

# COASTAL ADVISORY COUNCIL

## Bylaws

Adopted October 21, 2003

*Amended August 30, 2006*

*Amended May 9, 2012*

*Amended May 6, 2015*

*Amended August 1, 2019*

*Amended October 26, 2022*

- I. Changes to these Bylaws: After at least 30 days in which members may review proposed changes, these Bylaws may be changed at a Regular meeting of the Coastal Advisory Council (“Council”) in which a Quorum is in attendance by a two-thirds majority vote of voting members present (excluding those present who abstain).
  - A. A slate of proposed changes is assembled by a Bylaws Revision Committee as instructed in the document entitled, “Coastal Advisory Council Policies and Procedures for Changing the Bylaws.”
  - B. Bylaws wording may be modified and additional changes considered during the formal discussion before the vote. However, when changes are proposed during discussion that seem significant, a motion may be made to postpone a vote to the next Regular meeting of the Council in order to extend the period available for member review of the proposed changes.
- II. Policies, Procedures, and Guidance Documents. Implementation of the Bylaws is done in part through written policies, procedures, and guidance documents. In some cases, the Bylaws reference specific documents. Other such documents may also be created by the Council. These documents shall be adopted and modified by a simple majority vote of the members present at a Regular meeting of the Council in which a Quorum is in attendance.
- III. Name and Objectives.
  - A. The name of the organization shall be the Coastal Advisory Council.
  - B. Objectives:
    1. The Coastal Advisory Council will provide advice to the staff of the Georgia Coastal Management Program in the development of programs and projects to guide the conservation and management of natural, cultural, and historic resources within the coastal area.
    2. The Coastal Advisory Council will serve to communicate issues and activities of the Georgia Coastal Management Program to individual constituencies and provide feedback to the Program to improve the use of information for coastal management.
    3. The Coastal Advisory Council will facilitate public understanding of the value and vulnerability of coastal natural resources and of the mission of the Georgia Coastal Management Program.

4. The Coastal Advisory Council will provide advice regarding theme setting for the annual Coastal Incentive Grant Program at the annual meeting.

#### IV. Membership

- A. The membership of the Coastal Advisory Council (“Council”) shall be so comprised as to ensure broad representation by coastal resource stakeholders. The Council shall consist of members from each of the following five “Affiliations”: Local Government (county/municipal governments within the 11-county coastal area), Scientific Research Organizations, Nongovernmental Environmental Organizations, State government/Regional commissions (other than the staff of the Coastal Resources Division of the Georgia Department of Natural Resources), and Citizens-At-Large.
- B. Council size and composition: The number of members should not exceed 20, nor be less than 10. No more than four members will be appointed from each Affiliation, nor less than two.
- C. Normal appointment procedure: Members of the Council are appointed by the Commissioner of the Georgia Department of Natural Resources (“Commissioner”). The Executive Committee of the Council may provide a slate of Nominees to the Commissioner (See Article VI.A.3 below).
- D. Normal Term of Appointment: The Commissioner shall appoint the membership of the Coastal Advisory Council for a term not to extend beyond the term of the Governor at the time of the appointment.
- E. New Members of the Coastal Advisory Council shall receive an orientation packet provided by the Georgia Coastal Management Program staff.
- F. Failure to attend Council meetings: Any member who misses three consecutive meetings will be deemed to have resigned from the Council and will be replaced.
- G. Replacement of members who resign before the end of their term: Any member deemed to have resigned their appointment shall be replaced according to the normal appointment process. Replacements are appointed to serve out the term of the resigned member and should represent the same Affiliation of membership as the resigned member.
- H. If the Affiliation of a member changes during their normal term of appointment, they may complete their term with written approval to continue representing their original organization, or resign and be replaced (Article IV.G).

#### V. Officers and Duties

- A. The officers of the Coastal Advisory Council shall consist of the Chairperson and Chairperson-Elect, who will each serve a two-year term and be elected by the Coastal Advisory Council at a Regular or Special meeting of the Council. The Chairperson-Elect shall succeed the Chairperson upon completion of their term of office.

- B. The Chairperson shall preside at all meetings, shall represent and speak on behalf of the Coastal Advisory Council in all matters, and shall be authorized to make such appointments to the committees and subcommittees as established by the Council.
- C. The Chairperson-Elect shall assume the duties and responsibilities of the Chairperson in the absence of the Chairperson.
- D. In the event the Chairperson is unable to complete their term, the Chairperson-Elect shall become the Chairperson for the remainder of that term (plus the subsequent term as intended). The Officer Nominating Committee shall nominate a candidate for the election of a successor to the Chairperson-Elect (see Article VI.B.1 below) for the remainder of the vacated term plus the subsequent term.

## VI. Committees

- A. Executive Committee: Council Chairperson, Chairperson-Elect, Immediate Past Chairperson, and two or three additional members chosen by the Chairperson as necessary to ensure one representative from each Affiliation who will serve for the term of the Chairperson. Duties of the Executive Committee include:
  - 1. Develop the agenda for upcoming meetings of the Council.
  - 2. Coordinate ways and means for integrating issues facing the Georgia Coastal Management Program with the business of the Council.
  - 3. Develop a slate of nominees for Members of the Council to be forwarded to the Commissioner of DNR for consideration, by following the document entitled, "Coastal Advisory Council Policies and Procedures for Nominating Council Members."
- B. Officer Nominating Committee: Council Chairperson, Immediate Past Chairperson, and the Director of the Coastal Resources Division of Georgia DNR. Duties of the Officer Nominating Committee:
  - 1. Develop a slate of nominees for Officers of the Council to be provided to the Council Members for consideration. Additional nominations may also be made from the floor. Nominees shall represent different Affiliations and reside in different counties. They must have served as a Council member for at least one year prior to election.
- C. *Ad hoc* Committees: The chair shall be authorized to appoint *ad hoc* committees as necessary to perform other duties and functions. The composition of certain *ad hoc* committees may be specified in guidance, policies, or procedures documents. A Bylaws Revision Committee is one such example.

