

**BYLAWS  
OF THE  
OKLAHOMA PARTNERSHIP FOR  
SCHOOL READINESS BOARD**

**ARTICLE I  
Purpose**

**Section 1.1 Purpose.** The principal purpose of the Oklahoma Partnership for School Readiness, as established pursuant to action of the Oklahoma State Legislature is: (1) to facilitate and support the formation and implementation of coalitions of community leaders and organizations statewide for the purpose of developing, implementing and coordinating programs to assure that all Oklahoma children have the opportunity to enter school equipped with the physical, emotional, social, language and intellectual abilities necessary for school success; (2) to develop, disseminate and support educational programs to encourage citizen involvement in programs to promote school readiness in children; (3) to support community-based efforts to increase the number of children who are ready to succeed by the time they enter school; (4) to strengthen the capacities of parents and communities to meet the needs of families with young children who choose to participate by coordinating available resources and building new partnerships within communities that include parents, private businesses, faith-based and other charitable organizations, and other interested parties.

**Section 1.2 Principal Office.** The principal offices of the OPSR shall be in the state of Oklahoma at such locations as may be determined by the Executive Committee.

**Section 1.3 Other Offices.** Branch or subordinate offices may at any time be established by the Executive Committee at any place or places where the OPSR is qualified to do business.

**ARTICLE II  
Board Members**

**Section 2. Eligibility.** Membership is established in Oklahoma Statutes Section 640 of Title 10 and includes private and public sector representatives.

**Section 2.2 Board Composition.** Members specifically cited in Oklahoma Statutes Section 640.1 of Title 10 shall serve on the Board.

**Section 2.3 Designees.** In accordance with 10 O.S. Section 640.1, public sector representatives may appoint designee(s) to represent them at board or committee meetings. The designee(s) will assume all responsibilities of the board member(s), including but not limited to, attendance at meetings, committee membership, voting privileges, counting toward establishment of a quorum, etc.

**Section 2.4 Terms of Office.** Members appointed by the Governor shall serve terms as detailed in Oklahoma Statutes Section 640 of Title 10.

**Section 2.5 Attendance.** The Board shall submit an annual attendance report to the office of the Governor by February 1.

**Section 2.6 Vacancies.** The Governor shall appoint persons to fill all Board vacancies. The Executive Committee shall provide a list of potential members for the Governor to consider in filling vacancies.

**Section 2.7 Executive Director.** The Executive Director shall serve as an ex-officio member of the Board with voting rights and whose attendance at Board meetings shall count toward quorum. Executive Director shall not be elected to an officer's position.

**Section 2.8 Ex-officio Members.** The OPSR Board may approve up to five (5) ex-officio members by a majority vote of the Board. These such ex-officio members shall not count toward quorum and shall not have voting privileges. The ex-officio members shall serve for two (2) years and may be approved for two (2) consecutive terms. Ex-officio members shall not be elected to officer positions.

### **ARTICLE III** **Board Meetings**

**Section 3.1 Regular Meetings.** Regular meetings of the Board for the purpose of transacting business shall be held no less than quarterly and according to a schedule approved by the members. The regular meeting held in the last month of the fourth quarter of the fiscal year shall be designated as the annual meeting.

**Section 3.2 Open Meeting Act.** The Board shall comply with the Oklahoma Open Meeting Act, 25 O.S. 301 et seq., to the full extent required by law. In all meetings of the Board, the vote of each member must be publicly cast and recorded.

**Section 3.3 Place of Meetings.** Regular meetings of the Board shall be held at any place within the State of Oklahoma, which is convenient to the public and acceptable to the Board.

**Section 3.4 Special Meetings.** Special meetings shall be called by the Chairman of the Board, at the decision of the Executive Committee, or upon written request by three (3) members of the Board. No business shall be considered at any special meeting other than the business identified in the special meeting's agenda.

**Section 3.5 Notice of Meetings and Agenda.** Notice of regular Board meetings shall be received by each member at least seven (7) days in advance. Notice of special meetings shall be received by each member no later than 48 hours in advance. Notice may be delivered by regular mail, electronically, or by personal delivery to the member's address of record or contact information on file with the Board, and shall include a statement of time and place. The meeting's agenda shall be posted in accordance with the Oklahoma Open Meeting Act at least 24 hours prior to the scheduled meeting.

**Section 3.6 Quorum.** At all meetings of the Board, a quorum shall consist of a majority of the entire number of Board members or designees, excluding any Board positions not appointed by the Governor at the time.

