

GUAM DEVELOPMENTAL DISABILITIES COUNCIL

BY-LAWS

Adopted: November 10, 2004

Revised: January 16, 2008

**GUAM DEVELOPMENTAL DISABILITIES COUNCIL
BY-LAWS**

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AMENDED BY-LAWS**

Adopted : 11/10/2004 Amended 1/16/2008

ARTICLE I – AUTHORITY

SECTION 1. FEDERAL STATUTE

The legal authority to establish a Council on Developmental Disabilities in the Territory of Guam is the Developmental Disabilities Assistance & Bill of Rights Act of 2000 (hereinafter referred to the DD Act), Federal Public Law 106-402, as amended.

SECTION 2. GUAM STATUTE

The Council is created as an executive agency of State government pursuant to the Territory of Guam Executive Order 94-09. The Guam Developmental Disabilities Council is established to serve as advocate for individuals with developmental disabilities and their families in Guam.

SECTION 3. NAME

This organization shall be known as the Guam Developmental Disabilities Council, hereinafter referred to as the Council.

ARTICLE II – FINDINGS AND PURPOSE

SECTION 1. FINDINGS

A disability is a natural part of the human experience that does not diminish the rights of individuals with developmental disabilities to live independently, to exert control and choice over their own lives and to fully participate in and contribute to their communities through full integration and inclusion in the economic, political, social, cultural, and educational mainstream of United States society.

SECTION 2. PURPOSE

To assure that individuals with developmental disabilities and their families participate in the design of, and have access to, needed community services, individualized supports, and other forms of assistance that promote self-determination, independence, productivity, integration and inclusion in all facets of community life, through culturally competent programs authorized under the DD Act.

Subtitle B - Federal Assistance to State Councils on Developmental Disabilities. The purpose of this subtitle is to provide the allotments to support State Councils on Developmental Disabilities (referred individually in this subtitle as a "Council" in each State) to –

1. Engage in advocacy, capacity building, systemic change activities that are consistent with the purpose described in section 101 (b) and the policy described in described in 101 (c),

2. Contribute to a coordinated consumer and family centered and consumer and family directed comprehensive system of community services, individualized supports, and other forms of assistance that enable individuals with developmental disabilities to exercise self determination, be independent, be productive, and be integrated and included in all facets of community life.

ARTICLE III - MEMBERSHIP

SECTION 1. COUNCIL COMPOSITION

The Council shall be composed of twenty-seven (27) voting members, who are residents of Guam and who are appointed by the Governor. The membership shall be in accordance with the DD Act, Section 125, to include at all times representatives of the principal State agencies, Centers in the state, the State protection and advocacy system, local agencies, and non-governmental agencies and private nonprofit groups concerned with services for persons with developmental disabilities. No less than 60% of the membership shall consist of persons who are:

- (a) individuals with developmental disabilities;
- (b) parents or guardians of children with developmental disabilities; and
- (c) immediate relatives or guardians of adults with mentally impairing developmental disabilities who cannot advocate for themselves, and,

who are not employees of a State agency that receives funds or provides services under this subtitle, and, who are not managing employees of the Social Security Act of any other entity that receives funds or provides services under this subtitle.

SECTION 2. TERM

Members of the Council shall be appointed by the Governor for four-year terms with membership initially expiring on a staggering basis each year. No more than one-third of the voting members shall be replaced yearly.

SECTION 3. PRIVILEGES OF MEMBERSHIP

All members shall be eligible to participate in the governance of the Council and shall have the right to vote, serve on committees, and participate in activities as established by the Council.

SECTION 4. GENERAL CONDITIONS OF MEMBERSHIP

1. All members shall agree to abide by these by-laws as adopted by the Council.

2. Appointed members of the Council shall agree to attend all scheduled meetings and any special meetings. Council members' attendance report will be submitted to the Executive Committee at least quarterly. If a Council member fails to attend these meetings, he/she shall be officially replaced after his/her third consecutive absence for gross neglect of duty.

3. Members shall be required to submit to the Council a written report within two weeks of his/her return from meetings off-island that are funded under the Developmental Disabilities Basic State Grant Program and shall additionally be required to provide a brief oral report during the next scheduled general membership meeting of the Council. Travelers may also be required to provide training when determined appropriate by the Council.

