

Citywide Council on English Language Learners (CCELL)



Bylaws

ARTICLE I – NAME & AUTHORITY

Section 1. Name

The name of the Council shall be: The Citywide Council for English Language Learners (CCELL)

Section 2. Authority

The Council shall have the powers and duties set forth in NYS Education Law, Art. 52-A, §2590 and implementing Chancellor's Regulations.

Mission Statement:

The CCELL promotes second English Language Learning (ELL) by advocating on behalf of NYC public school students in bilingual, dual language, and English as a New Language (ENL) programs. The Council also encourages parent engagement in their children's language learning by providing information about public school ELL programs and services and by providing a forum for parent and community concerns about these programs and services.

ARTICLE II – OFFICERS AND ELECTIONS

Section 1. Officers

a. The Officers of the Council shall be:

President
1st Vice President
2nd Vice President
Recording Secretary
Treasurer

b. No member may hold more than one office at a time.

Section 2. Elections

a. Officers shall be elected by roll call vote, by the majority (6) of the total number of members that constitute the Council (11), [*at the Annual Meeting, for a period of one year*]. All officers shall serve until their successors have been elected.

b. Candidates for office must be present to be elected.

c. At the beginning of any new Education Council term, in the event that no officer is re-elected or re-appointed to the Council, the Administrative Assistant to the Council (or in his/her absence, a Department of Education representative) shall convene the first meeting of the Council by (i) executing the notice of meeting pursuant to Article III, Section 1; (ii) calling the meeting to order; and (iii) conducting an election from among the council members for a chair *pro-tem*, who will then begin the process of electing officers.

Section 3. Duties of Officers

3.1 President

- a. The President shall be the Chief Executive Officer of the Council. He/she shall represent the Council in interactions with the NYC Department of Education and at all official functions; execute all documents on behalf of the Council and exercise all other powers and perform all other duties pertaining to the office of President.
- b. The President shall call [*and preside*] at all meetings; shall have the right to take part in the debate on any question under consideration and vote upon all questions before the Council.
- c. The President shall be an *ex-officio* member of all committees, and shall have the right to nominate and remove committee chairs, subject to Council veto [*agreement of the Council*]
- d. The President shall supervise the Administrative Assistant to the Council on its behalf, and approve all member reimbursement requests except his/her own, which shall be approved by the Treasurer.

3.2 1st Vice President

The 1st Vice President shall exercise the powers and perform the duties of the President in his/her absence, and discharge such functions as may be assigned to her/him by the President or by duly adopted Council resolution.

3.3 2nd Vice President

The 2nd Vice President shall exercise the powers and perform the duties of the President and 1st Vice President in their absence, and discharge such functions as may be assigned to her/him by the President or by duly adopted Council resolution.

3.4 Recording Secretary

The Recording Secretary shall, in conjunction with the President, supervise the Administrative Assistant in the taking and keeping of meeting attendance, minutes, and the voting record on all motions and resolutions. He/she shall read each resolution on the agenda of a calendar meeting; sign all approved minutes, and ensure appropriate record-keeping by the Council, including compliance with the Open Meetings Law and Freedom of Information Law. In the absence of the Administrative Assistant, the Recording Secretary shall be responsible for taking minutes. The Recording Secretary shall also discharge such functions as may be assigned to him/her by the President or by duly adopted Council resolution.

3.4 Treasurer

The Treasurer shall be responsible for working with the Administrative Assistant and designated Department of Education (DOE) staff to ensure that business transactions and member-reimbursement requests are properly documented and follow DOE

Standard Operating Procedures. The Treasurer shall supervise the Administrative Assistant in preparing budgets and regular financial reports, and shall present same to the Council for approval; he/she shall also sign the President's reimbursement requests. The Treasurer shall also discharge such functions as may be assigned to him/her by the President or by duly adopted Council resolution.

Section 4. Resignation of Officers

An officer who wishes to resign from her/his office shall notify the President in writing (or, if the officer resigning is the President, the 1st Vice President and 2nd Vice President), who shall notify the other Council members within 3 calendar days.

