

STATE OF TEXAS §

§

COUNTY OF FORT BEND §

**RESOLUTION AND ORDER OF NON-OPPOSITION TO  
PROPOSED CHANGES TO  
FORT BEND COUNTY CHILD WELFARE BOARD  
AMENDED AND RESTATED BYLAWS**

WHEREAS, the Fort Bend County Child Welfare Board (the "Board") was established through Texas Family Code §264.005 and first adopted the Board's Bylaws governing their organization on or about September 16, 2016;

WHEREAS, the Board's Bylaws included a finding that the Board was an extension of the Commissioners Court and a requirement that the Court approve any amendment to the Board's Bylaws;

WHEREAS, the Board is an entity of the State of Texas, Health and Human Services Commission and not the County;

WHEREAS, the County finds that approval of the Board's Bylaws (including any amendments) shall be by the Board only and that approval of this Resolution and Order is necessary in order to effectuate that result, and

WHEREAS, the Fort Bend Commissioner Court finds that this Resolution and Order serves a public purpose.

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The Fort Bend Commissioner Court has reviewed the proposed FORT BEND COUNTY CHILD WELFARE BOARD AMENDED AND RESTATED BYLAWS and has no opposition to the changes, including omitting the requirement that that the Court approve future amendments to the bylaws; and
2. A copy of the final FORT BEND COUNTY CHILD WELFARE BOARD AMENDED AND RESTATED BYLAWS subject to this Resolution and Order be recorded into the minutes as Exhibit A, upon execution of the Board to memorialize the changes.

PASSED AND APPROVED THIS \_\_\_\_\_ DAY OF \_\_\_\_\_ 2024.

---

KP George, County Judge

ATTEST:

---

Laura Richard, County Clerk

i:\michelle\misc dept\order child welfare fibnal mlt 2.5.docx

## **FORT BEND COUNTY CHILD WELFARE BOARD AMENDED AND RESTATED BYLAWS**

### **Article I Introduction**

The name of the organization shall be Fort Bend County Child Welfare Board, hereinafter referred to as the Board.

The Fort Bend County Child Welfare Board ("Board") is established through Texas Family Code §264.005. The Board is able to operate pursuant to a contract between the Fort Bend County Commissioner's Court and the Texas Department of Family and Protective Services (FPS) . The Board is an entity of FPS for coordinating the use of federal, state, and local funds.

### **Article II Definitions**

- 2.01 The "Department" means the Texas Department of Family and Protective Service, Fort Bend County District Office.
- 2.02 The "Commissioner's Court" means the Fort Bend County Commissioner's Court.
- 2.03 The "County" shall mean Fort Bend County, Texas.

### **Article III Purposes**

- 3.01 To provide coordinated state and local public welfare services for children and their families;
- 3.02 To coordinate use of federal, state, and local funds to meet the needs of children in need of protection and care;
- 3.03 To assist the Department and Commissioners' Court with matters relating to child welfare by providing advice, recommendations, and positive actions; and
- 3.04 To perform other functions and services that may be requested from time to time by the Commissioner's Court or of the Department.

- 3.05 No part of the net earnings of the Board shall inure to the benefit of or be distributable to its members or other private persons except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

## **Article IV Membership**

- 4.01 Board members: The Board shall consist of not less than seven (7) and no more than fifteen (15) residents of the County and shall endeavor to be comprised of individuals who represent all areas of the County, as well as the professional, business and religious groups therein.
- 4.02 Board members shall be selected with regard to their expertise and or interest regarding child welfare issues and their ability to effectively contribute to the Board.
- 4.03 Appointments: The Commissioner's Court shall approve the appointment of Board members who have completed the application process described in Section 4.07 below. Board members shall serve without compensation.
- 4.04 Term of Office: Board members shall serve a term of three (3) years from date of approval of appointment, provided, however, any Board member elected to an officer position whose three-year term expires while they are an officer shall be allowed to remain in the officer position and to remain a Board member until the end of the fiscal year. The Board may approve re-appointment of any Board member whose first term is expiring and may submit that Board Member to the Commissioner's Court for approval of the re-appointment. Board members shall be limited to a maximum of two 3-year terms consecutively.
- 4.05 Absences from Board Meetings: Three (3) consecutive absences or five (5) absences during one (1) fiscal year shall be considered an automatic resignation from the Board. The Secretary shall make effort to notify Board members in writing regarding the status of their absences; however, it shall be the sole duty of each Board member to monitor their own absence. The Board may approve an excused leave of absence, or a leave of absence may be given for a specific length of time for good cause. Attendance records and notifications as provided above will be the responsibility of the Secretary.

