

**BROWARD COUNTY
COMMUNITY ACTION AGENCY**

BY-LAWS

Revised: January 20, 2010

M. Margaret Bates

M. Margaret Bates, Chair

2-18-2010

Date

ARTICLE I

AGENCY NAME: - The name of the agency shall be the Broward County Community Action Agency (“Agency”) a component of Broward County government to be administered through the Human Services Department and recognized by various funding sources as the proper body to carry out the purposes and functions set forth in these By-laws. Official books and records of the Agency are on file at the Administrative Offices and are open to public inspection upon request to the Executive Director.

ARTICLE II

PURPOSE OF AGENCY: - The purpose of the Broward County Community Action Agency shall be:

To help strengthen, supplement, and coordinate efforts at the state and local levels in furtherance of the policy of the Board of County Commissioners to reduce the causes of poverty in the midst of plenty. The Agency’s efforts are directed, therefore, towards assisting the poor to become more self-sufficient and promoting institutional sensitivity and responsiveness to the needs of the poor. The “poor” shall be defined by the specific eligibility criteria and/or poverty guidelines established by the respective funding source(s). The Agency’s mission, therefore, requires a coordinated and comprehensive approach in which citizen participation, institution-building, experimentation, and program delivery all receive equal emphasis.

ARTICLE III

COMMUNITY ACTION AGENCY ADVISORY BOARD DEFINITION: - The Broward County Community Action Agency Advisory Board is an advisory board to the Broward County Board of County Commissioners, established by resolution of the Board of County Commissioners, as may be amended from time to time, and shall hold such powers as delegated by the Board of County Commissioners and the rules and regulations of the various funding sources.

ARTICLE IV

PURPOSE AND OBJECTIVES OF COMMUNITY ACTION AGENCY ADVISORY BOARD: -

The purpose and objectives of the Community Action Agency Advisory Board are:

- To serve as advisors to the Board of County Commissioners;
- To provide leadership in identifying and helping to eliminate the cause of poverty;
- To exert its influence to stimulate better use of and mobilization of available local, state, and federal both public and private resources to enable low-income persons of all ages to attain skills and knowledge which aid in securing opportunities needed to become self-sufficient;
- To recommend and/or support programs that are in keeping with and supportive of the goal statements of the Agency;
- To involve the poor as defined in Article II in developing and carrying out anti-poverty programs;
- To serve as an advocate of the poor on matters of public policy and programs which affect the status of the poor, by promoting institutional improvement and desirable changes in social policies and programs;
- To encourage administrative reform and protect low-income individuals and groups against arbitrary actions;
- To coordinate efforts by federal, state, county, and municipal governments and public and private agencies, in order to avoid duplication and overlapping, improve the delivery and services, and maintain program relationships; and
- To act in any such matters that are appropriate to the function and responsibility of the Board, in compliance with all governing federal, state, county, and other local policies, practices, and procedures.

ARTICLE V

BOARD COMPOSITION (Membership): - The Community Action Agency Advisory Board of the Broward County Community Action Agency as established by the Board of County Commissioners shall be:

Section 1 - Constituted of nine (9) members;

- Section 2 - Constituted so that three (3) of the members are elected public officials or their designated representatives;
- Section 3 - Constituted so that three (3) of the members are democratically elected representatives of the low income community in the area served. The democratically elected representatives from the low income community shall be elected as provided for in the Broward County Administrative Code at elections coordinated by the Human Services Department; and
- Section 4 - Constituted so that three (3) of the members chosen are selected representatives from the private sector of business, industry, labor, religious, social service and other private groups. These members shall be appointed by the Broward County Commissioners.

ARTICLE VI

RESPONSIBILITY OF COMMUNITY ACTION AGENCY ADVISORY BOARD: - The Board shall have the responsibility to implement all provisions of these By-laws and further make recommendations to the Board of County Commissioners with respect to achieving the mission of the Agency. Specifically the Board shall:

- Approve amendments to the By-laws (as recommended by Executive Committee);
- Recommend Agency program policies and plans;
- Recommend Agency budgets for submission to funding sources;
- Support Agency compliance with conditions of all grants;
- Determine policies or rules of procedure for the Board;
- Select Officers and select Executive Committee of the Board;
- Ensure that composition of Board Committees fairly reflects the composition of the Board; and
- Any other powers as delegated by the Board of County Commissioners.

