

7-16-07

FMC Community Empowerment Bylaws Amended and Restated: FY 2008

Article I

Name

The name of this organization shall be the FMC (Floyd-Mitchell-Chickasaw Counties) Community Empowerment Board, (hereinafter the “Empowerment Board”).

Article II

Purpose

The Empowerment board has been duly organized in section 71.5 under Senate File 2406 (1998). The purpose of the Empowerment area is to facilitate efforts to enhance the quality of life of young children and their families through collaboration.

Article III

Empowerment Board Membership

Fifty-one percent of the members of the FMC Community Empowerment Board shall be private citizens and elected officials. Elected officials and citizens must live in the Community Empowerment Area of Floyd, Mitchell, or Chickasaw County. At a minimum, the Board will consist of the following:

- A citizen* from each of the three counties
- A decision-making representative of education
- A decision-making representative of health
- A decision-making representative of human services
- A county supervisor citizen or county-elected or citizen official designated by the Board of Supervisors, from each of the three counties
- A representative of Faith
- A representative of business
- A provider of childcare services
- A provider of preschool services

**FMC Community Empowerment shall adhere to the citizen definition as defined by state law. Iowa Administrative Code, 349, Chapter One, defines a citizen representative as “a resident of the empowerment area, who is not an elected official, or a required representative for education, health, and human services, or a paid staff member of an*

agency whose services fall under the plan or purview of the community empowerment board. A citizen representative may also represent faith, consumer, or business.”

Article V

Board of Director Terms

There are 13 members on the FMC Community Empowerment Board.

The terms of a member will be for three years, with the initial terms for citizens and elected officials staggered and drawn by lot; one elected official and citizen to serve one year terms, one elected official and citizen to serve two-year terms, and one elected official and citizen to serve three-year terms. Consecutive terms will be for three years. Terms of office begin with the first meeting of the new fiscal year.

Article V

Election of Officers

1. Election of Officers: The elective officers of the Community Empowerment Board shall consist of a chairperson, vice-chairperson and secretary. Officers shall be elected at the annual meeting. The annual meeting is set for the 3rd Monday of the month of July.

2. Terms of Office: Each officer is elected to a one-year term.

3. Nominations: The Chairperson shall at a meeting prior to the annual meeting, appoint a nominating committee which shall place in nomination at the annual meeting one nominee for each board position on the Community Empowerment board to be selected. The presiding officer shall then open the meeting for nominations from any board member present.

4. Duties of Officers:

Chairperson: The chairperson shall be the principal officer of the Empowerment Board and subject to the general powers of the Empowerment Board, shall supervise and control all of the business and affairs of the Empowerment Board. The Chairperson, when present, shall preside at all meetings of the Empowerment Board, develop meeting agendas and post in accordance with the open meeting law, appoint such committees as deemed necessary and designate the chair of each committee. The Chair must be an elected official or citizen.

Vice-chairperson: If the chairperson is absent or unable to act, the vice-chairperson shall perform the duties of the chairperson. When so acting, the vice-chairperson shall have all the powers of and be subject to all restrictions upon the chairperson. The vice-Chairperson shall also perform such duties as may be assigned by the chairperson. If the vice-chairperson fails to assume the office of Chairperson when a vacancy exists, the Empowerment Board, shall, by election, fill the vacancy for the remainder of the Chairperson’s term. The vice-

chair should also be a citizen or elected official, as they may perform the duties of the chair in the chair's absence and may assume the office if a vacancy occurs.

Secretary: The secretary shall be responsible for taking and distributing meeting minutes.

5. Unexpired Term Vacancies: In the event of a vacancy, it shall be filled within sixty days as determined by a majority vote of the membership. Those individuals elected to fill a vacancy shall serve for the length of the unexpired term. A vacancy in the office of the chairperson shall be filled by appointment of the vice-chairperson. A vacancy in the office of the vice-chair shall be filled by election at the next meeting after the vacancy occurs.

Article VI Responsibilities and Authority

1. Designate a public agency of this state or a non-profit as defined by Iowa Code to be fiscal agent for grant and other fund administered by the Community Empowerment Board.
2. Administer grant funds available from the state to the Community Empowerment Board as provided by law and other federal, state, local and private funds which are made available to the Community Empowerment Board.
3. Will assume other responsibilities established by law or administrative rule.

Article VII Meetings

1. Annual Meeting:

An annual meeting of the FMC Community Empowerment organization will be held each year in the month of July. The first regular meeting of the new fiscal year will immediately follow the annual meeting.

2. Regular Meetings:

The Community Empowerment board will hold regular bimonthly meetings.