- 4.06 Vacancies: In the event of a vacancy on the Board, the position may be filled and approved by Commissioner's Court by the process set forth in Section 4.07 and 4.03. A person appointed to fill a vacancy shall serve for a term of three (3) years and not for the unexpired term of their predecessor.
- 4.07 Any interested candidate for the Board may request an application from the Department. All candidates are subject to a background check. Upon completion of a background check, candidates shall attend a minimum of one (1) Board meeting as an observer and shall be interviewed by those Board members who are in attendance. After those steps and upon approval by the Board, the candidate shall be presented to the Commissioners' Court for formal approval.
- 4.08 Advisory/Ex-Officio Members: The Board may have an advisory committee consisting of former Board members, as well as state and county officials. A former member of the Board who has served at least one (1) term can be considered for the advisory committee as an Ex-Officio member. Advisory and Ex-Officio Members shall have no voting privileges and hold no office. Advisory and Ex-Officio Members may be asked by the Board to serve in any capacity where needed. Advisory and Ex-Officio Members are not subject to the absence policy set forth in Section 4.05.
- 4.09 Board Training: Because the Board is subject to the Texas Open Meetings Act (OMA), members are required to participate in education training sessions pursuant to section 551.005 of the Texas Government Code and to become certified within 90 days after appointment. Within that 90-day period , Board members shall attend a training program which includes Texas Open Meetings Act training. This training may be taken in an online or other formatted training session provided by the Office of the Texas Attorney General, or in another training session that may be provided by the Department and the Board. It shall not be disqualifying nor shall it be a deemed resignation for a Board member to fail to be trained timely.

## **Article V**

### **Officers**

- 5.01 The Board shall elect the officers at the September Board meeting of each year. A Chair, Vice-Chairperson, Secretary, and Treasurer shall be elected. In the event

officers are not elected at that meeting for any reason, they shall be elected as soon as practicable thereafter.

- 5.02 Nominations and Term Limits: At the regular Board meeting in August of each year (or as soon thereafter as practicable), the Chair shall create a subcommittee of the Board to serve as a Nominating Committee. The Nominating Committee shall consist of at least three (3) members of the Board. The Nominating Committee shall present a slate for the offices to be filled at the September meeting, and shall act in accordance with Section 8.03. No officer shall be eligible to serve more than four (4) consecutive one-year terms in the same office. There shall be no campaigning whatsoever for any office position.
- 5.03 Elections: The officers shall be elected by the Board at the September meeting from the slate presented by the Nominating Committee for a term of one year, or such other persons as the Board may approve. Each officer shall serve for one fiscal year or for such longer period until his or her successor is elected. The term of each officer position shall begin October 1 and shall end on September 30.
- 5.04 Duties of Chair: The Chair shall be the chief executive officer of the Board; he or she shall preside over all meetings of the Board and Executive Committee and shall be a member ex-officio of all committees except the Nominating Committee. The Chair shall have the power, with the approval of the Board, to create other committees not otherwise provided for and shall assign duties. The Chair shall have the power and authority to sign on behalf of the Board all correspondence and official documents authorized by the Board. The Chair shall be available to confer with personnel at the Department on any and all phases of the child welfare program and shall report significant issues to the Board.
- 5.05 Duties of Vice-Chair: The Vice-Chair shall assist the Chair and shall assume the duties of the Chair in his or her absence. In the absence of both officers, any meeting shall be presided over by a person approved by a majority of those Board members in attendance.
- 5.06 Duties of Secretary: The Secretary shall be the recording officer of the Board and shall perform correspondence and all duties pertaining to the office, as well as any additional duties as delegated by the Board.
- 5.07 Duties of Treasurer: The Treasurer shall account for all donated funds made available to or raised by the Board. The Treasurer and Department staff shall

