

**BYLAWS OF THE
NEW ORLEANS EARLY EDUCATION NETWORK (NOEEN)
STEERING COMMITTEE**

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ARTICLE I - PURPOSE AND DUTIES

SECTION 1 - Purpose and Duties

~~In 2012 Louisiana’s legislature passed the Early Childhood Care and Education Act of 2012 (Act 3) which charged the Board of Elementary and Secondary Education (BESE) to unify publicly-funded preschool, Head Start, and child care programs into a statewide network so that families have easy access to high-quality early learning options that put every at-risk child on track for success in school. The Louisiana Department of Education (LDOE), under the leadership of BESE, thus created local early childhood networks comprised of child care, Head Start, and publicly-funded pre-k programs in public and nonpublic schools under a unified system of early learning and development standards, expectations for adult/child interactions, and accessible enrollment. LDOE designates an Early Childhood Community Network Lead Agency (Lead Agency) for each community network to coordinate essential administrative activities, observations, and enrollment.~~

~~In 2018, Louisiana’s legislature authorized BESE to allocate public and philanthropic funds to high-performing community networks to establish a Ready Start Community Network (Ready Start Network). The goal of the Ready Start Network is to implement a formal local governance structure that expands community partnerships, to increase access to care and education by strategically managing seats and funding across the community, and to improve the quality of early childhood care and education programs. The Ready Start Network is also tasked with building a long-term plan for early care and education in the community that will drive overall program improvement and create more options for families who need service for their children.~~

~~In 2018, the New Orleans City Council determined that the Orleans Parish Community Network Lead Agency, NOEEN, would serve as the administrator of the city’s local investment in early care and education, City Seats, which provides free, high-quality early childhood education to low-income families with young children in Orleans Parish.~~

~~The name of the Lead Agency and the Ready Start Network for Orleans Parish shall be the New Orleans Early Education Network (NOEEN).~~

~~In 2012, the Louisiana Legislature passed the Early Childhood Education Act (Act 3) mandating reforms to early care and education, transferring much of the early care and education system from the Louisiana Department of Children and Family Services (LDCFS) to the Louisiana Department of Education (LDOE). The Board of Elementary and Secondary Education (BESE), through the LDOE, established a unified set of early childhood education standards by creating the Louisiana Early Childhood Care and Education Network, inclusive of every publicly-funded pre-k, child care, and Head Start program within the state.~~

~~The LDOE selects an Early Childhood Community Network Lead Agency in each of its 65 local Early Childhood Community Networks to coordinate requirements for the community, including CLASS observations for publicly-funded sites, coordinated enrollment processes, community meetings, and distribution of communication from the LDOE.~~

~~BESE created Ready Start Networks in 2018 to expand opportunities for high-performing Community Networks to increase access to high-quality early education in their communities. Ready Start Networks are charged with creating and implementing a formal governance model, strategic plan, communications strategy, and are eligible to apply for grant funding and pursue additional funding opportunities.~~

~~The name of the Early Childhood Community Network for Orleans Parish is the New Orleans Early Education Network (NOEEN).~~

~~Agenda for Children and NOLA Public Schools (NOLA-PS) serve as the Early Childhood Community Network Co-Lead Agencies for NOEEN.~~

~~Agenda for Children serves as the Ready Start Network Lead Agency for NOEEN.~~

~~The NOEEN Steering Committee serves as an advisory committee for the Community Network Co-Lead Agencies and the Ready Start Network Lead Agency as needed and required pursuant to their responsibilities for the operation and administration of all publicly-funded early childhood seats in Orleans Parish.~~

~~The NOEEN Steering Committee also serves as a standing committee of the NOEEN nonprofit corporation Board of Directors, subject to and acting in conformity with the NOEEN nonprofit corporation bylaws. If any provisions of the NOEEN Steering Committee bylaws are to be found~~

inconsistent with the NOEEN nonprofit corporation bylaws, the NOEEN nonprofit corporation bylaws shall control, and the Steering Committee shall amend its bylaws and practices to conform with the NOEEN nonprofit corporation bylaws.

