

LUBBOCK INTER-AGENCY ADOPTION COUNCIL

CONSTITUTION

ARTICLE I

NAME

The name by which the corporation shall be known is the Lubbock Inter-Agency Adoption Council.

ARTICLE II

The purposes for which the corporation is formed are as follows:

To establish a local council, bringing together all professional representatives, and community people who wish to work together for the purpose hereinafter set forth; to promote and enhance mutual coordination, cooperation, and communication among licensed and/or certified child placing agencies in improving adoption services; to encourage recruitment of adoptive parents and others working in the field of adoption; to inform the membership of this Council and others of the general public interested in the field of adoption of current information and legislation, pertaining to the well-being of all children and in particular children needing adoption services.

ARTICLE III

NATURE OF THE COUNCIL

1. This Council shall be incorporated, self-governing, non-profit, non-partisan, and non-sectarian. The Council shall solicit and receive funds for the accomplishment of the goals and furtherance of the purposes as stated in the Constitution and By-Laws.
2. The Council shall not engage in activities other than those which would be in furtherance of the purpose set forth in Article II of the Constitution, and in no event shall any such activities be in contravention of law or provisions of the Internal Revenue Code pursuant to which the Council may be granted tax-exempt status by the Internal Revenue Service.
3. In the event that the Council shall be dissolved, upon such dissolution all assets of the Council shall be dedicated to a use and purpose which is tax-exempt pursuant to the provisions of the Internal Revenue Code then in effect.

ARTICLE IV

QUALIFICATION OF MEMBERS

Membership shall consist of such agencies or persons with such qualifications, rights, and obligations as shall be set forth in the By-Laws of the Council as the same may from time to time be amended.

ARTICLE V

OFFICERS

- Section 1. Officers shall be President (or Co-Presidents), Vice-President, Secretary, Treasurer, and Parliamentarian. The duties of the officers shall be set forth in the By-Laws of the Council.
- Section 2. The Executive Committee shall consist of the elected officers. The duties of the Executive Committee shall be as set forth in the By-Laws of the Council.

ARTICLE VI

MEETINGS

There shall be at least a bi-monthly meeting and an annual meeting as set forth in the By-Laws.

ARTICLE VII

AMENDMENT

Amendments of this Constitution may be made by two-thirds (2/3) vote of those eligible to vote, and after having amendments read aloud at the previous meeting.

LUBBOCK INTER-AGENCY ADOPTION COUNCIL

BY-LAWS

ARTICLE I

NAME

The name of the corporation shall be the Lubbock Inter-Agency Adoption Council, sometimes referred to in these By-Laws as the Council.

ARTICLE II

MEMBERSHIP

Section 1. Types of Membership and Eligibility Criteria

- A. Agency Membership: Any agency who employs professional staff residing in Lubbock County whose duties relate to adoption, licensed and/or certified by the State of Texas to place children in adoptive homes, is eligible for membership in the Council. Each member agency may select no more than two representatives to serve on the Board of Directors of the Council. These designated representatives will hold Individual memberships. This Board will hold executive power of the Council. All agency members will be asked to make a donation to the Council. Agency Membership shall be limited to licensed child-placing agencies providing adoption services and shall not include regional administrative contractors or governmental oversight entities.
- B. Individual Membership: All professional staff as defined by the current Texas Health and Human Services Minimum Standards pertaining to the placing of children, and employed full-time or part-time by a licensed and/or certified child placing agency in Lubbock County whose job responsibilities relate directly to the placement of children in adoptive homes shall be eligible for Individual membership in the Council. They shall have the right to vote on all matters brought to the members by the Board of Directors for vote pertaining to the provisions of the By-Laws of the Council or applying to set rules. Each shall receive all information and mailings about the activities of the Council. All persons who hold Individual Membership shall have the right to vote, hold office, and serve on the Board of Directors of the Council.
- C. Supportive Membership: Supportive Membership shall be available to individuals and organizations (other than professional staff or licensed and/or certified child placing agencies and adoption organizations) wishing to support the purposes and efforts of this Council. The benefits of this membership include attending meetings and receiving all mailings. This membership does include membership enrollment individually for their members, and voting rights. All persons who hold Supportive Membership shall have the right to vote and hold office.
- D. Honorary Membership: Honorary Membership may be awarded from time to time by the Council. Recipients of Honorary Memberships shall have no voting rights but may attend meetings of the Council and may receive all mailings containing information about the activities of the Council.

