

Juvenile Welfare Board Bylaws

July 2019

Authority References

Legislative Creation:

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| Codify and Composite of Juvenile Welfare Board of Pinellas County Special Act 1945 | Codified pursuant to s.189.429, FS Special Act of the Florida Legislature Chapter 2003-320, Laws of Florida |
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Florida Statutes:

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| Political Activities of Public Officers s.104.31 | Chapter 200 Truth in Millage (TRIM) |
| Chapter 112 Public Officers and Employees | Investments of Local Government Surplus Funds s. 218.405 |
| Chapter 119 Public Records s.119.071(4) Agency Personnel Exemptions | Chapter 280 Security for Public Deposits |
| Chapter 189 Uniform Special District Accountability Act | Chapter 286 Open Meetings & Government in the Sunshine Law |

Other Authority References

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| Florida Commission on Ethics Form 1: Statement of Financial Interest | Florida Commission on Ethics Form 8B Memorandum of Voting Conflict, County, Municipal, and other Public Officers |
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JUVENILE WELFARE BOARD OF PINELLAS COUNTY BYLAWS

ARTICLE I

Preamble

The Juvenile Welfare Board of Pinellas County (hereinafter "JWB"), as established by a Special Act of the Florida Legislature (Chapter 2003-320, L.O.F.), has the general intent to provide, maintain, manage, and allocate funds to provide services in Pinellas County which are operated for the benefit of children and families as determined or directed by the Board in accordance with the strategic plan, annual budget, and other agency policies.

In 2003, JWB complied with s.189.429, F.S. (1998) which codified all special acts relating to JWB's establishment. It was the intent of the Legislature in enacting section 189.429, F.S. (1998) to provide a single, comprehensive Special Act charter for JWB, including all current legislative authority granted to JWB by its several legislative enactments and any additional authority granted by the Act. It is further the intent of the Act to preserve all Board authority in addition to any authority contained in Ch. 189, F.S., as amended.

ARTICLE II

Board of Directors

Section 1 - Membership

(a) JWB shall consist of eleven (11) members. One (1) member shall be the county superintendent of public instruction, and the second member shall be a judge in the juvenile division of the Sixth Circuit Court, who each shall hold office on the Board during the term of office in the official capacity stated. The third and fourth members shall be the state attorney and the public defender for the county, and the fifth member shall be an appointed member of the Board of County Commissioners of Pinellas County, Florida, who each shall hold office on the Board during the term of office in their official stated capacity.

(b) The other six (6) members shall be appointed by the Governor of the State of Florida and confirmed by the Senate. All appointments of members of the Board required to be made by the Governor shall be for the term of four (4) years each, but may hold over until their respective successors are appointed by the Governor. If any of the members of the Board required to be appointed by the Governor under the provisions of this section shall resign, die, or be removed from office, the vacancy created shall, as soon as practicable, be filled by appointment by the Governor, and such appointment to fill a vacancy shall be for the unexpired term of the person who resigns, dies, or is removed from office.

(c) Board members shall receive no salary or other compensation for service, except for the reimbursement of related travel expenses when engaged in official Board duties as directed by Board policy.

(d) Board members shall be governed by various Florida Statutes including, but not limited to: Ch.112 (Public Officers and Employees), Ch.119 (Public Records), Ch.286 (Open Meetings/Government in the Sunshine Law), s.104.31 (Political Activities of Public Officers), and all other laws applicable to the Board and as directed by Board policy. Failure to comply with any one of the above by an appointed member may result in their removal from the Board. Individual Board members must satisfy the annual obligation to file Form 1 the Statement of Financial Interest.

Section 2 - Election of Officers

At the September Board meeting, the Board shall elect a Chair, Vice Chair, and Secretary. In the event a September meeting does not occur, the election will occur at the next regularly scheduled monthly Board meeting.

Section 3 - Terms of Officers

Officers shall serve for a two year term and be eligible for re-election for one additional successive term (maximum of four years). The Officers shall assume the usual duties as outlined in Section 6 below.

