



BooSt Together for Children - Early Childhood Iowa Area

Board of Directors By-laws

ARTICLE I – NAME

The name of this organization shall be the **BooSt Together for Children Early Childhood Iowa Area** (a.k.a., BooSt Together for Children) hereinafter referred to as the “Board”. This organization is organized under and by virtue of the provisions of Chapter 256i of the Code of Iowa and shall operate according to the rules established in the Iowa Administrative Code to improve the quality of life for children and families in Boone and Story Counties

ARTICLE II – PURPOSE

The objects and purposes of the Board are to enable local citizens to lead collaborative efforts involving education, health, and human services programs on behalf of the children, families and other citizens residing in Boone and Story Counties. The focus of Early Childhood Iowa Area activities is to improve the quality of life for families with young children prenatal through five years of age.

ARTICLE III – MEMBERSHIP

A. Board Membership Guidelines The Board shall consist of **seven to twelve (12) members**. The Board shall strive to maintain the membership requirements as set forth in Iowa Code Chapter 256i, to include at least one (1) representative each from early care, education, health, human services, business, and faith interests, and at least one parent, grandparent, or guardian of a child zero to five years of age. Members shall be appointed by a simple majority vote of the Board. Members of the Board shall be elected officials and/or members of the public who are not employed by a provider of services to or for the Board. Members shall be appointed by a simple majority vote of the Board. Every effort will be made to appoint representatives from all areas of the two-county Early Childhood Iowa Area encompassing Boone and Story counties.

** Board shall adhere to the citizen definition as defined by state law. Iowa Administrative Rules, 249, Chapter One, defines a citizen representative as “a member of an early childhood Iowa board who is not an elected official or a paid staff member of an agency whose services fall under the plan or purview of the Board either directly or indirectly.”*

B. Board Authority to carry out its duties is set forth in Iowa Code Chapter 256i. The **C. Board Responsibilities:**

1. Establish the function and structure of the Board to ensure that local expertise, public will, and continuous input from the community are requested, reviewed and evaluated;
2. Interpret the scope of responsibilities of the Early Childhood Iowa Area as set by legislation, the Code of Iowa, the Iowa Administrative Code, and policy established by the State Early Childhood Iowa Board;
3. Establish the mission and vision for the Board, and practices to support the legislative intent;
4. Comply with applicable open meeting and open records laws;
5. Provide oversight and management, at a minimum, of funds from the State of Iowa awarded for the Early Childhood Iowa Area; administer funds as provided by law or other funding sources awarded to Board;
6. Oversee and report on fiscal and performance reviews of the programs, contracts, and services supported through Early Childhood Iowa Area funds;
7. Provide oversight that interest or earning on the Early Childhood Iowa funds will be used for services in the community plan;
8. Approve allocations for program and service contracts;

9. Collaborate with community planning and funding initiatives (including local Decategorization Governing Boards) in developing the community plan and budget for the Early Childhood Iowa Area;
10. Assign tasks to committees as appropriate;
11. Develop and implement the community plan, with identified priorities, based on community assessments, which address early care, human service, education, and health needs to support children and their families of Boone and Story Counties to reach desired outcomes.
12. Ensure that the annual report for the Early Childhood Iowa Area is submitted each fiscal year to the State Early Childhood Iowa Board and to local governing bodies in the Early Childhood Iowa Area;
13. Develop a plan to sustain community efforts to support children and their families within the Early Childhood Iowa Area;
14. Cooperate with the **State of Iowa Offices and Departments as requested.**
15. Assume other responsibilities established by law or administrative rule.

D. Board Member Responsibilities:

1. Attend all meetings of the Board and assigned committees;
2. Notify the Board Chairperson or the area director of absences in advance, if possible;
3. Thoroughly review meeting agendas and all support materials to be prepared to contribute to the discussion of issues and business to be addressed;
4. Represent the Board in a positive and supportive manner at all times and in all places.
5. Keep the Board Chairperson and / or area director informed of community concerns or issues that are relevant to the Board;
6. Recognize conflicts of interest between the position as a Board member, personal, and professional activities. If such conflict arises, declare that conflict before the Board and refrain from voting on matters in which a conflict exists.

Board is the local governing body and has authority over Early Childhood Iowa programs and activities in Boone and Story Counties.

E. Board Member Terms:

Membership terms shall be three years. In the event any Board member is appointed to fill an unexpired term, he/she shall complete that term and be eligible for two full terms. All terms shall be staggered. A full term is thirty-six months served consecutively. **Members may serve up to two consecutive terms.** Vacancies of the Board shall be filled by recommendation of the **Board Ad-Hoc Committee.**

F. Board Member Selection/Application:

Potential board members shall submit a membership application to Board via the Early Childhood Iowa area director. Members of the Board **Ad-Hoc Committee** shall conduct an interview with potential board member applicants. The Board shall vote upon **the Ad-Hoc Committee** recommendations for membership appointment at its next regular meeting, and a simple majority of those present will be sufficient to elect the applicant to membership. Vacancies of unexpired terms shall be for the length of the unexpired term. Vacancies of expired terms shall be for the full term.

