

SCHOOL BOARD OF BROWARD COUNTY, FLORIDA
SMALL BUSINESS ADVISORY COMMITTEE
BYLAWS- SCHOOL BOARD-ESTABLISHED COMMITTEES

ARTICLE I: NAME

The name of this Council/Committee shall be the Small Business Advisory Committee.

ARTICLE II: PURPOSE

These standard bylaws are applicable to all advisory committees that are established by The School Board or Superintendent to exercise delegated decision-making authority. The areas of delegated authority, along with any prescribed committee goals and objectives, shall be specified within their advisory committee's individual establishing policies, resolutions, or the School District's strategic plan.

The recommendations and opinions of advisory committees are not binding upon The School Board and do not necessarily reflect the positions and opinions of The School Board or of individual School Board Members or the Superintendent.

The primary objectives of the Small Business Advisory Committee, as outlined in School Board Policy 3330 shall be to:

1. Assist the Officer, EDDC or designee, the Superintendent or designee, and SBBC in reviewing the continuing programs for contractors and prime contractors and subcontractors that promote E/S/M/V/WBE participation;
2. Coordinate activities and actions with SBBC or any advisory committees designated or established by SBBC or the Superintendent; and
3. Make recommendations to the Officer, EDDC, the Superintendent or designee, and SBBC concerning modifications of such programs and procedures established pursuant to this Policy. Advisory committee members may participate as advisory non-voting members of Goal Setting Committees. Regardless of their voting status, all members of Goal Setting Committees are subject to the requirements of the Sunshine Law.

The responsibilities and duties of the Small Business Advisory Committee will be in accordance with applicable law and all applicable rules and School Board policies.

ARTICLE III: MEMBERSHIP

The School Board is committed to reflecting the diversity and community at large within the membership of the district's committees. In order to achieve this objective, the minimum standards for representation in committee membership shall be as follows:

Section 1. All School-Board Established Advisory Committees shall have a finite and set number of members as specified in the School Board-Established Advisory's policy.

Membership: 11 member citizens committee made up of representatives of trade groups and members of the general business community and appointed by SBBC

Section 2. School district designees serving as liaisons or facilitators to committees and members of the Office of the General Counsel shall only serve as support resources to committees and shall not be designated as non-voting members of any committee and shall not be counted toward achieving a quorum at any committee meeting.

Section 3. Any designation of such persons as non-voting members would subject them to the restrictions of the Sunshine Law and preclude their ability to consult with and provide the guidance, they are intended offer to individual committee members. In the event of any conflict between this subsection and any existing policy, this subsection shall govern.

Section 4. Members may not abstain from voting. All members must vote unless there is a voting conflict under Sections 286.012 and 112.3143 (3)(a), Florida Statutes

Section 5. Any abstentions from voting require the timely filing of Form 8B MEMORANDUM OF VOTING CONFLICT FOR COUNTY, MUNICIPAL, AND OTHER LOCAL PUBLIC OFFICERS.

Section 6. School Board Members shall designate their appointments and/or reappointments to School Board-Established Advisory Committees

for the upcoming school/fiscal year prior to June 30th of the prior school/fiscal year or as soon as possible thereafter.

Section 7. Term of Committee Membership

Unless otherwise provided by School Board policy, the term of membership for each member of a School Board-Established Advisory Committee shall be from July 1 to June 30 or until a successor committee member is elected/appointed/selected.

Section 8. The Small Business Advisory Committee will be assigned a staff liaison or district facilitator to facilitate the committee's activities. Each Director of a school district department who assigns a facilitator will ensure that:

- a. committee meetings are publicly noticed in accordance with applicable laws and rules,
- b. supporting meeting materials are timely made available and provided to committee members at least seven (7) calendar days in advance of the scheduled meeting.

Public notice of committee meetings should be submitted and placed on the district calendar for the upcoming school year. The Superintendent or her/his designee shall determine the appropriate extent of staff support necessary for each individual School Board-Established Advisory Committee.

Section 9. Committee Membership Vacancies

Vacancies on School Board-Established Advisory Committees will be filled pursuant to School Board Policy 1070 and/or the establishing policy or resolution of the committee.

- a. In the event a School Board Member is unable to fill a vacancy within a committee, the committee may submit a name(s) for that School Board Member's consideration
- b. The names are to be forwarded to the School Board Member and to the Chief of Staff or the latter's designee

Section 10. Removal of Committee Members

Removal of School Board Member appointee

- a. If an appointee of a School Board-Established Advisory Committee exhibits behavior or conduct in violation of applicable law, rules, or School Board Policy, or for other material reasons as determined by the appointing School Board Member or Superintendent, as appropriate, her/his appointment may be rescinded at any time by that appointing School Board Member (or by the Superintendent in the event of a vacancy in the office of the appointing School Board Member).
- b. In such instances, the appointing School Board Member or Superintendent shall provide written notice to the committee appointee of the effective date of the conclusion of the appointee's committee service.
- c. Copies of said notice shall be provided to the Chair, all School Board Members and to the Chief of Staff and to the committee's district liaison or district facilitator. In addition to the other appointee replacement procedures within these bylaws, a newly elected or newly appointed School Board Member may, upon assuming office, replace any appointments to committees made by the new School Board Member's predecessor.

