

# **BOARD BYLAWS**

## **ARTICLE I.**

### **NAME OF BOARD**

**SECTION 1. Name.** The name of this board is stated by law as the “Georgia Vocational Rehabilitation Services Board”

**Reference:** O.C.G.A § 49-9-2(a) “*There is created the Georgia Vocational Rehabilitation Services Board.....*”

## **ARTICLE II.**

### **AUTHORITY, POWER, AND FUNCTIONS**

**SECTION 1. Authority and Functions.** The general authority and functions of the board are created and defined, by law.

**Reference:** O.C.G.A Title 49, Chapter 9, *Transfer of Division of Rehabilitation Services to Department of Labor.*

**SECTION 2. Functions.** The Board shall recommend to the Governor and the General Assembly changes in state programs, statutes, policies, budgets, and standards relating to vocational rehabilitation services, the improvement of coordination among state and local agencies that provide vocational rehabilitation services, and the improvement of the condition of citizens who are in need of vocational rehabilitation services. [

**Reference:** O.C.G.A § 49-9-2(h) *In addition to the powers and duties set forth in this chapter, the board shall recommend to the Governor and the General Assembly changes in state programs, statutes, policies, budgets, and standards relating to vocational rehabilitation services, the improvement of coordination among state and local agencies that provide vocational rehabilitation services, and the improvement of the condition of citizens who are in need of vocational rehabilitation services.*

## **ARTICLE III.**

## **BOARD MEMBERSHIP**

**SECTION 1. Number.** The Board shall consist of nine (9) members, who work or have worked in the area of vocational rehabilitation, or who are part of the vocational rehabilitation community; provided, however, that five (5) of the members shall be persons with disabilities, or family members of persons with disabilities.

**Reference:** O.C.G.A. § 49-9-2(a) *There is created the Georgia Vocational Rehabilitation Services Board. The board shall consist of nine members who work or have worked in the area of vocational rehabilitation or who are a part of the vocational rehabilitation community; provided, however, that five members shall be persons with disabilities or family members of persons with disabilities.*

**SECTION 2. Appointment and Term.** Each member of the Board shall be appointed by the Governor. The Governor shall appoint successors upon the expiration of the respective terms of office for terms of three years. All such members shall serve until their successors are appointed and qualified. Such members shall be eligible for reappointment to successive terms of office as members of the Board.

**Reference:** O.C.G.A. § 49-9-2(b) *The members of the board shall be appointed by the Governor. The first such members shall be appointed by the Governor to take office on July 1, 2012, for initial terms as follows: Three such members shall be appointed for terms of one year; three such members shall be appointed for terms of two years; and three such members shall be appointed for terms of three years. Thereafter, the Governor shall appoint successors upon the expiration of the respective terms of office for terms of three years. All such members shall serve until their successors are appointed and qualified. Such members shall be eligible for reappointment to successive terms of office as members of the board.*

**SECTION 3. Vacancies.** Vacancies in office shall be filled by appointment by the Governor in the same manner as the appointment to the position on the Board which becomes vacant. An appointment to fill a vacancy other than by expiration of a term of office shall be for the balance of the unexpired term.

**Reference:** O.C.G.A. § 49-9-2(c) *Vacancies in office shall be filled by appointment by the Governor in the same manner as the appointment to the position on the board which becomes vacant. An appointment to fill a vacancy other than by expiration of a term of office shall be for the balance of the unexpired term.*

**SECTION 4. Removal.** Members of the Board may be removed from office under the same conditions for removal from office of members of professional licensing boards.

**Reference** O.C.G.A. § 43-1-17 *Removal of members* - The Governor, after notice and opportunity for hearing, may remove from office any member of a professional licensing board for any of the following: (1) Inability or neglect to perform the duties required of members; (2) Incompetence; or (3) Dishonest conduct.

**SECTION 5. Code of Ethics for Board Members.** Members will abide by the “Code of Ethics or Members of Boards, Commissions, and Authorities”, the “Conflict of Interest” statutes, and the “Code of Ethics for Government Service”.

