Section 3: By-laws
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Section 3: Bylaws

ARTICLE I: NAME

The name of this organization shall be the Vermont Developmental Disabilities Council, hereinafter referred to as the Council.

ARTICLE II: DEFINITIONS

(A) IN GENERAL.—The term ‘‘developmental disability’’ means a severe, chronic disability of an individual that—
- (i) is attributable to a mental or physical impairment or combination of mental and physical impairments;
- (ii) is manifested before the individual attains age 22;
- (iii) is likely to continue indefinitely;
- (iv) results in substantial functional limitations in 3 or more of the following areas of major life activity:
  - (a) Self-care
  - (b) Receptive and expressive language
  - (c) Learning
  - (d) Mobility
  - (e) Self-direction
  - (f) Capacity for independent living
  - (g) Economic self-sufficiency, and
- (v) reflects the individual’s need for a combination and sequence of special, interdisciplinary, or generic services, individualized supports, or other forms of assistance that are of lifelong or extended duration and are individually planned and coordinated.

(B) INFANTS AND YOUNG CHILDREN.—An individual from birth to age 9, inclusive, who has a substantial developmental delay or specific congenital or acquired condition, may be considered to have a developmental disability without meeting 3 or more of the criteria described in clauses (i) through (v) of subparagraph (A) if the individual, without services and supports, has a high probability of meeting those criteria later in life.

ARTICLE III: AUTHORITY, PURPOSE, MISSION AND DUTIES

Section 1. Authority.
The Council exists through the authority of P. L. 106-402, the Developmental Disabilities Assistance and Bill of Rights Act, and its reauthorizations, and by Executive Order of the Governor dated April 20, 1994.

[Bylaws Adopted July 23, 2004, based on March 16, 1998 revision. Any subsequent updates are noted.]

Section 2. Purpose. The purpose of the Council is to:

(A) Assure that individuals with developmental disabilities and their families participate in the design of and have access to needed community services, individualized supports, and other forms of assistance that promote self-determination, independence, productivity, and integration and inclusion in all facets of community life, through culturally competent supports and services and

(B) Engage in and support advocacy, capacity building, and systemic change activities that contribute to a coordinated, individual- and family-centered, individual- and family-directed, comprehensive system that includes needed community services, individualized supports, and other forms of assistance that promote self-determination for people with developmental disabilities and their families.

Section 3. Mission.

The Mission of VTDDCC is to help build connections and supports that bring people with developmental disabilities and their families into the heart of Vermont communities.

[Revised March 25, 2010.]

Section 4. Duties. The Council shall:

(A) Exercise those responsibilities and duties as are set forth in the federal enabling legislation and those regulations and guidelines pertaining to this legislation;

(B) Advocate for programs and policies for people with developmental disabilities consistent with the 's purpose and mission;

(C) Develop a State Plan that includes the specification of areas of priority services;

(D) Monitor, review, and evaluate the implementation and effectiveness of the State Plan, at least annually;

(E) Review and comment on all State Plans which relate to programs affecting people with developmental disabilities;

(F) Prepare, approve, and implement a budget based on funds appropriated; fund and implement the Council's approved programs, projects, and activities;

(G) Recruit, hire, supervise, and evaluate its Executive Director; and

(H) Other duties as may be required, consistent with the 's purpose and mission.

ARTICLE IV: MEMBERSHIP

Section1. General.

(A) Membership of the Council shall be formed in accordance with the requirements of the federal enabling legislation and regulations pertaining to composition of the Council. The Governor shall appoint the members of the Council from among the residents of the state. Membership should generally reflect the various ethnic, socio-economic, and

other demographic characteristics of the population of the state. It should also include appropriate geographical representation.

(B) The Council shall include in its membership "State Advocate" or "Private Provider" representatives from the principal state agencies, higher education training facilities, local agencies, and non-governmental agencies.

