

## PREAMBLE

The Children's Board of Hillsborough County was established pursuant to Florida Statute Section 125.901, as it existed prior to October 1, 1990, and has as its general purpose the provision of services to children throughout Hillsborough County as more fully set forth in said statute as it existed prior to October 1, 1990.

## ARTICLE I - MEMBERSHIP AND TERMS OF OFFICE

The governing Board of the district shall be a Board consisting of ten members, including the Superintendent of Schools, a School Board member, the District Administrator from the Department of Health and Rehabilitative Services or his or her designee, one member of the Board of County Commissioners, and a judge assigned to juvenile cases as designated by the Chief Judge. The designated judge shall sit as a voting member of the Board, except that said judge shall not vote or participate in the setting of ad valorem taxes. The other five members of the Board shall be appointed by the Governor and shall serve for terms of four years each.

## ARTICLE II - MEETINGS

1. **Regular Meetings.** Regular meetings of the Board shall be held at a time and place set by the Board. The annual meeting, at which the election of officers shall take place, shall be held in March. Written notice of regular meetings of the Board shall be given to each member at least forty-eight (48) hours prior to each meeting accompanied by the agenda. Regular meetings may be cancelled or rescheduled only by an approving vote of a majority of the Board at a regular meeting. During a regular meeting, items may be added to the agenda of that meeting only by an approving vote of a majority of the Board.
2. **Special Meetings.** Special meetings of the Board may be called:
  - a. by the Chairman, or
  - b. in the Chairman's absence, by the Vice-Chairman, or
  - c. by an approving vote of the Board.

Forty-eight (48) hours notice of a special meeting shall be given to each member of the Board, accompanied by an agenda specifying the subject(s) of the special meeting. During a meeting, items may be added to the agenda of that meeting only by an approving vote of a majority of the Board. The date, time, and location of a special meeting shall be determined by the Chairman, Vice Chairman, or Board as appropriate and shall be included in the notice of the special meeting.

3. **Emergency Meetings.** Items which require immediate action because of the harm that will result if held until a regular or special meeting may be considered at an emergency meeting. Emergency meetings of the Board may be called:

- a. by the Chairman, or
- b. in the Chairman's absence, by the Vice-Chairman, or
- c. by the written request of 4 members of the Board.

Twenty-four (24) hours notice of an emergency meeting shall be given to each member of the Board; if possible, said notice is to be accompanied by an agenda specifying the Subject(s) of the emergency meeting. The emergency shall be state in the notice of the meeting. The Board shall first determine whether an emergency exists before taking any affirmative action on the emergency agenda. Only that (those) subject(s) appearing on the emergency meeting agenda may be discussed at that meeting. The date, time, and location of an emergency meeting shall be determined by the Chairman, Vice-Chairman, or Board as appropriate. If after reasonable diligence, it is impossible to give notice to each member, or, because of the nature of the emergency, it is impossible to let twenty-four (24) hours lapse before the meeting, such failure shall not affect the legality of the meeting if a quorum is in attendance, provided the emergency and the reason less than 24 hours notice was given are both stated by the Board before the Board takes any affirmative action on the emergency agenda.

4. **Minutes.** Minutes of each meeting shall be accurately taken, preserved, and provided to members at or before the next regular meeting. The minutes of each special or emergency meeting shall show the manner and method by which notice of the special or emergency meeting was given to each member or shall show a waiver of notice. The minutes shall reflect how each member of the Board voted on each agenda item.

### ARTICLE III - QUORUM AND VOTING

1. **Quorum.** The presence of a majority of all members then serving on the Board shall be necessary at any meeting to constitute a quorum to transact business.
2. **Voting.** Each member shall have one vote which may be exercised only by the member and not by proxy or by designee, except that the designee of the District Administrator of the Department of Health and Rehabilitative Services may vote in the absence of the District Administrator. Action on matters relating to amendment of these Bylaws, the hiring or termination of an Executive Director, or amendment to the Board's Statement of Guiding Principles or Policies, may be taken only by affirmative vote of a majority of all members of the Board. Action on matters relating to adoption of the annual program budget and annual overall agency budget may be taken only by affirmative vote of two thirds of the members of the Board eligible to vote. Action on any other proposal or matter shall require an affirmative vote of a majority of the quorum present except as otherwise provided in these Bylaws.