generate an annual budget in accordance with Section 9.01. The Treasurer shall perform all duties pertaining to the office, as well as any additional duties as delegated by the Board. The Treasurer shall make reports to the Board monthly.

- 5.08 In the event an officer position becomes vacant, whether due to resignation or any other circumstances, the Nominating Committee may present one or more candidates in accordance with Section 8.03 and the Board shall hold a special election to replace that office within 90 days of the vacancy. The replacement so elected shall serve for the unexpired term of their predecessor.

## **Article VI Removal**

Any officer may only be removed from office by vote of two-thirds of the Board members present and voting at any meeting of the Board, provided that notice of the proposed removal has been delivered to each Board member at least fourteen days prior to the date of the meeting.

## **Article VII Meetings**

- 7.01 Regular Meetings: The Board shall hold regular meetings monthly a minimum of eleven (11) times in each fiscal year on such date as may be determined by the Board, with the time and place of the meeting determined by the Board. All meetings shall be posted as required by the Texas Open Meeting Act.
- 7.02 Notice: The Chair shall give notice of each regular meeting to all Board members by any reasonable means permitted by the Texas Open Meeting Act at least three (3) days in advance of each meeting. Failure of any Board member to receive notice of any regular meeting shall not excuse that member from attending such meeting if such regular meeting is held on a day and at a time and at a location previously designated. The Secretary shall assist the Chair in preparing and delivering notices of all meetings. Email notifications of meetings shall be an acceptable form of notice.
- 7.03 Special Meetings: Notice of special meetings shall be given in such reasonable manner as may be determined by the Chair.
- 7.04 Attendance: See Section 4.05 above. Any Board member may attend a meeting by phone conference, teleconference or any other means by which the members can

hear and participate in discussions, to the extent allowed by the Texas Open Meeting Act.

- 7.05 Quorum: A simple majority of the whole number of Board members will constitute a quorum for any meeting. Except to the extent a greater vote is specified in these Amended and Restated Bylaws, the action of a majority of those Board members present at any meeting at which a quorum is present shall be the act of the Board.
- 7.06 Conduct of Board Meetings; The Chair shall be authorized to limit discussion with respect to any agenda item to ten (10) minutes unless a majority of the Board members present determine otherwise. Votes shall be by voice or raised hands, except that any member may call for a vote by written ballot, in which event, voting shall be by this method. Discussion at Board meetings will be limited to the posted agenda in accordance with the Texas Open Meeting Act.
- 7.07 Visitors may be allowed to speak if they notify the Secretary of the Board in advance of their desire to be allowed to speak, provided the comments are pertinent to the agenda. Visitor speakers shall be allowed five minutes in which to make their comments; however, the Board may by vote of a majority of those present lengthen any visitor's time to speak. Any visitor may allow their time to another visiting speaker with the permission of the Board.
- 7.08 Written Materials: Written materials distributed to Board members at or for any meeting shall be made available to the visitors if and to the extent that there are copies available. No materials used in closed session shall be distributed to anyone other than Board members or, upon request, to any Fort Bend County Commissioner or the Fort Bend County Judge.

### **Article VIII Committees**

- 8.01 The Chair shall appoint all committee chairpersons. Other than the Nominating Committee created pursuant to Section 5.02, in the event that the Chair or a Committee Chair shall deem it desirable, he or she may select members of their committee from among interested and suitable persons in the community who are not members of the Board; provided, however, that such persons shall not serve unless and until approved by the Board. All committee members are subject to a background check.