(C) At least 60 percent of the membership of the Council shall consist of people ("self-advocates" and "parent/guardian advocates") who: (a) are people with developmental disabilities, (b) are parents or guardians of children with developmental disabilities or are immediate relatives or guardians of adults with mentally impairing developmental disabilities who cannot advocate for themselves, and who are not employees of a state agency which receives funds or provides services under P.L. 106-402, and who are not people with an ownership or controlling interest (within the meaning of section 1124(A)(3) of the Social Security Act) with respect to such an entity.

(D) Of the self-advocate and parent/guardian advocate members of the Council, at least one-third shall be people with developmental disabilities, and at least one-third shall be individuals described in (b) in the preceding paragraph; at least one of such individuals shall be an immediate relative or guardian of an institutionalized or previously institutionalized person with a developmental disability. In the event that a person is appointed as a self-advocate or parent/guardian advocate and the source of their income is provided under P.L. 106-402 through the Council, that person shall immediately be ineligible for continued designation as a self-advocate or parent/guardian advocate member of the Council; that person shall, however, be eligible to serve as a “private provider advocate.”

Section 2. Selection of Members.

The Membership Committee shall nominate people in accordance with the requirements of P. L. 106-402 pertaining to the make-up of the Council. The Council shall act on the nominations submitted by the Membership Committee and forward its recommendations to the Governor.

Section 3. Executive Code of Ethics.

As a condition of serving on the Council, each member shall sign an acknowledgement that she/he has received and read, the Executive Code of Ethics.

Section 4. Term of Membership.

(A) The term of membership shall ordinarily be for a period of three years. However, in order to prevent the expiration of terms of all members of the Council in the same year, the Membership Committee shall recommend appointment for terms that will provide for both rotation and continuity of membership. The first term may, therefore, be for either one, two, or three years. In the event a member does not serve the appointed term due to resignation, disqualification, or death, the Membership Committee shall nominate a person to serve the balance of the unexpired term.

(B) The term of membership shall be limited to two consecutive 3-year terms, excluding those members in government serving as the head of an Agency, Department, or Division and their designees, and representatives of the designated Protection and Advocacy organization and the University Center for Excellence in Developmental Disabilities, Education, Research, and Service. A person ineligible for reappointment after having served two consecutive 3-year terms may again be eligible for nomination if a period of 12 months has elapsed since completion of the member's term. Those individuals whose first term is for a period of less than three years are eligible to serve two consecutive three-year terms after the expiration of their first term.

Section 5. Attendance at meetings.

In the event that a member of the Council has three successive absences from meetings, such member shall be disqualified from serving on the Council. Notification of this provision shall be sent to any member who has two consecutive absences, and the Council member shall be contacted by the Executive Director to ascertain her/his interested in continuing to serve on the Council.

Section 6. Member Participation.

(A) Membership on the Council is for the sole purpose of meeting the federally mandated mission. Membership shall not be used for the purpose of advancing any conflicting outside personal, professional, or organizational gain, financial or otherwise. The Council will maintain, review and revise a Conflict of Interest Policy.

(B) All members of the Council will be active and involved participants. Member responsibilities will include participation on a Committee or other approved work assignment. All members shall propose, evaluate, and judge all matters before the Council based solely on the best interest of the Council as a whole, and the people the Council represents.

(C) Council members must adhere to all policies and procedures, including but not limited to, policies around conflicts of interest and participation. Members must inform the Council when a conflict, or a potential conflict, exists and take appropriate action as per the policies and procedures.

[Section 6 Adopted: June 26, 2008.]

ARTICLE V: COUNIL MEETINGS

Section 1. General.

(A) The Council shall meet at least quarterly at times scheduled by the President. The President, the Council Executive Director, or the Executive Committee may schedule additional meetings.

(B) Notice of a Council meeting, with an agenda, shall be mailed to all members at least seven days prior to a meeting.

(C) Each member of the Council shall have one vote. If any member is unable to attend, that person may authorize another member to cast a proxy vote by filing a written proxy

with the President. A member shall abstain from voting on any motion prohibited by the conflict of interest policies contained in the Executive Code of Ethics. Such abstentions shall be recorded in the Minutes.