ARTICLE VII

AUTHORITY OF COMMUNITY ACTION AGENCY ADVISORY BOARD: - The Community Action Agency Advisory Board shall have the authority for:

- Section 1 - Monitoring the administration of all federal, state, and local program policies and standards which the Community Action Agency administers;
- Section 2 - Determining overall program plans and priorities, and recommending same to the Board of County Commissioners;
- Section 3 - Approving and recommending to the Board of County Commissioners all funding requests;
- Section 4 - Comply with all conditions of funding source grants;
- Section 5 - Determining regulations or rules of procedure for the Board;
- Section 6 - Selecting officers, executive committee and other committees deemed appropriate for the Board; and
- Section 7 - Having full opportunity to participate in the development of all programs and projects designed to serve the poor.

ARTICLE VIII

TERMS OF OFFICE AND PAY FOR BOARD MEMBERS:

- Section 1 - Notwithstanding Section 1-233, Broward County Code of Ordinances, as may be amended from time to time, the terms of the appointed members of the Board shall be four (4) years from the date of appointment. Members may be reappointed for additional four (4) year terms.
- Section 2 - Members who are democratically elected representatives of the low income community shall be elected for a two (2) year term.
- Section 3 - The members of the Board shall serve without pay.

ARTICLE IX

QUORUM: - Five of the appointed Board members.

ARTICLE X

PROXY VOTING: - Proxy voting by any Board member shall be prohibited at meetings of the Board and its committees. The term “proxy” shall include either a person who substitutes or attempts to vote for an absent Board member, or any document, statement or other written manifestation by which a Board member attempts to register a vote without actual, physical presence at a Board meeting.

ARTICLE XI

ELECTION OF OFFICERS, TERM OF OFFICE:

Section 1 - Officers - The officers of the Community Action Agency Advisory Board shall be elected by majority vote of no less than a quorum of the members of the Community Action Agency Advisory Board. The officers shall consist of:

- Chair
- Vice-Chair
- Secretary

Section 2 - Election of Officers – Election of officers shall be held at the regular Board meeting in September. New officers will take office in October.

Section 3 - Term of Office – The term of the Officers of the Community Action Agency Advisory Board shall be for a period of two (2) years; all other terms of office for CAA committees/subcommittees, including committee/subcommittee Chairs, shall be for a period of one (1) year.

ARTICLE XII

EXECUTIVE COMMITTEE: – The Executive Committee shall transact Board business between meetings of the Board.

- Section 1 - The Executive Committee shall fairly reflect the composition of the full Board and shall consist of the Chair, Vice Chair, representative of the By-laws Committee, Representative of the Program Committee and the Secretary.
- Section 2 - There must be at least fifty percent (50%) of the total appointed committee membership present at a meeting to constitute a quorum.
- Section 3 - The Executive Committee shall be comprised of officers and committee chairs of the Board and such other at-large Board members as are appointed by the Chair.
- Section 4 - The Executive Committee shall receive and consider all proposed amendments to the By-laws and shall make recommendation to the Board for action.

ARTICLE XIII

DUTIES OF OFFICERS:

- Section 1 - Chair – The Chair shall be the chief executive officer of the Board and shall preside at all meetings of the Board. He/she shall serve as the representative of the Board. He/she shall submit an annual report of the operation of the Community Action Agency Advisory Board to the Board of County Commissioners. The Chair shall appoint all committees and shall be an ex-officio member of all committees.
- Section 2 - Vice-Chair – The Vice-Chair shall be vested with all the powers of the Chair and shall perform on a rotation basis all duties of the Chair during the absence of the latter and shall perform such other duties as may, from time-to-time, be determined by the Chair and/or the Board.
- Section 3 - Secretary – The Secretary shall advise the Chair, other officers, committees, and members on matters of parliamentary procedure. During meetings, the Secretary shall serve in an advisory capacity to the Chair, when requested. The Secretary shall reviews the minutes before they are furnished to the Board members for approval.

