

**OCDEL Early Head Start
Governing Board Bylaws**
October 2018

PA Early Head Start Governing Board

The PA Early Head Start Grantee is the Commonwealth of Pennsylvania, Office of Child Development & Early Learning, OCDEL. OCDEL in turn subcontracts the Early Head Start program management to the PA Key and direct services are contracted to community-based providers. These community-based providers operate in the Early Head Start service area defined by the Financial Assistance Award letter. The 03CH3474 Early Head Start home-based grant provides services to Lawrence and Lebanon-Lancaster counties. The 03HP0014 Early Head Start-Child Care Partnership grant provides services to the Commonwealth of Pennsylvania. This document serves as the Governing Board by-law for the body responsible for ensuring compliance across OCDEL and its sub-contracted partners.

PURPOSE of Governing Board- The PA Early Head Start Governing Board is an independent group with legal and fiscal responsibility for the Early Head Start grants, 03HP0014 and 03CH3474. Members shall work in conjunction with the PA Early Head Start Policy Council and staff to review policy, monitor program activities and provide guidance for the implementation of Early Head Start in accordance with the Head Start Act, Head Start Performance Standards and other regulations.

MEMBERSHIP

Section I - Definition of Members

The PA Early Head Start Governing Board is comprised of a minimum of 5 members. Membership on the Governing Board is voluntary. A member is an individual who has been apprised of the roles and responsibilities of the Governing Board and willingly accepts those responsibilities.

Section II - Selection of Members

Initial members were asked to sit on the Governing Board by the grantee based on their experiences related to the field of Early Care & Education. Future recommendations for Governing Board membership will be made by the Governing Board as vacancies occur for all members except for the Parent Member(s). The Parent Member(s) of the Governing Board will be selected for participation annually by the Policy Council.

Member selection will follow the Head Start Act of 2007 requirements for composition.

Members who meet the following criteria may be seated on the Governing Board;

- 1 member shall have a background and expertise in fiscal management
- 1 member shall have a background and expertise in early childhood education and development

- At least 1 member shall be a parent representative of the Policy Council. Parent representatives shall reflect the community to be served and will be parents of children who are currently, or were formerly, enrolled in Head Start programs.
- 1 members shall have a background in Early Intervention or Mental Health
- Remaining members shall have experience in Early Care & Education, Health, Community Services or an interest in supporting Early Head Start Children and Families or be a policy council representative

Membership of a licensed attorney would not be prohibited; however, the Governing Board will have access to a licensed attorney through retainer. Service on OCDEL-EHS's Board of Directors is without remuneration, except for administrative support, travel, and accommodation costs in relation to Board Members' duties. Governing Board Members may not be employees any entity involved in contracted services supporting either grant.

Section III: Terms of Office

A governing board term of membership is a 3 year term. The years will run November 1st through October 31st, in order to have members seated during critical parts of the grantee calendar.

Members are permitted to serve consecutive terms without limitation. To avoid having all voluntary member terms expiring in the same year.

Section IV - Resignation of Members

Participation on the Governing Board is a 3-year term. When circumstances arise that a member believes he or she can no longer serve on the Governing Board, that individual may voluntarily resign her or his membership by submitting a letter to the Chairperson of the Board. This letter should include a date by which that the member will no longer participate on the Board. In order to transition effectively, members are requested to provide greater than a month's notice, if possible, to allow the Governing Board to begin considering a replacement.

Section V - Termination of Membership

Each Governing Board Member will sign a conduct statement. If a member violates the terms of the Conduct Statement, continued membership on the Governing Board will be discussed among the remaining members. If it is determined that the violation is egregious, then the Governing Board will vote on the continued inclusion of the offending member. If the Governing Board is in consensus that the member's responsibilities should be terminated, the member will be notified in writing, and a replacement will be identified.

Section VI - Transfer of Membership

As membership is transferred from one member to the next, the new member will receive a Governing Board orientation. An individual conversation will occur with the Chairperson or the Chairperson's designee to ensure that the new member is aware of responsibilities and of the current work of the Governing Board prior to participating in his or her first meeting.

Section VII - Alternates –

Governing Board members will not have alternatives in the event of an absence from a regular or special meeting.

Section VIII – Vacancy

It will be the goal of the Governing Board to fill vacancies as soon as possible after being aware of their occurrence. In the event of a vacancy, regular business of the Governing Board will continue as long as a quorum of members is available to vote on issues.

Section IX - Voting Rights

Each member shall have one vote. Members can abstain from a vote at their discretion. The appointed Counsel (Attorney) will not have voting rights.

ARTICLE IV - OFFICERS

Section I Officers - Definition

The PA Early Head Start Governing Board will have 3 officers, Chairperson, Vice Chair Person and Secretary. The duties of each are outlined below.

Section II - Election and Term of Office

Officers to the Governing Board are selected by the members. In the event multiple people are vying for the same position, each shall have the opportunity to describe her or his qualifications to the membership and a majority vote will determine the successful candidate for the position. Terms for the officers are 3-year terms, without limitation to consecutive terms.

Section III - Removal from Office

If an elected officer is derelict in his or her duties to the board, members can make the motion to discuss remove the person from her or his position. This process would follow parliamentary procedure, and the Governing Board membership must elect a new officer to fill the position.

Section IV - Officer Vacancy

If an officer vacancy occurs, the remaining members will elect a new officer through discussion at the next regular or special meeting.

Section V - Duties of the Chairperson

The Chairperson will facilitate regular and special meetings. It is the Chairperson's discretion to call special meetings as need arises for the effective implementation of the program. The Chairperson will serve as the point of contact for the OCDEL and PA Key administrators.

Additionally, the Chairperson will be the designated contact for the Region III Office of Head Start.