(D) Minutes of all Council meetings shall be taken and kept on file in the Council office.

Section 2. Quorum.

A quorum for a Council meeting shall consist of one-third of the members, provided at least one-third of those present are self-advocate or parent/guardian/advocate members.

Section 3. Annual Meeting.

The Council's Annual Meeting shall be the first meeting held after September 30 of each year, but not later than December 31.

Section 4. Accessible Material.

Materials presented at Council meetings must be in a form that is accessible to all members.

ARTICLE VI: OFFICERS

Section 1. General.

(A) The Council shall have two officers elected from its membership: President and Vice-President. The President shall be either a person with a disability or a family member or guardian of a person with a disability. The Council shall elect its officers subject to confirmation by the Governor.

[Revised February 9, 2006.]

(B) The term of office for each shall be two years unless the person elected has less than two years of eligibility remaining.

(C) Elections may take place at any meeting provided all members have received at least 14 days warning of the election. The term of office will commence on the first day of the month following the election unless determined otherwise by the Council.

Section 2. Duties of President.

The President shall preside at all meetings of the Council and shall appoint members of all standing committees, ad hoc committees, and other working groups. The President of shall schedule and call all quarterly meetings of the Council and perform all such duties relative to the office including initiation of the annual evaluation of the Executive Director. The President shall be an ex-officio member of all standing committees, ad hoc committees and task forces.

Section 3. Duties of Vice-President.

The Vice-President shall act as President in the absence of the President. In the event of the resignation or death of the President, the Vice-President shall serve as President until the elects a new President and that election is confirmed by the Governor. The Vice-President shall be an ex-officio member of all standing committees, ad hoc committees, and task forces.

Section 4. Officers who miss three consecutive Council meetings will be considered to have submitted a de facto resignation as an officer and shall be replaced according to Section 5.

Section 5. Vacancies in Office.

Vacancies in elected office shall be filled by vote of members present at any regular or special meeting of the Council at which a quorum is present. Officers so elected shall be confirmed by the Governor and shall serve for the remainder of the vacated term.

ARTICLE VII: COMMITTEES

Section 1. General.

(A) The Council shall have one standing committee-the Executive Committee. The full Council may appoint other standing committees as deemed necessary. The Council Chairperson may establish other subcommittees, task forces or ad hoc committees as needed, and appoint members to serve on such subcommittees, task forces, or ad hoc committees.

[Revised November 30, 2006.]

(B) The composition of committees should reflect the commitment of the Council to involve people with disabilities or their representatives in the Council's activities. At least one-third of the membership of committees shall be self-advocates or parent/guardian advocates.

(C) All committees shall report on their activities to the Council on a regular basis.

(D) People who are not Council members may be appointed to committees and shall have full voting privileges on the committee. A majority of committee members must be members of the Council.

Section 2. Quorum.

A quorum for a committee meeting shall be one-third of the members, provided at least one member of the committee present is a self-advocate or parent/guardian advocate.

Section 3. Executive Committee

(A) The Executive Committee shall have at least five and up to seven members, including the President; Vice President; most recent Past President; and four other members appointed by the President. If the immediate most recent Past President is no longer a member of the Council or is unable to serve, that seat on the Executive Committee shall be filled by appointment of the President. Through appointments the President will ensure that at least 60% of the Committee members are persons with developmental disabilities or family members. Appointments will be made on a yearly basis to start on April 1, with preference given to members who have served on Council at least one year.

(B) The Executive Committee shall ensure the accountability of all Council activities, including the following responsibilities and duties:

1. COUNCIL OPERATIONS

a. Fiscal management:
   i. Assist the Executive Director in the development of the Council's annual budget.
   ii. Review the Council's operating budget at least three times a year in accordance with Federal, State and Council policy.
   iii. Support the Executive Director in Council long-term financial planning.
   iv. Support the Executive Director in setting budget priorities for allocation of dollars.

b. Achievement of outcomes and impacts, to include:
   i. Ensure that the Council's activities, as mandated by federal and state law, are carried out in an effective manner
   ii. Monitor the Council's implementation of the grant process, including communication with grantees.