**References:** O.C.G.A. § 45-10-3: Code of Ethics for for Members of Boards, Commissions and Authorities created by general statute: Notwithstanding any provisions of law to the contrary, each member of all boards, commissions, and authorities created by general statute shall:

- (1) Uphold the Constitution, laws, and regulations of the United States, the State of Georgia, and all governments therein and never be a party to their evasion;
- (2) Never discriminate by the dispensing of special favors or privileges to anyone, whether or not for remuneration;
- (3) Not engage in any business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties;
- (4) Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit;
- (5) Expose corruption wherever discovered;
- (6) Never solicit, accept, or agree to accept gifts, loans, gratuities, discounts, favors, hospitality, or services from any person, association, or corporation under circumstances from which it could reasonably be inferred that a major purpose of the donor is to influence the performance of the member's official duties;
- (7) Never accept any economic opportunity under circumstances where he knows or should know that there is a substantial possibility that the opportunity is being afforded him with intent to influence his conduct in the performance of his official duties;
- (8) Never engage in other conduct which is unbecoming to a member or which constitutes a breach of public trust; and
- (9) Never take any official action with regard to any matter under circumstances in which he knows or should know that he has a direct or indirect monetary interest in the subject matter of such matter or in the outcome of such official action

O.C.G.A. §45-10-1: Code of Ethics for Government Service:

There is established for and within the state and for and in all governments therein a code of ethics for government service which shall read as follows: Any person in government service should:

I. Put loyalty to the highest moral principles and to country above loyalty to persons, party, or government department.

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*II. Uphold the Constitution, laws, and legal regulations of the United States and the State of Georgia and of all governments therein and never be a party to their evasion.*

*III. Give a full day's labor for a full day's pay and give to the performance of his duties his earnest effort and best thought.*

*IV. Seek to find and employ more efficient and economical ways of getting tasks accomplished.*

*V. Never discriminate unfairly by the dispensing of special favors or privileges to anyone, whether for remuneration or not, and never accept, for himself or his family, favors or benefits under circumstances which might be construed by reasonable persons as influencing the performance of his governmental duties.*

*VI. Make no private promises of any kind binding upon the duties of office, since a government employee has no private word which can be binding on public duty.*

*VII. Engage in no business with the government, either directly or indirectly, which is inconsistent with the conscientious performance of his governmental duties.*

*VIII. Never use any information coming to him confidentially in the performance of governmental duties as a means for making private profit.*

*IX. Expose corruption wherever discovered.*

*X. Uphold these principles, ever conscious that public office is a public trust.*

**O.C.G.A. § 45-10-20. Definitions.** *As used in this part, the term:*

*(1) "Agency" means any agency, authority, department, board, bureau, commission, committee, office, or instrumentality of the State of Georgia but shall not mean a political subdivision of the State of Georgia.*

*(2) "Business" means any corporation, partnership, proprietorship, firm, enterprise, franchise, association, organization, self-employed individual, trust, or other legal entity.*

*(3) "Employee" means any person who, pursuant to a written or oral contract, is employed by an agency.*

*(4) "Family" means spouse and dependents.*

*(5) "Full-time" means 30 hours of work for the state per week for more than 26 weeks per calendar year.*

*(6) "Limited powers" means those powers other than state-wide powers.*

*(7) "Part-time" means any amount of work other than full-time work.*

*(8) "Person" means any person, corporation, partnership, proprietorship, firm, enterprise, franchise, association, organization, or other legal entity.*

*(9) "Public official" means any person elected to a state office and means any person appointed to a state office where in the conduct of such office the person so appointed has administrative and discretionary authority to receive and expend public funds and to perform certain functions concerning the public which are assigned to him or her by law.*

*(10) "State-wide powers" means those powers exercised by public officials which affect and influence all of state government. Public officials who exercise such powers include but are not limited to the Governor, the Lieutenant Governor, members of the General Assembly, Justices of the Supreme Court, Judges of the*

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*Court of Appeals, the Secretary of State, the Attorney General, the state auditor, the state accounting officer, the commissioner of administrative services, members of the State Personnel Board, the director of the Office of Planning and Budget, judges of the superior courts, and district attorneys.*

*(11) "Substantial interest" means the direct or indirect ownership of more than 25 percent of the assets or stock of any business.*

*(12) "Transact business" or "transact any business" means to sell or lease any personal property, real property, or services on behalf of oneself or on behalf of any third party as an agent, broker, dealer, or representative and means to purchase surplus real or personal property on behalf of oneself or on behalf of any third party as an agent, broker, dealer, or representative.*

**SECTION 6. Expenses.** The members of the Board shall receive a per diem allowance and expenses as shall be set and approved by the Office of Planning and Budget in conformance with rates and allowances set for members of other state boards.

