

# **BY-LAWS of Buena Vista, Crawford, Sac, Early Childhood Iowa**

## **Article I: Name**

The name of this organization shall be the Buena Vista, Crawford, Sac, Early Childhood Iowa Area Board and be referred to as BVCS Early Childhood Iowa (hereinafter the Board). The Board is duly organized under Iowa Code Chapter 256I.8.

## **Article II: Purpose**

The purpose of the Board is to enable local citizens to lead collaborative efforts involving early care, education, health and human services programs on behalf of the children, families, and other citizens residing in the area. The focus shall be to achieve the desired results and to improve other results for families with young children.

The Board has the power to enter into legally binding agreements with any federal, state or local agencies, or with any private funding organization for the purpose of running programs and providing services. In addition, the Board has the following specific powers to:

- A. Appoint an area director or contact person;
- B. Determine, subject to funding source policies, major personnel, organization, fiscal and program policies;
- C. Determine overall program plans and priorities for BVCS Early Childhood Iowa Area including provision for evaluating progress against performance;
- D. Make final approval of all program proposals and budgets, based on available data;
- E. Enforce compliance with all conditions of any funding source grants;
- F. Oversee the extent and the quality of the participation of the families with children 0-5 in the programs of BVCS Early Childhood Iowa Area yearly;
- G. Determine, subject to funding sources policies, rules and procedures for the governing board;
- H. Select the officers and the executive committee, if any, of the governing Board.

The Board shall have only the powers enumerated in these by-laws.

## **Article III: Membership**

**Section 1 Qualification.** The Board shall consist of a membership of eleven voting members. All members of the Board shall reside or work in/for Buena Vista, Crawford, and Sac Counties. Criteria for selection of candidates will provide for fair representation of the counties served. The Board shall comply with federal, state and local laws which prohibit discrimination on the basis of gender, gender identity, sexual orientation, age, race, disability creed or national origin and the mandates of Iowa Code Chapter 256I.

**Section 2 Selection of Members.** All of the members of the Board shall be elected officials or members of the public who are not employed by a provider of services to or for the Board. Membership shall include at least one local representative from each of

the following areas: business, elected officials (one from each county, appointed by County Supervisors), early care, education, faith, health, human service, at least one parent/grandparent or guardian of a child zero through age five and law enforcement. Members can not represent more than one of these areas. The Board appointed Area Program Director will be a non-voting member of the Board, making the Board comprised of twelve members.

**Section 3 Compensation.** Members shall serve without compensation. Members may be reimbursed for child care or travel if funds are available.

**Section 4 Orientation for New Members.** Prior to the first regular meeting following their appointment, new members shall be provided with an orientation about the BVCS Early Childhood Iowa area. The Chairperson (or designee) will be responsible for orientation.

**Section 5 Absences.** Three consecutive unexcused absences or more than half of the meetings in a fiscal year will be considered to have tendered their resignation. The Board Chair can accept or reject a resignation of a board member under these circumstances.

**Section 6 Vacancies.** Although not mandated, the Board may choose to fill any vacancy on the Board because of resignation, death, long-term illness, disqualification or removal after at least 30 days' notice of the vacancy. The Chairperson (or designee) is charged with recruiting applicants to fill vacant positions and with submitting a slate of candidates to the Board. The Board votes on these candidates. Vacancies shall be filled within 60 days, the Board may grant 30 day extensions on a case by case basis as needed by majority vote.

**Section 7 Election & Terms.** The Board as identified in Article III, Section 2 shall be elected for staggered three-year terms, however, not all members from any one county shall expire in the same year. Terms will commence in July. Members who have served their three-year term may recommend individuals to replace them on the board, request to complete a new term, or be nominated from a community coalition, self-nomination or a publication for a vacancy to the Board. The Program Director will maintain a record of terms.

**Section 8 Resignations.** Resignation shall be submitted in writing to the Chairperson of the Board at least 30 days prior to the date of intended departure.

#### **Article IV: Officers**

**Section 1 Officers.** The officers of this Board shall be a Chairperson, Vice-Chairperson, and Financial Officer, each of who shall be elected by the voting members of the Board. The officers shall be elected from among the members; Officers shall assume office at the first meeting following the election.