G. Board Member Resignation:

Any member may resign from the Board at any time by submitting a letter of resignation to the Board, with resignation being effective at the time of the next regular meeting of the Board, or at such other time as may be set forth in the letter of resignation subsequent to the next meeting of the Board. Resignation shall not automatically absolve the member of any responsibilities associated with membership prior to the meeting of the Board at which said resignation is tendered. The Board may, however, absolve the member of responsibility for carrying out other obligations of membership not fulfilled prior, or subsequent to, the time the resignation is submitted or received.

H. Board Member Removal:

A Board member with three consecutive unexcused meeting absences may be removed from the Board. An unexcused absence is defined as failure to notify the Board Chair or area director prior to the board meeting that the member would not be able to attend. For good and sufficient reasons, including but not limited to failure to abide by all of the governing rules of the Board, a member may be removed from the Board. Action to remove a member may be commenced by any member of the Board at any meeting by stating the reason for commencing such action and supported by one other member of the Board then in attendance. If a majority of the Board agrees with the decision to commence removal proceedings, the removal of the member will be placed on the agenda for the next regular Board meeting, or at the next special Board meeting, provided that the call of the meeting includes notification that the matter of removal of the member is to be considered at that time. The call of the meeting must include notification that the matter of removal of the member is to be considered at that time. Before final action is taken, the member recommended for removal, or the member's representative, shall be given an opportunity to appear before the Board and show cause why the member should not be removed.

ARTICLE IV – GOVERNANCE AND QUORUM

A. Decision Making:

The Board shall use Robert's Rules of Parliamentary Procedure as its standard reference guide for conduct of business and, except as modified by the Board, shall govern in all matters relating to parliamentary practices of the Board.

B. 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. No business can be transacted without a quorum, except to adjourn the meeting; if no question is raised, debate is allowed but no vote can be taken.

C. Public Input:

All regular and special meetings of the Board are open to the public in accordance with the Iowa Open Meetings Law, and if at all possible, held in facilities accessible by people with disabilities. Meeting schedules and agendas and notices shall be posted at the Early Childhood Iowa Area office location, the designated meeting location, and shall be available electronically on the Early Childhood Iowa Area website. Public input shall be recognized at each regularly scheduled meeting through an agenda item for Open Forum.

D. 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 for Board actions must be received by the Board in writing no later than seven (7) business days (excluding holidays) following the effective date of the action appealed. It is the responsibility of the applicant to assure that appeals are received by 4:00 p.m. on or before the seventh business day of the appeals process. Appeals received after 4:00 p.m. on the seventh business day of following the date of the action appealed shall not be reviewed.

1. All appeals shall clearly state how the decision failed in following the rules of the process as governed by the policies and procedures outlined in the by-laws. The request must also describe the remedy sought.
2. The Board will review the appeal and gather information regarding any infractions of the process.
3. The Board will set the matter for review at the next regularly publicized meeting of the Board.

E. Conflict of Interest:

Members of the Board may not directly or indirectly benefit, profit or gain, from any decisions of the Board and its committees. The member's abstention from the vote will be recorded in the meeting minutes.

A Conflict of Interest policy will be reviewed by members at the first board meeting of each fiscal year. The Board members shall agree each year as evidenced by signature on the conflict of interest statement.

F. Official Records:

The official records of the Board shall be available to the public and kept at the BooSt Together for Children Office at 900 W 3rd St, Boone, Iowa. Records shall be open to the public on regularly scheduled workdays (Monday through Friday) during the hours of normal operation, or 8:30 a.m. to 4:30 p.m. (excluding holidays). In the event that copies of records are requested, standard charges will apply. All public records are subject to Iowa's Open Records Law, Iowa Code Chapter 22.

ARTICLE V – OFFICERS

A. Offices and Duties

The officers of the Board are Past Chairperson, Chairperson and Vice Chair. Board members are elected to these positions by the voting members of the Board. It shall be the preferred practice for the Board to strive to have a Chairperson and Vice Chairperson from geographically diverse representation within the Early Childhood Iowa Area.

Past Chairperson - The Past Chairperson assist in orienting and mentoring the Chairperson, supporting parliamentary procedures and historical reference.

Chairperson – The chairperson shall preside at all meetings of the Board, approve the agenda for the Board meetings, and oversee the operations of the Board, and appoint committee representatives. The Chairperson shall sign all actions taken by the Board. The Chairperson shall be a citizen representative (including consumer, business, or faith) or elected official representative on the Board. The chairperson votes when the Board of Directors Membership is at 7 board members including the chair. When Board Membership is 8 or above the Chairperson only votes in the event of a tie vote. In the event the Chairperson is unable to attend a meeting, the Vice Chairperson shall preside.

