

THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS
ACTION AGENDA SUMMARY

DEPT: ml Aging & Veterans Services

BOARD AGENDA # *B-2

Urgent

Routine

AGENDA DATE June 2, 2009

CEO Concurs with Recommendation YES NO
(Information Attached)

4/5 Vote Required YES NO

SUBJECT:

Approval of Revised Stanislaus County Commission on Aging Bylaws Adopted November 10, 2008

STAFF RECOMMENDATIONS:

Approve the Revised Stanislaus County Commission on Aging Bylaws Adopted November 10, 2008.

FISCAL IMPACT:

There are no costs associated with this request.

BOARD ACTION AS FOLLOWS:

No. 2009-353

On motion of Supervisor Chiesa, Seconded by Supervisor Grover

and approved by the following vote,

Ayes: Supervisors: O'Brien, Chiesa, Grover, Monteith, and Chairman DeMartini

Noes: Supervisors: None

Excused or Absent: Supervisors: None

Abstaining: Supervisor: None

1) Approved as recommended

2) Denied

3) Approved as amended

4) Other:

MOTION:

Christine Ferraro

ATTEST: CHRISTINE FERRARO TALLMAN, Clerk

File No. BD-14-D-17

DISCUSSION:

BACKGROUND

The Older Americans Act is a federal law authorizing the creation and funding of local entities, which may be governmental units, operating with guidance and oversight of each state government. The local entities consist of a policy-making body, an executive staff, and an advisory council. The purpose of each entity is to support senior citizens in their locality through efforts which include, but are not limited to, the following:

1. Promote the best possible physical and mental health services which science can make available and without regard to economic status.
2. Provide a comprehensive array of community-based services adequate to appropriately sustain older people in their communities and in their homes.
3. Provide opportunities for employment with no discriminatory personnel practices because of age.
4. Promote retirement in health, honor, and dignity after years of contribution to the economy.
5. Promote participation in and contribution to meaningful activity within the widest range of civic, cultural, educational, training and recreational opportunities.
6. Strive for seniors' full participation in the planning and operation of community-based services and programs provided for their benefit, to be undertaken as a partnership of older citizens, community agencies, and State and local governments, with appropriate assistance from the Federal Government.
7. Promote protection against abuse, neglect, and exploitation of elders.

The State of California has established the Department of Aging as the agency to effectuate the purposes of the Older Americans Act. The state law enacted to execute the Act is the Mello-Grandlund Older Californian's Act. In turn, an individual county or regional entity, called an Area Agency on Aging, carries out a local plan of advocacy and service delivery. Mello-Grandlund requires each Area Agency on Aging to be guided in its priorities and purposes by an advisory council.

The Area Agency on Aging for our region solely encompasses Stanislaus County, which has been determined by the Department of Aging to be Planning and Service Area 30 ("PSA 30"). Policy-making body for Stanislaus County's Area Agency on Aging is the Board of Supervisors, with the Department of Aging and Veterans Services comprising the executive management staff. The advisory council for our Area Agency on Aging is the Stanislaus County Commission on Aging.

COMMISSION ON AGING BYLAWS REVISION

The Commission on Aging, beginning in 2007, has taken on a thorough examination of its bylaws. It has found that extensive clarification of duties and responsibilities of members and

officers is needed. Furthermore, the roles of committees needs strengthening and clearer descriptions of their duties need to be established. The Commission on Aging has concluded that it needs to reorganize parts of its structure to be a more efficient advocate for and servant of local seniors.

The following are the substantive proposed revisions to the Commission's bylaws. The Commission asks that the Board of Supervisors, the Area Agency on Aging's policymaking body, accept and approve these revisions. Approval will promote a more cohesive and dedicated membership, more efficient operations, and a clearer sense of purpose for the Commission on Aging in fulfilling its mission. Some minor grammatical amendments have also been made, which are not noted below.

Article I, Section 1, Name of organization

The Commission's mission was clarified by stating that it is the advisory council to the Area Agency on Aging first, and to the Board of Supervisors second. This emphasizes the Commission's primary role as established by Welfare & Institutions Code section 9402.

Article III, Section 1., Functions of Commission

Paragraphs A and C likewise were changed to reflect the Commission's primary role as advisory council to the Area Agency on Aging first and to the Board of Supervisors second.

Paragraph G was eliminated. It provided for holding an annual area-wide meeting of senior advocates and organizations to prepare priorities for the California Commission on Aging's annual legislative meeting. This provision is now discretionary, and has been incorporated into Paragraph D which relates to informing senior advocates and organizations about pending legislation at all levels of government.

Paragraph H was re-lettered as Paragraph G. New Paragraph G now requires the Commission to "participate in" hearings on the Area Plan, as applicable, rather than the Commission "holding" such hearings.