Section 5. Removal of Officers

An officer may be removed from her/his position by vote of the majority (6) of the total number of members of the Council (11) for reasons that obstruct or neglect council obligations, (including unexcused absences and excessive lateness) at a regular or special calendar meeting, provided, if possible that the officer has been given the opportunity to address the Council at such meeting prior to any vote being taken. Notice of the vote to remove such officer shall be included in the notice of meeting and agenda.

Section 6. Officer Vacancies

A vacancy in an office shall be filled for the unexpired term by special election at the next regularly scheduled calendar meeting of the Council. Notice of the vacancy and election to be held shall be included in the notice of meeting. If, in the filling of any vacancy, another office is vacated, that office shall be filled immediately, by special election held at the same meeting.

ARTICLE III – MEETINGS

Section 1. Notice & Public Access

All meetings shall be open to the public except where otherwise permitted by law.

Except as provided in Article III, Section 6, public notice shall be given to the community at least 72 hours prior to all meetings, through local news media and conspicuously posted in one or more designated public places, as provided by the Open Meetings Law (NYS Public Officers Law, Art. 7, Sect. 100-111). The Open Meetings Law requires that public business be performed in an open and public manner, and that the community be fully aware of and able to observe the performance of public officials and attend and listen to their deliberations and decisions.

In addition, notice of all meetings shall be given in writing (in English and other languages, as appropriate) in a form suitable for mass reproduction, to the President of

every Parent Association/Parent Teacher Association, the Presidents' Council, heads of schools and parent coordinators to post conspicuously in schools, and to other persons and organizations who have expressed a desire to receive meeting notices.

All meetings shall be held in facilities accessible to the disabled.

Section 2. Member Attendance at Meetings

It is the responsibility of each Council member to attend all regularly scheduled calendar and working/business meetings of the Council.

2.1 Notification of Absence

Except in an emergency, members shall notify the President and the Administrative Assistant at least 24 hours, 1 business day prior to the scheduled meeting time of their intent to be absent. However, such notification shall not in and of itself constitute an excused absence; Chancellor's Regulation D-140.IX.A.1 sets forth the only grounds on which an absence may be deemed excused.

2.2 Unexcused Absences

Any Council member who fails to attend six meetings of the Council within his/her term of office without a valid excuse, tendered in writing to the President and the Administrative Assistant, vacates his/her office by refusal to serve (NYS Ed. Law § 2590). Absences shall be noted as "excused" or "unexcused," as the case may be, in the meeting minutes, and any written excuse tendered shall be attached. If Council members missed a meeting, they have up to one week to provide the proper documentation for the absence to be deemed an excused absence.

After the sixth unexcused absence, the President shall, at the next calendar meeting, present a resolution declaring a vacancy to the Chancellor. Such resolution shall be voted upon at the same meeting.

As this Council holds its business and calendar meetings on the same day, a member who is absent for the day will be declared to have missed two meetings.

2.3 Excused Absences

As provided in CR D-140.IX.A.1, the following shall constitute valid excuses for absence:

- Death of a relative or attendance at a relative's funeral
- Serious illness or injury of the member or family member
- Mandatory court attendance including jury duty
- Military duty
- Job-related conflict which makes absence from a Council meeting unavoidable
- And other reasons the Council deems appropriate.

Excuses not explicitly listed in CR D-140.IX.A.1, shall be 1) notified to the Council in writing at least 24 hours before the meeting; and 2) put on the meeting agenda for the Council to take a vote on whether the excuse is deemed appropriate pursuant to CR D-140.IX.A.1.

Section 3. Annual Meeting for the Election of Officers

The Annual Meeting of the Council shall be held on the first Tuesday of September, except when it falls on holidays or school closures.

The only business considered shall be the election of officers.

Section 4. Calendar Meetings

The Council shall hold calendar meetings at least once a month, at which formal decisions and resolutions will be considered and voted upon and where the public will have the opportunity to address the Council.

