



**BYLAWS
of the
Child Care Planning Council of Sonoma County**

DRAFT REVISION October 2009

ARTICLE I: NAME

The name of this organization shall be the Child Care Planning Council of Sonoma County (CCPC).

ARTICLE II: STATEMENT OF PURPOSE

The purpose of Child Care Planning Council of Sonoma County (CCPC) is to serve as a forum to identify and address the child care needs of all families and in all child care programs, both subsidized and nonsubsidized in Sonoma County.

ARTICLE III: MEMBERSHIP

A. COMPOSITION OF THE COUNCIL

To comply with mandates of AB1542 and to maintain an inclusive participation from the diverse communities in Sonoma County, the Council has a Voting Membership and an identified Advisory Membership.

Voting Members are appointed jointly by the County Board of Supervisors and County Superintendent of Schools and exercise decision-making responsibility for Planning Council functions as described in AB1542, as well as hold voting rights on all Council business and policy recommendations. The Voting Membership is not to exceed 35 members from the categories listed below. Every effort is made to ensure that membership reflects the racial, ethnic, and geographic population of the County. Every effort is made to ensure that categories include representation from groups that serve families and children with disabilities and other special needs.

Composition of Voting Membership:

- A) 20% Consumers** (up to 7 parents or persons who receive, or who have received within the past 36 months, child care services)
- B) 20% Child Care Providers** (up to 7 persons who provide child care services or represent persons who provide child care services)
- C) 20% Public Agency Representatives** (up to 7 persons who represent a city, county, city and county, or local education agency)
- D) 20% Community Representatives** (up to 7 persons who represent an agency or business that provides private funding for child care services, or who advocate for child care services through participation in civic or community-based organizations, but is not a child care provider and does not represent an agency that contracts with the CDE to provide child care and development services)
- E) 20% Discretionary** (up to 7 persons from any of the above categories or outside these categories at the discretion of the County Board of Supervisors and County

Superintendent of Schools)

Advisory Members provide needed expertise or perspective in the area of child care. Advisory Member applications are submitted to the Membership Committee and then the full Council for approval. The role of an Advisory Member is:

- To provide specialized advice and information regarding issues affecting child care and development services in Sonoma County
- To demonstrate a personal commitment and responsibility to improve child care in Sonoma County.
- To attend regularly scheduled Council meetings whenever possible
- To develop a working knowledge of the Mission and mandates of the CCPC.

Advisors are not Voting Members, abstain from conversation during Member-only voting discussions and do not have terms of appointment.

B. TERMS OF APPOINTMENTS

The term for each Voting Membership seat is two years ending on December 31 of the last year of the term. Voting members appointed to a seat before the end of a term shall serve the remainder of that term.

The Council shall comply with the system for new appointments, resignations and replacements specified by the Sonoma County Board of Supervisors and County Superintendent of Schools.

All members of the Council shall be appointed jointly by the County Board of Supervisors and by the Superintendent of Schools.

The Membership Committee will select and recommend to the full Planning Council nominees for open categories for Voting Members. The full Voting Members shall then vote on nominees to forward to the Board of Supervisors and County Superintendent of Schools for appointment as Voting Members.

C. REMOVAL OF MEMBERS

Members may be removed for cause or because of absence in accordance with the following criteria:

1. Removal for Cause:

Cause shall be defined as a determination by the Council that the member is unable to effectively represent the categorical seat to which he/she is appointed due to change of employment or status that substantially alters the member's qualifications which were present and considered in making the initial appointment.

2. Removal for Absenteeism:

a. If a member is absent from more than (2) consecutive regular Council meetings without notification, and after a good faith effort by Council staff to contact the member regarding absences, the member shall be considered to have resigned.

b. A member with a substantial pattern of absences may be removed from the membership.

Removal Process: A Co-Chair shall recommend to the Council the removal of any member(s) based on cause or absence. Removal of a member shall require a majority vote of the Council, a quorum being present.

D. RESIGNATION OF MEMBERS

Resignation of Council members should be effected by written or verbal notification, and will be forwarded in writing to the Membership Committee. The Membership Committee will be responsible for notifying the Board of Supervisors and the Superintendent of Schools of all resignations. Resignation will be acknowledged in writing to the resigning party after acceptance by the Council.

ARTICLE IV: OFFICERS

A. OFFICERS

Officers of the organization shall be: Co-Chairs (2), Chair-Elect and Treasurer.