Section 4 - Vacancy of Officers

If a vacancy should occur in one of those offices, the Board shall proceed to elect a Board member to fill such vacancy at a regular or special meeting as soon as reasonably possible. The Officer so elected shall serve the remainder of the unexpired term and may serve in the same position for one additional successive term.

Section 5 - Removal of Officers

An officer may be removed from office by a majority vote of the Board. The Board shall proceed to fill the vacancy as provided by ARTICLE II Section 4 of these Bylaws.

Section 6 - Duties of Officers

(a) The Chair shall:

1. Preside at all meetings of the Board.
2. Serve as an ex-officio, non-voting member of all committees of the Board except where the Chair is specifically appointed to serve per these Bylaws and in that case, the Chair will be a voting member of the committee(s).
3. Appoint all ad hoc Board committees, the term not to exceed the term of the Chair.
4. Appoint the Chair, Vice Chair, and members of each standing committee unless otherwise specified in these Bylaws.
5. Perform all duties as may be assigned by the Board.

(b) The Vice Chair shall:

1. Preside at all meetings of the Board in the absence of the Chair.
2. Perform all duties as assigned by the Board.
3. Assume the office and duties of the Chair, in the event that office becomes vacant until the Board fills the vacancy as specified in these Bylaws.

(c) The Secretary shall:

1. Ensure the minutes of meeting are accurately recorded.
2. Perform all duties as may be assigned by the Board.
3. Assume the office and duties of the Vice-Chair, in the event that office becomes vacant, until the Board fills the vacancy as set forth in Section 4, Article II. In the event the offices of both the Chair and Vice-Chair should become vacant, the Secretary shall assume the office of the Chair until the Board fills the vacancy through an election as set forth in Section 4, Article II.

Section 7 - Powers and Duties

(a) There shall be separation between the policy-making activities of the Board and the administration of the agency. The Board will adopt policies which govern the agency, and hold the CEO responsible for all aspects of JWB's operations.

(b) The Board shall have the following powers and duties:

1. To allocate funds in accordance with the intent of the Special Act governing JWB and all other applicable laws.
2. To provide, maintain, manage, and allocate funds to provide services in Pinellas County which are operated for the benefit of children and families as determined or directed by the Board in accordance with the Special Act, strategic plan, annual budget, and other Board policy.
3. To collect information and statistical data which will be helpful to the Board in analyzing and determining the needs of children and families in the county and to consult with other agencies dedicated to the well-being of youth to prevent the overlapping of services.
4. To lease or buy such real estate, equipment, and personal property, and to construct such buildings as are needed, to execute the foregoing powers and duties, provided that no such purchases shall be made or building done except for cash with funds on hand.
5. To maintain books of account that shall be kept by the Board, or staff, and the fiscal affairs of such Board shall be audited annually by certified public accountants selected by the Board for such purpose.
6. To determine and adopt such policies that provide for the efficient operations of necessary administrative functions for the general improvement of conditions for children and families in Pinellas County.
7. To employ and pay personnel needed to execute the foregoing powers and duties

ARTICLE III

Board Meetings

(a) The Board shall conduct all business according to all applicable Florida Statutes, as amended including, but not limited to, Ch. 119, Public Records and Ch. 286 Open Meetings.

(b) The fiscal year of JWB shall be October 1 through September 30. The Board shall meet every month (except for August), or at other times at the call of the Chair. A schedule of meeting dates for the year shall be adopted at the September Board meeting.

(c) Meetings may be cancelled or rescheduled by the Chair or a majority vote of the Board members present at a regularly scheduled meeting. However, in the event the CEO is notified between regularly scheduled meetings that a quorum will not be available for the next regularly scheduled meeting, such meeting may be cancelled by the CEO. All members shall be notified of such cancellation or rescheduling with as much notice as possible. Additionally, the Board Chair may call a special meeting of the Board in accordance with Ch. 189 and Ch. 286, F.S., as amended.