**Section 2 Election and Term of Offices.** There will be a general election to elect the Vice Chairperson and Financial Officers of the Board shall be held annually at the last

regular meeting of each fiscal year. The current Vice Chairperson will elevate to the Chair position and assume the role as the Chairperson for the upcoming year. If the election of officers cannot be held at this meeting, such election shall be held as soon thereafter as possible. The Financial Officer shall be able to hold the same office for more than two consecutive terms.

**Section 3 Chairperson.** The Chairperson shall, when present, preside at all meetings, appoint committees, call special meetings and in general perform all duties incident to the office of a Chairperson, and such other duties as may be prescribed by the members from time to time. The Chairperson shall carry out all functions in consultation with other officers.

**Section 4 Vice Chairperson.** In the absence of the Chairperson, or in the event of death, inability or refusal to act, the Vice Chairperson shall perform the duties of the Chairperson and when so acting shall have all the powers of and be subject to all the restrictions upon the Chairperson.

**Section 5 Financial Officer.** The Financial Officer shall be responsible for reviewing monthly expenditures and assisting with the annual financial report.

**Section 6 Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or other cause shall be filled by the members for the unexpired portion of the term. The Board will hold elections for the vacant position(s) as quickly as possible after the vacancy occurs.

## **Article V: Membership**

**Section 1 Meetings.** All meetings whether regular or special are subject to Iowa's Open Meeting Law, (Chapter 21). All records of the Board are subject to Iowa's Open Records Law, (Chapter 22).

**Section 2 Regular Meetings.** Regular formal meetings of this Board shall be held at least six times in a fiscal year.

**Section 3 Special Meetings.** Special meetings of the members may be called by the Chairperson or Vice Chairperson at the request of three or more members.

**Section 4 Time and Place of Meetings.** Regular formal meetings shall be held at a time agreeable to all members in a location reasonably accessible to the public and at a time reasonably convenient to the public as required by Iowa Code Chapter 21.

**Section 5 Notice of Meetings.** Public notice of regular and special meetings of the Board shall be required; notice for all meetings must be given not less than twenty-four hours in advance of the meeting. A notice of the meeting shall be posted at the County Auditors Offices or County bulletin boards in Buena Vista, Crawford, and Sac Counties pursuant to State Code. The notice shall include the proposed agenda for the meeting.

The Chairperson and Area Director are responsible for establishing the agenda. Board Members can contact the Chairperson or Area Director to add items to the agenda 48 hours prior to the Board meeting. Items presented at the meeting can only be placed on the agenda if by the majority vote of the present members. Items may be placed on the agenda of subsequent meetings of the Board if determined appropriate.

**Section 6 Minutes of Meetings.** Written minutes for each meeting of the Board will be maintained in which a record of votes on all motions will be entered. Minutes of the previous meeting shall be distributed to all members prior to the next meeting. Minutes will be made available to the public, after approval by the Board, on the Board's website or in writing, by phone, email or in person.

**Section 7 Quorum.** One half the current voting membership plus one Board member shall constitute a quorum at any meeting.

**Section 8 Proxies.** There shall be no vote by proxy.

**Section 9 Public Discussion.** Time shall be made available during all regular meetings for open public discussion.

**Section 10 Order of Business.** Business shall be conducted by modified consensus. The Board shall seek consensus and if consensus cannot be reached in a timely manner, the Board will use standard parliamentary procedures.

**Section 11 Conflict of Interest.** A member who believes they have a conflict of interest on a matter before the Board shall state the reason for the conflict of interest, refrain from participating in decision-making and shall abstain from voting on the issue. Board members will annually sign a conflict of interest statement. Board members must declare any and all conflicts of interest, including perceived conflicts of interests. His/her abstention and the reason for it shall be recorded in the minutes.

**Section 12 Voting.** A majority of votes cast at any meeting at which a quorum is present shall be decisive of any motion or election.

**Section 13 Electronic Meetings.** Electronic meetings will be allowed when necessary, email is not considered a meeting. To achieve quorum members may be present through a conference call and/or virtual technology for the duration of the meeting.

