

Nebraska Statewide Independent Living Council Bylaws

Article I. Name

- A. The name of this organization shall be Nebraska Statewide Independent Living Council, hereinafter referred to as "NESILC."
- B. The NESILC is established under provision of the Rehabilitation Act of 1973 - Amendments of 1993, by the Governor or his/her designee.
- C. The reporting year of NESILC, unless otherwise determined, shall end on September 30th, to coincide with Federal fiscal year (FFY)
- D. The Council is a 501(c)3 non-profit organization, incorporated under the name Nebraska Statewide Independent Living Council (NESILC). The NESILC:
 - 1) Is a federally mandated organization that receives federal dollars to carry out the required duties of the SILC as identified under the Rehab Act as amended in 1992, as such the federal dollars cannot be used to lobby, fundraise or support or oppose a political candidate.
 - 2) Operates as a designated non-profit 501 (c)3 organization governed under the IRS Regulations. As such, the NESILC may use unrestricted funds to lobby, fundraise and endorse/oppose a political candidate. These activities maybe conducted on a volunteer basis.
 - 3) Members of NESILC will carry out the purposes of a Statewide Independent Living Council as defined by the federal Rehabilitation Act of 1973, as amended in 1992, and shall at all times operate in

conformance with the Act whenever Federal or State dollars are being utilized.

- E. The principal office of NESILC shall be located at 215 Centennial Mall South, Suite 210, Lincoln, NE 68508. However, NESILC may conduct business of NESILC either within or without the State of Nebraska as determined by NESILC.
- F. NESILC shall continuously maintain a registered agent with Secretary of State's office in the State of Nebraska. The registered agent may be changed by NESILC from time to time.

Article II. Philosophy

- A. The purpose of NESILC is to promote the philosophy of independent living, including a philosophy of consumer control, peer support, self-help, self determination, equal access, and individual and systems advocacy, in order to maximize the leadership, empowerment, independence, and productivity of individuals with disabilities, and the integration and full inclusion of individuals with disabilities into the mainstream of American Society.

Article III. Purpose

- A. The NESILC shall advise, promote, advocate and participate in the development and approval of the State Independent Living Plan, and advise the independent living centers, advocacy organizations and agencies of Nebraska in the provision of independent living services and the development of said programs for all persons experiencing a disability resulting in barriers to

independent living in accordance with all federal and state laws.

Article IV. NESILC Responsibilities

- 4.1 Consistent with the requirements of Title VII, Chapter 1 of the Rehabilitation Act of 1973, as amended by the federal Workforce Innovation Opportunity Act of 2014., hereinafter referred to as the "Act," the NESILC shall:
 - A. Serve as a forum where issues and concerns regarding independent living can be brought by people with disabilities;
 - B. Create awareness among the public and educate policy makers about the needs of people with disabilities;
 - C. Empower people with disabilities and their families to educate, advocate and inform, the executive, legislative, and judicial branches of state and federal governments and the private sector on programs and policies pertaining to current and potential independent living services;
 - D. Submit periodic reports as requested to the various governmental entities and the designated state Entity (DSE) which oversees state and federal independent living funding (currently the University Center for Excellence on Developmental Disabilities- UCEDD) on the effects of current federal and state mandates regarding independent living services to people with disabilities;
 - E. In collaboration with the Centers for Independent Living, members of the Independent Living network, other applicable agencies, the NESILC will engage in a

continuous quality improvement process and at least annually evaluate and review the needs of people with disabilities to develop, implement and approve a state plan on independent living (SPIL) prescribing programs and allocations which meet the needs of people with disabilities as required under the Act.

- F. Provide information and guidance for the development of appropriate independent living centers, programs, and services for underserved and unserved individuals who require such services in order to participate more fully and independently in their communities of meaningful ties throughout Nebraska;
- G. Monitor and evaluate budgets or other implementation plans and programs for independent living services to insure non-duplication of services and assure efficient, effective and coordinated use of federal, state and private resources in the provision of independent living services. Members of the NESILC, with the approval of the NESILC, shall have access to information in the possession of state and public agencies, subject to state and federal confidentiality restrictions;
- H. Serve as an interagency network for purposes of facilitating communication between all independent living centers and service providers statewide
- I. The NESILC will incorporate and implement the SILC standards and indicators, as developed under the Act.

