

**Washington County Office of Community Grant Management
(Local Management Board)**

BYLAWS

Article I

Name

The name of the Local Management Board (the "LMB" or the "Board") shall be the "Washington County Office of Community Grant Management." It was created by the County Commissioners of Washington County, Maryland (the "Commissioners"), pursuant to Md. Code, Human Services § 8-301.

Article II

Principal Office

The principal office of the Board shall be located at Hagerstown, Maryland.

Article III

Mission Statement and Duties and Powers

Working together to improve the lives of children and families in Washington County.

The purpose of the LMB is to serve as the local management board mandated by Human Services Article § 8-301. The LMB shall comply with, implement, and perform the obligations set forth in the Community Partnership Agreements executed by and between the State of Maryland, the Children's Cabinet, the Governor's Office for Children, the Commissioners, and the LMB. The LMB has the power to enter into contracts incidental to the performance of its duties provided that these contracts have been approved by the Commissioners. The LMB shall comply with, implement, and perform such directives of the Commissioners in accordance with the mission of the LMB and the goals of the Systems Reform Initiative pertaining to children, youth, and their families, as may be issued from time to time. The LMB may issue press releases from time to time in accordance with its procedures for so doing with the approval of the Director, Washington County Office of

Community Grant Management, "A State of Maryland Local Management Board Initiative" (or such other person as the Commissioners may designate from time to time).

Article IV

Vision Statement

All Washington County children will be born and raised in a safe, healthy, and nurturing environment to become healthy and responsible adults.

Priorities

1. Develop a continuum of care for children (birth - 19 years);
2. Develop and monitor innovative strategies for service providers;
3. Provide appropriate and comprehensive services throughout the County;
4. Respond with sensitivity and commitment to all demographic, social, and cultural groups;
5. Develop a continuum of services for at-risk families; and
6. Develop preventive services for healthy families.

Article V

Membership

A. *Composition.* The LMB shall be composed of twenty-one (21) voting members or their designees and two (2) non-voting members, including:

1. *Individual voting members (9):* Nine private citizens who are residents of Washington County, which may include the professional and business community, recipients of services for children and families, child service volunteers, leaders of the religious community, and providers of services directed toward the prevention of family violence and/or the treatment of those impacted by family violence.

2. *Standing ex officio, voting members or their sworn designees*^{1 2} (10): Ten standing ex-officio, voting members or their sworn designees, including:

- a. The Department of Social Services Director;
- b. The Schools Superintendent;
- c. The County Health Officer;
- d. The Department of Juvenile Services Director;
- e. The Core Service Agency Director.
- f. A Housing Authority (City or County)
- g. The Law Enforcement Community;
- h. The United Way of Washington County;
- i. The Developmental Disabilities Administration Regional Director, Western Maryland Region; and
- j. The Washington County State's Attorney.

3. *Term-limited ex officio, voting members or their sworn designees* (2 of 5): Two term-limited ex-officio, voting members or their sworn designees, from the following:

- a. An Interfaith Organization Representative;
- b. A Public Safety Agency;
- c. An Employment or Vocational Services Agency;
- d. The Chief Public Defender of the local Washington County office or an Assistant Public Defender; or
- e. The Department of Public Safety and Correctional Services – Community Supervision or a judge.

4. *Ex officio, non-voting members or sworn designees* (2): Two ex-officio, non-voting members or their sworn designees, including:

¹ "Sworn" shall signify a person sworn as a designee member of the LMB by the Clerk of the Circuit Court.

² "Designee" shall signify a person authorized to act on behalf of the member.

a. A member of the Board of County Commissioners; and

b. One representative from the Western Maryland Delegation to the General Assembly, appointed by the Delegation.

B. *Voting.* Only voting members, or in their absence, when applicable, their sworn designees, are entitled to vote.

C. *Appointment of Members.* Except as set forth above, members of the LMB shall be appointed by the Commissioners who may, in their discretion, select members from nominees of the LMB. Recommendations for membership will be made by the Board Membership and Development Committee to the LMB for approval and then to the Commissioners for consideration of appointment to the LMB.

D. *Terms.* Standing ex officio voting members are not term-limited. Terms of the individual voting members and the term-limited ex officio voting members shall be three (3) years. The individual voting members shall be appointed so that one-third (1/3) of the members' terms shall expire in each of three (3) consecutive years. Individual members and term-limited ex officio voting members shall be eligible for reappointment for one (1) consecutive term only and, following the second consecutive three (3) year term, shall be eligible for reappointment only after an intervening one (1) year period. Individual voting members and term-limited ex officio voting members filling a partial term vacancy shall complete the partial term and will be eligible for reappointment for two (2) additional consecutive terms.

E. *Reimbursement.* Members of the LMB may receive reimbursement for expenses in amounts as may be set forth from time to time by the Commissioners.

F. *Termination of Membership and Vacancies.*

1. Membership on the LMB may be terminated by voluntary withdrawal or by removal. All rights, privileges, and interests of a member in or to the LMB shall cease on termination of membership. Memberships are not transferable. Any member may withdraw from

membership by giving a written 30-day notice to the LMB chair of such intention. Withdrawals shall be effective on fulfillment of all obligations to the date of withdrawal.

