

# Bylaws



Queen Anne's County  
Community Partnerships for Children and Families  
also known as  
The Local Management Board

*Reviewed and Approved on January 20, 2016 by the Full Board*

# **BYLAWS**

## **QUEEN ANNE'S COUNTY COMMUNITY PARTNERSHIPS FOR CHILDREN AND FAMILIES (THE LOCAL MANAGEMENT BOARD)**

### **ARTICLE I. NAME AND GOVERNANCE**

The name of this Board is the Queen Anne's County Community Partnerships for Children and Families hereinafter referred to as the Partnership. The Partnership will be governed by a Board of Directors, hereinafter referred to as the Board. Directors are appointed by the Queen Anne's County Commissioners.

### **ARTICLE II. MISSION STATEMENT**

To promote a safe, healthy and stable environment for all of Queen Anne's County children and families by achieving a comprehensive system of education, health and human services whose effectiveness and responsiveness addresses the needs of children and families through public and private interagency collaboration.

### **ARTICLE III. PURPOSE**

The Queen Anne's County Partnership serves as the primary structure for the county to develop and maintain an effective and efficient system of services for children, adolescents and families. Emphasis is placed on prevention, early intervention and community-based services. Priority is given to children and families most at-risk. The Partnership primarily assesses, plans, coordinates, monitors and evaluates. It does not function as a direct service provider. Responsibilities include, but are not limited to, the following:

1. Creating a vision and strategic plan for the roles of local government and public/private child/family serving agencies to achieve our mission;
2. Collaborating/contracting with child/family agencies to implement and annually update our strategic plan;
3. Maximizing the acquisition and utilization of all public and private funding sources and other resources;
4. Facilitating interagency project/program planning and outcome measures to evaluate service effectiveness and to address gaps in services;
5. Meeting the expectations of the Community Partnership Agreement between the State and the Partnership.

## ARTICLE IV. MEMBERSHIP

### A. Number:

The Partnership will be comprised of at least 15 members with the actual number of Directors to be established by the Board.

### B. Composition:

1. The Queen Anne's County Commissioners may appoint one of their members or a representative to the Partnership. The County representative along with the heads of the Local Board of Education, Social Services, Health Department, Juvenile Services, Core Service Agency serve as ex-officio members as recognized by the State of Maryland Policies and Procedures Manual for Local Management Boards issued by the Governor's Office for Children and will serve on the Board by virtue of their position. Additionally, representatives from the Queen Anne's County Recreation division, Office of the Sheriff, and Chesapeake College will serve on the Board by virtue of their position as recognized by these bylaws. These individuals may send an alternate to represent them at a meeting if they are unable to attend. Alternates shall remain informed on all Partnership business.
2. Additional representation will include public and private agencies, advocacy groups, business and professional community and the general public.
3. The Partnership will strive to reflect the ethnic and cultural diversity of the county, to include current or former service recipients or their families, to engage public and private citizens with a wide range of skills and experience and to engage participants from throughout the county.
4. Non county residents shall be allowed to be members if their role on the board is for the purpose of representing an entity, either by employment or affiliation that is located within Queen Anne's County.

### C. Appointment:

Members will be recommended to the Partnership by a Nominating Committee appointed to perform that task when needed. Nominees will then be recommended by the Board to the Queen Anne's County Commissioners for appointment.

#### 1. Nominating Committee Policy:

It is the policy of the Partnership for the Nominating committee to exercise an inclusive process in the nomination of members.

- a. For appointment to the Board, and
- b. To elect officers

2. Nominating Committee Procedure:

- a. For appointment to the Board

It is the responsibility of each Board member to contact the Nominating Committee to recommend the names of potential nominees to the Board. The Nominating Committee will also generate the names of potential nominees. This will occur:

- (1) whenever the Board membership falls below (15) fifteen,
- (2) whenever the Board wishes to increase its membership, and
- (3) whenever a Board vacancy occurs.

The Nominating committee will contact each potential nominee to identify their interest in fulfilling the duties as a Board Member and to determine which persons will be recommended to the County Commissioners for appointment to the Board.

- b. To elect officers

The Nominating Committee will contact each member of the Board to solicit the names of potential officers.

- (1) whenever an officer vacancy occurs, and
- (2) whenever the term of an officer will expire.

The Nominating Committee will contact each Board member to identify their interest in serving as an officer of the Board. Board member names and the office in which they are willing to serve will be put on the Slate of Officers, which will be mailed to all Board members in advance of the June Board meeting. Upon acceptance of the Slate of Officers, a written, or voice (*amended based on current practices*) vote will be taken on each office and the results tabulated. Board members unable to be present may use the slate as their ballot and forward it with their proxy.

Those persons receiving the highest number of votes for each office will be elected. In the case of a tie, a tiebreaking vote will be taken at the Board meeting.

D. Terms:

1. The County Commissioner or representative and the heads of local departments, also known as “ex-officio members” serve by virtue of their position. As such, they have no set term.
2. All other positions will be staggered so that 1/3 of these terms will expire each year. All subsequent positions will be three-year terms. Terms begin July 1<sup>st</sup> and end June 30<sup>th</sup>.
3. Members may serve two consecutive terms and may be re-appointed after an absence of one year.
4. Appointees replacing a member leaving the Board will complete that term and will remain eligible to serve two additional three-year terms.

E. Compensation:

Members shall not receive any compensation for their services. Upon request, a member may be allowed reimbursement for expenses actually and reasonably incurred on behalf of the Partnership.

