



COUNCIL OF SOCIAL AGENCIES OF ST. LUCIE COUNTY, INC.

Bylaws and Resource Manual

Revised September 2012

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I. MISSION STATEMENT

The mission of the Council of Social Agencies, Inc. (COSA) is to provide collaboration and networking opportunities for organizations and individuals committed to the enhancement of health and human services in St Lucie County.

II. MEMBERSHIP

A. Eligibility

The membership of COSA is open to any agency, firm, foundation, organization or individual concerned with health and human services in the St. Lucie County area. Applications for membership shall be made in writing and accepted by the Board of Directors when dues are received.

B. Representation

Participating member organizations shall designate representative(s) to serve for the ensuing calendar year. The name of representative(s) shall be included on the application.

C. Voting Privileges

Individual members and the designated representative of each member organization shall constitute the voting membership of COSA and each shall have equal voting power. The representative of any member organization present in a meeting shall constitute the voting representative of said member organization. Voting privilege is extended to individual member or organizational member with an active paid membership.

D. Renewal

On or before the first day of December of each year, the Membership Chairperson shall send written notification of membership renewal to each member or member organization.

E. Termination

Membership may be terminated by member's written request to the council, by majority vote of the Board of Directors, or by non-payment of dues.

F. Liability

No member of COSA shall be held personally or individually liable for the acts of obligations of COSA.

G. Quorum

A quorum to transact business at any general meeting shall consist of voting members present.

H. Membership Dues

Dues shall be set by the Board of Directors and ratified by the general membership. Dues shall cover the calendar year. New membership, received after September 1 will be valid from date of receipt to December of the following year, (up to 16 months), provided that they have not been a member within the last two (2) calendar years.

III. OFFICERS

The affairs of COSA shall be conducted by officers that shall consist of a President, a First Vice-President who shall be the President elect, a Second Vice-President, a Secretary, and a Treasurer.

The officers shall be elected at the November general meeting from and by the members of COSA and be installed at the annual meeting in January. Term of office shall be one year. The officers shall receive no compensation for their services.

In the case of vacancies occurring during the year, the officers and directors shall appoint a COSA member to fill the unexpired term.

The duties of the officers will be those duties normally ascribed to those offices.

A. President

The President shall preside at all meetings of the membership and meetings of the Board of Directors, shall have general supervision over the affairs of the council and over the other officers; shall sign all written contracts of COSA; shall appoint such committees as may be deemed expedient to carry out the purposes of COSA; shall act upon the recommendations of such committees; and shall perform all other duties as are incident to this office.

B. First and Second Vice President

In the absence or disability of the President, the President's duties shall be performed by the First Vice- President, and in the absence of both the President and the First Vice- President, by the Second Vice- President.

C. Secretary

The Secretary records minutes of all Board and General Meetings; shall attest with his/her signature all written contracts of COSA; and shall perform all such other duties as are incident to his/her office. Sign-in attendance sheet is responsibility of the secretary.

D. Treasurer

The Treasurer shall have responsibility for all money and securities of COSA as the Board of Directors may require. The Treasurer shall keep books of account; shall report monthly; shall retain all vouchers, receipts, and other associated records; and shall perform all other duties as are incident to the office.

E. Past President

The Immediate Past President is a voting member of the Board of Directors.

IV. BOARD OF DIRECTORS

The Board of Directors shall consist of the elected officers (including the Immediate Past President) and four (4) Directors each elected to terms of two (2) years. Terms for two (2) Directors will begin in even-numbered years and end in odd-numbered years; terms for two (2) Directors will begin in odd-numbered years and end in even-numbered years. These Directors shall receive no compensation for their services.

The duties of the Board of Directors shall be to conduct the affairs of COSA; and to adopt such policies and procedures as may be consistent with the by-laws.

In the case of vacancies occurring on the Board of Directors during the year, the officers and directors shall appoint a member from COSA to fill the vacancy for the unexpired term.

Board members and Committee Chairs are expected to adhere to the COSA Code of Ethics.

A Board member may be removed as a Board member by a majority vote of the voting members of the Board (without notice and without the right to be heard by said Board member) for excessive absences at meetings of the Board if he or she has, within a 12-month period immediately preceding the meeting, three unexcused absences without prior notification to the President of COSA. The removal of said Board member shall be effective upon a majority vote of the Board and the giving of written notice to said Board member by the Board Secretary.

Any director, officer, or committee chair may be removed from office or from the board by the affirmative vote of two-thirds of the directors and officers whenever, in the Board's judgment, the best interest of COSA would be served thereby. Any such director, officer or committee chair proposed to be removed shall be entitled to at least eight calendar days' written notification by certified mail of the meeting at which such removal is to be voted upon written notification must state the causes or issues which have caused the Board to lose confidence in such board member.

Prior to any vote for removal, each board member being considered for removal shall have the right to address the Board with regard to the causes and issues contained in the written communication. Removal of a Director may be held at a regular meeting of the Board or at a special meeting called by the President or by three of the total voting members of the Board. The removal of the Board member shall be effective upon an affirmative vote of two-thirds of the voting members of the Board and written notice to said Board member shall be sent to said board member by the Secretary of the Board.

V. MEETINGS

COSA shall hold its annual meeting in January of each year. The annual meeting shall serve the purpose of the installation of officers and directors.

General membership meetings shall be held monthly on the third Wednesday of each month.

Special meetings of COSA shall be held on the call of the President, by resolution of the Board of Directors, or by written petition of forty percent (40%) of the general membership.

Notice of all meetings of COSA shall be given to each member.

A. Meetings of the Board of Directors

The Board of Directors shall meet at least three days prior to the regular meeting of the general membership.