2. The LMB may recommend to the Commissioners that the membership of an LMB member be terminated based on one or more of the following criteria:

- a. inadequate attendance;
- b. breach of confidentiality; or
- c. behavior that in the opinion of the LMB is inappropriate or inconsistent with LMB policy.

3. In addition to the basis for removal set forth in paragraph 2 above, the Commissioners shall have the authority to remove any members of the LMB when, in its discretion, the best interest of the community shall be served thereby.

4. In the event of an LMB member vacancy, the vacancy shall be filled in accordance with Article V.C.

Article VI Meetings

A. *Meetings.* Meetings shall be subject to the Open Meetings Act and members of the public shall be entitled to attend all meetings of the LMB, except as provided by law. Parliamentary rules, as set forth in Robert's Rules of Order, as amended from time to time, shall govern, when not in conflict with these bylaws.

1. *Regular Meetings.* Meetings shall occur throughout the year according to a schedule, which shall be established at the annual meeting. Notice of this schedule shall be provided to members of the LMB and to all of the persons on the current mailing list. Every effort shall be made to provide minutes of the prior meeting, and the agenda for the next scheduled meeting shall be provided to all members prior to the scheduled meeting.

2. *Special Meetings.* Special meetings of the LMB may be called at any time by the chair or, in the chair's absence, by the vice-chair. Upon written request of five (5) voting members of the LMB or by request of the Commissioners, a special meeting must be called with public notice. One (1) week advance notice of any special meeting must be given to the members by the Secretary and the notice must state the subject of the meeting.

3. *Annual Meeting.* At the annual meeting, the installation of officers shall occur immediately following the approval of the minutes of the previous meeting. In addition, at the annual meeting, a schedule of regular meetings shall be established by the LMB for the upcoming year.

B. *Attendance.* All members, or in their absence, their sworn designees, shall be required to attend 70% of the regularly scheduled LMB Board meetings per fiscal year. Failure to follow this attendance policy will result in the following:

1. *Individual Voting Members*

a. A third missed meeting will result in a letter to the member from the Board chair regarding the attendance policy.

b. Disassociation from the Board as a voting member may occur after the absence from thirty (30%) of regularly scheduled meetings in any fiscal year.

2. *(Ex officio) Voting Agency Members*

a. *A second missed meeting* - a letter from the Board chair to the member reminding the member of Board Attendance Policy.

b. *A third missed meeting* - a letter to the Commissioners from the LMB chair advising them of the member's lack of attendance (copy to Board member).

c. *More than 30% of meetings missed* - a letter from the Commissioners to the member's state agency advising of the member's lack of participation.

C. *Quorum.* Fifty-one percent (51%) of the total Board membership and 25% of ex-officio members of the Board shall constitute a quorum. If such a majority is not present at any time, the presiding officer shall adjourn the meeting until a quorum is present.

D. *Committees.*

1. Committees shall consist of:

- a. a standing Board Membership and Development Committee;
- b. a standing Community Planning and Review Committee;
- c. a standing Executive Committee;
- d. a standing Finance Committee; and
- e. other standing or special committees as the LMB may determine to be necessary.

2. *Executive Committee.*

- a. *Chair.* The chair of the LMB shall serve as the chair of the Executive Committee.
- b. *Membership.* The members of the Executive Committee shall consist of the chair of the LMB, immediate past chair when his/her term on the LMB has not expired, and the other officers of the LMB, together with the chairs of each standing committee of the LMB, not to exceed a total membership of seven (7) persons. In the event that there are more than three (3) standing committees at any given time, the Executive Committee of the LMB shall determine which persons shall serve on the Executive Committee. Sworn designees shall be considered members for the purposes of these bylaws, except that a designee shall not be entitled to vote when the member for whom the designee is a representative is present. It is the intention of this provision that sworn designees shall be entitled to serve as members, officers, and chairs of committees.

c. *Duties.* It shall be the duty of the Executive Committee to act in emergencies and to perform such other duties as may be assigned from time to time.

d. *Requirements.* All committee members on the Executive Committee and the Board Membership and Development Committee must be members of the LMB. Other committees shall be chaired by a member of the LMB and may be composed of LMB members and such other persons as the LMB shall designate.

Article VII Officers

A. *Elected Officers.* Members of the LMB shall elect from among their members a chair, a vice-chair, a treasurer, and a secretary. Notwithstanding any provision of these bylaws, no member or agency may hold more than one office. The officers shall have the duties and powers usually attendant upon such officers, and other duties and powers not inconsistent herewith as may be provided by the LMB.

B. *Terms.* The chair, vice-chair, treasurer, and secretary shall take office at the close of the Annual Meeting and shall serve for a term of one (1) year. Officers are eligible for reelection or reappointment for (1) additional year. Vacancies occurring during a term of office must be filled for the unexpired balance of the term of office. When a vacancy in the office of the chair occurs, the vice-chair shall automatically succeed to the office of chair.