B. OFFICER TERMS

Terms of office for Co-Chairs and Treasurer are two years beginning in July. An officer in these classifications shall serve no more than two consecutive terms. The Membership Committee will meet and select nominees to put forth for officer vacancies at the meeting prior to the June meeting.

The term of office for the Chair-Elect is one year. The Chair-Elect will be expected to transition into the office of Co-Chair upon its vacancy. Should the office of a Co-Chair become vacant, due to the resignation of the incumbent, the Chair-Elect shall assume the office. The Membership Committee shall meet and report at the next regularly scheduled Council meeting on its nominees to fill the term of the vacated office. The vacancy will be filled by a majority vote.

C. OFFICER VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification or any other cause shall be filled in the manner prescribed in these Bylaws for regular election or appointment to such office, provided that such vacancies shall be filled as they occur and not on an annual basis.

D. DUTIES OF CO-CHAIRS

The duties of the Co-Chairs shall be:

1. To preside at all meetings of the Council
2. To call special meetings
3. To appoint the members of Council committees and work groups
4. To serve as an advisor for all committees as needed
5. To work with the staff of the Council to prepare an agenda for each meeting.
6. To see that members of the public have an opportunity to speak on agenda items at the appropriate time.
7. To represent the Council at appropriate functions and events.
8. To perform all other duties necessary or incidental to the office.

In the absence of the Co-Chairs, or upon their inability to act, the Chair-Elect shall take their place and perform the duties. Upon the absence or inability to act of the Co-Chairs and Chair-Elect, the remaining members of the Council shall appoint one of their members to act temporarily as Chair.

E. DUTIES OF CHAIR-ELECT:

1. Assists the Co-Chairs and Executive Committee in pursuing the functions of the CCPC, and learns the duties and roles of a Co-Chair.
2. Chair-Elect presides at meetings of the Council, in the absence of both Co-Chairs.
3. Chair-Elect stands in the place of the Co-Chair to provide representation for the Council at appropriate functions and events, in the absence of both Co-Chairs.
4. Chair-Elect performs all other duties necessary or incidental to the office of Co-Chair, in the absence of both Co-Chairs.
5. Chair-Elect may be called upon to convene or act as Chair of sub-committees or forums.

F. DUTIES OF TREASURER:

1. Provides oversight of all fiscal matters of Council.
2. Approves expenditures authorized by the Executive Committee of the Council.
3. Provides a monthly statement of the financial activities of the Council.
4. Oversees the reporting of activities and fiscal matters to State of California and other funding or oversight entities.
5. Provides reports and supportive information as requested by the Co-Chair and Executive Committee.

ARTICLE V: MEETINGS

A. REGULAR MEETING OF THE COUNCIL

All meetings of the Council shall be open to the public. The Council shall hold regular meetings at least bimonthly (every two months) at the regularly designated location. If the regular meeting day falls on a legal holiday, the Co-Chair may fix another day.

B. TEMPORARY MEETING PLACES – EMERGENCY

In case of an emergency, the Council, by resolution, shall designate another place to meet temporarily, specifying the time.

C. TEMPORARY MEETING PLACES

The Council may also temporarily meet at another location when necessary, for other than emergency reasons, with Public Notice of the change to whatever extent is possible.

D. QUORUM

A quorum for the transaction of official business shall consist of a majority of the currently appointed Voting Members.

D. NOTICE OF MEETING AGENDA

The Agenda of each meeting of the Council shall be delivered personally, by mail or via email to the Voting and Advisory Members, and posted publicly, at least 72 hours before the time of the meeting.

E. ORDER OF BUSINESS

The order of business, ordinarily, shall follow Robert's Rules of Order for conducting a public meeting.

Time will be allotted at each meeting for all members and public input/announcements. Each person addressing the Council shall identify himself/herself by name and (if any) the organization represented, and shall provide his/her address.

Council members wishing to present speakers at meetings should consult with staff at least two weeks prior to the next scheduled Council meeting.

F. VOTING REQUIREMENTS AND PROCEDURES

Every Voting Member must be present in person to vote and no proxies are to be recognized. However, correspondence germane to the Agenda from absent Voting Members is to be read and considered as part of the discussion.

G. CONFLICT OF INTEREST

No Voting Member shall participate in a vote if he or she has a proprietary interest in the outcome.

The purpose of this policy is to establish safeguards to prohibit members of the Council from using their positions for a purpose that is or gives the appearance of being motivated by a desire for private gain for themselves or others, particularly those with whom the aforementioned have family, business, political or other ties.

