

**COMMISSION FOR STATEWIDE CONTRACTS TO SUPPORT EMPLOYMENT FOR  
PERSONS WITH DISABILITIES  
BY-LAWS**

Adopted \_\_\_\_\_

**ARTICLE I – NAME**

**SECTION 1.** The name of this entity is the Commission for Statewide Contracts to Support Employment for Persons with Disabilities (“Commission”).

**ARTICLE II – PURPOSE**

**SECTION 1.** The Commission shall assure an expanded and constant market for products and services of people with disabilities. To that end, the Commission will approve proposed contracts and set the price of all products manufactured and services provided by DIB or any community rehabilitation program (CRP) that are being offered to a State agency as defined in 16 Del. C. ch. 96.

**ARTICLE III - OFFICERS**

**SECTION 1.** The Officers of the Commission of the State of Delaware shall be a Chairperson and a Vice-Chairperson.

**SECTION 2.** The Chairperson shall preside at all meetings of the Commission. The Chairperson shall be the only person authorized to make public announcements for the Commission. The Chairperson of the Commission may request from the head or administrator of any state agency, as defined in 16 Del. C. ch. 96, to provide information necessary to enable the Commission to carry out its duties pursuant to the same chapter. The Chairperson shall also appoint members to all subcommittees of the Commission. The Chairperson shall designate members of the Commission to represent the Commission upon all affiliated associations, committees, and organizations; at meetings; and the like. The Chair may also appoint non-Commission members to any subcommittee where he/she deems that person’s expertise will assist the subcommittee with its responsibilities.

**SECTION 3.** The Vice-Chairperson shall be vested with all powers and perform all the duties of the Chairperson in his/her absence or disability, to the extent which may be permitted by law,

and the Vice-Chairperson shall perform such other duties as may be prescribed from time to time by the Commission.

#### **ARTICLE IV - STAFF**

**SECTION 1.** The Director of the Division of Visually Impaired shall provide administrative services to the Commission. He/She will designate someone to provide administrative assistance at all Commission and all subcommittee meetings and shall record the proceedings of the meetings and shall be responsible for creating the minutes of each meeting. The Director shall give proper notices of all meetings of the Commission and of the subcommittees thereof.

The Director shall supervise and direct the execution of all policies, orders and resolutions of the Commission as may be required of him/her by the Commission.

#### **ARTICLE V – MEMBERSHIP**

- (a) The Commission shall be composed of the following serving, at the pleasure of the Governor, as voting members with majority members present to rule when voting.
- (i) Director of Government Support Services or a designee;
  - (ii) Director of the Division of Vocational Rehabilitation or a designee;
  - (iii) Secretary of Finance or a designee;
  - (iv) Three public members, who shall include at least one person with a disability or a family member of an individual who is 14 years of age or older and has a disability, who are appointed by the Governor;
  - (v) The Chair shall be appointed by the Governor.
  - (vi) Non-voting members shall consist of the following;
  - (vii) A representative of an industry that employs persons with disabilities, appointed by the Governor;
  - (viii) The Director of Delaware Association of Rehabilitation Facilities or its successor.
  - (ix) The Director of Division for the Visually Impaired
- (b) Members of the Commission shall serve without compensation other than reimbursement for expenses actually incurred in connection with the work of the Commission, and for travel expenses when away from their homes or regular places of business.

(c) There no set terms for the members of the Commission.

## **ARTICLE VI - MEETINGS**

**SECTION 1.** The Commission shall meet once each month provided, however, a majority of a quorum present at any such meeting may postpone or change the date of the next monthly meeting.

**SECTION 2.** A special meeting of the Commission may be called at any time by the Chairperson.

**SECTION 3.** A written notice of each regular meeting of the Commission shall be electronically transmitted by the Director of the Division of Visually Impaired or his/her designee to each member of the Commission at least seven (7) days prior to the date of such regular meeting. Notice shall be electronically transmitted by the Director of the Division of Visually Impaired or his/her designee to each member of the Commission at least two (2) days prior to the date of any special meeting which may be duly called, as aforesaid.

**SECTION 4.** Majority of the appointed members of the Commission shall constitute a quorum for the transaction of business. Pursuant to 16 Del. C. §9603(f), members of the Commission may participate in a meeting of the Commission by means of conference telephone or other communications equipment by which all persons participating in the meeting can hear each other. Participating in a meeting in this manner shall constitute presence in person at the meeting.

**SECTION 5.** No meeting of the Commission shall be only telephonic. There will be at least one voting member present in a physical location where the public may attend in person.

**SECTION 6.** All Commission meetings shall offer the public the ability to attend the meeting telephonically by including a toll free number in its public notices.

**SECTION 7.** Attendance:

(a) It shall be the duty of the members of the Commission to attend the meetings of the Commission so as to take part in its deliberations. If any member fails to attend three successive meetings of the Commission without good and valid cause or excuse or without leave of absence from the Chair or, if the Chair for any cause cannot act, from the Vice Chair of the Commission,

that member's office shall be declared vacant by the Commission, and the Chair shall notify the Governor of a vacancy on the Commission, and request that the Governor shall fill the same.