F. Liability:

Members will not be held personally liable for the debts or other legal or financial obligations of the Partnership.

G. Resignation, Removal, Vacancy:

1. Any member may resign at any time by providing written notice to the President of the Board who will forward such notice to the Queen Anne's County Commissioners.
2. Any member may be removed, for cause, by a majority vote of the Board at any regular or special meeting. Cause includes failure to attend 50% of the meetings held in a period of twelve consecutive months.
3. Any vacancy occurring in an office other than President will be filled with appointment by the President for a period of time not to exceed the end of the fiscal year.

## **ARTICLE V. MEETINGS**

- A. Purpose - The purpose of Partnership meetings is to consider and act on matters deemed consistent with our mission statement.
- B. Regular Meetings - The Partnership will meet at least quarterly at such time and place that the Board designates. Members shall receive written notice of the meeting and agenda.

- C. Special Meetings - Special Meetings of the Partnership may be called at any time by the President, or, if the President is absent or unable to act, by the Vice President/Secretary or one-third of the Board members. Notice of the time, place and purpose of special meetings shall be provided to all Board members as soon as the need arises. At least 24 hours notice must be provided.
- D. Quorum - For the purpose of conducting business a quorum of the Board shall be 50% of the total Board membership and 25% of the ex-officio members of the Board who are either present in person or by proxy. A quorum will also only be considered constituted if at 25% of the ex-officio membership is present by proxy or in person at each meeting.
- E. Voting - There will be one vote per member. Such a vote may either be in person or by proxy. Alternates on behalf of a local department head or ex-officio member are entitled to vote. All decisions requiring a vote will be made by a majority of the members present in person or by proxy at a duly constituted meeting.
- F. Conduct of Meetings:
1. No business shall be considered by the Board at which a quorum is not present.
  2. Meetings shall be presided over by the President, or in the President's absence, the Vice President/Secretary or Treasurer. In the absence of all three, a Director, chosen by majority of those present, may chair the meeting.
- G. Action Without a Meeting:  
Action may be taken on behalf of the Board by the Executive Committee. Such action will be placed on the agenda of the next regularly scheduled meeting for approval or ratification by the full Board.
- H. Conflict of Interest:  
On any matter before the Board, all members are obligated to disclose their conflict of interest prior to discussion of any matter so affected. Such members shall abstain from voting if such member or the Board deems a conflict of interest exists. No Partnership member may vote on any matter, which has a direct bearing on services to be provided by that member or his/her parent organization. Members unable to vote may still be counted as present for the purpose of establishing a quorum.

## **ARTICLE VI. OFFICERS**

1. The officers shall consist of the President, Vice President/Secretary and Treasurer.
2. Officers may be elected for a term of one year. Each officer may hold only one office at a time. Elections shall be held in June for terms to begin in July.

3. The President shall preside at all meetings of the Partnership; appoint chairpersons for all committees; sign legal documents for the Board; and act as a leader for the Board in its efforts to achieve the goals as outlined in these by-laws.
4. The Vice President/Secretary shall ensure the proper records (i.e., by-laws, agendas, minutes, record of attendance) are established and maintained and shall serve in the absence of the President.
5. The Treasurer shall ensure the proper oversight for all funds, securities, indebtedness, property and other financial responsibility of the Partnership. The Treasurer shall ensure the regular communication of the other financial status of the Partnership through financial statements, annual audits and other such methods.

#### **ARTICLE VII. COMMITTEES**

1. Executive Committee will consist of the Officers of the Partnership and may act on behalf of the Board subject to ratification at the next Board meeting. Other specific duties and responsibilities will be determined by the Board.
2. Other Committees - may be established by the Board as the need arises. Appointment to these committees shall be made by the President and approved by the Board. The specific purpose, task or responsibility of these committees will be determined by the Board.

#### **ARTICLE VIII. AMENDMENTS**

These bylaws may be amended at a meeting of the Partnership by a majority vote, provided that the amendment has been submitted in writing to the membership at least ten days prior to the meeting at which the vote is to be taken.

#### **ARTICLE IX. FISCAL YEAR**

The fiscal year of the Partnership shall run concurrently to the fiscal years of Queen Anne's County and the State of Maryland, July 1 through June 30.

#### **ARTICLE X. INDEMNIFICATION**

Nothing in these bylaws shall constitute members of the Board as partners for any purpose. No member, officer, agent, or employee shall be liable for the acts or failure to act of any other member, officer, agent, or employee, excepting only acts or omissions arising out of his or her willful misfeasance. Vendors, potential vendors and/or grantees shall indemnify and hold harmless the County, its employees, agents and officials from any and all claims, suits or demands, including attorney fees, which may be made against the County, its employees, agents or officials resulting from any act or omission committed in the performance of duties.

#### Revision History:

- Revised and approved by the full Board at their meeting on February 16, 2000
- Proposed revisions made on August 3, 2004 per April 14, 2004 letter OCYF Monitoring letter and requested for adoption at the Board meeting on September 15, 2004.
- Revisions Adopted on September 15, 2004 at a full board meeting.
- Proposed revisions made on June 2, 2006.
- Revisions Adopted on June 21, 2006
- Proposed revisions made on February 15, 2013
- Revisions Adopted on *March 20, 2013*
- Proposed revision made on January 27, 2014 & January 31, 2014
- Revisions Adopted on February 19, 2014.
- Proposed revisions made on October 30, 2014
- Revisions Adopted on November 21, 2014

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