

SAFE KIDS GREATER SACRAMENTO COALITION
BY-LAWS
Revised May 12, 2020

I. ORGANIZATION DESCRIPTION

The Safe Kids Greater Sacramento Coalition is devoted to the prevention of unintentional injury and death to children ages 18 and under through comprehensive awareness, media and educational campaigns, and interactive safety demonstrations. The Safe Kids Greater Sacramento Coalition is comprised of representatives of local police and fire agencies, hospitals, County and State agencies, other organizations, and individuals devoted to safety.

II. MEMBERSHIP REQUIREMENTS:

Any corporation, organization, or individual committed to the prevention of childhood injury.

III. FISCAL YEAR:

The fiscal year is July 1 through June 30th of each Calendar year.

IV. RULES OF ORDER:

The most current Robert's Rules of Order will be followed for all meetings.

V. MEETING OF MEMBERS

A. SPECIAL MEETINGS: The President, the Board of Directors, or no fewer than one tenth of the membership may call special meetings of the members.

B. PLACE OF MEETING: The Board of Directors may designate any place, either within or without the State of California, as the place of meeting for any meeting or for any special meeting called by the Board of Directors. If all of the members shall meet at any time and place, either within or without the State of California and all of the members consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any coalition action may be taken. Virtual Meetings, by video and/or conference call, can be utilized to facilitate meetings in times of need, to facilitate attendance.

C. NOTICE OF MEETINGS: Written notice stating the day, place and hour of any meetings of members shall be delivered, either personally or by e-mail, to each member entitled to vote, not less than ten, not more than 30 days prior to the meeting. Notice shall be given at the direction of the President, the Secretary, or the officers or members calling the meeting. In case of a special meeting, or when required by statute of these by-laws, the purpose of the meeting shall be contained in the notice. If mailed, notice shall be deemed to be delivered when deposited in the United States mail addressed to the members at their addresses as it appears on the records of the Coalition.

D. QUORUM: A simple majority of the total membership shall constitute a quorum at any meeting. If less than a majority of these members are present at the meeting a

majority of the member present may adjourn the meeting from time to time without further notice.

VI. RESPONSIBILITIES AND RIGHTS OF THE GENERAL MEMBERSHIP

- A. REQUIREMENTS: Desire to prevent unintentional injuries to children.
- B. TERMINATION OF MEMBERSHIP: The Board of Directors, by the affirmative vote of two thirds of all of the Directors, may suspend a Coalition member after an appropriate hearing, and may by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member.
- C. GRIEVANCE PROCESS: In the event a member is involuntarily removed, he/she has the right to submit, in writing, within 30 days of removal, an appeal to the Board's action. Such appeal will be presented to the Board as well as in independent review body to consider appropriate action. The Board will have 30 days from the time of the receipt of the appeal to make a decision. If 30 days expires with no action by the Board, the Coalition member will be automatically reinstated.

VII. ADOPTION OF BY-LAWS AND AMENDMENT PROCEDURES

Copies of proposed amendments or revisions to the by-laws will be distributed to the coalition members for comment one month prior to voting. A simple majority vote of the Board present, in addition to any absentee ballots submitted prior to the meeting, is required for by-law adoption, revisions or amendments. All issues regarding the by-laws will be voted on by the board.

VIII. LEAD AGENCY POLICIES

The Safe Kids Greater Sacramento Coalition is subject to the policies of the lead agency. The Coalition Coordinator shall be responsible for understanding, supplying and communicating these policies to the Board of Directors and the Coalition members. The President, Secretary and the Coalition Coordinator shall keep use of equipment and other financial policies pertinent policies, such as liability issues. The relevant lead agency fiscal policies should be appended to by-laws and updated annually.

IX. LEAD AGENCY RESPONSIBILITIES

- A. Lead organization consults with designated Safe Kids representative when hiring or appointing a coordinator.
- B. Lead organization employs a coordinator whose role reflects the job duties and responsibilities as outlined in the position description.
- C. Lead organization ensures coordinator's paid hours meet or exceed those specified in the contract between the organization and Safe Kids Worldwide.
- D. Lead organization ensures position is continuously filled and actively recruited when vacant.
- E. Coordinator or alternate attends biannual Safe Kids Worldwide Conference and adequately participates in no less than 50% of state meetings and training sessions.

- F. Coalition functions as a collaboration of organizations and individuals with printed, media and electronic materials indicating that the lead organization is “Proud leader of,” coalition, and not refer to coalition “a program of,” the lead organization.
- G. Lead organization provides or arranges for space for the membership and board or advisory to meet at least six times per year to conduct the work of the coalition.