## **Article VI: Responsibilities and Authority**

**Section 1 Fiscal Management.** The Board will designate a public agency of this State as defined in Section 28E.2 to be the fiscal agent for allocated state funding or other monies, administered by the Board.

The fiscal agent will administer Early Childhood Iowa Area allocated monies available from the Early Childhood Iowa State Board as provided by law and other monies made available from federal, state, local and private sources.

A member of the general public can access <http://earlychildhoodiowa.org/> for contact information in order to examine public records of the BVCS Early Childhood Iowa Area Board.

**Section 2 Annual Report.** The officers shall be responsible for the preparation of the annual report. This report shall include, but is not limited to, the effectiveness of the funded programs and the Board's effectiveness in achieving state and locally determined goals.

## **Article VII: Standing Committees**

The following committees have been approved by the Board to carry out responsibilities of the Early Childhood Iowa legislation.

**Section 1 Executive Committee.** The Executive Committee shall be comprised of the elected officials (county appointed) of the Board. The committee shall assure staff support and oversight and, with staff assure compliance with operating policies and procedures. The Executive Committee shall have no independent decision making authority, but shall forward its recommendations to the Board for action at a regular or special meeting.

**Section 2 Three Community Coalitions one each in Buena Vista, Crawford, and Sac Counties.** The Community Coalitions shall be comprised of a representative of the Board and other interested citizens and early childhood providers within the county. Membership will include anyone who is living in or an agency representative serving the BVCS Early Childhood Iowa area interested in the investment of young children age zero through five years of age. The purpose for the Coalition is to gather information, volunteer for committees, identify positive and unmet necessities of the community, and collaborating with other entities, both public and private. Frequency of the meetings will be determined by the Coalition membership. Notice of the time, date, and place of each meeting, and its tentative agenda shall be given at least 24 hours' notice. Notices will be sent by email to the Program Directors distribution list.

**Section 4 Other Committees and Community Work Groups.** The Board may establish an ad hoc committee or work group as the Board believes will assist the Board to carry out their responsibilities. The Chair will be determined by the committee or work group. Each committee or work group will have representation from the Board. All committees or work groups will report to the Board, which will retain final and complete authority.

**Section 5 Committees Subject to Open Meetings Open Records.** All committees of the Board are subject to Open Meetings and Open Records regulation. Notices will be

sent by email to County Auditors Offices to post on county courthouse bulletin boards in Buena Vista, Crawford, and Sac Counties.

### **Article VIII: Appeal Process**

Appeals must be in written form to the Chairperson. The appeal shall state the specific grounds for the appeal and the remedy requested. The Chairperson must receive the appeal ten (10) days after the decision of the Board. The appeal shall be heard at the next scheduled BVCS Early Childhood Iowa 3-County Board Meeting after it was received.

Appeals must be based on the contention that the process violated state or federal law, that policies and rules did not provide adequate public notice or involved a conflict of interest by the Board. The Board will review the appeal and mail a notice to the appellant within ten (10) working days of review.

### **Article IX: Amendments**

These by-laws may be altered, amended, or repealed, and new by-laws adopted by an affirmative vote of not less than two thirds of the members of the Board present. Proposed changes to the by-laws brought to the Board at a meeting shall not be voted on at the meeting. Voting on any proposed changes to the by-laws will occur at the meeting subsequent to the meeting where the changes are proposed. Any proposed change needs to be submitted to all members 14 days prior to a vote at a regular meeting or at a special meeting called for that purpose. The Board will review the by-laws at least once annually.

### **Article X: Parliamentary Authority**

The Board will use Roberts Rules of Order as their authority for parliamentary procedure.

### **Article XI: Location of Records**

Board records will be maintained by and kept at the Area Directors Office.

**Article XII: Dissolution** This Board may be dissolved in a manner consistent with the law of the State of Iowa, and within the requirements of all funding sources

### **Review of BVCS Early Childhood Iowa By-Laws**

Approved: August 30, 2017 Revisions: February 27, 2019, Revision September 30, 2020

Adopted: 8/30/17, Revised 2/27/19; 9/30/2020, Reviewed 1/26/2022