

**RESOLUTION NO. 2022-01**

**A RESOLUTION OF THE CHILDREN'S SERVICES COUNCIL OF LEON COUNTY APPROVING AMENDED AND RESTATED BYLAWS; AND PROVIDING AN EFFECTIVE DATE.**

**BE IT RESOLVED BY THE CHILDREN'S SERVICES COUNCIL OF LEON COUNTY AS FOLLOWS:**

**SECTION 1. AUTHORITY.** This Resolution of the Children's Services Council of Leon County ("CSC Leon") is adopted pursuant to Ordinance No. 2018-13 adopted by the Board of County Commissioners of Leon County, Florida on June 19, 2018, as approved by the electorate of Leon County at the general election conducted on November 3, 2020, section 125.901, Florida Statutes, chapter 189, Florida Statutes, and other applicable provisions of law.

**SECTION 2. FINDINGS.** It is hereby ascertained, determined and declared as follows:

(A) Section 125.901, Florida Statutes, authorizes creation of children's services councils and provides that such councils may make and adopt bylaws and rules and regulations for the council's guidance, operation, governance, and maintenance, provided such rules and regulations are not inconsistent with federal or state laws or county ordinances.

(B) In accordance therewith, the Governing Council of CSC Leon (the "Governing Council") previously adopted initial bylaws for CSC Leon and wishes to amend and restate such bylaws hereunder to (i) eliminate references to interim and organizational meetings, (ii) establish certain permanent committees to assist the Governing Council in achieving its children's services objectives, (iii) prohibit lobbying of Governing Council members by entities seeking funding from CSC Leon, and (iv) incorporate other revisions promoting efficient governance and administration for CSC Leon, the Governing Council and its staff and employees.

**SECTION 3. AMENDED AND RESTATED BYLAWS.** The Governing Council hereby approves and adopts the amended and restated bylaws for CSC Leon attached hereto as Appendix A. Such bylaws shall supersede the bylaws previously adopted by the Governing Council in their entirety and shall take effect immediately upon adoption of this Resolution.

**SECTION 4. EFFECTIVE DATE.** This Resolution shall take effect immediately upon its adoption.

**DULY ADOPTED** this 20th day of January, 2022.

**CHILDREN'S SERVICES COUNCIL  
OF LEON COUNTY**

By: \_\_\_\_\_  
Chair

ATTEST:

\_\_\_\_\_  
Executive Director

[SEAL]

**APPENDIX A**

**AMENDED AND RESTATED BYLAWS OF THE  
CHILDREN'S SERVICES COUNCIL OF LEON COUNTY**

**BYLAWS OF**

**Children’s Services Council of Leon County, an  
Independent Special District of Leon County**

**TABLE OF CONTENTS**

<b>PREAMBLE</b>	<b>PAGE 2</b>
<b>ARTICLE I. MEMBERSHIP AND TERM OF OFFICE</b>	<b>PAGE 2</b>
<b>ARTICLE II. MEETINGS</b>	<b>PAGE 2</b>
1. Regular Meetings	<b>PAGE 2</b>
2. Special Meetings	<b>PAGE 3</b>
3. Emergency Meetings	<b>PAGE 3</b>
4. Public Meetings	<b>PAGE 4</b>
5. Minutes	<b>PAGE 4</b>
<b>ARTICLE III. VOTING</b>	<b>PAGE 4</b>
<b>ARTICLE IV. OFFICERS, ELECTIONS, VACANCIES, and COMMITTEES</b>	<b>PAGE 4</b>
1. Officers	<b>PAGE 4</b>
2. Elections	<b>PAGE 5</b>
3. Vacancies in Council	<b>PAGE 5</b>
4. Committees	<b>PAGE 5</b>
<b>ARTICLE V. FINANCE</b>	<b>PAGE 6</b>
1. Fiscal Year	<b>PAGE 6</b>
2. Reporting	<b>PAGE 6</b>
3. Budget	<b>PAGE 7</b>
<b>ARTICLE VI. EMPLOYMENT OF EXECUTIVE DIRECTOR</b>	<b>PAGE 7</b>
<b>ARTICLE VII. CONFLICT OF INTEREST</b>	<b>PAGE 8</b>
<b>ARTICLE VIII. PROHIBITION ON LOBBYING</b>	<b>PAGE 8</b>
<b>ARTICLE IX. RULES OF ORDER</b>	<b>PAGE 9</b>
<b>ARTICLE X. COUNCIL ATTENDANCE</b>	<b>PAGE 9</b>
<b>ARTICLE XI. AMENDMENTS</b>	<b>PAGE 9</b>

## **BYLAWS OF**

### **Children’s Services Council of Leon County, an Independent Special District of Leon County**

#### **PREAMBLE**

The Children’s Services Council of Leon County has been established pursuant to § 125.901, Fla. Stat. and Leon County Ordinance § 18-03, as approved by the Electorate and has as its general purpose the provision of services to children throughout Leon County as more fully set forth in statute and ordinance.