X. DUTIES OF COALITION COORDINATOR

The Coalition Coordinator is the facilitator of the Coalition. The Coordinator is responsible for the hands-on, day-to-day management of the Coalition, recruiting new members, and for supporting the Board of Directors and Coalition committees. The Coordinator shall prepare agendas for the Board and general Coalition meetings. He/she shall represent the Coalition at other meetings, as appropriate. The Coordinator advises the Board on issues, is responsible for informing the Board of the resources available through Safe Kids Worldwide, is a voting member of the Board and cannot hold an elected office on the Board. The Coordinator oversees the financial records of the Coalition and maintains the records of the coalition.

XI. SUPPORT OF LEGISLATION/BALLOT INITIATIVES/POLITICAL CANDIDATES

The Safe Kids Greater Sacramento Coalition can take a position in support or opposition of any proposed legislation or initiatives if the Board of Directors votes to do so. The Committee chair from the affected injury area must be consulted before the Coalition may take a position. The Coalition Coordinator is responsible for consulting with the lead agency Governmental Affairs prior to any public statements on behalf of the Coalition. Additionally, it is recommended that the Coalition membership be informed of the Coalition's position.

The Safe Kids Greater Sacramento Coalition may not officially support a candidate running for political office.

XII. PARTICIPATION IN HEALTH FAIRS OR COMMUNITY EVENTS

Lead organization staff or coalition members in good standing may represent the coalition at health and safety fairs or community events with the purpose of providing childhood unintentional injury prevention information and resources.

XIII. EQUIPMENT USE

When volunteering at approved Safe Kids Greater Sacramento events or projects, members in good standing will have access to use and distribution of Safe Kids Greater Sacramento owned or donated literature, incentives, educational displays, and tents.

XIV. DUES

There shall be no dues assessed against any class of membership.

XV. BOARD OF DIRECTORS

- A. MEMBERSHIP/LENGTH OF OFFICE: The Board of Directors shall consist of no less than 8 and no more than 15 voting members: the Coalition Coordinator, One representative

from each of the injury prevention areas, one representative from standing, core functions of the Board representing, but not limited to: research and evaluation, training and education, corporate support representative, media and fundraising. Special/ad hoc members will be appointed to the Board as needed. No single agency may have more than two voting members on the board. No single agency may have more than one elected officer on the Board. Elected officers are President, Vice President, Secretary and Treasurer. The members elected by the general membership will serve two-year terms. Nominees to the Board of Directors for the injury prevention representatives must have attended 66% (two-thirds) of the prior years meetings barring special circumstance.

- B. OFFICERS: The officers of the Coalition shall be a President, Vice President, Secretary, Treasurer and such other officers as may be elected in accordance with these provisions. The Board of Directors may appoint or elect any other officers it shall deem desirable to perform duties prescribed by the Board.

1. PRESIDENT

The President shall be the principal executive officer of the Coalition and shall in general supervise the business and affairs of the Coalition. He or she shall preside at all meetings of the members and of the Board of Directors. He or she may sign, with the Secretary or any other proper officer of the Coalition, contracts or other instruments which the Board has authorized to be executed, except in the cases where the signing and execution thereof shall be expressly delegated by the Board, by these Bylaws, or by statute to some other officer or agent of the Coalition. The President shall work cooperatively and collaboratively with the Coalition Coordinator and Lead Agency.

2. VICE PRESIDENT

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Director shall perform such other duties as from time to time may be assigned by the President or the Board of Directors.

3. SECRETARY

The Secretary shall keep the minutes of the board and general coalition meetings, including action items, be custodian of the Board records, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned or required by the Board of Directors.

4. TREASURER

The treasurer is responsible for reviewing the financial records and transactions and authorizing all expenditures, including ensuring that the expenditures have been approved by the Board of Directors. The treasurer shall present a financial report to the Board, no less than quarterly. The Lead Agency or Fiscal Agent shall have charge and custody of and be responsible for all funds and securities of the Coalition; receive and give receipts for money due and payable to the Coalition from any source whatsoever and deposit all such moneys in the name of the Coalition.

