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**Duval Soil and Water Conservation District**

**260 US Hwy 301 N., Baldwin, FL 32234**

[**www.duvalsoilandwater.com**](http://www.duvalsoilandwater.com)

**By-Laws**

*A Duval County supplement to the*

*Soil and Water Conservation District Supervisor Handbook*

The Duval Soil and Water Conservation District is dedicated to the conservation and wise use of Duval County’s natural resources.

The By-Laws of the Duval Soil and Water Conservation District (“District”) shall conform to the provisions of Chapter 582, Florida Statutes (2015) and all applicable provisions of federal, state and local law. Board members should refer to the Soil and Water Conservation District Supervisor Handbook (“Supervisor Handbook”), issued by the Florida Department of Agriculture & Consumer Sciences, which further elaborates upon the rights, duties and responsibilities of the District.

The District may establish additional rules of its own not specifically covered by the language of the Supervisor Handbook, but shall not contradict or supersede any applicable local, state and federal laws.

1. **Supervisors**
	1. Supervisors shall be duly elected by the citizens of Duval County, Florida.  All members serve in the District as private citizens only and shall not represent the interests of any organization with which the Supervisors is affiliated.
	2. Any Supervisors participating in the District's consideration of a matter in which the Supervisors has a conflict of interest shall state the nature of the conflict of interest in speaking to the issue and shall not vote on such matter, but shall be recorded on the vote tally as present and not voting.
	3. Any Supervisors appearing before a governmental body or making a public statement which conflicts in any respect with positions adopted by the District must clearly state that his/her statement is a personal position.  No Supervisors shall represent the District's position before any governmental agency, department or authority unless specifically authorized to do so by the Chairperson.
	4. Any Supervisors appearing, in their official capacity, before a non-governmental gathering of individuals shall provide notice to other Supervisors at least forty-eight (48) hours in advance of the appearance.
	5. Supervisors are expected to regularly attend all Duval Soil & Water Conservation District’s meetings and all committee/subcommittee meetings to which they are appointed as members. A Supervisor shall be deemed present at a meeting if he/she is present for substantially all of the meeting as determined by the committee chair.
	6. If a Supervisor is absent from three (3) or more consecutive Full Board meetings or more than five (5) of the District’s Full Board meetings in a calendar year, the remaining Supervisors may vote to send correspondence to the Supervisor advising the Supervisor of his/her substantial lack of attendance.  If the Supervisor continues to be absent from six of the twelve regularly scheduled Full Board monthly meetings in a calendar year, the Chairperson may propose a resolution seeking the resignation of the absent Supervisor and/or for a petition for the removal of the Supervisor by the Governor as set forth in the Soil & Water Conservation District Supervisor Handbook, issued by the Florida Department of Agriculture & Consumer Sciences.
	7. The Governor may remove a Supervisor from office, for neglect of duty or malfeasance in office, but for no other reason.
	8. A Supervisor can resign his or her office by sending a letter of resignation (addressed to the Governor of the State of Florida) to the chairman of the Board of Supervisors of the District. Copies of the letter should also be sent to the local Supervisor of Elections and the Florida Department of Agriculture and Consumer Services, Office of Agricultural Water Policy. The date on the letter is the effective resignation date.
2. **Affiliate Board Membership**
	1. Supervisors may appoint no more than five (5) members of the general public to maintain membership as non-voting members of the District.
	2. Affiliate Board Member nominees must be confirmed by a two-thirds vote of the Supervisors.
	3. Affiliate Board Members serve a two-year term at which time they may seek reappointment.
	4. As volunteers of the District, without authority over District programs, Affiliate Members (and their business interests) retain the right to enter into contracts with the District on projects for which funding was derived from grant awards only if the contract brings a clear and distinct benefit to District operations.
	5. At no time should an Affiliate Member speak on behalf of the District without board knowledge or approval.
3. **District Aid**
	1. Supervisors may appoint 1 member of the general public as a District Aid.
	2. District Aid nominees must be confirmed by a two-thirds vote of the Supervisors.
	3. District Aids serve a one-year term at which time they may seek reappointment.
	4. As a volunteer of the District, without authority over District programs, the District Aid (and his/her business interests) retain the right to enter into contracts with the District on projects for which funding was derived from grant awards only if the contract brings a clear and distinct benefit to District operations.
