

**BYLAWS OF THE  
SOUTHWEST PROJECT GRASS COORDINATING COMMITTEE**

### *Article I. Name*

The name of the organization shall be the *Southwest Project Grass Coordinating Committee*. Also referred to as Coordinating Committee.

### *Article II. Purpose*

This committee is an activity in rural development to assist farm operators in utilizing and protecting the land, according to its capability for forage production. The purpose of this committee is to promote improved pasture systems and rotational grazing systems for better forage production, quality, and utilization.

### *Article III. Objectives*

Four broad objectives have been identified for the committee:

1. Enhance Pennsylvania agriculture through better utilization of grasslands.
2. Improve the economic position of Pennsylvania farmers, particularly small farms.
3. Increase the amount of livestock production in the Commonwealth to increase energy efficiency and develop improved marketing capabilities for cattle, sheep, hay, and other livestock.
4. Achieve better utilization of land and water resources for improved environmental quality.

### *Article IV. Membership*

There shall be four (4) types of membership

1. Voting Members – District Representative – Limited to one (1) County Conservation District Representatives or their alternate that are appointed annually by their County Conservation District with full voting privileges. The voting member and County will be considered in “Good Standing” provided their annual dues are paid prior to the call to order of the meeting (“member”). One voting member must be appointed by each Conservation District in the following Pennsylvania counties; Allegheny, Armstrong, Beaver, Bedford, Blair, Butler, Cambria, Centre, Fayette, Greene, Indiana, Somerset, Washington, and Westmoreland. Other conservation districts in Pennsylvania and other conservation districts from other states may apply for membership to the coordinating committee for consideration.

A member County Conservation District must be in “Good Standing” in order to be eligible to receive benefits such as financial assistance, grant money, magazine subscriptions, grazing sticks/books etc.

Each voting member or alternate shall be entitled to one (1) vote on matters coming before the committee for action.

The amount of annual dues shall be set annually by the coordinating committee at the last quarterly meeting each year. Dues are made payable by February 1<sup>st</sup> to the Fiscal Agent for Southwest Project Grass Coordinating Committee. In addition to paying dues, each county is to be represented at a minimum of one (1) quarterly meeting per year.

- 2) Voting Member – County Member – Each County may have 1 County Voting member. These members shall consist of various federal, state, and local agencies; private citizens; and other groups that support the Project’s Purpose and Objectives from a County in Good Standing. No County can have more than 1 Voting Member – County Member from that county. If the County is represented by more than one County Member, then votes will be assigned as follows: Elected Officer (in order of position), Executive Committee member, District Personnel from County, Agency Personnel from County, Farmer from County selected by District Representative, General Public selected by District Representative.

Each voting member or alternate shall be entitled to one (1) vote on matters coming before the committee for action.

- 3) Farmer Voting Member – Each County may have One (1) Farmer voting member. This member must be a farmer from the County. The Farmer Voting Member will have full voting privileges, regardless of the “Good Standing” status of the County. If more than one (1) farmer from a County is at a meeting, the farmers from that county must elect who the Farmer Voting Member is by majority vote. If they cannot elect a member by majority vote, then there will be no Farmer Voting Member representative from that County.

Each voting member or alternate shall be entitled to one (1) vote on matters coming before the committee for action.

- 4) Contributing Member – These members shall be approved by the coordinating committee and have no voting privileges. They shall consist of various federal, state, and local agencies; private citizens; and other groups that support the Project’s Purpose and Objectives.

## *Article V. Executive Committee and Advisory Committee members*

The Executive Committee shall have the power of the Southwest Project Grass Coordinating Committee, between the meetings of the Southwest Project Grass Coordinating Committee – to act in emergencies, just as the Southwest Project Grass Coordinating Committee acts at the quarterly meetings. Minutes shall be taken at the Executive Committee meetings and distributed to the Southwest Project Grass Coordinating Committee at the next quarterly meeting of the Southwest Project Grass Coordinating Committee. The Executive Committee shall report to the Southwest Project Grass Coordinating Committee at each quarterly meeting of the Southwest Project Grass Coordinating Committee. All recommendations contained in the Executive Committee report will be acted upon immediately following the report.

1. There shall be seven (7) Executive Committee members including the Chair, Vice Chair, and Secretary-Treasurer. The Executive Committee members shall be appointed by a majority vote of the Southwest Project Grass Coordinating Committee.
2. Executive Committee members shall serve a two year term, or until they resign, or are removed. Terms shall be staggered with three terms expiring one year, and four terms expiring the following year. Executive Committee members may be removed by a majority vote of the Southwest Project Grass Coordinating Committee members upon, at least, 30 days prior notice of the intention to do the same.
3. When a vacancy occurs on the Executive Committee, a Nominating Committee shall be formed to recommend candidates to the Southwest Project Grass Coordinating Committee. The recommendations may be made either at a meeting of the Nominating Committee or by mail canvass of the persons that comprise the Nominating Committee. The vacancy shall be filled from among the recommended candidates by majority vote of the remaining Southwest Project Grass Coordinating Committee members, or if no recommended candidate is approved, then the Southwest Project Grass Coordinating Committee members may nominate candidates for the vacancy, again subject to majority approval.
4. A quorum shall be a majority of the members of the Executive committee, which in this case is four (4) members. A quorum is needed to vote or take any action. The Chair shall conduct the meeting and maintain order.
5. Advisory Committee members. The Southwest Project Grass Coordinating Committee will appoint members to this Advisory Committee. Advisory Committee members will attend the Executive Committee meetings and may give advice and participate in discussion but do not have a vote. Advisory Committee members may be from sponsors who support Project Grass, members of various agencies, members from universities, or other people who support Project Grass.