SECTION 5. VACANCIES

Resignation of members shall take effect upon receipt of written notice by the Council. A letter of recommendation for replacement will then be sent to the Governor.

A member appointed to fill a vacancy shall hold office for the remainder of the unexpired term of his or her predecessor.

SECTION 6. RESPONSIBILITIES

The primary responsibilities of each Council member shall be:

1. approve and implement the state plan;
2. support the Council's purpose;
3. elect and remove Council officers;
4. prepare, approve and implement an annual budget;
5. recruit, hire, supervise, annually evaluate and may dismiss the Executive Director;
6. approve Council annual report; and,
7. carry out all other duties in furtherance of the purpose of the Council.

SECTION 7. OFFICERS

The officers of the Council shall be the Chairperson, the 1st Vice Chairperson, the 2nd Vice Chairperson and the Secretary. Other officers may be established at the discretion of the Chairperson. All officers shall be members of the Council

1. Election

(a) Election of officers shall be held every two years in September by written or voice ballot at a general or special membership meeting. Nominations shall be accepted from the floor, in addition to those submitted by the Nominating Committee. Elected officers shall assume office effective at the beginning of the fiscal year, October 1st.

(b) Special elections may be called anytime by the Chairperson and shall be held at any regular or special membership meeting to fill vacancies, due to membership resignation or termination.

2. Term. The Chairperson, 1st and 2nd Vice-Chairpersons, and Secretary shall be elected for a two-year term and shall assume duties effective October 1st. Each officer may be re-elected.

3. Qualification Requirements. Candidates should meet all the qualification requirements for members of the Council, and in addition:

a. Chairperson

1) Have been a member of the Council for at least one (1) year and have met the general conditions of membership, Article III.4.;

2) Have a working knowledge of the Territory of Guam and Federal laws relevant to individuals with developmental disabilities;

3) Have a working knowledge of the Territory and Federal service delivery system for people with developmental disabilities;

b. 1st and 2nd Vice Chairs

1) Same qualifications of Chairperson

c. Secretary

1) Have been a member of the Council for at least one (1) year.

4. Duties

a. Chairperson. The Chairperson shall have the usual executive powers as may pertain to the office of the Chairperson including but not limited to:

(1) Presiding at all meetings of the Council.

(2) Preparation of the official agenda for all general membership and executive committee meetings of the Council for submission and approval by the Council and the Executive Committee respectively.

(3) Serving as Chairperson of the Executive Committee and as an ex-Officio member of all standing committees.

(4) Appointing the Chairperson and members of such standing and special committees.

(5) Calling all meetings of the Council and special meetings as deemed necessary.

(6) Sole supervision of the Executive Director of the Council.

b. 1st and 2nd Vice Chairpersons. The Vice-Chairpersons shall perform the duties of the Chairperson in all cases in which the Chairperson is unable to serve. Also, serve as ex-Officio members of the Children and Family Issues Committee and the Adult Issues Committee and Cross-Cutting Issues Committee. In the absence of the Chairperson, the 1st Vice-Chairperson shall become the Chairperson. In the absence of the 1st Vice-Chairperson, the 2nd Vice-Chairperson shall become the Chairperson.

c. Secretary. The Secretary shall be responsible for the facilitation of the minutes of the Council and shall see that they are distributed as soon as possible. Perform the duties of the Chairperson and/or Vice Chairpersons in all cases in which they are unable to serve.

ARTICLE IV – COUNCIL RESPONSIBILITIES

SECTION 1. GENERAL

In general, a Council through Council members, staff, consultants, contractors or sub-contractors shall have the responsibilities described in section 2 through 9 of this article.

SECTION 2. ADVOCACY CAPACITY BUILDING, AND SYSTEMIC CHANGE ACTIVITIES

The Council shall serve as an advocate for individuals with developmental disabilities and conduct and support programs, projects, and activities that carry out the purpose of this subtitle.

SECTION 3. EXAMINATIONS OF GOALS

1. Determine the extent to which each goal of the Council was achieved for that year.

2. Determine to the extent that each goal was not achieved, the factors that impeded the achievements;

3. Determine needs that require amendment of the remaining strategic State Plan required under Section 124 of the DD Act.