SECTION 2 - Duties

~~The NOEEN Steering Committee (Steering Committee) shall serve as the formal advisory and oversight body for the entities who execute the daily activities of the Orleans Parish Lead Agency and Ready Start Network. The Steering Committee will thus serve as a representative decision-making body for important plans and activities required of the Orleans Parish Lead Agency and Orleans Parish Ready Start Network.~~

SECTION 3 - Lead Agency & Ready Start Network

~~The Steering Committee shall provide input and guidance to the Lead Agencies and Ready Start Network on matters related to the development and implementation of their responsibilities under Bulletin 140 and any state contracts. Additionally, the Lead Agency and Ready Start Network shall provide relevant information, updates, and reports concerning NOEEN activities at Steering Committee meetings and as officially requested by members of the Steering Committee.~~

~~The Orleans Parish Early Childhood Community Network Lead Agency from July 1, 2022 through June 30, 2023 will be Agenda for Children and NOLA Public Schools, operating as Co-Lead Agencies.~~

~~The Orleans Parish Ready Start Network from July 1, 2022 through June 30, 2023 will be Agenda for Children.~~

ARTICLE II - STEERING COMMITTEE MEMBERSHIP

SECTION 1 - Steering Committee Composition

The Steering Committee shall consist of twenty (20) members. Eighteen (18) members will be voting members representing public entities involved in the administration of early care and education programs and policies in Orleans Parish, ~~representatives from~~ each of the publicly-funded early childhood education program funding sources utilized by ~~programs families~~ in Orleans Parish, and ~~members representing~~ the Orleans Parish early care and education sector at large. Two (2) members will be non-voting ~~ex-officio~~ members representing the Community Network Lead Agency and Ready Start Network.

The Steering Committee shall include members representing the entities outlined below, and members must meet the qualifying representation definitions before being nominated by the

Executive Subcommittee. A member's term will be defined by the entity they represent, and the appointment designation is outlined below as either static or term-limited. While members may be eligible to represent multiple entities due to their affiliations or program operations, they must serve on the Steering Committee as ~~a the~~ designated ~~member of only one of the entities outlined below~~ representative of the entity or program of their appointment.

1. NOEEN Nonprofit Corporation Board of Directors

Static Appointment, Voting Member

This member represents the NOEEN ~~501(c)(3)~~ nonprofit corporation Board of Directors and must be a fiduciary representative of the NOEEN nonprofit corporation Board of Directors.

2. City of New Orleans ~~Mayor's Office~~

Static Appointment, Voting Member

This member represents the City of New Orleans ~~Mayor's Office~~ and must be an executive or senior administrator of the City of New Orleans Mayor's Office or City department directly supporting children under the age of five and/or families.

3. New Orleans City Council (~~At Large~~)

Static Appointment, Voting Member

This member represents the New Orleans City Council and must be an at-large City Council member or designee.

4. NOLA Public Schools (NOLA-PS)

Static Appointment, Voting Member

This member represents NOLA Public Schools and must be ~~an executive or administrator~~ a senior administrator or Chief of NOLA-PS.

5. ~~Louisiana Department of Health~~ EarlySteps System Point of Entry

Static Appointment, Voting Member

This member represents the Orleans Parish EarlySteps System Point of Entry organization designated by the Louisiana Department of Health and must be an executive or senior administrator of the Orleans Parish EarlySteps System Point of Entry organization.

6. Child Find (~~NOLA-PS Exceptional Children Services~~)

Static Appointment, Voting Member

This member represents ~~NOLA-PS Exceptional Children Services as~~ the Orleans Parish Child Find organization designated by the ~~Individuals with Disabilities Education Act (IDEA)~~ Louisiana Department of Education. This member must be an executive or senior administrator of the Orleans Parish Child Find office ~~and/or NOLA-PS Exceptional Children Services~~.

7. Orleans Parish Child Care Resource & Referral Agency

Static Appointment, Voting Member

This member represents the Orleans Parish Child Care Resource and Referral Agency designated by ~~LDOE~~ [the Louisiana Department of Education](#) and must be an executive or **senior** administrator of the Orleans Parish Resource and Referral Agency.

