

BY-LAWS

MIAMI-DADE COUNTY

HISPANIC AFFAIRS ADVISORY BOARD

ARTICLE I

NAME

The Miami-Dade County Hispanic Affairs Advisory Board, hereinafter referred to as the Hispanic Affairs Advisory Board (the "Board") was created by the Board of County Commissioners pursuant to Ordinance No. 92-41 on May 19, 1992, which is codified as Section 2-532 in the Code of Miami-Dade County.

ARTICLE II

PURPOSE

Section 1. The purpose of the Miami-Dade County Hispanic Affairs Advisory Board shall be to:

- (a) Continuously study the interests and needs of Miami-Dade County citizens who are of Hispanic origin.
- (b) Encourage the interest and involvement of Hispanics in respect to matters pertaining to the Hispanic community in Miami-Dade County.
- (c) Encourage and support the development of Hispanics in leadership roles.
- (d) Formulate and recommend the adoption of legislation supporting matters relevant to and of interest to Miami-Dade County citizens who are of Hispanic origin.

ARTICLE III

DUTIES, POWERS AND RESPONSIBILITIES

Section 1. The Hispanic Affairs Advisory Board shall have the following duties, powers and responsibilities as established in Miami-Dade County Ordinance No. 92-41:

- (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 Hispanic community of Miami-Dade County.
- (b) To formulate and recommend plans and programs for coordination of the activities of governmental entities and non-governmental agencies pertaining to the Hispanic community.

- (c) It is the express purpose of this Board to serve as a medium for responsible persons to utilize and consult with in attempting to understand and solve the many complex problems involved with the Hispanic community in Miami-Dade County and to make findings and recommendations to the county commission and the county administration regarding such matters.
- (d) The Board shall annually report to the commission as to its findings and recommendation.
- (e) To perform such other duties as may from time to time be assigned to it by resolution of the county commission.

Section 2. The Office of Community Advocacy shall supply staff support and shall act as liaison between the Board and the County.

ARTICLE IV **MEMBERSHIP**

Section 1. The Miami-Dade County Hispanic Affairs Advisory Board shall be composed of twenty-seven (26) members who shall be permanent residents and electors of the county and who shall have a knowledge of and interest in the county's Hispanic community.

Section 2. Each county commissioner shall appoint one member of the Board and the other thirteen (13) members shall be nominated by the Board's Nominating Committee and ratified by the Board. All appointments shall be made for a term of four (4) years. No member may serve more than eight (8) consecutive years in accordance with [Section 2-11.38.2](#) of the Code of Miami-Dade County, as may be amended. This section shall apply to all board members, except that current board members shall be allowed to complete their current terms.

Section 3. No Member shall become a candidate for elective office during his or her term on the Board. A member of the Hispanic Affairs Advisory Board shall resign prior to or will be automatically removed upon becoming a candidate for elective office during his or tenure on the Hispanic Affairs Advisory Board.

Section 4. Members shall serve without compensation.

Section 5. The Board's attendance requirement for members shall be in accordance with Section 2-11.39 of the Code of Miami-Dade County, as amended.

It shall be the responsibility of each member to attend all Hispanic Affairs Advisory Board meetings and the Sub-Committee meetings of his or her primary assignment.

A 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) he or she is absent from three (3) of the board's meetings without an acceptable excuse. An "acceptable excuse" is defined as an absence for medical reasons, business reasons, or any other reason which the task force, by a two-thirds majority vote of the membership deems appropriate. A member shall also be deemed absent from a meeting when he or she is not present at the meeting at least seventy-five (75) percent of the time.

All requests for excused absences shall be given in writing (faxed, mailed or emailed) to the Executive Director and Chairperson at least 24 hours prior to the meeting.

Section 6. Upon absences from two (2) consecutive meetings or three (3) unexcused absences, in a given fiscal year, the Executive Director shall notify the Clerk of the Board of County Commissioners, in writing, of the member's removal. The seat shall be deemed vacant effective on the date the Clerk receives the notification. Members' removal from office shall be in accordance with the provisions of Section 2-11.38 of the Code of Miami-Dade County.

Section 6. Each member shall serve on at least one (1) Sub-Committee.

Section 7. Any member desiring to resign from the Hispanic Affairs Advisory Board shall submit his or her resignation in writing to the appointing Commissioner (if applicable), the Chairperson and the Executive Director. The Executive Director of the Board shall send a copy of the letter to the Clerk of the Board of County Commissioners. The seat shall be deemed vacant on the date the Clerk receives the notification.

Section 8. The terms of office of members shall begin on the day of appointment and expire when the appointing Commissioner leaves office or the appointing Commissioner's term of office expires. No member shall serve more than eight (8) consecutive years on the Board. Members' terms of office shall be in accordance with the provisions of Section 2-11.38 of the Code of Miami-Dade County.

ARTICLE V **OFFICERS**

Section 1. The members shall elect a Chairperson and a Vice-Chairperson, and a Second Vice-Chairperson. These officers shall perform the duties prescribed by these by-laws and by Mason's Manual of Legislative Procedure, the parliamentary authority adopted by the membership.