c. Effectiveness of Staff, including
   i. Recruit, screen and recommend candidates for Executive Director to the full Council for ratification.
   ii. Provide general direction to, and at least annually assist the Council in the evaluation of the Executive Director.

d. Meetings
   i. Assist in preparing the agenda and other materials for meetings.
   ii. Report regularly to the full Council on its work and actions.

e. Member education, support and participation
   i. Plan and engage in activities designed to support Council members in fulfilling membership expectations.
   ii. Ensure that membership is consistent with all applicable Federal and State mandates as well and all Council imposed requirements.

f. Meet federal legal requirements, including ongoing review and assessment of systems, monitoring the designated state agency, and reporting.

g. Act on behalf of the Council on emergency matters when the full Council cannot meet.

2. STATE PLAN

a. Development, monitoring and reporting
   i. Coordinate development of the State Plan.
   ii. Monitor implementation.
   iii. Review the Council's annual progress reports to the Administration on Developmental Disabilities.
b. Recommend amendments to the State Plan for consideration by the membership.

3. STRATEGIC PLANNING

a. Oversee the development of the Council's strategic plan.
b. Monitor the plan on an ongoing basis.
c. Review the Council's structure annually to include:
   i. Recommend committee and other changes as needed based on effective organizational and planning efficiency.
   ii. Monitor the progress of committees and task forces.
d. Review By-laws and Policies annually and, as needed, recommend changes based on organizational and planning efficiency.

4. PUBLIC POLICY AGENDA

Oversee development, implementation and revision of a public policy agenda consistent with the State Plan, to include:

a. Legislative priorities.
b. Policy statements related to issues and local, state and federal legislative and administrative initiatives that impact on persons with developmental disabilities and their families.

5. PUBLIC AWARENESS AND OUTREACH

a. Develop and monitor a public relations plan to increase awareness of the Council and its work.
b. Develop and monitor a public relations plan that brings people with developmental disabilities into the heart of Vermont communities.

[Section 3 Revised June 26, 2014.]

<u>Section 4.</u> Accessible Materials.

Materials presented at committee meetings must be in a form that is accessible to all committee members

<u>Section 5.</u> Responsibilities of Committee Chairs.

Committee Chairs <u>shall</u> assist in scheduling meetings and setting agendas. They shall preside at committee meetings, assign tasks, and appoint subcommittees, as needed.

Chairpersons shall report committee activity to the Steering Committee and/or to the full Council at the request of the President.

Section 6. Responsibilities of Committee Vice Chairs.

Committee Vice-Chairs shall assist their Chairs as directed. Responsibilities may include providing assistance with scheduling meetings, setting agendas, presiding at subcommittee meetings, and performing other tasks as assigned by the Committee Chair. The Vice-Chair shall preside at committee meetings in the absence of the Chair.

ARTICLE VIII: STAFF

Council staff shall be responsible to the Council. The staff shall be qualified to carry out the following functions: planning, monitoring, evaluation, advocacy, and management. The Council may employ consultants and may contract with individuals or entities for services, if necessary.

ARTICLE IX: DESIGNATED STATE AGENCY

The Agency of Human Services is the designated state agency responsible for providing administrative support services to the Council. The relationship between the Designated State Agency and the Council, and their mutual responsibilities and obligations, shall be those described in the federal developmental disabilities legislation, regulations, and program guidelines.

ARTICLE X: RULES OF ORDER

The rules contained in the current edition of Roberts Rules of Order, Newly Revised, shall govern the Council in all cases in which they are applicable and in which they are not inconsistent with these By-Laws and any special rules that the may adopt.

ARTICLE XI: AMENDMENTS

The By-Laws may be amended by a two-thirds vote of the members present at any meeting, provided that there is a quorum and that the agenda of the meeting and the wording of the proposed changes are distributed to all Council members at least 14 days prior to the date of the meeting.

[Bylaws adopted July 23 2004, based on original March 16, 1998. Any subsequent updates are noted.]