Article IV, Section 2., Composition

Paragraphs C, D, E, and F required the Commission to be composed of certain representative members of the community. These requirements were eliminated and it is now optional that applicants to the Commission reflect the diversity of the County's population to include various ethnicities, disabled residents, armed forces veterans, Area Agency on Aging contracted service providers, and elected officials.

The provision for the appointment of alternate members by regular members to represent them on the Commission, in case of the regular member's absence, has been eliminated. The category of ex-officio member (other than Board of Supervisors' Liaison Representative) has been eliminated.

Article IV, Section 5., Termination of membership

Paragraph C is now more restrictive in dealing with absenteeism from Commission meetings. A Commissioner's membership shall now automatically terminate if they are absent from regular meetings, without notifying Aging & Veterans Services staff in advance, three times during the year.

Article IV, Section 7., Board of Supervisors Liaison Representative

The amendments now make appointment of a Commission liaison representative from among the Board of Supervisors optional; the liaison membership no longer needs to rotate among the Board members, but rather any interested Board member may serve.

Article V, Meetings

Section 1 now provides that officers of the Commission are elected biennially rather than each year.

In Section 2, the provisions for voting for officers contained in Paragraph A have been moved to Article VI. Paragraph B now requires Bylaws amendments to be adopted by a two-thirds ($\frac{2}{3}$) vote of a quorum of members.

Article VI, Officers

Under amendments to Section 2, officers may only serve at the maximum two successive two-year terms as officers, rather than an initial two-year term and successive one-year term as an officer.

Section 4 clarifies officers' duties. The Commission has moved executive decision making authority from its Executive Committee, which has been eliminated, to an "Executive Board." The Commission President is to chair meetings of the Commission and the Executive Board.

Regarding the terms and process for electing and nominating officers, Section 5 has been amended. The status and composition of the Nominating Committee has been changed, making the Nominating Committee a separate standing committee, rather than part of the Membership/Bylaws standing committee. The Nominating Committee now has three members. The Nominating Committee is to be elected by the Commission at every other March meeting. In order for the Commission to choose officers, the Nominating Committee shall now prepare a slate of candidates for election in alternate years, bearing in mind the need for qualified officers who reflect the diverse residents of the County.

Article VII, Executive Board

This is a new Article establishing the Executive Board. Under the old Executive Committee, the membership consisted of the President, First Vice President, Second Vice President, and

immediate Past President. Executive Board membership now includes those officers as well as the chairpersons of the Technical/Area Plan, Membership/Bylaws, Advocacy/Legislation, and Public Relations/Community Outreach committees.

Article VIII, Committees

Section 1 now requires standing committee members, if selected, to serve a two year term on committees rather than a one year term.

Section 6, Paragraph A, has been deleted. The old provisions established the President's Executive Committee, which is now eliminated. Language from Paragraph B has been eliminated, and its provisions moved and edited in order to establish the Executive Board under Article VII.

Paragraph C of Section 6, relating to the Technical/Area Plan Committee, has been re-lettered A, and a provision added prohibiting a member who is an officer, employee, or other representative of a service provider from serving on this Committee. This amendment was made to avoid any conflict of interest or the appearance of one.

Paragraph D has been re-lettered B, and relates to the Membership/Bylaws Committee. Membership/Bylaws Committee now researches Commission applicants' qualifications, interviews them, makes membership recommendations to the Commission, and assists orienting new members to the Commission. Also, this committee chairperson's responsibility for selecting members to assist the Second Vice President with election duties was moved to Article VI, relating to the Nominating Committee.

Also, the Membership/Bylaws Committee is now strongly encouraged to review the Bylaws and propose changes to the Commission every two years.

The Advocacy/Legislative Committee is now covered under Paragraph C of Section 6. Two delegates to the California Senior Legislature now must serve on this committee.

The Public Relations/Community Outreach Committee is set forth in new Paragraph D. As well as its regular duties, this committee shall now have responsibility for planning and coordinating the annual Senior Awareness Day and Senior Awards event for Planning and Service Area 30; for selecting the honorees based on established criteria; and for working with other organizations and individuals to recognize and celebrate seniors throughout the county; those duties were previously performed by an ad hoc committee.

Section 7 relating to ad hoc committees was amended to emphasize their transitory nature; the prior section characterized some ad hoc committees as if they were standing committees. The Senior Awareness Day Ad Hoc Committee was deleted, with those responsibilities transferred to the Public Relations/Community Outreach Committee as noted above. Furthermore, the amendments allow for members of a public task force or for consultants to participate in ad hoc

committee meetings, investigations, and discussions; however, such persons may not vote on committee recommendations or action, or action of the larger Commission.

Old Article IX, which established “Other Committees,” was eliminated, and other committees’ provisions are to be incorporated into the duties of any ad hoc committees created by the Commission.

