

**BYLAWS
COORDINATING BOARD FOR EARLY CHILDHOOD
STATE OF MISSOURI**

ARTICLE I

NAME OF BOARD AND PURPOSE

- Section I. This Board, which is established within the Missouri Children’s Services Commission under the authority of Section 210.102.2 of the Revised Statutes of Missouri, shall be known as the Coordinating Board for Early Childhood.
- Section II. The purpose of this Board is to serve as the public/private entity for coordinating a cohesive system of early childhood programs and services that will result in the healthy development of, and high quality education for, all Missouri children from birth through age five (5).

ARTICLE II

POWER AND DUTIES

- Section I. The Coordinating Board for Early Childhood shall have and may exercise such powers and duties as are bestowed upon it by law, including the powers set forth in Section 210.102.2 of the Revised Statutes of Missouri.

ARTICLE III

MEMBERSHIP

- Section I. The Board shall consist of seventeen (17) members identified in Section 210.102.2 of the Revised Statutes of Missouri.
- Section II. Tenure
- A. All members appointed by the Governor with the advice and consent of the Senate shall serve at the pleasure of the Governor.
 - B. Members shall serve until a successor is appointed.
 - C. Any appointed member may be removed by the Governor.
 - D. Any appointed member may resign from the Board. Such resignation shall be in writing to the Director of Boards and Commissions in the Governor’s Office and to the Secretary of the Board and shall be effective as the resignation specifies.
- Section III. Members of the Board shall serve without compensation but may be reimbursed for actual expenses necessary to the performance of their official duties for the Board.
- Section IV. Each member shall attend in person at least two (2) meetings, in person, per year. If an appointed member does not meet this obligation, the Board may recommend to the Director of Boards and Commissions in the Governor’s Office that the appointed

member be removed from the Board, as described in Article III, Section II, of these bylaws.

For purposes of this Section IV, except as specifically provided in Section V for designated representatives of the statutorily named state departments, neither attendance by a substitute nor through telephonic or electronic means shall constitute "in person" attendance.

Section V. Each member designated under Section 210.102.2 of the Revised Statutes of Missouri as the representative of a named state department may request Board approval of a second individual to represent the department in the absence of the statutorily designated representative. A single request shall be made at the first in-person meeting after appointment of the statutorily designated representative. When attending in lieu of the designated department representative, the named individual shall have full voting privileges.

Section VI. The Board shall recommend to the Director of Boards and Commissions in the Governor's Office that any appointed member who fails to attend four (4) consecutive meetings be removed from the Board, as described in Article III, Section II, of these bylaws. For purposes of this Section VI, attendance through telephonic or electronic means constitutes attendance.

ARTICLE IV

OFFICERS

Section I. The Board shall elect from amongst its members a Chair, Vice-Chair, Secretary-Reporter and other such officers, as it deems necessary.

Section II. Officers shall be elected for a two-year term at the annual meeting and shall serve until their successors are duly elected and qualified. No person shall serve more than two (2) consecutive two-year terms in any one office, and no person shall hold more than one (1) office at a time.

Section III. Terms of office shall begin on the first day of the first month following the annual meeting.

Section IV. The Chair shall be the principal officer of the Board and shall preside at all meetings. The Chair shall perform all duties incidental to the office of Chair, as prescribed by the Board and by the Revised Statutes of Missouri, and may sign all instruments as authorized by the Board.

In the event the Chair's two-year term is terminated voluntarily or involuntarily prior to the end of the Chair's term, the Vice-Chair shall serve as Acting Chair during the interim until a successor Chair is elected by the Board at either a special Board meeting held at the request of the Chair or the Secretary-Reporter, or at a regular meeting of the Board following the termination of the Vice-Chair's term.

Upon the voluntary or involuntary termination of the Chair's term, a special Board meeting shall be held at the request of the Vice-Chair serving as the Acting Chair for the purpose of convening the Board to elect a successor Chair from amongst its members.

Section V. The Vice-Chair shall carry out all duties of the Chair in the absence of the Chair or in the event of the Chair's inability to serve. In the event the Chair's two-year term is terminated voluntarily or involuntarily prior to the end of the full term, the Vice-Chair shall serve as Acting Chair in the absence of the Chair and until such time as a successor Chair is elected by the Board from amongst its members.

In the event the Vice-Chair's two-year term is terminated voluntarily or involuntarily prior to the end of the Vice-Chair's full term, the Board shall elect from amongst its members a successor Vice-Chair at either a special Board meeting held at the request of the Chair or the Secretary-Reporter, or at a regular meeting of the Board following the termination of the Vice-Chair's term.

Section VI. The Secretary-Reporter shall ensure that a written record of the deliberations of the Board and all Committees and Sub-Committees is maintained as required by law and that any certificate required by any statute, federal or state, is filed appropriately.

In the event the Secretary-Reporter's two-year term is terminated voluntarily or involuntarily prior to the end of the full term, the Board shall elect from amongst its members a successor Secretary-Reporter at either a special Board meeting held at the request of the Chair or the Vice-Chair, or at a regular meeting of the Board following the termination of the Secretary-Reporter's term.

Section VII. The Board may hire an Executive Director to carry out the policies of the Board and act as chief executive officer for the Board. The Executive Director shall be the official custodian of the records and seal of this Board. In the absence of an Executive Director, the Secretary-Reporter shall be the custodian of records and of the seal of this Board.