#### **ARTICLE I. MEMBERSHIP AND TERM OF OFFICE**

The Governing Council of the Children’s Services Council of Leon County (“Council”) shall consist of ten (10) members including the Leon County Superintendent of Schools, a local Leon County School Council Member (as selected by the School Council), the Administrator of the District of the Department of Children and Families having authority over Leon County or designee who is a member of the Senior Management Service or of the Selected Exempt Service, a member of the Leon County Council of County Commissioners (as selected by the Council of County Commissioners), and a judge assigned to juvenile cases. These members shall serve for as long as they hold office or until they are removed in accordance with statute or the ordinance. The other five (5) members of the Council shall be appointed by the Governor upon recommendation by the Council of County Commissioners and, after their initial term in office shall serve for terms of four (4) years each. Members shall serve until their replacement is selected or they have been otherwise removed from office.

#### **ARTICLE II. MEETINGS**

##### **Section 1. Regular Meetings**

Regular meetings of the Council shall be held monthly at a time and place set by the Council. The annual meeting shall be held in October to align with the CSC Leon fiscal year, at which time the election of officers shall take place. If a regularly scheduled meeting falls on a holiday, the Council shall meet at such date and time as selected by the Council. Written or electronic notice of regular meetings of the Council shall be given to each member at least seven (7) days prior to each meeting; the notice is to be accompanied by a tentative agenda for the meeting. Meetings may be cancelled or rescheduled by majority vote of the Council. In the event of an emergency or lack of business to be considered a meeting may be canceled by the Chair, Vice-Chair, or Treasurer, in that order, but in no case shall longer than 60 days go between meetings of the Council.

## **Section 2. Special Meetings**

Special meetings of the Council may be called:

- a. By the Chair, or
- b. In the Chair's absence by the Vice-Chair, or
- c. In the Chair and Vice Chair's absence by the Treasurer, or
- d. By request of a majority of the Council made to an officer or the Executive Director.

Pursuant to the rules for independent special districts, any meeting other than a regular meeting or any recessed and reconvened meeting must be advertised at least seven (7) days before such meeting in a newspaper of general paid circulation in the county. The advertisement must be published in the same way as the meeting schedule.

Notices regarding special meetings will be accompanied by an agenda specifying the subject(s) of the special meeting. Only those subject(s) appearing on the special agenda may be discussed at that called meeting. The date, time, and location of the special meeting shall be determined by the Chair, Vice-Chair, Treasurer, or Council, as appropriate.

## **Section 3. Emergency Meetings**

Items that require immediate action due to possible harm that may result if held until a regular or special meeting may be considered at an emergency meeting.

Emergency meetings of the Council may be called:

- a. By the Chair, or
- b. In the Chair's absence by the Vice-Chair, or
- c. In the Chair and Vice Chair's absence by the Treasurer, or
- d. By vote or request of a majority of the Council made to an officer or the Executive Director.

Twenty-four (24) hours' notice of an emergency meeting shall be given to each member of the Council; if possible, said notice is to be accompanied by an agenda specifying the subject(s) of the emergency meeting. The emergency shall be stated in the notice of the meeting. Only those subject(s) appearing on the emergency meeting agenda may be discussed at that meeting. The date, time, and location of the meeting shall be determined by the Chair, Vice-Chair, Treasurer, or Council, 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 elapse 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 twenty-four (24) hours' notice were given are both stated by the Council before the Council takes any affirmative action on the emergency agenda.

## **Section 4. Public Meetings**

The Council, as a public body of the State of Florida, shall be subject to the requirements of Ch. 286, Fla. Stat.

## **Section 5. Minutes**

Minutes of each meeting shall be accurately taken, preserved, and provided to members at or before the next regular meeting. Minutes shall record the vote of each member present on all matters on which the Council takes action. Unless otherwise shown by the minutes it shall be presumed that the vote of each member present supported the action taken.

## **ARTICLE III. VOTING**

- A. Quorum. The presence of a majority of all members serving on the Council shall be necessary at any meeting to constitute a quorum to transact business.
- B. Each member shall have one vote, which may only be exercised by the member with the exception of the District Administrator of the Department of Children and Families who may have a designee.
- C. Action on any proposal other than amendment of these bylaws, hiring and dismissal of an Executive Director, or adoption of the annual budget shall require an affirmative vote of a majority of the members present.
- D. Action on matters relating to amendment of these bylaws may only be taken by an affirmative vote of two-thirds (2/3) of all serving members of the Council
- E. Action on matters relating to the hiring and dismissal of an Executive Director may only be taken by affirmative vote of two-thirds (2/3) of all eligible members of the Council.
- F. The Department of Children & Families appointee to the Council shall not vote on the hiring and dismissal of an Executive Director.
- G. Approval of the budget and setting of the millage shall be as established by law.
- H. The judge of juvenile cases appointed to the Council shall not vote or participate in the setting of ad valorem taxes.