Financial Interest – A person has a financial interest if the person has, directly or indirectly, through business investment or family:

1. An ownership or investment interest in any entity with which the Council has a transaction or arrangement or
2. A compensation arrangement with the Council or with any entity or individual with which the Council has a transaction or arrangement or
3. A potential ownership or investment interest in, or compensation agreement with, any entity or individual with this the council is negotiating a transaction or arrangement

Conflict of Interest Procedures:

- 1) Disclose the existence of the conflict
- 2) Preferably, disclose the nature of the conflict.
- 3) Abstain from discussion of or attempting to influence the decision.
- 4) Abstain from voting.
- 5) Preferably, physically leave the discussion table during consideration of the decision, so that it is obvious you are not participating.
- 6) Preferably, ensure that the disclosure and abstention are reflected in the minutes.

H. FINANCIAL SUPPORT -- Compensation of Council Members

Council members shall serve without compensation except for the approval for reimbursement of actual and necessary travel and child care/substitute costs, incurred during attendance at official Council meetings, subcommittee meetings and other Council events, and as funds are available.

I. ATTENDANCE AT MEETINGS

All Voting Members shall be present at the hour appointed for each regular, special or recessed meeting of the Council.

ARTICLE VI: EXECUTIVE COMMITTEE

A. COMPOSITION

There shall be an Executive Committee comprised of:

- Both Co-Chairs of the Council
- The Chair-Elect of the Council
- The Chair of each Standing Committee

B. MEETINGS

The Executive Committee shall hold meetings at the request of the Co-Chairs. A majority of the voting members of the Executive Committee shall constitute a quorum.

C. ACTION AUTHORIZATION

When circumstances demand that action be taken in less than the time required to call a full meeting of the Council, the Executive Committee is authorized to take action on behalf of the Council. Executive Committee actions are subject to review and ratification by the Council at its next meeting. In the case of actions taken by the Executive Committee on behalf of the full Council under provisions of this paragraph, four-fifths of the voting members of the Executive Committee shall constitute a quorum.

ARTICLE VII: ADDITIONAL COMMITTEES/WORK GROUPS

Committees or Work Groups shall be organized by the Co-Chairs to conduct research and formulate recommendations to the Voting Members on specific focus areas. With the exception of the standing committees, committees and work groups will be time limited and invite the involvement of Voting and Advisory Members, members of appropriate professions, and general public.

STANDING COMMITTEES

The following shall be standing committees: Finance Committee and Membership Committee. Other standing committees may be formed as needed.

FINANCE COMMITTEE

There shall be a Finance Committee comprised of:

- The Treasurer
 - At least two (2) other Council members
 - Additional committee members as determined appropriate by the Treasurer
1. The Treasurer shall serve as Chair of the Finance Committee.
 2. The Finance Committee will hold meetings at the request of the Treasurer. A majority of the members will constitute a quorum.
 3. The Finance Committee will assist and advise the Treasurer in completing their duties as outlined in Article IV.
 4. The Finance Committee will make recommendations to the Executive Committee and the full Council regarding requests for funding, the fiscal structure of the Council, and the financial status of the Council.

MEMBERSHIP COMMITTEE

There shall be a Membership Committee composed of at least three (3) members of the current Voting members of the Council. The Membership Committee will strive to have representation from each category of the Voting Members.

1. At the first meeting of each fiscal year, the Membership Committee shall select the Chair of the Committee.
2. The Membership Committee will hold meetings at the request of the Committee Chair. A majority of the committee members will constitute a quorum.
3. The Membership Committee shall recruit, review applications, recommend new Council members, and present new members at the next full Council meeting.
4. The Membership Committee shall review the Bylaws annually and may suggest amendments to the Council. It may also review Bylaws amendments proposed by other parties, in order to make recommendations on such amendments to the Council.
5. The Membership Committee shall routinely review member attendance at Council meetings.
6. The Membership Committee will serve as the nominating committee for Council Officer vacancies.

ARTICLE VII: PARLIAMENTARY AUTHORITY

On any question or point of order not contained in these rules and regulations, the Council shall be governed in its parliamentary actions by Roberts' Rules of Order.

ARTICLE VIII: AMENDMENTS TO AND SUSPENSION OF BYLAWS

Amendments/suspension to the Bylaws shall be with previous written notice, by motion, and shall require an affirmative recorded vote of at least two-thirds of the members present and voting. When adopted, such changes/suspensions shall be recommended to the Sonoma County Board of Supervisors and County Superintendent of Schools for their review and approval.

Approved October 2, 2009 at CCPC meeting.