Special meetings of the Board of Directors may be called at the discretion of the President and/or one-third (1/3) of the members of the Board.

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

B. Parliamentary Authority

Both general meetings and meetings of the Board of Directors of COSA shall be conducted by the rules of parliamentary procedure. "Robert's Rules of Order, Revised" shall be the authority for COSA in all questions of parliamentary law not covered by the by-laws.

VI. COMMITTEES

The President may appoint, subject to approval of the Board of Directors, the following standing committees and such other committees as may be deemed necessary. Each of these committees shall consist of such numbers of members as the Board of Directors and the President may deem advisable. Committee Chairs shall receive a description of committee responsibilities when they assume office. All acts of such committees shall be subject to approval of the Board of Directors. Committee Chairs shall be ex-officio members without vote of the Board of Directors. The Board of Directors may authorize the creation, prescribe the terms, and define the power and duties of any ad hoc committees as may be necessary or useful in the conduct of COSA business.

Committee chairs are expected to adhere to the Code of Ethics and the Sexual Harassment Policy.

A. Membership Committee

Shall actively seek qualified members, maintain membership records and activities, provide information for new attendees, and coordinate with other officers and committees.

B. Program Committee

Shall coordinate paid member organizations to present programs to educate, inform, and update members on issues that affect our community. Organizations will be limited to one program every 24 months. Special programs are at the discretion of the Board of Directors.

C. Greeting Committee

Shall welcome members and guests at each general membership meeting, and provide membership information for new attendees.

D. Scholarship and Awards Committee

Shall seek scholarship applicants, establish a judges' committee, recommend the amount of scholarships, and present the nominees to the Board of Directors. The committee shall seek award nominees, establish a judges' committee, recommend the amount of awards, and present the nominees to the Board of Directors.

E. Nominating Committee

Shall be elected by the Board of Directors in September and shall provide a slate of proposed officers and directors to the Board of Directors at the October Board meeting. Upon recommendation of the Board of Directors, slate shall be presented to the membership at the October general membership meeting. Proposed officers and directors shall receive notification and confirm verbally or in writing their acceptance of nomination. Nominations may be made from the floor at the October general meeting with nominees consent. Proposed slate will be voted on at the November general membership meeting. Immediate Past President shall chair the Nominating Committee.

F. Community Relations/Publicity Committee

Shall seek to heighten the awareness of COSA as an integral part of the community through public information programs and quarterly special events.

G. Newsletter Committee

Shall provide an arena for updates on pertinent topics by publishing a monthly newsletter as a reference source of existing and potential members, and for other interested community members.

H. Ways and Means Committee

Shall establish and coordinate sources of revenue as approved by the Board of Directors.

I. By-Laws Committee

Shall complete a comprehensive review of the by-laws annually not more than ninety days prior to the annual meeting, or at the request of the Board of Directors, and present proposed changes to the Board of Directors for consideration and recommendation.

J. Luncheon Committee

Shall make arrangements for COSA Annual Meeting/Luncheon including location for the event and menu. Committee shall coordinate with other committees and Executive Board for date of event, invitations, reservations, etc., and other arrangements necessary for the success of the Annual Meeting/Luncheon.

VII. AMENDMENTS

These by-laws may be altered, amended, or repealed and new by-laws may be recommended by a majority vote of the Board at which a quorum is present. Such changes must be submitted by the Board of Directors for adoption by the general membership in a meeting where a quorum is present.

REVISION DATES: December 2009

VIII. BOARD OF DIRECTORS CODE OF ETHICS

This Board of Directors Code of Ethics was adopted by the Council of Social Agencies Board of Directors on December 9, 2009

PREAMBLE

The St Lucie County Council of Social Agencies (COSA) is an association formed to promote, develop, educate, and otherwise further the social agencies of St. Lucie County. It is COSA's intention to have an inspired Board of Directors that leads by example and works in a professional and non-threatening environment to promote its mission. The Board of Directors Code of Ethics (Code) serves as a code of conduct for Board Members and Committee Chairs. Violating this code of conduct may result in removal from the Board.

The Code and procedures are designed to strike the proper balance between ensuring full compliance with COSA's code and ensuring its integrity and efficacy. The Code protects the board members, through the use of reasonable due process procedures, against false, malicious, or groundless accusations that could result in significant business or personal harm if not properly handled. Members of the board affirm their endorsement of the code and acknowledge their commitment to uphold its principles and obligations by signing the Statement Acknowledging Receipt and Acceptance of the Code. This signing shall occur annually and no later than the first Board meeting following the Annual Meeting of COSA. In the event of an appointment to the board, the signing shall occur within 30 days of appointment.

Members of the board and committee chairs shall at all times abide by the following:

1. Each member will abide in all respects by the *Code* and all other rules and regulations of COSA including but not limited to the articles of incorporation and bylaws. Each member will at all times obey all applicable federal, state and local laws and regulations as concerns COSA.
2. Members will conduct the business affairs of COSA in good faith and with honesty, integrity, due diligence, and reasonable competence.
3. Each member of the board will uphold the strict confidentiality of all meetings and other deliberations and communications of the board of directors.
4. Members will exercise proper authority and good judgment in their dealings with COSA members and the general public. Members of the Board of Directors will conduct themselves with respect to one another in such a manner as to reflect the highest standards of professionalism, honesty, integrity and fairness.
5. No member will use any information or resources provided by COSA or acquired as a consequence of the board member's service to COSA in any manner other than in furtherance of his or her board duties.
6. Each member will use his or her best efforts to regularly participate in COSA activities and will perform his or her assigned duties in a professional and timely manner pursuant to the board's direction and oversight.
7. Upon termination of service, a retiring board member or committee chair will promptly return to COSA all documents, electronic and hard files, reference materials, and other

property entrusted to them for the purpose of fulfilling the position responsibilities. Such return will not release the retiring board member or committee chair from the continuing obligation of confidentiality with respect to information acquired as a consequence of tenure.

