

Early Childhood Iowa Muscatine County

Board Bylaws

Article I: Name of the Board

The name of this organization shall be the Early Childhood Iowa Muscatine County Board, (hereinafter referred to as the Board). The geographic area covered shall include Muscatine County. The bylaws of this Board are in accordance with *Iowa Code Chapter 256I*.

Article II: Purpose

Early Childhood Iowa was created to promote a vision for comprehensive early care, education, health and human services systems in the state of Iowa. This Board shall promote quality programming for children ages birth to five residing in Muscatine County and their families. The vision shall be achieved through community collaboration, strategic planning, funding identification, guidance and decision making authority. Through the implementation of the above vision we hope to achieve the long term benefits of healthy and educated adults.

This Board is charged with developing the capacity and creating community and regional commitment to:

- Healthy Children
- Children Ready to Succeed in School
- Safe and Supportive Communities
- Secure and Nurturing Families
- Secure and Nurturing Child Care Environments.

Article III: Membership

Section I - Qualifications. The Board shall consist of seven (7) to twelve (12) voting members. All members shall be elected officials or citizens, members of the public who are not employed by a provider of services to or for the Board. Membership shall include representation from education, health, human services, business, faith and at least one parent, grandparent or guardian of a child from birth to age five. Members cannot represent more than one area of expertise. Members shall be residents of or employed in Muscatine County. Members serving terms when these bylaws are adopted may serve out the remainder of their term as allowed by Iowa Law.

Section 2 - Selection of Members. Criteria for selection of candidates for the Board will be proposed each year and as openings arise, by the Executive Committee and ratified by the Board. Nominations from the floor are accepted as long as the nominee meets the required criteria. These criteria will not exclude any otherwise eligible applicant from consideration but will be used to narrow the number of applicants. Criteria will be selected to help meet Board needs for diversity and will be distributed with the application form. 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. Board membership is in accordance with in accordance with *Iowa Code Chapter 256I*.

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Section 3 - Compensation. Members shall serve without compensation. Members may be reimbursed for child care or travel, as established by the Board, 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 copies of the Community Plan, by-laws, annual reports, and other documentation that would assist the Board members in carrying out their duties. The Director will be responsible for orientation. A mentor from among the continuing Board members may be assigned to each new Board member and may assist with the orientation.

Section 5 - Absences. Three consecutive unexcused absences at regular meetings in one fiscal year will be considered to have tendered their resignation. The Chair may accept or reject a resignation of a board member under these circumstances. Exceptions shall be subject to approval by the Executive Committee.

Section 6 - Vacancies. The Board shall ensure that required Board vacancies are filled within 60 calendar days beginning when the Board has recognized the resignation. The Executive Committee is charged with recruiting applicants to fill vacant positions and with submitting a slate of candidates to the Board. The Executive Committee shall solicit nominations from the Board for vacancies and accept nominations from the Board and community members for the vacant positions(s). All Board member candidates shall be approved by a simple majority of the Board.

Section 7 - Elections & Terms. The Board members shall be elected for staggered three-year terms. The Director will maintain a record of terms. No persons shall serve more than two consecutive three-year terms. However, whenever a vacancy occurs, any person appointed to fill such vacancy shall hold office for the remainder of the unexpired term. Additionally, the board may elect to waive the term limit to preserve continuity as needed. After having served the unexpired term, the appointee may hold that office for 2 three-year terms.

Section 8 - Resignation. Resignations, other than those set forth in section five (5) above, shall be submitted in writing to the Chairperson of the Board at least 30 days prior to the date of intended departure. The resignation shall be in effect upon acceptance of the Board.

Section 9 - Committees & Work Groups. In addition to participation at Board meetings, each member is expected to participate on a Committee.

Article IV: Governance

Section 1 - Majority Vote. A majority of votes cast at any meeting at which a quorum is present shall be decisive of any motion or election. Any decision that gives or takes away authority from Board members requires a 2/3rds majority vote to pass which shall include the revision or amendments of by-laws.

