



Coffee Roasters Guild Bylaws

Updated June 2020

Coffee Roasters Guild (CRG) is a trade guild of the Specialty Coffee Association, consisting of coffee roasters and professionals dedicated to the craft of coffee roasting.

Article 1: Mission, Vision

- I. **Mission:** To inspire a diverse coffee roasting community through the development and promotion of the roasting profession.
- II. **Vision:** To be the most desired and thriving community of engaged members, attracting every coffee roaster worldwide.

Article 2: Membership

I. History

- A. The Coffee Roasters Guild (CRG) was formed in 2017 as a unified Guild of two heritage organizations: the Speciality Coffee Association of Europe's Roaster Guild of Europe (RGE) and the Specialty Coffee Association of America's Roasters Guild (RG). All members of RGE and RG will automatically become members of the CRG and will renew any membership as CRG membership to maintain active membership status.

II. Membership Criteria

- A. Membership is available to any individuals interested in advancing our mission to better coffee roasting.
- B. Membership is available through the CRG Individual Membership of the SCA or by assigning the Coffee Roasters Guild category to an individual as part of an SCA Business Membership.
- C. Membership in the CRG includes membership in SCA.

III. Membership Dues

- A. Membership fees are paid annually for a membership of one year following purchase date
- B. Membership can be renewed indefinitely

IV. Membership Benefits

- A. Benefits include exclusive, discounted, or otherwise specific access to events, education, research, sustainability strategies, networking, and other professional tools geared to our community realizing our vision.

V. General Membership Meetings

- A. A meeting of the general CRG shall be held annually at a time and place chosen by the CRG. The annual meeting may take place online or in person, or at a venue that offers both types of participation simultaneously as circumstances allow as decided by the CRG leadership

UK OFFICE
p +44 1245 426060

Oak Lodge
Leighams Road
Bicknacre
Chelmsford
Essex
CM3 4HF
United Kingdom

US OFFICE
p +1 562 624 4100

117 West 4th
Suite 300
Santa Ana
California
92701
United States

www.sca.coffee



council and a SCA representative.

Article 3: Leadership Council and Officers

I. Governance

- A.** The CRG is governed by a group of elected leaders, the CRG Leadership Council (“The Council” or CRGLC).
1. The CRGLC exists to facilitate ongoing delivery of member benefits and services specific to the Guild and as outlined in the SCA Strategic Plan.
 2. Council members add intellectual, political, and social value to new and ongoing initiatives of the SCA, CRG and the industry. The Council will provide SCA specialized expertise in its focused area through the contributions of knowledgeable, influential experts.
 3. The CRGLC is comprised of a collaborative team of 4 Officers and 8 CRG members-at-large.

II. General Responsibilities of the CRGLC

- A.** Assist SCA staff (Guilds Director) with developing strategic objectives on an annual basis, including recommendations for needed resources (e.g. budget).
- B.** Implement objectives and activities according to strategic plan
- C.** Report progress on ongoing initiatives to CRG members and to SCA
- D.** Seek to understand the needs of current members
- E.** Provide SCA staff with strategic input and direction on existing objectives throughout the year, adjusting them as necessary
- F.** Provide a direct link and feedback loop to the SCA Board of Directors via the CRG ex-officio seat on the SCA Board of Directors
1. The CRGLC may make recommendations to the SCA Board of Directors. Recommendations may be submitted to the Board via senior staff, or through CRG’s ex-officio seat on the Board. Under the SCA Bylaws, depending on the time of year, the ex-officio director will be either the current CRGLC Chair or CRGLC Immediate Past Chair.
 2. The CRGLC may also provide background information to the Board regarding specific issues or projects.
- G.** Conduct two in-person or virtual CRGLC meetings per year
- H.** Maintain communication through other virtual meetings as required (8-10 virtual meetings per year)
- I.** Promote a culture of transparency and responsiveness to communications via email or alternative online platforms

III. Meeting and Event Attendance Requirements

- A.** General current meeting and event attendance requirements and protocols are detailed in CRG Rules of Procedure.

