

BYLAWS OF THE  
SOUTH CAROLINA GOVERNOR'S COUNCIL ON PHYSICAL FITNESS

ARTICLE I MEMBERSHIP

- Section 1. Membership of the Council shall consist of 18 individuals who should be experienced or interested in the promotion of physical activity and healthy lifestyles IN CONGRUENCE WITH THE GCPF MISSION.
- a. Ten (10) members will be selected at-large by the Governor.
  - b. Two (2) representatives from the South Carolina Eat Smart, Move More Coalition (SCESMM) (whose goals are congruent with the mission of the Council) will be selected from and by the SCESMM Leadership Council.
  - c. SIX (6) Members at-Large will represent other organizations not affiliated with the South Carolina Eat Smart, Move More Coalition but whose primary goals are congruent with the mission of the Council. These At-Large members will be selected by the ten (10) appointed members and the Two(2) elected SCESMM representatives.
- Section 2. Terms of office are specified for each type of membership.
- a. The ten (10) Governor appointed members serves at the pleasure of the Governor until replaced.
    1. It will be recommended to the Governor that one of the ten appointees be a member of the legislature.
  - b. Representative(s) shall be selected from within each of the following membership categories: individual, business and organization.
  - c. The At-Large members will serve terms of four (4) years or less so that the terms will correspond to the Governor appointed terms.
    1. These members may be re-elected.
- Section 3. New member orientations should be conducted on one day approximately one week before the first meeting after all of the new members are officially appointed by the Governor.
- a. The orientation materials will be provided in the form of written materials contained in a notebook.
  - b. A new member orientation meeting will be held after the governor appointments have been made and at any other time when there are sufficient new members to deem a meeting feasible.
  - c. A meeting will be scheduled at a time most new members and council members with specific responsibilities can attend.
  - d. A copy of the New Member Orientation meeting agenda will be filed with the official minutes of the Council meeting following the orientation meeting.
  - e. A copy of the New Member Orientation notebook will be kept in the office of the Executive Director.
- Section 4. Membership may be withdrawn upon written notification to the Chairperson.
- Section 5. Attendance is expected of each Council member at each Council meeting.
- a. In the event that a member needs to be absent, he/she must inform the Chair and/or the Executive Director, and have someone there as proxy so that a quorum can be maintained for business to be conducted. (See proxy requirements under

ARTICLE VI CONDUCT OF BUSINESS.)

- b. In the case of a member absence from more than two (2) regular Council meetings in a one-year period, the Council Chair will contact the member and, if necessary, follow up with a letter to that member to determine his/her commitment to the Council. This will determine whether the member will remain on the Council or be replaced. In the case of a South Carolina Eat Smart, Move More Coalition member, the Executive Director of SCESMM will be asked to contact the member to determine his/her commitment to the Council.
- c. In the case of a member absence from more than two (2) regular Council committee meetings in a one-year period, the Council Chair will contact the member and, if necessary, follow up with a letter to that member to determine his/her commitment to the Council. This will determine whether the member will remain on the Council or be replaced. This is in addition to the 2 regular Council meetings mentioned in Section 5 b.

ARTICLE II MEETINGS

Section 1. Meetings of the Governor's Council will be held as follows:

- a. Regular meeting of the Council shall be held no more than quarterly. They will ordinarily take place the second Wednesday of the month in January, April, July, and October.
- b. The Executive Committee will meet every two months or as needed.
- c. The Annual meeting will take place in October at the regularly scheduled quarterly meeting.
- d. Special meetings may be called by the Chair with one week's notice.

Section 2. Committee meetings will be arranged by committee members.

ARTICLE III OFFICERS

Section 1. The Officers of the Council shall be a Chair, Vice-chair, and Treasurer. The Chair will be appointed and serve at the pleasure of the Governor. The Vice-chair and the Treasurer will be elected by the Council at the annual meeting which is held in October. The Vice-chair and the Treasurer shall hold office until the end of their term or until a qualified successor shall be elected, unless the officer resigns, is removed, or otherwise disqualified before the end of the term.

Section 2. The duties of the Chair shall be:

- a. To carry out the purposes and functions of the Council;
- b. To act as head of the Council;
- c. To preside at Council meetings;
- d. To appoint ad hoc committees as needed;
- e. To refer issues to committees;
- f. To serve as an ex-officio member of all committees;
- g. To address member attendance issues
- h. To work with the Executive Director in conducting the business of the Council;
- i. To work with the Executive Director in the preparation of the annual report for

- the Governor; and
- j. To represent the Council when necessary.

- Section 3. The duties of the Vice-chair shall be:
- a. To perform the duties as above in the absence of the Chair and
  - b. To assist the Chair and Executive Director in the business, programs, and activities of the Council.

