

Minnesota Statewide Independent Living Council By-Laws

MISSION AND VISION:

SILC Mission

The Minnesota Statewide Independent Living Council (MNSILC) advances the philosophy of independent living (IL) and promotes the integration and full inclusion of people with disabilities into Minnesota communities.

Vision

MNSILC will engage Minnesota communities to recognize and champion the critical needs of people with disabilities and promote statewide coverage by the centers for independent living (CILS).

ESTABLISHMENT:

MNSILC is established in accordance with and governed by the *Rehabilitation Act*, 29 U.S.C. Sec. 796d, Minnesota Statute 268A.02, and the federal and state rules promulgated to enforce these laws.

ARTICLE I - MNSILC MEMBERSHIP

SECTION 1.1: SIZE, COMPOSITION AND REQUIREMENTS

- A. **Size.** MNSILC will have a maximum of 21 members: 18 voting and 3 ex officio, non-voting.
- B. **Requirements.**

MNSILC members shall:

1. Provide statewide representation;
2. Represent a broad range of individuals with disabilities from diverse backgrounds; and
3. Be knowledgeable about independent living services and centers for independent living;
4. A majority of whom are persons who are-
 - a. Individuals described in section 29 U.S.C. 705(20)(B) and

b. Not employed by any state agency or center for independent living.

C. **Composition.** MNSILC members are appointed by the governor. Members must meet the qualification standards and shall be comprised of a mix of individuals from the following primary categories of eligibility:

Federally Mandated

1. A director of a center for independent living chosen by the directors of centers for independent living within Minnesota;
2. An ex officio representative from the Designated State Entity;
3. For a state in which 1 or more centers for independent living are run by, or in conjunction with the governing bodies of American Indian tribes located on federal or state reservations, at least 1 representative of the directors of such centers.

Optional Members

4. Other representatives from centers for independent living;
5. Parents and legal guardians of individuals with disabilities;
6. Individuals with disabilities;
7. Advocates of and for individuals with disabilities;
8. Representatives from private businesses;
9. Representatives from organizations that provide services for individuals with disabilities;
10. Other appropriate individuals; and
11. Up to three ex officio members, who may represent agencies or organizations such as Vocational Rehabilitation Services (VRS), State Services for the Blind (SSB), or the Minnesota Council on Disability (MCD).

SECTION 1.2: APPOINTMENT AND TERMS OF OFFICE

A. **Appointment.** Each member of the MNSILC shall be appointed by the governor and serve for a term of three years, except that a member appointed to fill a vacancy occurring prior to the expiration of the term for which the predecessor was appointed, shall be appointed for the remainder of the term.

B. **Terms of Office**

1. No member of the MNSILC shall serve for more than two consecutive, full terms, as specified by the governor. A member may serve out another's unexpired term and then be appointed to two consecutive full terms; and
2. A term of office is defined as three years, except when a member is appointed to fill a vacancy occurring prior to the expiration of the term for which a predecessor was appointed. In this case, a member must be appointed for the remainder of that term only.

SECTION 1.3: MEMBER RESPONSIBILITIES

It shall be the responsibility of members to:

- A. Have knowledge and understanding of IL philosophy;
- B. Be responsible for knowing current MNSILC policies and procedures;
- C. Have an understanding of current issues and MNSILC positions regarding barriers to people with disabilities in Minnesota;
- D. Attend and participate in all meetings of the MNSILC;
- E. Read and review all materials specified or sent in advance of the meeting, in order to ensure understanding and make informed decisions;
- F. Actively serve on at least one standing committee. Advise the MNSILC regarding the status of objectives and activities and, as appropriate and feasible, participate in the implementation of such objectives and activities. At their discretion, members may also serve on more or more task forces;
- G. Read and understand any materials sent that require discussion and a vote to occur between meetings. Further, make themselves available for such a discussion and vote or take responsibility for designating a proxy (see voting section).
- H. View their membership as representative of their constituents.

SECTION 1.4: COMPENSATION AND EXPENSES

Members of MNSILC shall be reimbursed for all actual and necessary expenses incurred in the performance of their duties on the MNSILC as allowed. MNSILC members who are not employees of the state or any of its political subdivisions shall also receive a per diem as specified in MNSILC policy.

SECTION 1.5: RESIGNATIONS/REMOVALS

- A. **Resignations.** A member of the MNSILC who wishes to resign will submit signed written notice to the chair, or designee, stating their intention with the anticipated date of termination of their responsibilities. The MNSILC chair, or designee, will then submit the letter to the governor.