	5. At no time should a District Aid speak on behalf of the District without board knowledge or approval.
4. **Meetings**
	1. There must be at least ten (10) District meetings annually at such time and place as shall be designated by the Board Chairperson in the written notice of the meeting sent to the Supervisors. These meetings are called “Full Board” meetings.
	2. A majority of the elected Supervisors shall constitute a quorum.
	3. There may be special and emergency District meetings as required.
	4. A special meeting is a Full Board meeting other than the regular monthly meeting.  A special meeting shall be called by the Board Chairperson
		1. at the Board Chairperson's own volition;
		2. Upon written request of at least 1/3 of Supervisors presented to the Board Chairperson.
	5. A special meeting or subcommittee meeting shall be called upon with no less than one week's written notice.  The notice shall specify the purpose of the meeting.  Special meetings shall be governed by the same procedures as regular Board meetings.
		1. Current Sub Committees include:
			1. Events Subcommittee
				1. Helps to plan special events like Area II Annual Meeting and annual District Anniversary event
				2. Helps plan the Speech Contest, Poster Contest, Land Judging
			2. Plan of Operations Subcommittee
				1. Meets monthly meets on the first Wednesday of each month at the same time and location as regular monthly meetings
				2. Works on specific operational work within the Districts overall plan
			3. By-Laws Task Force
				1. Meets in order to discuss and approve potential amendments to the Districts By-Laws
			4. Envirothon Subcommittee
				1. Meets to plan the Envirothon
	6. An emergency meeting of the Full Board shall be called by the Board Chairperson in circumstances where a failure to act or make a decision immediately would result in irreparable harm or a missed opportunity.  At least two days' notice must be given of the meeting setting forth the purpose of the meeting.  Notice of an emergency meeting may be given by telephone. Emergency meetings shall be governed by the same procedures as regular Full Board meetings.
	7. Agenda
		1. The Chairperson shall have the power to set the agenda for each meeting of the District.
		2. Agenda items to be discussed can be added via motion and vote from a majority of Supervisors at any regular meeting for the next month’s agenda.
	8. Voting
		1. All final decisions on District issues require a roll call or written vote of the Full Board.
		2. The Secretary or designee shall record votes in favor, against, abstentions and Board Members present but not voting because of a conflict of interest.
		3. Board Members must vote in person or by electronic means (See III.I.). No proxies are permitted.
		4. No vote may be taken at Full Board unless a quorum is present.
		5. A motion will pass if a majority of the Board Members present vote in favor of the motion.
		6. A vote made during a subcommittee meeting require a majority of Supervisors present.
	9. The use of electronic conferencing for meeting attendance and voting requirements is permissible at the discretion of the Committee Chair. All Supervisors attending meetings by electronic conferencing shall be entitled to vote as if they were personally and physically present at the meeting site, but their votes shall be recorded by the Secretary as done by electronic attendance. A Supervisor who attends a meeting by video or audio conference must provide notice to the Committee Chair at least 24 hours prior to the meeting unless such advanced notice is impractical. A Supervisor may attend a meeting through electronic conferencing if his or her physical presence at the meeting is prevented due to i) personal illness or disability; ii) employment purposes or the business of the Board; or (iii) a family or other emergency. Participation by electronic means is permitted when a suitable transmission system (e.g. a speakerphone) is available in order that the public audience and members will be able to hear any input, vote or discussion of the conference and that the member attending by electronic means shall have a similar capability of hearing such input, vote or discussion. In the event of a Local, State or National emergency, meetings may be held virtually by electronic conferencing if public participation is possible.
5. **Officers**
	1. The officers of the District shall be Chairperson, Vice-Chairperson, Treasurer and Secretary.  Each officer shall perform such duties as are incidental to the office in accordance with generally accepted rules of parliamentary procedure.
	2. At the first meeting following the election of supervisors, the district governing body elects its chairperson, vice-chairperson, treasurer and secretary. The chairperson may appoint a public information representative and/or a historian. Any elected supervisor can be an officer.
	3. Each January, current Supervisors, at their discretion, may open the floor for nominations for new position. Only Supervisors may hold positions; Affiliate Members or volunteers may not.
	4. The duties of all officers are outlined more fully in the Soil & Water Conservation District Supervisor Handbook, issued by the Florida Department of Agriculture & Consumer Sciences. The position descriptions below are more specific to Duval County.