Article V. Membership

5.1- Composition

- A. NESILC will provide statewide representation, representing a broad range of individuals with disabilities from diverse backgrounds. NESILC membership shall always remain at or above 51% of people with significant disabilities representing a broad range of disabilities and are knowledgeable about Centers for Independent Living (CILs) and Independent Living services.
- B. The majority of voting NESILC membership shall consist of individuals with disabilities who not are employed by a CIL or by any state agency, including agencies which provides services to persons experiencing disabilities.
- C. The NESILC will be composed of, no less than 11 and no more than 19, voting members nominated by the members of the NESILC and approved by the University of Nebraska Board of Regents in conformance with the Act.
- D. One director of an Independent Living Center chosen by the directors of centers for independent living will be included on the NESILC as required under the Act.
- E. A representative from the DSE and state agencies will be nonvoting members. All CILs will be included as nonvoting, ex officio members and will be except for the one voting member chosen by their respective agencies.
- F. The remaining members may be appointed to represent family members of people with disabilities and other groups concerned with independent living services for individuals experiencing a significant barrier to independent living due to a disability.

- G. The membership application will be made available on the NESILC web site plus copies of the application are available upon request.
- 1) After the completed application is submitted to NESILC office it will be distributed to the NESILC Outreach Committee.
 - 2) Two members of the Committee, that do not know the applicant, will interview the applicant utilizing questions developed by NESILC and make a recommendation to the NESILC for approval.
 - 3) The NESILC will annually review the composition of the SILC and make recommendations to the Outreach Committee for their new member recruitment.

5.2- Term of Office

- A. Each member of the NESILC shall serve a term of 3 years except that-
- 1) Members appointed to fill a vacancy shall carry out the remainder of their predecessor's term; and
 - 2) No member of the NESILC, voting or nonvoting may serve more than two consecutive full terms. At the end of serving two consecutive terms, members are ineligible for reappointment until one full year has passed.
- B. Any vacancy occurring in the membership of the Council shall be filled in the same manner as the original appointment. The vacancy shall not affect the power of the remaining members to execute the duties of the NESILC.

C. Members shall be appointed, in such a manner, as to stagger the ending of terms.

5.3- Membership Responsibility

- A. Members (voting and non-voting) shall be required to attend all scheduled full (quarterly and/or special) council meetings unless they contact Executive Director or the Chair prior to the meeting requesting an excused absence.
- B. Members will actively participate to fulfill their obligations as members of SILC Committees, including attending all committee meetings of which they are members.
- C. Newly appointed NESILC Members will complete a 6 month probationary period at the beginning of their term. During this time period if they miss at least one NESILC meeting without good cause or exhibit behavior inconsistent with respect, dignity and courtesy of the organization and other members the removal process defined in Section 5.4 of these by-laws will be initiated.
- D. Members can represent NESILC at any other locations/functions/meetings when specifically directed by NESILC.
 - 1) As individuals, members of the Council may submit public comments/testimony as representatives of themselves or with NESILC prior approval can provide testimony/public comments that represent the NESILC with approval.
 - 2) Approval constitutes majority vote by the full Council either in person or by phone conferencing.

5.4- Removal

- A. The NESILC may recommend to the Board of Regents that a member who misses two consecutive full (quarterly and/or special) council meetings without good cause be replaced after completion of the probationary period.
- B. Recommendation for replacement will require 2/3 vote of the voting membership.
- C. If a member chooses to resign, the member should submit a resignation in writing to the Chair of the Council and the Executive Director 30 days prior to the next quarterly meeting.
- D. Any members of the NESILC Council may be removed for cause by a two-thirds vote of NESILC members at a duly convened meeting of the NESILC.
 - 1) Any member may be removed from NESILC for 2 consecutive unexcused absences.
 - 2) Conduct that reflects negatively on NESILC
- E. The removal of a Council member can be decided by the Executive Committee between regularly scheduled Council meetings. The removal must be ratified by the full Council at the next scheduled meeting.
- F. Any member removed from the Council may appeal removal as follows:
 - 1. Notice of appeal by the removed member shall be given to the Council by registered mail no later than ten days before the next regular or special NESILC meeting.
 - 2. The Chair shall instruct the Secretary to read the Executive Committee's reasons for dismissal.
 - 3. The removed member shall then be allowed to make a thorough defense. Upon conclusion

of defense the removed member shall leave the meeting.

