**Minnesota Statewide Independent Living Council Bylaws**

 **Adopted October 12, 2023**

## MISSION AND VISION:

### SILC Mission

The mission is to build upon and strengthen the Minnesota Statewide Independent Living Network\* and to support, coordinate and advance the efforts of Centers for Independent Living statewide.

\*The Minnesota Independent Living Network refers to the entire independent living community including individuals with disabilities, the Minnesota Statewide Independent Living Council (MNSILC), the eight Minnesota Centers for Independent Living (CILs), the Minnesota Department of Employment and Economic Development/Vocational Rehabilitation Services (DSE) and State Services for the Blind (SSB).

### Vision

The Minnesota Statewide Independent Living Council (MNSILC) has a vision that the independent living philosophy is fully integrated into communities and systems throughout Minnesota and that individuals with disabilities have every opportunity to be self-directed, to live a lifestyle of their choice, free from discrimination and to thrive as members of inclusive and diverse communities.

## ESTABLISHMENT:

MNSILC is established in accordance with and governed by the *Rehabilitation Act* of 1973, as amended, Minnesota Statute 268A.02, and the federal and state rules promulgated to enforce these laws.

## ARTICLE I - MNSILC MEMBERSHIP

### SECTION 1.1: SIZE, COMPOSITION AND REQUIREMENTS

1. **Size.** MNSILC will have a maximum of 21 members: 18 voting and 3 ex officio, non-voting.
2. **Requirements.**

MNSILC members shall:

1. Provide statewide representation,
2. Represent a broad range of individuals with disabilities from diverse backgrounds,
3. Be knowledgeable about independent living services and centers for independent living,
4. Be a majority of whom are persons who are:
5. Individuals with disabilities described in Section 7(20)(B) and
6. Not employed by any state agency or center for independent living.
7. **Composition.** AllMNSILC members are appointed by the governor. Members must meet the qualification standards and shall be comprised of individuals from the following categories of eligibility:

Federally Mandated (Section 705 (b) of the Rehabilitation Act)

1. A director of a center for independent living chosen by the directors of centers for independent living within Minnesota,
2. An ex officio representative from the Designated State Entity,
3. For a state in which 1 or more centers for independent living are run by, or in conjunction with the governing bodies of American Indian tribes located on federal or state reservations, at least 1 representative of the directors of such centers.

Additional members *may* include:

The following categories are vital to ensure MNSILC includes a broad representation of the disability community statewide.

* Ex officio members may represent State councils, agencies, or organizations . Ex officio members must be appointed by the Governor and are non-voting members of MNSILC,
* Other representatives from centers for independent living,
* Parents and legal guardians of individuals with disabilities,
* Individuals with disabilities of all ages,
* Advocates of and for individuals with disabilities,
* Representatives from private businesses,
* Representatives from organizations that provide services for individuals with disabilities; and
* Other appropriate individuals.

### SECTION 1.2: APPOINTMENT AND TERMS OF OFFICE (Section 705 (b)(6) Federal Law

### Terms of Appointment

1. **Appointment.** Each member of the MNSILC shall be appointed by the governor and serve for a term of three years, except that a member appointed to fill a vacancy occurring prior to the expiration of the term for which the predecessor was appointed, shall be appointed for the remainder of the term.

1. **Terms of Office**
2. No member of the MNSILC shall serve for more than two consecutive three- year terms. A member may serve out another’s unexpired term and then be appointed to two consecutive three-year terms. An individual who has completed two consecutive three-year terms, must remain off MNSILC for one year before reapplying.
3. A term of office is defined as three years, except when a member is appointed to fill a vacancy occurring prior to the expiration of the term for which a predecessor was appointed. In this case, a member must be appointed for the remainder of that term only.

 Although a member can serveconsecutive terms, their successive term does not begin until the Governor appoints the member.

1. Individuals whose terms have expired and who have not been reappointed cannot continue to serve on the Council unless they are reappointed, if eligible. Until they are appointed or reappointed the individuals cannot vote or be reimbursed for expenditures.

### SECTION 1.3: MEMBER RESPONSIBILITIES

It shall be the responsibility of members to:

1. Have knowledge and understanding of independent living (IL) philosophy;
2. Be responsible for knowing current MNSILC policies and procedures;
3. Have an understanding of current issues and MNSILC positions regarding barriers to people with disabilities in Minnesota,
4. Attend and participate in allmeetings of the MNSILC,
5. Read and review all materials specified or sent in advance of the meeting, in order to ensure understanding and make informed decisions,
6. Serve on at least one standing committee. At their discretion, members may also serve on additional committees and task forces.
7. View their membership as representative of their constituents.