- B. **Removal.** When a MNSILC member misses two council meetings without advance notice (consecutive or not) in a federal fiscal year, or otherwise fails to meet their member responsibilities, the chair, or designee, shall contact the member to discuss membership on the MNSILC. That information will be brought to the executive committee to be reviewed and to make a recommendation to the MNSILC, as needed.

A member may be removed by the governor at any time for cause, after notice and hearing.

SECTION 1.6: CONFLICT OF INTEREST

- A. Voting members shall abstain from voting on matters in which they have an actual or perceived conflict of interest. If the chair knows or perceives of a conflict of interest, the chair will not accept that member's vote.
- B. While assisting MNSILC in carrying out its duties, staff and other personnel shall not be assigned duties by the DSE or any other agency or office of the state that would create a conflict of interest.
- C. At a minimum, a conflict of interest exists when the decision may benefit the voting member or member's immediate family, or places of employment, or financial standing.

ARTICLE II - DUTIES

SECTION 2.1: DUTIES of the MNSILC

A. The MNSILC shall:

1. Jointly develop and sign the SPIL;
2. Monitor, review, and evaluate the implementation of the SPIL;
3. As appropriate, coordinate activities with other entities in the state that provide services similar to or complementary to independent living services, such as entities that facilitate the provision of or provide long-term community-based services and supports;
4. Meet regularly and ensure that all MNSILC meetings are open to the public and sufficient notice is provided;
5. MNSILC shall, consistent with state law, supervise and evaluate its staff and other personnel as may be necessary to carry out its functions under this section; and
6. Submit to the administrator all periodic reports as the administrator may reasonably request, and keep such records, and afford such access to such records, as the administrator finds necessary to verify the information in such reports.

B. The MNSILC may, consistent with the SPIL and state law:

1. Work with centers for independent living to coordinate services with public and private entities in order to improve services provided to individuals with disabilities;
2. Conduct resource development activities to support the activities described in the plan or to support the provision of independent living services by centers for independent living; and
3. Perform such other functions, consistent with the purpose of this chapter and comparable to other functions described in the subsection, as the MNSILC determines to be appropriate.

C. The MNSILC shall not:

1. Provide independent living services directly to individuals with significant disabilities or manage such services.

SECTION 2.2: RESOURCE PLAN

- A. The MNSILC shall prepare, in conjunction with the DSE, a resource plan for the provision of resources, including staff and personnel that may be necessary to carry out the functions of the MNSILC;
- B. The MNSILC resource plan must, to the maximum extent possible, rely on the use of resources in existence during the period of implementation of the SPIL;
- C. No conditions or requirements shall be included in the MNSILC resource plan that may compromise the independence of the MNSILC;
- D. The MNSILC is responsible for the proper expenditure of funds and use of resources that it receives under the resource plan;
- E. A description of the MNSILC resource plan must be included in the SPIL;

ARTICLE III – MEETINGS AND HEARINGS

SECTION 3.1: NOTICE OF MEETING

Notice to all members and public stating the place, day and hour of all regular, special, and reconvened meetings of the full MNSILC will be provided. Any documents requiring a MNSILC decision shall be sent to each member (in their requested format) no less than five business days prior to the date of the meeting.

SECTION 3.2: MINUTES OF MEETING

A summary of the minutes shall be made available to all MNSILC members (in their requested format) no less than five business days prior to the date of the next meeting. The transcribed minutes will be kept on file by the secretary as well as the summary of the minutes.

SECTION 3.3: SPECIAL MEETINGS

Special meetings of the MNSILC may be called any time upon request of the chair or upon a written request to the chair by any three members of the MNSILC.

SECTION 3.4: PROCEDURES

The most recent edition of "Robert's Rules of Order" shall govern the conduct of business in all cases in which they are applicable and not inconsistent with these bylaws.

SECTION 3.5: PUBLIC COMMENT

Time will be designated by the chair at each regular meeting of the MNSILC for public comment. Public comment may be extended or terminated by MNSILC vote.

SECTION 3.6: VOTING

Except as otherwise noted, a majority vote is needed for official action. All voting shall be conducted in a manner that allows for the participation of all voting members present. Any member may request that voting be done by secret ballot or roll call.

A. Quorum:

Fifty-one percent of the current voting membership shall constitute a quorum. This count shall include those members attending in person or by using accepted technologies. The MNSILC chair shall ensure that a quorum is present when all votes are taken.

