

**BY-LAWS
MIAMI-DADE COUNTY
BLACK AFFAIRS ADVISORY BOARD**

**ARTICLE I
NAME**

The name of the County Board, as defined in Section 2-11.36.1 of the code of Miami - Dade County, shall be the **Miami-Dade County Black Affairs Advisory Board**, hereinafter referred to as the Black Affairs Advisory Board, a County Board created by the Board of County Commissioners by Ordinance 94-137, passed and adopted on July 12, 1994.

**ARTICLE II
OBJECT, DUTIES, POWERS AND RESPONSIBILITIES**

Section 1. The object of the Black Affairs Advisory Board is to organize and operate exclusively as an official County Board, subject to the General Laws of the State of Florida, County Ordinance 94-137 and to other County ordinances, in order to represent the Black community in advising and otherwise serving the Board of County Commissioners in regards to the Black community by:

- (a) Continuously identifying and relating to the diverse ethnic groups that comprise the Black community as their advocate;
- (b) Collecting information and publishing information about Black demography and Black economic and social conditions;
- (c) Studying the interests and needs of Black Dade County residents and disseminating reports of such studies;
- (d) Encouraging involvement of Blacks in matters pertaining to community interest;
- (e) Encouraging and supporting the development of Blacks in roles of community leadership;
- (f) Formulating and recommending the development of legislation supporting Black issues; and

- (g) Carrying on any permissible program and activity pursuant to the foregoing Object and the Duties, Powers and Responsibilities under County Ordinance 94-137.

Section 2. Pursuant to Section 4, Ordinance 94-137, the Black Affairs Advisory Board shall have the following duties, powers and responsibilities:

- (a) To serve in an advisory capacity to the County Commission, the County administration, the community, and all agencies and persons in Miami-Dade County, Florida, in respect to matters pertaining to the Black community of Miami-Dade County.
- (b) To formulate and recommend plans and programs for coordination of the activities of government entities and non-governmental agencies pertaining to the Black community.
- (c) To implement its express purpose to serve as a medium for responsible persons to utilize and consult with in attempting to understand and solve the many problems involved with the Black community in Miami-Dade County and to make findings and recommendations to the County Commission and the County administration regarding such matters.
- (d) To report annually to the Commission as to its findings and recommendations.
- (e) To perform such other duties as may from time to time be assigned to it by resolution of the County Commission.

Section 3. Support

Under Section 5 of Ordinance 94-137, the County Manager, County Attorney and the Clerk of the Board of County Commissioners shall provide appropriate support for the Black Affairs Advisory Board. Pursuant thereto, the Black Affairs Advisory Board shall utilize the services of the Office of Black Affairs of the Miami-Dade County Department of Community Relations as its secretariat and for its administrative and technical assistance.

Section 4. Limitation of Powers

Powers and jurisdiction of the Black Affairs Advisory Board shall be purely advisory, voluntary, and persuasive. The Black Affairs Advisory Board shall have no power or authority to subpoena witnesses or to compel cooperation, assistance or action other than by advisory, voluntary and persuasive means.

Section 5. Position Statements and Opinions

Position statements and opinions to be expressed in the name of the Black Affairs Advisory Board must be based upon reported studies with findings and recommendations that have received prior approval by the Black Affairs Advisory Board.

ARTICLE III
MEMBERSHIP

Section 1. Qualifications

Under Section 2-11.38 of the County Code, unless the Board of County Commissioners, by a two-thirds vote of its membership waives this requirement, all applicants and potential appointees to the Black Affairs Advisory Board should have a reputation for integrity and community service. In addition, all Board members should have demonstrated an interest in the field, activity or sphere covered by the Board. The primary consideration in appointing board members shall be to provide the board with needed technical, professional, financial, business or administrative expertise. The membership of each board should be representative of the community at-large and should reflect the ethnic and cultural make-up of the community.