### SECTION 1.4: COMPENSATION AND EXPENSES

Members of MNSILC shall be reimbursed for all actual and necessary expenses incurred in the performance of their duties as specified in MNSILC policy. MNSILC members who are not employees of the state or any of its political subdivisions shall also receive a per diem as specified in MNSILC policy.

### SECTION 1.5: RESIGNATIONS/TERMINATOIN/REMOVALS

1. **Resignations.**

1. According to Minnesota Statutes 2020, section 351.01, a MNSILC member who wishes to resign must submit a written notice addressed the Governor by sending a letter or an email addressed to the Governor to that effect. The notice should be routed to the Director of Boards and Commissions with a copy to the chair or the chairs’ designee. Resignations must be received and accepted by the Office of the Governor prior to posting on the Secretary of State’s website.

1. **Unexcused Absence Review**
2. When a MNSILC member misses any two council meetings without advance notice in a federal fiscal year, or otherwise fails to meet their member responsibilities as specified in MNSILC policies, the executive committee shall be notified. The chair, or designee, shall contact the member to discuss membership on the MNSILC. The member will be given the option to correct their attendance or resign. If the member incurs a third unexcused absence they will be subject to removal.
3. **Removal**
4. A Governor appointed member may be removed by the Governor at any time. The chair of MNSILC shall inform the Governor’s Office of a request for removal. Grounds for removal may include, but are not limited to, missing three council meetings without advance notice within a fiscal year or failing to meet the member responsibilities. In the case of a vacancy of a Governor-appointed seat on MNSILC, the Governor shall appoint a person to fill the vacancy for the remainder of the unexpired term.

### SECTION 1.6: CONFLICT OF INTEREST

If the Council is voting on an action or decision that would affect a member’s financial interests or those of an associated business, the member must abstain from influencing the decision and the vote. Members should also abstain from any action or decision for which there may be even the perception of a conflict of interest or bias.

1. Voting members shall abstain from voting on matters in which they have an actual or perceived conflict of interest. If the chair knows or perceives a conflict of interest, the chair will not accept that member’s vote.
2. While assisting MNSILC in carrying out its duties, staff and other personnel shall not be assigned duties by the DSE or any other agency or office of the state that would create a conflict of interest.
3. At a minimum, a conflict of interest exists when the decision may benefit the voting member or member’s immediate family, or places of employment, or financial standing.

## ARTICLE II - DUTIES

### SECTION 2.1: DUTIES of the MNSILC as identified in the Rehabilitation Act of 1973 as amended Section 705 (c) (d) and (e)

#### **The MNSILC shall:**

1. Jointly develop and sign the State Plan for Independent Living (SPIL),
2. Monitor, review, and evaluate the implementation of the SPIL,
3. As appropriate, coordinate activities with other entities in the state that provide services similar to or complementary to independent living services, such as entities that facilitate the provision of or provide long-term community-based services and supports,
4. Meet regularly and ensure that all MNSILC meetings are open to the public and sufficient notice is provided,
5. MNSILC shall supervise and evaluate its staff as may be necessary to carry out its functions under this section; and
6. Submit to the administrator all periodic reports as the administrator may reasonably request, and keep such records, and afford such access to such records, as the administrator finds it necessary to verify the information in such reports.

#### **The MNSILC may, consistent with the SPIL:**

1. Work with centers for independent living to coordinate services with public and private entities in order to improve services provided to individuals with disabilities,
2. Conduct resource development activities to support the activities described in the SPIL or to support the provision of independent living services by centers for independent living; and
3. Perform such other functions, consistent with the purpose of this chapter and comparable to other functions described in the subsection, as the MNSILC determines to be appropriate.
4. **The MNSILC shall not** provide independent living services directly to individuals with significant disabilities or manage such services.

### SECTION 2.2: RESOURCE PLAN

1. The MNSILC shall prepare, in conjunction with the DSE, a resource plan for the provision of resources, including staff and personnel that may be necessary to carry out the functions of the MNSILC,
2. The MNSILC resource plan must, to the maximum extent possible, rely on the use of resources in existence during the period of implementation of the SPIL,
3. No conditions or requirements shall be included in the MNSILC resource plan that may compromise the independence of the MNSILC,
4. The MNSILC is responsible for the proper expenditure of funds and use of resources that it receives or generates under the resource plan,
5. A description of the MNSILC resource plan must be included in the SPIL.

## ARTICLE III – MEETINGS AND HEARINGS

### SECTION 3.1: NOTICE OF MEETING

Notice to all members and the public stating the place, day and hour of all regular, special, and reconvened meetings of the full MNSILC will be provided. Any documents requiring a MNSILC decision shall be sent to each member (in their requested format) no less than five business days prior to the date of the meeting.

### SECTION 3.2: MINUTES OF MEETING

A summary of the minutes shall be made available to all MNSILC members (in their requested format) no less than five business days prior to the date of the next meeting. The transcribed minutes will be kept on file by the MNSILC coordinator.