**Reference:** O.C.G.A. § 49-9-2(g): *The members of the board shall receive a per diem allowance and expenses as shall be set and approved by the Office of Planning and Budget in conformance with rates and allowances set for members of other state boards.*

**ARTICLE IV.**

**OFFICERS**

**SECTION 1. Chair.** State law provides that there shall be a Chair elected by and from the membership of the Board.

**Reference:** O.C.G.A. § 49-9-2(e): *There shall be a chairperson of the board elected by and from the membership of the board who shall be the presiding officer of the board. The term of the chairperson shall be established by rules of the board.*

**SECTION 2. Vice-Chair.** There shall be a Vice-Chair of the Board who shall be elected by and from the membership of the Board

**SECTION 3. Secretary.** There shall be a Secretary of the Board who shall be elected by and from the membership of the Board.

**SECTION 4. Duties.** The duties of the Chair, or the Vice-Chair in the event of the Chair's absence, resignation, or disability, shall be to preside at the meetings of the Board; to vote as any other member in plenary board meetings; to establish or to appoint, with the approval of the Board, the members of all standing and special committees established; to serve as an ex-officio member of all standing and

special committees, with the exception of the nominating committee without the authority to vote; to act for the Board and to sign documents and correspondence on behalf of the Board when the express or implied authorization of the Board is granted; to call special meetings and telephone conferences of the Board; and to otherwise perform all of the duties which may be delegated to the Chair by the Board. If the Vice-Chair is unable to preside, the Secretary will preside. The Secretary shall record minutes of all meetings, or have same recorded, and shall handle such correspondence as requested by the Chair, the Executive Committee, or by the Board, and shall perform such other duties as shall be delegated by the Chair or by the Board. Special Committees established hereunder shall have no more than four (4) board members including the Chair and shall submit any findings or recommendations to the full board for a vote prior to adoption.

**SECTION 5. Election and Term.** Officers of the Board shall be elected for a one (1) year term and they may succeed themselves. Elections shall be held at the second board meeting of the year with nominations to be made by the Board members, unless a quorum (5) of the Board members votes to postpone the election of officers. The new officers will take office on July 1<sup>st</sup> and their term shall conclude on June 30<sup>th</sup> of the following year. If an annual election has not occurred and an officer has not resigned from his or her position, the officer will remain in place until the Board holds an election. If an officer resigns from his or her position during their term, the Board may hold an election to fill the officer's position.

**SECTION 6. Vacancies.** Should the office of the Chair, Vice-Chair or Secretary become vacant other than by removal, an election to fill the unexpired term shall be held as soon as reasonably possible following the office becoming vacant. Nominations may be made by any board member and any board member may place his or her own name for nomination.

**SECTION 7. Removal.** The Chair, Vice-Chair or Secretary, or any of them, may be removed from such office at any time by vote of a majority of the membership of the board; provided, however, that notice of such intended action shall be given in writing to each member of the Board at least five (5) days prior to any meeting at which such a vote is to be taken. Upon removal of the Chair, Vice-Chair or Secretary, or any of them, the Board shall elect a successor to serve the remainder of the unexpired term(s).

## **ARTICLE V**

### **THE CHAIRMAN EMERITUS**

**SECTION 1: The Chairman Emeritus.** The Chairman Emeritus title shall be an honorary non-voting designation which may be bestowed upon a former Chair of the Board of Directors who has served the Board with distinction, has made significant contribution to the agency, and has completed the term(s) for which he or she was

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appointed. The designation shall be held for a one (1) year period, but may be extended for additional one (1) year terms as set forth below.

**SECTION 2: Election by the Board.** The Executive Committee of the Board may nominate an individual for the Chairman Emeritus designation. The Executive Committee will present the nomination(s) along with supporting statements to the Board of Directors for its consideration. A simple majority vote of Directors at a meeting at which a quorum is present is sufficient to approve. There shall be no more than one (1) Chairman Emeritus.

**SECTION 3: Duties.** A Chairman Emeritus shall be entitled to receive written notices and information which are provided to the Board of directors and to attend all board meetings as a member of the public. The Chairman Emeritus shall not be subject to any attendance policy or be counted in determining if a quorum is present at a meeting, entitled to hold office or to participate in sub-committees, or entitled to vote at any board meeting. Chairman Emeritus shall not be entitled to reimbursement of travel or other expenses or to receive a per diem allowance.