8. No member of the board of directors shall persuade or attempt to persuade any member of COSA to leave the association. Furthermore, no member shall persuade or attempt to persuade any member, or any other person or entity with an actual or potential relationship to

or with COSA to terminate, curtail, or not enter into its relationship to or with COSA, or to in any way reduce the monetary or other benefits to COSA of such relationship.

9. When encountering potential conflicts of interest, board members and committee chairs will identify the conflict and, as required, remove themselves from all discussion and voting on the matter. Specifically, members shall follow these guidelines:

- Avoid placing (and avoid the appearance of placing) one's own self-interest; while the receipt of incidental personal benefit may necessarily flow from certain COSA activities, such benefit must be merely incidental to the primary benefit to COSA and its purposes;
- Do not abuse membership by improperly using position responsibilities or COSA's resources for personal or third-party gain or pleasure; members shall not represent to third parties that their authority as a member extends any further than that which it actually extends;
- Do not engage in or facilitate any discriminatory or harassing behavior directed toward COSA members, meeting attendees, visitors, exhibitors, sponsors, or others in the context of activities relating to COSA;
- Do not solicit or accept gifts, gratuities, free trips, honoraria, personal property, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment to such donor with respect to matters pertaining to COSA without fully disclosing such items to the board of directors in advance.

10. COSA believes that everyone should be afforded the opportunity to volunteer/participate in an environment free of sexual harassment. The Board of Directors of COSA has adopted the definition of sexual harassment set forth by the Equal Employment Opportunity Commission (EEOC). The EEOC defines sexual harassment as unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature when:

- Submission to such conduct is made either explicitly or implicitly a term or condition of your service
- Submission to or rejection of such conduct by you is used as the basis for service on the board of directors.
- Such conduct has the purpose or effect of unreasonably interfering with your volunteer/ work performance or creating an intimidating, hostile or offensive volunteer/working environment.

I, _____, (PLEASE PRINT NAME) acknowledge that I have received and thoroughly reviewed COSA's Board of Directors Code of Ethics.

I agree to comply strictly with the principles set forth in the Code.

I understand that I will be subject to disciplinary action if I violate the principles set forth in the Code, which may include removal from the Board of Directors.

SIGNATURE

DATE

IX. COMMITTEE RESPONSIBILITIES

APPROVED BY: Board of Directors

Effective May 12, 2010.

A. Annual Meeting Chair

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

The Annual Meeting Committee is responsible for the planning and implementation of the COSA Annual Meeting, The committee shall coordinate with other committees and the Executive Board for scheduling, notification, menu selection, location, invitations, reservations, etc., as well as all other arrangements necessary for the success of the Annual Meeting/Luncheon.

Planning schedule follows this document.

TASK	WHO	J	F	M	A	M	J	J	A	S	O	N	D
Print Program	Luncheon Committee												
Prepare Appreciation Certificates for outgoing board members, committee chairs, nominees and award winners	Luncheon Committee												
Prepare presenters agenda and notes	President												
Get 2 Volunteers for Registration Tables	Luncheon Committee												
Prepare handouts for award winners and nominees	Luncheon Committee												
Invite local Newspapers	Public Relations Chair												
Send out Invitations	Luncheon Chair												
Prepare electronic presentation highlighting COSA activities	Lunch Comm & PR Chair												
Finalize Presenters Agenda and Notes	President												
Finalize all details	Luncheon Chair												
Notify Award Nominees & Winners of need to be present	Scholarship Chair												
Prepare summary of Award Winners Proposals	President												
Confirm expected attendance with facility	Luncheon Chair												
Prepare Sign-in Sheets, payment record & Receipts for Registration Tables	Luncheon Committee												
Hold Annual meeting	Board												
Install New Officer and Directors	Board												
New Board Members sign off on Ethics paperwork	President												
Post Meeting presentation to board on attendance, budget, etc	Luncheon Chair												

Revised 2/15/2011

B. Bylaws Committee Chair

APPROVED BY: Board of Directors **EFFECTIVE DATE:** May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

The By-Laws Committee shall complete a comprehensive review of the by-laws annually, not more than ninety days prior to the annual meeting, or at the request of the Board of Directors, and present proposed changes to the Board of Directors for consideration and recommendation.

The Duties of the Bylaws Committee Chair are:

- a) Study the bylaws for inconsistency and errors.
- b) As needed, compose a committee to assist in changing/updating bylaws as necessary.
- c) Place "Bylaws Changes" on Board meeting agenda.
- d) Proposed amendments must be clearly delineated.
- e) Provide copies of proposed changes and presents them to the Board of Directors for consideration.
- f) Provide copies of proposed changes and presents them to the general membership, after board approval, at least fifteen (15) days prior to the annual meeting and to all members attending the annual meeting.

C. Community Relations/Publicity Program Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: January 1, 2006

The mission of the Council of Social Agencies of St. Lucie County, Inc. (COSA) is to provide educational, collaborative and advocacy opportunities to all organizations and individuals committed to the enhancement of health and human services in our community.

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

Community Relations/Publicity Committee shall seek to heighten the awareness of COSA as an integral part of the community through public information programs, publicity and quarterly special events, paying special attention to the needs of the local social service organizations.