Section 2 - Casting Votes. Upon request, voting will be by roll call and will be recorded by yeas, nays, or abstentions. Every member of the Board, except the Chairperson, is required to cast a vote upon each motion. In case of a tie vote, the Chairperson will cast the deciding vote.

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Article V: Officers

Section 1 - Election and Term of Office. Officers of the Board shall be elected annually at the regular meeting in December for terms to begin in January. If the election of officers cannot be held at this meeting, such election shall be held as soon thereafter as is possible. Officers may serve no more than two consecutive one-year terms in the same position.

Section 2 - Designated Officers. The officers of this Board shall be a Chairperson, Vice-Chairperson, Secretary and Treasurer, each of whom shall be elected by the members of the Board.

Section 3 - Chairperson. The Chairperson shall, when present, preside at all meetings, appoint committees, call special meetings and in general perform all duties inherent to the office of a Chairperson. The Chairperson may execute documents on behalf of the Board. The Chairperson shall carry out all functions in consultation with other officers. The Chairperson is the Chair of the Executive Committee. The Chairperson may also participate as an ex-officio member of any standing committee.

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. The Vice-Chair is a member of the Executive Committee and shall be the Chair of the Planning Committee.

Section 5 - Secretary. The Secretary shall have the responsibility of insuring the Board's minutes are accurate and are circulated as prescribed. The Secretary, in the absence of the Chairperson and 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. The Secretary is a member of the Executive Committee and shall be the Chair of the Program Committee.

Section 6 - Treasurer. Working with the fiscal agent and Director, the Treasurer shall have the responsibility for assuring that all deposits and properly authorized expenditures are made in a timely manner, using appropriate accounting practices. The Treasurer shall present monthly financial reports to the Board and as requested. The Treasurer is a member of the Executive Committee.

Section 7 - Vacancies. A vacancy in any office because of death, resignation, removal, disqualification or other cause shall be filled by a member of the Board for the unexpired portion of the term. The Executive Committee shall solicit nominations from the Board for Officer vacancies and accept nominations from the Board and community members for the vacant positions(s) as quickly as possible after the vacancy occurs. Any vacancy in the office of chairperson shall be filled by elevation of the vice-chairperson. Any vacancies of Vice Chairperson, Secretary and Treasurer shall be filled by election within 60 calendar days after the vacancy occurs. A vacancy in any elected office shall be filled by Board action.

Article VI: Meetings and Records

Section 1 - Meetings. Meetings shall be conducted pursuant to the open meetings and open records laws.

Section 2 - Regular Meetings. Regular formal meetings of this Board shall be held monthly unless the Board votes not to meet in a given month or changes the meeting date with prior notice.

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Section 3 - Special Meetings. Special meetings of the Board may be called by the Chairperson or at the request of three more members of the Board. There will be a 24 hour notice provided unless there are extenuating circumstances.

Section 4 - Time and Place of Meetings. Regular formal meetings shall be held at a time agreeable to all members and in a location accessible to persons with disabilities. The board will schedule a minimum of 10 meetings per year with times and dates set annually by the board. An annual calendar of meetings will be posted on the Early Childhood Iowa Muscatine County web site for the public.

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 (24) hours in advance of the meeting. A notice of the meeting shall be posted pursuant to Iowa Code. Meeting notices will be provided on the Board's website or in the local newspaper. Board agendas are developed by the Director and shall be reviewed by the Executive Committee prior to being published. To request an agenda item for the Board, members of the Board or public must provide the request to the Director at least 14 days prior to the Board meeting. All agendas shall include an open forum for soliciting public input.

Section 6 - Quorum. A simple majority of current members shall constitute a quorum at any meeting. Board members may participate and submit a vote by phone, video conferencing, or in person.

Section 7 - Proxies. There shall be no vote by proxy.

Section 8 - Public Discussion. Time shall be made available during all regular formal meetings for open public discussion.

Section 9 - Parliamentary Authority. Business shall be conducted using standard parliamentary procedures pursuant to Robert's Rules of Order.