## **ARTICLE VI**

### **THE EXECUTIVE DIRECTOR**

**SECTION 1. The Executive Director.** The office of "Executive Director" is created and generally defined by law.

**SECTION 2. Duties.** The Executive Director is required by law to be the chief administrative officer of the Georgia Vocational Rehabilitation Agency and, subject to general approval of the Board, shall supervise, direct, account for, organize, plan, administer and execute the functions vested in the Georgia Vocational Rehabilitation Agency.

**SECTION 3. How Appointed and Removed.** State law requires that the Executive Director be nominated by the Governor and approved by the Board. The director shall serve during the term of the Governor by whom he or she is appointed and at the pleasure of the Board. If the Governor's term expires and the incoming Governor has not made a nomination or such nomination has not been approved by the Board, the current director shall serve until a replacement is nominated by the incoming Governor and approved by the Board.

**SECTION 4. Term.** The Executive Director shall serve at the pleasure of the Board and the Governor.

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Reference: O.C.G.A. § 49-9-3. Powers and duties of director

*(a) There shall be an executive director of the Georgia Vocational Rehabilitation Agency nominated by the Governor and approved by the board. The director shall serve during the term of the Governor by whom he or she is appointed and at the pleasure of the board. If the Governor's term expires and the incoming Governor has not made a nomination or such nomination has not been approved by the board, the current director shall serve until a replacement is nominated by the incoming Governor and approved by the board. (b) In carrying out his or her duties under this chapter, the director of the Georgia Vocational Rehabilitation Agency: (1) Shall, with the approval of the board, prepare such regulations for promulgation by the board as he or she finds necessary to carry out the purposes of this chapter; (2) Shall, with the approval of the board, prepare such policies and procedures as he or she finds necessary for the purposes of this chapter and establish appropriate subordinate administrative units within the agency; (3) Shall recommend to the board for appointment such personnel as he or she deems necessary for the efficient performance of the functions of the agency; (4) Shall prepare and submit to the board annual reports of activities and expenditures and, prior to each regular session of the General Assembly, estimates of sums required for carrying out this chapter and estimates of the amounts to be made available for this purpose from all sources; (5) Shall make certification for disbursement, in accordance with regulations, of funds available for carrying out the purposes of this chapter; (6) May, with the approval of the board, delegate to any officer or employee of the agency such of his or her powers and duties, except the making of regulations and the appointment of personnel, as he or she finds necessary to carry out the purposes of this chapter; and (7) Is designated as the administrator of a program provided under Section 221 of the federal Social Security Act, relating to disability adjudication services. The director shall receive, notwithstanding any other provision of law and in addition to his or her regular compensation, such compensation and allowance as may be augmented from grants by the appropriate federal agency in such amount as is determined by the federal agency to be commensurate with the duties imposed by Section 221 of the federal Social Security Act.*

**ARTICLE VII.**

**MEETINGS**

**SECTION 1. Regular Meetings.** The Board Chair shall set the schedule for no less than quarterly board meetings unless otherwise determined and publicly announced by the Board, in conformance with the provisions of the "Open Meetings Act." All members shall file with the Executive Director their mailing addresses, email addresses, and the telephone numbers in order to be served with notice of meetings, special meetings, or cancellations of meetings.

**SECTION 2. Special Meetings.** Special meetings of the Board may be called, for any purpose, by the Chair, or the Vice-Chair in the event of the Chair's disability, or



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by any four (4) members of the Board, by request in writing to the Executive Director. In the event of such request, the Executive Director shall give the Board members notice, to be received at least forty-eight (48) hours prior to the special meeting, by the most expedient means of the scheduled time and place of the special meeting and shall state the purpose of the meeting in the call. Public notice of the meeting shall be provided in accordance with the Georgia Open and Public Meetings Act.

**SECTION 3. Quorum.** A quorum shall be determined based on the current or filled positions on the Board. The quorum shall be more than one-half of the filled positions (membership) on the Board. The action of a majority of a quorum present at any meeting shall be an action of the Board, except as otherwise provided in these by-laws.

**SECTION 4. Parliamentary Authority.** The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Board in all cases in which they are applicable, to the extent that they are not inconsistent with the Constitution or laws of Georgia, these by-Laws, or any special rule adopted by the Board.