IV. Working Groups

UK OFFICE
p +44 1245 426060

Oak Lodge
Leighams Road
Bicknacre
Chelmsford
Essex
CM3 4HF
United Kingdom

US OFFICE
p +1 562 624 4100

117 West 4th
Suite 300
Santa Ana
California
92701
United States



- A. Working Groups are formed to address key initiatives that serve the needs of our members. These are project focused and formed in response to the global needs of our organization and are aligned with SCA strategies, goals and projects.
- B. Working Groups are chaired by a member of the CRGLC and include additional CRG members. Committee sizes are variable at the discretion of each chair. CRGLC WG's may form sub-groups or temporary working groups or specific project groups as needed. The chair of each Working Group will report ongoing progress toward its goals at each CRGLC meeting. WG's may hold online or in-person meetings as needed.
- C. The CRG will place an emphasis on ED&I throughout all the WG to ensure alignment with the established SCA ED&I goals and commitments. A CRG LC member will be assigned to work with the SCA ED&I task force.
- D. WG leads may work with other CRG members at large to expand and engage our roasting community. for the advancement of the PWG goals
- E. Annually, an ad-hoc WG will be formed specifically to manage the nomination and CRG elections. (see VII Elections Section C).

V. CRGLC Officers (4) Terms, Duties, and Resignation

- A. Term: One year, starting February 1.
- B. Duties: All responsibilities outlined in above section 'II. General Responsibilities of the CRGLC' and below section VI. for CRGLC At-large members, as well as specific responsibilities per each Officer as follows
 - 1. Chair
 - a) Lead all CRGLC meetings
 - b) Lead the annual in-person or online CRG Membership meetings
 - c) May represent the CRG by attending and reporting at SCA Board meetings as an ex-officio member of the Board under the SCA Bylaws. The SCA Board follows a calendar (January to December) term and in the capacity of SCA Director only, the CRG Chair term follows SCA's calendar. In practice, this means that the subsequent SCA Board meetings would coincide with this individual's term as Immediate Past Chair. Please see section 4(a) below for additional detail
 - d) Represent the CRG to the larger SCA membership, the coffee industry and trade associations
 - e) As needed, create ad-hoc committees for important CRGLC work
 - 2. Vice Chair
 - a) Assist the Chair as needed and serve as acting Chair in his or her absence from a meeting or when required
 - b) Act as facilitator for collaboration and overall workflow of the standing CRG Committees, emphasizing oversight and reporting from each committee via each Committee Chair
 - 3. Second Vice Chair

UK OFFICE
p +44 1245 426060

Oak Lodge
Leighams Road
Bicknacre
Chelmsford
Essex
CM3 4HF
United Kingdom

US OFFICE
p +1 562 624 4100

117 West 4th
Suite 300
Santa Ana
California
92701
United States

www.sca.coffee

- a) Serve as the Chair of one of the standing CRG Working Groups Committees
- b) Assist the Vice Chair in facilitating collaboration and overall workflow of the standing CRG Working Groups
- c) Assist the Vice-Chair and Chair as needed

4. Immediate Past Chair

- a) Represent the CRG by attending and reporting at SCA Board meetings as an ex-officio member of the Board under the SCA Bylaws. Such term to follow the calendar year and not the CRG terms calendar. In practice, this means that the CRGLC Past Chair attend all SCA Board meetings in the calendar year following transfer of their role from Chair to Immediate Past Chair on February 1.
- b) Chair the ad-hoc Elections Committee and work with SCA staff to conduct annual elections.
- c) Past chair must meet all criteria for serving on the board and agree to meet the expectations for serving.
- d) If the past chair cannot, or does not want to fulfill the board duties, another CRGLC officer may take their place as the representative on the SCA Board.