VII. Staff: The Coastal Management Section of the Georgia Department of Natural Resources' Coastal Resources Division will serve as staff to the Council and provide technical and administrative services as required. Duties of the Staff include:

- A. Suggest speakers, topics, updates, and other subject matter for the Council Agenda.

- B. Provide logistical support for meetings, notify Council Members, choose meeting venues, set up conference calls, coordinate with Council Officers, and schedule guest speakers.
- C. Prepare and archive a Meeting Summary for each Regular and Special meeting of the Council, and provide each Meeting Summary to Council members, Coastal Resources Division leadership, and the Commissioner of Georgia DNR.
- D. Record and archive a sign-in sheet for all members, staff, and guests attending each Regular and Special meeting of the Council. Keep and archive records of motions and votes, bylaws, and Council-approved documents of guidance, policies, and procedures.
- E. Elevate important issues raised by the Council to the attention of the Coastal Resources Division leadership and the Commissioner of Georgia DNR as appropriate.

#### VIII. Meetings

- A. All Regular meetings and Special called meetings of the Council are open to the public and all interested persons are invited to attend. The Council may provide opportunities for public input during meetings, but only Council members may vote.
- B. The current revised edition of Robert's Rules of Order shall guide meeting procedures and all business.
- C. A "Quorum" shall consist of at least 50% of the Council membership plus 1 member.
- D. Attendance in person is expected so that Council members benefit from all forms of communication, including verbal and visual communication, during discussion of important matters.
- E. The Council will hold no more than four Regular meetings per calendar year. One Regular meeting shall include the presentation of an Annual Report by staff.
- F. Special meetings may be called by the Chairperson; or at the request of any three members; or at the request of the Director of Coastal Resources.
- G. The Chairperson must announce Regular and Special meetings by e-mail to all members not less than two weeks in advance of the planned meeting, listing the time, location, and proposed agenda. This announcement may be managed by Staff on behalf of the Chairperson.
- H. Agenda Items: Members may submit agenda items directly to the Chairperson, or through Staff for consideration at the meeting. Agenda items must be submitted at least five workdays in advance of mailing the meeting notice.
- I. Remote Attendance during Public Emergencies: In-person attendance expected in Article VIII.D notwithstanding, remote attendance by live video link is allowed with full voting rights for Council members during times of declared public emergencies in which a government agency officially mandates against in-person gatherings or at the discretion of the GCMP.

IX. Voting: No vote is binding unless made with a Quorum present at a Regular or a Special meeting of the Council, or is made under the special circumstances in which the Electronic Voting bylaws are followed (see Article IX.C). With a Quorum in attendance, motions pass with a simple majority vote of the members present, except on bylaws changes, which require a two-thirds vote of the members present (see Article I. Changes to these Bylaws).

A. A simple majority is defined as more than half of those with voting privileges, excluding those who are absent or abstain.

B. The Chairperson must ensure with the help of Staff the proper recording of the vote.

C. Electronic Voting outside of Regular or Special meetings:

1. Under certain special circumstances in which timely results of a vote are imperative before a meeting can be convened (see Article VIII.G), electronic voting may be used at the Chairperson's discretion. Guidance for Electronic Voting is provided in the document entitled, "Coastal Advisory Council Guidance for Chairpersons."
2. Bylaws cannot be changed by electronic voting done under the circumstances required by Article IX.C.1.
3. Motions presented for electronic voting must be resolvable by a Yes or No majority vote.
4. Motions deemed appropriate for electronic voting by the Chairperson will be presented by email to all Council members, Staff, and the Director of Coastal Resources at least one week (7 days), but not more than two weeks (14 days) before the voting deadline established by the Chairperson.
5. Electronic Voting Quorum: For motions where electronic voting is allowed, a participatory response by electronic means of 50% of the Council membership plus 1 additional Council member shall establish an Electronic Voting Quorum. An electronic voting participant is one who votes "Yes", votes "No", or states an abstention on or before the established voting deadline set by the Chairperson (Article IX.C.5). Members giving no response by the deadline are not counted in the Electronic Voting Quorum.
6. Discussion of motions: Once a motion is presented and a voting deadline established, the Chairperson must arrange at least one opportunity for group discussion by the Council members, which may be attended by any and all means: in-person, or remotely by video or audio link.
7. Attendance at the group discussion is not required for a Council member to cast an electronic vote under the rules presented in Article IX.C.
8. Motions pass by a simple majority among Electronic Voting participants as long as an Electronic Voting Quorum exists (see Article IX.C.6).

9. At the conclusion of electronic voting, the Council Chairperson shall immediately tabulate the vote in a manner that shows how each Council member voted.
  - a) The Council Chairperson shall share the vote tabulation with all Council members, Staff, and the Director of Coastal Resources.
  - b) Within seven days after the electronic voting deadline, the Council Chairperson shall prepare a written Summary of Discussion of the motion or motions. The Chairperson shall share this summary by email with all Council members, Staff, and the Director of Coastal Resources.
  - c) On the agenda of the next Regular or Special meeting of the Council the Chairperson shall include a verbal account of any issues and votes resolved by Electronic Voting since the last Council meeting.