

BYLAWS of the
EARLY LEARNING COALITION OF FLORIDA'S HEARTLAND, INC.
(last revised 2.25.26/ 3.2.26)

Article 1. NAME AND LOCATION OF THE ORGANIZATION

1.1 NAME OF ORGANIZATION

The name of the organization will be the Early Learning Coalition of Florida's Heartland, Inc., hereinafter referred to as the Coalition.

1.2 LOCATION OF THE COALITION

Registered office shall be the principal office: the registered office of the Early Learning Coalition of Florida's Heartland, Inc. a Florida not-for-profit cooperation (the "Coalition" or "ELCFH"), shall be 18501 Murdock Circle, Suite 200 in Port Charlotte FL, 33948, or such other location hereinafter designated by the Board.

Other Offices: Offices of the Coalition will be located in Charlotte, DeSoto, Hardee and Highlands Counties or in such counties as deemed appropriate by the Board.

Article 2. PURPOSE AND RESPONSIBILITY

2.1 PURPOSE OF THE COALITION

The purposes for which this Coalition is organized are to implement the provisions of the School Readiness Act, Part VI, Chapter 1002, and the Voluntary Pre-kindergarten Act, Part V, Chapter 1002, Florida Statutes ("F.S.") in the Coalition service area which includes Charlotte, DeSoto, Hardee and Highlands Counties. The Legislature recognizes that early learning programs increase children's chances of achieving future educational success and becoming productive members of society.

2.2 MISSION AND VISION OF THE COALITION

The mission of the Early Learning Coalition of Florida's Heartland, Inc. is to support families and children in accessing high quality early care and education services via School Readiness and Voluntary Pre-kindergarten programs. The ELCFH also serves as a point of access to resources and referrals for health care and family support services.

The vision of the ELCFH is that each child will have a strong early foundation to promote a lifetime of success.

2.3 RESPONSIBILITIES

In carrying out the intent of the School Readiness Act and the Voluntary Prekindergarten Education Act, the Coalition will develop and administer a Plan for the early learning program to meet the requirements of the statute and the performance standards and outcome measures established by the Division of Early Learning. These Bylaws are part of the Coalition's Plan and any amendment to them constitutes an amendment to the Plan

Article 3. MEMBERSHIP

3.1 MEMBERSHIP

The Coalition Board will have at least 15 but not more than 30 voting members. Within this range, the Coalition Board's membership may not exceed the number of members necessary for the appointments of the mandatory members, and private sector members. If a member of the Board is found to be nonparticipating, the Coalition may request an alternate designee as applicable who meets the same qualifications of membership requirements of the nonparticipating member.

- 3.1.1 The Coalition Board will seek applications of persons who are ready, willing, and able to commit service and time, including attending Coalition Board meetings, participating in committee work, and acquiring general knowledge about the many aspects of early childhood development and school readiness.
- 3.1.2 The Coalition Board's membership must be geographically representative of all counties served by the Coalition. The Coalition Board will seek applications from individuals with varied abilities, including persons from diverse ethnic, socio-economic and cultural groups.
- 3.1.3 The Governor will appoint the Chair and two (2) other members from the private sector business. In the absence of a governor-appointed chair, the Commissioner of Education may appoint an interim chair from current Coalition Board membership. As policy allows, the ELCFH Board may elect an interim Board Chair until a governor appointed Chair or Commissioner appointed interim Chair is announced.
- 3.1.4 Coalition Board membership requires each Early Learning Coalition to appoint Coalition Board members consistent with the following standards for mandatory, and private-sector business.

3.2 MANDATORY MEMBERS

Chapter 1002.83(3) and (4) mandates that the Board must include the following members. A Board member who no longer represents the constituency in that capacity will notify the Chair via the Executive Director and the seat will remain vacant until the group represented identifies a new representative.

- 3.2.1 Chair, appointed by the Governor or interim

- 3.2.2 Private sector business member appointed by the Governor.
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- 3.2.4 Department of Children and Families regional administrator or designee.
- 3.2.5 Superintendent of Schools or designee.
- 3.2.6 Local Workforce Development Board Director or designee.
- 3.2.7 County Health Department Director or designee.
- 3.2.8 Children's Services Council Chair or Executive Director or designee.
- 3.2.9 Department of Children and Families childcare regulation representative.
- 3.2.10 President of a Florida College System institution or designee.
- 3.2.11 Member appointed by a Board of County Commissioners
- 3.2.12 Head Start Director.
- 3.2.13 Representative of private for-profit childcare providers.
- 3.2.14 Representative of faith-based childcare providers.
- 3.2.15 Representative of programs for children with disabilities under the federal Individuals with Disabilities Education Act.