4. Separately determine the information on the self advocacy goal described in section 124 (c)(4)(A)(ii) of the DD Act.

5. Determine customer satisfaction with Council supported or conducted activities.

SECTION 4. STATE PLAN DEVELOPMENT

The Council shall develop the State plan and submit the State plan to the Secretary after consultation with the designated State agency under the State Plan. Such consultation shall be solely for the purpose of obtaining State assurances and ensuring consistency of the plan with State law.

SECTION 5. STATE PLAN IMPLEMENTATION

The Council shall implement the State plan by conducting and supporting advocacy, capacity building, and systemic change activities such as those described in 125(c)(5)(B) through (L) of the DD Act.

SECTION 6. REVIEW OF DESIGNATED STATE AGENCY

The Council shall periodically review the designated State agency and activities carried out by the designated State agency and make any recommendation for change to the Governor.

SECTION 7. REPORT

The Council shall annually prepare and transmit to the Secretary of Health and Human Services a report consistent with the timelines in the DD Act. Each report shall be in a form prescribed by the Secretary of Health and Human Services and shall contain information about the progress made by the Council in achieving the goals of the Council as specified in Section 124(c)(4) of the DD Act.

SECTION 8. BUDGET

1. The Council shall prepare, approve, and implement a budget, using amount paid to the State under subtitle B of the DD Act and implement all programs, projects, and activities carried out under this subtitle, including –

a. Conducting such hearings and forums as the Council may determine to be necessary to carry out the duties of the Council; and as determined by the Council policy.

b. Reimbursement of members of the Council for reasonable and necessary expenses (including expenses for childcare and personal assistance services for attending Council meetings and performing Council duties – Sec. 125 (c)(8)(A)(ii)(I).

c. Pay a stipend to a member of the Council, if such member is not employed or must forfeit wages from other employment, to attend Council meetings and perform other Council duties – Sec. 125 (c)(8)(A)(ii)(II). Members shall be compensated in the amount of \$50.00 for attendance at a Council meeting; such compensation not to exceed \$100.00 per month – Guam 5 GCA § 43104.

2. The Executive Committee shall present the recommended budget to the Council for approval. Budget revisions shall not be made without Executive Committee and/or Council approval.

SECTION 9. STAFF

The Council shall prepare, approve and implement a budget using amounts paid to the State under Part B of the DD Act funds and implement all program, projects and activities carried out under Part B including hiring and maintaining such numbers and types of staff and obtaining the services of such professional, consulting, technical, and clerical consistent with State law as the Council determines to be necessary to carry out the functions of the Council under Part B of the DD Act, except that the local government shall not apply hiring freezes, reductions in force, prohibitions on travel, or other policies to the staff of the Council, to the extent that such policies would impact the staff or functions funded with Federal funds, or would prevent the Council from carrying out the functions of the Council under Part B of the DD Act.

1. Executive Director. The voting members of the Council shall, consistent with state law, recruit and hire an Executive Director of the Council. The Council will supervise and annually evaluate the performance of, promote and may terminate for cause the Executive Director. The Executive Director is responsible for the day-to-day administration of the program activities of the Council and the administration of the Developmental Disabilities Basic State Grant funds and other Federal and Local funds received by the Council. The Executive Director receives directives from the Council and provides the overall supervision of the work performance of all the other Council staff. The Executive Director shall ensure that the Council complies with relevant local and Federal laws, rules and regulations. The Executive Director is the official spokesperson of the Council.

2. Hiring and Supervision Program Staff. The Executive Director, consistent with Government of Guam Personnel Rules and Regulations and Council policies, shall recruit, hire, supervise, and annually evaluate the staff of the Council. Council recruitment, hiring, and dismissal of staff shall be conducted in a manner consistent with Federal and State nondiscrimination laws. Dismissal of personnel shall be conducted in a manner consistent with State law and personnel policies. Program staff receive direction solely from the Executive Director. Final personnel and decision over Council staff is vested with the Executive Director.

3. Staff Assignments. The staff of the Council, while working for the Council, shall be responsible solely for assisting the Council in carrying out the duties of the Council under Part B of the DD Act and shall not be assigned duties by the designated State agency or any other agency or entity of the Territory of Guam.

