

SUBSTANCE ABUSE COUNCIL OF VANDERBURGH COUNTY

BYLAWS

ARTICLE I: NAME

The name of this organization shall be the Substance Abuse Council of Vanderburgh County, Inc., (hereinafter SACVC or the Corporation).

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 SACVC will be the membership council from which Board of Directors will be drawn and serve as the collaborative advisory group to help guide the Board in policy making decisions. The SACVC will provide networking opportunities and 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 Behavioral Health Division of the Indiana Criminal Justice Institute and should represent the overall county to make the Council as comprehensive as possible: local health department, youth service organizations, youth, school affiliates, religious/spiritual affiliates, community mental health centers, recovery community, prosecutor, judges, sheriff, local police, probation services, family, business/industry, civic organizations, education/prevention, medicine, media, local government, self-help, treatment, minority, elderly, and other organizations reducing substance abuse.

Voting Members: To be a voting member of SACVC, a person must be a volunteer or employee of an agency, organization or group that has an interest in the mission of the Corporation, must submit a membership agreement to become a voting member, and must be approved by the Board of Directors as a voting member. An agency, organization or group may have only one voting member; however, that voting member may designate a proxy in writing to act on his or her behalf at any meeting in which the voting member is unable to be present at a Corporation meeting.

Board Members: A person duly elected to the Board of Directors is a voting member of the Corporation. A member of the Board of Directors may not designate a proxy to vote on his or her behalf at a Board of Directors meeting.

Approval and Removal of Voting Members: The Board of Directors shall approve a person to become a voting member if he or she meets all of the requirements stated in this section, and the agency, organization or group has a good faith interest in the mission of the Corporation. A voting member of the Corporation may be removed if the member has not attended, in person or by proxy, at least 50% of the meetings within the calendar year.

ARTICLE IV: MEETINGS

Council: Meetings will be scheduled at least 6 times per calendar year 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) voting members shall constitute a quorum, and the act of a majority of the voting members present shall be the act of the Council unless a greater number is required by these By-Laws.

Annual Meeting: The Annual Meeting shall be held each year normally in December, with Executive Committee elections to be held biennially.

Committees: Functional Committees shall meet at least once per quarter and shall be open to all interested persons. Committee activities shall be reported at each of the SACVC meetings. Standing committees (screening and events) and *ad hoc* committees 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 operating resolutions.

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 the proceedings of said meetings.

Election of Officers: Prior to the biennial meeting, the President shall appoint a nominating committee and its chairman to assemble a slate of candidates for officers, committee chairpersons and at-large representatives of the SACVC. The nominating committee shall submit the slate of candidates to the voting membership of the corporation at least 30 days prior to the annual meeting. In addition to the slate of officers presented by the nominating committee, candidates may be nominated from the floor during the Annual meeting. However, a nominee must accept the nomination in order to be a candidate for the office. To be elected, a candidate must receive a majority of the votes cast by the voting members present. If no single candidate receives a majority of the votes, the two candidates who received the highest number of votes will be submitted for a second round of voting.

Terms of Office: Officers shall be elected at the Annual Meeting of the Council and shall hold office for a two-year term beginning on January 1, or until a successor shall be duly elected. Committee chairpersons and at large representatives shall be elected at the Annual Meeting of the Council and shall hold office for a two-year term. Officers, at-large representatives and Chairpersons may serve no more than two consecutive terms.

Vacancies: Whenever vacancies occur, the nominating committee shall, within 30 days nominate a candidate to be elected at the next regularly held meeting of the SACVC. Any officer so elected shall hold office until the next biennial meeting of SACVC.

ARTICLE VI: COMMITTEES

Functional Committees shall be Prevention/Education, Treatment/Intervention, and Law Enforcement/Criminal Justice. Standing Committees include the events committee, screening committee and nominations committee. *Ad hoc* committees may be added as determined by community interest. The President shall appoint the chairperson of the nominations committee and *ad hoc* committees.

Board of Directors: The Executive Committee shall be the governing Board of Directors of the Council, with the authority to act on all policy, financial and personnel issues and on any other issue in which the SACVC has delegated authority to the Board of Directors; the Council shall guide the Board in policy making decisions and must annually approve the Comprehensive Community Plan that is submitted to the Indiana Criminal Justice Institute. 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 authority; 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:

Council Officers (President, Vice-President, Treasurer) – 3 members;

Functional Committees – 3 members

Screening Committee Chair – 1 member

Events Committee Chair – 1 member

At-Large Representative – 3 members

Total Board of Directors: 11 members

The Board of Directors hires the Director.

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

Functional Committees: These committees shall conduct regular assessment of substance abuse needs and develop annual action plans with articulated priorities for grant award purposes; evaluate the effectiveness of SAC grant awards; and incorporate findings when setting action plans and funding priorities.

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 at least two representatives selected by the membership of the functional committees and the Executive Committee. Final grant awards must be approved by the Corporation before being presented to County Commissioners for approval prior to funding.

Events Committee: This standing committee shall consider and develop fund raising events or projects and recommend to the Board any events/projects consistent with the SAC Mission.

ARTICLE VII: AMENDMENTS

The authority to amend, alter, or repeal any part or all of this code of By-Laws is vested in the SACVC. A proposed amendment to these by-laws must be submitted in writing to the voting members of the Council at least 60 days before the regular meeting of the SACVC. The affirmative vote of two-thirds of all the voting members present are required to amend the by-laws.

ARTICLE VIII: OPERATING RESOLUTIONS

The SACVC may adopt operating resolutions to enact policies and procedures to govern the operations of the SACVC. A proposed operating resolution, or an amendment to an existing operating resolution, first must be approved by the Board of Directors and placed on the agenda of the next SACVC meeting. The operating resolutions shall be adopted by a majority vote of the voting members present at any regularly scheduled meeting of the SACVC. Once adopted, operating resolutions may be amended by a majority vote at a regularly scheduled meeting of the SACVC. If a special meeting is called to consider an operating resolution, or an amendment thereto, the text of the operating resolution must be submitted in writing to the voting members at least 72 hours prior to the meeting. Approval of an operating resolution requires a majority vote of the voting members present.

ARTICLE IX: ROBERTS RULES OF ORDER

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

ARTICLE X: 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 provided by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

ARTICLE XI: CONFLICT OF INTEREST

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

ARTICLE XII: OPEN DOOR POLICY

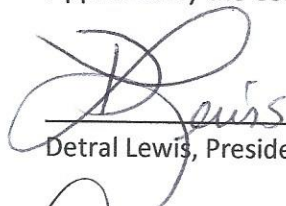
All SACVC Council, Committee, and Board Meetings are to comply with Indiana Code 5-15-1.5 OPEN DOOR Law and shall be subject to these regulations when conducting council business.

ARTICLE XIII: FINANCIAL ACCOUNTABILITY

Each year, the financial records of the Corporation shall be reviewed or 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 monthly financial reports as directed by the Board of Directors or the Operating Resolutions.

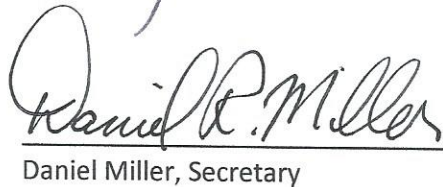
Approved by the Corporation the 5th day of December, 2022:



Detral Lewis, President

12/20/22

Date



Daniel Miller, Secretary

5 December 2022

Date