### SECTION 3.3: SPECIAL MEETINGS

Special meetings of the MNSILC may be called at any time upon request of the chair or upon a written request to the chair by any three members of the MNSILC.

### SECTION 3.4: PROCEDURES

The most recent edition of “Robert’s Rules of Order” shall govern the conduct of business in all cases in which they are applicable and not inconsistent with these bylaws.

### SECTION 3.5: PUBLIC COMMENT

Time will be designated by the chair at each regular meeting of the MNSILC for public comment.

### SECTION 3.6: VOTING

Except as otherwise noted, a majority vote is needed for official action. All voting shall be conducted in a manner that allows for the participation of all voting members present. Any member may request that voting be done by secret ballot or roll call.

#### **Quorum:**

#### Fifty-one percent of the current voting membership shall constitute a quorum. This count shall include those members attending in person or by using accepted technologies. The MNSILC chair shall ensure that a quorum is established before any voting occurs.

#### **Urgent Decisions:**

In the case of a matter with critical time restraints, when a meeting is not scheduled, the MNSILC may address the issue using accepted technologies and a vote may be taken or the matter may go to the executive committee for review and recommendation to the full council. The full council will be promptly informed about an executive committee recommendation and vote on an urgent decision under this provision. If there is no response to the recommendation with in two (2) business days, the executive committee recommendation is presumed accepted and will move forward.

1. **Voting by Proxy:**

***There shall be no proxy voting.***

### SECTION 3.7: HEARINGS

The MNSILC shall hold any public hearings and forums that it determines to be necessary to carry out its duties.

## ARTICLE IV - OFFICERS AND ELECTIONS

### SECTION 4.1: SELECTION

MNSILC officers shall consist of a chair, vice-chair, secretary, treasurer, and parliamentarian elected by the current voting membership of the MNSILC. Election of officers will occur in the last regular meeting of the fiscal year unless there are extenuating circumstances. Newly elected officers will assume their duties in October.

### SECTION 4.2: TERMS OF OFFICE

The term of office is two years. The chair, secretary and parliamentarian will be elected in even federal fiscal years. The vice-chair and treasurer will be elected in the odd federal fiscal years. MNSILC will survey current members with at least one year remaining on their term to determine their willingness to serve. Officers may serve more than one term. If an officer resigns or their term of membership expires before the end of the term, the full council will elect a replacement to serve out the vacant term.

Elections for officers will be held at a regular MNSILC meeting at the end of the federal fiscal year.

### SECTION 4.3: CHAIR

Duties:

1. Preside at all meetings of the MNSILC, shall have voting rights in accordance with “Robert’s Rules of Order,” and shall be a member of all MNSILC standing committees and task forces as needed,
2. Appoint the chairs of the MNSILC’s standing committees and task forces from among the current voting members as needed,
3. In conjunction with the Executive Committee, develop agendas for MNSILC meetings,
4. Chair the executive committee,
5. Arrange orientation for new MNSILC members and encourage their involvement on committees,
6. Promote communication with all MNSILC members including solicitation of agenda items; and
7. Oversees the MNSILC coordinator position, including an annual performance review.

**SECTION 4.4: VICE-CHAIR**

Duties:

1. Understand the responsibilities of the chair and be able to perform these duties if needed,
2. Serve as part of the MNSILC leadership,
3. Take on any assignments given by the chair,
4. Participate in the annual review of the MNSILC coordinator.

### SECTION 4.5: SECRETARY

Duties:

1. Be responsible, in conjunction with MNSILC staff, for the review, editing, and approval of all meeting minutes prior to distribution,
2. Serve as part of the MNSILC leadership,
3. Take on any assignments given by the chair,
4. Participate in the annual review of the MNSILC coordinator.

### SECTION 4.6: TREASURER

Duties:

1. Ensure a true and accurate accounting of the finances of the MNSILC,
2. Serve as part of the MNSILC leadership,
3. Take on any assignments given by the chair,
4. Participate in the annual review of the MNSILC coordinator,
5. Serve as the chair of the Finance Committee.

### SECTION 4.7: PARLIAMENTARIAN

Duties:

1. Serve as part of the MNSILC leadership,
2. Take on any assignments given by the chair,
3. Participate in the annual review of the MNSILC coordinator; and
4. Is expected to be knowledgeable of and maintain Roberts Rules of Order during meetings.

### SECTION 4.8: SUCCESSION

In the event that the chair is unable to preside over the MNSILC meeting or other official functions, the vice-chair will then serve in that role. Succession goes through the officers in the order of vice-chair, secretary, treasurer, and parliamentarian.

### SECTION 4.9: MNSILC REPRESENTATION

All members need to gain approval before representing MNSILC at any meeting or activity. The member shall consult with the chair and/or executive committee for that approval.