3. Special Meetings:

The FMC Community Empowerment Board shall meet upon the call of the Chairperson or as determined by the membership majority.

4. Public Input:

All meetings shall be accessible to the public: Agendas and notices shall be posted on the FMC Empowerment website, and also in the local media, and in the local county courthouses. Public input shall be recognized at each regularly scheduled meeting by having an agenda item stating "public input". Board members can add items to the agenda by contacting the Empowerment Coordinator prior to a meeting.

5. Appeals:

The community has the right to appeal decisions based upon a showing that the policies and procedures governing the decision making process have not been properly applied. Appeals should be in writing and filed with the Chairperson of the Board within five

working days of the date of the Board decision. It is responsibility of the applicant to assure that appeals are received by 4:30 p.m. on or before the 5th working day of he appeals process.

6. Conflict of Interest:

A member of the board, who may derive any intentional personal benefit, profit, or gain directly or indirectly, by reason of membership on the Board or for services contracted from the Board, shall disclose such interest to the board. Every board member shall be required to sign a conflict of interest statement at the onset of each new term.

4. Telephonic and Electronic Meetings:

No electronic mail meetings will be allowed, however to constitute a quorum if necessary, members may be present through a conference call. All members participating in this manner shall be reflected in the board minutes.

5. Location:

All meetings shall be held in facilities accessible and functional for people with physical disabilities.

6. Quorum:

A simple majority of the voting members shall constitute a quorum. A quorum must be present to vote on any action. The quorum for a Board meeting shall be majority of total membership positions filled.

7. Notice:

Each meeting, including a proposed agenda shall be posted at least 24 hours prior to the meetings. The announcement is posted on the CEA website (www.fmcempowerment.com), the local media, and local courthouses in Floyd, Mitchell, and Chickasaw counties. All meetings are open to the public.

8. Procedure:

Robert’s Rules of Order shall govern the Empowerment Board on all procedural questions not expressly resolved by law or these bylaws.

9. Attendance:

It is the duty of board members to attend all meetings, including assigned committees and task forces and to also notify the Empowerment Coordinator or Board Chair if unable to attend a meeting.

**Article IX
Advisory Councils**

Advisory Councils serve as an advisory body to the Community Empowerment Board that functions on a contingency basis for the study and recommendations of solutions and policy alternatives of the problems arising within the functional area of community empowerment areas. The FMC Community Empowerment Board may appoint an advisory council consisting of persons knowledgeable in the fields of health, human services, and education.

**Article X
Books and Records**

The Community Empowerment Board secretary keeps minutes of the proceedings of its meetings. The fiscal agent shall keep correct and complete books and records of amount. All records of the FMC Community Empowerment are subject to the Open Records Law. Board records are available at the physical offices of the Empowerment Coordinator, located at 100 Dawn Drive, Nashua, IA. Financial records are available at the offices of the Fiscal Agent, Floyd County Courthouse; board agendas, minutes and other materials may also be accessed online at the FMC Empowerment website at: www.fmcempowerment.com

**Article XI
Amendments**

Amendments or changes to by-laws to by-laws must be passed by a 2/3 vote of the board members present. When reviewed for changes, the board must be given a copy of the proposed changes at a board meeting and then those changes must be voted on at the next meeting of the board.

**Article XII
Certification**

The Chairperson of the Empowerment Board does hereby certify the Bylaws set out above were duly passed and adopted by the Empowerment Board on August 3, 1998 and amended on January 17th, 2000 and March 15, 2004. Intensive review and suggestions were made in the spring/summer of 2007 by the state TA team and the bylaws were amended and restated on: *(insert date here)*: Thursday, August 16, 2007.

**Article XII
Liability Insurance**

Floyd County will purchase and provide liability coverage with adequate liability insurance for the members of the board and the board's employee. The amount of coverage and estimated cost will depend on the amount of Empowerment dollars received each year.

Fiscal Agent of the FMC Community Board

Floyd County Auditor
Floyd County Courthouse
101 South Main St., Suite 302
Charles City, IA 50616

Reviewed by board on: Thursday, August 16, 2007
Adopted: Thursday, August 16, 2007

Signed: Board Chair, Virgil Pickar, Jr.
_____ Date: 8-16-07

Signed: Board Secretary, Kathy Herrick
_____ Date: 8-16-07

Original Signed copies are in the board book and sent to the state TA team with the Annual Report/Community Plan for FY 2007. Bylaws are also posted on the FMC website. www.fmcpowerment.com

filed: August 22, 2007 in FMC files.