**SECTION 5. Teleconferences.** In the event of a special circumstances, business may be conducted by teleconference, provided that a quorum of the membership participates and that any action taken is ratified by the Board at the next regular or special meeting of the Board. Any member may participate by teleconference in any meeting, if necessary due to reasons of health or absence from the jurisdiction; provided, however, that no member shall participate by teleconference more than twice in one calendar year without meeting requirements of the "Open Meetings Act" related to personal health or emergencies. The conduct of business through conference telephone calls shall be in conformance with these by-laws and the Georgia "Open and Public Meetings Act," and opinion of the Attorney General No. 85-26.

**References:** O.C.G.A. § 50-14-1 et seq. *Meetings of departments, agencies, boards, etc., to be open to public; notice of meetings and agenda*

*a) As used in this chapter, the term:*

*(1) "Agency" means:*

*(A) Every state department, agency, board, bureau, office, commission, public corporation, and authority;*

*(B) Every county, municipal corporation, school district, or other political subdivision of this state;*

*(C) Every department, agency, board, bureau, office, commission, authority, or similar body of each such county, municipal corporation, or other political subdivision of the state;*

*(D) Every city, county, regional, or other authority established pursuant to the laws of this state; and*

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*(E) Any nonprofit organization to which there is a direct allocation of tax funds made by the governing body of any agency as defined in this paragraph which constitutes more than 33 1/3 percent of the funds from all sources of such organization; provided, however, that this subparagraph shall not include hospitals, nursing homes, dispensers of pharmaceutical products, or any other type organization, person, or firm furnishing medical or health services to a citizen for which they receive reimbursement from the state whether directly or indirectly; nor shall this term include a subagency or affiliate of such a nonprofit organization from or through which the allocation of tax funds is made.*

*(2) "Executive session" means a portion of a meeting lawfully closed to the public.*

*(3) (A) "Meeting" means :*

*(i) The gathering of a quorum of the members of the governing body of an agency at which any official business, policy, or public matter of the agency is formulated, presented, discussed, or voted upon; or*

*(ii) The gathering of a quorum of any committee of the members of the governing body of an agency or a quorum of any committee created by the governing body at which any official business, policy, or public matter of the committee is formulated, presented, discussed, or voted upon.*

*(B) "Meeting" shall not include:*

*(i) The gathering of a quorum of the members of a governing body or committee for the purpose of making inspections of physical facilities or property under the jurisdiction of such agency at which no other official business of the agency is to be discussed or official action is to be taken;*

*(ii) The gathering of a quorum of the members of a governing body or committee for the purpose of attending state-wide, multijurisdictional, or regional meetings to participate in seminars or courses of training on matters related to the purpose of the agency or to receive or discuss information on matters related to the purpose of the agency at which no official action is to be taken by the members;*

*(iii) The gathering of a quorum of the members of a governing body or committee for the purpose of meeting with officials of the legislative or executive branches of the state or federal government at state or federal offices and at which no official action is to be taken by the members;*

*(iv) The gathering of a quorum of the members of a governing body of an agency for the purpose of traveling to a meeting or gathering as otherwise authorized by this subsection so long as no official business, policy, or public matter is formulated, presented, discussed, or voted upon by the quorum; or*

*(v) The gathering of a quorum of the members of a governing body of an agency at social, ceremonial, civic, or religious events so long as no official business, policy, or public matter is formulated, presented, discussed, or voted upon by the quorum.*

*This subparagraph's exclusions from the definition of the term meeting shall not apply if it is shown that the primary purpose of the gathering or gatherings is to*

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*evade or avoid the requirements for conducting a meeting while discussing or conducting official business.*

*(b)(1) Except as otherwise provided by law, all meetings shall be open to the public. All votes at any meeting shall be taken in public after due notice of the meeting and compliance with the posting and agenda requirements of this chapter.*

*(2) Any resolution, rule, regulation, ordinance, or other official action of an agency adopted, taken, or made at a meeting which is not open to the public as required by this chapter shall not be binding. Any action contesting a resolution, rule, regulation, ordinance, or other formal action of an agency based on an alleged violation of this provision shall be commenced within 90 days of the date such contested action was taken or, if the meeting was held in a manner not permitted by law, within 90 days from the date the party alleging the violation knew or should have known about the alleged violation so long as such date is not more than six months after the date the contested action was taken.*

*(3) Notwithstanding the provisions of paragraph (2) of this subsection, any action under this chapter contesting a zoning decision of a local governing authority shall be commenced within the time allowed by law for appeal of such zoning decision.*