4. The NESILC shall then discuss the removal specifically and by two-thirds vote uphold or reverse the NESILC's decision.
5. The removed member shall be called back into the meeting and informed of the vote. Should the NESILC uphold the removal, the Executive Committee shall take immediate steps to elect a new officer.
6. Should the NESILC reverse the removal, the member shall be immediately reinstated to the Council.

5.5- Per Diem and Expenses

- A. The NESILC may use resources to reimburse members of the Council for reasonable and necessary expenses incurred while attending NESILC meetings and/or performing NESILC duties, (including, but not limited to, child care, personal care, and travel expenses). Rates are determined by NESILC.

Article VI. Officers

6.1- Election of Officers

- A. The elected officers of the NESILC shall be a Chair, a Vice-Chair, a Secretary/Treasurer, and two members-at-large.
- B. The elected officers shall be elected by the voting members of the NESILC at the annual meeting. They shall assume their duties at the start of the new Fiscal Year.
- C. Officers shall serve for a two-year term or until their successors are elected. The terms shall be

staggered so that all elections are not at the same time, i.e. Chair & Secretary/ Treasurer one year and Vice-Chair & Members-at-Large the next year. Officers may be re-elected but may not serve more than two consecutive terms.

6.2- Elections

A. Election of officers shall be held by closed ballot at the NESILC annual meeting. If only one person has been nominated for a position, they may be voted in by general acclamation.

1) Tally will be recorded in the minutes

B. Annual meeting shall be the regular summer quarterly meeting.

C. The Chair will appoint a nominating committee at the spring quarterly meeting to develop a slate of officers. Nominations may also be taken from the floor during the summer quarterly meeting.

1) All nominees for any office must be present and accept or decline such nomination at the time it is brought to the floor.

D. The officers-elect shall assume official duties on October 1st, the beginning of the fiscal year.

1) If the election is held after October 1, the officers-elect will take office immediately

E. In the event of a tie, the Council will vote by ballot once more. In the event of another tie vote, the election to the office shall be decided by coin toss between the top two vote getters (no formal ballot).

F. A motion to suspend these voting rules and elect by acclamation is permitted.

G. If an office becomes vacant, a special election may take place at the next full council meeting.

6.3- Duties of Officers:

6.3.1-Chair

- A. Call all full NESILC meetings in accordance with the requirements of the open meetings act.
- B. Preside at all regular full Council meetings and serve as ex-officio member of all committees.
- C. Appoint chairpersons of standing and ad hoc committees with the approval of the Executive Committee and shall appoint members to fill committee vacancies as needed to maintain minimum levels.
- D. Chair the executive committee.
- E. Serve as the NESILC's official representative during his/her term, unless otherwise delegated.
- F. Operate and conduct the business and affairs of the NESILC according to the orders and resolutions of the NESILC.
- G. Oversee all federal or state reporting requirements of the NESILC.
- H. Supervise the NESILC Executive Director and conduct annual performance evaluation. The Executive Committee writes the evaluation form.

6.3.2- Vice Chair

- A. Assist the Chair in the discharge of his/her duties
- B. Preside over meetings in the absence of the chair, but shall not succeed to the position unless elected by the NESILC

6.3.3- Secretary/Treasurer

- A. Review, edit, and approve all quarterly meeting minutes prior to distribution.
- B. Work with the Executive Director to ensure a true and accurate accounting of the finances of NESILC.
- C. Preside over meetings in absence of the Vice-chair and the Chair, but shall not succeed to the office unless elected by the NESILC.

6.3.4- Member-at-Large

- A. Two members, elected by the council, will represent the council in the Executive Council.
- B. If the Chair, Vice-Chair, and Secretary/Treasurer are absent, one of the previously elected members-at-large will preside over the meetings.

6.4- Council Staff- Executive Director and Staff

- A. The NESILC shall hire staff as is required to ensure the NESILC has the capacity to fulfill its obligations as set forth by the Act. Recommendation of such staff or Management Company and an accompanying job description that is mutually developed, shall be determined by the Executive Committee and then be forwarded to the full council for a majority vote for approval. Thus appointed, the designated Executive Director of the NESILC shall:
 - 1) Record, review and finalize NESILC meeting minutes for distribution in a

predetermined format for each NESILC member.