Removal of Committee Members Other than School Board Appointees

- a. The Superintendent has the authority to rescind the membership of a committee member who is in direct violation with applicable law, rules, School Board policies and/or committee bylaws.

Section 11. Annual Ethics Training

Each member of the Small Business Advisory Committee is required to complete the school district's annual ethics training program for School Board-Established Advisory Committees prior to the second meeting following their appointment to the committee.

- a. The training will cover the following topics:

- i. The Code of Ethics for Public Officers and Employees (which applies to advisory committee members),
- ii. The Sunshine Law,
- iii. The Open Public Records Law, and
- iv. Robert Rules of Order

This does not preclude members of the public from attending Small Business Advisory Committee meetings.

- b. School district liaisons and district facilitators are required to complete the training program prior to commencement of their service to such committees so they will be enabled to provide appropriate guidance to committee members.
- c. Exemption from Training Program for Elected Officials and Public Officers- Any committee member who is also an elected official or public officer and who has already completed training regarding The Sunshine Law, Open Public Records Law and Code of Ethics for Public Officers and Employees due to the requirements of the member's other official positions is exempt from the school district's training program for committee members, provided that said committee member has completed the member's outside agency's required training by the second committee meeting of each year.

Section 12 Each member of a committee as defined in School Board Policy 1070, Article II, is a public officer as defined in Sections 112.313(1) and 112.3143(1), Fla. Stat., which are part of the Florida Code of Ethics for Public Officers and Employees. Accordingly, each member of the Small Business Advisory Committee is required to execute the school district's Conflict of Interest form for School Board-Established Advisory Committees prior to serving on any advisory committee.

Section 13. Committee Membership Vacancies

- a. Committee member vacancies on committees other than School Board-Established Committees will be filled by the Superintendent or her/his designee.
- b. Vacancies on School Board-Established Advisory Committees will be filled pursuant to these bylaws and/or the establishing policy of that committee.

- c. In the event a School Board Member is unable to fill a vacancy within a committee, the committee may submit a name(s) for that School Board Member's consideration.
- d. The names of potential appointees are to be forwarded to the School Board Member and also to the Chief of Staff or the latter's designee.
- e. This subsection shall not apply to ad hoc bid protest committees assembled pursuant to School Board policy. Members of those committees will be designated by the Superintendent or her/his designee.

Section 14. Attendance

- a. If a member is absent from 3 consecutive meetings or 3 meetings; 30% held in one school calendar year from properly noticed meetings, the member is no longer considered a member in Good Standing.
- b. The Chair/Recording/Corresponding Secretary, at the direction of the Chair, shall send a notice of termination of appointment to the individual who is not in Good Standing and to the appointing agency/electing body. The agency/body must then appoint/select/elect or reappoint/reselect/re-elect a new representative to the committee.
- c. 100% attendance at committee meetings is the goal.
- d. A committee member shall make a reasonable effort to notify the chair at least seven (7) calendar days prior to the scheduled meeting date as to whether they will or will not attend the committee meeting.
- e. Meeting Sign-in Sheets will be forwarded to the Office of Chief of Staff or her/his designee registering the attendance record of School Board Members' appointees.
- f. A committee member who has not completed the district's training program will not be considered a member in good standing.

Section 15. A committee may incorporate additional provisions regarding membership providing they are not in conflict with School Board Policy 1070, the committee's enacting policy or resolution, or serve to usurp any intended purpose of the committee.

Section 16. Appointees to the Audit Committee shall be independent of the school district. No appointee to the Audit Committee shall receive any compensation, including any consulting, advisory, or other compensatory fees from or on behalf of the school district of The School Board.

ARTICLE IV: OFFICERS

Officers of each School Board-Established Advisory Committee shall be elected by the membership, as outlined within its enacting policy or resolution.

Section 1. At a minimum, each such advisory committee shall annually elect a Chair, Vice Chair, and Recording Secretary, or someone designated to record minutes unless that function is being performed for the committee by support staff provided by the school district.

Section 2. Each advisory committee shall have the authority to annually elect its officers to serve up to four (4) one-year terms. Thereafter, an advisory committee appointee or member may not serve as a Chair of that advisory committee for a period of two (2) years following the conclusion of their term as chair.

a. A two-thirds (2/3) majority vote of the members in good standing in attendance is required to extend any chair's term beyond that described in ARTICLE IV, Section 2

Section 3. The advisory committee's bylaws must identify if the officers are elected from the membership and must hold a position from their electing/appointing body for the next school year when their position would take effect.

