shall contain at least two (2) Council Members and a minimum of three (3) total members. The membership shall be formalized by the Chair of the NHFPC after consultation with the full Council.

X. Meetings

A. Regular Meetings

The NHFPC shall have its regular meetings one (1) time per month, except the month of August when no regular meeting will be held. The date, time and place of the regular meeting shall be fixed by the Chairperson and announced to members at least one (1) week prior to the meeting date.

All meetings of the NHFPC are open to the public, except when Executive Session is called as allowed by state and local law. Minutes of all open meetings shall be made publically available.

B. Quorum

A majority of the members shall constitute a quorum for conduct of business except as specified elsewhere in these bylaws.

C. Annual Meeting

The February meeting shall be the Annual Meeting, at which the new and renewed appointments of the NHFPC members shall be announced and the new and renewed appointments of the Affiliate Members shall be voted on. Elections of Officers shall also be held at the Annual Meeting.

D. Special Meetings:

Special meetings of the New Haven Food Policy Council may be called by the Chairperson at such time and such place as the Chairperson may select, as long as notice is provided to all NHFPC members at least three (3) weekdays in advance. Notice may be made by email.

E. Conduct of Meetings

The Council may adopt or promulgate a procedural manual or follow Robert's Rules of Order as it deems necessary.

XI. Officers

A. The NHFPC officers shall be a Chairperson, Vice-Chairperson, Treasurer and a Secretary.

B. The Duties of the Chairperson

B.1. The Chairperson shall preside at meetings and perform other duties.

B.2. The Chairperson shall be the principal spokesperson for the NHFPC and shall sign official communications from the Council.

B.3. The Chairperson, from time to time, may appoint committees to perform specific duties related to the Council's purpose.

C. The Vice-Chairperson shall preside in the absence of the Chairperson and may perform other duties of the Chairperson when empowered by the Chairperson to do so.

D. The Treasurer shall oversee the finances of the NHFPC including the budget. The Treasurer shall ensure, in collaboration with the Fiscal Sponsor, that all grant monies are properly handled. The Treasurer shall serve as the NHFPC liaison to the Fiscal Sponsor.

E. The Secretary shall be responsible for ensuring that the minutes are accurate prior to distribution to the membership and posting on the City's website. The Secretary shall ensure that there is an up-to-date spreadsheet of all Council Members' terms and political affiliations. The Secretary shall maintain current by-laws and ensure that such by-laws are followed by the Council.

F. Election and Terms:

F.1. Officers shall be elected at the annual meeting in February. Nominations may be made from the floor at that time.

F.2. Terms of office shall begin immediately upon adjournment of the annual meeting and shall continue for one year.

F.3. No person may serve more than three (3) consecutive terms in the same Office.

G. Filling Unfinished Terms:

In the event an officer is unable to serve or resigns from his or her office, a replacement shall be elected at the next regular meeting of the FPC.

XII. Advisory Working Groups

In order to ensure that the NHFPC carries out its mission and goals guided by its core principals, most particularly the principals of collaboration, diversity, participation and decision making, and community-based partnerships, NHFPC may on occasion convene Working Groups made up of members of NHFPC as well as non-members. Working Groups, when convened, are open to any interested member of the community. Working Groups may not act on behalf of the NHFPC or incur expenses without prior approval by the Council.

XIII. Reporting Requirements and Evaluation

A. Annual Reports:

No later than one (1) month after the end of the Fiscal Year for the NHFPC, the Council shall provide an Annual Report to the Mayor and the Board of Alderman.

B. Evaluation:

As stated in the founding ordinance, three (3) years after its initial formation (in 2005) and every three (3) years thereafter, the Board of Aldermen shall evaluate the NHFPC on the basis of previous annual reports. As long as the council meets its goals or makes reasonable progress toward them, the Board of Aldermen shall reauthorized the Council for another three (3) years.

XIV. Fiscal Sponsor

The NHFPC adheres to: its mission statement and preamble; goals and principles; articulations of its role in the food and agricultural systems; and in the conduct of all of its activities and endeavors, to generally-recognized educational and charitable purposes. In its formation, and current and anticipated activities, the NHFPC acts, and intends to act, in compliance with the requirements of its fiscal sponsor, a nonprofit corporation with 501(c)(3) IRS tax exempt status. The details of the relationship are found in the Fiscal Sponsorship Agreement (FSA) approved by the Board of Directors of the fiscal sponsor and the NHFPC.

Any Fiscal Sponsorship relationship shall be evaluated at least every three (3) years to determine if it is in the best interest of both organizations to continue the relationship, to end the current fiscal sponsorship agreement and identify a new Fiscal Sponsor, to move the NHFPC directly under the operation of a City department, or to amend the agreement.

XV. Amendments to By-Laws

This Internal Governance document may be amended, altered, changed, added to, or repealed by the affirmative vote of a two-thirds ($2/3$) majority of the members of the NHFPC at any regular or special meeting of the voting members of the NHFPC if the notice of the proposed change, amendment, alteration, addition, or repeal is contained in the notice of the meeting at least five (5) days prior to such meeting.