ARTICLE XIV

VACANCY: – Any vacancy which occurs on the Board for any reason shall be filled within ninety (90) calendar days in the same manner and by the same body which originally appointed the member.

ARTICLE XV

MEETINGS AND ATTENDANCE:

- Section 1 - The Community Action Agency Advisory Board shall hold a minimum of six (6) regular meetings in any calendar year.
- Section 2 - All Board and committee meetings shall be open to the general public and advertised according to State and County policies and procedures.
- Section 3 - The Executive Committee shall meet as circumstances dictate.
- Section 4 - Board members shall be notified by mail, e-mail and/or telephone at least seven (7) calendar days prior to the regular meetings, of the date, time, and place of the meeting.
- Section 5 - Special meetings of the Board may be called by the Chair.
- Section 6 - Notice of the time and place of the special meeting must be mailed, e-mailed or phoned to all members in a reasonable time in advance of the meeting.
- Section 7 - Any member of the Board who has three (3) consecutive absences or misses four (4) properly noticed meetings in one (1) calendar year shall be automatically removed as a member of the Board. This automatic removal provision shall apply to both County and non-County appointees to the Board. Automatic removal of a member shall cause a vacancy to exist in the membership of the Board. However, the automatic removal of a member shall not be deemed effective until the County confirms that the member has

received written notice from the County Administrator or designee of the reason for the action being taken to remove the member. This automatic removal also shall not apply to members when the absence of such member has been excused due to that member performing an authorized alternative activity relating to outside Board business that directly conflicts with the properly noticed meeting, death of a member of the immediate family, who is defined in Section 14.231 of the Broward County Administrative Code as the employee's spouse, father, mother, one who has stood in the place of a parent (in loco parentis), child, and stepchild domiciled in the employee's household, death of a domestic partner, or hospitalization of the board member. Any member seeking an excused absence shall provide written notice to the Chair of the Board. Such notice shall be provided prior to the meeting at which the member will be absent, whenever practicable. Upon receipt of the notice, the Chair of the Board shall, in his or her discretion, determine whether the member's absence meets the criteria for an excused absence set forth above.

To ensure that members of the Board do not have to choose between attending meetings or observing religious holidays, any member may request that meetings not be scheduled on religious holidays, and the Chair of the Board must honor those requests.

Section 8 - Minutes shall be recorded for all meetings and include a record of votes on all motions. The minutes of previous meetings shall be distributed to all Board members at least seven (7) calendar days prior to the next scheduled meeting.

ARTICLE XVI

PROGRAM PLANNING AND BUDGET COMMITTEE: – It shall be the policy of the Board to establish a Program Planning and Budget Committee whose duties and responsibilities shall be to:

- Review the recommendations of the Community Action Agency Advisory Board Committees and recommend to the Board those problems to be addressed and the priority thereof; and

- Review proposed agency programs and budgets, and make recommendations for subsequent Board consideration.

ARTICLE XVII

RECOMMENDATIONS OF THE COMMUNITY ACTION AGENCY ADVISORY BOARD: - The Agency Executive Director shall serve as Executive Secretary to the Community Action Agency Advisory Board and shall be responsible for forwarding in writing, all recommendations and other such communications as directed by the Board, which may require action by the Board of County Commissioners.

ARTICLE XVIII

CONFLICT OF INTEREST; RECALL; HEARINGS:

Section 1 - Conflict of Interest –All members of the Community Action Agency Advisory Board shall abide by Section 1-234, Broward County Code of Ordinances and as may be amended from time to time, when a conflict of interest exists. A conflict of interest shall be deemed to exist when there is an appearance of a conflict of interest within the intent of §286.012, F.S., where a member of the Board also serves as an employee of a public entity, or as an officer or member of the board of directors of a private entity, which stands to specially gain or lose from action to be taken by the Board.

Members of the Board shall abstain from participation in discussion and voting on matters, which would enure to the special gain or loss of any private entity for which the member serves as an officer or member of its board of directors, or of any public entity for which they serve as an employee. Compliance with this policy shall be a condition of all Board members' continued membership.