Duties of the Community Relations/Publicity Chairperson are:

- The Community Relations/Publicity Chairperson should make every attempt to attend and report monthly to the Board of Directors meeting and General Membership meeting.
- The committee will make recommendations in terms of education or publicity for COSA programs.
- Develop print materials, brochures, fact sheets, etc.
- Perform and participate in community events, for example health fairs, etc., in order to make the general public aware of COSA, its purpose and mission.
- Develop a media strategy
- The committee will conduct a survey and prepare a list of local media with contact information.
- Support events and activities that are sponsored by member agencies which are in accordance with the mission of COSA.
- Maintain the community relations sponsorship request form and encourage members to make requests to the committee for support or participation of COSA in their planned event.
- Make recommendations to the Board of Directors on requested events to sponsor.
- Member agencies that are actively involved in COSA general meetings will get first consideration by the COSA board for COSA support and/or participation in events. Active involvement is considered to be, at a minimum, attendance at 50% of all COSA general membership meetings.
- Members must complete and submit a request to the COSA community relations committee at least 3 months prior to the event. The Community Relations Request Form must be completed for this purpose.
- The community relations committee will make every effort to promote equal opportunity for each member agency's sponsored events.

- The community relations committee may recommend support for one event per quarter. Support may be in the form of voluntary participation, promotion or coordination.
- For events such as health fairs, when COSA has a table or booth, if a COSA member provides brochures or business cards from their member agency, they may have the items available during the time that the respective member is in attendance. Member agencies should expect to set up and remove all of their agency's materials.
- If there are activities or events in the community that a COSA member feels would be beneficial to COSA as a networking agency, any COSA member may submit a community relations request form for consideration.
- Display large COSA banner at all events.
- Look for opportunities to promote COSA at other events.
- Help to keep COSA meetings enjoyable and rewarding. The Community Relations Chair overlaps with the Program, Newsletter and Membership Chairs.
- Build enthusiasm at general meetings.
- Send events and information to the Newsletter Chair to disseminate in the monthly newsletter.
- Prepare a paragraph monthly for the Newsletter Chair. Feature upcoming COSA sponsored events and report on events that were sponsored.
- Recognized members for special achievements during the monthly general membership meeting.
- Collect \$1.00 fee for any Board members recognized in media outlets.
- Work with the Program Chair to create and keep updated a calendar of upcoming events of COSA and of member organizations.
- Create an article of COSA committees explaining their function.
- Report recent board actions that the general membership would find interesting.
- Work with the Program Chair to summarize recent speakers and assist the Program Chair in reporting on last presentation at monthly general membership meeting.

REVIEWED: January 1, 2008; May 12, 2010

ATTACHMENT Media Contacts

D. Directors

APPROVED BY: BOARD OF DIRECTORS **EFFECTIVE DATE:** MAY 12, 2010

Directors are members of the Board of Directors and consists of four (4) Directors each elected to terms of two (2) years. Duties of the Directors are:

- All Directors should make every attempt to attend monthly Board and General Membership meetings.

A Board member may be removed as a Board member by a majority vote of the voting members of the Board (without notice and without the right to be heard by said Board member) for excessive absences at meetings of the Board if he or she has, within a 12-month period immediately preceding the meeting, three unexcused absences without prior notification to the President of COSA.

- To assist in expanding the membership of COSA.
- Promote member activity and participation in COSA activities and COSA sponsored events.
- Disseminate information to the membership on activities that are occurring in our community that will assist member agencies.
- Take information from the COSA meetings and members back to their sponsoring agency and other interested organizations to assist in promoting COSA and the outreach efforts of COSA
- Assist Committee Chairs as needed.
- Join and participate in at least one committee. If a committee chairperson is unable to attend a Board of Directors meeting, present the committee report for the chairperson.
- Uphold the Bylaws and Mission of COSA
- Report on any activities participated in on behalf of COSA, ie, Chamber of Commerce. Welcome members and guest at each general membership meeting.
- Introduce visitors and new members to the membership chairperson and other COSA members.
- Promote the networking activities of COSA by introducing members and non-members to other members.

E. Membership Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

The Council of Social Agencies (COSA) continually strives to enhance and grow the membership in accordance with the mission of COSA. Developing membership requires both recruitment and retention efforts. New members bring important benefits, including diversity, fresh ideas, and new energy. Existing members are crucial to sustaining the organization's membership and continuing the good works of your organization.

- The Council of Social Agencies may participate in community activities in order to make the general public aware of COSA, its purpose and mission.
- The Membership Chair is responsible for emailing, every October, to the current members and potential members, the Membership Form requesting dues or new membership. Any membership received after October will be counted as membership starting on that date and for the following year. (For example, you receive 3 free months membership if you join in October, 2 free months if you join in November, and 1 free month if you join in December).
- The Membership Chairperson is responsible for maintaining and updating current members.
- Develop committee goals to achieve membership goals for the coming year.
- Each un-paid attendee will receive a membership form and packet before the end of the meeting from the Membership Chairperson. A prospective member may attend two meetings as a visitor.
- Each month for the General Membership meeting, the chairperson will make and print the updated paid member sign-in sheet, leaving space for un-paid attendees to sign. The Membership Chairperson will track all non-member attendance and attempt to convert non-members to paid members.
- Develop and maintain informational material which describes the benefits of membership.
- Although the committee leads the recruiting efforts, recruiting new members is a responsibility of each member of the board.
- The membership committee should encourage all members to reach out to business associates and other community members by asking them to join.
- The membership committee will develop a formal orientation program for new members. The orientation program will inform new members about COSA, its activities, sponsorships, programs, annual scholarships and benefits and responsibilities of membership.

