

BYLAWS
Of the
PARTNERSHIP FOR FOOD PROTECTION

Partnership for Food Protection (PFP)

Bylaws

Effective April 2021



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**Article I
Name**

The name of this organization shall be the Partnership for Food Protection, hereinafter referred to as PFP.

**Article II
Object**

The purpose of this partnership is to encourage development of an integrated food safety system that will improve industry compliance, avoid duplication of effort, drive efficiencies, and prevent or reduce human and animal foodborne illness outbreaks.

**Article III
Members**

Section 1. PFP shall have the following workgroup membership classification:

- A. Standing Member: A person with professional experience in the workgroup subject matter in which they are involved. They are nonvoting participants who are invited to attend meetings scheduled by the workgroup leadership and are available to provide any feedback, insight or guidance and to assist with workgroup activities. Retirees with knowledge in the subject matter of one or more workgroups are eligible to join at the discretion of the workgroup co-chair(s).

Section 2. Dues: PFP does not collect dues for membership or participation.

Section 3. Becoming a Member: Interested persons in joining a workgroup may indicate their interest by contacting the PFP in writing, including the name of the workgroup they are interested in joining, along with background information in relation to the workgroup subject matter. Workgroup leadership made aware of any interested person may also personally invite any persons fulfilling the same criteria as above including background.

Section 4. Resignation: A member may resign at any time in writing. Alternately, vacating one's professional position without providing notice to the Governing Council, workgroup co-chairs, or project managers as evidenced by the vacating member's professional email address being inactive without new contact information will be accepted as the member's resignation. Members who vacate their professional position will no longer to be eligible to participate as a member of the PFP, until joining an appropriate federal, state, local public health organization or association as an employee.

Section 5. Reinstatement: Members may follow the procedures as Section 3 above.

Section 6. Special Assessments: The Governing Council shall have the authority to create special assessments of the membership. These may include membership audits, special reports, promotional efforts among others. The vote required for such assessment shall be three-fourths of the entire Governing Council.

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Article IV
Officers

Section 1. The PFP Officers will consist of the following:

a. Chairpersons: the chairpersons of the Governing Council shall consist of two individuals who represent one current FDA senior level manager and one state, local, or association employee, both with senior level status and operational and/or budgetary decision-making authority within their organization. They each will be referred to as “co-chair” and will have voting rights. Vacancies will be filled from current Governing Council members.

b. Governing Council Members: Governing Council members shall contain FDA, state, local, and association representatives with decision-making authority and who are senior leaders within their organization. They shall have voting rights on Governing Council matters. They will be actively engaged as a representative of one or more workgroups in order to provide guidance and insight.

i. Association Members: There shall be up to two active association representatives participating in the PFP with voting rights. They should be senior leaders with decision-making authorities within their organization.

Governing Council Membership
FDA – Office of Partnerships
FDA - Assistant Commissioner for Human and Animal Food Operations (ACHAFO)
FDA – Center for Veterinary Medicine (CVM)
FDA – Office of Food Policy and Response
FDA – Center for Food Safety and Applied Nutrition (CFSAN)
Local Representative (Environmental Health or Food Safety)
State Health Representative
State Agriculture Representative (Food Safety)
State Agriculture Representative (Lab Safety)
State Agriculture Representative (Feed Safety)
At Large State/Local Representative
At Large State/Local Representative
Association Representative
Association Representative
CDC – Food Safety Liaison to FDA representative (voting)
USDA – Food Safety and Inspection Service (FSIS) representatives (voting)
At Large Federal Representative
Technical Advisor for Integration (non-voting)
Technical Advisor for Federal and State Engagement (non-voting)

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c. Workgroup Co-Chairs – Each workgroup shall have two or more co-chairs appointed by the Governing Council to lead the workgroup meetings and activities. The co-chairs shall consist of at least one FDA and one non-FDA member.

d. Technical Advisors: There shall be, at a minimum, two technical advisor roles.

1. Technical Advisor for Integration: This person shall provide guidance and insight to the Governing Council regarding the integration of the nation’s food safety system. This is a non-voting position.

2. Technical Advisor for Federal and State Engagement: this person shall provide guidance and insight to the Governing Council regarding federal and state engagement matters. This is a non-voting position.

e. Program Managers: The Governing Council Chairpersons shall appoint one lead program manager to the Governing Council and one program manager to each of the workgroups to manage the activities of the group and support the administrative needs of the co-chairs.

Section 2. Qualifications.

1. To be member of the Governing Council, the nominee must have a minimum of two years of regulatory and senior leadership experience with the federal, state, local, territorial, tribal agency or stakeholder association partner of which they will represent.
 - a. Association Members shall be current representatives or employees of a national association focused on the public health.
 - b. Technical Advisors shall be current public health representatives or employees with professional experience in regulatory integration or federal and state engagement.
2. To be a member of the office of Chairperson, the individual shall have been a member of PFP for at least two years and have served as a Governing Council member for at least one year.
3. To qualify for the office of workgroup Co-Chair, the individual should have been active in the subject matter of the workgroup for at least two years. They are not required to have been an existing member of PFP.