Vice-Chairperson – The Vice-chairperson shall have the full authority and capacity of the Chairperson, in the event of the Chairperson's absence. In the event neither the chairperson nor the vice-chairperson is in attendance, the longest tenured citizen member shall assume chairperson responsibility for regular scheduled meetings. The vice-chair shall also assist the chairperson in appointing committee representatives.

Secretary – Shall be responsible for keeping record of board's meeting minutes and actions, physical custody and posting of board minutes are the responsibility of the area director. Board minutes and all required reports will be done timely and accurately with the partnership of the Secretary and Area Director. The secretary may sign board documents if the board chair and vice chair are not available.

B. Selection of Officers

An annual meeting of the Board shall be held between March 1 and June 30 of each year, at a time and place to be fixed by the Board. At the annual meeting, officers shall be elected by simple majority vote of members present to serve for the next fiscal year (July 1 through June 30). All officers shall be elected for a one-year term. Officers shall assume office on July 1 of the new fiscal year. A vacancy of the position of Chairperson is to be filled first by nomination of the Vice Chairperson; if unable, then by simple majority vote of the voting quorum. A vacancy in any elective office shall be filled by Board action.

C. BooSt Early Childhood Iowa Coordination Services

Coordination of Board meetings and activities shall be provided by an Area Director. Additional support staff may be hired subject to board approval and funding made available for this purpose. The Area Director shall sign all actions taken by the Board along with the Chairperson or Vice Chairperson.

ARTICLE VI – COMMITTEES

A. Appointment of Committees

The Chairperson and Vice Chairperson shall appoint Board members to serve on standing committees. These committees will be charged with the responsibility to carry out the goals and objectives of the Board. The committees will bring any recommendations from the committees to the full Board for approval. Each committee will be responsible to address the following related to their specific area of focus.

1. Standing Committees:

- a. Board **Processes** Committee - to include the Board Chairperson (as committee chair), Board Vice Chairperson, the area director, and the Committee Chairpersons of all other standing committees. The area director is a non-voting member of each standing committee.
- b. **Early Childhood Children's Services Committee – to include a Committee Chair up to three (3) Board members.**
- c. **Public Relations Committee- to include Committee Chairperson & up to three (3) Board Members.**
- d. **[Finance Committee - To include the Committee Chair & a minimum of one additional Board Member up to three (3) Board Members.]**

2. Ad hoc committees are designated by the Chairperson and Vice Chairperson and are not limited to Board members, as shall be deemed appropriate and necessary in carrying out Board responsibilities. Membership shall consist of:

- a. Any composition and number deemed appropriate by nominating process established by simple majority vote of the Board.
- b. Terms will be for the duration of the function as determined by the Board.
- c. Members may serve multiple consecutive terms.
- d. Membership is subject to reappointment.
- e. Recommendations from committees shall be presented to the Board for approval.

ARTICLE VII- MEETINGS

A. Board Meetings

The Board shall meet upon the call of the Chairperson. Meetings shall be conducted pursuant to the open meetings and open records law, Iowa Code Chapters 21 and 22. Meetings shall be held no less than six times per year. All meeting notices (including committee meetings) shall be posted at the Early Childhood Iowa Area office (and on the BooSt web site) no less than 48 hours prior to the meeting. Special meetings may be called by the Chairperson or by the Vice Chairperson with the approval of two additional Board members. The annual schedule for regular meetings shall be presented to the Board at the regular meeting in June of each year. Meeting times and places will be set by the Board in locations that are public handicap accessible facilities. Board and committee meeting minutes and attendance shall be kept by the area director.

B. Agenda

The meeting agendas will be prepared by the area director and approved by the Chairperson. Any Board member may request an item be placed on the agenda by notifying the Chairperson or the area director at least seven (7) working days before the meeting.

C. Special Meetings

Special meetings may be called by the Chairperson or by the Vice Chairperson with the approval of two additional Board members. The Chairperson or Vice Chairperson shall call special meetings within five days after receiving a request. Special meetings will be limited to purpose called.

D. Virtual and Electronic Meetings

1. Board of Director meetings shall be held in-person with Virtual Meeting capability. Quorum shall be met in-person. All Board members participating through virtual/Electronic means shall be reflected in the board minutes. Exclusion to in-person Quorum may be optional in case of State or National emergency. All members participating through virtual means shall be reflected in the board minutes.

ARTICLE VII - AMENDMENTS TO BY-LAWS

These by-laws, or any part hereof, may be amended or repealed, in accordance with the Code of Iowa, at any regular meeting of the Board by a two-thirds (2/3) vote of Board members after public notice thirty (30) days prior of the intention to amend or repeal any part hereof. The by-laws may be further clarified through written Board policies and procedure

ARTICLE IX – DISSOLUTION

This Board may dissolve in accordance with the laws of the State of Iowa, and within the requirements of all funding sources.