RETENTION

- Retention efforts are a priority for the membership committee. As part of the retention effort, the committee shall conduct an annual organizational assessment to determine the members perceived strengths and weaknesses of the COSA.
- Ensuring that members are informed, involved, and recognized for their contributions will increase member satisfaction.
- Monitoring trends in attendance, length of membership, service project participation, and contributions can point out concerns that may need to be addressed.

INVOLVEMENT

- Ensure that all members are involved in projects, committees, activities, fundraisers, monthly meetings, and social activities. An involved member will feel a part of COSA.
- Assign new members to a committee or give them a monthly meeting assignment.
- Encourage new members to volunteer for a community relations activity.
- Ask new members to find two or three other new members from among their professional peer group.
- When new members promote COSA to their friends, they become stronger and more enthused about the organization.
- After a COSA sponsored activity, ask the new member to give a report at the next monthly meeting.
- Visit and recommend links and updates to the COSA website.
- Ask new member organizations to present their organization at a monthly meeting and describe how their services may be useful to the membership organizations as well as their organization services.
- The Membership Committee reminds the members to prepare to stay after the meetings for 5-10 minutes for networking with other members and meeting members of the board.
- Membership Chairperson gives the President a list of all new members monthly and the President announces and welcomes the new members at each monthly meeting.
- The Membership Committee shall transmit to each new, restored, and renewed member a Membership Packet, enclosing detailed information about COSA. Enclosed information shall consist of the History, Goals and Accomplishments of COSA; the COSA Communication Sheet that lists the Officers, Committees, Committee Chairperson names and e-mail addresses, fax and telephone numbers and a list of the COSA members.
- The packets will include a Welcome letter from the President, Membership Certificate (new members), copy of the COSA Communication Sheet and a copy of the COSA History, Goals & Accomplishments.

ATTACHMENT: Membership Application

F. Newsletter Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

Newsletter Committee shall provide an arena for updates on pertinent topics by publishing a monthly newsletter as a reference source of existing and potential members, and for other interested community members.

The Newsletter Committee will publish a monthly Newsletter.

The newsletter should be comprised of the following standard columns, which will be supplied by the chairs of each respective committee

- New Member highlight from **Membership Chair**.
- Bylaws highlights and updates from the **Bylaws Chair**.
- **Nomination Committee** status or rules pertaining to the committee from Nominations Chair.
- Summarize Program to be presented at the upcoming meeting from the **Program Chair**.
- Summarize Program that was presented at the last monthly meeting, from the **Program Chair**.
- Board position updates.
- **Column from the President**.
- Leadership award winner paragraph from the **Scholarship Chair**.
- **Ways and Means committee** income generation paragraph/report
- Paragraph from the **Community Relations committee** describing current COSA sponsored event or member highlight or event highlight.
- Photos from the previous month 50/50 winner or pictures from the White Elephant from **Community Relations Chair**.
- Recognized members for awards and achievements inside COSA and in professions or other service.
- Articles explaining COSA functions/committee functions.
- **Board of Directors Secretary** submits recent Board actions if needed
- **Scholarship Committee** update and applications/deadlines from Scholarship Chair.
- Calendar of meetings and presentations, COSA sponsored events and other dates of interest.
- Ask for an article reporting on completed sponsored events.
- Post announcement of any board or COSA member that was featured in the **press** (Where, when, etc.).
- Distribute via email blast to members no later than the week prior to the general membership meeting.
- Post on the COSA Website or give to the webmaster to post on COSA website.

G. Nomination Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

Nominating Committee shall be elected by the Board of Directors in September and shall provide a slate of proposed officers and directors to the Board of Directors at the October Board meeting. Upon recommendation of the Board of Directors, slate shall be presented to the membership at the October general membership meeting. Proposed officers and directors shall receive notification and confirm verbally or in writing their acceptance of nomination. Nominations may be made from the floor at the October general meeting with nominees consent. Proposed slate will be voted on at the November general membership meeting.

Immediate Past President shall chair the Nominating Committee.

- The work of the Committee begins officially at the September Board of Directors meeting.
- The Past-President is the Chair of the Nominating Committee.
- The Committee Chair contacts the prior Chair to obtain the previous Committee's list of potential candidates and any relevant information regarding their interest level or status.
- The Committee meets face-to-face for the first time in September.
- The Committee meets to examine and discuss potential candidates. A short list of candidates for each office is compiled in priority order. Priority candidates should be approached personally to confirm their interest in participating on the Board.
- The Committee conducts an evaluation of the current Board of Directors in order to develop a plan for recruiting new Board members. Information about the current Board can be collected from the President.
- The Committee takes into careful consideration the stated responsibilities of the elected positions when seeking potential candidates.
- The Chair works with the Committee to develop a work plan and assigns committee members specific tasks and areas of focus.
- During September and October the Committee will attend appropriate COSA events to seek out potential candidates and to inform the membership about the nomination and election process.
- In between the September and October Board of Director's meeting, the Committee will continue to actively seek input from COSA leaders and the membership when considering potential candidates. The Committee will use appropriate COSA communication channels, such as the website, newsletters, email blasts and meeting announcements, to put out a call for candidates and to inform the membership about the nomination process. Self-nominations are encouraged.
- In October the Nominations Chair will send an official message to the proposed candidates on behalf of the Board confirming their intent to serve if elected. The

purpose is to obtain written consent from the candidates that they have agreed to serve.