B. Urgent Decisions:

In the case of a matter with critical time restraints, when a meeting is not scheduled, the MNSILC may address the issue by a phone meeting and a vote may be taken or the matter may go to the executive committee for review and recommendation to the full council. The full council will be promptly informed about an executive committee recommendation and vote on an urgent decision under this provision. If there is no response to the recommendation within two (2) business days, the executive committee recommendation will move forward.

C. Voting by Proxy:

Except as otherwise provided in these bylaws, MNSILC members may designate on a meeting-by-meeting basis any voting member, other than the chair, to hold their proxy, without limitations, except that a proxy expires one hour past the publicly posted time for adjournment.

All proxies shall be designated in writing and become a permanent part of the meeting record. All proxies must be designated before the beginning of the meeting.

SECTION 3.7: HEARINGS

The MNSILC shall hold any public hearings and forums that it determines to be necessary to carry out its duties.

ARTICLE IV - OFFICERS AND ELECTIONS

SECTION 4.1: SELECTION

MNSILC officers shall consist of a chair, vice-chair, secretary, treasurer, and member at-large elected by the current voting membership of the MNSILC. Election of officers will occur in September unless there are extenuating circumstances. Newly elected officers will assume their duties in October.

SECTION 4.2: TERMS OF OFFICE

The executive committee will survey current members to determine their willingness to serve on the executive committee. Elections will be held at a regular MNSILC meeting at the end of the federal fiscal year to determine officers. The chair, secretary and member-at-large will be elected in even federal fiscal years. The vice-chair and treasurer will be elected in the odd federal fiscal year. If an officer resignation occurs before the end of a term, the full council will elect a replacement to serve out the vacant term. A term is two years. Officers may serve more than one term.

SECTION 4.3: CHAIR

Duties:

- A. Preside at all meetings of the MNSILC, shall have voting privileges and voting rights in accordance with "Robert's Rules of Order," and shall be a member of all MNSILC standing committees and task forces as needed;
- B. Appoint the chair of the MNSILC's standing committees and task forces from among the current voting members;
- C. Develop agendas for MNSILC meetings;
- D. Chair the executive committee;
- E. Arrange orientation for new MNSILC members and encourage their most meaningful involvement in activities;
- F. Promote communication with all MNSILC members including solicitation of agenda items; and
- G. Supervise the MNSILC coordinator, and conduct an annual review of the coordinator's performance during the past year with the executive committee before the end of the contract.

SECTION 4.4: VICE-CHAIR

Duties:

- A. Understand the responsibilities of the chair and be able to perform these duties if needed;
- B. Serve as part of the MNSILC leadership by attending executive committee meetings;
- C. Take on any assignments given by the chair; and
- D. Participate in the annual review of the MNSILC coordinator.

SECTION 4.5: SECRETARY

Duties:

- A. Be responsible, in conjunction with MNSILC staff, for the review, editing, and approval of all meeting minutes prior to distribution;
- B. Keep records of all minutes and agendas;
- C. Serve as part of the MNSILC leadership by attending executive committee meetings;
- D. Take on any assignments given by the chair; and
- E. Participate in the annual review of the MNSILC coordinator.

SECTION 4.6: TREASURER

Duties:

- A. Ensure a true and accurate accounting of the finances of the MNSILC;
- B. Serve as part of the MNSILC leadership by attending executive committee meetings;
- C. Take on any assignments given by the chair; and
- D. Participate in the annual review of the MNSILC coordinator.

SECTION 4.7: MEMBER AT-LARGE

Duties:

- A. Serve as part of the MNSILC leadership by attending executive committee meetings;
- B. Take on any assignments given by the chair; and
- C. Participate in the annual review of the MNSILC coordinator.
- D. Serve as Parliamentarian for the Council.

SECTION 4.8: SUCCESSION

In the event that the chair, is unable to preside over the MNSILC meeting or other official functions, the vice-chair will then serve in that role. Succession goes through the officers in the order of vice-chair, secretary, treasurer, and member at-large.

SECTION 4.9: MNSILC REPRESENTATION

All members need to gain official approval from the MNSILC before officially representing the MNSILC at any meeting or activity. In the event of an unanticipated opportunity, the member may consult the executive committee, which may give permission or decide there is enough time to call a phone meeting for the full MNSILC.

ARTICLE V - COMMITTEES AND TASK FORCES

SECTION 5.1: COMMITTEES

The MNSILC shall create all standing committees based on need and the SPIL.

SECTION 5.2: TASK FORCES

The MNSILC may establish special structures called task forces for the purpose of investigating or taking action on specific issues. These task forces are limited to acting on the issues for which they were created and within the time frame established for the assignment.