**ARTICLE IV - OFFICERS, ELECTIONS AND VACANCIES**

1. **Officers.** The officers of this Board shall consist of a Chairman, a Vice Chairman, and a Secretary-Treasurer. Each officer shall be elected at the Annual Meeting and shall hold office for a term of one (1) year or until their successors are elected. The Chairman, Vice- Chairman, and Secretary-Treasurer shall be members of the Board.
  - a. The Chairman shall:
    - (1) preside at all meetings of the Board;
    - (2) serve as a voting ex officio member of all Board committees;
    - (3) appoint all ad hoc committees, the terms of which may not exceed the term of the Chairman;
    - (4) perform all other duties usually performed by a Chairman;
    - (5) sign all checks.
  - b. The Vice-Chairman shall:
    - (1) preside at all meetings of the Board in the absence of the Chairman;
    - (2) perform such duties as are usually performed by a vice-chairman.
  - c. The Secretary-Treasurer shall:
    - (1) ensure that minutes of each meeting are accurately recorded;
    - (2) ensure proper custody of all Board records;
    - (3) ensure that proper notice is given for all meetings;
    - (4) ensure that Committee reports are maintained;
    - (5) oversee the fiscal affairs of the Board and ensure that such affairs are properly handled;
    - (6) countersign checks signed by the Chairman.
2. **Vacancies.** Elections to fill vacancies of any office shall be held as soon as practicable after a vacancy has occurred. Vacancies in Board membership shall be filled as soon as practicable by the appropriate appointing authority in accordance with Florida Statute Section 125.90 1, as it existed prior to October 1, 1990.

## ARTICLE V - COMMITTEES

1. **Committee Appointments.** Committee members shall be members of the Board. Community members may be appointed to advisory committees or may serve as advisors to the Board and Board committees as deemed appropriate. Standing committees not provided for in these Bylaws may be established by majority vote of the Board. Ad hoc committees may be established either by majority vote of the Board or by the Chairman.
2. **Standing Committees.**
  - a. The Executive Committee shall consist of the Chairman, the Vice-chairman, and the Secretary-Treasurer;
  - b. The Finance and Personnel Committee shall consist of the Secretary Treasurer as Chairman and at least 2 other members appointed by the Chairman of the Board:

## ARTICLE VI - FINANCE

1. **Fiscal Year.** The fiscal year of the Board shall commence October 1 and end September 30.
2. **Budget.** The Executive Director shall submit a proposed annual budget to the Board at a designated meeting to be held no later than May 31 unless otherwise provided by majority vote of the Board eligible to vote. No later than June 30th, an annual budget shall be adopted by an approving vote of two thirds of the members of the Board eligible to vote.

## ARTICLE VII - EXECUTIVE DIRECTOR

1. **Employment.** The Executive Director shall be employed by an approving vote of a majority of the members of the Board. The Executive Director shall be employed by written contract. The Executive Director shall serve at the pleasure of the Board and may be terminated at any time subject to the provisions of the terms of said contract by a vote of a majority of the members of the Board.
2. **Performance Expectations Powers and Duties.** The Executive Director's Performance Expectations shall be included in the Executive Director's employment contract and shall include the following duties:
  - a. develop and submit a proposed annual budget to the Board;
  - b. recommend to the Board policies which relate to the evaluation of funding requests, the monitoring of programs funded by the Board, the employment and evaluation of personnel, and such other matters as may be designated by the Board;
  - c. perform such other administrative duties as may normally be performed by an administrative officer; and
  - d. perform such other duties as may be designated by the Board.



**ARTICLES VIII - CONFLICT OF INTEREST**

Members of the Board will comply with all Florida Statutes relating to "conflicts of interest." Members of the Board will, prior to voting on a funding issue which involves any program or agency in which they participate as an employee or member of the governing authority, disclose their interest in said program or agency and file a disclosure statement with the Board clerk.

**ARTICLE IX - RULES OF ORDER**

The conduct of meetings of the Board and Committees shall be governed by the latest edition of Robert's Rules of Order. In case of conflict, these Bylaws shall prevail.

**ARTICLE X - BOARD ATTENDANCE**

If a member has three consecutive absences without cause from regular Board meetings (during a fiscal year, or a total of five absences without cause from regular Board meetings during a fiscal year, the Chairman, with approval of the Board, shall notify the appropriate appointing authority.

**ARTICLE XI - AMENDMENTS**

Amendment of these Bylaws may be proposed by any member. Members of the Board shall receive at least 10 days notice prior to a meeting at which a proposed amendment is to be considered. Amendments shall become effective upon an affirmative vote of two thirds of all members of the Board.

Attest: Children's Board Clerk of the Children's Board

Children's Board Children's Board Francis Williams'

Article VII amended on August 14, 1997 Article VII amended on August, 1998