## **ARTICLE IV. OFFICERS, ELECTIONS, VACANCIES, and COMMITTEES**

### **Section 1. Officers**

The officers of this Council shall be chosen from its membership and consist of a Chair, Vice Chair, and Treasurer. Each shall be elected at the annual meeting for a term of office of two (2) years. An officer may be elected to additional consecutive terms.

- A. The Chair shall:
- Preside at all meetings of the Council.
  - May be an ex-officio member of all committees of the Council.
  - Serve as a member of the Executive Committee.
  - Appoint, with Council approval, all ad hoc committees.
  - Perform all of the duties usually pertaining to the office of Chair.
  - Be the primary check signer of the Council subject to countersignature by another member of the Council or the Executive Director.
- B. The Vice-Chair shall:
- Preside at all meetings of the Council in the absence of the Chair.
  - Serve as a member of the Executive Committee.
  - Perform all such duties usually pertaining to the Office of Vice-Chair.
- C. The Treasurer shall:
- Preside over the Council Finance and Budget Committee.
  - Serve as a member of the Executive Committee.
  - Preside at all meetings of the Council in the absence of the Chair and Vice-Chair.
- D. In the event of a vacancy in the position(s) of the Chair, Vice-Chair, or Treasurer, the position shall be filled at the next meeting of the members and the term shall be the remainder of the vacant position's term. Any vacancy in other offices that result from this selection may be filled by immediate election for the remainder of the term.

## **Section 2. Elections**

Election of officers shall be held at the annual meeting. This election shall be by nomination and voice vote.

## **Section 3. Vacancies in Council**

Vacancies in Council memberships shall be filled as soon as practicable by the appropriate appointing authority in accordance with § 125.901, Fla. Stat.

## **Section 4. Committees**

- A. All committee appointments of the Council shall be appointed by the Chairperson and their appointments will be reviewed annually.
- B. The permanent committees shall be:

*Executive Committee:* The Executive Committee shall be composed of the officers of the Council and the immediate past Chairperson. In an emergency, this committee shall have all the powers of the Council to transact necessary business affairs of the organization; otherwise, decisions of the Executive Committee shall be approved or ratified by the full



Council. The Executive Committee shall provide a report of their decisions at the next regular meeting of the Council.

*Finance and Budget Committee:* The Finance and Budget Committee shall be composed of at least three members of the Council with the Treasurer serving as the chairperson. The committee shall provide financial oversight for the organization, including budgeting and financial planning, financial reporting, and the creation and monitoring of internal controls and accountability policies.

*Nominating Committee:* The Nominating Committee shall be composed of at least three members of the Council. The committee shall lead the process for vetting and recommending appointments for officers of the Council.

*Bylaws Committee:* The Bylaws Committee shall be composed of at least three members of the Council. The committee shall conduct an annual review of the Bylaws and make recommendations for changes, as needed.

*Program Services Committee (originally the Needs Assessment committee):* The Program Services Committee shall be composed of at least three members of the Council. The committee shall lead the process for developing and monitoring community needs assessments and making recommendations for community funding, including identification of appointments to evaluation team/review panel(s), to the Governing Council.

- C. Additional standing committees may be established by majority vote of the Council. Ad hoc committees may be established by the Chair, with Council approval, provided that ad hoc committees shall not be established for a period of time exceeding one year.
- D. The Council may also designate persons not on the Council to serve on committees. The committees shall have such authority as the Council shall direct, subject to applicable Florida Laws.

## **ARTICLE V. FINANCE**

### **Section 1. Fiscal Year**

The fiscal year of the Children's Services Council of Leon County shall commence on October 1 and end on September 30.

### **Section 2. Reporting**

Commencing no later than January 1, 2022 and by January 1st of every year thereafter the Council will prepare an annual written report, to be presented to the Council of County Commissioners which shall contain the information set forth in § 125.901(2)(b)(5), Fla. Stat.

### **Section 3. Budget**

The Executive Director shall be responsible for submitting a tentative annual budget for the operation of the Children's Services Council of Leon County to the Members of the Council at or before the May meeting for adoption by the Council. The Council shall submit a certified budget to the Board of County Commissioners no later than July 1.

On or before July 1 of each year, the Council shall prepare a tentative annual written budget of the district's expected income and expenditures, including a contingency fund. The Council shall, in addition, compute a proposed millage rate within the one-half mil cap approved by the electorate necessary to fund the tentative budget and, prior to adopting a final budget, comply with the provisions of § 200.065, Fla. Stat. relating to the method of fixing millage, and shall fix the final millage rate by resolution of the Council. The adopted budget and final millage rate shall be certified and delivered to the Council of County Commissioners within fifteen (15) days following the Council's adoption of the final budget and millage rate pursuant to Chapter 200, Fla. Stat. or as otherwise limited in § 125.901, Fla. Stat.