- 2) Review and prepare NESILC financial reports, in conjunction with the accountant, to be distributed at the quarterly meetings.
 - 3) Maintain a roster of the members of the NESILC, including the names and mailing addresses of all members and the categories each member represents.
 - 4) Maintain a list of persons that have asked for notice of meetings of the NESILC or meetings of any committee of the NESILC
 - 5) Upon request of the Executive Committee, attest to the authenticity of NESILC resolutions and orders.
 - 6) Perform other duties as outlined in the Executive Director's Job Description and as assigned by the Executive Committee.
 - 7) Staff will comply with the employment policies and procedures as established by the NESILC
- B. The NESILC shall periodically review the duties performed by the Executive Director and other Staff to ensure the NESILC has the capacity to fulfill its responsibilities.

ARTICLE VII. Meetings

- A. The NESILC will hold regularly scheduled meetings quarterly throughout the year. Each committee of the NESILC will be required to meet at least once per quarter
- 1) Special meetings of the NESILC may be held at such time and place as called by the Chair or vote of the Executive Committee or a majority of the voting members.

- B. All full council meetings of the NESILC are public and there shall be public notice published 2 weeks in advance of the NESILC meetings, utilizing any available resources. However, an executive session may be called as necessary. All records of executive sessions shall be maintained consistent with Robert's Rules of Order.
- C. A quorum at all meetings shall consist of a simple majority of currently appointed voting NESILC members. One-half of the NESILC membership of a committee constitutes a quorum at committee meetings.
- D. Two-thirds majority of voting members of NESILC will constitute a quorum for the election of officers.
- E. Each ex officio member shall attend all scheduled meetings.
- F. No member may vote for, on behalf of, or in any way exercise the vote of another member.
- G. Accessibility will be a priority at all NESILC meetings. However, members are held responsible to inform staff of accessibility needs.
- H. The date, time, and place for the regularly scheduled meetings will be established at the annual summer meeting of NESILC.
- I. In the case of an extreme emergency, the Executive Committee may reschedule the meeting.
 - a) The NESILC and Committees of the NESILC will, at their discretion, use video/audio-conference facilities to conduct NESILC meetings. If a meeting is conducted through phone or video conferencing, the Chair of the NESILC or of the Committee shall ensure that:

- 1) the equipment used allows all persons attending or observing the meeting to hear or understand the proceedings and participate actively;
- 2) any displays or papers used at the meeting are available at all video-conference sites;
- 3) the time, date, subjects and video conference sites for full NESILC meetings are made public prior to the meeting; and
- 4) the participants at each video conference site are given an opportunity to comment upon and participate in the business of the meeting to the same extent as participants at every other video conference site.
- 5) Between quarterly meetings voting by phone conferencing is permissible if needed. Public Notice will be posted on website and phone number will be made available upon request.

C. All members may be excused, preferably in advance, from attendance at a NESILC meeting for any legitimate reason accepted by the Chair or the Executive Director

ARTICLE VIII. Executive Committee

- A. The NESILC's Executive Committee shall consist of all officers (voted on by NESILC) as voting members.
- B. The Executive Committee shall have full authority to transact business of the NESILC between regularly scheduled meetings.

- C. None of the actions of the Executive Committee shall conflict with actions previously taken by the NESILC.
- D. A quorum of the Executive Committee shall consist of three members, with the exception when there is a conflict of interest and/or an excused absence, in which case a quorum may be two members.
- E. The Executive Committee may assemble and review reports of other committees for inclusion on the agenda of NESILC meetings and request expansion or clarification of reports that are inadequate.
- F. The Executive Director shall establish the NESILC meeting agenda.
- G. The Executive Committee shall write the employee evaluations for the Executive Director. The Executive Director shall conduct the employee evaluations.

ARTICLE IX. Committees

- A. The NESILC shall have, at minimum, three committees; Operations, Outreach and SPIL. Every voting and non-voting member shall be involved with at least two committees. The Chair of each committee will be appointed by the Chair of the NESILC. The Chair of each committee must be a voting NESILC member.
 - 1) Operations Committee
 - i. Will review and/or update all NESILC documentation: These include but are not limited to Bylaws, policy and procedures. Any documents determined by NESILC hat need to be reviewed and/or updated.

- ii. Responsible for creating annual budget for NESILC.

2) Outreach Committee

- i. Will determine way to provide Outreach for NESILC.
- ii. Will develop methods for Outreach for new member to NESILC
- iii. Interview & Recommend potential members to NESILC based on NESILC Policies.

3) SPIL Committee

- i. This committee will organize planning, preparing and needs assessment for State Plan on Independent Living every 3 (three) years.
- ii. Subcommittees will be developed as needed to address issues in State Plan.
 - Resource Development Subcommittee
 - Legislate & Systems Advocacy Subcommittee
 - Ad hoc Subcommittees developed as NESILC determines need.