## *Article VI. Conduct of Business*

1. A majority (greater than 50%) of the Membership Counties in “Good Standing” in attendance shall constitute a quorum at any meeting.
2. Meetings shall be held quarterly at a time and place agreed to by a majority of all Executive Committee members.

3. Meetings shall be conducted by the Chair, or in his absence, by the Vice Chair. Proper parliamentary procedure shall be followed.
4. Southwest Project Grass Coordinating Committee members must attend and vote at the meetings in person.
5. Southwest Project Grass Coordinating Committee meeting may be held via remote communications under extenuating circumstances. Extenuating Circumstances would be those instances where an in-person meeting cannot be held due to Government ordered shutdown, threat of serious disease spread, Natural disaster, etc.
6. Remote Communication meetings must be approved by a two-thirds (2/3) vote (or 5 members) of the Executive Committee.
7. Participation in a meeting held by remote communication shall constitute presence at the meeting for all purposes, including quorum and voting. Members shall receive at least five (5) working days advance notice of the change to a remote meeting and shall be provided instructions for participation and voting for such remote meeting.

## *Article VII. Officers*

The Southwest Project Grass Coordinating Committee shall, annually, in February elect the following officers to assist in the conduct of business:

1. Chair, who shall be responsible for conduct and proper parliamentary procedures of the meetings and shall execute all official correspondence of the organization. The Chair shall establish and maintain order and conduct business with courtesy and impartiality. The Chair should have a copy of the bylaws and an agenda prepared for every meeting.
2. Vice Chair, who shall fulfill the responsibilities of the Chair in his or her absence.
3. Secretary-Treasurer, who shall maintain minutes, accept and initiate correspondence and other duties normally performed by a secretary-treasurer.
4. The Chair may appoint an Assistant Treasurer from the County or organization that serves as the fiscal agent. Duties shall be to account for annually to the organization's members. The Assistant Treasurer shall have the duty to keep and maintain the financial records of the organization and collect, deposit, administer and expend the same as authorized, from time to time, by the members. Such appointment shall be approved by the Coordinating Committee.

## *Article VIII. Standing Committees*

The Southwest Project Grass Coordinating Committee has the right to form Standing Committees. The size and personnel associated with a Standing Committee is to be determined by the Southwest Project Grass Coordinating Committee. When a committee is formed their duties, objectives, goals, and responsibilities should be clearly stated and recorded by the Southwest Project Grass Coordinating Committee. The Nominating Committee is considered a Standing Committee.

## *Article IX. Representation on Cooperating Committees/Boards*

From time to time, Southwest Project Grass Coordinating Committee (SWPG) may be solicited or be interested in having representation on another organizations committee or board (Cooperative Committee). The Organization should have a similar purpose and related objectives to Southwest Project Grass. Nominations for SWPG to participate with a Cooperative Committee and Nominations for a SWPG representative to serve on a Cooperative Committee must come from a SWPG Grass Coordinating Committee member from a County in "Good Standing". The nominations will be brought to the full SWPG Coordinating Committee at a regularly scheduled meeting that consists of a quorum for the meeting. Approval for such representation will constitute a majority vote of the Counties in good standing at said meeting.

Appointments to a Cooperative Committee will be for 1 year. Appointments will be voted on at the first SWPG Committee meeting of each calendar year.

The SWPG Delegate will represent the interest of Southwest Project Grass when participating in the Cooperative Committee meeting.

The SWPG Delegate will provide a report at each Southwest Project Grass Coordinating Committee meeting of their Cooperative Committee meeting and any votes/actions that they participated in.

The SWPG Delegate will discuss any and all upcoming votes/actions for their Cooperative Committee at the SWPG meeting and ask the SWPG Coordinating Committee for its stance on the subject and vote/take action accordingly.

At any time, the SWPG appointee /representative and/or SWPG representation on a Cooperating Committee may be removed/rescinded by a majority vote at a regular SWPG Coordinating Committee meeting having a quorum. Removal/withdrawal will be approved with a majority vote of the SWPG Coordinating Committee Counties in good standing represented at the meeting.

## *Article X. Conflict of Interest*

Responsibilities of Executive Committee members shall be as defined in the Pennsylvania Ethics Act. Executive Committee members shall abstain from voting on any matter in which they are personally interested. Conflicts of interest shall be disclosed to the Executive Committee and notation of the same shall be made in the meeting minutes.

## *Article XI. Amendment of Bylaws*

The Bylaws may be amended by a majority vote of the Southwest Project Grass Coordinating Committee members in Good Standing. The proposed amendments are first presented in writing and discussed at an Executive Committee meeting. The Executive Committee shall then present the recommended change to the Southwest Project Grass Coordinating Committee for the final vote. The proposed amendments shall be presented to all Southwest Project Grass Coordinating Committee members at least one week prior to the final vote, with notice of the time and place of the meeting for the final consideration.

## *Article XII. Dissolution*

At such time as the Southwest Project Grass Coordinating Committee is dissolved, all unrestricted funds will be distributed evenly among Conservation Districts in good standing.

## *Article XIII. Certification of Bylaws*

  
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Chairman

2/9/2023  
Date

  
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Secretary/Treasurer

2/9/2023  
Date

Approved Revision: February 21, 2005  
Approved Revision: November 10, 2011  
Approved Revision: February 13, 2020  
Approved Revision: February 9, 2023