5. DIRECTORS

i. MEDIA DIRECTOR

The Media Director will work with the Coalition Coordinator to plan and direct a minimum of two media events and two outreach efforts annually. Experts from each committee should be designated as Coalition spokespersons, and should be given the first opportunity to be interviewed by the media. Spokespersons must be willing to mention their affiliation with the Coalition at a Coalition media event. The Media Director and Coordinator should be consulted before any media is contacted on behalf of the Coalition.

ii. TRAINING AND EDUCATION DIRECTOR

The Training and Education Director will be responsible for developing and maintaining an informational packet for new Coalition members, notifying the general membership of upcoming conferences and training opportunities, arranging for guest speakers to speak at Coalition meetings and organizing an annual no-cost “in-service” for Coalition members which may be held as part of the general Coalition meeting or at other times and may vary in length from 1 hour to 1 day.

iii. CORPORATE SUPPORT/PHILANTHROPY DIRECTOR

This community member will be elected/ appointed to the board to provide direction, insight and pathways for developing membership expansion and funding resources for the Coalition. The philanthropy coordinator will help the coalition apply for funds outside of Safe Kids Worldwide to support comprehensive injury prevention programs.

iv. DATA/EPIDEMIOLOGY DIRECTOR

The Data and Epidemiology Director shall provide research and evaluation-related technical support to the Board of Directors and the general Coalition.

v. PUBLIC POLICY/ADVOCACY DIRECTOR

The Public Policy/Advocacy Director shall provide periodic legislative updates to the coalition and conduct no less than three outreach efforts to public policy makers to advocate for laws or regulations, including but not limited to support/opposition letters, calls to action, testimony and application for legislative or enforcement grants.

XVI. REMOVAL OF COALITION COORDINATOR

In the event that the Coalition Coordinator is not fulfilling his/her responsibilities to the Coalition, the Board of Directors will determine if a vote of “no-confidence” shall be taken. If such a vote is taken, and if there is an affirmative vote of ‘no-confidence,” the Board of Directors will contact the lead agency and Safe Kids Worldwide informing them of this vote and requesting a replacement coordinator.

XVII. REMOVAL OF BOARD MEMBER

In the event a member of the Board of Directors is not fulfilling his/her responsibilities to the Coalition, the Board of Directors will determine if a member should be removed. The Board of Directors, by the affirmative vote of two thirds of all of the Directors, may

suspend or expel a member of the Board of Directors after an appropriate hearing, and may by a majority vote of those present at any regularly constituted Board of Directors meeting, terminate the membership of any Board member who had become ineligible for membership. When a board member is removed or resigns, an election will be held for a replacement who will complete the previous member's term.

XVIII. RESIGNATION

Any member of the Board of Directors may resign by filing a written resignation with the Secretary

XIX. GRIEVANCE PROCESS

In the event a board member is involuntarily removed, he/she has the right to submit, in writing, within 30 days of removal an appeal to the board's action. Such appeal will be presented to the board as well as an independent review body to consider appropriate action. The Board will have 30 days from the time of the receipt of the appeal to make a decision. If 30 days expires with no action by the Board of Directors, the Board member will be automatically reinstated. An additional meeting of the Board of Directors may be called by a majority of the Board to address an appeal in a timely manner.

XX. GENERAL POWERS OF THE BOARD

The Board of Directors shall manage the affairs of the Coalition, as they relate to public policy, fiscal policy, expenditures, program development, implementation, direction, and planning.

- A. REGULAR MEETINGS: A regular meeting of the Board of Directors shall be held without other notice other than this bylaw, immediately before, meetings of the members. Additional meetings may be called by resolution of the Board of Directors.
- B. SPECIAL MEETINGS: Special meetings of the Board of Directors may be called by or at the request of the President or any two Board of Directors members. The person or persons authorized to call special meetings may fix any place either within or without the State of California, as the place for holding any special meeting called by them.
- C. NOTICE OF MEETINGS: Notice of each meeting of the Board of Directors, whether regular or special, shall be given to each member, including the date, time, location and purpose of the meeting.
- D. QUORUM: A simple majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting. If less than a majority of these Board Members are present at the meeting, a majority of the Board Members present may adjourn the meeting from time to time without further notice.
- E. VACANCIES: Any vacancies occurring on the Board shall be filled by the affirmative vote of a majority of the board membership at a meeting called by the Board of Directors for that purpose. A Director elected to fill a vacancy shall be elected for the unexpired term of his or her predecessor.
- F. ELECTION AND TERM OF OFFICE: The Board of Directors shall elect the officers at the regular annual meeting. New offices may be created and filled at any meeting of the Board. Each officer shall hold office until his or her successor shall have been duly elected and shall have qualified.