C. Resignation of Officers

1. Election as a CRG officer is both an honor and a position of trust. It is anticipated that officers will not resign in the absence of changed circumstances that present major obstacles to their continued service. In such circumstances, officers may resign by giving written notice (electronic or otherwise) to all the other officers.
2. The remainder of the resigning officer's term can be filled by any of the following processes and following below guidelines:
 - a) Appointment of a current CRGLC member-at-large to complete the term.
 - b) By succession of remaining officers to fill Immediate Past Chair, Chair, and Vice Chair positions, and appointment of a new Second Vice Chair from the eligible CRG membership.
 - c) Leaving the position vacant for the remainder of the term.
 - d) Any of the above options may be selected by majority vote of the CRGLC at any regular or special CRGLC meeting.
 - e) If the Immediate Past Chair resigns mid-term, appointment of a replacement is restricted to any previous CRG Chairs that are CRG members.
 - f) Any member filling a vacant seat will hold it for the remainder of the term of the resigning officer.
 - g) If the CRGLC fails to fill a vacancy caused by a mid-term resignation, succession continues with the next election cycle and two posts are elected (Second Vice Chair and the additional vacancy) as described in section IX.B. The exception to this is if an Immediate Past Chair resigns mid-term.

VI. CRGLC At-large Members (8) Terms, Duties, and Resignations.

- A. Term: Two years, starting February 1.
- B. Duties:
 1. All responsibilities outlined in above section 'II. General Responsibilities of the CRGLC.
 2. At-large members are also required to serve as Chair or Vice-Chair of one of the CRG standing Committees (see section IV.A.). Committee assignments are determined by the incoming Chair after elections have concluded. Some committees will have a Chair only; these Committees have the option to fill a Vice- Chair position from the Guild membership or function with a Chair only.
- C. Resignation of CRGLC At-large Members
 1. Election to the CRGLC is both an honor and a position of trust. It is anticipated that CRGLC member will not resign from the CRGLC in the absence of changed circumstances that present major obstacles to their continued service. In such circumstances, they may resign by giving written notice (electronic or otherwise) to the Chair.
 2. The remainder of the term may be filled by appointment of an eligible CRG member.
 3. Appointment of a candidate to fill the vacancy is by majority vote of the CRGLC at any regular or special CRGLC meeting.
 4. The CRGLC may choose to leave a seat vacant for the remainder of the Term
 5. Any candidate filling a vacant seat is eligible to complete three additional terms according to the process outlined in section IX.

VII. Removal

- A. The CRGLC may by resolution declare vacant the office of an officer or other CRGLC member who has been declared of unsound mind by an order of court, or convicted of a felony, or has engaged in misconduct found by the CRGLC to bring the CRG into disrepute or to put the CRG or SCA into material risk of liability or criminal prosecution.
- B. The CRGLC may also by resolution declare vacant the office of a CRGLC member who fails to attend the minimum number of CRGLC meetings during any calendar year or otherwise materially fails to perform such person's CRGLC duties as described in the Rules of Procedure.
- C. Any CRGLC member who fails or ceases to meet any required qualification that was in effect at the beginning of that person's current term of office, may be removed by a majority vote of the CRGLC members who continue to meet all of the required qualifications.
- D. Before any removal described in this article, the subject member of the CRGLC shall be given at least 30 days' advance notice of the causes for such removal, stated in writing in reasonable detail and an opportunity to respond to the CRGLC in person, by electronic conference or conference call or in writing within 15 days after receiving such notice.

VIII. Working Group Responsibilities

- A. Requirements

1. Working Group Chairs may include first year CRGLC members.
2. There is no automatic succession from a Committee Vice Chair position to that same Working Group Chair position in subsequent years.
3. Assignments as Working Group Chair or Working Group Vice Chair positions are at the discretion of the CRG Chair

B. General Working Group Chair Responsibilities

1. Follow Working Group Specific Responsibilities as per CRG Rules of Procedure.
2. Direct Working Group strategy and collaborate with other Working Groups, and SCA Advisory Councils and staff according to available resources
3. Convene Working Group members and provide organized structure to their participation through clear task delegation, oversight, and support.
4. Organize the agenda for and conduct Working Group online meetings/ conference calls. Working Groups chairs have the discretion to set the frequency for their meetings, but are generally encouraged to convene monthly.
5. Report significant Working Group activity at CRGLC meetings and in-person informal meetings.
6. Manage Vice Chair responsibilities (if any) in the absence of a vice chair.