New Article IX, Conflicts of Interest

Clarifies that conflicts of interest are the possession by a member of a *financial* interest in any matter being considered by the Commission, rather than a “special” interest. The amendments also adopt the definition of conflicts of interest from the Stanislaus County Conflict of Interest Policy Statement as found on page 8 of Tab 16 of the county’s Personnel Manual.

POLICY ISSUES:

By approving the revised Commission on Aging Bylaws, the Commission on Aging will have a clearer sense of purpose in fulfilling its mission to the senior citizens of this County, and is consistent with the guiding priority of the Efficient delivery of public services.

STAFFING IMPACT:

Existing Area Agency on Aging staff and the Commission on Aging collaborated on the revision of these Bylaws.

Suggested Changes to the
Commission on Aging Bylaws
(Last adopted 3-14-05)

Legend

Deletions: ~~In red lettering with a double strikethrough.~~

New / additions: *In black lettering, italicized and underlined.*

Item moved: ~~Black lettering with a single strikethrough.~~

Notes: *(In smaller font, bold blue, and italicized to draw attention to items.
Will not be printed in final revised document.)*

DRAFT

Suggested changes to Commission on Aging Bylaws Revision Adopted March 14, 2005

**COMMISSION ON AGING OF STANISLAUS COUNTY/
AREA AGENCY ON AGING ADVISORY COUNCIL**

BYLAWS

ARTICLE I. NAME

Section 1. Name of Organization. The name of the organization shall be the Commission on Aging of Stanislaus County. The Commission on Aging shall act as the Advisory Council to the Stanislaus County Area Agency on Aging, and in an advisory capacity to the Board of Supervisors. ~~in an advisory capacity to the Board of Supervisors and as the Advisory Council to the Stanislaus County Area Agency on Aging.~~

ARTICLE II. PURPOSE

Section 1. Purpose.

- A. To serve as eyes and ears regarding issues affecting the lives of senior citizens in Stanislaus County, and where appropriate, provide advocacy / leadership.
- B. To provide a forum for all older people to express their needs, and to serve as a channel of communication among organizations serving those needs, and ~~The need~~ to develop leadership on all phases of senior activities.
- C. To advocate and effect productive senior citizen participation in planning, coordinating and administering programs and services to meet the needs of older persons.
- D. To monitor ~~all~~ regulations and advise seniors of changes in ~~all~~ regulations affecting them at federal, state and local levels.
- ~~A~~ E. To foster a comprehensive, coordinated service delivery system, involving public and private agencies and resources, in order to meet the needs of the older persons of Stanislaus County.

ARTICLE III. FUNCTIONS

Section 1. The functions of the Commission on Aging shall be as follows:

- A. To serve as an advisor to the Area Agency on Aging, and to the Board of Supervisors. ~~Board of Supervisors and to the Area Agency on Aging.~~

ARTICLE III. FUNCTIONS (Continued) (*'Article' headings added to top of each page*)

- B. To act as an independent advocate for older persons, taking positions on matters pertaining to federal, state and local policies, programs and procedures, and any legislation affecting older persons.
- C. To actively seek advice from community councils on aging, senior advocacy organizations, local aging commissions, elected officials, and the general public for the purpose of advocating for and making formal presentations to the Area Agency on Aging, the Board of Supervisors, ~~Board of Supervisors, Area Agency on Aging,~~ and others on issues of concern to older persons.
- D. To inform local senior advocates and organizations on specific legislation pending before local, state and federal governments. This may be done by holding an annual areawide meeting of senior advocates and organizations to prepare the priorities for the statewide legislative meeting of senior advocates.
- E. To disseminate information of interest and concern to older persons.
- F. To be actively involved in the development, implementation, and monitoring of the current Area Plan.
- ~~G. To hold an annual areawide meeting of senior advocates and organizations to prepare the priorities for the statewide legislative meeting of senior advocates.~~
- H. G. To ~~hold~~ participate in public hearing(s) on the Area Plan with no less than a thirty (30) day notification to the general public and the aging constituency regarding date(s), time(s), and location(s). Such notification shall contain understandable descriptions of Area Agency on Aging and community-level plans in order to promote informed input.

ARTICLE IV. MEMBERSHIP

Section 1. Eligibility. Membership on the Commission on Aging shall be open to residents of Stanislaus County who support the principles, purposes, and bylaws of the Commission on Aging and who will attend meetings and are willing to work actively on at least one (1) committee of the Commission on Aging.

Section 2. Composition. There shall be twenty-one (21) members of the Commission on Aging, as follows:

- A. At least fifty-one percent (51%) of the membership shall be 60 years of age or over.
- B. Two members shall be appointed by each of the five supervisors to represent their respective districts.

ARTICLE IV. MEMBERSHIP (Continued)

~~C. At least one member shall be an elected official or a representative of an elected official.~~

~~D. At least one member shall represent the disabled.~~

~~E. At least one member shall be a provider of service to the elderly.~~

~~F. At least one member shall be a veteran of the Armed Forces of the United States of America.~~

G. C. The remaining members are designated ~~signified~~ as Members at Large and shall be recommended by the Membership Committee. Members shall reflect the geographic, racial, and economic complexion of the aging population in Stanislaus County.