ARTICLE V - COMMITTEES

SECTION 1. EXECUTIVE COMMITTEE

This Committee shall consist of the elected officers of the Council, and the chairpersons of the Children and Family Issues, Adult Issues, and Cross-Cutting Issues Committees. The members of the Executive Committee shall include no fewer than two consumers.

1. The Committee shall have the following powers and duties and others that might be delegated from time to time by the Council:

(a) Act for the Council between regular general membership meetings of the Council. The Executive Committee shall have full power of the Council when the Council is not in session and when action is required that cannot wait for a regularly scheduled meeting.

(b) Establish and revise policies covering the duties of the Council staff and the policies governing the operations of the Council.

(c) Annually prepare and approve the operating budget and make any necessary changes.

(d) Bi-annually review and revise the operating budget

(e) Review the organization and function of the Council.

(f) Receive reports and recommendations from the other Committees which shall be forwarded to the general membership.

(g) Provide recommendations and minutes of all executive committee meetings and working sessions to the Council.

2. Meetings. This Committee shall meet at least six (6) times each year and at such other times as may be directed by the Chairperson and/or on the request of any member of the Executive Committee.

SECTION 2. CHILDREN AND FAMILY ISSUES COMMITTEE

1. There shall be a Children and Family Issues Committee composed of members chosen from among the general membership of the Council by the appointed Children and Family Issues Committee Chairperson. The size of the Children and Family Issues Committee shall be determined by the Executive Committee. The Committee Chairperson shall be selected by the Chairperson of the Council and approved by the Executive Committee. Members of this Committee shall serve for two (2) years. No member of this Committee shall vote on a proposal from an agency with which the member is affiliated. Members of this Committee who are employed by an agency/program under review shall be excluded from all Children and Family Issues Committee activities relevant to the said agency.

2. The primary function of this Committee shall be to review the areas of emphasis assigned to the Committee and to identify and recommend solutions and

strategies that address the needs identified in the areas of emphasis that are assigned to the Committee.

3. All minutes of the Children and Family Issues Committee meetings and working sessions shall be written and provided to the Executive Committee of the Council for review and consideration.

SECTION 3. ADULT ISSUES COMMITTEE

1. There shall be an Adult Issues Committee composed of members chosen from among the general membership of the Council by the appointed Adult Issues Committee Chairperson. The size of the Adult Issues Committee shall be determined by the Executive Committee. The Committee Chairperson shall be selected by the Chairperson of the Council and approved by the Executive Committee. Members of this Committee shall serve for two (2) years. No member of this Committee shall vote on a proposal from an agency with which the member is affiliated. Member of this Committee who are employed by an agency/program under review shall be excluded from all Adult Issues Committee activities relevant to the said agency.

2. The primary function of this Committee shall be to review the areas of emphasis assigned to the Committee and to identify and recommend solutions and strategies that address the needs identified in the areas of emphasis that are assigned to the Committee.

3. All minutes of the Adult Issues Committee meetings and working sessions shall be written and provided to the Executive Committee of the Council for review and consideration.

SECTION 4. CROSS-CUTTING ISSUES COMMITTEE

1. There shall be a Cross-Cutting Issues Committee composed of members chosen from among the general membership of the Council by the appointed Cross-Cutting Issues Committee Chairperson. The size of the Cross-Cutting Issues Committee shall be determined by the Executive Committee. The Committee Chairperson shall be selected by the Chairperson of the Council and approved by the Executive Committee. Members of this Committee shall serve for two (2) years. No member of this Committee shall vote on a proposal from an agency with which the member is affiliated. Member of this Committee who are employed by an agency/program under review shall be excluded from all Cross-Cutting Issues Committee activities relevant to the said agency.

2. The primary function of the Cross-Cutting Committee shall be to review the areas of emphasis assigned to the Committee and to identify and recommend solutions and strategies that address the needs identified in the areas of emphasis that are assigned to the Committee.

3. All minutes of the Cross-Cutting Issues Committee meetings and working

sessions shall be written and provided to the Executive Committee of the Council for review and consideration.

SECTION 5. SPECIAL COMMITTEES

1. Special committees may be designated from time to time by the Council Chairperson to perform a particular task, secure additional information, or investigate an issue which does not fall under the responsibility of a standing committee. Special committees are temporary and cease to exist at the discretion of the Chairperson, when they have completed their objective(s).