*(c) The public at all times shall be afforded access to meetings declared open to the public pursuant to subsection (b) of this Code section. Visual and sound recording during open meetings shall be permitted.*

*(d)(1) Every agency subject to this chapter shall prescribe the time, place, and dates of regular meetings of the agency. Such information shall be available to the general public and a notice containing such information shall be posted at least one week in advance and maintained in a conspicuous place available to the public at the regular place of an agency or committee meeting subject to this chapter as well as on the agency's website, if any. Meetings shall be held in accordance with a regular schedule, but nothing in this subsection shall preclude an agency from canceling or postponing any regularly scheduled meeting.*

*(2) For any meeting, other than a regularly scheduled meeting of the agency for which notice has already been provided pursuant to this chapter, written or oral notice shall be given at least 24 hours in advance of the meeting to the legal organ in which notices of sheriff's sales are published in the county where regular meetings are held or at the option of the agency to a newspaper having a general circulation in such county at least equal to that of the legal organ; provided, however, that, in counties where the legal organ is published less often than four times weekly, sufficient notice shall be the posting of a written notice for at least 24 hours at the place of regular meetings and, upon written request from any local broadcast or print media outlet whose place of business and physical facilities are located in the county, notice by telephone, facsimile, or e-mail to that requesting media outlet at least 24 hours in advance of the called meeting. Whenever notice is given to a legal organ or other newspaper, that publication shall immediately or as soon as practicable make the information available upon inquiry to any member of the public. Upon written request from any local broadcast or print media outlet, a copy of the meeting's agenda shall be provided*

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*by facsimile, e-mail, or mail through a self-addressed, stamped envelope provided by the requestor.*

*(3) When special circumstances occur and are so declared by an agency, that agency may hold a meeting with less than 24 hours' notice upon giving such notice of the meeting and subjects expected to be considered at the meeting as is reasonable under the circumstances, including notice to the county legal organ or a newspaper having a general circulation in the county at least equal to that of the legal organ, in which event the reason for holding the meeting within 24 hours and the nature of the notice shall be recorded in the minutes. Such reasonable notice shall also include, upon written request within the previous calendar year from any local broadcast or print media outlet whose place of business and physical facilities are located in the county, notice by telephone, facsimile, or e-mail to that requesting media outlet.*

*(e)(1) Prior to any meeting, the agency or committee holding such meeting shall make available an agenda of all matters expected to come before the agency or committee at such meeting. The agenda shall be available upon request and shall be posted at the meeting site as far in advance of the meeting as reasonably possible, but shall not be required to be available more than two weeks prior to the meeting and shall be posted, at a minimum, at some time during the two-week period immediately prior to the meeting. Failure to include on the agenda an item which becomes necessary to address during the course of a meeting shall not preclude considering and acting upon such item.*

*(2)(A) A summary of the subjects acted on and those members present at a meeting of any agency shall be written and made available to the public for inspection within two business days of the adjournment of a meeting.*

*(B) The regular minutes of a meeting subject to this chapter shall be promptly recorded and such records shall be open to public inspection once approved as official by the agency or its committee, but in no case later than immediately following its next regular meeting; provided, however, that nothing contained in this chapter shall prohibit the earlier release of minutes, whether approved by the agency or not. Such minutes shall, at a minimum, include the names of the members present at the meeting, a description of each motion or other proposal made, the identity of the persons making and seconding the motion or other proposal, and a record of all votes. The name of each person voting for or against a proposal shall be recorded. It shall be presumed that the action taken was approved by each person in attendance unless the minutes reflect the name of the persons voting against the proposal or abstaining.*

*(C) Minutes of executive sessions shall also be recorded but shall not be open to the public. Such minutes shall specify each issue discussed in executive session by the agency or committee. In the case of executive sessions where matters subject to the attorney-client privilege are discussed, the fact that an attorney-client discussion occurred and its subject shall be identified, but the substance of the discussion need not be recorded and shall not be identified in the minutes. Such minutes shall be kept and preserved for in camera inspection by an appropriate court should a dispute arise as to the propriety of any executive session.*

*(f) An agency with state-wide jurisdiction or committee of such an agency shall be authorized to conduct meetings by teleconference, provided that any such meeting is conducted in compliance with this chapter.*