(b) New Commission members shall complete an orientation session designated by the Chair.

(c) All Commission members shall participate in training sessions as designated by the Chair.

**SECTION 8.** Conflict of Interest: Any member of the Commission or sub-committee member having an interest in a matter presented to or being considered by the Commission or a sub-committee for recommendation, authorization, approval or ratification, shall give prompt, full and frank disclosure of his or her interest to the Commission or sub-committee prior to its acting on such matter. The body to which such disclosure is made shall thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist.

If the body to which the disclosure is made determines that a conflict exists, the person regarded as having the conflict shall not vote on, nor use his or her personal influence on, nor participate (other than to present factual information or to respond to questions) in the discussions or deliberations with respect to such matter. Such person may not be counted in determining the existence of a quorum for the portion of the meeting where the matter that includes the conflict is under discussion or is being voted upon. The minutes of the meeting shall reflect the disclosure made, the vote thereon and, where applicable the abstention from voting and participation, and whether a quorum was present.

**SECTION 9.** At all meetings of the Commission or any sub-committee thereof, all proceedings shall be conducted in accordance with the Delaware Freedom of Information Act, 29 Del. C. ch. 100, and the Delaware Administrative Procedures Act, 29 Del. C. ch.101, as applicable.

## **ARTICLE VII - ORDER OF BUSINESS**

**SECTION 1.** The order of business at all regular meetings of the Commission shall be as follows:

I. Call to Order.

II. Acceptance of the Agenda.

III. Approval of Minutes of previous meeting(s).

IV. Report of Chairperson.

V. Reports of Subcommittees.

VI. Old Business.

VI. New Business.

VIII. Public Comment/Presentation.

IX. Adjournment.

**SECTION 2.** The Chairperson shall have the authority to deviate from the order of business as circumstances warrant.

**SECTION 3.** Presentations by members of the public shall be limited to five (5) minutes, unless approved by the Chairperson. Speakers are requested to give presentations in the order of sign in. The Chairperson may limit the number of speakers heard, as circumstances warrant.

## **ARTICLE VIII - SUBCOMMITTEES**

**SECTION 1.** The subcommittees of the Commission shall be as follows:

- 1) Bylaws and Regulations Subcommittee.
- 2) Central Non-Profit Agency (CNA) Subcommittee.

**SECTION 2.** In December of each year, the Chairperson shall review the composition of each of the subcommittees, shall make appointments and/or reassign members of the Commission to each of the subcommittees, as needed and permitted by law, and shall name a Chair of each of the subcommittees to serve for the following calendar year. Each member of the Commission shall participate actively in the work of one of the subcommittees. Non-members of the Commission may be appointed by the Chairperson pursuant to Article III Section 2 of these Bylaws. Those appointed non-members shall count towards the quorum of that subcommittee

and shall have a vote in any matter before that subcommittee. Quorum for any subcommittee shall be a majority of that subcommittee's members.

**SECTION 3.** The Chairperson may appoint special or ad hoc committees at any time and from time to time.

**SECTION 4.** The Bylaws and Regulations Subcommittee shall review and revise when appropriate, these bylaws as well as the Commission's Regulations, to ensure that they are compliant with the Commission's purpose and statutory authority. It will review any recommendations presented to be for revision of either the bylaws or regulations.

**SECTION 5.** The Central Non-Profit Agency (CNA) Subcommittee shall develop the competitive solicitation for the selection of any central non-profit agency. In addition, the subcommittee shall review the performance of the CNA's as well as review and respond to any complaint filed against a CNA with the Commission. The subcommittee will present its finding and recommendations on any complaint to the full Commission.

#### **ARTICLE IX – ANNUAL REPORT**

**SECTION 1.** The Commission shall, not later than 90 days following the close of each fiscal year, transmit to the Governor and to the General Assembly a report in a format as required by law or executive order. The report shall include the names of the Commission members serving in the preceding fiscal year, the dates of the Commission meetings in that year, a description of its activities during that year, and any recommendations for changes in the law which the Commission might suggest.

**SECTION 2.** The Commission may designate the initial drafting of the annual report to an entity and will vote on final approval of that draft report prior to its issuance to the Governor and General Assembly.

#### **ARTICLE X - AMENDMENTS**

**SECTION 1.** Any duly-appointed member of the Commission may at any time propose any amendments to these BY-LAWS, by submitting the same in writing to the Bylaws and Regulations Subcommittee.

**SECTION 2.** A copy of any proposed amendments of these BY-LAWS shall be forwarded by electronic transmittal to each member of the Commission at least ten (10) days prior to the meeting of the Commission at which it is to be presented and acted upon, together with a written notice of the date, hour, and place of such meeting.

**SECTION 3.** Any amendment to these BY-LAWS must first be adopted by the affirmative vote of  $\frac{2}{3}$  of the active members of the Commission before the same shall become effective.