

**BYLAWS
OF
Des Moines, Henry, Louisa, & Washington
Early Childhood Area Board**

ARTICLE I

Name

1.1 The name of the organization shall be Des Moines, Henry, Louisa, and Washington Early Childhood Area Board (hereinafter called the Board). The Board will do business as the DHLW Early Childhood Area Board.

ARTICLE II

Purpose

2.1 The Board is duly organized under Iowa Code Chapter 256I, 21, 22, & 69.16. The purpose of the Board is to oversee and coordinate collaborative services for children and families in Des Moines, Henry, Louisa, and Washington County. The long-term purpose shall be to improve the efficiency and effectiveness of services in the areas of education, health, and human services. The geographic area served by the board shall be all of Des Moines, Henry, Louisa and Washington County and school districts where all or a portion of the district is located within Des Moines, Henry, Louisa, and Washington county boundaries.

ARTICLE III

General Membership

3.1 Composition:

The Board shall consist of 9-15 voting members. The Board shall strive for equal representation from all counties served by the Board. The Board shall comply with federal, state, and local laws that prohibit discrimination on the basis of gender, gender identity, sexual orientation, age, race, disability, creed, or national origin.

The Board will seek to have membership that is gender balanced as stated in Iowa Code Chapter 69.16A. The Board shall be gender balanced unless the Board has made a good faith effort to appoint a qualified person to fill a vacancy for a period of three months, but has been unable to make a compliant appointment.

3.2 Selection of Members:

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, education, faith, health, human

services, and at least one parent, grandparent, or guardian of a child aged zero through age five. In addition, the Board will strive for one (1) county level elected official from each County.

Nominating Committee – The Nominating Committee shall be composed of at least three board members and appointed by the Board. The committee shall convene annually in the fall to identify potential new members and new officers of the Board. It shall be the duty of the committee members to seek, obtain consent of, and finally to present to the Board names of individuals they perceive to be viable board member candidates. Approved candidates will be considered for membership and voted on at the first meeting of the calendar year.

3.3 Terms of Membership:

- A. Appointments will be made for a three-year term.
- B. Staggered initial terms are as follows: 1/3 members for a one (1) year term, 1/3 members for a two (2) year term and 1/3 members for a three (3) year term. Initial terms shall be determined by lottery and by keeping a geographical balance at the first meeting.
- C. Appointments will fulfill the term of the previous board member, if applicable. The first term of a new member shall begin after the completion of the previous member's term. All terms will end on the last day of the calendar year
- D. A maximum of 2 consecutive terms and reinstatement shall be allowed after one year of absence from the board.

3.4 Resignation & Attendance:

- A. Any member may send a written intent of resignation to the secretary or the Board. The resignation will become final upon action by the Board.
- B. Any member that has three (3) consecutive unexcused absences from the regularly scheduled meetings will:
 1. Receive written notice regarding absences
 2. Have thirty (30) days upon date of written notice to submit a letter of resignation or resume active participation.
 3. Be replaced if active participation is not resumed

3.5 Vacancies:

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.

3.6 Ex Officio Membership:

The Board may approve ex officio members by a majority vote. Ex officio members shall participate in decision making discussion, but shall not have voting power. Ex officio members shall not count toward quorum.

3.7 Membership Reimbursement:

Members may receive reimbursement for travel expenses relating to early childhood special events. Membership related travel expenses must be pre approved by the Board. Travel reimbursement shall not be allowed for participation in regularly scheduled Board meetings.

Article IV
Officers

4.1 Terms of Officers:

The officers shall include the Chairperson, Vice Chairperson, Treasurer, and Secretary. Each office will be held for a two (2) year term. There will be a term limit of two (2) consecutive 2-year terms for officers followed by a one (1) year period before being eligible as an officer. Following the initial year of designation a Board member shall serve on the Board for a minimum of one (1) year before being eligible to serve as Chairperson. Officers shall be elected at the first regular meeting of the calendar year.

4.2 Chairperson:

Shall preside at all meetings of the Board, present the agenda for each meeting, call special meetings, oversee the operations of the Board and the Board's compliance with Iowa law and these Bylaws, and execute documents on behalf of the Board when approved by the Board.

4.3 Vice Chairperson:

Vice chairperson shall, in the absence of the Chairperson, assume such duties.

4.4 Secretary:

Shall be responsible for keeping a complete record of the proceedings of all meetings and actions of the Board and produce such records when called upon to do so at any meeting of the Board.