Section 4. The advisory committee's bylaws must identify if the Chair and Vice-chair shall be a parent of a student in the Broward County School System.

Section 5. Officer(s) may be removed from office on any School Board-Established Advisory Committee upon a two-thirds (2/3) vote by the committee membership.

- Section 6. An advisory committee may incorporate additional provisions regarding officers providing those provisions are not in conflict with School Board Policy 1070, the committee's enacting policy or resolution, or serve to usurp any intended purpose of the committee.
- Section 7. The officers shall be elected annually at the August meeting of the school year.
- Section 8. The nominating committee should be elected by the organization wherever possible, or else by its executive board.
- Section 9. If for any reason, an officer is unable to complete the term of office, a new election will be held at the next meeting.

ARTICLE V: DUTIES OF THE OFFICERS

- Section 1. The Chair shall preside at all meetings of the Council/Committee and will be an ex-officio member of all committees except the nominating committee. The Chair will prepare an agenda at least seven (7) calendar days in advance for all meetings. A copy of the agenda shall be provided to anyone who requests same.
- Section 2. The Chair of each School Board-Established Advisory Committee may meet annually with the Superintendent or her/his designee to collaborate upon any issues, matters, and concerns for the school year that are not outlined in the committee's establishing policy or resolution. (The Audit Committee's areas of focus for the school year shall be The School Board-approved audit plan)
- Section 3. A committee may incorporate additional provisions regarding duties of the officers providing those provisions are not in conflict with School Board Policy 1070, the committee's enacting policy or resolution, the committee's enacting policy, or serve to usurp any intended purpose of the committee.

ARTICLE VI: MEETINGS

- Section 1. Publication of Committee Meeting Notices – Generally. The schedule of committee meetings for the year will be determined and published on the school district calendar. Except as otherwise provided herein or permitted by applicable law and rules, public notices of committee meetings shall be published in a newspaper of general circulation at least two (2) calendar days in advance of the scheduled meeting in accordance with Section 1001.372, Fla. Stat.
- Section 2. Small Business Advisory Committee will publish a calendar specifying the dates of meetings for both the General and Steering/Executive Committee prior to the first meeting of each year.
- a. Sub-committee and/or executive/steering committees of Advisory Committees must to be published in the newspaper and on the District's website calendar.
- Section 3. Each Advisory Committee's first meeting of each school year shall be conducted as early as August, and no later than September except as specified in the committees' governing documents. School Board-Established Advisory Committees may not conduct any meetings in July unless one of the following conditions are met:
- a. The need for the committee to meet in July is described in the committee's governing policy.
 - b. The Superintendent or her/his designee approves in advance a request from the committee's Chair and one other committee officer for the conduct of a meeting in July.
 - c. Committee members are exempt from any attendance requirements for any July special meetings provided that they notify the chair in advance of their inability to attend the special meeting. However, the committee's normal quorum requirements shall remain applicable to the conduct of any July meeting.
 - d. The requirements of this subsection shall not apply to ad hoc bid protest committees assembled pursuant to School Board policy.
- Section 4. Guests: All meetings are open to the public under the Florida Sunshine Law; however, nonmembers/guests may not vote on Council/Committee issues.

- Section 5. Attendance must be taken at each meeting to ensure that participation of the representatives on the committee is recorded, and that a quorum is present. Attendance records will be sent to the appropriate assigned staff liaison or staff facilitator.
- Section 6. Minutes of all meetings (General, Steering, Executive, or Workshops) will be recorded by the Secretary or a designee. Approved minutes will be sent to the Chair and assigned staff liaison or staff facilitator, kept on file, and be made available for public view. Minutes of the previous meeting will be approved at the next meeting, with any additions or corrections noted. Minutes will reflect all motions including maker of the motion, person seconding and the results of the vote) and any discussion reached by consensus
- Section 7. Special meetings or workshops may be called by the Chair and the Steering/Executive Committee or by a majority vote of the membership of the committee.

Refer to current edition of Robert's Rules of Order. 9:13-16

ARTICLE VII: APPLICATION OF THE SUNSHINE LAW TO COMMITTEES

- Section 1. Meetings of committees as defined in School Board Policy 1070, Article II shall be conducted in accordance with the provisions of and exemptions from the Florida Sunshine Law (Section 286.011, Fla. Stat.) which includes:
- a. Requirements for public notices of meetings,
 - b. Minutes of such meetings, (*including informal/workshop meetings*), and
 - c. That such meetings be open to the public at all times.

The Chair will work through the assigned staff liaison or staff facilitator to coordinate all meeting notices with the Superintendent's Office. Members must be advised of a change in the established date, time or location. All special meetings also require appropriate notice.