- Section 4. The duties of the Treasurer shall be:
- a. To receive funds;
  - b. To prepare and present financial reports to the Council at quarterly meetings;
  - c. To work with the fiscal agent for the Council; and
  - d. To disburse funds under the direction of the Executive Director.

#### ARTICLE IV STAFF

- Section 1. The Executive Director will be assigned by the state health commissioner or his/her designee and will be housed in the Department of Health and Environmental Control (DHEC).

- Section 2. The duties of the Executive Director will be:
- a. To assist the Chair in developing and disbursing the agenda for Council meetings;
  - b. To complete the minutes and maintain attendance records for Council meetings;
  - c. To assist the Chair in conducting the business of the Council;
  - d. To assist the Treasurer in disbursing funds of the Council;
  - e. To maintain the official records of the Council;
  - f. To serve as editor of the Fitness Connection; and
  - g. To serve as an ex-officio member of all standing committees.

- Section 3. Additional staff for or ex-officio members of the Council may be appointed by DHEC or the Governor or may be requested by the Council.
- a. The Governor's office may appoint a staff liaison to serve as an ex-officio member of the Council.
  - b. A Fitness Ambassador may be appointed by the Governor to serve as an ex-officio member of the Council.
  - c. A graduate assistant may be obtained to assist the Executive Director and the Council with its business.

#### ARTICLE V COMMITTEES

- Section 1. There shall be an Executive Committee consisting of the Chairperson, the Vice-chairperson, and three (3) elected members. The elected members of the Executive Committee shall be elected yearly at the annual meeting, which is held in October. The Executive Committee shall determine administrative policies and manage the business of the Council. Vacancies on the Executive Committee shall be filled by appointment by

the Executive Committee, to serve until a special election can be held or the next regularly scheduled quarterly meeting, whichever comes first. The Executive Director of the Council shall serve on the Committee in an ex-officio capacity.

- Section 2. There shall be standing committees to perform continuing functions of the Council. They shall be governed by operating codes.
- a. The standing committees shall include: Awards, Budget, Bylaws, Media/Communications, Public Policy, Strategic Planning, and Events/Endorsements.
  - b. Council members will volunteer to serve on one or more committees during their entire term on the Council.

Section 3. Ad Hoc Committees may be appointed for specific duties by the President and/or at the direction of the Council. The committees will be discontinued when the assigned event/task is completed.

## ARTICLE VI CONDUCT OF BUSINESS

Section 1. The Council will meet quarterly to initiate and conduct business.

Section 2. All governor-appointed and elected members (18) of the Council are voting members. The Executive Director and any other staff or liaison appointments are non-voting members.

Section 3. The Chair will preside at all business meetings.

Section 4. A quorum must be present to conduct business. A quorum shall consist of one-half of the voting membership. When a Council member cannot attend a meeting, he/she should appoint an eligible proxy and inform the Chair and/or the Executive Director in writing (email or letter). In an emergency, a telephone call can be accepted.

- a. An eligible proxy has previously served on the Council, is in the organization or profession represented by the member, or has experience/interest in physical activity and healthy lifestyles.
- b. No Council member may vote as a proxy for an absent Council member.
- c. Non-voting members may not serve as proxies.
- d. A proxy may represent only one Council member at a meeting.
- e. No Council member may use a proxy more than twice in a year.
- f. A maximum of three proxies is allowed for any Council meeting.

Section 5. Any meeting where a quorum is not present will be conducted for information purposes only.

Section 6. A mail/email vote may be initiated by the Council or Chair between regular meetings when deemed expedient for the business of the Council.

- a. The Chair shall be responsible for conducting the mail voting procedures.
- b. The stipulated quorum must vote by the deadline. No votes will be accepted

- after the deadline.
- c. A majority of the votes cast must be affirmative for the issue to pass, providing the quorum (for an official meeting) of responses was met.
- d. All members will be informed of issues.

Section 7. The fiscal year shall be determined by the funding organization.

#### ARTICLE VII PARLIAMENTARY AUTHORITY

The Parliamentary authority shall be Robert's Rules of Order, as amended. The rules contained in Robert's Rules of Order shall govern the Council in all cases to which they are applicable, and in which they are not inconsistent with the constitution, bylaws, or the provisions of the Executive Order.

#### ARTICLE VIII AMENDMENTS

The bylaws may be amended by two-thirds vote of the Council voting members present at any of the general meetings of the Council, provided that a copy of the proposed amendment(s) shall have been sent to each member of the Council one month prior to the meeting at which the amendment will be presented and voted upon. Amendments shall not be in conflict with the Executive Order.

Approved: July 13, 2005