D. It is the intent of the Commission, when possible, that its membership represent members of the 'County's' population:

1. the variety of ethnicities within the County
2. the disabled
3. Veterans of the Armed Forces of the United States
4. Area Agency's on Aging's contracted service providers
5. elected officials representing the County.

~~H. In addition to the twenty one (21) regular members of the Commission on Aging, each member may appoint an alternate member. Alternate members shall have all rights and privileges of the Commission on Aging except that may not hold office and may vote only in the event of the absence of the Commission member who appointed them. Alternate members of Supervisorial appointees must be approved by the appointing Supervisor; other alternate members must be approved by a majority vote of a quorum of the Commission.~~

~~⌘~~ E. These requirements shall be complied with as vacancies occur.

Section 3. Nomination of Members.

A. Members may be nominated in the following ways:

1. Persons interested in concerns of the elderly may make application for membership.
2. Organizations, agencies, cities, and rural areas which have interests in the concerns of the elderly may nominate persons for membership.

ARTICLE IV. MEMBERSHIP (Continued)

3. The Membership Committee may invite nominations from specific persons, organizations, agencies, cities and rural areas to fulfill the membership grid. The Membership Committee shall research qualifications, then interview and make recommendations to the Commission for appointment.

Section 4. Length and Term of Membership. Members shall be appointed at the June meeting, or as vacancies occur, and may serve two (2) consecutive three-year terms and / or until their successors are seated. The members may be extended additional terms with the approval of the Executive ~~Committee~~ Board and Membership Committee. ~~Chairperson.~~

Section 5. Termination of Membership.

- A. Any member may terminate membership by submitting written notice to the Commission on Aging. Voluntary termination, in written form, which has been received but not necessarily voted on by the Commission on Aging, is considered final. ~~All appointed members must inform their supervisors of their intention of termination.~~ If a resignation is from an appointed member, the AAA office staff will notify the respective County Supervisor of said member's resignation.
- B. For members who have served less than two full terms, a period of at least one (1) year shall elapse before requesting a renewal of membership. At that time the request for membership must go through regular channels. ~~(i.e., appointments, nomination, etc.)~~
- C. The appointment of any member of the Commission on Aging who is absent for ~~five (5)~~ three (3) unexcused regular (business) meetings during the year shall automatically be terminated. ~~unless an alternate member is fulfilling the attendance requirement.~~ When a member must be absent for personal reasons, he /she must notify an AAA staff member in advance of the meeting if at all possible. In the event the member is an appointee of a County Supervisor, the appointing official shall be sent a letter that his/her appointee is in non-compliance with the attendance requirement of the Commission and the Supervisor will be requested to name a replacement in compliance with Article IV, Section 8.

Section 6. Annual Membership Roll. In July of each year, the Membership Committee shall update and produce an accurate Commission on Aging membership roll.

Section 7. Appointment by Board of Supervisors. The Board of Supervisors ~~shall~~ appoints one (1) of its members to act as liaison representative to the Commission on Aging. ~~This position shall be rotated.~~

ARTICLE IV. MEMBERSHIP (Continued)

to attend and give reports to the membership at the regular Commission on Aging

meetings; to advise the Board of Supervisors as to the background, attitudes, and reasons behind decisions and recommendations of the Commission on Aging; and, on request of any member of the Commission on Aging, to advise the Commission on Aging of policies, procedures, and decisions of the Board of Supervisors that may bear on matters under discussion by the Commission on Aging. The liaison representative shall have no power to vote. ~~We~~ The Commission on Aging encourages the liaison to remain in ~~on~~ the meeting until committee reports are presented to the Commission on Aging.

Section 8. Vacancies to be Filled by the Board of Supervisors in Accordance with Assembly Bill 1013 (Effective January 1, 1977). AB 1013 requires that the Board of Supervisors prepare an appointments list for all boards, commissions, and committees for which they have appointment power, to include the Commission on Aging. AB 1013 further requires that a special vacancy notice be posted in the office of the county clerk, *and the public library with the largest service population within its jurisdiction, not earlier than twenty (20) days before or not later than ~~within~~ twenty (20) days after the vacancy occurs, and prohibits an appointment to a position for ten (10) days after the notice is posted (except in the case of an emergency). (** These changes were made in 1985 & 1991 by the Assembly.*)

ARTICLE V. MEETINGS

Section 1. Regular and special meetings of the Commission on Aging shall be held as follows:

- A. Regular Meetings. The Commission on Aging meetings will be held monthly at a time and place to be determined by the membership. Notices of regular meetings shall be mailed to all members, service providers, and anyone requesting them, postmarked at least seven (7) days prior to the meeting, stating the time, date, and place of the meeting and shall include a copy of ~~an~~ the agenda and, when appropriate, copies of reports and recommendations of Commission on Aging committees.
- B. Special Meetings. Special meetings may be called by the President of the Commission on Aging or upon the request of twenty-five percent (25%) of the membership, or the Executive ~~Committee~~ Board. In such cases, written notice shall be mailed to each member postmarked at least one (1) week or twenty-four (24) hours by telephone in advance of any such special meeting.