- Section 2. All meetings will be scheduled at times and locations convenient for all stakeholders.

ARTICLE VIII. Quorum for the Conduct of Committee Business.

The presence at the meeting's physical location of a majority (50% plus one) of the number of committee members specified in the establishing policy or bylaws of a School Board-Established Advisory Committee shall constitute a quorum for the transaction of business; provided, however, that the members constituting a quorum are all in good standing.

- a. Whenever for any reason a vacancy exists in the committee membership, a quorum shall consist of a majority of the remaining filled committee membership positions until such time as the vacancy has been filled.
- b. Unless otherwise provided by applicable law, rule, emergency order or School Board policy; a physical quorum must be present at the physical meeting location identified in the meeting notice in order for the committee to conduct any business or to vote upon any matter.
- c. If the committee fails to establish a physical quorum at a properly noticed meeting, the meeting may be adjourned or may become an informational meeting only. Member attendance will be recorded, but no motions will be considered, or votes take.

ARTICLE IX: MEETINGS

Meetings will follow the approved agenda. Each item on the agenda will be discussed to the satisfaction of the members present. Meeting discussions will be restricted to those topics on the agenda.

Section 1. Voting may be by roll call, voice vote or show of hands. Official votes will become part of the minutes. Alternates, abstentions, and proxy votes are not permitted (pursuant to Florida's Sunshine Law).

Section 2. This committee may incorporate additional provisions regarding meetings providing they are not in conflict with School Board Policy 1070, the committee's enacting policy or resolution, or serve to usurp any intended purpose of the committee.

ARTICLE X. COMMITTEES

Section 1. The Steering/Executive Committee- The Chair shall create sub-committees as may be required in School Board policy or as necessary to achieve the objectives of the committee.

- a. Membership- Composition of the Steering/Executive Committee will include the elected officers of the council and (identify any other members), The Superintendent of Schools or his/her designee will serve on the board as a support resource.
- b. Duties
 - i. The primary purpose of the Steering/Executive Committee is to assist the Chair in setting the agenda for the ~~Council~~ committee meetings; and to
 - ii. and to assist in the identification of issues to be considered at the General Meeting which will require presentation to the Superintendent.
 - iii. The Steering/Executive Committee will publish a calendar prior to the first meeting of the Council of each year specifying the dates of meetings for both the General and Steering Committee prior to the first meeting of the Council of each year.
 - iv. If time permits, the Steering/Executive Committee shall assist in establishing the agenda of special meetings called by the Committee or Chair.
 - v. Additional duties shall be performed as delegated by the Committee.
 - vi. No authority is delegated to the Steering unless authorized by the advisory committee.
 - vii. The Steering Committee shall define and maintain the rules and regulations of the Committee, with changes and amendments as approved by a vote of the Small Business Advisory Committee.
 - viii. The Steering/Executive Committee shall review the bylaws for consistency with district policy and the district guideline template before their submission for approval to The School Board.

- Section 2. Standing and Special Committees- The Small Business Advisory Committee and/or the Steering Committee may from time to time establish and abolish such standing or special committees as needed. The Chair of each standing or special committee and at least two (2) other members of each standing or special committee shall be members of Committee. No standing or special committee may exercise the authority of the Small Business Advisory Committee.
- a. Membership- Unless otherwise determined by the Small Business Advisory Committee, the Chair shall appoint the Chair of the various standing and special committees.
 - b. Term of Office- Each member of a committee shall continue as such for the term of his/her appointment and until his/her successor is appointed, unless the committee shall be terminated or abolished, or unless such member shall cease to qualify as a member thereof.
 - c. Rules- Each committee may adopt rules for its own governance provided that they are consistent with these bylaws and with any applicable rules.
 - d. Quorum of Committees- A majority of the committee shall constitute a quorum. Unless otherwise permitted by applicable law, rule, or executive order, a physical quorum of the committee shall be present in order to conduct business.

ARTICLE XI: AMENDMENTS

- Section 1. By-Laws must conform to applicable state law, rules, and School Board policy.
- Section 2. Amendments to the By-Laws will be approved by a majority of the membership, as outlined in the enacting policy or resolution.
- Section 3. Policies and By-Laws will be reviewed every two (2) years or at such time that legislation or School Board action occurs that would require review, or subsequent to The School Board's approval of an amended By-Laws Template.

Section 4. All policies and By-Laws and subsequent change(s) shall require School Board approval prior to being implemented by the Council/Committee

ARTICLE XII: OTHER

A committee may incorporate other articles providing they are not in conflict with School Board Policy 1070, the committee's enacting policy or resolution, or serve to usurp any intended purpose of the committee

Bylaws Ratified _____
November 14, 2024

Bylaws Amended _____
Date

