EASTCONN
Where Learning Comes to Life

**BYLAWS OF THE BOARD**
**Series 9000**
**Policy #9001.1.1**

**BY-LAWS OF EASTCONN**

## ARTICLE I

## LOCATION OF EASTCONN ADMINISTRATIVE OFFICES

The principal office of EASTCONN (Regional Educational Service Center, RESC) is located at 376 Hartford Turnpike, Hampton, Connecticut 06247. EASTCONN may have such other offices within the State of Connecticut, as the Board of Directors may from time to time determine.

## ARTICLE II

## DISTRICT MEMBERSHIP

### Section One: Qualifications

The total representation of the EASTCONN Board of Directors shall consist of those district Boards of Education within the State of Connecticut which elect to be members; provided, however, that representation shall be consistent with State Statutes.

### Section Two: Election of Member Districts

Any Board of Education interested in becoming a representative of EASTCONN shall submit a written, duly authorized and signed application, on a form approved by the Board of Directors, to the Secretary to the Board of Directors. Boards of Education within EASTCONN's regional state planning area, designated in accordance with Section 16a-4a of the Connecticut General Statutes, will be accepted as members upon application. Boards of Education outside the area will be

accepted as members upon approval of a majority of Boards which are members of EASTCONN.

In no case shall EASTCONN accept as a representative a Board of Education that is a member of another Regional Educational Service Center (RESC).

**Section Three: Resignation of Member District**

Any local district board may resign by filing a written resignation duly executed by the member board with the Board of Directors' Chair and Secretary. Notice must be filed by January 1st and the Board shall, at its regularly scheduled March meeting, consider the resignation. Termination of membership will take place at the conclusion of the fiscal year. Upon resignation, a member board shall forfeit any rights to use or ownership of any assets of EASTCONN unless specifically otherwise provided for in the grant of a gift to EASTCONN.

## ARTICLE III

## EASTCONN BOARD OF DIRECTORS

**Section One: Member District Representation**

The term of office of each Board Representative, as elected or appointed by the Board of Education of member districts, shall not exceed four (4) years in accordance with Section 10-666b of the Connecticut general Statutes; or when the local Board of Education changes the designated representative**.** Each member district may designate, in writing, a representative and an alternate at any given time. The alternate shall be considered the district representative in the absence of the current representative.

Nothing prevents a representative of a local district from serving multiple terms on the EASTCONN Board of Directors.

Representatives of the Board of Directors of the Regional Educational Service Center shall receive no compensation for services rendered as such, but may be reimbursed for necessary expenses in the course of their duties.

**Section Two: Voting Rights**

Voting Rights lie with the designated member district representative or alternate in the absence of the voting Board member's district representative.

**Section Three: Quorum**

At any meeting of the Board of Directors, persons entitled to vote to represent a majority of the representatives of the Board of Directors shall constitute a quorum, except that, in those cases where a majority of the representatives of the Board of Directors are not present, seven (7) representatives of the Board of Directors shall constitute a quorum. Representatives participating via an electronic, virtual or telephonic platform shall be considered "present."

A majority vote of those present and voting shall be necessary to carry any motion made.

**Section Four: Election of Officers**

Officers of the Board of Directors shall appoint a Nominating Committee and a Chair at the November Board meeting. Board representatives interested in serving in an Officer capacity shall submit names in writing to the Chair of the Nominating Committee on or before December 1st. The Officers of the Board of Directors shall be elected at the January Board of Directors'

meeting for a term of three (3) years unless no longer on the Board of Directors. If an election is not held by the prescribed date, Officers will continue in office until an election is held.
Each Officer shall serve from the January Board of Directors' meeting and serve a three-year (3-year) term or until his/her successor has been duly elected. In the case of an Officer election to fill a vacancy, the term shall begin immediately upon election for a three-year (3-year) term.

**Section Five: Duties of Officers**

**A.** A Chairperson shall preside over all regular and special meetings of the Board of Directors, and shall call special emergency meetings of the Board of Directors at his/her own discretion or upon petition, as set forth in these By-laws.

**B.** A Vice-Chairperson shall assist the Chairperson in the performance of his/her duties. The Vice-Chairperson shall, in the event of the temporary absence or disability of the Chairperson, perform the duties and exercise the powers of the Chairperson. In the event that the Chairperson is unable to complete his/her term, the Vice-Chairperson shall assume his/her duties for the remainder of the Chairperson's term of office and a new Vice-Chairperson shall be duly elected.

**C.** A Secretary/Treasurer or designee shall cause minutes to be kept of each meeting of the Board of Directors and of any action taken by the Board of Directors. Such person shall cause such records to be posted on the EASTCONN website and be filed in the minutes book. The Secretary/Treasurer or designee shall cause to be kept accurate books of account of the Board of Directors' transactions, which shall be the property of the Board of Directors and shall be subject at all times to the inspection and control of the Board of Directors.

**D. Removal of Officers**

An Officer may be removed by a majority vote of all representatives of the Board of Directors, with or without cause.