- If any candidate turns down the invitation, the Committee will submit a replacement name to the Board of Directors as soon as possible.
- Before the October Board of Directors meeting the COSA Membership Chair will check the membership status of prospective candidates and notify the Nominations Chair of the eligibility of the candidates as quickly as possible, but no more than one week after receipt of the list.
- At the November Board of Directors meeting the Chair will present a complete and final list of the proposed slate to the Board of Directors.
- Voting takes place at the November Board of Director's meeting and General Membership meeting.
- The only Nominating Committee records to be retained are suggested lists of candidates, previous slates and previous Nominating Committee rosters. These records will be forwarded to the next Nominating Committee Chair.

H. Past President

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

All Directors should make every attempt to attend monthly Board and General Membership meetings. A Board member may be removed as a Board member by a majority vote of the voting members of the Board (without notice and without the right to be heard by said Board member) for excessive absences at meetings of the Board if he or she has, within a 12-month period immediately preceding the meeting, three unexcused absences without prior notification to the President of COSA.

- The primary role of the Immediate Past President (IPP) is to serve as “senior statesperson.” She/he may assist the President/Board as requested with duties and matters pertaining to COSA, and will be available for assistance, and counsel at COSA meetings.
- Serves as a member of the Board of Directors and attends its meetings.
- Provides information to the Board related to activities and experiences while President.
- Carries out duties as assigned by the President or the Board of Directors.
- Supports and provides continuity to the President’s work of fulfilling the envisioned future, strategic plan, and policies established by the Board of Directors.
- Represents the President or serves as spokesperson as requested by the President.
- Identifies, cultivates and recruits future leaders.
- Chairs the Nominating Committee.
- Makes recommendations to the President for committee appointments.
- Mentors and is available to provide advice to elected and appointed volunteers.
- Serve as Officer Rep and/or chair a committee as well as serve on other committees, as needed to extend experienced leadership.
- Volunteers to accept responsibility for special projects through year to lessen load of current president
- Be available to current President to field questions or handle concerns and situations that may arise
- Support current President in membership transition to new leadership
- Serves *ex officio* as a member of committees and attends their meetings when invited.
- Discusses issues confronting the organization with the President.
- Helps guide and mediate Board actions with respect to organizational priorities and governance concerns.
- Reviews with the President any issues of concern to the Board.
- Monitors financial planning and financial reports.
- Plays a leading role in fundraising activities.
- Evaluates the performance of President and the effectiveness of the Board members.
- Evaluates annually the performance of the organization in achieving its mission.
- Performs other responsibilities assigned by the Board.

I. President

APPROVED BY: BOARD OF DIRECTORS **EFFECTIVE DATE:** MAY 12, 2010

All Directors should make every attempt to attend monthly Board and General Membership meetings. A Board member may be removed as a Board member by a majority vote of the voting members of the Board (without notice and without the right to be heard by said Board member) for excessive absences at meetings of the Board if he or she has, within a 12-month period immediately preceding the meeting, three unexcused absences without prior notification to the President of COSA.

The President shall preside at all meetings of the membership and meetings of the Board of Directors, shall have general supervision over the affairs of the council and over the other officers; shall sign all written contracts of COSA; shall appoint such committees as may be deemed expedient to carry out the purposes of COSA; shall act upon the recommendations of such committees; and shall perform all other duties as are incident to this office.

- Provides leadership to the Board of Directors.
- Provide guidance and overall direction to Committee Chairs and support the decisions and actions of the committees.
- Support and help coordinate events that support COSA.
- Chairs meetings of the Board after developing the agenda.
- Emails Board agenda 3 days prior to board meeting.
- Emails General Membership Agenda 3 days prior to meeting.
- Encourages Board's role in strategic planning.
- Appoints directors or chairs of committees when vacancies arise mid-term, in consultation with other Board members.
- Serves ex officio as a member of committees and attends their meetings when invited.
- Discusses issues confronting the COSA with the Board of Directors.
- Helps guide and mediate Board actions with respect to COSA priorities and governance concerns.
- Reviews any issues of concern to the Board.
- Monitors financial planning and financial reports.
- Plays a leading role in fundraising activities.
- Informally evaluates the performance and effectiveness of the Board members.
- Evaluates annually the performance of the organization in achieving its mission.
- Works cooperatively with President-Elect to appoint Committee Chairs and Vice Chairs.
- Serves as an ex-officio member on all committees without the right to vote.
- Performs other responsibilities assigned by the Board.

J. Program Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

The Program Committee's overall role is to develop and deliver programs and events designed to attract new social service agencies, retain existing members/agencies and meet the diverse needs of COSA.

The Program Committee is responsible for:

- Creating an annual program presentation schedule.
- Ensure that organizations do not present more than one time in a 24 month period.
- Should an organization request to present more than once in a 24 month period, the chair is responsible for bringing the matter to the Board of Directors for review.
- Prepare the text and arranging for the posting of the schedule on the COSA Website through the Website/Newsletter committee.
- Solicit and secure member organizations as presenters at the monthly general membership meeting.
- Instruct presenting organizations as to their presentation content. Content should educate, inform and update member organizations on issues affecting our community.
- Special programs by non-member organizations may be considered and are at the discretion of the Board of Directors.
- Ensure that presenting organizations are current paid member organizations.
- Coordinate educational events, such as 2-3 hours educational programs. These events should be a collaboration between the program committee, the public relations committee and the membership committee. They may also include other organizations in the community.
- Create and maintain binders on activities during tenure as committee chair.
- Ensure at least two non-board committee members in addition to the chairperson.
- Committee members should be members of COSA.
- Give program announcement to Newsletter Chairperson by the 25th of each month for the following months general membership meeting presentation.
- Confirm presenters one week prior to general membership meeting
- Ensure presenters supply their own audio visual equipment, handouts, etc. for members.
- Prepare and distribute an annual survey of educational requests within the first quarter of each year. (February meeting survey, reported at March Board, disseminated at March General Membership meeting).