4.1 Meeting Schedule

Calendar meetings shall be held on the first Tuesday of each month at 6:15 pm. In the event the day falls on a legal or school holiday, the Council shall vote to schedule the meeting on an alternate date, provided it falls within the same calendar month and is notified in compliance with Article III, Section 1.

At the July calendar meeting, the Council shall review the upcoming school year calendar, taking into account religious observances, parent-teacher conferences and school recess periods, and vote upon any modifications to the calendar meeting schedule that may be required to facilitate attendance by parents and the community. The approved schedule shall be forwarded to the Division of Family and Community Engagement for posting on the DOE website.

4.2 Rescheduling Meetings

The Council shall make every effort to adhere to the schedule of meetings set pursuant to §4.1 in order to ensure ample notice and minimize inconvenience to the public.

If it becomes necessary to reschedule a calendar meeting due to inclement weather or other emergency, a new date shall be set by the President, after consultation with the Council, and included in the notice of cancellation of the scheduled meeting. To the extent possible, the new date shall fall within the same calendar month.

If the Council deems advisable to reschedule a calendar meeting for any other reason, it shall do so by vote of the majority (6) of the total number of members of the Council (11) held no later than the prior month's calendar meeting.

Section 5. Business/Working Meetings

A working/business meeting shall be held on the first Tuesday of each month immediately following adjournment of the calendar meeting.

As the business meeting is held on the same day as the calendar meeting, in the event there is unfinished business, the Council may vote to schedule an additional business/working meeting as needed. The public shall be notified of all business/working meetings as prescribed in Article III, Section 1.”

Section 6. Special Meetings

Special meetings, either business/working or calendar, may be held at the call of the President and must be held upon the written request of 3 members of the Council to the President.

Special meetings held at the request of 3 or more Council members must be held no later than 14 calendar days after receipt of the written request by the President.

The President shall ensure that written notice is given to each member of the Council not less than 48 hours in advance, and that public notice is disseminated as provided for in Article III, section 1. The notice shall state the matter(s) to be considered at the meeting; no other matters may be considered except with the consent of all members present.

Section 7. Executive Sessions

Executive Sessions shall be held as needed to discuss matters that by law are permitted to be discussed in a confidential session closed to the public. Decisions shall be made by a vote of the majority (6) of the total number of Council members (11), and shall be ratified at a calendar meeting by duly recorded roll call vote.

Executive Sessions may be called only to deal with matters enumerated in the Open Meetings Law, §105, including but not limited to:

- Matters of individual privacy: medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal, or removal of a particular person.
- Information relating to current or future investigation of criminal offenses which will imperil effective law enforcement if disclosed.
- Discussions regarding proposed, pending or current litigation.

Attendance at an executive session shall be permitted to all members of the Council and to any other person(s) authorized by the President or by a vote of the Council.

An Executive Session may be convened only by motion made during a regularly scheduled or special business/working or calendar meeting. Such motion shall identify general areas to be considered during the Executive Session and must pass by a vote of the majority (6) of the total number of Council members (11).

ARTICLE IV – CONDUCT OF BUSINESS AT MEETINGS

Section 1. Agendas

1.1 Calendar Meetings

Each notice of a calendar meeting shall state the topic(s) to be considered and be accompanied by the text of any resolutions proposed for adoption by the Council. A detailed agenda shall be available at the meeting.

Agenda topics for each calendar meetings shall be set at a business meeting held at least one month in advance. Council members shall have the opportunity to add items to the agenda by notifying the President in writing no later than 3 calendar days before the meeting, but the President shall make the final decision on agenda topics, subject to the provisions of §1.2 (Resolutions).