## ARTICLE V - COMMITTEES AND TASK FORCES

### SECTION 5.1: COMMITTEES

The MNSILC shall create all standing committees based on need and the SPIL.

### SECTION 5.2: TASK FORCES

The MNSILC may establish special structures called task forces for the purpose of investigating or taking action on specific issues. These task forces are limited to acting on the issues for which they were created and within the time frame established for the assignment.

### SECTION 5.3: COMMITTEE AND TASK FORCE CHAIRS

The MNSILC chair shall appoint the committee and task force chairs. The chair may remove a committee or task force chair who is unable to perform the assigned responsibilities.

### SECTION 5.4: COMMITTEE AND TASK FORCE MEMBERSHIP

After consultation with the appropriate committee or task force chair, the MNSILC chair shall, recruit members of each committee and task force. A majority of committee or task force members shall be current voting members of the MNSILC. Other interested community members may be recruited to serve on any committee or task force. All task force and committee members may vote within their task force or committee unless there is an expressed conflict of interest.

### SECTION 5.5: COMMITTEE AND TASK FORCE ASSIGNMENTS AND WORK

All committees shall work to complete activities and tasks as assigned through the SPIL. Task forces shall be recommended by the Executive Committee and approved by the full MNSILC to meet the needs of MNSILC. Their work should be completed in a way that makes specific recommendations to the full MNSILC. These recommendations need to be fully researched and documented for members to review before the meeting at which they will be presented and voted on.

### SECTION 5.6: EXECUTIVE COMMITTEE

The executive committee will consist of the chair, vice chair, secretary, treasurer, and the parliamentarian. Other individuals may be asked to participate, as necessary. The executive committee is authorized to act on behalf of the MNSILC.

The business and affairs of the MNSILC will be managed under the direction of the executive committee. The executive committee will exercise the powers of the MNSILC when MNSILC is not in session and report actions taken to the MNSILC at its next meeting. A quorum must consist of not less than three (3) voting members of the executive committee.

Unless specifically delegated and approved by the full council, the executive committee shall not have the authority to:

1. Enter into contracts or agreements,
2. Acquire or dispose of real property,
3. Adopt annual operating budgets,
4. Amend the bylaws,
5. Approve expenditures that are not in the approved annual budget; and
6. Approve expenditures over $1,000 without full MNSILC approval.

## ARTICLE VI – DEFINITIONS

The following are definitions of terms used within these bylaws.

**A. Designated State Entity (DSE):** The DSE is the entity that the MNSILC designates to receive, account for, and disburse funds received by the federal and state governments.

**B. Disabilities*:*** When used in the member qualification and voting sections, “individuals with disabilities” is defined in 29 U.S.C. 705(20)(B) Section 7(20)(B)

**C. Center for Independent Living (CIL):** This refers to a nonresidential, private, nonprofit agency that is designed and operated within a local community by individuals with disabilities and provides an array of independent living services. These services are consumer controlled, community based, and cross disability.

**D. Federal Fiscal Year (FFY):** The FFY is October 1st through September 30th.

**E. Independent Living (IL):** Independent living refers to consumer control and choice in all aspects of a person’s life. Independent Living is a movement, a philosophy, and a unique way of providing services to persons with disabilities and to the community.

**F. Minnesota Statewide Independent Living Council (MNSILC):** The MNSILC is an entity established exclusively to fulfill the applicable provisions of the *Rehabilitation Act of 1973*, as amended and Minnesota Statute 268A.02.

**G. Quorum:** The minimum number of members required to be present at an assembly or meeting before it can ~~validly~~ proceed to transact business.

**H. State Fiscal Year (SFY):** The State Fiscal Year (SFY) is July 1st through June 30th.

**I. State Plan for Independent Living (SPIL):** The SPILidentifies the three-year goals and objectives for independent living services in the State of Minnesota.

## ARTICLE VII: Amendments and Effective Date

### SECTION 7.1: Amendments

Suggested amendments to these bylaws must be presented in writing ata regular meeting and voting will take place at a subsequent meeting. Ratification requires approval of two-thirds of the current voting members.

### SECTION 7.2: EFFECTIVE DATE

Bylaws shall become effective immediately upon approval by not less than two-thirds of the current voting members of the MNSILC.

#### **Effective date, October 14, 2021**

The original establishment of these bylaws was in July of 1987. Changes to this document were recorded in:

August 1990

July 1993

July 2002

November 2009

June 14, 2012

June 13, 2013

April 9, 2015

November 12, 2015

February 14, 2019

October 14, 2021

October 12, 2023

**Note: Additional information on many sections of the bylaws may be found in MNSILC’s Policy and Procedures document.**

Edited:10/1/2023; Adopted**:**  10/14/2023