

LAURENS COUNTY DISABILITIES AND SPECIAL NEEDS BOARD

MISSION STATEMENT

PURPOSE

BY-LAWS

Section 1: **Mission Statement:** The mission of the Laurens County Disabilities and Special Needs Board is Supporting Unique People in Pursuing Opportunities while Reaching for a better Tomorrow (SUPPORT).

Section 2: **Purpose:**

The Agency shall:

1. Be recognized as the official Governmental Agency for people with developmental and intellectual disabilities, autism, head and spinal cord injuries, and related disabilities within the county.
2. Be the administrative, planning and coordinating body for people of Laurens County eligible to receive supports and services from the South Carolina Department of Disabilities and Special Needs, and at times from related agencies of state government in South Carolina. The Agency will provide a variety of services and supports to people with developmental and intellectual disabilities, autism, head and spinal cord injuries or a related disability in accordance with an approved person-centered plan. The Agency may provide services directly and may contract with other vendors or contractors approved by the South Carolina Department of Disabilities and Special Needs as a Qualified Provider and who provide approved services and supports to persons living in Laurens County.
3. Accept grants from the Federal and State governments and gifts of any kind from any other source, including grants or transfers of any property now or hereafter owned or controlled by Laurens County.
4. Promote and accept local financial support for the program from private sources, business, industrial and private foundations, voluntary agencies, and other lawful sources and promote public support from municipal and county sources.
5. Confer and cooperate with the South Carolina Department of Disabilities and Special Needs and the South Carolina Department of Health and Human Services in the implementation of programs within the county.
6. Be alert to the needs of all people with a developmental disability in the area and refer them to appropriate agencies for assistance.

ARTICLE I – NAME

Amended 11 September 2023

Section 1: **Name:** The name of the organization shall be the Laurens County Disabilities and Special Needs Board, hereinafter referred to as the Agency.

Section 2: **Formation:** The Agency was created pursuant to Act Number 700 of 1973 and was reauthorized by Ordinance No. 36 by the Laurens County Council, pursuant to the authority and mandate of Section 44-20-375, Code of Laws of South Carolina, Act Number 1127 of 1974 and Act No. 32 of 1991.

Section 3: **Address and Phone:** The mailing address of the Agency is 364 Evergreen Skills Road, Laurens, SC 29360. The primary telephone line of the Agency is (864) 682-2314.

Section 4: **Primary Location:** The primary location of the Agency shall be in the County of Laurens, South Carolina. The Agency may have other such offices as the Members of the Board of Directors may designate or as the business of the Agency may require.

Section 5: **Fiscal Year:** The fiscal year for the Agency is July 1 – June 30.

ARTICLE II – BOARD OF DIRECTORS

Section 1: **Governing Responsibility and Authority:** The governing responsibility and authority of the Agency shall be vested in a Board of Directors. The Members of the Board of Directors will exercise authority in establishing and revising the governing policies of the Board. The Board shall not extend its authority to include the administrative procedures by which the policies are carried out but should leave such matters as the responsibility of the Executive Director employed by the Board of Directors for that purpose. The Board shall develop and revise as needed a policy that defines the Members' expectations and defines the responsibilities bestowed upon the Executive Director.

Section 2: **By-Laws and Amendments:** The Board will establish By-Laws governing its operations. The Board of Directors will notify Members of any changes proposed in the By-Laws at least one (1) week prior to a proposed change. Any change(s) in the By-Laws requires a two-thirds vote. All recommended changes to the by-laws will be presented in a public meeting as information and then will be eligible to be presented at a subsequent meeting for approval.

Section 3: **Number of Members:** The Board of Directors will consist of seven (7) members who shall be residents of Laurens County and appointed by the Governor upon the recommendation of the Laurens County Council.

At the discretion of the Board of Directors ex-officio members may be selected, following a majority vote. Ex-officio members have no voting privileges.

Section 4: **Term of Service:** A Board member is appointed for a term of four (4) years. In the event a vacancy occurs midterm, the Council Member for whom the appointee serves shall fill the vacancy for the remaining term. A Member may serve more than one (1) term and may serve beyond the expiration of a term and until a successor is duly appointed.

Section 5: **Resignation or Death:** In the event of a resignation or death of any Member of the Board, such Member will be replaced following the established procedure for appointing members described in Section 4 of this article. The Chairperson of the Board of Directors of the Agency will notify the Chairperson of the Laurens County Council of the reason for the vacancy and may present the name of a person as a replacement for the member that is to be replaced.

Section 6: **Attendance and Conduct Requirements:** Board members missing three (3) consecutive meetings without prior notice to, and approval of the Chairperson will be considered to have resigned, and the Chairperson will follow the steps outlined in Section 5 of this article to replace the Member. A Member may be removed by the appointing authority for neglect of duty, misconduct, or malfeasance in office after being given a written statement of reasons and an opportunity to be heard.