(d) Records of all actions of the Board will be set forth in the minutes of the meeting. The Office of Secretary of the Board will be responsible for the minutes. A staff member of the JWB will audio record the minutes and in writing, to allow the full Board to participate in vital discussions and deliberations. Minutes of each meeting of the Board shall be accurately taken, transcribed, and provided to members at, or before, the next regular meeting. Minutes will be archived as the official record of JWB.

Section 1 - Attendance

(a) If an appointed member has three consecutive absences from regular Board meetings during one fiscal year, or a total of five (5) absences from regular Board meetings during one fiscal year, the Chair or any Board member must raise the issue before the Board and bring to a vote of the Board whether to request the Governor to remove the member in violation of the attendance policy and make a new appointment to the Board.

(b) In the event of the Chair's prolonged absence or inability to serve, the Vice-Chair shall exercise all functions of the Chair for a period of up to sixty (60) days. In the event the Chair does not return to serve as Chair at the end of sixty (60) days, the office will be deemed vacant.

Section 2 - Voting and Quorum

(a) The majority of all current Board members will constitute a quorum for the purpose of conducting official business. The majority must be present in person for quorum purposes.

All business requiring action before the Board shall require a majority vote, of the members present, unless otherwise determined by law such as, setting the millage, and as otherwise set forth herein.

(b) Once a quorum is established, a regular Board meeting at which action is scheduled to be taken may commence.

(c) Provided this provision does not violate then existing law, upon a determination of extraordinary circumstances made by the Board in its reasonable discretion as to why s/he cannot be present at a meeting, any Board member may participate in a Board meeting by telephone; however, a Board member participating in a meeting via telephone will not be counted to establish a quorum but may register a vote.

ARTICLE IV

Chief Executive Officer (“CEO”)

(a) The CEO shall be appointed by a vote of seven (7) members and may be dismissed by the same vote.

(b) All employees shall be responsible to the CEO.

(c) The duties of the CEO shall include but are not limited to:

1. The development of a comprehensive plan to identify the needs of children and youth in Pinellas County, below age 18, or beyond as indicated in state and/or federal law.
2. Establishing policies and procedures, subject to approval of the Board, relating to the evaluation of funding requests, monitoring of programs funded by the Board, employment and evaluation of personnel, and other matters as may be designated by the Board.
3. The responsibility for all record keeping, in accordance with Florida’s Public Records Law (Ch.119 F.S.).
4. Recommending to the Board for adoption such policies, rules and regulations pertaining to the Board and/or the general well-being of Pinellas County children and families as the CEO considers necessary or appropriate for the Board’s more efficient operation.
5. Preparing for submission to the Board for adoption the annual budget, proposed amount of tax levy, and investment policies.
6. Signing legal agreements on behalf of the Board, upon Board direction.
7. Executing contracts up to \$50,000 in conformance with the policy directives of the Board.
8. Hiring, supervision, and termination of staff as necessary to maintain functions and goals of the agency.
9. All other actions as necessary to carry out the directions of the Board and to manage the day to day operations.

10. The CEO may delegate duties and responsibilities to staff as necessary from time to time to maintain the functions and goals of the agency except those duties and responsibilities which the Board has granted specifically to the CEO and not generally to staff.

(d.) An annual performance review of the CEO be conducted using a method established by the Board.

ARTICLE V

Standing Committees

Standing Committees shall be constituted as follows:

Section 1 - Executive Committee

The Executive Committee will be composed of the elected Board Officers and one appointed member as selected by the full Board. A quorum shall be three (3) members present. The Executive Committee shall act for the Board whenever action of the Board is required under extraordinary or time sensitive circumstances making it impossible to assemble Board members in a timely manner. Meetings shall be noticed according to Ch. 189 and Ch. 286, F.S. and a complete record of the discussion and action taken shall be forwarded to all Board members. Ratification of the Executive Committee action shall take place at the next scheduled regular Board meeting by a majority of voting members present.

Section 2 - Finance Committee

(a) There shall be a Finance Committee consisting of five (5) persons from the Board. The members of the Committee shall be appointed for a two-year term by the Board at the same time as the Election of Officers and shall serve until their successors are duly selected.

