

**BYLAWS
KALAMAZOO COUNTY COMMUNITY ACTION TRI-PARTITE
ADVISORY BOARD**

ARTICLE I – Name

- 1.0 This organization shall be known as the Kalamazoo County Community Action Tripartite Advisory Board herein referred to as the "Community Action Tripartite Advisory Board" (CATAB) or simply the "Advisory Board".

ARTICLE II - Affiliation, Purpose and Functions

- 2.0 Affiliation: The Economic Opportunity Act of 1964 created the Community Action Program (CAP) and authorized funding of Community Action Agencies (CAAs). Consequently, the Kalamazoo County Board of Commissioners, by resolution on April 30, 1974 became the official grantee for community action programs in Kalamazoo County and has designated the Kalamazoo County Health and Community Services Department (HCS), Community Action Agency (CAA), as the official body for the planning, development and administrative community services responsibilities. Other applicable laws governing Community Action include:
- a) The Omnibus Reconciliation Act of 1981 (PL 97-35) and its 1998 amendments which in part created the Community Service Block Grant Program (CSBG) and abolished the Community Services Administration, the successor Agency to the Office of Economic Opportunity;
 - b) Those dealing with Head Start;
 - c) Those dealing with other state and federal antipoverty programs such as emergency shelter and food assistance, weatherization, etc.;
 - d) The Michigan Economic and Social Opportunity Act of 1981 (Public Act 230) which sets forth the organizational and administrative requirements applicable to state Community Action Programs.
- 2.1 Purpose: The Community Action Tripartite Advisory Board (CATAB) of the Kalamazoo County CAA shall advise the Kalamazoo Board of Commissioners (hereafter referred to as the Governing Board) and the Kalamazoo County Health and Community Services Department (HCS) on the implementation and coordination of a comprehensive Community Action Program as authorized in Section 2.0 above.
- 2.2 Functions:
- a) The CATAB will assist the Governing Board by and through the HCS by serving as the advocate for the reduction of the causes, conditions and effects of poverty and shall assist in the provision of social and economic opportunities that foster self- sufficiency for low income persons;

- b) The CATAB is to advise the CAA, HCS and the Governing Board in setting the goals, polices, and procedures for its programs under the relevant legislation.

ARTICLE III – Governing Board Power & Responsibilities

- 3.0 The Kalamazoo County Board of Commissioners, herein referred to as the Governing Board, is the governing body legally responsible for the actions of Health and Community Services, Community Action Agency.
- 3.1 The Governing Board has the responsibility and authority to:
 - a) Oversee all program operation and planning;
 - b) Approve all contracts and annual program requests of the CAA;
 - c) Establish policies, by and through the Health and Community Services Department, for the operation of the CAA;
 - d) Ensure that policies for the operation of the CAA are in conformance with Federal and State Community Action Agency statutes and regulations, and are also in conformance with the policies and practices of Kalamazoo County Government.

ARTICLE IV – CATAB Powers and Responsibilities

- 4.0 In accordance with the Omnibus Reconciliation Act H.RI3982 of 1981, and the Head Start Act: Title VI Subtitle A, Chapter 8, Subchapter B of the Omnibus Budget Reconciliation Act of 1981, PL 97-35 (8/13/81) the County Board of Commissioners delegate to the CATAB the following powers and responsibilities:
 - a) Select the officers and the executive committee and other committees, if any, of the CATAB;
 - b) Advise the Governing Board of the nature and extent of poverty within the service area and recommend needed changes in federal, state, and local policies and programs;
 - c) Convene public meetings as necessary to provide individuals eligible for services and other community people the opportunity to comment on public policies and programs to reduce poverty;
 - d) Annually evaluate the policies and programs of the CAA. The CATAB shall submit the evaluation and recommendations to improve the administration of the CAA to the Manager of the CAA, to senior County Administration and to the Governing Board;
 - e) To participate jointly with the HCS in providing input in the selection process of the top candidates for the individual to be appointed Manager of the CAA and the Director of Head Start (if this program exists) and any person who works primarily for the Head Start Program;
 - f) Determine rules and procedures for the CATAB, subject to State granting institution policies;

- g) Provide input regarding program proposals and budgets prior to implementation;
- h) Provide recommendations regarding overall program plans and priorities;
- i) Make recommendations on strategic plans and budgets for the CAA including provisions for evaluating outcomes related to specified goals and objectives;
- j) Review all CAA programs, budgets, and financial reports and ensure compliance with the conditions of federal and state grants and contracts;
- k) Review monthly, if a program exists, the Head Start monthly financial reports including credit card expenditures, program information reports, any communication from the Health and Human Services Secretary, and the annual financial audit;
- l) Review and amend the by-laws, policies and procedures of the CATAB at least every two years;
- m) Provide recommendations for proposed programs and budgets for the upcoming year following notification by CAA (not less than 60 days prior to Grant cycle) of the intended requests.
- n) Review State audits and/or any reports generating action plans;
- o) Exercise other responsibilities that shall from time to time be provided by law or delegated to the CATAB by the Governing Board.

ARTICLE V- Advisory Board Composition

The Community Action Tripartite Advisory Board (CATAB) shall consist of a minimum of fifteen (15) and no more than eighteen (18) members who shall be appointed and removed as set forth in the Policies and Procedures section of the CATAB manual relevant to Advisory Board Composition. The three categories of members are: Public Officials, Private Sector and Consumers:

Exactly one-third (5-6) of the members of the CATAB shall be elected public officials currently holding office.

Exactly one-third (5-6) of the CATAB members shall represent the private sector, including the areas of business, industry, agriculture, labor, education, and religious and civic organizations located within the County.

Exactly one-third (5-6) of the members will be persons in the following categories: low-income individuals, elderly individuals, handicapped individuals or other individuals who are consumers of, or eligible for, Community Action Agency services residing in the County.

ARTICLE VI- Advisory Board Membership

6.0 **Residency:** Each member of the CATAB shall be a resident of Kalamazoo County.

- 6.1 Term of Office: Private Sector and Consumer members on the CATAB shall serve for staggered three-year terms. The maximum number of terms is two (2), equaling a maximum of six consecutive years of service.

Public Sector members can serve two consecutive terms of four (4) years each for a total of 8 years as long as they retain the office to which they were originally elected. At the end of two terms, Public Sector Board members will leave the CATAB for a minimum of one (1) year before being eligible for re-appointment to the Board.

Term-limited members may serve again after one (1) year off of the board. Board members will begin service as soon as they are appointed by the County Board of Commissioners.

- 6.2 Alternates: No CATAB member (except for public officials) shall be permitted an alternate.
- 6.3 Conflict of Interest: CATAB members must adhere to principles of good faith and fundamentally sound practices by:
- a) Avoiding mismanagement;
 - b) Avoiding self dealing, and
 - c) Avoiding activities that would appear as a conflict of interest.

- 6.4 Removal of Members and/or Officers:

Absenteeism from three (3) regularly scheduled Standing Committee and/or regular Advisory Board meetings shall generate written notice to the member that unless cause for the absence is shown at the following meeting, he/she will be recommended for removal from the Advisory Board. In the event that such member shows cause, a committee of the Advisory Board will determine whether the member is still interested in and will be able to fulfill the responsibilities of Board Membership.

ARTICLE VII- Officers

- 7.0 The CATAB officers shall consist of a Chairperson, First Vice Chairperson and Second Vice-Chairperson. CAA staff shall perform the Recording Secretary duties. The CATAB may elect other officers as may be deemed necessary.
- 7.1 Election of Officers: A slate of candidates for the position of Chairperson, First Vice- Chairperson, and Second Vice-Chairperson will be prepared by the Governance Committee of the CATAB. The election of officers shall occur at the scheduled CATAB Annual Meeting. Newly elected officers shall immediately begin their duties.
- 7.2 Chairperson: The Chairperson shall preside at all meetings of the CATAB and

the Executive Committee. The Chairperson shall:

- a) Appoint all Committee Chairpersons, unless otherwise provided by the Bylaws;
- b) Appoint a member of the Executive Committee, who will have voting rights, to each Standing Committee;
- c) Appoint such special committees as the Chairperson sees fit to make studies, reports, or recommendations for and to the CATAB; and
- d) Appoint a new officer to complete the term of office should a vacancy occur within the Officers.

7.3 First Vice-Chairperson: The First Vice-Chairperson shall:

- a) Serve as a member of the Executive Committee;
- b) Perform the duties of the Chairperson in the event of the Chairperson's absence, or inability to perform their duties;
- c) Assume the office of Chairperson in the event of resignation, and will complete the term of the office; and
- d) Perform other duties delegated by the Chairperson.
- e) Record, publish and file minutes of any executive committee meeting or any of the CATAB committee meetings that he/she attends, or shall designate an alternate to perform this task.

