

**Chittenden Unit for Special Investigations Policy Board
and
Chittenden Child Advocacy Center Policy Board**

BYLAWS



2017-2019

ARTICLE I. GENERAL PROVISIONS

Section 1. Organization Name and Purpose:

The Chittenden Unit for Special Investigations (“CUSI”) is an inter-agency organization authorized under 24 V.S.A. §1938 [Intermunicipal police services; purpose; agreements]. CUSI’s dual purpose is to conduct criminal investigations of sexual offense crimes, serious cases of physical child abuse, child death investigations and to provide comprehensive services to the victims of these crimes within Chittenden County in Vermont.

The Chittenden Child Advocacy Center (CCAC) is established and operated as a non-profit Vermont corporation to provide services to children who are victims of sexually based offenses and serious child abuse. The CCAC will also serve as a clearinghouse to provide education and training programs and to assist other entities in providing education and training programs regarding sexually based offenses involving children. Both CUSI and the CCAC will promote cooperative efforts between municipalities, police agencies, prosecutors, the Department for Children and Families (DCF) victim advocacy support groups and medical providers.

Section 2. Location:

The principal office of CUSI and CCAC will be located at 50 Cherry Street, Burlington, Chittenden County, State of Vermont.

Section 3. Fiscal Year

CUSI and the CCAC shall utilize the July 1 - June 30 fiscal year, unless otherwise voted upon to the contrary by a majority of the Policy Board.

Section 4. Directors/Policy Board:

CUSI and the CCAC shall be directed by a single Policy Board of Directors (Policy Board) to establish policies and procedures and to oversee the budget and operations of CUSI and CCAC. These organizations shall continue to be governed by the Policy Board until such time as the Policy Board may determine to separate oversight functions of the two organizations.

ARTICLE II. POLICY BOARD OF DIRECTORS

Section 1. Membership on the Policy Board:

Members of the Policy Board shall be drawn from a broad cross-section of the Chittenden County community.

The following individuals, organizations, or their appointed designees shall have representation on the Policy Board and shall serve during their respective terms of office:

- **Permanent Policy Board Members:**

- The Chittenden County State's Attorney;
- District Director of the Department for Children and Families;
- Chief of Police – Burlington Police Department;
- A representative from the Vermont State Police;
- A representative from a local sexual violence victim advocacy organization;
- One representative from the Sexual Assault Nurse Examiner (SANE) program or other medical professional;

- **Rotating Policy Board Members:**

- Two Chittenden County Chiefs of Police:
 - One Chief of Police from a non-officer contributing agency;
 - One Chief of Police from an officer contributing agency;
- Two Town Managers/Administrators from participating towns, one of whom shall be from a smaller municipality (*defined as town in Chittenden County covered by Vermont State Police*);
- One attorney with municipal law experience;
- Two town representatives from non-officer contributing towns appointed by their legislative body.

In addition, the Policy Board may admit additional members to such Board according to the voting procedures adopted below; however, the total number of members of the Policy Board shall not exceed fifteen (15).

Section 2. Selection of Policy Board Members:

Permanent Policy Board members will be selected by their agencies.

Rotating Policy Board Members will be selected as follows:

- Two Chittenden County Chiefs of Police will be appointed on a rotating basis alphabetically by town/city/municipality;
- Two Town Managers/Administrators from participating towns will be appointed on a rotating basis alphabetically by town/city/municipality;
- One attorney with municipal law experience will be selected based on interest and approval by the existing Policy Board;
- Two town representatives from non-officer contributing towns appointed by their legislative body will be appointed on a rotating basis alphabetically by town/city/municipality.

Any of the above who do not wish to participate in the Policy Board will have the right to defer membership in writing to the next town/city/municipality in the alphabetical rotation. Any deferment will last for the duration of the complete alphabetical rotation at which time the deferring town/city/municipality will again be eligible for membership.

Section 3. Duties of the Policy Board:

The general duties and responsibilities of the Policy Board shall include:

- Establishing the operating policies, procedures and philosophies of CUSI and CCAC;
- Advise and consent regarding the selection of the CUSI Unit Supervisor;
- Monitoring the financial performance;
- Monitoring and evaluating organizational performance, and
- Representing CUSI and CCAC in the community.

Section 4. Terms of Service; Quorum:

Permanent Policy Board members shall observe no term limits;

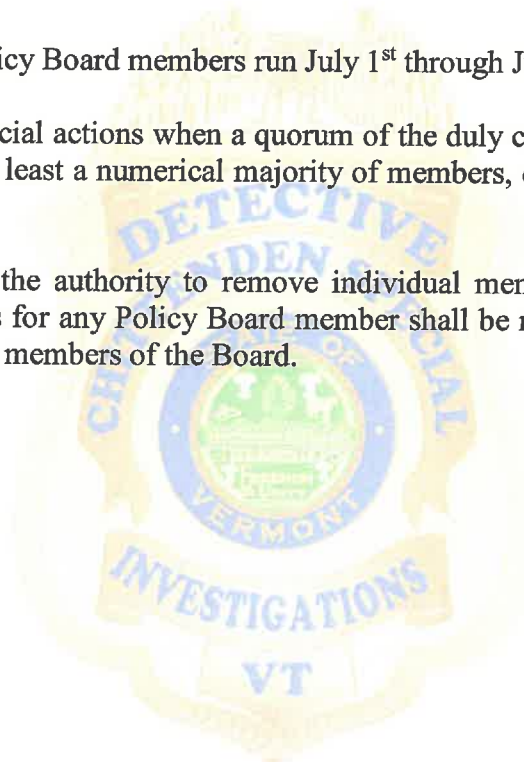
Rotating Policy Board members shall serve not more than two consecutive two-year terms*

If a representative of a rotating municipality cannot complete the two (2) year term of membership, that municipality may appoint a new representative to complete the term. If that municipality chooses to not replace their representative, the position will default to the next municipality in the alphabetical rotation to complete the remainder of that term in addition to their two year term.

The terms for the rotating Policy Board members run July 1st through June 30th.

The Board may only take official actions when a quorum of the duly constituted membership is present. A quorum shall exist when at least a numerical majority of members, depending upon the actual size of the Board at that time.

The Policy Board maintains the authority to remove individual members from the board with good reason. Removal proceedings for any Policy Board member shall be noticed in advance and requires a two-thirds (2/3rds) vote of the members of the Board.



ARTICLE III. POLICY BOARD ACTIONS, MEETINGS

Section 1. Regular Meetings:

The Policy Board shall meet at such times and places as the Chair or Vice Chair, after consultation with the Board, shall determine, but in no event shall said Board meet less than one time every two months.

Section 2. Special Meetings:

Special meetings of the Board may be held at any time and at any place when called by the Chair, or designee, but in no event shall any special meeting be held upon less than 24-hours notice to all members of the Board.

Section 3. Notice of Meetings:

Except as otherwise provided, notice of all meetings of the Board shall be given to each member by the Recorder. Notice of any Board meeting shall be given to each member either in person, by telephone, by e-mail, by fax, or in writing via first class mail to the address provided by each member. Wherever possible, the meeting notice shall state the general purpose of the meeting, and shall specify any financial or personnel questions up for consideration at that next meeting.

Section 4. Voting:

Each Board member shall have one (1) vote. When a quorum is present, a decision shall be reached on the majority vote of the entire Board, except as otherwise specified herein (e.g., two-thirds required to approve new Board member). An abstention shall not be counted as a vote for the action being voted on.

A member may submit her/his yea or nay vote on any warned and noticed issue in advance of the scheduled vote on said issue by notifying the Chair of her/his vote on that issue. The Chair must make available to any member, on request, the absent member's voting submission at the time the vote is taken.

Nothing herein shall be construed as preventing the Chair from soliciting votes on any issue via fax or telephone, provided that the issue in question is either previously warned and noticed, or the issue requires immediate action and delay would seriously impair or jeopardize the continuing sound financial and structural health of the organizations. Emergency votes taken via phone, email or fax must be confirmed within thirty (30) days after the emergency vote by a majority of the Policy Board meeting in regular or special session.

Section 5. Meeting Attendance: Members must attend a minimum of two-thirds (2/3rds) of the total meetings within a given fiscal year to retain good standing. Failure to attend the minimum number of meetings may be grounds for removal from the Board, in the discretion of a quorum of the Board acting at a special or regular meeting. Failure to attend a re-scheduled or additional meeting will not count against the aforementioned two-thirds required attendance.

Section 6. Conflict of Interest:

No member shall use her/his membership on the Board to derive profit or gain, either directly or indirectly, and any possible conflicts of interest shall be disclosed to the Chair and to the full Board as soon as recognized by the affected member. No member shall discuss any particular case handled or considered or investigated by the organization with any member of the public or media. The Chair or CUSI Director may comment as to matters contained in the public portion of any criminal case filed in Court, and the individual Board members or the CCAC and CUSI Directors may comment on matters relating to general services or programs.

ARTICLE IV. OFFICERS OF THE BOARD

Section 1. Officers:

The officers of the Board shall be the Chair, Vice-Chair, Secretary and Treasurer.