3.3 PRIVATE SECTOR BUSINESS MEMBERS

The Coalition may appoint additional members who must be private sector business members, either for-profit or nonprofit, who do not have a substantial financial interest in the School Readiness or Voluntary Pre-kindergarten Program as defined in s.112.3143.

3.4 TERMS OF OFFICE

- 3.4.1 Board members not appointed by the Governor may serve a maximum of two (2) consecutive four (4) year terms in the same Board seat.
- 3.4.2 Mandatory Members who are serving out (completing) a term for a former member may be eligible to serve a consecutive second term (as applicable), the second term being a full term of four (4) years. Other than those membership terms stipulated in the Florida Statutes, the terms of all appointed members of the Coalition Board must be staggered.
- 3.4.3 When a seat becomes vacant, the Coalition Board may appoint a replacement. Every reasonable effort will be made to fill the vacancy with a representative from the county to which the seat is allotted; however, if this is not possible, or if the term of the vacated seat is near its end, the Board may rotate the seat.
- 3.4.4 Coalition Board members are expected to attend all regular Coalition Board meetings. Excessive unexcused absences from Board and committee meetings shall constitute resignation from the ELCFH Coalition Board.
- 3.4.5 Private sector and mandated members may be nominated to serve additional terms after a one-year break in service. A mandated from an entity that exists in one county or serves all four counties in the ELCFH service area and that is the only person who can fill that Board seat would not be subject to the required one-year break in service.

Article 4: OFFICERS OF THE ORGANIZATION

4.1 ELECTION OF OFFICERS

Any member of the Coalition Board in good standing will be eligible for nomination and election to any elective office of the Coalition Board.

- 4.1.1 Coalition Board officers will be elected for a 2-year term by majority vote during the last meeting of the Coalition Board prior to the beginning of the fiscal year. Officers may be nominated and elected to serve more than one term.
- 4.1.2 If an office is vacated prior to the completion of a term, a member in good standing may be appointed by the Chair and approved by the members to fill the vacancy until the term ends.

4.2 POWERS AND DUTIES OF OFFICERS

The powers and duties of officers will be:

- 4.2.1 The Chair, in concert with the Executive Director, will develop agendas for the Coalition Board meetings. The Chair will preside at all regular Coalition Board meetings.
- 4.2.2 The Vice Chair will perform the duties of the Chair in the absence of the Chair.
- 4.2.3 The Treasurer will ensure an account of monies received is maintained and expended for the use of the Coalition. The Treasurer will chair the Finance Committee and will ensure regular reports are available to the Coalition Board.
- 4.2.4 The Secretary will ensure that notices required by these Bylaws are posted in a timely and accurate manner. The Secretary will ensure records are maintained of all proceedings of the Coalition Board.

Article 5: MEETINGS

5.1 REGULAR MEETINGS

Regular meetings of the Coalition Board will occur at least quarterly or on a more frequent schedule agreed upon by the members. The time and place will be determined by the members.

- 5.1.1 The Annual Meeting is defined as the Coalition Board's regular meeting held during the first meeting at the beginning of the fiscal year.
- 5.1.2 A special meeting may be called by the Chair upon concurrence by a majority of the Coalition Board or upon petition signed by a majority of the Coalition Board.

5.2 MEETING NOTIFICATIONS

- 5.2.1 Notice of Coalition Board meetings, including the agenda, will be made by mail, fax, or by electronic means to each Coalition Board member no less than five (5) calendar days prior to the meeting date.

- 5.2.2 Non-scheduled meetings may be called by the Board Chair and will be afforded the most appropriate and effective public notice under the circumstances.
- 5.2.3 Notice of all Coalition Board and committee meetings will be made pursuant to Florida State Statute 286.011, commonly known as the Government in the Sunshine Law.

5.3 GOVERNING RULES

The Coalition Board will adopt rules of procedure for the conduct of its business.