1.2 Resolutions

Resolutions may be placed on the agenda by:

- a vote of the majority (6) of the total number of members of the Council (11), taken during a business/working meeting; or
- 3 members of the Council who shall have submitted such item to the President and the Administrative Assistant at least 3 calendar days before the calendar meeting; or
- a member of the Council at any time provided that (i) he/she shall have delivered a copy thereof to the President and the Administrative Assistant before the start of the calendar meeting; (ii) such addition is consented to by a vote of the majority (6) of the total number of members of the Council (11); and (iii) copies thereof are distributed to each council member prior to the call to order.

1.3 Business/Working Meetings

The agenda for each business/working meeting shall be developed by the President. Members of the Council shall have the opportunity to place an item on the agenda by notifying the President in writing no later than 2 calendar days before the meeting, and to raise issues for consideration under New Business. Any last minute requests must be made prior to 4:00pm the day of the meeting. Last minute requests are still subject to the President's approval.

Section 2. Order of Business at Calendar Meetings

The order of business at any calendar meeting shall be as follows:

1. Call to Order and Roll Call
2. Approval of minutes
3. Program Presentation
4. Report of President
5. Report of representative from the Department of English Language Learners and Student Support (DELLS)
6. Report of Committee(s)
7. Resolutions
8. Public Speakers Session

9. Vote on Resolutions
10. Adjournment

The regular order of business may be changed by the Chair, with the consent of Council members present at the meeting.

The public shall have the opportunity to comment on resolutions on the agenda prior to Council vote by signing the Speakers' List. In addition, the Public Speakers Session shall be conducted without agenda or other formalities, subject to the Council's prerogative to require speakers to have signed the Speakers' List and to manage time.

Speaking time is limited to 3 minutes per person, including questions and answers. The time may be extended at the discretion of the Chair, and may be limited if necessary to allow all persons who have signed the Speakers' List to speak.

Discussion and charges relating to the competence or personal conduct of individuals will be ruled out of order. A speaker who is ruled out of order forfeits the balance of his/her time and will be directed to leave the microphone; the Chair may take appropriate measures to enforce the ruling.

Section 3. Quorum and Majority

Pursuant to the General Construction Law, § 41, the majority of the total number of voting members of the Council must be present to constitute a quorum regardless of the number of vacancies that exist on the Council. The Council has 11 voting members; therefore, no fewer than 6 members must be present to constitute a quorum and no fewer than 6 votes are needed to carry any motion or adopt any resolution.

3.1 Quorum

If there is no quorum at the time set for a meeting, the members present shall wait for 45 minutes for additional members to arrive, after which time a roll call may be held and a vote taken, by simple majority of members present, to continue with the meeting or adjourn it to another date.

In the case of a calendar meeting without quorum, any program presentation, the report of the representative from the Department of English Language Learners and Student Support and the Public Agenda session shall be allowed to go forward before the meeting is adjourned.

Should the Council decide to continue with the meeting, member reports may be given and discussions held on any pending matters, but no votes or other official action may be taken.

Notwithstanding any provisions to the contrary in Roberts Rules of Order Newly Revised, the Administrative Assistant (or, in his/her absence, the Recording Secretary)

shall record Council members' attendance and absences as provided for in Art. III, §2, and make a record of the meeting.

Notice of an adjourned meeting shall be given forthwith to all Council members, and to the public as provided for in Article III, Section 1.

3.2 Official Actions

Official actions of the Council by resolution may be taken only at a regular or special calendar meeting and shall be by vote of the majority (6) of the total number of members of the Council (11).

Except as otherwise provided by law, regulation or these bylaws, all other matters may be decided by vote of the majority (6) of the total number of members of the Council (11), upon a motion presented at any calendar or business meeting.

There shall be no proxy or absentee voting, or polling by phone or e-mail.

Section 4. Minutes

In accordance with the Open Meetings Law, §106, minutes shall be taken at all meetings of the Council. Minutes shall include a record or summary of all resolutions and motions presented, and the votes of individual members on each resolution and motion.

Minutes of all meetings shall be created in electronic format, and shall be available to the public in draft form upon request within two weeks following a meeting, and included on the Council's website. Audio recordings of meetings shall not constitute minutes.