8. Orleans Parish Lead Agency

Static Appointment, Non-Voting Member

This member represents the Orleans Parish Lead Agency and must be an executive or **senior** administrator who leads day-to-day activities of the Orleans Parish Lead Agency.

9. Orleans Parish Ready Start Network

Static Appointment, Non-Voting Member

This member represents the Orleans Parish Ready Start Network and must be an executive or **senior** administrator who leads day-to-day activities of the Orleans Parish Ready Start Network.

10. Child Care Assistance Program (CCAP)

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Orleans Parish programs receiving Child Care Assistance Program (CCAP) funds and must be the executive or administrator of an early care and education program in Orleans Parish that receives CCAP funds.

11. Cecil J. Picard LA 4 Early Childhood Program (LA 4)

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Orleans Parish programs receiving Cecil J. Picard LA 4 Early Childhood Program (LA 4) funds and must be the executive or administrator of an early care and education program in Orleans Parish that receives LA 4 funds.

12. Nonpublic School Early Childhood Development Program (NSECD)

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Orleans Parish programs receiving Nonpublic School Early Childhood Development Program (NSECD) funds and must be the executive or administrator of an early care and education program in Orleans Parish that receives NSECD funds or a systems leader involved in the administration of NSECD seats.

13. Early Head Start

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Early Head Start programs in Orleans Parish and must be the executive or administrator of an Orleans Parish Early Head Start grantee or Early Head Start program.

14. Head Start

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Head Start

programs in Orleans Parish and must be the executive or administrator of an Orleans Parish Head Start grantee or Head Start program.

15. City Seats

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of Orleans Parish programs receiving City Seats funds and must be the executive or administrator of an early care and education program in Orleans Parish that receives City Seats funds or a systems leader involved in the administration of City Seats seats.

~~16. B-3~~

~~Term-Limited Appointment, Voting Member~~

~~This member represents the children, caregivers, educators, and leaders of Orleans Parish programs receiving B-3 funds and must be the administrator of an early care and education program in Orleans Parish that receives B-3 funds.~~

16. Louisiana Early Childhood Education Fund

Term-Limited Appointment, Voting Member

This member represents a community member who advocates for the increased investment in early childhood education through the Louisiana Early Childhood Education Fund and/or is a provider or program partner involved with the administration of seats or services for children enrolled in an early childhood seat funded by the Louisiana Early Childhood Education Fund, also known as the “ECE Fund” or “state match.”

17. Family Child Care Providers (At Large)

Term-Limited Appointment, Voting Member

This member represents Orleans Parish family child care providers at large and must be either an Orleans Parish family child care provider with academic approval from LDOE or the representative of an entity or organization supporting ~~the work of~~ family child care providers.

18. Early Care & Education Community (At Large)

Term-Limited Appointment, Voting Member

This member represents the children, caregivers, educators, and leaders of the Orleans Parish early care and education sector at large and may provide specific expertise related to NOEEN strategic priorities.

19. Early Care & Education Parent/Caregiver - Two (2) Members

Term-Limited Appointments, Voting Members

~~This member~~ These two members represents the children, families, and caregivers of the Orleans Parish early care and education sector at large and must be ~~a~~ the parents, caregivers, or family members of a child currently enrolled in a publicly-funded early childhood program in Orleans Parish.

~~20. Early Care & Education Parent/Caregiver~~

~~Term-Limited Appointment, Voting Member~~

~~This member represents the children, families, and caregivers of the Orleans Parish early care and education sector at large and must be a parent, caregiver, or family member of a child currently enrolled in a publicly-funded early childhood program in Orleans Parish.~~

SECTION 2 - Membership

Steering Committee members may be appointed throughout the year upon the recommendation of the Executive Subcommittee and approval by a majority vote of voting Steering Committee members present at a meeting with quorum. In making recommendations for Steering Committee membership, the Executive Subcommittee shall work to ensure diversity, equity, and inclusion and to sustain racial, gender, geographic, and age diversity among Steering Committee members.