### **ARTICLE VI. EMPLOYMENT OF EXECUTIVE DIRECTOR**

An Executive Director shall be employed by a two-thirds vote of all members of the Council. The Executive Director shall be employed according to terms mutually agreed upon in a written contract between the Executive Director and the Council, including but not limited to evaluation terms. The Executive Director shall be engaged by the Council and shall serve at the pleasure of the Council and may be terminated at any time, for cause or convenience, subject to the provisions of the terms of said contract by an affirmative vote of a majority of the Council.

The powers and duties of the Executive Director (including any interim or acting Executive Director) shall include:

- A. Carrying out the purpose and objectives of the Children's Services Council of Leon County consistent with the directions and delegations of the Council.
- B. The employment and development of staff to implement policies and programs of the Children's Services Council of Leon County subject to review and concurrence by the Trust through approval of the budget or other processes.
- C. Ensure that a comprehensive plan for the needs of youth in Leon County is developed and implemented and that the purposes of § 125.901, Fla. Stat. and Leon County Ordinance 2018-03 are met.
- D. Establish policies and procedures relating to the evaluation, subject to approval of the Council, of funding requests, monitoring of programs funded by the Children's Services Council of Leon County, employment and evaluation of personnel, and other similar matters.
- E. Maintain all records of the Children's Services Council of Leon County.

- F. Attest the execution of Council resolutions or other instruments adopted or approved by the Council.
- G. Perform other administration duties as may normally be performed by an administrative officer.
- H. Shall provide that the minutes are accurately maintained.
- I. Shall be responsible for day-to-day operations of the Children's Services Council of Leon County and serve as a liaison between staff and the Council.
- J. May undertake such other functions as may be delegated by the Council.

#### **ARTICLE VII. CONFLICT OF INTEREST**

- A. Members of the Council shall avoid entering into contracts or agreements involving, directly or indirectly, members of the Council in a manner that would be or give the appearance of being a conflict of interest.
- B. Members of the Council will, prior to voting on a funding issue, which involves any program or agency in which they participate as an employee, consultant, contractor or member of the governing authority, disclose their interest in said program or agency and file a disclosure statement.
- C. Members of the Council will comply with all Florida statutes relating to "conflicts of interest," which includes Part III of Chapter 112, Fla. Stat.
- D. No member of the Council shall serve as a staff member or Board member of any agency when any of the agency's budget is provided by the Children's Services Council of Leon County, and no portion of a member's salary may be paid by the Children's Services Council of Leon County funds.

#### **ARTICLE VIII. PROHIBITION ON LOBBYING**

CSC Leon shall not award funding to an organization, person, or entity which has hired a person, whether directly or indirectly, or consented to or acquiesced in the employment of a person, whose responsibilities are to lobby a member of the Council on behalf of the organization, person, or entity which seeks funding from the Council.

No monies granted by CSC Leon shall be used by a provider agency to hire a lobbyist or to supplant any funds which would allow for the funding of a lobbyist.

CONTACT AFTER RESPONDENT SUBMITTAL: Any respondent or a lobbyist (paid or unpaid) for a respondent is prohibited from having any private communication concerning any procurement process or any response to a procurement process with any Council Member, the Executive Director, or any member of staff except for the identified procurement officer after the issuance of a funding opportunity and until completion of the contract award. A proposal from any organization will be disqualified when the respondent or a lobbyist (paid or unpaid) for the

respondent violates this condition of the procurement process.

**ARTICLE IX. RULES OF ORDER**

All procedural matters not addressed by these bylaws shall be governed by the latest edition of "Robert's Rules of Order."

**ARTICLE X. COUNCIL ATTENDANCE**

If a member has three (3) consecutive absences from regular Council meetings during a fiscal year, or a total of five (5) absences from regular Council meetings during a fiscal year, except under extreme circumstances, the Chair may request said member to resign from the Council so that a replacement may be appointed in accordance with § 125.901, Fla. Stat.

Absences by members at meetings that take place during the start-up period of the Council, before a regular schedule of meetings has been adopted, do not count as absences for purposes of the provision above.

**ARTICLE XI. AMENDMENTS**

Amendments of these bylaws may be proposed by any member of the Council and shall become effective upon the affirmative vote of a two-thirds (2/3) majority of all serving Council members.

APPROVED AND ADOPTED by the Children's Services Council of Leon County on this 20<sup>th</sup> day of January, 2022.

**CHILDREN'S SERVICES COUNCIL OF LEON COUNTY**

By: \_\_\_\_\_  
Chair