- Section 2. At the regular meeting in November, the Chair shall open the floor for nominations starting with the office of Chairperson. Nominees shall be given no more than five minutes to speak prior to a vote. Officers shall be elected by a voice vote if there is only one nominee. If there is more than one nominee, members shall conduct a voice vote and cast a written ballot, to be made a part of the public record, signed by the member casting the vote. Officers' terms of office shall begin at the close of the meeting at which they are elected and they shall serve for two years or until their successors are elected. No vote by proxy shall be permitted. Election shall be by a majority of the votes cast by members present and voting.
- Section 3. No members shall be eligible to serve more than two consecutive terms in the same office.
- Section 4. A vacancy in the office of Chairperson shall be filled by the Vice-Chairperson and a vacancy in the office of Vice-Chairperson shall be filled by the Second Vice-Chairperson. The Vice-Chairperson or Second Vice-Chairperson shall assume the role of Chairperson or Vice-Chairperson, respectively, for the balance of that term or until the Chairperson or Vice-Chairperson returns.
- Section 5. In addition to those duties prescribed by Mason's Manual of Legislative Procedure, the parliamentary authority adopted by the membership, the Chairperson: (i) shall assign members to each Sub-Committee with due consideration given to member's area(s) of interest and the need of the Sub-Committee; (ii) shall present all reports to the Board of County Commissioners; (iii) may appoint a registered parliamentarian at his or her discretion; and (iv) shall serve as the only official representative and spokesperson for the Hispanic Affairs Advisory Board, unless otherwise authorized by a vote of the membership.
- Section 6. The Vice-Chairperson and Second Vice-Chairperson shall be of active assistance to the Chairperson and shall perform the duties of the Chairperson and Vice-Chairperson, respectively, in his or her absence or inability to serve.

ARTICLE VI **MEETINGS**

- Section 1. The regular meetings of the Hispanic Affairs Advisory Board shall be held on the second Tuesday of the month unless otherwise ordered by the membership. Meetings shall be at a time and place designated by the membership; and at least ten regular meetings shall be held during each calendar year. Meetings shall be open to the public at a time and place designated by the Chairperson or Vice-Chairperson. Meetings may also be called by written notice signed by one-half (½) of the members.

- Section 2. The regular meeting in November shall be known as the annual meeting and shall be for the purpose of electing officers, receiving annual reports of Officers and Sub-Committees, and for any other business that may arise.
- Section 3. Special meetings can be called by the Chairperson and shall be called upon the written request of one-half (½) of the members. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days notice shall be given.
- Section 4. At least 50% plus 1 of the full Board membership shall constitute a quorum. The Board is not authorized to take any action without a quorum being present at the meeting.
- Section 5. Each person who desires to address the Board or a committee at a meeting about a proposition or matter before the Board shall notify the Executive Director and request an opportunity to speak about any specific item. The person shall state his or her name and address, if representing an organization and its views the person shall state the organization's name and address. Unless further time is granted by the Board, each individual shall be limited to a statement of three (3) minutes. All remarks shall be addressed to the Board as a whole and not to an individual Board member, No questions shall be asked to individual Board members.
- Section 6. All meetings will be held subject to an in conformance with Miami-Dade County and Florida Conflict of Interest and Open Government Laws, including the "Sunshine Law," public meeting laws, public records laws and the Miami-Dade County Conflict of Interest and Code of Ethics Ordinance.

ARTICLE VII THE EXECUTIVE COMMITTEE

- Section 1. The officers of the Hispanic Affairs Advisory Board shall constitute the Executive Committee.
- Section 2. The Executive Committee shall have general supervision of the affairs of the organization between its business meetings, make recommendations to the membership and shall perform other duties as are specified in these Bylaws. The Chair of the Executive Committee shall be the Chair of the Board. The Executive Committee shall be subject to the orders of the Hispanic Affairs Advisory Board and none of its acts shall conflict with action taken by the organization.
- Section 3. Meetings of the Executive Committee shall be called at a time and place designated by the Chairperson.

ARTICLE VIII

COMMITTEES

- Section 1. The Chair, with the approval of the Board, may designate an Executive Committee, other standing and ad hoc committees from among its members. Each committee, if more than one (1), shall be responsible for performing such duties as are necessary to accomplish the duties, powers, responsibilities and purpose of the Hispanic Affairs Advisory Board, as set forth in these by-laws.
- Section 2. Each committee shall meet at a time, date and place upon the call of its Chair, and such meetings shall be open, announced and publicized.
- Section 3. Reports of committee activities shall be provided in writing at the annual meeting and at such times as they shall be requested by the Chairperson. Copies of reports shall be distributed at least five (5) days prior to the meeting calling for such report.
- Section 4. Unless a greater proportion is required by the Board when designating a Sub-Committee, a majority of the authorized committee membership shall constitute a quorum. The Sub-Committee is not authorized to take any action without a quorum being present at the meeting.

ARTICLE IX PARLIAMENTARY AUTHORITY

Parliamentary procedure shall be conducted in accordance with the most current edition of Mason's Manual of Legislative Procedure, when applicable and not inconsistent with these by-laws, or any special rules of order properly adopted by this Board.

ARTICLE X AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting by a vote of one-half (½) of the active members present and voting, provided that the amendment has been submitted in writing to the membership at least fifteen (15) days prior to the meeting at which it will be considered.