SECTION 3 - Compensation of Steering Committee Members

Members of the Steering Committee shall not receive compensation, reimbursement, or a per diem for their services or attendance at NOEEN Steering Committee meetings.

SECTION 4 - Length of Membership

A member's term will be defined by the entity they represent. The appointment designation for entities represented on the Steering Committee is defined in Article II, Section 1 as either static or term-limited.

Steering Committee members with static appointments are not subject to term limits and may serve on the Steering Committee as long as they fulfill the requirements to represent that entity as outlined in Article II, Section 1.

Steering Committee members with term-limited appointments shall serve for a term of three (3) years, which shall be renewable a maximum of two (2) times, with each renewal occurring via a recommendation of the Executive Subcommittee and a majority vote of voting Steering Committee members present at a meeting with quorum. Steering Committee members who serve the maximum term limit may rejoin the Steering Committee no sooner than one (1) year after the completion of their final term.

SECTION 5 - Removal of Steering Committee Members

~~A Steering Committee member may be removed for any of the following reasons, pending a recommendation of the Executive Subcommittee and a majority vote of the Steering Committee at a meeting with quorum. The Executive Subcommittee may remove a Steering Committee member for any of the following reasons:~~

- absence from two (2) consecutive Steering Committee meetings if no written excuse was submitted to the ~~Steering Committee Chair~~ Executive Subcommittee prior to the meeting;

- a total of three (3) absences in a single year, whether consecutive or nonconsecutive, excused or unexcused;
- they no longer qualify for the appointed position because they no longer represent the entity represented upon appointment to the Steering Committee; and/or
- they fail to effectively discharge their duties and responsibilities as a Steering Committee member.

Members who have been removed from membership shall be notified in writing by the ~~Steering Committee Chair~~ Executive Subcommittee.

SECTION 6 - Steering Committee Member Resignation

Any Steering Committee member may resign at any time by sending a written notice of such resignation to the ~~Chair~~ Executive Subcommittee. Unless otherwise specified, the resignation shall take effect immediately.

SECTION 7 - Steering Committee Member Vacancies

If a seat on the Steering Committee becomes vacant by reason of death, resignation, retirement, disqualification, removal, or a shift to represent another entity on the Steering Committee, a member representing the same entity, including current Steering Committee members, should be appointed via the process outlined in Article II, Section 2.

Should a current Steering Committee member elect to end their current term as a member of one entity to fill a vacancy within another entity, they shall begin a new term and be eligible for the maximum term limits as outlined in Article II, Section 4.

SECTION 8 - Officers

Officers of the Steering Committee shall consist of a Chair, a Vice Chair, and a Past Chair.

The Chair and Vice Chair shall each be appointed upon nomination by the Steering Committee and adopted by a majority vote of voting Steering Committee members present at a meeting with quorum.

The Chair shall preside at all meetings of the Steering Committee and perform such duties as may be required, including working with the Co-Lead Agencies and Ready Start Network to prepare meeting agendas. Additionally, the Chair shall participate in Subcommittees and Working Groups as outlined in Article II, Section 9 and Article II, Section 10.

The Vice Chair shall, at the request of the Chair and/or in the Chair's absence, perform the duties of the Chair. Additionally, the Vice Chair shall participate in Subcommittees and Working

Groups as outlined in Article II, Section 9 and Article II, Section 10.

The Past Chair shall, in the absence of both the Chair and Vice Chair, perform the duties of the Chair. Additionally, the Past Chair shall participate in Subcommittees and Working Groups as outlined in Article II, Section 9 and Article II, Section 10. Should the Steering Committee member's term as Past Chair occur in the year after they served their maximum term limit, they may remain on the Steering Committee as Past Chair, in a non-voting capacity, and their year served as Past Chair may count as the one (1) year recess from the Steering Committee since they will have served in a non-voting capacity.

