

SUBSTANCE ABUSE COUNCIL OF VANDERBURGH COUNTY

BYLAWS

ARTICLE I: NAME

The name of this organization shall be the Substance Abuse Council of Vanderburgh County (SACVC).

ARTICLE II: MISSION

To prevent and reduce the incidence of alcohol, drug abuse, and other co-related addictive behaviors among youth and adults in Vanderburgh County.

ARTICLE III: MEMBERSHIP

Composition: The Council will be the membership council from which Board members will be drawn and serve as the collaborative advisory group to help guide the Board in policy making decisions. The Council will continue to operate in its current mode: providing networking opportunities and giving members updates on the current substance abuse programs, funding and planning efforts. The overall membership of SACVC shall mirror, as much as possible, the following categories recommended by the *Governor's Commission for a Drug Free Indiana* and should represent the overall county to make the Council as comprehensive as possible.

Family	Business/Industry	Civic Organizations	Judicial
Youth	Education/Prevention	Law Enforcement	Medicine
Media	Local Government	Self-Help	Treatment
Religion	Minority	Elderly	Other

ARTICLE IV: MEETINGS

Council: Meetings will be scheduled monthly to address business that the Council needs to consider to achieve its mission. At least 48 hours notice of time shall be given, as well as the time, place, and purpose of the meeting.

Quorum: At any SACVC meeting, five (5) members shall constitute a quorum and the act of a majority of those present shall be the act of the Council unless an act of greater number is required in these By-Laws.

Voting: Anyone attending four of the last six council meetings becomes a voting member for the purpose of conducting business at that council and/or subcommittee meeting.

Annual Meeting: A Nominating Chairperson, elected by the Council, shall present a slate of officers to the Council membership at an annual meeting in September. The new officers will be elected at this meeting. For the purpose of the annual meeting, only those members enrolled on the membership list of the Director may vote. Any member who has not attended a Substance Abuse Council or committee meeting in the previous year shall not vote.

Committees: Functional committees shall meet at least once per quarter, and shall be open to all interested persons. Committee activities shall be reported monthly at the SACVC meetings. Adhoc Committees (Nominating, Screening, Youth and Events) shall meet as necessary.

ARTICLE V: OFFICERS

President: The President shall preside at all SACVC meetings and exercise such other powers as prescribed in these By-Laws or by the SACVC.

Vice President: The Vice President shall perform all the duties of the President in the President's absence.

Treasurer: The Treasurer shall work with staff to develop and maintain financial controls, review monthly financial reports, review annual budgets and agency audits, and make recommendations to the Board regarding any major budget alterations throughout the year.

Secretary: The Director shall be the Secretary and attend all meetings of the Council and keep a true record of all proceedings of said meetings.

Election and Term of Officers: Officers shall be elected at the Annual Meeting of the Council and shall hold office for a two year term or until a successor shall be duly elected. Chairpersons of the Prevention/Education, Treatment/Intervention, and Law Enforcement/Criminal Justice Committees shall be elected at the Annual Meeting of the Council and shall hold office for a two year term. Nominations for candidates for Chairpersons shall be made by the respective committees: Prevention/Education, Treatment/Intervention, and Law Enforcement/Criminal Justice. Officers and Chairpersons may serve no more than two consecutive terms.

Vacancies: Whenever vacancies occur, they shall be filled upon recommendation of the Nominating Committee with the concurrence of the SACVC. Any officer elected shall hold office until the next Annual Meeting of SACVC or until a successor is duly elected.

ARTICLE VI: COMMITTEES

Committees shall be, at a minimum, Prevention/Education, Treatment/Intervention, and Law Enforcement/Criminal Justice. Other Committees may be added as determined by community interest. Each Committee shall determine its own structure and elect its own Chairperson, who may serve no more than two consecutive terms. (The Nominating Committee Chairperson will be elected prior to formation of the Committee).