- Coordinate programs with the Membership Chair in order to expand and retain COSA membership.

ATTACHMENT: Program Presentation Request Form

K. Scholarship and Award Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

The Scholarship and Awards Committee shall seek scholarship applicants, establish a judges' committee, recommend the amount of scholarships, and present the nominees to the Board of Directors. The committee shall seek award nominees, establish a judges' committee, recommend the amount of awards, and present the nominees to the Board of Directors.

COSA has awarded scholarships to assist employees of member organizations seeking to further their education or broaden their knowledge of our community. The charge of the scholarship committee is to select three candidates as recipients for the awards, depending on the amount of scholarship funds available. This is accomplished by:

- Revising the scholarship/award applications as needed annually.
- Every three (3) years a special committee of the scholarship/award committee shall review the funds available and make a recommendation to the Board of Directors for any adjustments deemed appropriate.
- Sending the Newsletter chair the scholarships/awards applications each May to 'blast' to all member agencies.
- Have Newsletter Chair send out Scholarship/Awards applications monthly until October.
- Form the review committee, a minimum of 3 or 5 members required.
- Review applications to ensure all applications are qualified, as outlined in the qualifications section of each scholarship/award, for requested scholarship/award.
- Once applications are approved for review, forward applications to the Public Defenders office for review and winning recommendations.
- Chair secures Public Defenders office recommendations for awards/scholarship recipients.
- Chair meets with Public Defenders office and makes recommendations to the Board of Directors prior to the Annual Meeting in January.
- The Board of Directors votes on recipients at the December Board of Directors meeting.
- Scholarship/Award Committee Chair notifies recipients that they should attend the January Annual meeting.
- Upon approval of the Board of Directors, Chair makes request to the Treasurer for checks to be written to honorees or their scholarship school/business.
- Prepare Award Certificates for honorees to be given at the annual meeting
- Prepare one paragraph describing each recipient of each scholarship/award to be read/presented by the President at the annual meeting. Also prepare one paragraph on runners-up to be read/presented at the annual meeting.

- Serving on this committee will not preclude a person from being considered for an award.
- If there are no eligible applicants for an award in any given year, the funds for that year will be carried over to the next year.

GENERAL REQUIREMENTS

- Must be employed by a member of a COSA agency that benefits St. Lucie County for at least **one year** or, as an individual, have been a member of COSA for one year.
- Be in a Health and Human Services career field.
- Submit a completed application form that demonstrates how participation in either of the scholarship areas will enhance applicant=s work performance and job skills.
- Submit **two letters** of reference with application.
- Recipients will be requested to report verbally at general COSA meetings during the course of their scholarship year.
- For the Leadership St. Lucie Scholarship Award:
 - Recipients agency **must** be a member of the SLC Chamber of Commerce
 - Agency must agree that recipient will be a representative of the agency and COSA during Leadership St. Lucie Lucie.
 - Agency agrees to paid leave for recipient’s participation in Leadership St.
- Scholarships will be awarded at the COSA Annual Meeting following the due date of applications.

L. Secretary

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The Secretary records minutes of all Board and General Meetings; shall attest with his/her signature all written contracts of COSA; and shall perform all such other duties as are incident to his/her office. Sign-in attendance sheet is responsibility of the secretary.

Specific duties include:

- The time, place, and date of the meeting and name of the presiding officer should be recorded.
- All topics of discussion should be noted in accordance with the agenda.
- Action taken or recommended should be noted fully.
- Board minutes should reflect Motion/Motioned by/Second by/Approve/Oppose/Abstain.
- The main points of committee reports should be included.
- Names of the persons making and seconding motions should be stated with the exact wording of the motions and the results of votes on the motions. Voting record should include either all approved or specific members approving, abstaining from voting or opposing vote.
- The main points of any guest speaker and the chair should be recorded.
- The time of adjournment should be noted.
- Board minutes should be sent for the President's review and approval 10 days prior to the meeting, with the minutes being sent to the board members 7 days in advance of the board meeting, asking members to print their own copy for the board meeting or view on their computer.
- Please provide 12 copies of the board minutes at the board meeting if not emailed one week prior to the meeting.
- General meeting minutes should be sent for the general membership one week in advance of the general membership meeting, asking members to print their own copy for the general meeting or view on their computer.
- Please provide 10 copies of the general meeting minutes at the general meeting. If not emailed 7 days prior, provide 40 copies of the minutes for the general meeting.
- Minutes should close with "Respectfully Submitted____, Secretary", sign in the line provided and maintained in the corporate records.
- Update and print for each board meeting the Board of Directors Sign-in Sheet.
- In the Minutes, track Board Member attendance, Present, Absent; Excused; Late or Left Early. All board members are responsible for signing in on the sign-in sheet showing their presence at the board meeting.
- Become familiar with and have a copy of the COSA bylaws for reference as needed during board meetings. The Secretary ensures that an up-to-date copy of the bylaws is available at all meetings.
- The Secretary participates in Board meetings as a voting member.

- The secretary ensures that the records of the organization are maintained as required by law and made available when required by authorized persons. These records may include founding documents, (eg. letters patent, articles of incorporation), lists of directors, board and committee meeting minutes financial reports, and other official records.
- The Secretary may be designated by the Board of Directors and/or bylaws as one of the signing officers for certain documents. In this capacity, the Secretary may be authorized or required to sign or countersign cheques, correspondence, applications, reports, contracts or other documents on behalf of organization.
- Minutes should have enough information to help absent directors and members understand what issues were discussed and what decisions were made. Some lawyers advise that in certain circumstances, minutes should include summary of discussion, rationale for decision, names of those participating in the discussion, and the roll call, noting any declared conflicts of interest. These circumstances: are if the matter is contentious, if board members dissent, if there is any concern about exposure to liability, or if a board member has a conflict of interest.