Both the Chair and Vice Chair shall serve a term of one (1) year, which can be renewed a maximum of two (2) times at the recommendation of the Executive Subcommittee and with a majority vote of voting Steering Committee members at a meeting with quorum. Upon completion of the Chair's term, the Vice Chair shall become the Chair, pending a recommendation of the Executive Subcommittee and a majority vote of voting Steering Committee members at a meeting with quorum. The Vice Chair shall serve no fewer than one (1) term before becoming Chair. This minimum term requirement for Vice Chair may be negated if both Chair and Vice Chair positions are vacant. The Past Chair shall serve a term of one (1) year, which is not eligible for renewal. Upon completion of the Past Chair's term, the position shall remain vacant until the current Chair completes the entirety of their total terms.

SECTION 9 - Subcommittees

Each Subcommittee of the Steering Committee shall meet, at a minimum, twice annually, once in the fall and once in the spring. Each Steering Committee member must serve on at least one Subcommittee. The following Subcommittees should be in operation:

1. Executive Subcommittee

The Executive Subcommittee shall be composed of the Chair, Vice Chair, Past Chair, NOEEN Nonprofit Corporation Board of Directors representative member, and the Lead Agency and Ready Start Network ex officio members.

~~The Executive Subcommittee will furnish an annual funding and strategy plan to the NOEEN Board of Directors outlining past fiscal year budget expenditures, future fiscal year projections, and annual strategy updates.~~

The Executive Subcommittee will review and propose updates to the bylaws of the NOEEN Steering Committee as outlined in Section V as needed.

The Executive Subcommittee will identify and recommend qualified candidates for

appointment to the Steering Committee. In fulfillment of this role, the Executive Subcommittee shall publicly advertise open Steering Committee positions and coordinate with partnering organizations to identify qualified candidates. It shall also ~~create a plan of action to~~ promote diversity, equity, and inclusion among Steering Committee nominees and members.

At least once each year, the Executive Subcommittee shall ~~review the performance of all current Steering Committee members and~~ make recommendations to the Steering Committee for renewal or conclusion of each Steering Committee member's appointment. This includes making recommendations for the positions of Chair and Vice Chair as outlined in Article II, Section 8.

In the event that there are vacancies for one or multiple officer positions, either the Lead Agency or Ready Start Network ~~ex-officio~~ members shall lead the Executive Subcommittee with support as needed from additional Steering Committee members.

2. Coordinated Enrollment ~~and Coordinated Funding Request~~ Subcommittee

The Coordinated Enrollment ~~and Coordinated Funding Request~~ Subcommittee shall be composed of the Lead Agency ~~ex-officio~~ member or designee and at least three (3) other Steering Committee members.

To assist with NOEEN's fulfillment of Bulletin 140, the Coordinated Enrollment ~~and Coordinated Funding Request~~ Subcommittee will assist the Co-Lead Agencies with the execution of coordinated enrollment and coordinated funding request activities. Coordinated enrollment and the coordinated funding request refer to the annual, community-wide enrollment plan and funding proposal to enroll and fill available early childhood seats, which are voted on by the Steering Committee and the NOEEN nonprofit corporation Board of Directors prior to submission to LDOE.

3. Family Engagement Subcommittee

The Family Engagement Subcommittee shall be composed, at minimum, of the City of New Orleans member, the two Early Care & Education Parent/Caregiver members, and each Steering Committee member representing a public funding stream.

The Family Engagement Subcommittee will find meaningful ways to engage and represent the voices of the children and families served by publicly-funded early care and education programs in Orleans Parish. The Family Engagement Subcommittee will collect input from families on NOEEN-related activities at least once annually and report trends and relevant recommendations to the Steering Committee.

SECTION 10 - Working Groups

The creation and participation of Steering Committee members in Working Groups is an important way to promote active engagement in the Steering Committee's work and leverage the experience and expertise of Steering Committee members. The Steering Committee Chair or the Steering Committee by majority vote may establish Working Groups to research and present findings and recommendations on specific questions, issues, or plans related to policies, processes, or documentation to be submitted to the Louisiana Department of Education, the City of New Orleans, or other stakeholders.