C. *Chair.* The chair presides as the chief officer of the organization and shall be present at meetings of the LMB. The chair shall serve as a non-voting ex officio member of all committees. The chair shall appoint the chair of each committee from among the LMB members. The chair shall ensure that proper records are maintained. The chair shall communicate to the LMB such matters and make such suggestions as may in the chair's opinion tend to promote the achievement of the goals outlined in these bylaws. The Chair shall perform such other duties as are necessarily incidental to the office.

D. *Vice-Chair*. The vice-chair shall perform all duties of the chair during his or her absence.

E. *Treasurer*. The treasurer shall present reports of fiscal transactions and status associated with the LMB and will chair the Finance Committee.

F. *Secretary*. The secretary shall be responsible for and shall oversee the record keeping of the LMB meetings.

G. *Officer Removal, Resignation and Vacancies*

1. The LMB may recommend to the Commissioners that an LMB member serving as an Officer be removed from his or her position based on one or more of the following criteria:

- a. inadequate attendance;
- b. breach of confidentiality; or
- c. behavior that in the opinion of the LMB is inappropriate or inconsistent with LMB policy.

2. In addition to the basis for removal set forth in paragraph 1 above, the Commissioners shall have the authority to remove any LMB member serving as an officer when, in its discretion, the best interest of the community shall be served thereby.

3. In the event of an Officer resignation, the vacancy caused by that resignation shall be filled in accordance with Article VII.G.4.

4. In the event of an Officer vacancy that is caused by removal, resignation, or any other reason, the LMB shall elect a member to fill the vacancy. The election shall take place at the next regularly scheduled meeting of the LMB following the effective date of the vacancy. A member elected to fill a vacancy shall serve out the remainder of the Officer's term left vacant. The partial term served shall not be applied to the term limits as provided in Article VII.B. of these Bylaws.

Article VIII
Indemnification

Indemnification of Directors and Officers. The Commissioners shall indemnify a director or officer of the Board in connection with a proceeding to the fullest extent permitted by and in accordance with County policy and applicable state law.

Article IX
Fiscal Year

Fiscal Year. The fiscal year of the LMB shall end on the last day of June.

Article X
Conflict of Interest

No member of the LMB shall cast a vote on any matter with financial benefit or other substantive interest (including a procurement or contract) to that member or to the agency represented by that member. No member shall otherwise give the appearance of a conflict of interest under this provision and County regulations, including the County's Ethics Ordinance. In any instance where the appearance of a conflict of interest is uncertain, any person (including an LMB member) can request clarification and determination of conflict of interest from the County Attorney and, if necessary, from the County Ethics Commission.

Article XI
Amendments

These bylaws may be amended, repealed, modified, or altered, in whole or in part, by the Commissioners, in their sole discretion. If such change is proposed by the LMB, such proposal must be submitted in writing and approved at a meeting of the LMB. The proposal to amend these bylaws and the text of the proposed amendment must be included in the notice of the next meeting of the LMB. At that time, the LMB shall vote on the proposed amendment. Such proposed amendments shall be recommended to the Commissioners only if the proposal receives a quorum

vote of the LMB. The bylaws must be reviewed and submitted at least every three years to the Board of County Commissioners.

**Article XII
Severability**

Should any provision, section, paragraph or subparagraph of these bylaws, including any code or text adopted hereby, be declared null and void, illegal, or unconstitutional, or be otherwise determined to be unenforceable by the court having jurisdiction, the same shall not affect the validity, legality, or enforceability of any other provision, section, paragraph, or subparagraph hereof, including any code or text adopted hereby. Each such provision, section, paragraph, or subparagraph is expressly declared to be and is deemed severable.

**Article XIII
Section Headings, Chapter Headings, Titles**


Section headings, chapter headings, titles, etc., are for the purpose of description or ease of use and do not form a part of the text of these bylaws.

Upon the recommendation of the Local Management Board, these bylaws are hereby approved and adopted by the Board of County Commissioners and deemed effective this fourth day of February, 2014.

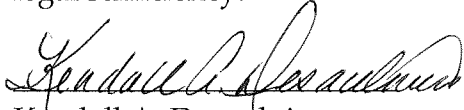
ATTEST:

BOARD OF COUNTY COMMISSIONERS
OF WASHINGTON COUNTY,
MARYLAND


Vicki C. Lumm, Clerk

BY: 
Terry L. Baker, President

Approved for form and
legal sufficiency:



Kendall A. Desaulniers
Assistant County Attorney

Section Four, Member, A. Composition, amended by Resolution dated February 24, 1998.

Revised April 20, 1999.

Revision 1, approved by the County Commissioners, April 27, 2004.

Revision 2, approved by the County Commissioners, March 8, 2005.

Reviewed and approved by LMB Board on February 15, 2008 (no changes).

Revision 3, approved by the County Commissioners, August 30, 2011.

Revision 4, approved by the County Commissioners, June 19, 2012.

Revision 5, approved by the County Commissioners, April 23, 2013.

Revision 6, approved by the County Commissioners, February 4, 2014.