4.5 Treasurer:

Treasurer shall be responsible for communication with the fiscal designee 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.

ARTICLE V
Authority and Responsibilities of the Board

5.1 Members shall be responsible for duties as outlined in the DHLW Early Childhood Area Policy and Procedure Manual and described in the *Board Member Job Description*.

ARTICLE VI
Meetings

6.1 Regular Meetings:

All meetings shall be held in accordance with Roberts' Rules of Order. All meetings shall be subject to Iowa's Open Meeting, Open Records Laws, Iowa Code Chapter 21 and 22. A Board agenda will be posted 24 hours in advance.

6.2 Schedule and Location:

The Board shall meet not less than six (6) times in a fiscal year. Meetings must be conveniently scheduled and located for the Board members and the general public, and should be held in Iowa Code Section 504A.22 approved sites. Notice shall be provided to all Board members at least 5 calendar days in advance.

Where appropriate communication facilities are reasonably available, any or all board members shall have the right to participate in any board meeting by means of conference telephone or any means of communication by which all persons participating in the meeting are able to hear each other. It shall be noted in the minutes if any individual participates in a board meeting via conference call and they will be considered as “present” for the meeting.

6.3 Special Meetings:

The Chairperson may call a special meeting at any time. Notice shall be provided to all Board members at least 48 hours in advance.

6.4 Quorum:

A quorum of Board members is required to conduct business. A quorum shall be defined as a majority of the total number of membership positions filled.

6.5 Public Discussion:

Time shall be made available during regular meetings for open public discussion.

6.6 Proxies:

There shall be no vote by proxy.

6.7 Public Access to Records

Members of the public may request Board records by contacting the DHLW Early Childhood Area Director. The Board may charge a reasonable copy fee for record requests that exceed 20 pages.

ARTICLE VII
Committees

7.1 Executive committee:

The Executive Committee shall consist of the Chairperson, Vice Chairperson, Secretary and Treasurer. The executive committee shall be responsible for Board oversight, annual performance reviews of staff, membership, Bylaws, fiscal guidelines and practices, contracts, required documents and reports, study and research of community issues, and making recommendations to the Board.

7.2 Early Childhood Advisory Committee:

The Early Childhood Advisory Committee shall consist of at least one (1) representative from each organization contracting for services with the Board. The committee may also include community partners and general members of the public. The DHLW Early Childhood Area Director shall be the committee Chair. The Committee’s duties include, but are not limited to;

recognize needs of children and families in the area, study and research of community issues, collaborate to reduce duplication of services, and provide regular communication to the Board.

7.3 Nominating Committee:

The Nominating Committee shall be composed of at least three board members and appointed by the Board. The committee shall convene annually in the fall to identify potential new members and new officers of the Board. It shall be the duty of the committee members to seek, obtain consent of, and finally to present to the Board names of individuals they perceive to be viable board member candidates. Approved candidates will be considered for membership and voted on at the first meeting of the calendar year.

7.4 Ad Hoc Committee:

The Board shall establish ad hoc committees as necessary.

ARTICLE VIII
Designation of Fiscal Agency

8.1 The Board will designate a fiscal agent with an annual report and audit to all members.

Article IX
Liability

9.1 The Board will maintain liability coverage for board members.

ARTICLE X
Amendment to the Bylaws

10.1 These by-laws may be amended, altered or replaced and new by-laws may be adopted by a two-thirds vote of the membership of the Board, provided that at least twenty (20) days written notice has been given of the intention to alter, amend, repeal, or to adopt new by-laws at such meeting. A copy of the proposed amendments must be included in the notice. A proposed amendment shall be considered and voted on for passage at one (1) meeting of the board prior to the meeting at which it is to be finally passed. Each member's vote on an amendment shall be recorded. Proposed amendments shall be available upon request.

ARTICLE XI
Appeal Process

11.1 All decisions made by the Board shall be final. Agencies seeking appeals to a funding decision must follow the procedure outlined in the DHLW Early childhood Area *Appeal Policy*.

ARTICLE XII
Dissolution

12.1 This Board may be dissolved, in a manner consistent with the laws of the State of Iowa, and within the requirements of all funding sources.

ARTICLE XIII
Conflict of Interest

13.1 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 review and sign a “Conflict of Interest Statement and Disclosure Form.” Board members must disclose all conflicts of interest, including perceived conflicts of interest.