Section 7: **Status of Executive Director and Employees:** The Executive Director of the Agency shall serve as a staff member of the Board and will attend all meetings of the Board. The Executive Director will receive a written performance appraisal on an annual basis, following the successful completion of any probationary period.

ARTICLE III – BOARD AND COMMITTEE MEETINGS

Section 1: **Meetings of the Board of Directors:** Meetings of the Board of Directors will be held at places and times designated by the Chairperson. The Board of Directors will meet monthly, with a minimum of ten (10) meetings each fiscal year. As a matter of routine, the meetings of the Board of Directors may be held at the primary office of the Board. The requirements of the South Carolina Freedom of Information Act shall be followed. All meetings of the Board or any committee of the Board will be announced publicly through the local media and will be posted in the primary office of the Board. When necessary, the Board is authorized to conduct meetings via electronic means or telephone. Article III, Section 2, Quorum, still applies.

Section 2: **Quorum:** For our organization, a quorum is defined as the number of current Board of Directors divided by two (2) plus one (1), round down. The affirmative vote of a majority of the Members present is an act of the Board. Except with respect to a specific rule to the contrary in these By-Laws or the Enabling Legislation, Roberts Rules of Order shall be used in the conduct of the meetings.

Section 3: **Voting:** A Member of the Board of Directors shall vote in favor of or in opposition to any issue presented for a vote, or may abstain from voting due to a conflict of interest, as defined in these By-Laws, or may declare present when a vote is taken and the

Member does not wish to vote in favor of or in opposition to the issue presented, and has no conflict of interest. If a member has knowledge of an issue to be presented during the meeting that creates a conflict of interest, the Member is to leave the room prior to discussion and voting takes place regarding the issue. The Member may return to the meeting after voting has taken place on the issue.

Section 4: Voting by use of email: In the event of a need for an action by the Board prior to the next regularly scheduled meeting, the Chairperson may elect to solicit votes on a specific topic from each member of the Board of Directors via email. Actions that require an email vote should be time sensitive and should allow opportunity by email for each member to express his or her opinion on the matter to the other Board Members prior to their vote being cast. The results of any action taken by email vote will be presented at the next regularly scheduled meeting Board of Directors meeting as information and all email correspondence will be included in the official meeting minutes.

Section 5: Special Meetings: The Chairperson may call special meetings of the Board at any time or by special request to the Chairperson by a majority of the Members of the Board. The requirements of the South Carolina Freedom of Information Act shall be followed. The place and time of the meeting will be announced in the local media and posted in the primary office of the Board. There must be a three (3) day notice before a special meeting unless all members give approval for less than a three (3) day notice. Board decisions in special meetings that require a vote will adhere to Article III, Section 2: Quorum.

Section 6: Committees: The Chairperson has the authority to establish a committee.

The Chairperson of the Board of Directors will designate the Chairperson of each committee. Committee meetings will be held in compliance with the notice and other requirements for meetings of the Board, as specified in the By-Laws.

The Chairperson, with the concurrence of the Board of Directors, may select ex-officio Members of working committees, to provide expert and essential information that may be necessary during a review of a matter before a committee.

Members of the Board, interested parties, and members of the public may attend any committee meeting. At the request of the committee, employees of the agency may present information to the committee that may be helpful in accomplishing the committee's purpose.

ARTICLE IV – OFFICERS

Section 1: Number of Officers: The Board shall select a Chairperson, Vice-Chairperson, Treasurer and Secretary from the membership of the Board. Other Officers may be added when and if the Board determines they are warranted for the efficient operation of the Board.

Section 2: **Term and Selection of Officers:** Officers will be elected for a term of one (1) year by majority vote following a nomination during the last regularly scheduled meeting of the year. An officer may be reelected for three (3) additional terms, for a maximum of four (4) continuous years of service. A minimum of one (1) year of separation shall be required before a Member may serve in office again.

Section 3: **Removal and Resignation of Officers:** Any Officer may resign at any time by delivering notice to the Chairperson. A resignation is effective when the Chairperson receives the notice unless the notice specifies a future effective date. Removal shall not affect the Member's term of office as a member of the Board of Directors. The Chairperson shall select a Member to serve for the remaining portion of the resigning officer's term.

Section 4: **Chairperson:** The Chairperson shall, when present, preside at all meetings of the Members, excluding Committee meetings. The Chairperson shall perform all duties incidental to the office of Chairperson and the Board of Directors may prescribe such other duties as from time to time may be necessary and appropriate. The Chairperson shall be an ex-officio Member of all committees.

Section 5: **Vice-Chairperson:** In the absence or inability of the Chairperson to act, the Vice-Chairperson shall perform the duties of the Chairperson, and when so acting, shall have all the responsibilities and powers of and subject to all the restrictions of the Chairperson. Any Vice-Chairperson may perform such duties as from time to time the Chairperson and the Members of the Board of Directors may assign.

Section 6: **Treasurer:** The Treasurer shall serve as the Chairperson of the Finance and Audit Committee. In the absence or inability of the Chairperson and the Vice-Chairperson to act, the Treasurer shall perform the duties of the Chairperson, and when so acting, shall have all the responsibilities and powers of and subject to all the restrictions of the Chairperson. The Treasurer may perform such duties as from time to time the Chairperson and the Members of the Board of Directors may assign.