Executive Committee: The Executive Committee shall be the governing Board of Directors of the Council, with the powers to act on all policy, financial and personnel issues; the Council shall be the membership council from which Board members will be drawn, and serve as the collaborative advisory group to help guide the Board in policy making decisions. The Board shall be intentional and focused on the type of issues it brings to the Council for consideration. The Board will retain final decision-making powers; however, to recognize the collaborative nature of the Substance Abuse Council, all important policy issues shall be taken to the Council for advice and consent. The Board shall meet at least once per quarter, or as needs dictate.

The Board of Directors shall consist of:

Board Officers (President, Vice-President, Treasurer and Secretary) – 4 members
Functional Area Committees (Law Enforcement, Prevention, Treatment) – 3 members
Nominating Committee Chair – 1 member
Screening Committee Chair – 1 member
Events Committee Chair – 1 member
Youth Committee Chair – 1 member
At-Large Representative – 3 members
Total Board of Directors: 14 members

The Executive Committee/Board of Directors hires the Director. The Director will be a voting member of the Executive Committee/Board of Directors except when financial and/or personnel matters pertain to the Director or staff.

Five members of the Executive Committee/Board of Directors shall constitute a quorum for Board of Directors decisions.

Functional Area Committees (Law Enforcement, Prevention, Treatment): Conduct regular assessment of substance abuse needs, and develop annual action plans with articulated priorities for grant award purposes; evaluate the effectiveness of all SAC grant awards, and incorporate findings when setting action plans and funding priorities.

Nominating Committee: The Nominating Committee shall develop an annual slate of representatives for each Board position (Officers, Committee Chairs, At-Large Representatives), and present to full Council at annual meeting in September for consideration and approval. This Committee will be appointed by the newly elected Nominating Chairperson and shall serve until successors are named at the next Annual Meeting. It shall function as needed to fill vacancies through the year.

Screening Committee: The Screening Committee requests proposals from the community, reviews and approves Pre-Applications, reviews Grant Applications, recommends funding to the SACVC, and monitors the proposals that are funded via review of Mid-Year and Final Reports. This Committee shall consist of two elected representatives from the Treatment/Intervention, Prevention/Education, and Law Enforcement/Criminal Justice Committees; members of the Screening Committee must participate in two of the three meetings prior to the final Funding meeting to have voting privileges at the December Funding Meeting. Voting Members at the annual funding meeting include members of the Screening Committee and the Executive Committee. **Final grant awards must be approved by the full Council, and presented to the County Commissioners for approval prior to funding.**

Events Committee: Consider and develop fund raising events or projects, and recommend to the Board any events/projects consistent with the SAC Mission that pass a cost-benefit test.

Youth Committee: Recruit youth and youth-oriented agencies to participate in the planning process for identifying substance abuse prevention needs of youth, and develop possible projects for funding consideration by the Screening Committee .

ARTICLE VII: AMENDMENTS

Amendments to SACVC: The powers to amend, alter, or repeal any part or all of this code of By-Laws is vested in the SACVC. The affirmative vote of a majority of all the members shall be needed to effect any changes in this code.

ARTICLE VIII: ROBERTS RULES OF ORDER

Roberts Rules of Order shall be taken as authority on all questions of parliamentary law not covered in these By-Laws. Telephone and email conferencing will be accepted.

ARTICLE IX: INDEMNIFICATION

The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

ARTICLE X: CONFLICT OF INTEREST

Council members may not at any time—including Screening Committee meetings—vote for a grant proposal submitted from the organization/agency of which they are affiliated with, either as a paid employee or volunteer. Members of the Executive and Screening Committees shall sign a Conflict of Interest Statement annually.

ARTICLE XI: FINANCIAL ACCOUNTABILITY

As a private, nonprofit company with public sector obligations, we take the issue of financial accountability very seriously. Each year, our financial records are audited by an independent third-party firm. The auditors' annual report is then reviewed and approved by the board of directors.

In addition, the agency Director shall provide the following monthly financial reports for review at Executive meetings: copy of agency check register, bank reconciliation, balance sheet, cash flow statement, a year-to-date profit and loss report, and bills from SACVC credit cards. These statements shall be initialed by the Treasurer, or President or Vice President in lieu of the Treasurer's absence.

Last Revised: 06/13/2011 Approved by Council: 06/16/2011