All members appointed to the Finance Committee shall strive to have a basic understanding of finance and accounting and be able to read and understand fundamental financial statements, including a balance sheet, income statement and statement of cash flows. Whenever possible, Finance Committee members shall have experience and/or educational background in the fields of accounting, investing, and budgeting.

(b) The primary function of the Finance Committee is to assist the Board in fulfilling its oversight responsibility to the taxpayers, employees, community and others by reviewing the budget, audit, investment performance and other financial policy issues. The Finance Committee shall review and make recommendations to the Board regarding the annual budget, based on meetings with management in which a review of revenues, expenditures, and fund balance will occur. In discharging its responsibilities, the Finance Committee is empowered to investigate any matter brought to its attention, with full access to all books, records, facilities, independent auditors of the JWB and personnel of the JWB, and has the authority to engage, at the JWB's expense, independent counsel and other advisors as it determines necessary to fulfill its duties. Findings and recommendations of the Finance Committee shall be made to the Board. Pursuant to s.218.391 (2),

Florida Statutes, the Finance Committee shall serve as the Audit Selection Committee and will follow the factors for evaluation of audit services as set forth in s.218.391 (3) and (4), Florida Statutes and all other statutory requirements.

Section 3 – Other

(a) Ad hoc Board Committees:

Ad hoc sub committees, comprised of Board members, may be constituted as necessary by the Board Chair, unless otherwise stated in the Bylaws.

(b) Appointments:

Members and Chairs of all ad hoc committees, with the exception of those specifically appointed by these Bylaws, shall be appointed by the Board Chair subject to approval of the Board.

(c) Removal:

A committee member may be removed upon recommendation of the Committee Chair and a majority vote of the Committee present at the next regularly scheduled meeting.

(d) Terms:

Except as otherwise set forth within, a member shall serve a two year term on a committee or until the committee has been discharged, whichever is shorter. Members of all committees, including those serving as Chair and Vice Chair, shall serve in those capacities until their successors have been appointed or the committee has been discharged.

(e) Chair as Ex-Officio Member:

The Chair of the Board shall serve as an ex-officio, non-voting member on all committees, except where the Chair is specifically appointed to serve per these Bylaws.

(f) Frequency of Meetings:

Committees shall hold meetings as determined necessary by the Committee Chair.

ARTICLE VI

Annual Budget and Financial Oversight

(a) A written proposed annual budget shall be adopted at or before the July Board meeting or as soon thereafter as possible.

(b) A majority vote of the Board shall affirm the approval of the proposed annual budget.

(c) The methods for establishing millage rates shall comply with the Truth in Millage (TRIM) Ch. 200, F.S. Tentative and final budgets shall be prepared in a timely manner to comply with the requirements set forth in the TRIM statute; and public hearings thereon shall be conducted in accordance with the provisions set forth therein as well as all other applicable laws.

(d) Appropriate surety bonds and liability insurance to cover key personnel and Board members

shall be purchased and maintained.

(e) All funds will be invested in accordance with Ch. 280, F.S. (Security for Public Deposits) and s. 218.405, F.S. (Investments of Local Government Surplus Funds).

ARTICLE VII

Parliamentary Rules

The Juvenile Welfare Board meetings shall be conducted in accordance with the most current edition of *Robert's Rules of Order*.

ARTICLE VIII


Amendment to Bylaws

The amendment of these Bylaws shall require a majority vote of the Board at a regular meeting, provided that all members have received prior notification of the proposed amendments, with the rationale for change, a minimum of ten (10) days in advance of the meeting in which the vote is to be taken.

APPROVED AND ADOPTED by The Juvenile Welfare Board of Pinellas County on this 11th Day of July, 2019.

THE JUVENILE WELFARE BOARD OF PINELLAS COUNTY
PINELLAS COUNTY, FLORIDA

BY


Secretary

Approved by Board Attorney as to form and legal sufficiency:

