

COALITION RULES AND PROCEDURES
OF THE
TOGETHER FOR CHILDREN BOARD OF TRUSTEES
EFFECTIVE AS OF FEBRUARY 24, 2022

ARTICLE 1

COALITION OVERVIEW

Article 1.01. Vision, Mission and Purpose. Together for Children (TFC) is a preventative approach to break the cycle of youth violence in Miami-Dade. It is the long-term sustainable strategy to address the root causes of youth violence. Together for Children (“TFC” or the “Coalition”) is a neighborhood-driven community coalition of governmental, public, private, and not-for profit entities in Miami-Dade County, Florida working hand-in-hand to: (i) identify youth at highest risk; (ii) align services for youth and their families; (iii) support neighborhood programs and providers, (iv) measure impact and progress, (v) leverage community resources for the benefit of TFC’s stakeholders and constituents, and (vi) identify and develop relevant best practices. TFC’s solutions rest in strengthening families and empowering youth through access to opportunities.

Article 1.02. Name. The coalition’s name is Together for Children and its leadership is composed by a Board of Trustees (the “Board”).

Article 1.03. Coalition Year. The Coalition’s annual operating year shall commence on July 1 of each calendar year and conclude on June 30 of the following calendar year.

Article 1.04. Members. TFC members shall be made up of six (6) neighborhood coalitions (the “Neighborhood Coalitions”) commonly identified as: (1) Homestead/Florida City/Naranja; (2) Perrine/Goulds/Richmond Heights; (3) Overtown; (4) Liberty City/Brownsville; (5) Miami Gardens/Opa-Locka; and (6) Northeast Corridor. To expand neighborhood coalition membership, a proposal, inclusive of neighborhood data and community engagement interest and readiness, will be submitted for board review and consideration. Upon approval by the board, new neighborhood coalition(s) will be onboarded by TFC staff ensuring alignment with the TFC infrastructure. TFC governing documents will be updated and approved by the board, as appropriate.

Article 1.05. Location. TFC shall hold meetings within Miami-Dade County or on a virtual platform including audio and video communications. The Board of Trustees will hold meetings at a specific location in Miami-Dade County and such alternative locations as may be necessary from time to time. The Neighborhood Coalitions shall conduct meetings within their respective neighborhoods.

Article 1.06. Fiscal Sponsor Arrangement. The Coalition is operating under a fiscal sponsor arrangement pursuant to which The Miami Foundation handles the Coalition’s funds and serves as TFC’s administrative home.

ARTICLE 2

GUIDING PRINCIPLES

The following principles guide the creation of the Coalition, the organizational structure, governance, duties, and operating procedures of the Coalition:

- Coalition members will develop and be guided by a common agenda, as initially reflected in these Rules and Procedures.
- Coalition members will develop shared measurement systems to measure and report progress/success.
- Coalition members will undertake a common work plan, and share information and lessons learned from their separate (but mutually reinforcing) activities.
- Coalition members will commit to continuous communication and active participation in all workshops, meetings and activities.
- Coalition members will develop and provide adequate organizational support.
- Coalition members will pool their time, talent and resources to achieve common goals.

ARTICLE 3

BOARD OF TRUSTEES

All management powers over the operation and affairs of the Coalition shall be exclusively vested in the Board and the Board shall have full, exclusive and complete discretion, power and authority to manage, control, administer and operate the affairs of the Coalition and delegate any such power to individual officers or committees.

Article 3.01. Neighborhood Representatives.

The Board will include voting representatives from each of the Neighborhood Coalitions as follows (the "Neighborhood Representatives"):

- Each of the six (6) Neighborhood Coalitions will designate two (2) primary representatives and one (1) alternate representative to the Board. The alternative representatives are non-voting, unless one of the voting primary representatives is unavailable for the meeting.
- Youth from all six (6) Neighborhood Coalitions will select one (1) youth representative to the Board. Parents from all six (6) Neighborhood Coalitions will select one (1) parent representative.
- Neighborhood Representatives to the Board will total twelve (12) primary representatives and six (6) alternates from all Neighborhood Coalitions, one (1) youth representative, and one (1) parent representative.

Article 3.02. Anchor Partner Representatives.

The Board will include one (1) voting representatives from each of the following anchor partners as designated by each (the "Anchor Representatives" and together with the Neighborhood Representatives, the "Board Members"):

- Miami-Dade County Public Schools Superintendent

- Miami-Dade County Public Schools School Board Chair
- Miami-Dade County Mayor
- Miami-Dade County Board of County Commissioners Chair
- City of Miami Representative from the Office of the Mayor, City Manager
- The Miami Foundation's CEO
- Miami-Dade State Attorney's Office
- Miami-Dade Public Defender
- Department of Children and Families Managing Director
- Department of Juvenile Justice – Chief Probation Officer

The Board will include one (1) non-voting advisors (authorized to attend the Board meetings with no voting rights) from each of the following anchor partners as designated by each:

- Circuit Unified Children's Court – Administrative Judge
- Boston Consulting Group – Miami Office – Managing Partner
- United Way of Miami-Dade CEO
- Higher Education Partners
- Funding Partners

Article 3.03. Board Member Terms and Appointments. All Board Members shall serve two (2) year terms and the Neighborhood Coalitions or Anchor Partners, as applicable, shall appoint the Board Members for the following term before the lapse of the second Coalition Year. In the event that any Board Member no longer can act as a Board Member, the Neighborhood Coalition or Anchor Partner (as applicable) which appointed such departing Board Member shall appoint a replacement Board Member.

Article 3.04. Duties, Expectations, and Requirements of Board Members. TFC is envisioned as a collaborative effort in which time, talent, and resources are committed to the good of the whole. Duties of the Board Members include but are not limited to: (i) Respect all representatives of the Together for Children Coalition and the communities it serves; (ii) Maintain professional and appropriate conduct when representing the Coalition and all of its Neighborhood Coalitions; (iv) Submit the following, in writing, to the Secretary; changes in address, telephone number(s), email and/or other pertinent contact information; (v) Notify the Coalition's Executive Committee regarding any illegal or unethical behavior in relation to TFC business; (vi) Notify Executive Committee and the Committee Chairperson, as appropriate, if level of participation needs to be reduced due to outside commitments such as work, home or education; and (vii) actively seek out other community stakeholders to join in our efforts. Board Members are empowered to think and act critically but shall not take actions at variance with TFC positions.

Article 3.05. Board Member Benefits. Board Members who have fulfilled their duties as described in Article 3.04 are eligible to receive meeting minutes and run for leadership roles in the Coalition.

Article 3.06. Authorized Board Members. Any Board Member who has been a voting representative for at least five (5) business days prior to any Coalition Board meeting, shall be eligible to vote in such Coalition Board Meeting and any General Body or special meetings of the Board, as well as hold elective offices in TFC. Voting may take place as voice, rising, roll call or ballot (electronic or paper). Coalition informational updates may be provided via conference call; however, all meetings requiring Board action must be held in person.

ARTICLE 4

MEETINGS

Article 4.01. General Body Board Meetings. General body Board meetings are to be held monthly (“General Body Meetings”).

Article 4.02. Special Meetings. Special meetings of the Board may be called for any purpose(s) at any time by the Chairperson of the Board, by the action of a majority of the Executive Committee or action of two-thirds (2/3) of the Board Members in good standing. Good standing means that the Board Members have fulfilled their duties and obligations as set forth in these Rules and Procedures. The call or request shall state the purpose(s) of the proposed special meeting, as well as the specified date, time and place of such meeting(s).

Article 4.03. Meeting Notification. Notice of the date, time, place and purpose(s) of the special meeting(s) shall be provided by way of email, text message, telephone, or mail.

Article 4.04. Quorum. At least one (1) Neighborhood Representative from all six (6) Neighborhood Coalitions and at least five (5) Anchor Representatives must be present to achieve quorum. Board Members may participate at general regular meetings via conference call but will not be able to vote or contribute to quorum.

Article 4.05. Majority. When a quorum is present, the vote of a majority of the Board Members present shall be the act of the Coalition. Each Board Member shall have one vote on each matter submitted to a vote at any meeting as long as they are authorized, as per Article 3.04. The Board Members must exercise such voting right in person.

Article 4.06. Attendance. When a Board Member has been absent from three (3) Board meetings within a fiscal year, the Board Member shall be deemed to have resigned from Board unless the Board Chairperson excuses the absences for good cause. Good cause shall be an illness of the Board Member; death or serious illness of a family member of the Board Member; or other circumstances beyond the control of the Board Member.

Article 4.07. Order of Business. To the extent not inconsistent with these Rules and Procedures, the Board adopts the most current version of “Robert’s Rules of Order, Newly Revised” as its guide to Parliamentary Procedures in business matters that requires a vote. A copy of “Robert’s Rules of Order, Newly Revised” and a copy of the TFC governing processes will be made available upon request.

ARTICLE 5

EXECUTIVE DIRECTOR AND COMMITTEE

Article 5.01. Executive Director or Coalition Facilitator. The Board shall appoint an “Executive Director” to carry on the affairs and facilitate the goals of Coalition. The Executive Director shall manage operations, implement strategy and ensure that the goals of The Coalition are met. The Executive Director shall develop and cultivate professional working relationships with other organizations, community leaders and businesses. The Executive Director shall represent the Coalition at meetings and events. The Executive Director shall account to the Executive Committee for any funding received or expenditures undertaken on the Coalition’s behalf, provided, however, that in the Coalition’s initial stages it is an unincorporated volunteer driven organization and the Executive Director will operate within the financial sponsorship and oversight of The Miami Foundation.

Article 5.02. Executive Committee. The Executive Committee shall consist of the Executive Director and the following four (4) officers: Chairperson, Vice Chairperson, Treasurer, and Secretary (“Executive Officer”). The Board shall appoint each of the members of the Executive Committee.

Article 5.03. Chairperson. The Chairperson shall attend and preside over Executive Committee meetings and other matters related to the Coalition. The Chairperson shall support the operations, implementation and strategy of the goals of the Coalition. He/she shall work together with the Executive Director regarding the work, goals and expenditures related to the Coalition’s mission under the financial sponsorship and oversight of The Miami Foundation. The Chairperson will also appoint ad hoc committees and appoint the committee chair, vice-chair, and representatives of each committee, except for those specifically appointed by these Rules and Procedures, and shall provide notification to the Board of such appointments. The Chairman shall consider the committee representatives’ job responsibilities in making such appointments.

Article 5.04. Vice Chairperson. The Vice Chairperson shall receive committee minutes at least seven (7) business days prior to the General Body Meeting. The Vice Chairperson shall support the affairs of the Coalition in accordance with these Rules and Procedures. The Vice Chairperson shall represent the Coalition at events. The Vice Chairperson shall develop and cultivate professional working relationships with other organizations, community leaders and businesses. If the Chairperson is not in attendance, the Vice Chairperson will act as the Chairperson. The Vice Chairperson will assume the office and duties of the chair, if office becomes vacant, until the Executive Committee fills such vacancy through an election.

Article 5.05. Secretary. The Secretary, with support from the Executive Director, shall be present at meetings of the Coalition. The Secretary shall support the operations, implementation and strategy of the goals of the Coalition. He/she shall work with the Executive Director to maintain and distribute minutes of all General Body and Executive Committee meetings. The Secretary shall work to create and submit reports to the Coalition’s representatives at meetings. He/she shall work with the Executive Director to maintain accurate TFC contact and mailing lists details, as well, as an accurate attendance record of representatives for all events. The Secretary shall assume the office and duties of the vice-chair, in the event that office becomes vacant, until the Board fills such vacancy. In the event the offices of both the chair and the vice-chair should become vacant, the secretary shall assume the office of the chair until the Executive Committee fills such vacancy.

Article 5.06. Treasurer. The Treasurer, with support from the Executive Director, shall be present at meetings of the Coalition. The Treasurer shall support the operations, implementation and strategy of the goals of the Coalition. The Treasurer will be selected by the fiscal sponsor and serve as the TFC Board’s liaison to the fiscal sponsor. The Treasurer may provide additional collaborative fiscal support to the Executive Director, as deemed necessary by the fiscal sponsor.

Article 5.07. Executive Term of Office. From 2022 through 2024, each Executive Officer shall serve for a term of two (2) years or until his/her successor is duly elected and takes office, except in the event of written resignation, relocation out of the Miami-Dade area, removal from office, or death. There shall be a transition period of at least thirty (30) days but not more than sixty (60) days to ensure continuity between the outgoing executive and the incoming executive. Election of an Executive Officer to fill an unexpected, sudden vacancy or unexpired term of an office shall not be considered as a term. Appointment by the Executive Committee or Executive Director to fill an unexpired term shall not be considered a term. Any Executive Officer that serves to fill an unexpired term or is appointed is considered an authentic executive

and should be referred to as such.

ARTICLE 6

ELECTIONS

Article 6.01. Election Process. Each Executive Officer shall be elected by the Board and shall take office at the beginning of the fiscal year, defined as July 1st unless otherwise specified, at the time of the election. A special meeting will be held outside of the General Body Meeting for the elections.

Article 6.02. Voting. Nominations for Executive Officers will be made at the special meeting. Voting shall be done verbally. Authorized Board Members pursuant to Article 3.04 are eligible to vote. The Executive Director shall have the responsibility of facilitating the voting process and announcing Executive Committee appointees. Executive Officers shall be elected by the plurality of votes. In the event of a tie vote, only those candidates shall participate in a runoff election until one candidate receives a plurality of votes.

Article 6.03. Appointments. The Executive Director may be called upon to appoint Executive Committee representatives if the appointment is on election day or due to the lack of candidates interested in an executive capacity and shall be considered for a full term. If the appointment is to fill an unexpired term, that appointment shall not be considered a term. Any Executive Committee member that is appointed to fill an unexpired term is considered an authentic executive appointee and should be referred to as such.

ARTICLE 7

COMMITTEES

Article 7.01. Committees. The Executive Committee may designate committees for achieving the Coalition's goals and/or complementary special projects in the short term.

ARTICLE 8

AMENDMENTS

Article 8.01. Amendments. These Rules and Procedures supersede all other documents expressing or implying the intentions of the Coalition. They may be amended, modified, enhanced, improved, updated or repealed only by the affirmative vote of 75% of the Board Members. They may be amended as frequently as necessary. These Rules and Procedures will be reviewed in its entirety for the purposes of ratification once every twelve (12) months or three hundred sixty-five (365) days.

Originated: December 2019

Amended: January 2022

TOGETHER FOR CHILDREN COALITION
MEMBER ACKNOWLEDGEMENT OF RULES AND PROCEDURES

I, _____, acknowledge that I have received, read, and agree to honor and abide by Together for Children's ("TFC") Rules and Procedures.

TFC recognizes all members come to the coalition with differing concerns, needs, abilities, resources, passions and perspectives. We utilize a community consensus building process to identify priorities for action and encourage all members to share and pool their resources and abilities to solve community concerns.

As a member of TFC, I agree to attend meetings, participate in coalition events and ensure clear communication within TFC.

Signature

Print Name

Organization (if applicable)