**Section Six: Meetings**

**A.** Meeting Schedules / Structures. Meeting dates for any year will be set at the Annual Meeting.

**B.** The Board of Directors shall convene meetings pursuant to a schedule adopted by the Board of Directors. The Board of Directors will have the option to hold meetings utilizing an electronic, virtual or telephonic platform. The Executive Director of EASTCONN shall assure such electronic, virtual or telephonic platform is available to all Board of Directors representatives.

When the Board of Directors physically assembles for a meeting, a Board representative may participate in that meeting through electronic communication means.

Special meetings of the Board of Directors may be held by the call of the Chairperson, by the Executive Director or by the petition of three (3) members of the Board of Directors. Only business listed in the notice of these meetings may be transacted. Meetings held in response to a petition must be held within thirty (30) days of receipt of such petition by the Board of Directors' Chairperson.

Legal Reference: Connecticut General Statutes
1-200 (2) Definitions. "Meeting"
1-206 Denial of access to public records or meetings.
1-225 Meetings of government agencies to be public, as amended by June 11 Special Session, PA 08-3

**C.** Annual Meeting

The Board shall have an annual meeting in May.

**Section Seven: Operating Procedures:**

**A.** Executive Director

The Board of Directors shall maintain a job description for the Executive Director.

**B.** Standing Committees:

The charge of each standing committee shall be written and/or revised by the Chair and approved by a majority vote of the Board of Directors at a meeting.

- Policy Committee
- Finance Committee
- Facilities Committee
- Nominating Committee for Officers

Board of Directors' representatives who wish to serve on a standing committee shall submit their name in writing to the Board Chair. Appointments will be made by the Board Chair.

**C.** Ad Hoc Committees:

The Chair shall recommend, and a majority vote of the Board of Directors of a meeting shall approve, the charge and duration of any ad hoc committee.

Any Board of Directors representatives who wish to serve on an ad hoc committee shall submit their names in writing to the Chair. Appointments will be made by the Chair.

Each ad hoc committee shall be dissolved when its reports are made to the Board of Directors at a meeting, or a set duration of the committee is reached.

**D.** Committee Responsibilities:

The Chair of the Board of Directors will be an ex-officio member of the standing and ad hoc committees.

Committees shall follow the provisions of the Freedom of Information Act.

## ARTICLE IV

## AMENDMENT OF BY-LAWS

These By-laws may be altered, amended, or repealed, and new By-laws may be adopted, by an affirmative vote of a majority of the members of the Board of Directors present at any regular meeting or at any special meeting, if written notice of intention to alter, amend, or repeal or to adopt new By-laws is given at least thirty (30) days in advance to all district Board representatives and Chairpersons.

## ARTICLE V

## GENERAL AUTHORITY

**A.** The EASTCONN Board of Directors shall adopt the estimated annual budget plan and shall be responsible for the hiring and discharge of the Executive Director, and for adopting policies.

The Executive Director of the EASTCONN RESC shall serve as the Executive Director of the Board of Directors meetings of the EASTCONN RESC.

**B.** The EASTCONN Board of Directors shall evaluate the EASTCONN Executive Director annually, using a procedure agreed-upon by the Board of Directors and the Executive Director.

**C.** The EASTCONN Board of Directors will evaluate itself annually.

**D.** The purpose of EASTCONN shall be to furnish programs and services to the participating Boards of Education. To fulfill said purpose, EASTCONN, with the Executive Director acting as its sole agent, shall have the following powers:

**1.** To apply for, receive directly and expend on behalf of the member Boards of Education, which hereby designate EASTCONN agent for said purposes, any State or Federal grants, including but not limited to direct state reimbursement as provided in Section 10-66g of the Connecticut General Statutes, which may be allocated to school districts for specified programs, the supervision of which has been delegated to EASTCONN.

**2.** To receive and disburse funds appropriated to the use of EASTCONN by the member Boards of Education, the State or the United States, or given to EASTCONN by individuals or private corporations.

**3.** To buy, sell, lease, exchange or accept by gift or bequest real or personal property.

**4.** To employ personnel and to retain the services of attorneys, appraisers and other consultants.

**5.** To enter into contracts.

**6.** To borrow money in anticipation of any payments to be made by any Board of Education or state or federal agency, but not yet received.

**7.** To establish, fund, and maintain reserves, sinking or other funds and to pledge such funds to the payment of Bonds, agreements providing or entered into in connection with the issuance of Bonds, including trust indentures, agreements concerning the operation and maintenance of the facility financed agreements, including those described in section 7-369b of the General Statutes, necessary or appropriate to issue Bonds, the interest paid pursuant to which is excluded from federal income taxation in accordance with federal law as the same may be amended, agreements concerning continuing disclosure as set forth in Public Act 95-270 of the Connecticut General Assembly and as applied to EASTCONN or such other purpose determined to be advantageous or convenient to enhance the marketability of the Bonds or the proposed purpose to be financed.

**8.** To maintain a working capital line of credit which is intended to meet working capital shortfalls, grant anticipation notes and other borrowing not intended as long-term, permanent financing shall be authorized by the approval of a majority of those voting at a Board of Directors' meeting.

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