~~C. Elections. Officers of the Commission on Aging shall be elected at the June meeting.~~

(Note D and E moved to a newly created Section 2 of Article V.)

- D. Voting Qualifications. Each member shall be entitled to one (1) vote. To vote, a member must be present during the voting process. During the voting process,

ARTICLE V. MEETINGS (Continued)

~~election of officers of the Commission on Aging shall be by closed ballot. Ex-officio members have no vote. Proxy and absentee votes are not valid.~~

~~E. Voting. Motions can be adopted by a simple majority of the members present.~~

~~F. C. Open Meetings. All meetings of the Commission on Aging and its committees are open to the public, except for personnel ~~and executive sessions~~ issues.~~

~~G. D. Bi-Annual Membership Meeting. The Bi-Annual election of officers shall be every other June meeting of the Commission on Aging. New officers shall assume their duties at the following July Commission on Aging meeting.~~

~~H. E. Quorum. A quorum shall consist of the majority of the current total membership. ~~The affirmative vote of a majority of this quorum is required to elect officers. If the June meeting lacks a quorum, ballots by mail are permitted. The Commission on Aging shall keep complete and accurate minutes. The Commission on Aging shall keep an accurate record of its proceedings and transactions and shall submit a report to the Board of Supervisors with a copy to the Chief Administrative Officer when the Commission on Aging deems it necessary or when requested by the Board of Supervisors.~~~~

~~I. F. Staff Coordinator and Recording Secretary. Employees of the Area Agency on Aging designated by the Director of the Area Agency on Aging shall serve as staff coordinator and recording secretary to the Commission on Aging. Complete and accurate minutes must be kept of all Commission on Aging meetings.~~

Section 2. Voting. *(Newly created section)*

A. Voting Qualifications. Each member shall be entitled to one (1) vote. To vote, a member must be present during the voting process. *(Part of the next sentence moved to Article VI. Section 5.B)* ~~During the voting process,~~ election of officers of the Commission on Aging shall be by closed ballot. Ex-officio members have no vote. ~~Proxy and absentee votes are not valid.~~

B. Voting. Motions can be adopted by a simple majority of the members present, except for Bylaws amendments, which requires a two-thirds (2/3) vote of the quorum.

ARTICLE VI. OFFICERS

Section 1. Officers. The elected officers of the Commission on Aging shall be President, First Vice President, and Second Vice President. ~~All officers shall be elected by qualified members at the June meeting.~~

ARTICLE VI. OFFICERS (Continued)

Section 2. Terms. All elected officers shall hold office for a two (2) year term with the possible election to a second term. ~~of one (1) year.~~ No more than two (2) consecutive terms shall be served.

Section 3. Vacancies. Vacancies in office shall be filled through the Nomination Committee and elected by the Commission on Aging for the remainder of the unexpired term. This can, but does not necessarily mean a progression of chairs.

Section 4. Duties and Responsibilities of Officers.

A. The President shall:

1. Chair ~~only~~ meetings of the Commission on Aging and the Executive ~~Committee~~ Board.
2. Represent ~~only~~ the Commission on Aging and the Executive ~~Committee~~ Board.
3. Act as ex-officio member of all Commission on Aging committees except the Nomination Committee. ~~and shall not have the right to vote at Commission on Aging committee meetings.~~
4. Subject to the approval of the Executive ~~Committee~~ Board, ~~shall~~ perform other duties as prescribed within the policies and guidelines established by the ~~full~~ Commission on Aging.

B. The First Vice President shall:

1. Perform the duties and have the responsibilities of the President in the absence of the president.
2. Perform such duties as may be prescribed by the Commission on Aging or by the president.
3. ~~Shall be~~ Chair~~man~~ meetings of the Technical Committee.

C. The Second Vice President, in the absence of the First Vice President shall:

1. Perform the duties and have the responsibilities of the President in the absence of the President and First Vice President.
2. Perform such duties as may be prescribed by the Commission on Aging or by the President.
3. ~~Shall~~ Be responsible for all closed balloting.
4. ~~Shall~~ Act as, or designate, a Parliamentarian.