M. Treasurer

APPROVED BY: Board of Directors **EFFECTIVE DATE:** May 12, 2010

The mission of the Council of Social Agencies of St. Lucie County, Inc. (COSA) is to provide educational, collaborative and advocacy opportunities to all organizations and individuals committed to the enhancement of health and human services in our community.

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The Treasurer shall have responsibility for all money and securities of COSA as the Board of Directors may require. The Treasurer shall keep books of account; shall report monthly; shall retain all vouchers, receipts, and other associated records; and shall perform all other duties as are incident to the office.

Duties of the Treasurer are:

- Coordinate with the bank to establish signing authority for the COSA bank account.
- Prepare an annual budget to be presented to the Board of Directors at the February board meeting.
- Prepare report for the Board of Directors of the annual budget vs. previous year actual revenues and expenses incurred against the budget.
- Prepare and file all necessary paperwork for the corporation filing with the State of Florida.
- Receive authorization for and process all Payables in a timely fashion.
- COSA operating expenses
- Annual Scholarship and Awards
- Community Relations/Publicity
- Annual Meeting expenses vs. revenue received
- Accounting for all income and expenses.
- Record all membership receipts/income and coordinate all memberships with the Membership Chair.
- Record all moneys received from fundraising events (50/50, White Elephant, etc)
- Record the Photo Recognition collections.
- Prepare, copy and present monthly report to the Board of Directors for approval and copy and present at the following general membership monthly meeting.
- Keep the Board of Directors regularly informed of key financial events, trends, concerns and assessment of fiscal health.
- Oversee the development and observation of COSA's financial policies.
- Receive Board of Directors authorization for any expense over \$____, prior to expense reimbursement/spending.

N. First Vice President

APPROVED BY: BOARD OF DIRECTORS **EFFECTIVE DATE:** MAY 12, 2010

All Directors should make every attempt to attend monthly Board and General Membership meetings. A Board member may be removed as a Board member by a majority vote of the voting members of the Board (without notice and without the right to be heard by said Board member) for excessive absences at meetings of the Board if he or she has, within a 12-month period immediately preceding the meeting, three unexcused absences without prior notification to the President of COSA.

In the absence or disability of the President, the President's duties shall be performed by the First Vice- President, and in the absence of both the President and the First Vice-President, by the Second Vice- President.

The Vice-Presidents Duties are:

- Is a member of the Board.
- Performs Chair responsibilities when the President cannot be available and has all the power of the president position when performing President position.
- Reports to the Board's President.
- Works closely with the President and other board members and committee chairs.
- Participates closely with the President to develop and implement officer transition plans.
- Performs other responsibilities as assigned by the Board.
- To assist in expanding the membership of COSA.
- Promote member activity and participation in COSA activities and COSA sponsored events.
- Disseminate information to the membership on activities that are occurring in our community that will assist member agencies.
- Take information from the COSA meetings and members back to their sponsoring agency and other interested organizations to assist in promoting COSA and the outreach efforts of COSA
- Assist Committee Chairs as needed.
- Join and participate in at least one committee. If a committee chairperson is unable to attend a Board of Directors meeting, present the committee report for the chairperson.
- Uphold the Bylaws and Mission of COSA.
- Report on any activities participated in on behalf of COSA, ie, Chamber of Commerce.
- Welcome members and guest at each general membership meeting.
- Introduce visitors and new members to the membership chairperson and other COSA members.
- Promote the networking activities of COSA by introducing members and non-members to other members.

O. Ways and Means Committee Chair

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

Ways and Means Committee shall establish and coordinate sources of revenue as approved by the Board of Directors.

The Committee is responsible for:

- The 50/50 raffle every other month.
- Providing tickets to be sold.
- Encouraging attendees to purchase tickets.
- Announcing the money raised from the 50/50 raffle goes towards COSA's annual scholarship and awards.
- Counting the money collected and splitting in half, 50% going to the winner of the raffle and 50% going to COSA.
- White Elephant every other month
- Making a flyer announcing the White Elephant 'theme', including a paragraph describing what the 'White Elephant' is and what the money is used for.
- Forwarding the flyer to the Newsletter Chair to be included in that months newsletter.
- Forwarding the flyer to the Membership Chair to email blast to members 2 weeks prior to the meeting.
- Pass proceeds to the Treasurer for deposit and recording.
- Developing new ways to raise money for COSA and bringing those ideas to the Board of Directors for discussion and approval.
- Report to the Board of Directors monthly, in person or via written report, proceeds from previous months activity.

P. Webmaster

APPROVED BY: Board of Directors

EFFECTIVE DATE: May 12, 2010

The role of a Committee Chairperson is to oversee the committee's activities, find and retain committee members, report monthly to the Board of Directors on status of activities and work with the Board on plan development and implementation.

Responsibilities of the Webmaster are to attend all meetings, update and maintain web site to keep it current and interesting. Find new ways to utilize the web site for communication with members.

Duties of the Webmaster are:

- Post notice of monthly meeting and agency presentation.
- Post any notices per request.
- Update website as needed.
- Post Board of Directors and Committee Chair information and update after the annual meeting and as needed throughout the year.
- Distribute 'web link' authorization forms as needed to paid members who choose to have a link on website.
- Enter links on website