- E. **SSCC Liaison Membership:** SSCC Liaison Membership may be extended to an employee representative of the Single Source Continuum Contractor serving the region in which the Council operates for the purpose of maintaining communication and coordination between the Council and the regional child welfare continuum contractor. No more than one (1) SSCC employee may hold this membership at any given time. The SSCC Liaison Member may attend and participate in the quarterly Council member meetings held in January, April, July, and October, unless specifically invited by officers of the Council to attend additional meetings. The SSCC Liaison Member shall not have voting rights, shall not hold office, and shall not serve on the Executive Committee or Board of Directors. The SSCC Liaison Member shall receive general communications distributed to the full membership of the Council. The SSCC Liaison Membership shall not be considered Agency, Individual, or Supportive Membership for purposes of governance, voting eligibility, or leadership roles within the Council due to the provider-led nature of this corporation.

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Section 2. Dues

No dues are required, however, as mentioned in Section 1, all Agency members will be asked to make an annual donation to the Council.

Section 3. Membership Year

The membership year will be for a period of twelve (12) consecutive months commencing January 1.

Section 4. Procedure for Admission to Membership

- A. **Invitation to Membership:** Invitation to membership shall be made by letter or electronic mail (email) with the approval of the Council. The following enclosures shall be sent with the letter:
1. **Criteria for Eligibility**
 - a) Agency membership
 - b) Individual membership
 - c) Supportive membership
 - d) Honorary membership
 - e) SSCC Liaison membership
 2. Constitution and By-Laws
 3. Organizational chart
 4. History of the Council
 5. Adoption Forum brochure
 6. Application procedure fact sheet
- B. **Application Procedure:** The prospective Agency Member shall request membership in writing, listing appropriate representation and enclosing a copy of their child-placing license. A prospective Individual member shall request membership in writing on agency letterhead. A prospective Supportive member shall request membership in writing. A prospective SSCC Liaison member shall request membership in writing on agency letterhead.
- C. **Notice of Voting on Membership:** There shall be ten (10) days written notice to current members for voting on membership of prospective agencies and/or individuals.

- D. Procedure for Appeal: The prospective member agency or individual shall have the right to appeal the decision of the Board of Directors concerning membership by submitting, in writing, a request for an opportunity to address the Council.
- E. Continued Membership: Any agency or individual no longer meeting eligibility will automatically relinquish membership in the Council and will receive a letter from the President to that effect.

ARTICLE III

OFFICERS AND DUTIES

Section 1. Enumeration and Qualifications

The elected Officers of the Council shall be a President, Vice-President, Secretary, Treasurer, and Parliamentarian. Co-Presidents may be elected instead of a President and Vice-President, depending on the wishes of the Council. Each officer must be an individual member of a licensed and/or certified child-placing agency, or be a supportive member. Individual Members must at all times constitute a majority of the Executive Committee. No fewer than three (3) officer positions, including the President and Vice-President (or Co-Presidents), shall be held by Individual Members, and no more than two (2) officer positions may be held by Supportive Members at any given time.

Section 2. Duties of Officers

All officers must forward all records of their office to the incoming officers within thirty (30) days.

- A. THE PRESIDENT OR CO-PRESIDENT SHALL BE THE CHIEF EXECUTIVE OFFICER(S) WHOSE DUTIES AND RESPONSIBILITIES INCLUDE:
 - 1. Preside at all meetings of the Executive Committee.
 - 2. Be responsible for the general management of the Council.
 - 3. Have the authority to appoint the chairperson of all Standing Committees and ad hoc committees as needed by the Council, from the individual membership comprising the Board of Directors.
 - 4. Be a member ex-officio with a vote on all the committees.
 - 5. With the elected Treasurer, sign all contracts on obligations authorized by the Executive Committee.
 - 6. Cast the deciding vote in the event of any tied issues at the Executive Committee or general membership meeting.
 - 7. Officially and publicly represent the local Council.
 - 8. Perform such other duties as provided by these By-Laws or as commonly appertained to the office of President.
 - 9. Ensure the timely filing of the organization's annual IRS Form 990.
 - 10. In the case of a Co-Presidency, the Co-Presidents can alternate responsibilities as is convenient to them.
 - 11. The President or Co-Presidents role(s) must be held by an Individual Member(s).
- B. THE PRESIDENTIAL VACANCY OR ABSENCE:
 - 1. In his or her absence, the Vice-President shall assume all duties of the President.

C. THE VICE PRESIDENT SHALL:

1. Act in the stead of the president whenever necessary or whenever the Presidency is declared vacated. In the latter event, a new Vice-President shall be elected by the Executive Committee.
2. Act as Chairperson of the Program Committee.
3. Perform such other duties as provided by these By-Laws or as commonly appertained to the office of the Vice-President.
4. The Vice President role must be held by an Individual Member.

D. THE SECRETARY SHALL:

1. Keep all the records of the meetings of Board of Directors, Executive Committee, and general membership.
2. Submit to the President and to those others that the President might designate, a copy of any and all minutes taken.
3. Be prepared, on call, to inform the President of the number of qualified members at any and all meetings.
4. Provide the President with a copy of all correspondence sent or received.
5. Perform such other duties as provided by these By-Laws or as commonly appertained to the office of the Secretary.