Terms of Office: Governing Council Co-chairs shall serve for 3-year terms. Term limits shall be a staggered eighteen months between co-chairs to avoid two concurrent vacancies. After their term, co-chairs may run again for re-election for the same role, but they may not vote for their own re-election. Co-chairs may suggest a nominee for co-chair that would replace them. The FDA co-chair term will begin in July. The Non-FDA co-chair term will begin eighteen months after the start of the FDA co-chair term.

Section 4. Duties of Officers: Governing Council members shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by PFP.

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Section 5. Nomination and Election of Governing Council members.

- A. Elections: Current Governing Council members will elect new Governing Council members.
- B. Nominations: Any current Governing Council member may nominate any interested person by submitting such name and a biography to the Governing Council Lead Program Manager.
- C. Consent of nominees: No name may be placed in nomination without the consent of the nominee.

Section 6. Vacancies.

- A. A vacancy in the office of chairperson or Governing Council member shall be filled by a majority vote of a quorum of the Governing Council.
- B. A vacancy in any other office shall be filled at the earliest opportunity by vote or by assignment of the co-chairs.
- C. In the event of a vacancy of a chairperson, prior to the completion of the member's full term, the Governing Council shall appoint a person to complete the remainder of the term. The appointee may have the option to serve an additional three-year term.
- D. Solving Ties: On the rare occasion of a tie, the co-chairs shall both agree on one candidate and break the tie.

Article V
Meetings

Section 1. Regular Meetings.

- 1. The regular meetings of the PFP Governing Council shall be held on the first Friday of each month, unless otherwise ordered by the Governing Council due to foreseeable interference due to holiday or widely attended conferences. These meetings will be rescheduled for the following or next available Friday. Any meeting scheduled during a federal government shutdown will not be held. There must be at least one chairperson present in order to hold the meeting.
- 2. Meetings of the PFP workgroups shall be held at the discretion of the workgroup co-chairs. Subgroup meetings may be held as appropriate with at least one co-chair in attendance.

Section 2. Special Meetings. Special Meetings may be called by the Governing Council, provided that notice shall be sent to the members at least two weeks prior to the date of the meeting when possible. Notices may be provided on the web site, via email or via phone and shall include the specific items of business to be considered at the meeting.

Section 3. Quorum. A quorum consists of at least two-thirds of the Governing Council members for voting purposes. Non-voting members do not count towards a quorum. There should be at least nine Governing Council members present for meetings that do not include a vote.

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**Article VI
Governing Council**

Section 1. Composition: The Governing Council shall consist of the chairpersons and board members. Other persons may be invited to attend the meetings in an advisory or support capacity at the discretion of the Governing Council.

1. Other regular attendees include the Governing Council and Workgroup Program Managers.
2. Guest speakers
3. Subject matter experts (SME) to speak on specific agenda topics.

Section 2. Duties and powers: The Governing Council shall be responsible for the operational management and the strategic direction of PFP. The Governing Council is responsible for conducting the business of the PFP except for responsibilities that are retained by the membership as provided in these bylaws. The chairpersons are responsible for the oversight and executive management of the PFP.

a. Voting Participants: Chairpersons, Governing Council Members

b. Nonvoting Participants: Technical Advisors, Project Managers, Other Guests

Governing Council members may send an alternate with appropriate experience with concerns of the representative community and knowledge of the activities of PFP in the event the member cannot attend. Alternates may not vote during the meeting unless the unavailable Governing Council member has pre-designated the alternate voting authority for the meeting in question. The pre-designation must be sent in writing to a chairperson prior to the meeting. Alternates shall count towards a quorum to hold a meeting.

Governing Council members who miss four consecutive meetings without notifying the Chairpersons prior to the meetings shall have their position vacated and be replaced.

Section 3: Administration of Meetings:

1. An agenda shall be sent out in advance of Governing Council Board meetings via email one week in advance when possible. If an agenda is not forwarded in advance, the meeting may still be held.
2. Meetings may be recorded unless otherwise specified; recordings and any contemporary notes will be saved and made available to the Governing Council.

**Article VII
Workgroups**

Section 1. Standing Workgroups: The Governing Council shall determine what workgroups will be established to conduct PFP objectives. The current workgroups are listed on the PFP website.

Section 2. Committees. Committees shall be appointed by a Chairperson as the organization or as the Governing Council deems necessary.

1. a. The Communications Committee shall provide oversight and management of the PFP website including updating the news posts, upload and display PFP workgroup products,

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respond to inquiries made through the website. The committee may also manage social media posts and activities, under the direction and oversight of the Governing Council.

**Article VIII
Parliamentary Authority**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern PFP in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order PFP may adopt.

Section 1: Making Formal Motions for Consideration of the Governing Council: All formal motions shall be made by a general announcement during a regularly scheduled or special meeting where there is a quorum of Governing Council members. Motions will pass with a majority vote. Voting may be conducted during the meeting or coordinated through email by the Governing Council Program Manager. The results of email votes will be reported at the next Governing Council meeting.

**Article IX
Amendment**

These bylaws may be amended by the Governing Council at any regular, annual, or special meeting of PFP by a two-thirds vote, provided that the amendment has been submitted in writing and distributed by email to the Governing Council at least one week prior to the meeting.