The minutes of all meetings shall be a matter of public record. A printed copy shall be available for inspection at the Council's office.

ARTICLE V - COMMITTEES

The Council may create committees and define their membership as it may determine.

Chairs shall be appointed and removed by the President, and shall serve until the appointing President's term expires. The Council may veto the appointment or removal of any Committee Chair by vote of the majority (6) of the total number of members of the Council (11).

At the discretion of the Chair, membership in committees may be open to persons who are not members of the Council, but all Committee Chairs shall be Council members.

It shall be the responsibility of Committee Chairs to schedule meetings, notify committee members and the public of all meetings, maintain accurate records of all activities and report monthly to the Council. Each committee shall operate under the Open Meetings

Law, these bylaws and Robert's Rules of Order Newly Revised, and all committee recommendations shall be subject to approval by the Council.

ARTICLE VI – PARENT ASSOCIATIONS & COMMUNITY INVOLVEMENT

Section 1. Parent Associations

The Council is in active partnership with parents in the schools. Pursuant to NYS Ed. Law § 2590, the Council takes note that there shall be a Parent Association (PA) or Parent Teacher Association (PTA) in each school, and that the Council, the community superintendent, and the principal of each school shall have regular communication with all PAs/PTAs.

ARTICLE VII – VACANCIES ON THE COUNCIL

In the event a Council member resigns, is removed or becomes ineligible to serve, the Council shall appoint a successor to fill the unexpired term within 60 days.

The Council shall solicit recommendations for applicants to fill the vacancy by a Notice of Vacancy, which shall be disseminated as provided in Article III, Section 1.

The notice shall state a deadline for submitting applications, and the Council shall interview all candidates who have submitted an application.

The Council shall interview candidates to fill vacant position(s) in a Special Meeting called for the sole purpose of conducting interviews. The Council shall request the presence and participation during the interview process of the Presidents' Council and members of the community, and shall request that they submit any recommendations in writing following the close of interviews.

An appointment to fill a vacancy on the Council shall be by roll call vote at the next calendar meeting.

ARTICLE VIII – AMENDMENT OF BYLAWS

These bylaws may be amended at any regularly scheduled calendar meeting of the Council by a vote of the majority (6) of the total number of members of the Council (11), provided the amendment or revised draft, as appropriate, has been presented in writing at the previous calendar meeting. Adoption of the amendment/revised draft shall be by resolution duly noticed in the notice of meeting. Amendments are effective immediately unless otherwise stated in the resolution.

ARTICLE IX – PARLIAMENTARY AUTHORITY AND COMPLIANCE

Section 1. Parliamentary Authority

All procedural questions not covered by these bylaws shall be governed by Roberts Rules of Order Newly Revised.

The Council may appoint one of its members to serve as a Parliamentarian, to advise the Council on matters of procedure and matters pertaining to these bylaws.

Section 2. Compliance

These bylaws shall be the governing instrument of the Council, subject only to applicable laws and regulations. In the event any provision of these bylaws conflicts with applicable laws, regulations or NYCDOE policy, the latter shall be deemed controlling. All other provisions shall remain in full force and effect.

Pursuant to NYS Ed. Law § 2590, a copy of these bylaws shall be filed with the Panel for Educational Policy and the Commissioner of Education, and be available for public inspection at the Council office.

ARTICLE X- COUNCIL PROTOCOLS AND MEMBERS' CODE OF CONDUCT

Section 1. Communications Protocol

All official Council communications shall be sent from the Council's official Department of Education email account. As the Chief Executive Officer, the President shall have access to the password for the Council's official email account in addition to the Administrative Assistant.

The President shall ensure that all Council members receive communication details promptly. The Administrative Assistant shall each be responsible for sending email reminders, drafts of minutes and any other reminders as deemed by the President.

Section 2. Code of Conduct

There should be no personal attacks in emails. Matters of personal attacks will be dealt with during a business meeting. All emails from the Council members pertaining to Council business should be directed to Council members and personnel only.