Section 7: **Secretary:** The Secretary has the responsibility and duty to review all minutes of Board meetings and Committee meetings to ensure the records are accurate, record members present, and record that the proper notices are given in accordance with the By-Laws, the SC Freedom of Information Act, and all other legal requirements. The Secretary may perform such duties as from time to time the Chairperson and the Members of the Board of Directors may assign.

ARTICLE V – CONFLICT OF INTEREST

Section 1: **Definition of Conflict of Interest:** The Members of the Laurens County Disabilities and Special Needs Board and the Members of any advisory committees or Boards should make every effort to avoid a conflict of interest or the appearance of a conflict of interest. The individual Members of the Board and the Members of any advisory committee or Board shall not, directly, or indirectly, solicit a business relationship with the Agency or do

anything which might give the appearance of using their position to obtain a business relationship of business advantage with the Agency. The individual Members of the Board or Members of advisory units are not prohibited from having a business relationship with the Agency provided that full disclosure is made, and the business relationship has been procured using the Agency's procurement policy. Full disclosure of all details of any proposed business relationship between any Member of the Board or advisory unit shall be made before a business relationship is entered into, and the individual Member(s) involved in the proposed business relationship shall be excluded from discussion or voting on any matter concerning whether such business relationship would be in the best interest of the Board. Where a business relationship exists between an individual Member of the Board or advisory unit, every effort should be made by the Laurens County Disabilities and Special Needs Board to protect the public trust placed in it and to avoid the appearance of impropriety. No Member of the Board shall be allowed to participate in discussion or voting concerning the hiring, firing or salary of a relative of such a Member. During any discussion or voting of a matter that is a conflict of interest for the Member, the Member must leave the room where the meeting is being held and not return until after the discussion and voting is completed.

Section 2: Recording of Conflict of Interest: The approved minutes of meetings of the Board of Directors or any advisory committee, shall report the name of the Member that declares a conflict of interest, the reason or reasons given for the conflict of interest and clearly record that the Member left the room during discussion and voting so that the Member is noted as not participating in the discussion of the matter, nor vote to take any action on the matter when a declared conflict of interest exists.

Section 3: A Board Member Seeking Employment with the Agency: If a Board Member wishes to be considered for an employment opening within the Agency they must resign from the Board and a period of no less than one year from the date of resignation must pass to be considered for an employment opening within the Agency.

ARTICLE VI – AMENDMENTS

The By-Laws may be amended or repealed by a two-thirds vote of the Board Members present and voting at any meeting with a quorum is present, provided that the proposed amendment has been mailed to each voting member at least one week prior to the date of the meeting.

ARTICLE VII – INSURANCE

The Board shall always maintain sufficient insurance. The Board shall at a minimum carry worker's compensation insurance, fidelity bond insurance, liability insurance in an amount no less than \$1,000,000, property insurance on assets and sufficient Board of Directors coverage.

ARTICLE VIII – SEVERABILITY

Should any section of the By-Laws be, for any reason, held void or invalid, it shall not affect the validity of any other section that is not itself void or invalid.

ARTICLE IX – CONFIDENTIALITY POLICY

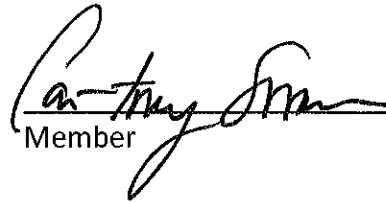
No Member of the Board of Directors shall disclose confidential information that may be gained by information shared in executive sessions. This may include information about legal or potential legal matters, personnel matters, and other matters that may be discussed in closed session under the SC Freedom of Information Act.

The Board of Directors and the Agency shall maintain confidentiality of employee and consumer records. No Board Member shall accept employment or engage in any business or professional activity that might be expected to induce him or her to disclose confidential information acquired by reason of serving on the Board. Any breach of this policy shall be reviewed by the Board Chairperson and Vice-Chairperson.

Attest:



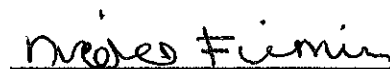
Chairperson



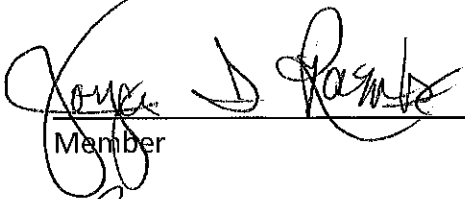
Member



Member

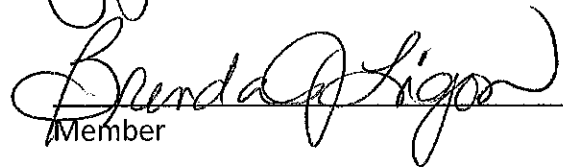


Member



Member

-VACANT-
Member



Member