**Section 3.7 Compensation.** Members shall receive no compensation for serving on the Board. Members may be reimbursed from any funds received by the Board for travel expenses incurred in the performance of their duties in accordance with the State Travel Reimbursement Act.

#### **ARTICLE IV** **Executive Committee**

**Section 4.1 Composition.** The Executive Committee shall be composed of the OPSR Board elected officers, the Executive Director, immediate past Board chair, current chairs of standing committees and ad hoc workgroups and one or more members at large from the OPSR Board.

**Section 4.2 Duties.** The Executive Committee shall have and exercise all of the authority of the Board in the management of the OPSR, except to the extent of adopting, amending, or repealing the Bylaws; approving the annual budget; or where action of the full Board is required by law. The Executive Committee shall keep regular minutes of its proceedings and actions.

**Section 4.3 Policies and Procedures.** The Executive Committee shall be responsible for establishing governing policies and procedures for the operations of the OPSR.

**Section 4.4 Meetings.** The Executive Committee shall meet at such times as may be fixed by the Committee or on the call of the Chair of the Board. The Executive Committee shall meet at a place that is convenient to the public, and at such times as may be established by the Committee. Notice of the time and place of the meeting shall be received by each member of the Board and each member of the Committee at least seven (7) days in advance of the meeting. Each member of the Board and Committee shall receive the agenda at least 24 hours prior to the scheduled meeting. Notice may be delivered by regular mail, electronically, or by personal service to the member's address of record or contact information on file with the Board.

**Section 4.5 Quorum and Voting.** A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business. The act of the majority of the members of the Executive Committee present at a meeting at which a quorum is present shall be the act of the Executive Committee. At all meetings of the Executive Committee, each member present shall have one (1) vote which shall be cast by him or her in person.

**Section 4.6 Removal.** Any individual member thereof may be removed from the Executive Committee with or without cause by a vote of a majority of the full Board.

**Section 4.7 Vacancies.** Vacancies in officer positions shall be filled as described in Section 5.5. All other vacancies will be filled by the Chair and will serve until approved by the Board at the Annual Meeting.

## **ARTICLE V**

### **Officers**

**Section 5.1 Officers.** The officers of the Board shall be a Chair, a Vice-Chair, a Secretary, and a Treasurer.

#### **Section 5.2 Duties of the Officers.**

##### **Chair**

The Chair shall have the following duties:

1. Aid the Executive Director in setting the meeting agendas.
2. Preside at all meetings of the Board.
3. Sign the minutes of the meetings over which he/she presided.
4. Report to the Board concerning the operations of the Board on an ongoing basis.
5. Report to the Board all such matters coming to his/her attention and relating to the interest of the Board.
6. Have such other powers and duties as may be prescribed by the Board or the Bylaws.

##### **Vice-Chair**

The Vice-Chair shall have the following duties:

1. In the absence or disability of the Chair, perform all the duties of the Chair and, when so acting, shall have all the powers of, and be subject to all the restrictions upon the Chair.
2. Have such other powers and duties as may be prescribed by the Board or the Bylaws.

##### **Secretary**

The Secretary shall have oversight responsibilities of the following and may assign a designee to carry out these duties:

1. Give notice of all meetings of the Board as required by these Bylaws or by law.
2. Keep a record of minutes of all meetings of the Board with the time and place of holding, whether regular or special, and, if special, how authorized, the notice given, the names of those present at the meetings, the number present or represented at meetings, the proceedings thereof and, verification of those present via electronic transmission in the case of Board meetings.
3. Sign the minutes of the meetings and ensure such minutes are available for approval at the following meeting of the Board.
4. Exhibit at all reasonable times, upon the request of a Board member, these Bylaws, and the minutes of the proceedings of the Board.

5. Keep, or cause to be kept, at the principal office all documents required for public inspection pursuant to the Oklahoma Open Meeting Act.
6. Keep, or cause to be kept, a record of the names of Board members with the addresses at which such individuals/entities are to receive notice.
7. Have such other powers and duties as may be prescribed by the Board or the Bylaws.

#### Treasurer

The Treasurer, or designee, shall have the following oversight responsibilities:

1. Keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the budget and financial expenditures of the Oklahoma Partnership for School Readiness.
2. Ensure a financial statement is provided to the Board at each regularly scheduled meeting.
3. Provide a report of the Board's financial affairs at regular meetings of the Board and/or when requested by a Board member.
4. Ensure appropriate oversight and implementation of the financial policies and procedures.
5. Have such other powers and duties as may be prescribed by the Board or the Bylaws.
6. Will serve as Chair of the Finance Committee.