Section 2. Election of Officers, Term:

Officers of the Policy Board shall be chosen by majority vote of the Board from among the Board membership. Officers shall serve for a term of one (1) year, and shall be elected during the last month of the fiscal year (June). An officer may be removed from office by a two-thirds (2/3rds) vote.

Section 3. Duties of Officers:

- a. **Chair.** The Chair shall preside at all meetings of the Board and shall prepare an Agenda before each regular or special meeting. The Chair shall appoint members to sub-committees, subject to the approval of the members and any additional duties as designated by the Policy Board

- b. Vice-Chair or Co-Chair. The Vice-Chair or Co-Chair shall assist the Chair as directed and shall exercise the powers and responsibilities of the Chair in the event of her/his absence, disability or resignation and any additional duties as designated by the Policy Board.
- c. Secretary. The Secretary shall record, keep and maintain records of all proceedings of the Board, including attendance. The Secretary may delegate record keeping functions to the office manager, who shall present the records noted above subject to review and approval by the Secretary. The Secretary shall have general oversight and responsibility to ensure that any and all documents, forms and information required by the State of Vermont or the United States in connection with establishing or maintaining the non-profit status of said organization are properly prepared and filed.

The Secretary shall also maintain the official copy of these By-Laws and shall ensure that said By-Laws are updated in compliance with the directives of the Board and any additional duties as designated by the Policy Board.

- d. Treasurer. The Treasurer shall have general oversight of the overall finances of CUSI and the CCAC to include the preparation of an Annual Report on financial status and any additional duties as designated by the Policy Board.

ARTICLE V. INSTRUMENTS

Section 1. Execution:

The Chair, Vice Chair, the CUSI Director (for the CUSI account), and the CCAC Director (for the CCAC account) are authorized to issue or sign checks or other orders for the payment of funds. The CUSI and CCAC Directors are authorized to pay office expenses to include utility bills for the site or facility. In addition, they are also authorized to sign a check or authorize payment for general budgeted operating needs.

They are also authorized to sign a check or authorize payment for non-budgeted expenditures in an amount not exceeding Three Thousand Dollars (\$3,000.00). Payments over that amount will require the approval of the Board, or approval by the Chair if the bill or cost must be paid between regular meetings of the Board.

ARTICLE VI. BI-ANNUAL AUDIT AND BUDGET REVIEW

Section 1:

During the last month of the every other fiscal year, the books of the organization shall be audited by a CPA and said report of audit will be distributed to all Policy Board members. The report of said audit shall be filed with the records of the organization and shall become a permanent part thereof.

Section 2:

The CUSI Director and the CCAC Director shall provide information on all expenditures to the Board on a quarterly basis. All financial records and information regarding the budgets shall be accessible to the Board at all times.

ARTICLE VII. AMENDING THE BY-LAWS

Section 1. Amendments:

These By-Laws may be amended only by a two-thirds (2/3rds) vote of the members of the Board then in attendance at a duly noticed meeting of the Board. In the event of a proposed amendment, the proposed amendment must be circulated to each Board member, in writing, at least one (1) week in advance of the meeting at which the change or amendment is intended to be discussed and voted upon.

ARTICLE VIII. PERSONAL LIABILITY

Section 1:

It is expressly intended that the officers and Policy Board members of the organization shall not be personally liable for any debt, obligation, lawsuit, or liability of the organization and that all persons, corporations or other entities having or making any claim against CUSI or CCAC shall look only to the funds, assets and property of the organization for the satisfaction and payment of its claim. The officers and Policy Board shall be indemnified and held harmless by the organization from its debts, claims, suits or liabilities, and the organization shall purchase and maintain such liability and/or other insurance as is necessary to effectuate this clause.

ARTICLE IX. RULES OF THE BOARD

Section 1:

Robert's Rules of Order shall govern the conduct of any and all meetings held by the Board.

ARTICLE X. DISSOLUTION OF THE ORGANIZATION

Section 1:

In the event, however unlikely, of the dissolution of the organization, all property and assets shall be distributed to a bona fide non-profit or governmental organization selected by the Board in its sole discretion.

APPROVED BY the Policy Board of the Chittenden Unit for Special Investigations and Chittenden Child Advocacy Center this 25th day of May 2017

Sara George/or Designee
Chittenden County State's Attorney

Richard McGuire
Williston Town Manager

Dawn Francis
Colchester Town Manager

Cathleen Barkley
H.O.P.E. Works

Raenetta Liberty
Forensic Nursing Program

Frank Koss
Chief of Police, Heinsburg

Lt. Lance Burnham
VSP

Anita Thomason
DCF Assistant District Director

Ray Coffey
City of Winooski

Andrew Hendrickson
Town of Huntington

Jan Wright
Deputy Chief, Burlington

Kristin Wright
Attorney, Town of Charlotte