For each Working Group, the Steering Committee Chair shall appoint a Working Group Chair who has the requisite expertise or subject matter knowledge to lead the Working Group. The Chair may also appoint Working Group members, help set the agenda, coordinate and staff meetings, and develop reports for the Steering Committee.

Each Working Group shall be constituted for a predetermined length of time, to be defined at its establishment. Each Working Group shall have a clearly defined set of objectives and shall make regular reports on the progress made against the objectives at Steering Committee meetings that occur during the working group's tenure. When external expertise is required, the Working Group may solicit the support of external experts and contractors.

~~Each Working Group shall meet as needed, meeting at minimum twice annually, once in the fall and once in the spring.~~

ARTICLE III - MEETINGS

SECTION 1 - Steering Committee Meetings

The Steering Committee shall consider items and receive information at each regularly scheduled meeting related to network strategy and administration, coordinated observations, coordinated enrollment, the coordinated funding request, Child Count activities, Ready Start Network activities, and other activities related to the Orleans Parish Early Childhood Community Network, Lead Agency, and Ready Start Network. Steering Committee meeting agendas shall be set by the ~~Chair in consultation with the Lead Agency and Ready Start Network~~ Executive Subcommittee.

~~All Steering Committee meetings and Subcommittee meetings shall be conducted in accordance with Louisiana Open Meetings Law.~~

SECTION 2 - Order of Meetings

The Chair shall set the rules and procedures for engaging in discussion and receiving items during the meeting to ensure that Steering Committee business is conducted in an orderly and efficient fashion. The Chair may choose to adopt Robert’s Rule of Order or some other meeting system or process.

All Steering Committee meetings shall begin with a roll call to establish attendance, proxies, and quorum; with members identifying any conflicts of interest and voting recusals on agenda action items; and with a review and approval of the most recent Steering Committee and Subcommittee meeting minutes.

SECTION 3 - Location

To maximize transparency and community engagement opportunities, all meetings of the NOEEN Steering Committee shall be held in person in Orleans Parish ~~at a location specified by the Lead Agency and Ready Start Network in consultation with the Chair.~~ Steering Committee meetings may be held virtually as necessary to accommodate for emergency situations, such as severe weather events and public health crises.

All meetings of NOEEN Subcommittees shall be held in person in Orleans Parish to the extent possible but may be held virtually as needed.

SECTION 4 - Date and Time of Meetings

Prior to July 1 of each year, the Steering Committee shall approve a meeting calendar for the year, ending June 30 of the following year. Meeting dates and times may be amended or canceled at the discretion of the ~~Chair and in consultation with members of the Steering Committee and the Lead Agency and Ready Start Network~~ Executive Subcommittee.

The Lead Agency shall provide public notice of each Steering Committee and Subcommittee meeting stating the time, place, and agenda. The notices shall be ~~posted at the meeting location,~~ posted on the NOEEN website and emailed to Steering Committee and participating Subcommittee members no later than 24 hours prior to the meeting.

SECTION 5 - Meeting Types

All regular meetings shall be held in accordance with the annual meeting calendar, as approved by the NOEEN Steering Committee.

If necessary, special meetings of the NOEEN Steering Committee shall be called by the Chair or a **simple** majority of the Steering Committee. Business transacted at all special meetings shall be confined to the purposes stated in the notice.

SECTION 6 - Submission of Agenda Items

Items to be considered for placement on a Steering Committee meeting agenda shall be submitted in writing to the ~~Chair and the Lead Agency and Ready Start Network Executive Subcommittee~~ no less than one (1) week prior to the meeting at which the item is to be discussed.