**Section 5.3 Election.** Candidates for officer positions shall be nominated by the Executive Committee and elected by a majority vote of the Board at the Annual Meeting.

**Section 5.4 Terms of Office.** The officers shall serve for terms of two years with a maximum of two successive terms of the same office.

**Section 5.5 Removal or Resignation.** Any officer may be removed, either with or without cause by the Board, at any regular or special meeting. Any officer may resign at any time by giving notice to the Chair or to the Executive Director. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein.

**Section 5.6 Vacancies.** If a vacancy occurs during an officer's term of office, the vacancy shall be filled by a nomination from the Executive Committee and elected by a majority vote of the Board at the next regularly scheduled Board meeting.

## **ARTICLE VI**

### **Executive Director**

**Section 6.1 Executive Director.** The Executive Director shall act as the chief executive of the OPSR. The Executive Director shall have general overall supervision of the day to day operations and business of the OPSR. The responsibilities of the Executive Director shall include, without limitation, the following: (a) acting as the representative of the OPSR to the public as well as to governmental and volunteer organizations; (b) making policy proposals to the Board; (c) developing and proposing long range plans and budgets for the OPSR; (d) overall responsibility for OPSR management; (e) reporting to the Board on the performance of OPSR functions. The Executive Director shall be an ex-officio member of all committees, which may be, from time to time, appointed. The Executive Director may sign contracts or documents, which have been authorized to be executed on behalf of the OPSR within the authority of Bylaws, OPSR policies, or the Board. In general, the Executive Director shall perform all duties

related to the function of the chief operating officer and such other duties as may be prescribed by the Board, from time to time.

## **ARTICLE VII** **Committees**

**Section 7.1 Standing Committees.** The Board Chair shall designate standing committees as he or she deems appropriate. The Finance Committee is a standing committee.

**Section 7.2 Chairs and Members.** The Board chair shall appoint standing and special committee chairpersons. Chairpersons must be members of the Board or designees.

**Section 7.3 Committee Membership.** With approval of the Board Chair, committee chairpersons may recruit and appoint committee members not currently serving on the Board based upon experience or expertise.

**Section 7.4 Special Committees.** The Board Chair may create such other advisory, administrative or special function committees as needed.

**Section 7.5 Compensation.** Committee members are not entitled to compensation but may be reimbursed for necessary expenses incurred in the performance of their duties in accordance with the State Travel Reimbursement Act.

## **ARTICLE VIII** **Fiscal Policies**

**Section 8.1 Fiscal Year.** The Fiscal Year of the Board shall be July 1 – June 30.

**Section 8.2 Dissolution.** In the event that this organization is dissolved as a result of Sunset Legislation, all business of the Board will cease within one year.

**Section 8.3 Finance Committee.** The Finance Committee shall prepare an annual budget to be presented to the Board for approval no later than the last day of the Fiscal Year. Upon Board approval, the budget will be submitted to the designated lead state agency.

## **ARTICLE IX** **Amendment of Bylaws**

**Section 9.1 Amendments.** These Bylaws may be amended, altered, changed, or repealed by the affirmative vote of a majority of the board, at any regular or special meeting of the members if proper notice of the proposed amendment, alteration, change or repeal is given.

**Section 9.2 Notice.** Any notice required under the Bylaws of this organization shall be mailed or sent by electronic communication to each Board member at the member's last recorded address at least 24 hours prior to the scheduled meeting.

**ARTICLE X**  
**Conflicts of Interest**

**Section 10.1 Voting.** Whenever a member has cause to believe that a matter to be voted upon would involve him or herself in a conflict or possible conflict of interest, he or she shall announce the conflict of interest and shall abstain from voting on such matter.

**ARTICLE XI**  
**Approval**

The foregoing Bylaws, after having been read Article by Article, were adopted by the members at the Board meeting held on the 21<sup>st</sup> day of October 2004.


The Bylaws were amended and approved by the members at the Board meeting held on the 6th day of March 2008.

The Bylaws were amended and approved by the members at the Board meeting held on the 15th day of October 2009.

The Bylaws were amended and approved by the members at the Board meeting held on the 15th day of May 2014.

The Bylaws were amended and approved by the members at the Board meeting held on the 10th day of December 2015.

The Bylaws were amended and approved by the members at the Board meeting held on the 18th day of May 2017.

  
Chairperson of the Board

  
Secretary