- (a) Membership Committee
- (b) Nominating and Election Committee
- (c) By-Laws Committee

ARTICLE VI - MEETINGS

SECTION 1. GENERAL

1. The Council shall meet at least six (6) times each fiscal year. For administrative purposes, the Council shall meet November, January, March, May, July and September, as called by the Chairperson.

2. A written notice stating the purpose of the meeting, the place, day, and hour shall be given to each member and must be received at least three (3) days before the meeting date

3. Minutes of the previous meeting and other related materials shall be, to the maximum extent feasible, mailed or delivered with the written notice calling for the meeting. Copies of the agenda for each meeting shall be provided to all members of the Council and other individuals in attendance at the meeting.

SECTION 2. COMMITTEE MEETINGS

Each Committee has the option to call its own meetings as the need arises.

SECTION 3. SPECIAL MEETINGS

A special meeting shall be called at the direction of the Chairperson or upon written request to the Chairperson by a majority of the voting members of the Council with the approval of a quorum of the Council as stipulated in Section 4 of this Article. The purpose of the special meeting shall be stated and at least seven (7) days notice shall be given in advance of a special meeting.

SECTION 4. QUORUM

A quorum shall consist of the majority of those present.

ARTICLE VII – GENERAL PROVISIONS

SECTION 1. GENERAL DECISIONS

Decisions of the Council must be approved by a quorum of the Council as defined in Article VI, Section 4.

SECTION 2. REMOVAL OF AN OFFICER/COMMITTEE CHAIRPERSON/MEMBER

If an Officer, Committee Chairperson, or Member fails in his/her duties as stated in the by-laws, and/or through his/her actions compromises the integrity and credibility of the Council, the Executive Committee can request that the said individual be removed. Such actions must have the approval of the Council. Recommendations shall then be submitted to the Governor for final approval.

SECTION 3. VOTING

Each member shall have one vote. Votes by proxy shall not be permitted.

SECTION 4. CONFLICTS OF INTEREST

Criteria for conflicts of interest established by the National Association of Developmental Disabilities Council shall be followed as adopted by the general membership of the Council.

SECTION 5. PARLIAMENTARY PROCEDURES

All meetings shall be conducted in accordance with Roberts Rules of Order, Revised.

SECTION 6. MINUTES OF MEETINGS

Written minutes shall be prepared of all meetings and shall reflect the matters discussed, official actions taken and the major view of the participants. Minutes shall include, but not be limited to:

- a. the date, time, and place of meeting;
- b. the members of the Council recorded as either present or absent;
- c. the substance of all matters proposed, discussed, or decided;
- d. a record, by individual member, of the votes taken; and
- e. any other information that any member of the Council requests be included or reflected in the minutes.

Minutes of meetings are public records and shall be made available upon request by

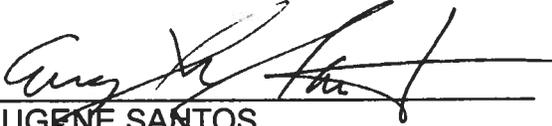
any person during established office hours.

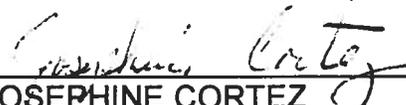
ARTICLE VIII – AMENDMENTS OF THE BY-LAWS

These by-laws may be amended by a majority vote of the Council provided that notice of intent to amend be given to Council members at a preceding Council meeting or by mail thirty (30) days before the meeting at which the amendment is to be considered. An amendment shall take effect immediately upon its adoption by the Council.

Amendments may be made by the Council as necessary.

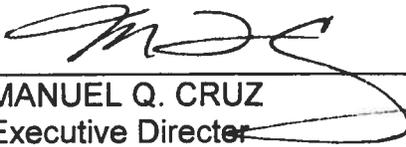
Revised and adopted: January 16, 2008.


EUGENE SANTOS
Chairperson
Date: 01/16/2008


JOSEPHINE CORTEZ
1st Vice Chairperson
Date: 01/16/2008


ESTHER ARCA
2nd Vice Chairperson
Date: 01/16/2008


ELLA CRUZ
Secretary
Date: 01/16/2008


MANUEL Q. CRUZ
Executive Director
Date: 01/16/2008