Section 2. Process of appointment Under Sec. 2-11.38.1 of the County Code

- (a) Vacancies occurring on any board shall be advertised in publications of general circulation. Twice a year, advertisements shall appear setting forth a list of all County boards; any special qualifications necessary for membership on the board; and the County telephone number to call for additional information. Pursuant thereto, the telephone number to call is (305) 375-4606.
- (b) Prior to its making appointments to the County board, the Board of County Commissioners shall be furnished a list setting forth the qualification and demographic background of all new candidates for membership, along with a list of qualifications and demographic background of the present members of the board to which an appointment is made.

Section 3. Terms of Office under Section 2-11.38.2 of the County Code as amended

- (a) The terms of office of the members of each board shall be staggered.
- (b) No board member shall serve more than eight (8) consecutive years on any board. Nothing set forth in this subsection above shall prohibit any individual from being reappointed to a County board.

Section 4. Selection of the Black Affairs Advisory Board

Under Section 2, County Ordinance, 94-137, The Miami-Dade County Black Affairs Advisory Board shall be composed of thirteen (13) members who shall be permanent residents and electors of the County and who shall have knowledge of and interest in the County's Black community. Each County Commissioner shall appoint one member. Appointments after the initial term shall be for a term of three years.

Section 5. Attendance Requirements

Under Sec. 2-11.39 of Ordinance No. 94-129 amending Section 2-11.39 of the County Code, any board member shall be automatically removed if, in a given fiscal year: (i) he or she is absent from two (2) consecutive meetings without an acceptable excuse; or, (ii) if he or she is absent from three (3) of the board's meetings without an acceptable excuse. A member of the board shall be deemed absent from a meeting when he or she is not present at the meeting at least seventy-five percent of the time. An "acceptable excuse" is defined as an absence for medical reasons, business reasons, personal reasons, or any other reason which the board, by a two-thirds vote of the membership, deems appropriate, subject to waiver of this section of the ordinance by a two-thirds vote of the members of the full Board of County Commissioners. When a board member becomes automatically removed for unexcused absences as set forth under this section, the chairperson shall certify the same to the Board of County Commissioners and the appointing Commissioner after the Program Officer for the Office of Black Affairs has notified the same member in writing.

Section 6. Other attendance requirements

Each member shall serve on at least one committee of the Board.

Section 7. Political Prohibition

Under Sec. 2-11.38 of the County Code, no member of any County board shall become a candidate for political office during his or her term. Should any member of a County board qualify as a candidate for elective political office, such qualification shall be deemed a tender of resignation from such board.

Section 8. Resignation

Any member deciding to resign from the Black Affairs Advisory Board shall submit his or her resignation in writing to the appointing commissioner, the Mayor or Chairman of the Board of County Commissioners, and the Program Officer of the Black Affairs Advisory Board.

Section 9. Compensation

Under Section 3, County Ordinance 94-137, members of the Black Affairs Advisory Board shall serve without compensation.

**ARTICLE IV
OFFICERS****Section 1. Officers**

Under section 3 of County Ordinance 94-137, the members of the Black Affairs Advisory Board, shall elect a Chairperson and a Vice-Chairperson, who shall serve at the will of the Black Affairs Advisory Board. The officers of the Black Affairs Advisory Board, in addition to the Chairperson and the Vice-Chairperson, shall include a secretary and a Treasurer. Also, the Immediate Past Chair shall serve automatically as an officer of the Board for one year. In addition, a Board Member-at Large shall be a member of the Board. All officers shall be members of the Board in good standing, nominated and elected by the Black Affairs Advisory Board at its Annual Meeting. These officers shall constitute an Executive Committee as described herein these by-laws.

Section 2. Election

For the election of officers, the Executive Committee shall select a moderator, who is not a candidate for office, for the election of officers to take place at the annual meeting. During the order of business for the election, the moderator shall take the chair in order to preside over the election, and shall open the floor for nominations, starting with the office of Chairperson, Officers shall be elected by a voice vote if there is only one nomination and if more than one nominee by a simultaneous written ballot, signed by the member casting the ballot, to be made a part of the public record.