C. General Working Group Vice Chair Responsibilities (for Working Groups that have Vice Chairs)

1. Manage Working Group communications using current tools, systems, and protocols as detailed in CRG Rules of Procedures.
2. Support Working Group Chair in meeting any responsibilities delegated by the Working Group Chair.

IX. CRGLC Elections and Terms

A. Terms and Limits

1. CRGLC members are elected to serve two-year terms.
2. The seats of any CRGLC members who have resigned or been removed from their seats will be included in the election.
3. By design, terms are staggered so only a portion of the Council will turn over each year.
4. Eligible members may seek up to three successive terms as a Council member at large. Following the completion of the third term, a Council member may seek the Second Vice Chair position or must not stand for re-election.

B. Elections Timeline

1. Elections are held annually and managed by the Ad-hoc Elections Working Group (see section IX.C)
2. Calendar. This is an indication of the timeline for elections. Slight alterations to this schedule may occur.

Date	Action
Before September 1 each year	Next Second Vice Chair determined
By September 1	Immediate Past Chair Forms Elections Working Group
September 1-September 15	Call for nominations from members
September 15-October 15	Elections Working Group vetting
By November 1	Slate of candidates is presented to CRGLC members
By November 15	Any write-in candidates are added to ballot
November 15-30	Voting by eligible CRG members
November 30-December 15	Winners announced
February 1	New terms begin

C. Election Process and Ad-hoc Elections Working Group

1. The Immediate Past Chair shall create and chair an Elections Working Group consisting of two CRGLC members not standing for re-election and two non-CRGLC members from the voting membership to vet nominees.
2. At least one member of the Elections Working Group will have working knowledge of the SCA ED&I initiatives and will consult with the appropriate SCA staff, like human resources, to ensure that the nominating process and slate or candidates meet the

requirements of the organization.

3. The Elections Working Group will seek potential candidates for service on the CRCAC through an open nominations process.
4. Individuals may also seek election as a write-in candidate.
5. The Elections Working Group will vet all nominated individuals, determine eligibility (see section IX.E) and confirmation of commitment (see section IX.F), and will present a slate of candidates for approval by the CRGLC and then the membership at large. The slate of nominees shall be announced on the CTG website, and short biographies made available.
6. Candidates who are not added to the slate may be added to the ballot as a write-in candidate, provided they submit (electronically) a list of 25 signatures of CRG members, accompanied by printed name and company of all 25 signatories, to SCA staff, by November 15.
7. The election shall be conducted by an email ballot sent to all eligible voting members at least fourteen days prior to the due date for the return of ballots.

D. Eligibility Requirements

1. Individuals must be current members in good standing under SCA of CRG membership rules.
2. Previous service on a CRG Working Group, or heritage RG and RGE Working Group, is preferred, but not required. See section IX.H. below.
3. Candidates must sign the SCA Code of Conduct to be elected.

E. Commitment of candidates

1. Candidates must review the CRG Bylaws and Rules of Procedure, and acknowledge commitment to required meeting and event attendance, including online meetings and Working Group calls.
2. For incumbents, their record during their previous term must be consistent with these same expectations.
3. CRGLC members must attend two in-person or virtual meetings and other events per year as described in the CRG Rules of Procedure. Travel expenses will be paid as outlined in the SCA Travel Policy and CRG Rules of Procedure.

F. Balance of the slate

1. Diversity: The Elections Working Group includes at least one member that is also a member of the ED&I Working Group. The ED&I Working Group determines the balance needed each year for the CRGLC slate of nominees to be optimally balanced.
 - a) Categories that will be considered to seek diversity and balance on the slate of candidates include, but are not limited to, gender, age, race, geography, position

type (e.g. production roaster, green buyer, coffee lab technician), and company size.

- b) The ideal CRGLC reflects the demographics of the membership or membership aspirations as defined by the ED&I Working Group.