Section VIII. In the event that the terms of the Chair, Vice-Chair and Secretary-Reporter are simultaneously terminated voluntarily or involuntarily or are vacant at the same time prior to the end of each officer's full term, a special meeting shall be held at the call of the Executive Director or at the request of any member of the Board for purposes of electing from amongst its members a successor Chair, Vice-Chair and Secretary-Reporter.

ARTICLE V

MEETINGS

- Section I. The Board shall meet to conduct its official business in person not less than four (4) times at the call of the Chair.
- Section II. The first in-person meeting in a calendar year shall be considered the annual meeting of the Board.
- Section III. Each member present at a meeting, including the Chair, shall be entitled to cast one (1) vote on each matter before the Board for decision. The Executive Director is not to be considered a member of the Board.
- Section IV. A quorum shall be a simple majority of the members of the Board. No vote is binding unless a quorum is present at the time of the vote.
- Section V. Disbursement of monies from the Coordinating Board for Early Childhood Fund not included in the annual operating budget shall require an affirmative vote of a simple majority of all Board members. All other decisions require an affirmative vote of a simple majority of those Board members present at the time of the vote.
- Section VI. An appointed member to the Board may not be represented at a meeting by a substitute. Such member may designate a substitute to take notes and add information, when appropriate, but a substitute may not cast a vote.
- Section VII. Each member of the Board is subject to the same conflict of interest statutory and regulatory provisions that apply to other elected or appointed public officials. In particular, but not without limitation, each member must comply with the provisions of Sections 105.450 through 105.496 of the Revised Statutes of Missouri (“Regulation of Conflict of Interest and Lobbying”) and such applicable rules as have been and may be promulgated by the Missouri Ethics Commission.
- Section VIII. In addition to any other report or disclosure required by law or regulation or that may hereafter be required by law or regulation, each member of the Board specifically acknowledges that he or she is individually responsible for filing financial interest statements with the Missouri Ethics Commission pursuant to Section 105.483 (*et seq.*) of the Revised Statutes of Missouri, and that neither the Commission nor the State of Missouri can be liable or made liable for any penalties that may accrue for their failure to comply with this or any other provision of applicable law or regulation.
- Section IX. Members shall give prior notice to staff when they will not attend a meeting.
- Section X. The Board is a public governmental body as defined in Section 610.010 of the Revised Statutes of Missouri and will conduct itself in accordance with the Missouri Sunshine Law (§§610.010 through 610.035 RSMo 2000). All meetings of the Board or any of its Committees or Sub-Committees shall be open to the public, provided that certain meetings or portions of meetings may be closed by vote of the Board (or Committee or

Sub-Committee) only in compliance with the exemptions set forth in Section 610.021 of the Revised Statutes of Missouri.

Section XI. Public notice of all meetings of the Board and its Committees shall be posted in accord with Chapter 610 of the Revised Statutes of Missouri. Such notice shall contain the location, time, and a tentative agenda for meeting, and the notice must specify whether the meeting is open to the public. If the meeting (or any portion of it) is to be or may be closed, the specific exemption in Section 610.021 of the Revised Statutes of Missouri that authorizes the closure must be set forth in the notice.

Section XII. The rules contained in the current edition of *Robert's Rules of Order Revised* shall govern the Board in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Board may adopt.

ARTICLE VI

COMMITTEES AND WORKGROUPS

Section I. An Executive Committee may be established and composed of up to six (6) Board members: Chair, Vice-Chair, Past Chair, and Secretary-Reporter of the Board, as well as two (2) members of the Board at large.

The Board Chair shall serve as the Chair of the Executive Committee. Meetings of the Executive Committee may be called by the Chair of the Executive Committee or upon call of at least three members of the Committee. The Executive Director may also request that the Chair call a meeting of the Executive Committee. The purpose of the meeting shall be stated in the call.

Section II. Such other committees, standing or special, shall be appointed by the Chair of the Board or the Executive Committee, with approval of the Board, which shall from time to time be deemed necessary to carry on the work of the Board. Eligibility for committee membership and participation is restricted to Board members only.

Section III. With approval of the Board, the Board may establish one or more working groups, standing or special, which shall from time to time be deemed necessary to focus on specific topics and to carry on the work of the Board. Working group membership and participation is not restricted to Board members and shall be open to service by individuals with applicable knowledge who are requested by the Board to serve and to contribute to the efforts of the working group.

At least one (1) Board member shall serve as the Chair or co-Chair of a working group. Meetings of a working group shall be called by the Chair of the working group. The purpose of the meeting shall be stated in the notice.

ARTICLE VII

AMENDMENTS AND MISCELLANEOUS

- Section I. These bylaws may be altered, amended, repealed or added to at a regular meeting of the Board by an affirmative vote of a simple majority of all members at a regular meeting of the Board.
- Section II. Each member, to the extent permitted by law, shall be indemnified against liability, including, but not limited to, expenses, counsel fees and costs reasonably incurred, in connection with, or arising out of, any action, suit, proceeding or claim resulting from actions of the Board.

**BYLAWS
COORDINATING BOARD FOR EARLY CHILDHOOD
STATE OF MISSOURI**

Approved May 27, 2007

Amended

August 12, 2008
December 9, 2008
May 18, 2010