A special gain or loss means an economic benefit, either immediate or future, tangible or intangible, which is not merely remote or speculative, and which affects a relatively limited class of people.

The term "employee" for the purposes of this section shall not include any elected official of a public entity.

Section 2 - Nepotism - A Board member who has a member of his/her immediate family who will benefit either directly or indirectly as a result of action before the Board shall make known that relationship and shall refrain from voting or otherwise participating in such actions. For the purpose of this section, a member of an immediate family shall include any of the following:

- wife, husband
- father, father-in-law
- brother, brother-in-law
- sister, sister-in-law, step-sister
- son, son-in-law, step-brother
- daughter, daughter-in-law
- grandfather, grandmother
- grandson, granddaughter

Section 3 - Employment - Any member of the Board or committees established by the Board, except a member not appointed by the Broward County Board of County Commissioners, who obtains employment with CAA must resign from said Board or committee prior to commencement of employment. Willful violation of this section shall constitute malfeasance and shall be grounds for recall.

Section 4 - Recall - A Petition for Recall of elected members of the Community Action Agency Advisory Board charged with an offense or conduct not in the best interest of the Community Action Agency that prevents or impedes the delivery of service to the poor, shall be brought before the Board for discussion and/or action. Said petition must contain at least twenty-five (25) signatures of residents of the area so affected or at least ten (10) signatures of members of the group or interest so affected. Appointed members can only be recalled by the appointing Commissioner. The Chair must submit

a letter to the appointing Commissioner outlining the reasons for recommending the removal.

Section 5 - Procedure - All Petitions for Recall or charges of conflict of interest against a member of the Community Action Agency Advisory Board shall be submitted in writing to the Board Chair, with a copy to the charged member.

Determination that such a violation occurred shall only be made by a two-thirds (2/3) vote of the members of the Board present at a meeting where a quorum is *established*.

Section 6 - Hearings

- a. The Chair or Vice-Chair of the Executive Committee of the Board shall schedule a formal hearing by the Board not earlier than two (2) weeks following the receipt of the Petition or of the charges.
- b. The charged member shall be entitled to file with the Chair or Vice-Chair of the Executive Committee a written answer to all charges against him/her at least five (5) days prior to date of the scheduled hearing.
- c. At the hearings, charged members may be represented by counsel to present witnesses and evidence on their behalf and to review evidence and question all persons presented to substantiate the charges against them

ARTICLE XIX

AMENDMENTS TO BY-LAWS: - The By-laws of the Community Action Agency Advisory Board, as officially adopted, shall be amended in accordance with the following procedures:

Section 1 - It shall be the official policy of the Community Action Agency Advisory Board that all proposed changes and/or amendments to the By-laws shall be presented to the Board for consideration.

Section 2 - All members holding official appointments to the Board shall be furnished a copy of the proposed changes and/or amendments at least ten (10) calendar days prior to the time proposed changes and/or amendments will be considered by the Board.

Section 3 - Previous notice having been given in accordance with Section 2 above, these By-laws may be amended by a two-third (2/3) vote of those members of the Board present at a meeting where a quorum is established.

Section 4 - The State of Florida, Department of Community Affairs or its successor as Administrator of the Community Services Block Grant shall be furnished with a complete copy of all adopted and approved changes and/or amendments to the By-laws.

ARTICLE XX

RULES OF ORDER: - The rules contained in Robert's Rule of Order Revised shall govern the Board in all cases to which they are applicable, and in which they are not inconsistent with the By-laws of the Board.

ARTICLE XXI

APPLICABILITY: - Nothing in these By-laws may be constructed or applied in a manner to contravene applicable local, state, or federal funding source laws, regulations and policies.

**Broward County Community Action Agency
Advisory Board Members**

Margaret Bates, Chair (Public sector)

Crystal Davies (Private sector)

Phoebe R. Francois, Vice Chair (Private sector)

Jacob Greene (Community sector)

Perry E. Thurston/Ella Phillips – Designee (Public sector)

Barrington Russell (Public sector)

LaRhonda Ware (Community sector)