2. Prior service on a CRG Working Group

- a) Nominated individuals that have served effectively on a CRG Working Group (including heritage service on an RGE Working Group or RG Working Group) will be given priority consideration provided eligibility requirements are satisfied.
- b) Individuals who have served on other Working Groups with SCA (or heritage SCAE/SCAA) will be given secondary priority in consideration, again provided eligibility requirements are satisfied.

3. Skills: In order for the CRGLC to function effectively, sometimes specific skills or experience is important. Provided the above (sections IX.D-F.2) items are satisfied, the Elections Working Group should strive to incorporate the candidates who have skills that are in demand in the Leadership itself or within CRG Working Groups.

G. Officer Elections

1. Officers must have served at least one year on the CRGLC.
2. The (incoming) Second Vice Chair will be determined by a majority vote of the CRGLC at any meeting prior to September 1. Any eligible CRGLC member interested in the position will be allowed to announce their interest at any CRGLC meeting. This will create a vacancy for one two-year term on the slate, to be filled by yearly elections as outlined in section IX.B.
3. Succession from Vice Chair to Chair to Immediate Past Chair will be automatic, subject to the resignation or removal of such officer. The Second Vice Chair has the option not to succeed into the Vice Chair position after their year of service. In case the Second Vice Chair does not decide to move into the Vice Chair position, both positions will be appointed by the CRGLC during the election cycle as described in section IX.B. above.

X. Voting

- A. A majority of CRGLC members, 7 or more, present at the beginning of a meeting constitutes quorum. If any members leave the meeting before it ends, there will still be a quorum unless the number falls below 5. No votes may be considered at a meeting where quorum is not present.
- B. CRG and CRGLC business shall be conducted according to best practices of Robert's Rules of Order.
- C. In case of a tie, the vote of the Chair indicates majority vote.

XI. Conflicts of Interest

- A. As public representatives of the Association, CRGLC members will act in the best interests of SCA and conduct themselves to reflect well on it. They will deal with other Council members,



Board members, officers and staff fairly and honestly. They will not use their positions for their personal advantage or benefit, or for the advantage or benefit of their companies. CRGLC members must be sensitive to advocating policies, standards, professional engagements or assignments to Working Groups that may put themselves at an advantage over other providers of services and products. In such cases CRGLC members shall bring such conflicts or potential conflicts to the attention of staff for review.

XII. Antitrust

- A. SCA is committed to full compliance with the letter and spirit of European Union, United States, state and other applicable antitrust and trade regulation laws. CRGLC members shall always avoid words and actions which may restrict or appear to restrict competition in our industry. Through CRG activities, SCA brings together companies and individuals throughout the coffee trade. While the subject matter of the Councils' activities is usually technical or educational in nature, they can also provide opportunities for anticompetitive conduct. The following activities, whether by formal or informal agreement, are recognized by the Association as either being illegal or having the potential to result in illegal conduct and are, therefore, prohibited:
1. Agreeing to set minimum, maximum, or fixed prices
 2. Competitors or potential competitors agreeing to allocate or divide markets, customers, territories, suppliers, or specific bids
 3. Agreeing not to deal with another party (boycotts)

XIII. Confidentiality

- A. Confidentiality and other governance practices shall follow current SCA Governance policies for Advisory Councils.

Article 4. Amendments

- A. These Bylaws may be amended, restated or repealed by the CRGLC, subject to ratification by SCA. Proposed amendment, restatement or repeal of these Bylaws must be presented to the CRGLC and the CRG membership for review and comment at least one month prior to the vote by the CRGLC. The proposed new bylaws will be presented on the CRG website with the opportunity for members to comment. Any views expressed by the membership must be clearly considered and documented.

UK OFFICE
p +44 1245 426060

Oak Lodge
Leighams Road
Bicknacre
Chelmsford
Essex
CM3 4HF
United Kingdom

US OFFICE
p +1 562 624 4100

117 West 4th
Suite 300
Santa Ana
California
92701
United States

www.sca.coffee