*(g) Under circumstances necessitated by emergency conditions involving public safety or the preservation of property or public services, agencies or committees thereof not otherwise permitted by subsection (f) of this Code section to conduct meetings by teleconference may meet by means of teleconference so long as the notice required by this chapter is provided and means are afforded for the public to have simultaneous access to the teleconference meeting. On any other occasion of the meeting of an agency or committee thereof, and so long as a quorum is present in person, a member may participate by teleconference if necessary due to reasons of health or absence from the jurisdiction so long as the other requirements of this chapter are met. Absent emergency conditions or the written opinion of a physician or other health professional that reasons of health prevent a member's physical presence, no member shall participate by teleconference pursuant to this subsection more than twice in one calendar year.*

1985 Op. Att'y Gen. 85-26 (presence by telephone conference constitutes presence for quorum) <https://law.georgia.gov/opinions/94-11>

**SECTION 6. Rescheduling, Relocating, Canceling, Closing of Meetings.** When it is determined necessary by the Board to reschedule, relocate, cancel or close a meeting to the public such action shall be in conformance with pertinent provisions of the "Open Meetings Act." All members shall receive notice of the cancellation via the email addresses, and/or telephone numbers on file with the Executive Director of Georgia Vocational Rehabilitation Agency. Notice of the meeting cancellation shall be posted on the agency website and at the location of the meeting. In the event the cancellation of a meeting occurs due to inclement weather or an emergency declared by government officials, the Georgia Vocational Rehabilitation agency shall provide the notice of the meeting cancellation to the applicable media outlets. [Reference O.C.G.A. § 50-14-1 et seq. see above]

**SECTION 7. Records.** A record shall be made and maintained of all meetings of the Board, standing and special committees of the Board, and conference telephone calls of the Board. Such record shall conform to the requirements of the "Open Records Act."

**Reference:** O.C.G.A. § 50-18-70 Legislative findings and declaration; definitions

*(a) The General Assembly finds and declares that the strong public policy of this state is in favor of open government; that open government is essential to a free, open, and democratic society; and that public access to public records should be encouraged to foster confidence in government and so that the public can evaluate the expenditure of public funds and the efficient and proper functioning*

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*of its institutions. The General Assembly further finds and declares that there is a strong presumption that public records should be made available for public inspection without delay. This article shall be broadly construed to allow the inspection of governmental records. The exceptions set forth in this article, together with any other exception located elsewhere in the Code, shall be interpreted narrowly to exclude only those portions of records addressed by such exception.*

*(b) As used in this article, the term:*

*(1) "Agency" shall have the same meaning as in Code Section 50-14-1 and shall additionally include any association, corporation, or other similar organization that has a membership or ownership body composed primarily of counties, municipal corporations, or school districts of this state, their officers, or any combination thereof and derives more than 33 1/3 percent of its general operating budget from payments from such political subdivisions.*

*(2) "Public record" means all documents, papers, letters, maps, books, tapes, photographs, computer based or generated information, data, data fields, or similar material prepared and maintained or received by an agency or by a private person or entity in the performance of a service or function for or on behalf of an agency or when such documents have been transferred to a private person or entity by an agency for storage or future governmental use.*

## **ARTICLE VIII**

### **ANNUAL REPORT**

**SECTION 1. Report.** The Board shall receive annual reports, prepared and submitted by the Executive Director, of activities and expenditures and, prior to each regular session of the General Assembly, estimates of sums required for carrying out this chapter and estimates of the amounts to be made available for this purpose from all sources.

**Reference:** O.C.G.A§ 49-9-3(b)(4). ".....(b) In carrying out his or her duties under this chapter, the director of the Georgia Vocational Rehabilitation Agency: (4) Shall prepare and submit to the board annual reports of activities and expenditures and, prior to each regular session of the General Assembly, estimates of sums required for carrying out this chapter and estimates of the amounts to be made available for this purpose from all sources;"

## **ARTICLE IX**

**AMENDMENTS TO BYLAWS**

**SECTION 1. Amendment.** These by-Laws can be amended, altered, or repealed and new by-Laws be adopted by a quorum (5) of the Board at any regular meeting or at any special meeting of the Board, provided that the amendment, alteration, repealer, or new by-Law, as the case may be has/have submitted, in writing, at the previous regular or special meeting of the Board.

**SECTION 2. Effective date.** Amendments shall be effective immediately upon the adoption unless a specific effective date is specified in the motion to adopt.