Section 5. Election of Officers. Nominations and election. (Newly created section)

A. Nomination Committee. The Nomination Committee shall consist of ~~five (5)~~ three (3) members elected by the Commission on Aging at ~~the~~ alternate March meetings. The chairperson shall be elected by this committee of ~~five~~ three

ARTICLE VI. OFFICERS (Continued)

immediately following the election. *This committee shall prepare a slate of the most qualified members to fill the offices, having recognized the need for geographic, racial, and economic representation on the Commission, and present it to the Commission at its June meeting. Will also perform such other related duties as may be assigned by the Commission on Aging.*

- B.** Election of officers of the Commission on Aging shall be by closed ballot. Ex-officio members have no vote. *(The next sentence moved here from old Article VII, Section 6.D1.)* The Nomination Committee Chairperson shall select two (2) of the Commission members to assist the Second Vice President with closed ballot responsibilities.

ARTICLE VII. EXECUTIVE BOARD *(newly created Article)*

Section 1. Executive ~~Committee~~ Board. The Executive ~~Committee~~ Board of the Commission on Aging shall be composed of the President, First Vice President, Second Vice President, immediate Past President, and designated standing committee chairpersons. The Executive ~~Committee~~ Board shall meet two weeks prior to the Commission on Aging monthly meeting. ~~to decide the agenda for the Commission on Aging monthly meeting. This will assist in complying with the Brown Act. It will also decide matters of dispute among committees and individual members. All reports should be in detail and complete, so all Commission members are equally informed. This Board sets the Agenda for each Commission on Aging meeting.~~ *(Next sentence moved here from old Article VII. Committees, Section 6.A)* The Executive ~~Committee~~ Board can be called to meet on items which require immediate action.

ARTICLE VII. COMMITTEES

Section 1. Purpose. The Commission on Aging shall establish committees that shall be advisory to the Commission on Aging for the conduct of Commission on Aging business. Membership on these committees shall be for ~~one (1)~~ two (2) years.

Section 2. Responsibilities. Schedule meetings one (1) week in advance; time, place, agenda, minutes must be taken and attendance recorded. This information must be given to the Area Agency on Aging office.

Section 3. Appointment of Committees. Commission on Aging members shall list their preferences of committees in which their interest lies. The outgoing Executive Committee and the newly elected officers will cooperate in making appropriate appointments to committees, subject to confirmation by the Commission on Aging.

Section 4. Appointment of Chairpersons. Each committee except the Technical Committee shall select its chairperson from its members, subject to confirmation by the Commission on Aging. The outgoing chairperson shall assist the newly selected chairperson in a smooth ~~of~~ transition.

ARTICLE VII. COMMITTEES (Continued)

Section 5. Composition. Each member ~~and each alternate member~~ of the Commission on Aging shall be a member of one (1) or more standing committee(s). Senior advocates from the community may also serve on committees.

Section 6. Establishment. There are hereby created and established the following committees which shall have duties as set forth below:

~~A. **President's Executive Committee.** This committee of the Commission on Aging shall be composed of the president, first vice president, and second vice president. In emergency situations, the President's Executive (this part of this sentence moved to new Article VII. Executive Board) Committee can be called to meet on items which require immediate action. The committee's action must then be approved by the whole Commission on Aging at the regular Commission meeting.~~

(The following section has been edited and moved to a new Article VII: Executive Board.)

~~B. **Executive Committee.** The Executive Committee of the Commission on Aging shall be composed of the president, first vice president, second vice president, immediate past president, and committee chairpersons. The Executive Committee shall meet two weeks prior to the Commission on Aging monthly meeting to decide the agenda for the Commission on Aging monthly meetings. This will assist in complying with the Brown Act. It will also decide matters of dispute among committees and individual members. All reports should be in detail and complete, so all Commission members are equally informed.~~

~~C.~~ A. Technical / Area Plan Committee.

1. Technical. To review Area Agency on Aging grant applications; to recommend grant recipients, to review and assess monitoring and evaluation reports; to evaluate program objective achievements; to assess the impact of programs. To perform other related duties. Composition and size of the committee shall be approved by the Commission on Aging. To avoid a conflict of interest, or the appearance of one, the Service Provider Representative will not serve on this Committee. The First Vice President is automatically the chairperson. This Chairperson will serve on the Executive Board.
2. Area Plan. To ~~work with~~ assist the Area Agency on Aging ~~to do~~ in the general planning for the Commission on Aging; to identify needs, public, and private resources; to develop the Area Plan; to recommend priorities of goals and objectives. Will also perform other related duties.

~~D.~~ B. Membership / Bylaws ~~Nomination~~ Committee.

ARTICLE VIII. COMMITTEES (Continued)

1. Membership. To recruit, research qualifications, interview, and recommend new members to the Commission on Aging; ~~members and maintain official membership rosters current; to keep records of attendance at meetings; to conduct~~ assist the AAA with orientation of new members once approved; ~~to recommend to the Commission on Aging persons to fill Commission vacancies; to assist the Nominations Committee in nominations~~; to serve as hospitality group for the Commission on Aging. *(Moved next sentence to the new Section 5. B. of Article VI.)* This chairperson shall select two (2) of the Commission members to assist the second vice president with closed ballot responsibilities. This Chairperson will serve on the Executive Board.
2. Bylaws. To advise the Commission on Aging of needed changes and prepare suggested changes for review and approval by the Commission. This committee should review the Bylaws every two (2) years. ~~when and which bylaws or standing rules are appropriate.~~ Any member may submit a suggested bylaws change in writing to the committee for its consideration. This committee will also perform other related duties.