- 8.02 The Executive Committee: There shall be an Executive Committee, composed of the Chair, Vice-Chair, Secretary and Treasurer, which shall have the powers of the Board between meetings. Each action of the Executive Committee shall be submitted to the Board for review at the meeting following such action.
- 8.03 The Nominating Committee: The Nominating Committee shall present a slate of officers as provided in Section 5.02. In the event of a vacancy in any officer position, the Nominating Committee may present names of candidates to fill the officer's term.
- 8.04 Other Committees: The Chair may appoint committees as needed. The Chair of each committee shall be a member or ex-officio member of the Board and shall serve as long as deemed necessary by the Chairperson.
- 8.05 Minutes and Recommendations. Each committee shall report to the Board its recommendations or, where appropriate, shall deliver to the Board minutes of its meetings.

## **Article IX**

### **Finances**

- 9.01 The Health and Human Services Commission shall establish a method of allocating state funds for children's protective services programs that encourages and rewards the contribution of funds or services from all persons, including local governmental entities. that the funds were used in accordance with the purposes of Chapter 264. The Board shall submit a proposed budget to Fort Bend County through the Budget Office before April 30th preceding the beginning of a new fiscal year. The budget shall follow the County's fiscal year which is October 1 through September 30. For any funds allocated to the Board by Fort Bend County, the Board shall ensure that the Auditor has continual access to and may, at the county auditor's discretion, examine the books, accounts, reports, vouchers, and any other records of the Board to ensure that allocated funds as used in accordance with the statute. To the extent agreed to by County, the Board may request and authorize the County to perform custodial functions with regard to financial matters
- 9.02 Donated funds shall be delivered to the Fort Bend County Treasurer who shall deposit them in one or more separate accounts maintained for exclusive use of the Board. The Board may create and maintain a Texas non-profit corporation whose having status as a charitable organization under Section 501(c)(3) of the Internal

Revenue Code (a “Charitable Corporation”) for the purposes of raising, holding and distributing donated funds in accordance with the purposes of the Board, and for such other charitable purposes as are consistent with the purposes of the Board. The directors and officers of a Charitable Corporation shall be appointed by the Board and shall be limited to persons who are then serving on the Board. Funds donated to any Charitable Corporation shall be segregated from other funds of the Board and held in one or more separate accounts in a manner approved by the Fort Bend County Treasurer.

- 9.03 Expenditures of donated funds and expenditures of funds of any Charitable Corporation shall be limited to the purposes of the Board in Article II above. Expenditures by the Board of donated funds and of the funds of any Charitable Corporation shall be subject to audit at any time by Fort Bend County.
- 9.04 At any time, the Board may elect to table any proposed expenditure pending so that the Board may seek counsel as to its validity under the law and guidelines of Fort Bend County and the state of Texas. A proposed expenditure may be tabled for this reason no longer than one (1) month or until the next subsequent Board meeting after the Board has been so advised and the Board shall resume discussions and vote upon item.

## **Article X Amendment**

These Amended and Restated Bylaws may be amended only by vote of two-thirds vote of the members present and voting at any meeting of the Board, provided that the proposed amendment has been presented to each member at least fourteen (14) days prior to the date of the meeting.

## **Article XI Records Retention**

The Board shall maintain its records for the time periods specified in the "Retention Schedule for Records Common to All Local Governments" as directed by the Texas State Library and Archives Commission.

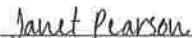
*{signatures follow}*

THE FOREGOING AMENDED AND RESTATED BYLAWS were adopted by a majority vote at a duly convened regular meeting of the Fort Bend County Child Welfare Board, in Fort Bend County on January 17, 2024, to witness which we the undersigned certify below.



\_\_\_\_\_  
David Lanagan, Chair

ATTESTED BY:



\_\_\_\_\_  
Janet Pearson, Secretary