**Duties of the Chairperson**

* Board meetings:
	+ Establish a regular meeting date; call special/emergency meetings when necessary.
	+ Plan the order of business or agenda.
	+ Distribute a draft agenda a minimum of 7 days before each Full Board meeting.
	+ Extend invitations to individuals who should attend meetings and take part in discussions.
	+ Ensure that a quorum is present at each meeting.
	+ Preside at all meetings or arrange for the vice-chairperson to preside; call the meeting to order on time, announce the order of business, distribute a typed agenda, and recognize visitors and others present; handle discussions in an orderly manner.
	+ Appoint committees, assign their responsibilities, and collect reports when due.
		- Ensure that all supervisors are properly informed and understand their duties.
		- Review the objectives of the District Plan of Operations on a regular basis to ensure fulfillment.

**Duties of the Vice Chairperson**

* Officiate in the absence of the chairperson; assume other duties at the chairperson’s request.
* Consult with and advise the chairperson on matters of program and policy.
* Mentor new supervisors and board members and conduct a New Supervisor Orientation in the first quarter of new terms.
* Succeed the chairperson in the event of resignation or other conditions precluding the continued tenure until the board is reorganized.
* Fulfill the duties of the Public Relations Representative, if that position is unfilled.

**Duties of the Secretary**

* Board Meetings:
	+ Notify board members, agency partners, members of the press, and the general public of each meeting via public notice a minimum of 7 days before each meeting for Full Board meetings and all Subcommittee meetings.
	+ Take Full Board meeting minutes. The minutes should include the following information:
		- Type of meeting (Full Board, Subcommittee, or Special/Emergency)
		- Name of presiding officer, date, hour, and place;
		- Attendance (supervisors, agency representatives, guests). Supervisors not in attendance should also be listed;
		- Official business;
		- Reports made at meetings. (Reports may be summarized – ask agency representatives and committees to provide written reports when necessary);
		- All motions, indicating the person making the motion, seconding the motion, and the action that was taken on the motion;
		- Start and Stop time;
		- Important statements made, even though action was not taken.
* Ensure that the meeting minutes are printed and distributed each month at the monthly meeting.
* Keep record of all committees.
* Keep NRCS, FDACS/OAWP, the AFCD, and the local Supervisor of Elections informed concerning board membership by furnishing copies of letters of appointments and resignations, as well as names of SWCD officers and address changes.

**Duties of the Treasurer**

* The District Treasurer is responsible for maintaining an accurate account of the financial transactions of the district.
* The treasurer is responsible for paying all checks for activities of the District or for reimbursement, after majority approval by vote from the Full Board.
* Maintain minimum required amount in our bank account in order to avoid fees.
* Avoid banking and other service fees through diligent monitoring of all expenses. Any fees charged to the District should be explained at the next Full Board meeting and measures taken to immediately avoid future fees.
* Prepare and maintain district budget for the operating year, including bringing attention to unapproved or unfunded activities, or approved and not yet expended activities.
* Work to raise money for the financial well-being of the District.
* Prepare a monthly financial report for the board including our monthly Bank Statements. Ensure copies of the Bank Statements are made available to the entire board electronically each month.
* Maintain complete and accurate records of receipts and expenditures.
* Arrange for an annual audit of receipts and disbursements in accordance with Chapter 218.32, F.S., “Annual Financial Report,” and Chapter 11.45, F.S., “Audit.” The Annual Financial Report and the Audit are to be submitted online in June of each year, with an October deadline.
* As Treasurer, you monitor our financial expenses. You are not responsible for the financial status of the District or held personally financially responsible for any District activities.
* Ensure that those authorized to sign checks and/or purchase equipment, services, and supplies with the SWCD monies are bonded (See FL Handbook p.14).
* Ensure all affiliated organizational membership dues/fees are paid on or before due date.