Section 3. Term of Office

Officers shall serve for one year or until their successors are elected and their term of office shall begin at the close of the meeting at which they are elected. Except for the Chair and Vice-Chair who serves at the will of the board as provided under section 3 of Ordinance 94-137, the other officers may not be removed except for cause. No vote by proxy shall be permitted. The election shall be by a majority of the votes of members present and voting. No member shall be eligible to serve more than two consecutive terms in the same office.

Section 4. Vacancies

A vacancy in the office of the Chairperson shall be filled by the Vice-Chairperson. A vacancy in the Office of Vice Chairperson shall be filled by nomination and election at the Board meeting immediately following the declaration of the vacancy. If the Member-at-Large is unable to serve, an election shall be held at the first meeting of the Board following the vacancy.

ARTICLE V DUTIES OF THE OFFICERS

Section 1. Chairperson

- (a) The Chairperson shall be the chief executive officer of The Board and the Executive Committee; shall preside at all meetings of the Board and the Executive Committee, and shall serve as the official representative and spokesperson for the Black Affairs Advisory Board, unless presentation of an official statement or a specific representation is otherwise delegated and authorized by a vote of the Board.
- (b) The Chairperson shall have a general knowledge of the operation of The Black Affairs Advisory Board and is charged with primary responsibility for determining that the Miami-Dade County Commission and the Board's policies, rules and regulations are properly executed.
- (c) The Chairperson shall assign members to each committee with due consideration for the desire of the member and the need of the committee. The Chairperson shall see to it that all members of the Board, including all officers and committee chairpersons, perform their duties properly.
- (d) The Chairperson shall present all reports to the County Commission. The Chairperson, on behalf of the Black Affairs Advisory Board, shall submit an Annual Report approved by the Board, setting forth its findings and recommendations, as required under section 4 (d), Ordinance 94-137.

Section 2. Vice-Chairperson

The Vice-Chairperson shall have duties as prescribed by the Executive Committee; shall be of active assistance to the Chairperson, and shall perform the duties of the Chairperson in his or her absence or inability to serve.

Section 3. Secretary

The Secretary shall certify all notices of all meetings of the Board where notices of such meetings are required by ordinance or by-laws, all reports and position statements, and all minutes of the Board before their distribution. The Secretary shall also perform all duties incidental to the office of secretary and other such duties as may from time to time be assigned to such office by the Chairperson.

Section 4. Treasurer

The Treasurer shall be the chairperson of a Budget and Finance Committee and as the chief finance officer, shall represent the Black Affairs Advisory Board with the Chairman in securing the appropriate support for the Black Affairs Advisory Board, with the assistance of the Program Officer of the Office of Black Affairs and the Director of the Department of Community Relations, to be provided pursuant to Section 5, Ordinance 94-137, by the County Manager, the County Attorney, and the Clerk of the Board, and shall perform such other duties incidental to the Office of Treasurer and such other duties as may from time to time be assigned to such office by the Chairperson.

**ARTICLE VI
MEETINGS****Section 1. Regular Meetings**

The regular meetings of the Black Affairs Advisory Board shall be held on the first Wednesday of the month, unless otherwise ordered by the Board membership or by the Executive Committee. Meetings shall be at a time and place designated by the Board; and at least ten regular meetings shall be held during each calendar year.

Section 2. Annual Meetings

The regular meeting in the month of November shall be known as the Annual Meeting and shall be for the purpose of adopting the proposed Annual Report to be presented to the Board of County Commissioners, receiving reports of officers and committees, adoption of a proposed Program Budget for the new fiscal year, and the election of officers. At the regular meeting, a nominating committee comprised of persons not considered a candidate of office shall be appointed by the then current chairperson to present a slate of officers for the annual meeting and which shall be mailed to the membership by the regular meeting.