B. All NESILC Committees may include other members from agencies and the public.

C. Additional committee members who are not NESILC members have a vote in the committee meetings but are not voting members of the NESILC. Committee structure may change to reflect the goals of the NESILC as outlined in the State Plan.

D. The Chair appoints chairs of committees with approval of the Executive Committee no later than the first meeting after elections.

- E. Additional committees may be added under discretion of NESILC Chair or as the result of Executive Committee action.
- F. All standing committees must be comprised of at least three voting members of the NESILC Council.
- G. All committee decisions will be submitted as motions for consideration to the full Council for adoption or rejection.

ARTICLE X. Records and Procedures

- A. The NESILC shall keep correct and complete financial reports and minutes of the proceedings of the NESILC, the Executive Committee, and any other committees and task forces having any of the authority of the NESILC.
- B. The financial reports and other records of the NESILC shall be kept by the Executive Director of the NESILC.
- C. All records of the NESILC shall be available to the public unless otherwise prohibited by law or parliamentary authority

ARTICLE XI Parliamentary Authority

- A. *Robert's Rules of Order, Revised*, shall govern NESILC meetings when not inconsistent with these bylaws, or with special rules of order adopted by the NESILC. Suspension of the Rules is permissible by vote of the NESILC members consistent with *Robert's Rules of Order, Revised*

ARTICLE XII. Conflict of Interest

1. Conflict of Interest. Board members, staff, and volunteers shall avoid any actual or potential conflicts of interest when participating in meetings of the executive committee, board of directors or duly authorized committees or when acting on behalf of the organization.
2. Disclosure. Board members, staff, and volunteers shall disclose any actual, potential, or perceived conflicts of interest as soon as actual, potential, or perceived conflict is known or reasonably should be known.
3. Voting. Individuals who are eligible to vote and whom have disclosed an actual or potential conflict of interest on a specific action being taken by the board, may not participate in any discussion, or vote on the action of said conflict. The individual may however answer specific questions put to him or her by the board.
4. All NESILC members are required to sign Conflict of Interest forms to be kept in office annually.

ARTICLE XIII. CONFERENCE TRAVEL

13.1- Conference Attendance

- A. The NESILC may sponsor up to four voting members and/or staff to attend any one conference depending on budgetary constraints, with the exception of the Chair or with special approval of the NESILC
- B. Voting members and/or staff of the NESILC who attend a conference, event, or meeting at NESILC expense must submit a typed report of the meeting proceedings to the Executive Director within 30 days after the meeting, unless there are extraordinary or extenuating circumstances. Information from the

Conference shall be available to the NESILC membership at the next quarterly meeting.

C. When attending conferences/meetings, both in-state and out of state that NESILC has supported monetarily, attendees will be required to participate in the scheduled events. Reports of any and all conferences are due in either written or oral formats and coordinated with NESILC staff at the next available scheduled NESILC meeting by conference attendees.

- 1) Exception for conference attendance will be granted to NESILC staff, NESILC chair and personal attendants of the conference attendees, relevant to networking activities for NESILC.
- 2) Reasonable accommodations will be provided for their disability if there is/are unforeseen and extenuating environmental factor(s) or health factors. However, it is the responsibility of the NESILC member to report the situation to the Executive Director or his/her designee in a timely manner.
- 3) Failure to comply with the above expectations for the first time will result in forfeiture for attending future conferences for one calendar year. A second offense will result in a determination by the Executive Committee of NESILC towards their status as a member.
- 4) The offending member may appeal as outlined in the Bylaws (section 5.4 item F).

- 5) Members will comply with "Expectations of NESILC Members" in NESILC Policy & Procedure Manual. This form will be signed annually and will be kept in the office.

ARTICLE XIV. Amendment of Bylaws

- A. These bylaws may be amended at any scheduled meeting of the NESILC by two-thirds vote of NESILC members, provided that written notice and copies of the proposed amendment have been submitted to members thirty (30) days prior to the meeting.
- B. Changes and amendments to these bylaws must appear on the agenda and be discussed at two consecutive Council meetings. Changes and amendments must be approved by a two-thirds vote of the voting members present at the second meeting where they are discussed.

IN WITNESS WHEREOF, the foregoing bylaws are hereby adopted by the NESILC in Lincoln, Nebraska this 5th day of August in 2016