7.4 Second Vice-Chairperson: The Second Vice-Chairperson shall:

- a) Perform the duties of the Chairperson in the event of both the Chairperson and First Vice-Chairperson's absence or inability to perform their duties;
- b) Assume the office of Chairperson in the event of the Chairperson and First Vice-Chairperson's resignation, and will complete the term of the office;
- c) In the absence of the First Vice-Chairperson, serve as the alternate recorder of minutes at executive and other standing committee meetings (See Art. 8.3(e));
- d) Perform other duties delegated by the Chairperson.

ARTICLE VIII- Committees

8.0 Standing Committee Appointments: Each CATAB member shall serve on at least one (1) Standing Committee. The Chairperson will strive to accommodate each member's request to serve on a committee of his or her choice. The Chairperson shall appoint the Committee Chairpersons annually. Standing Committees shall agree on a schedule that includes time and location of meetings. CAA staff shall provide support as needed. Other HCS staff may also provide support as needed. Public notice of Standing Committee meetings shall be given in a manner required by the Open Meetings Act.

8.1 Standing Committees shall report to the CATAB concerning their activities,

conclusions, and recommendations. Each Committee may establish its own rules of procedure except quorum and notice provisions, which shall conform to those of the CATAB By-Laws. The Standing Committees may include:

- a) Executive Committee;
- b) Governance Committee;
- c) Budget Committee;
- d) Program Planning and Evaluation Committee.

8.2 Executive Committee: There shall be an Executive Committee appointed annually. The Executive Committee shall be composed of the Chairperson, First Vice-Chairperson, Second Vice-Chairperson, one (1) Committee Chairperson and one (1) at-large member to be appointed by the Chairperson. Of the five (5) members, at least one (1) member from each sector must be represented.

- a) The Executive Committee is authorized to transact CATAB business between regular CATAB meetings. Any action taken by the Executive Committee shall be subject to CATAB approval at the next regular meeting or at a special meeting.
- b) The CATAB Executive Committee Chairperson and at-large member may be re-appointed. Should a member of the Executive Committee not be able to complete his/her term of appointment, it shall be the responsibility of the Chairperson to recommend a replacement within thirty (30) days after notice of needed replacement and submit said recommendation at the CATAB's next meeting.

8.3 Governance Committee: The CATAB Chair shall appoint a Governance Committee. The Committee shall be composed of four (4) CATAB members and the Chairperson. The Committee shall reflect the composition of the Board. Of the four (4) CATAB members, at least one (1) CATAB member from each sector must be represented. The Governance Committee shall:

- a) Prepare a slate of officers to be elected by the full board at the annual meeting;
- b) Provide for orientation and training for CATAB members;
- c) Conduct an annual CATAB self-evaluation;
- d) Monitor to assure CATAB compliance with Bylaws and Board Policies, as well as compliance with current federal, state and local statutes, policies and regulations;
- e) Seek and recommend nominees to the CATAB consistent with the procedures outlined in Article VI;
- f) Annually review the credentials of CATAB members to confirm each has remained qualified to serve in the sector of the CATAB to which he/she was appointed, and to report to the full board its findings;
- g) Review the Bylaws, Policies and Procedures at least every two (2) years; and
- h) Recommend to the CATAB revisions to the Bylaws as necessary to assure

that the Bylaws comply with Public Act 230, conform to the authority delegated to it by the Governing Board, and meet the needs of the CATAB.

- 8.4 Budget Committee: The CATAB Chairperson shall annually appoint a Budget Committee and its Chairperson. The Committee shall be composed of four (4) CATAB members and the Chairperson. The Committee shall reflect the composition of the Board. Of the four (4) CATAB members, at least one (1) CATAB member from each sector must be represented. With direction from the Executive Committee, the Budget Committee will be responsible for reviewing the financial activities of CAA.
- 8.5 Program Planning and Evaluation Committee: The CATAB Chairperson shall annually appoint a Program Planning and Evaluation Committee and its Chairperson. The Committee shall be composed of four (4) CATAB members and the Chairperson. The Committee shall reflect the composition of the Board. Of the four (4) CATAB members, at least one (1) CATAB member from each sector must be represented. With direction from the Executive Board, the Program Planning and Evaluation Committee shall:
- a) Review and comment upon planning, and program planning tasks for each of the program areas with which the CATAB is involved, in order to comply with funding regulations or grant requirements;
 - b) Be responsible for periodic needs assessments using internal and external resources to gather information;
 - c) Review and interpret data from the annual needs assessment and other community input to identify gaps in service areas.
- 8.6 Other Committees: The CATAB may establish other, *ad hoc* committees as required. The Chair of the CATAB shall, with the approval of the CATAB, appoint all *ad hoc* committees. These committees serve at the pleasure of the CATAB for a designated period of time or for such time as is necessary to complete the assigned task. Each committee so formed shall keep records of all its meetings and activities. These notes, minutes, etc. are to be made available to the full CATAB no later than its next regular meeting.