- 5.3.1 Robert's Rules of Order, Newly Revised (latest edition), will govern all official proceedings of the Coalition, subject to such special provisions as the Coalition Board may adopt.
- 5.3.2 Members of the Coalition Board are subject to the ethics provisions in Section 112.313 (Standards of Conduct for Public Officers, etc.), 112.3135 (Restriction on Employment of Relatives) and 112.3143 (Voting Conflicts).
- 5.3.3 Members of the Coalition Board and staff will conduct themselves in an ethical and professional manner at all times.

5.4 VOTING REGULATIONS

A majority of the Coalition Board membership constitutes quorum to conduct business. The act of a majority of the members present at the meeting at which a quorum is present shall be the act of the voting members. The exception will be any business that requires the concurrence of two-thirds of the members as stated in ELCFH policy.

- 5.4.1 Fifty-one percent (51%) of the members will constitute a quorum for the transaction of business at any meeting of the Coalition Board. If less than a majority of voting members are present at said meeting, an early learning coalition may use any method of telecommunication to conduct meetings, including establishing a quorum through telecommunications, provided that the public is given proper notice of a telecommunications meeting and reasonable access to observe and, when appropriate, participate.
- 5.4.2 Any voting member who has a conflict of interest on any item brought before the Coalition Board for discussion or action will disclose that conflict in advance, complying fully with statutory rules governing conflicts of interest.
- 5.4.3 Only approved Board members have voting rights as listed in the ELCFH Board Membership roster, maintained as part of the School Readiness Plan. An approved Board member may send a representative to ELCFH Board meetings, but that individual would not have the ability to vote on behalf of the member. Individuals who are in mandatory positions on the ELCFH Board and choose to appoint a designee to the ELCFH Board effectively names that designee as the voting member of the coalition. Anyone attending in the designee's/ Board Member's place, including the individual originally listed in the mandatory position, does not have voting privileges.

Article 6: COMMITTEES

6.1 COMMITTEES

Standing committees will be established by the Coalition Board. Ad hoc committees and task force may be established by the Coalition Board and Standing Committees as needed. All committee chairs will ensure a report is provided to the Coalition Board at the next regularly scheduled meeting.

- 6.1.1 The chair of each committee will be a member of the Coalition Board and be appointed by the Coalition Board Chair with Board approval.
- 6.1.2 Committee chairs serve a one-year term. Chairs may be nominated and elected to serve more than a one-year term.
- 6.1.3 Each committee shall meet as necessary at meeting times designated by the committee chair.
- 6.1.4 Notice of all committee meetings will be made pursuant to Florida State Statute 286.011, commonly known as the Government in the Sunshine Law.
- 6.1.5 Each committee chair will assure written minutes are submitted to the Coalition Board, and recommendations are presented at the next regularly scheduled Coalition Board meeting.
- 6.1.6 The Executive Committee will consist of the four elected officers of the Coalition Board. Appointment to the Administrative and Finance Committees will be made by action of the Coalition Board.
- 6.1.7 The Administrative, Finance and Quality Committees will consist of a chair and at least two (2) additional Coalition Board members. Representatives from the community may serve as members of any standing or ad hoc committee as needed to carry on the work of the Coalition.

6.2 STANDING COMMITTEES

- 6.2.1 The Executive Committee will serve as the Appeals Board to hear and decide appeals relative to personnel issues and client/ provider grievances as stipulated in approved ELCFH policy. A full report on any appeals will be made to the Coalition Board. This committee will complete an annual performance appraisal of the Coalition Executive Director as initiated and directed by the Board Chair. This committee will also have the authority to act on matters on behalf of the full Coalition Board.
- 6.2.2 The Finance Committee will ensure regular monitoring of program action, financials and program reports, budgeting and any other activities as needed. The Treasurer will be the chair of this committee.
- 6.2.3 The Administrative Committee will ensure adherence to the approved Coalition Bylaws, uphold the Coalition's required membership composition and make recommendations regarding Coalition Bylaws and personnel policies. The Committee will also serve as the Nominating Committee for the ELCFH Board officer positions.
- 6.2.4 The Quality Committee will assess the school readiness needs of the communities served and ensure that provider training, child care environmental assessments, child

screenings and assessments, parent involvement, community development and awareness, and any other needed quality activities are provided on a regular basis.