Section 10 - 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. Board members must declare any and all conflicts of interest including perceived conflicts of interest. Any member that has a conflict of interest shall abstain from decision making. Board members shall govern themselves accordingly during the discussion/debate of the issue in which they have a conflict of interest (real or perceived). Annually, Board members will sign an agreement to abide by the conflict of interest policy and disclose any conflicts, real and perceived. Specific conflict of interest for an agenda item will be disclosed at each meeting.

Section 11 - Records. All public records are subject to Iowa's Open Records Law. Records of all Board, Committee, and Work Group meetings are on file in the Early Childhood Iowa Muscatine County office. Current meeting minutes can be found on the Board website. The Director is in charge of maintaining the records of the Board. A member of the public may contact the Director in person, phone, email or mail to request examination of the public records of the Board.

Article VII: Responsibilities and Authority

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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 grant money and other monies administered by the Board.

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

Section 2 - Annual Report. The Director, with support from the fiscal agent, Executive Committee, and full Board, will complete the Annual Report and submit it by the designated due date set forth by the Early Childhood Iowa State Board.

Article VIII: 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 Committee shall be comprised of the officers of the Board. The Committee shall be responsible for giving guidance to the Board in setting the Board's direction. The Committee shall assure Director support and oversight, with the Director, assure compliance with operating policies and procedures. The Director's performance shall be reviewed annually by the Executive Committee and full Board. The Committee oversees all Board finances including the Early Childhood Iowa Grants and other funds received by the Board and maintains fiscal accountability. This committee will review all board membership issues. The Executive Committee will coordinate and oversee the recruitment and election of new board members and officers; coordinate and oversee any special election of board members that may be required; and develop and/or compile materials needed for the recruitment and election of board members and officers. This committee will report to the board, which will retain final and complete authority. Chairperson for this committee will be the Board Chair.

Section 2 - Program Committee. The Program Committee will identify and review requests for proposals and make recommendations to the Board. This committee: identifies and reviews all existing sources and how these may be coordinated with the federal, state and local funding; reviews program issues with contracted early childhood partners and makes recommendations to the Board. This committee may have other duties as assigned by the Executive committee. This Committee will report to the Board, which will retain final and complete authority. Chairperson for this committee will be the Secretary of the Board.

Section 3 - Planning Committee. This committee is responsible for review and recommendations of compliance with the state's Levels of Excellence including strategic planning. This committee is responsible for any amendments and revisions of the by-laws and policies/procedures, and other duties as assigned by the Executive committee. This Committee will report to the Board, which will retain final and complete authority. Chairperson for this committee will be the Vice Chair of the Board.

Section 4 Early Childhood Iowa Muscatine County Community Partners: This Committee shall be comprised of the ECIMC Board and at least one representative from each organization that contracts for services from the board. Each contractor shall actively participate in community networking/collaboration and attend community partner meetings relating to Early Childhood and to the services that they provide.

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Additionally, each contractor shall make reasonable effort to attend ECIMC board meetings and present a program update annually to the full board at a regularly scheduled board meeting.

Section 5 - Other Committees and Community Work Groups: The Board may establish such standing or ad hoc committees and work groups as the Board believes will help to carry out its responsibilities. The chair will be determined by each committee or work group. Each committee, work group, and advisory group will have representation from the Board. All committees, work groups, and advisory groups will report to the Board, which will retain final and complete authority.

Article IX: Appeal Process

The Board's appeal policy provides applicants of a Request for Proposal (RFP) funding opportunity a structured process with timeframes by which they may express a concern by appealing to the board.

This policy is on file in the Early Childhood Iowa Muscatine County office.

Article X: Amendments

These bylaws may be altered, amended, or repealed, and new by-laws adopted by an affirmative vote of at least 2/3rd majority of the full board. Any proposed change needs to be submitted in writing to all members 14 days prior to a vote at a regular meeting or at any special meeting called for that purpose. The bylaws of this board shall be reviewed on an annual basis and amended if deemed necessary by the board.

Bylaws-First reading date: 11/22/2011, Second reading date: 12/20/2011, Adopted: 12/20/2011

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