(#3 has been edited and been moved to Article VI. new Section 5)

- ~~[3. Nomination. The Nomination Committee shall consist of five (5) members elected by the Commission on Aging at the March meeting. The chairperson shall be elected by this committee of five immediately following the election.~~
- a. ~~Duties. Recognizing the need for geographic, racial, and economic representation on the Commission on Aging, the Nomination Committee shall have the following duties:~~
1. ~~Prepare a slate of the most qualified members to fill elected offices to be voted on at the next meeting.~~
 2. ~~Prepare recommendations for any interim vacancies.~~
 3. ~~Prepare a slate for vacancies on the Nomination Committee to be voted on at the annual meeting.~~
 4. ~~Perform such other related duties as may be assigned by the Commission on Aging.]~~

- ~~E. C.~~ C. Advocacy/Legislative Committee. To represent the interests of older persons and advocate on legislative issues pertaining to seniors; analyze and track federal, state and local legislative proposals; develop and maintain a telephone / email tree to inform members and the general population of legislative alerts and possible actions to be taken, and Will perform related duties such as California Senior Legislature elections. The two California Senior Legislature Representatives shall ~~be encouraged to participate in~~ serve on this committee: however, they will not participate in planning or conducting the election. This Chairperson will serve on the Executive Board.

ARTICLE VII. COMMITTEES (Continued)

~~F.~~ D. Public Relations / Community Outreach Committee. To develop and disseminate information on aging and Commission on Aging activities; to assist in publicity of public hearings, membership meetings, the annual meeting, workshops, and training events; to improve media coverage of Commission on Aging activities; to assist in producing a newsletter. *(Next section edited and moved here from Section 7, old C)* To work with AAA staff to solicit nominations for the Annual Senior Awards event; make selection of the five (5) Senior Award Winners (one from each Supervisorial District) based on set criteria; plan and execute an event that will be held to honor the Award Winners. In addition, will ~~to~~ work with various agencies, individuals, and organizations ~~to organize on~~ activities ~~to celebrate and honor our County's senior citizens. for the annual Senior Awareness Day (first Saturday in May).~~ Will also perform other related duties. This Chairperson will serve on the Executive Board.

Section 7. Ad Hoc Committees. Ad Hoc Committees differ from Standing Committees as they are time limited – focusing on specific issues. These Committees shall be created according to the ~~priority services identified as a result of a~~ needs identified ~~assessment process~~ by the Commission on Aging, or as deemed necessary by the President, with approval of the Executive Board. The voting membership of such committees shall consist only of those members who are members of the Commission on Aging. However, members of a public task force or consultants may participate in the committee's meeting, reviews, investigations and formulation of recommendations, at the discretion of the Chairman of the committee. These committees may investigate, review and make recommendations to the Commission on any topic concerning seniors which falls within the scope of the committee's responsibilities, as assigned by the President with Executive Board approval. They may include, but are not limited to: ~~those listed below:~~ transportation, housing, nutrition, health, and elder abuse. These committees shall be automatically dismissed upon the completion of the assignment.

~~A. Transportation/Housing/Nutrition/Health Committee:~~

- ~~1. Transportation. To identify current needs in transportation for the elderly of the county and to advocate for improvements in current service or initiating of new service to fill gaps. Attend transit related meetings, testify when appropriate and approved by the Commission on Aging, and report back to the Commission on Aging on transportation issues.~~
- ~~2. Housing. To identify current needs in housing for the elderly of the county and to advocate for improvements in current programs or to initiate new programs to fill gaps. To attend housing related meetings and testify when appropriate and approved by the Commission on Aging. Reports back to the Commission on Aging on housing issues.~~
- ~~3. Nutrition. To identify current nutritional needs for the elderly of the county and to advocate for improvements in nutrition services/programs or to~~

ARTICLE VII. COMMITTEES (Continued)

~~initiate new programs to fill the gaps. To attend nutrition related meetings and testify when appropriate and approved by the Commission on Aging and report back to the Commission on Aging on nutrition issues.~~

~~4. Health. To innovate, advocate, and cooperate with other agencies, organizations or groups on all issues affecting the health of the elderly. No more than one third (1/3) of the members of the Health Committee shall be providers of health services. Will also perform other related duties.~~

~~B. Elder Abuse Prevention. The Commission will coordinate with local law enforcement agencies to educate the county's elderly on crime prevention techniques. To perform other duties as directed.~~

(Next paragraph [old C] edited and moved to Article VIII, Section 6.D)