XXI. DUTIES OF BOARD OF DIRECTORS

The Board of Directors Shall:

- A. Ensure that all funds dispersed, encumbered and expended by the Coalition Coordinator or his/her designee will be reviewed and approved by the Board of Directors in advance of expenditure.
- B. Approve the projected budget prepared by the Coalition Coordinator in accordance with the fiscal policies of the Coalition's Lead Agency.
- C. Attend 66% (two-thirds) of meetings barring special circumstances approved by the board. This applies to voting members only.
- D. Ensure a smooth transition from one board term to the next by having outgoing committee chairs, officers and Directors be responsible for meeting with their replacements to pass on duties and background. The Past President and Coordinator are responsible for holding an orientation with new board members so they understand their duties and expectations.
- E. Appoint ad hoc, non-voting, members of the board. Ad-hoc members serve in advisory support functions and on special projects.
- F. See that the overall Coalition objectives are kept clearly in focus and that the goals of the Coalition function for the sole purpose of furthering childhood injury prevention.
- G. Approve letters of support for safety related grants, which might be written by the Coalition Coordinator or President, after approval by the Board of Directors.
- H. Approve in advance any sponsorship of an event or activities by the Safe Kids Greater Sacramento Coalition.
- I. See that the Coalition operates in the general public interest, serving the community as a whole, and that the interests of the whole community are represented.
- J. Ensure that the Coalition maintains an awareness of social and economic forces in the community that have a bearing on childhood injury prevention, and should establish the correct relationship with these forces.
- K. Work effectively with the Coalition Coordinator and membership.
- L. Ensure that the Coalition Coordinator is fulfilling his/her responsibilities.
- M. Determine that the Coalition's work is adequately organized.
- N. Develop rules of procedure, and decisions governing its own affairs.
- O. Give the Coalition full support, prestige, and leadership as a group and as individuals.
- P. Demonstrate responsibility for obtaining adequate finances and for maintaining the coalition's fiscal integrity.
- Q. Evaluate the over-all program objectives regularly.

- R. Actively strive to meet or exceed the Safe Kids Worldwide coalition performance standards.
- S. In the event that the Coalition is without a lead agency, the Board shall be responsible for running the coalition until a new lead agency is found.

XXII. CONTRACTS, CHECKS, DEPOSITS AND FUNDS

- A. **CONTRACTS:** The Board of Directors may authorize any officer or officers, agent or agents of the Coalition, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Coalition, and such authority may be general, or confined to specific instances subject to compliance with lead agencies policies and Safe Kids Worldwide fiscal policy. The Coordinator is responsible for assuring this compliance.
- B. **CHECKS, DRAFTS, ETC.:** All checks requests or orders for the payment issued in the name of the Coalition shall be approved by the Board of Directors.
- C. **DEPOSITS:** All funds of the Coalition shall be deposited immediately to the credit of the Coalition in such banks, trust companies, other depositories, or accounts of a Fiscal Agent as the Board of Directors may select. These funds shall be the property of the Coalition and should the Coalition change lead agencies, all funds shall be transferred with the coalition.
- D. **GRANTS, PROPOSALS AND LETTERS OF SUPPORT:** The Board of Directors must approve any grant requests for which there is the fiduciary agent or a partner. Grants for which Safe Kids Greater Sacramento Coalition is the fiscal agent must be approved by the Board of Directors before the grant is submitted, and preferably during the concept stage of the program development. The relevant Committee Chair, the Coalition Coordinator and the President, or their designee should review grant proposals before voting. A committee may also be appointed to oversee project/proposal development. Grants for which the Safe Kids Greater Sacramento Coalition is a partner must be approved by a majority of the Board of Directors and the relevant committee chair or their designee.
- E. **GIFTS:** The Board of Directors may accept on behalf of the Coalition any contribution, gift bequest or device for the general purposes or for any special purpose of the Coalition.

XXIII. SOLICITATION FOR DONATIONS

All requests for donations on behalf of the Safe Kids Greater Sacramento Coalition must be approved by the Coordinator prior to the solicitation being tendered.

XXIV. CONFLICTS OF INTEREST

- A. **DISCLOSURE:** All board members should complete and sign a form indicating potential conflicts of interests. This would include, but not be limited to, financial conflicts (e.g., vendors), outside relationships (family, friends, etc.), and other official capacities.

- B. PROCEDURES: Board members may be recused from participating in discussions or voting on issues if the board determines that the conflict of interest warrants such action. In addition, an individual board member may recuse themselves from participating in discussions or voting on issues if they determine that a conflict of interest warrants such action.

- C. CONFIDENTIALITY: Each Responsible Person shall exercise care not to disclose confidential information acquired in connection with such status or information the disclosure of which might be adverse to the interests of the Safe Kids Greater Sacramento Coalition. Furthermore, a Responsible Person shall not disclose or use information relating to the business of the Safe Kids Greater Sacramento Coalition for the personal or professional profit or advantage of the Responsible Person or a Family Member. Use of the Safe Kids roster, mailing list, phone numbers and e-mail list shall be restricted to purposes relating to Coalition business. Such contact information shall not be shared with any organization or person outside the Coalition for any purposes.