E. THE TREASURER SHALL:

1. Be responsible for collecting and safeguarding all funds for the Council.
2. Be responsible for all disbursement of local funds as authorized by the Executive Committee.
3. Submit all financial records to the Executive Committee for audit on call.
4. Make regular reports on all meetings.
5. Be properly bonded as required by law.
6. Provide the President with a copy of all correspondence sent or received.
7. Perform other duties as provided by these By-Laws or as commonly appertained to the office of the Treasurer.

F. THE PARLIAMENTARIAN SHALL:

1. Ensure that all meetings are conducted in accordance with Robert's Rules of Order Revised.
2. Perform other duties as provided by these By-Laws or as commonly appertained to the office of Parliamentarian.

Section 3. Election Process

- A. The election of the officers shall be held at the November meeting of the Board of Directors to take office in January.
- B. The officers shall be elected from the Individual Members of the Board of Directors or Supportive Members, with Individual Members constituting a majority of the Executive Committee at all times.

ARTICLE IV

EXECUTIVE COMMITTEE AND COMMITTEES

Section 1.

The Executive authority of the Council shall be invested in the Executive Committee, which shall be responsible for the management of property of the Council. The Executive Committee shall consist of the following members:

- A. President or Co-Presidents, Vice-President, Secretary, Treasurer, and Parliamentarian.

Section 2. The duties of the Executive Committee shall be:

- A. To interpret and enforce the provisions of the Constitution and By-Laws of the Council.
- B. To promote by attitude and action constructive social action needed to bring about changes and improvements in child welfare systems and in legislation pertaining to all children and families.
- C. To act as an information center and research body regarding Constitutional matters of the Council, finances, education, legislative actions and disseminate such information.
- D. To provide a vehicle for communication among all persons in the field of adoption.
- E. To cooperate with other organizations which have similar objectives in whole or part to those of this Council.
- F. To appoint such committees from time to time may be deemed advisable, which committees shall exist during the term of office of the President, provided that at least one member of such committee shall be a member of the Executive Committee.
- G. To elect a new Vice-President, if such office should become vacated prior to the completion of the term, as well as fill any other unexpired term of vacated offices.
- H. To formulate such rules and regulations as in the opinion of the Executive Committee are essential to the interests and objectives of the Council.

Section 3. Selection of Committee Members

- A. The Chairperson of each committee shall be appointed by the President.
- B. The Chairperson will select a minimum of two committee members from any member of the Council (agency, individual, supportive, honorary) or other individuals outside the Council.

ARTICLE V

MEETINGS

Section 1.

The members of the Council shall meet at least bi-monthly at such location and time as the Executive Committee shall determine. The Council may hold a Special Meeting at such time(s) on such date(s), and at such location as the Executive Committee may from time to time determine.

Section 2.

All meetings shall be conducted in accordance with Robert's Rules of Order Revised.

Section 3.

- A. Except as otherwise specifically provided by law, the Constitution of the Council or these By-Laws, those members of the Council who are present at the call of any meeting and who are entitled pursuant to these By-Laws to vote at such meeting, shall constitute a quorum for the transaction of business. No more than two (2) members from any one agency shall be eligible to vote at any Council meeting. For meetings of the Board of Directors and/or the Executive Committee, a quorum shall consist of five individuals of the Council's membership.
- B. Except as otherwise specifically provided by law, the Constitution of the Council, or these By-Laws, a majority of those members present and entitled to vote shall carry the question at the meeting of the Council.
- C. Proxy votes for meetings of the Board of Directors and/or Executive Committee may be cast by written ballot or a designated representative of the absent member's agency.

ARTICLE VI

AMENDMENT

Section 1.

The By-Laws of the Council may be added to, amended, or repealed, in whole or in part, by a majority vote of the individual council members present at any regular or called meeting provided that written notice of intention to add to, amend, or repeal the By-Laws, in whole or in part, has been given to each member at least ten (10) days prior to the scheduled meeting.

ARTICLE VII

POLICY

Section 1.

The Council shall be self-governing, non-profit, non-partisan, and non-sectarian, and shall not discriminate against any person on account of sex, race, creed, religion, national origin, or handicap.

Section 2.

The Council shall solicit and receive funds for the accomplishment and furtherance of these By-Laws.

Section 3.

The Council shall not engage in any activities or exercise any powers that are contrary to law or to the primary purpose for which the Council was formed.

Section 4.

The Council shall promote by attitude and action constructive social action needed to bring about changes and improvements in child welfare systems and in legislation pertaining to all children and families.