**Duties of the Community Liaison (Optional Position)**

* Coordinate with all local newspapers, radio, and television stations so that activities are sufficiently publicized.
* Submit news items (include photographs when appropriate) of general interest concerning the district activities to the Office of Agricultural Water Policy for possible use in statewide publications.

**Duties of the Historian (Optional Position)**

* Develop and maintain a record of the District’s activities.
* Photograph events and provide photos electronically to Board members for website and Facebook.
	1. Term Limits
		1. No person may serve as Chairperson for more than two consecutive one-year terms.
	2. Resignations/Removal from Office/Appointments
		1. The process for Resignation from office is clearly laid out in the Supervisor Handbook.
		2. The cause for Removal of Office states “The Governor may remove a supervisor from office, for neglect of duty or malfeasance in office, but for no other reason.”
			1. For purposes of this board, neglect is defined by not meeting the requirements for attendance as outlines in Section I and by not adhering to any of the policies governed within the Districts By-Laws.
1. **District Representation**
	1. When a Supervisor is recognized publicly as a representative of the District, the Supervisor should inform the remaining Supervisors, either at the next Full Board meeting or through written notice of such representation.
	2. If a Supervisor knows beforehand that they are to be introduced in the capacity of a District elected official, they should inform the remaining Supervisors before the event if possible.
	3. The intent of such a policy is for unity within the diversified activities of Supervisors and to maintain a general knowledge of the actions and messaging of the District.
2. **Definitions**
	1. "Board" or “District” refers to the full Duval Soil & Water Conservation District which meets on a regular basis, as specified in these By-Laws.
	2. "Quorum" means more than half of the committee or Board
	3. "Days" shall mean calendar days unless otherwise specified.
3. **Notices**
	1. Any notice required by these By-laws may be sent by email or regular mail to the addresses on file with the District except as otherwise provided in these By-laws.
4. **Amendments**
	1. The By-laws may be amended by a majority vote of the Board Members present and entitled to vote at any Full Board meeting.
	2. A copy of the proposed amendment shall be sent by email or regular mail to all Board Members at least thirty (30) days prior to the vote to amend.
	3. A copy of the proposed amendment shall be referred to a By-Laws Task Force established to review and approve the proposed amendment in advance of distribution of the proposed amendment to the Board Members.
5. **Indemnification**
	1. The Board shall, to the fullest extent of the law indemnify all supervisor, employees and officers against any claim raised against that director, employee or officer while acting in their official Board capacity.

***Duval Soil and Water Conservation District***

*The Duval Soil and Water Conservation District was created in September of 1955 under the authority created by the Soil Conservation Act, passed by Florida Legislature in 1937. The Duval SWCD was organized by concerned citizens of Duval County to help landowners and users to conserve land, water, forests, wildlife and related natural resources.*

*Our mission is to deliver natural resources conservation technology and education to local landowners and users and to promote the wise use of land and best management practices that will conserve, improve and sustain the natural resources of Duval County.*

**Acronyms**

DSWCD Duval Soil and Water Conservation District (Special District)

NRCS Natural Resources Conservation Service (Federal Agency)

FDACS Florida Department of Agriculture and Consumer Services (State Agency)

OAWP Office of Agricultural Water Policy (Division of FDACS)

AFCD Association of Florida Conservation Districts (State Association)

NACD National Association of Conservation Districts (National Association)