6.3 AD HOC COMMITTEES

An Ad Hoc Committee will be comprised of members of the Coalition Board and others who may assist the committee. An Ad Hoc Committee may be established by the Coalition Board, Standing Committees or the Board Chair to address specific, short-term Coalition related issues. The duties of such a committee will be determined at the time of its establishment. Each committee will be responsible for bringing recommendations to the appropriate Standing Committee and submitting reports to the Coalition Board Chair.

Article 7: PROGRAM

7.1 PROGRAM PARTICIPATION

- 7.1.1 The School Readiness Program and Voluntary Prekindergarten Education Program must meet the program expectation and implementation guidelines as outlined in the School Readiness Act, Part VI, Chapter 1002, and the Voluntary Pre-kindergarten Act, Part V, Chapter 1002, Florida Statutes ("F.S.") and in any subsequent legislative revisions.
- 7.1.2 The Coalition is responsible for implementation of the Florida Birth to Five Learning and Developmental Standards and the Florida Early Learning and Developmental Standards for Four-Year Olds.
- 7.1.3 The Coalition may elect to facilitate access to quality child care for school-age children eligible for services as described in the Florida Administrative Code.
- 7.1.4 The Coalition will be guided by the Plan submitted periodically to the Division of Early Learning. The Plan will be monitored and revised as needed through submission of Plan amendments. The Coalition will develop and implement policy, monitor School Readiness and Voluntary Prekindergarten status, and ensure the management of the systems necessary to improve the quality of early care and education services in Charlotte, DeSoto, Hardee and Highlands Counties.

Article 8: BOOKS AND RECORDS

8.1 RECORD KEEPING

Correct and complete books and records of the proceedings of the Coalition Board, its committees, and its financial accounts will be maintained at the office of the appointed fiscal agent for a period of five (5) years and will be subject to inspection by any member of the Coalition Board or the public at any reasonable time. The organization will keep an accurate record of the names and addresses of the members.

8.2 AUDIT

An audit of the books and records including an annual IRS 990 will be conducted annually by an independent auditor per the procurement process and approval by the Board. The finalized audit report will be presented to the Coalition Board within 30 days of its completion as outlined in the audit plan filed with the Division of Early Learning.

Article 9: FINANCIAL SYSTEM

9.1 CONTRACTS

The Executive Director or the Board Chair is authorized to enter in the name of and on behalf of the Coalition any contract in which the Coalition plans to expend \$5,000 or more for which the Coalition Board has voted and given approval. Any funds received with or without contractual requirement by the Coalition will be accepted by the Executive Director or the Board Chair in the name of and on behalf of the Coalition Board.

9.2 FISCAL YEAR

The fiscal year will begin on July 1 and end on June 30.

9.3 CHECKS AND DRAFTS

All checks, drafts, or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Coalition will be signed by agent(s) of the Coalition as determined by the Coalition Board.

9.4 DEPOSITS

All Coalition funds will be deposited in a timely manner to the credit of the Coalition in such banks, savings and loans, or other depositories as the Coalition Board may select.

9.5 GIFTS

The Coalition may accept on behalf of the Coalition any contribution, gift, bequest, or device for the general purposes or for any special purpose of the Coalition.

Article 10: BYLAWS

10.1 IMPLEMENTATION

These Bylaws will become effective immediately upon adoption. The Coalition Board will have the authority to enact and adopt any amendment to the Bylaws that may be necessary.

10.2 AMENDMENTS

The Bylaws can be amended through the following process:

- 10.2.1 Any Coalition Board member can propose an amendment to the Bylaws. Proposed amendments will be submitted in writing to the Coalition Board Chair.
- 10.2.2 The Coalition Board Chair will ensure that notice of any proposed amendment to the Bylaws is provided to members of the Coalition Board at least fifteen (15) days prior to the consideration of action on the proposed amendment. The notice may include the complete text of the proposed amendment, but must include a summary of the intent of the proposed amendment, including administrative and financial implications of the amendment.
- 10.2.3 Any proposed amendment to the Bylaws will be approved by a majority vote of the Coalition Board.
- 10.2.4 An amendment to the Bylaws will be effective upon adoption by the Coalition Board.
- 10.2.5 Because the Bylaws and Articles of Incorporation are a part of the Coalition's Plan, any amendment to the Bylaws or Articles of Incorporation constitutes an amendment to the Plan.