ARTICLE IX– Meetings

- 9.0 Regular Tripartite Advisory Board Meetings: The full CATAB will meet monthly at a time and place agreeable to the membership and as frequently as is necessary to conduct the business of the Board. Committee Chairpersons or their designees will be responsible for reporting to the Board regularly on the activity of the Committees. The CAA Manager will provide a Manager's Report at the regular meeting of the CATAB. Public notice of CATAB meetings shall be given in a manner required by the Open Meetings Act.
- 9.1 Special Meetings: A special meeting of the CATAB shall be held only when requested by at least one-third (1/3) of the members of the CATAB and in

accordance with current OMA (Open Meetings Act) requirements. This request shall be in writing, addressed to the Chairperson and specifying the time, date, place and purpose of such meeting. Upon receipt of such request, the Chairperson shall notify each member of the CATAB of such meeting at least 24 hours before the holding thereof. Such notice may be given by telephone to a number indicated by each member as the one to be used for such purposes, or by any other means of communication. The Chairperson shall keep a written record of the method of notification for each member.

- 9.2 Quorum: At least fifty (50) percent of the CATAB's non-vacant seats must be present at all regular and special CATAB meetings to constitute a quorum for the transaction of business. A quorum for Standing Committees is at least 3 CATAB members.
- 9.3 Attendance: CATAB members shall be considered present at any regularly scheduled meeting when they are present for at least half of the meeting duration. Absenteeism of three (3) regularly scheduled Standing Committee and/or regular Advisory Board meetings may result in the actions outlined in Article VI, 6.4
- 9.4 Proxy Voting: Voting by proxy is not permitted at meetings of the CATAB or of its Standing Committees. This prohibition applies to all CATAB members.
- 9.5 Telephone Voting: Telephone voting, even by means of a conference call, is not permitted.
- 9.6 Notice Time for Committee Meetings: The minimum notice time for all committee meetings of the CATAB is two days.
- 9.7 Rules of Order: The rules contained in Robert's Rules of Order Revised shall govern in all cases wherein they do not conflict with the By-Laws.

ARTICLE - Amendments

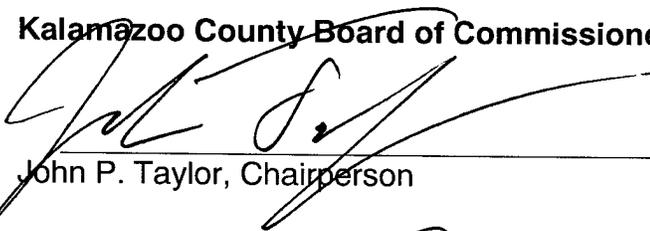
- 10.0 These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted, by a majority of the CATAB present at any regular meeting or at any special meeting, if at least two (2) days written notice is given of intention to alter, amend or repeal or to adopt new Bylaws at such meeting. Additionally, no alterations, amendments, repeal, or adoption of new Bylaws shall be effective until the Governing Board approves of such changes by a majority of the Commissioners present at any regular meeting or at any special meeting of the Governing Board.

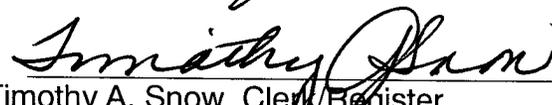
The forgoing Bylaws were adopted by the Community Action Tripartite Advisory Board on July 2, 2015, and approved by the Kalamazoo County Board of Commissioners at a meeting held at on August 5, 2015.

Kalamazoo County Community Action Tripartite Advisory Board:


Cassandra Stewart, Chair 8/13/15
Date

Kalamazoo County Board of Commissioners:


John P. Taylor, Chairperson 8-5-15
Date


Timothy A. Snow, Clerk/Registrar 8-5-15
Date