SECTION 5.3: COMMITTEE AND TASK FORCE CHAIRS

The MNSILC chair shall appoint the committee and task force chairs. The chair may remove a committee or task force chair who is unable to perform the assigned responsibilities.

SECTION 5.4: COMMITTEE AND TASK FORCE MEMBERSHIP

After consultation with the appropriate committee or task force chair, the MNSILC chair shall, with the input of the MNSILC, appoint the members of each committee and task force. A majority of committee or task force members shall be current voting members of the MNSILC. Other interested community members may be recruited to serve on any committee or task force. All task force and committee members may vote within their task force or committee.

SECTION 5.5: COMMITTEE AND TASK FORCE ASSIGNMENTS AND WORK

All committees and task forces shall work to complete activities and tasks as assigned through the SPIL. Their work should be completed in a way that makes specific recommendations to the full MNSILC. These recommendations need to be fully researched and written up for members to review before the meeting at which they will be presented and voted on.

SECTION 5.6: EXECUTIVE COMMITTEE

The executive committee will consist of the five members described above in Article IV, Section 4.3 through 4.7 and others as deemed appropriate. The executive committee will be authorized to act on behalf of the MNSILC.

The business and affairs of the MNSILC will be managed under the direction of the executive committee. The executive committee will exercise the powers of the MNSILC when the MNSILC is not in session and report actions taken to the MNSILC at its next meeting. A quorum must consist of not less than three (3) voting members of the executive committee.

Unless specifically delegated by the MNSILC, the executive committee shall not have the authority to:

1. Make contracts or agreements on behalf of the MNSILC;
2. Acquire or dispose of real property;
3. Adopt annual operating cash flow budgets;
4. Amend the bylaws;
5. Approve expenditures that are not in the approved annual budget;
6. Approve expenditures over \$1,000.00 without full MNSILC approval; and
7. Take actions prohibited by law or these bylaws.

ARTICLE VI – DEFINITIONS

The following are definitions of terms used within these bylaws.

- A. **Administrator:** The administrator is the administrator of the federal Administration for Community Living.
- B. **Designated State Entity (DSE):** The DSE is the entity that the SILC designates to receive, account for, and disburse funds received by the federal and state governments.
- C. **Disabilities:** When used in the member qualification and voting sections, “individuals with disabilities” is defined in 29 U.S.C. 705(20)(B).
- D. **Center for Independent Living (CIL):** This refers to a nonresidential, private, nonprofit agency that is designed and operated within a local community by individuals with disabilities and provides an array of independent living services. These services are consumer-controlled, community-based, and cross-disability.

- E. **Federal Fiscal Year (FFY):** The FFY is October 1st through September 30th.
- F. **IL Network** - The 'Minnesota Independent Living Network' is intended to refer to the entire Independent Living community including individuals with disabilities, the SILC, CILS, DEED/VRS and SSB.
- G. **Independent Living (IL):** Independent living refers to consumer control and choice in all aspects of a person's life. Independent Living is a movement, a philosophy, and a unique way of providing services to persons with disabilities and to the community.
- H. **Minnesota Statewide Independent Living Council (MNSILC):** The MNSILC is an entity established exclusively to fulfill the applicable provisions of the *Rehabilitation Act of 1973*, as amended.
- I. **Quorum:** The minimum number of members required to be present at an assembly or meeting before it can validly proceed to transact business.
- J. **State Fiscal Year (SFY):** The State Fiscal Year (SFY) is July 1st through June 30th.
- K. **State Plan for Independent Living (SPIL):** The SPIL identifies the three-year goals and objectives for independent living services in the State of Minnesota.

ARTICLE VII: Amendments and Effective Date

SECTION 7.1: Amendments

Suggested amendments to these bylaws must be presented in writing at a regular meeting and voting will take place at a subsequent meeting. Ratification requires a voting approval of two-thirds of the current voting members.

SECTION 7.2: EFFECTIVE DATE

Bylaws shall become effective immediately upon approval by not less than two-thirds of the current voting members of the MNSILC.

Effective date, February 14, 2019

The original establishment of what is now the MNSILC was defined by a memorandum of understanding in July of 1987. Changes to this document were recorded in:

- August of 1990
- July of 1993
- July of 2002
- November of 2009

- June 14, 2012
- June 13, 2013
- April 9, 2015
- November 12, 2015
- February 14, 2019

Note: Additional information on many sections of the bylaws may be found in MNSILC's Policy and Procedures document.

Edited: 1/14/2019; edited1/22/2019 to use old mission and vision until the new SPIL is approved
Desktop/MNSILC/committees and task forces/by laws date 1.14.2019;1.22.2019