The Chairperson or the Chairperson's designee will develop the Governing Board Meeting agenda and implement parliamentary procedures to facilitate the meeting.

Section VI - Duties of the Vice Chairperson

In the event of an absence of the Chairperson, or a vacancy in that position, the Vice Chair will fulfill the role of the Chairperson.

Section VII - Duties of the Secretary

The Secretary will serve as the official minute's taker at meetings. The Secretary will email the minutes to the Administrative Coordinator who will then circulate the minutes of a regular or special meeting for review to members within a week of the meeting date.

ARTICLE V - COMMITTEES

Section I - Special Committees

Special committees shall be enacted at the discretion of the Chairperson. Terms of office, membership, duties and scope of a special committee is the discretion of the Chairperson.

Section II - Quorum/Special Committees

A quorum for special committees shall be 50% of the membership of that committee. The work of the special committees and votes by membership shall be reported to the Governing Board as recommendations for Governing Board consideration or vote.

ARTICLE VI - MEETINGS

Section I - Regular Meetings

Regular meetings are scheduled annually with a minimum of 4 meetings. The schedule of meetings is shared with members, program administration, and partner staff via email and posted in the lobby of the PA Dept. of Education Building, 333 Market St., Harrisburg, PA. Additionally, OCDEL's PA Early Head Start Governing Board will follow the Management Directive 250.1 related to the Commonwealth's protocol for the Sunshine Law.

Section II - Special Meetings

The need for special meetings is determined by the Chairperson in collaboration with grantee administrative staff. Special meetings can be convened with members in person, or depending on the need to expedite the meeting, a conference call.

Section III - Location and Scheduling of Meetings

Governing Board meetings will be conducted via a conference call, except for two face-to-face meetings. Members will be provided the conference call information as a part of their meeting packet.

As schedule of Governing Board Meetings will be provided to members at the start of each new year, subject to change.

Section IV - Notice of Meeting

Regular meeting times will be determined by the governing board annually. The Governing Board will meet a minimum of 4 times annually. In the event of a change of location, date or method of meeting, notice will be posted whenever possible. Changes to the meeting schedule will be provided to members via email or phone call.

Special meetings will be called, and the meeting place and time determined by the Chairperson. Notification for a special meeting will be sent via email with a response expected to determine if a quorum of members is available for the meeting.

Section V – Materials and Verification of Receipt

Prior to each governing board meeting, each representative will receive, at minimum, the following:

- Meeting agenda
- Previous month's meeting minutes
- Fiscal Report
- Cumulative Enrollment Report

EHS Governing Board materials will be sent to all members by email. The EHS staff person sending the documents will include the read-receipt option. Once members have received the materials via e-mail, they will submit the read-receipt, or if they don't have the ability to send a read-receipt they will acknowledgement they have received the information with a return email, to the sender within four days.

Section VI - Decisions of the Governing Board

Decisions of the Governing Board are made with consideration of input from the Policy Council, OCDEL, PA Key, Partner Administrators and Parents. The Governing Board has legal authority regarding the PA Early Head Start Program and decisions are implemented into policy. If the Governing Board and Policy Council do not agree in areas of shared governance, the steps identified in the approved Impasse Policy will be followed. Impasse Policies are attached as an Addendum.

Section VII- Impasse Committee's Composition and Powers

Within (5) working days following the receipt of written notice of impasse, the EHS Director or designee shall call for an Impasse Committee meeting. The Impasse Committee shall then convene as soon as it is feasible.

The Impasse committee shall be made up of four (4) persons as follows:

- Two (2) members of the Board, chosen by the Board;
- Two (2) members of the Council, chosen by the Council

In addition, the EHS Director or their respective designees shall serve as a resource person to the committee. The (4) Impasse Committee members shall all agree to the final written resolution plan prior to submitting it to the Board and Council.

The Impasse Committee shall have five (5) working days from the date of its first meeting to develop a written resolution plan and submit it to the Board and Council. The Board and the Council will approve or disapprove of the plan at their next meeting and notify the other entity. If the Impasse Committee fails to agree on a resolution plan, it shall promptly notify the Board and Council.

Section VIII - Quorum

A quorum for all regular and special meetings has been determined to be three (3) members of the governing board in participation. In general votes will be a consensus, majority vote, however if a vote must be taken during a conference call, a roll call vote will be taken. Individual members will determine if they have a conflict of interest. Abstentions are permitted for members with a conflict of interest. Abstaining votes are not counted as a required part of the consensus vote requirement. In the event a member knows in advance they are unable to participate in a meeting, they may vote to approve, table the discussion until such time the full board can meet or vote to disapprove in absentia. This absentee voting will be conveyed in writing via email to the appropriate staff facilitator, who in term will read the member's response at the time of meeting. The vote will not be shared with other members in advance to the general vote. At the end of the vote, the written communication will become part of the meeting minutes.

Section VIII - Conduct of the Meeting

Meetings will be conducted following parliamentary procedures.

ARTICLE IX – AMENDMENTS

The Governing Board by-laws can be amended as needed by its membership. By-law amendment must be an agenda item, distributed to all members prior to a scheduled meeting of members. The staff facilitator will collect documentation of delivery receipt of the email distribution to all members. Proposed changes will be completed in track-changes for members to clearly see the edits to the document. During the next scheduled meeting, members will have opportunity to discuss the amendments. To facilitate timely approval, if members agree with the changes and a quorum is present, members can motion to approve and vote on the changes.

Procedures for By-law changes:

- Revisions are presented, discussed and amended at the monthly meeting.
- Agreed revisions are posted on the PA Key website for 30 days.
- Final revisions are presented to the council members and then put to a vote.