SECTION 7 - Public Comment

~~Opportunity to comment publicly at Steering Committee meetings shall be provided prior to action on an agenda item upon which a vote is to be taken. However, comments may be restricted by the Chair at their discretion to ensure the efficient conducting of the meeting. The Chair may not omit the opportunity for public comment from the meeting agenda. In order to maximize feedback from early childhood stakeholders, the Steering Committee and Subcommittees shall regularly provide opportunity for public comment during their meetings.~~

SECTION 8 - Meeting Minutes

~~The minutes of all Steering Committee meetings shall be maintained and available for public access and review for a minimum of three (3) years. Official Steering Committee reports, documents, and records of policy actions shall be included in meeting minutes. The Lead Agency NOEEN shall post meeting minutes on the NOEEN website within ~~ten (10)~~ three (3) business days of the meeting date. ~~The inability of the public to access the public body's website due to any type of technological failure shall not be a violation of this provision.~~~~

ARTICLE IV - VOTING

SECTION 1 - Voting

All voting shall be by voice vote, however, a roll call vote shall be taken on any motion if requested by any one member of the Steering Committee. Each present voting member of the Steering Committee shall be entitled to one vote. ~~There shall be no voting by proxy.~~

For agenda items for which a vote is called, there are four considerations for voting:

- **Yes:** A “yes” or “yea” vote is a vote in the affirmative.
- **No:** A “no” or “nay” vote is a vote in the negative.
- **Abstention:** An abstention refers to the decision by a Steering Committee member to abstain or refrain from voting.
- **Recusal:** Voting Steering Committee members shall recuse themselves from voting if a conflict of interest exists. Recused members may answer questions related to the matter under consideration but shall not participate in discussion or debate regarding the matter. ~~Recusal does not prohibit participation in discussion and debate concerning the matter, provided that the conflict or potential conflict is disclosed prior to the discussion or~~

~~debate.~~

All issues to be voted on shall be decided by a simple majority of ~~those voting Steering Committee members~~ present at the meeting in which the vote takes place.

SECTION 2 - Quorum

The presence of a simple majority of ~~voting~~ Steering Committee members shall constitute a quorum. In the case of ~~eighteen (18) voting twenty (20)~~ members, quorum shall be ~~ten (10) voting eleven (11)~~ members. Unoccupied seats on the Steering Committee shall not count toward the total number of members to determine quorum. Meetings may be held in absence of a quorum, but no official business or business action may occur, and the minutes must record that a quorum was not present.

SECTION 3 - Conflict of Interest

Steering Committee members shall recuse themselves in matters that constitute a conflict of interest. Conflicts of interest may include, but are not limited to, a financial interest and/or working for or representing an agency which may benefit as a result of the matter in question.

SECTION 4 - Proxy

~~A proxy may attend a meeting in the place of any member of the Steering Committee who cannot attend a scheduled meeting. If a Steering Committee member cannot attend a scheduled meeting, they may designate a proxy to attend in their place.~~ The proxy shall count toward quorum not and will be permitted to vote as long as there is not a majority of proxies representing voting Steering Committee members during that meeting. If there is a majority of proxies representing voting Steering Committee members during a meeting, no votes shall be taken. Proxies may participate in Steering Committee discussions as the member they represent would.

ARTICLE V - AMENDMENTS TO THE BYLAWS

SECTION 1 - Amendments

The ~~Governance Executive~~ Subcommittee shall review the bylaws annually and propose amendments to the bylaws as necessary and appropriate. At any time throughout the year, any Steering Committee member may propose amendments to the bylaws as necessary and appropriate. Amendments to the bylaws shall be proposed and adopted as outlined in Article V, Sections 2-5.

SECTION 2 - Notice

A copy of the proposed amendment(s) shall be submitted to the ~~Chair, the Lead Agency, and the~~

~~Ready Start Network~~ Executive Subcommittee at least one (1) week prior to any meeting at which the proposed amendment(s) is to be considered.

SECTION 3 - Format

Proposals to amend existing bylaws shall contain the full text to be amended. New words shall be underlined and the words to be deleted shall be struck through. All proposals received in the appropriate format shall be considered at the next scheduled Steering Committee meeting. In the case of substantial amendments to the bylaws, an executive summary may be provided along with a copy of both the current bylaws and the text of the proposed amendments.

SECTION 4 - Adoption

A proposed amendment revision shall be adopted if it receives a ~~two-thirds~~ majority vote of voting Steering Committee present at a meeting with quorum.

SECTION 5 - Inclusion

A proposed amendment revision shall become effective immediately upon approval.