Section 3. Requirements

Seven (7) members of the Board shall constitute a quorum necessary to hold a meeting and take action. A majority vote of the quorum of the Board shall be necessary to take any action. The Chairperson or Vice-Chairperson may call meetings of the Board. Meeting may also be called by written notice signed by seven (7) members. The Board at any duly noticed meeting may fix and call a meeting on a future date. All meetings shall be public.

ARTICLE VII
EXECUTIVE COMMITTEE

Section 1. Membership

The officers of the Black Affairs Board shall constitute the Executive Committee.

Section 2. Duties and Authority

The Executive Committee shall have general supervision of the affairs of the Board between its business meetings, make recommendations to the board, and shall perform such other duties as are specified in these by-laws. The Executive Committee shall act as the Budget and Finance Committee unless otherwise constituted by the Board. The Executive Committee shall be subject to the orders of the Black Affairs Advisory Board, and none of its acts shall conflict with actions taken by the Board.

ARTICLE VIII
COMMITTEES

Section 1. Duties and Authority

Committees of the Board shall be constituted as Support Committees and as Program Action Committees pursuant to a Program Action Plan and Program Budget with assigned duties and activities to carry out responsibilities pursuant to the object and purpose of the Black Affairs Advisory Board under Ordinance 94-137.

Section 2. Meetings

Each committee shall meet regularly, or at the call of the Chair, and each committee meeting shall be announced and publicized.

Section 3. Reports

Status and activity reports of each committee shall be made at each regular meeting of the Board in writing and mailed with the notice of each regular meeting of the Board at least five (5) days prior to the meeting. Annual Reports of each committee and its activities shall be provided in writing and put into such form as required by the Chairperson of the Board for the Comprehensive Annual Report by the Board to the County Commissioners.

Section 4. Associate Members

In addition to Board Members being assigned to each committee, non-board members may be appointed by the Board or by the Chair to serve as associate members of a committee with all duties and rights of membership except the right to vote or the right to be elected as an officer or be appointed as a chair of the committee. Associate members shall serve at the will of the Board or by the Chair of the Board.

ARTICLE IX
BUDGET AND FINANCE

Section 1. Duties

A Budget and Finance Committee shall be created by the Black Affairs Advisory Board to maintain responsibility for developing a Program Budget for the Board and to take care that the Black Affairs Advisory Board has adequate resources to support its activities.

The Budget and Finance Committee will meet with the Program Officer of the Office of Black Affairs and the Director of the Office of Community Relations on a quarterly basis to review the Program budget for the Black Affairs Advisory Board, pattern expenses and any special funding needs that may be identified, and to develop the reports to be presented to the County Manager, County Attorney, and the Clerk for the Appropriate support for the Black Affairs Advisory Board.

Section 2. Membership

The Budget and Finance Committee shall be comprised of the Treasurer and such other persons recommended by the Treasurer, including Board Members, or non-Board Members serving as Associate Members, who have the appropriate qualifications to help the Budget and Finance Committee to carry out its duties.

Section 3. Trust Fund

If there is established by the County Commission, a Trust Fund that may be used to support fundraising activities on behalf of the Black Affairs Advisory Board and its programs as may be required, the Budget and Finance Committee shall develop and implement such a fund raising campaign; maintain records of solicitations made and the resulting income, and comply with financial reporting and fiscal accounting requirements required by the Miami-Dade County Offices of Budget and Finance. The Fiscal Year for such a Trust Fund shall be from (month/year) to (month/year).

ARTICLE X

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Mason's Manual of Legislative Procedure shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Ordinance of Miami-Dade County in which they are not inconsistent with these by-laws and special rules of order the Board may legally adopt.

ARTICLE XI

AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting by a two-thirds vote of members present and voting, provided that the amendment has been submitted in writing at the previous meeting or has been mailed to the membership at least fifteen days prior to the meeting at which it will be considered.