~~C. Senior Awareness Day Committee. To work with various agencies, individuals, and organizations to organize activities for the annual Senior Awareness Day (first Saturday in May).~~

~~ARTICLE IX. OTHER COMMITTEES~~

~~Section 1. Special Committees. The Commission on Aging may establish special committees to consider, report, and recommend on matters of limited scope. Special committees shall receive specific charges and limits to their duties and responsibilities. Such committees shall be ad hoc and shall be automatically dismissed upon the completion of the charge by the Commission on Aging.~~

~~A. Special Committee Reporting. Unless otherwise directed by the Commission on Aging, special committees shall report in the same manner as all committees.~~

ARTICLE IX. CONFLICT OF INTEREST

Section 1. Conflict of Interest. A conflict of interest exists when any member of the Commission on Aging, any committee or special committee member has, either directly or indirectly, a ~~special~~ *financial* interest in a matter before the Commission on Aging or a committee of the Commission on Aging, as defined in the ~~Area Agency on Aging's Conflict of Interest Policy, Section II B (1) and (2), Stanislaus County Conflict of Interest Policy Statement in the Personnel Manual~~ as follows:

"In addition to any Federal or State conflict of interest requirements which may apply, no member of any board, commission, or committee shall make, participate in making, or in any way attempt to use their position to influence a decision in which he or she knows or has reason to know he or she has a financial interest. In all such cases, the affected member shall disclose their interest in the records of the board, commission, or committee and shall refrain

ARTICLE IX. CONFLICT OF INTEREST (Continued)

from participating in all discussions and votes concerning the matter in which they have a financial interest.

The purpose of this policy is not only to avoid actual improprieties but also the appearance of possible improprieties. Therefore, it is the policy of the Board of Supervisors that any doubts as to whether a member should refrain from participating in a particular matter should be resolved in favor of nonparticipation.”

~~A. A person has a conflict of interest in an issue or application if that person or his or her spouse, parent, minor child, or partner:~~

- ~~1. Serves as an officer, director, trustee, agent, partner, or employee of the applicant, its parent, or subsidiary organization.~~
- ~~2. Is negotiating (or has an arrangement concerning) prospective employment (or other similar association) with the applicant, its parent, or subsidiary organization.~~
- ~~3. Has accepted or plans to accept gifts, favors, or anything of monetary value from contractors or potential contractors.~~

~~B. Definition of Terms:~~

- ~~1. Parent organization includes a holding company, trust, or other entity which exercises control over the applicant.~~
- ~~2. Subsidiary means an entity under effective control by ownership or otherwise of another organization; and includes a subsidiary or cosubsidiary of the same parent organization.~~

Section 2. Resolution of Conflict of Interest. In the event a conflict of interest does occur, or appears to be imminent, the member of the Commission on Aging or committee shall declare the conflict and shall abstain from voting on that item.

Section 3. Determination of a Conflict of Interest. In the event of a marginal or potential conflict of interest, the member shall declare the existing conditions relative to a conflict and request a ruling on the validity of the conflict. A majority of a quorum present shall determine if a conflict of interest exists. ~~If it does, the member shall abstain as herein required, and~~ if it does not, the member shall be permitted to participate as any other member.

ARTICLE X. NON-LIABILITY

Section 1. Non-Liability. No officer or duly authorized agent of the Commission on Aging shall be liable for any obligation arising out of, from, or occurring in the scope or course of the normal activities engaged in on behalf of the Commission on Aging.

ARTICLE XI. PARLIAMENTARY PROCEDURES

Section 1. Robert's Rules of Order. Robert's Rules of Order, as revised, shall be the guide for the conduct of all meetings. The Second Vice President or his / her designee shall act as Parliamentarian.

ARTICLE XII. AMENDMENTS

Section 1. Amendments. The Bylaws herein may be amended or repealed and a new revision or new Bylaws may be adopted by a ~~majority~~ two-thirds (2/3) vote of the membership quorum present at a special or regular meeting of the Commission on Aging. Such amendment(s) or repeal must be presented in writing to the Commission on Aging for a period of one (1) month prior to a regular or special meeting at which the vote takes place, and if adopted shall be submitted to the Board of Supervisors for their approval; thereafter, not to become effective before the next regular meeting of the Commission.

Approved as to Form:

JOHN P. DOERING, County Counsel

By:

Marc Hartley, Deputy County Counsel

**COMMISSION ON AGING OF STANISLAUS COUNTY/
AREA AGENCY ON AGING ADVISORY COUNCIL**

BYLAWS

ARTICLE I. NAME

Section 1. Name of Organization. The name of the organization shall be the Commission on Aging of Stanislaus County. The Commission on Aging shall act as the Advisory Council to the Stanislaus County Area Agency on Aging, and in an advisory capacity to the Board of Supervisors.

ARTICLE II. PURPOSE

Section 1. Purpose.

- A. To serve as eyes and ears regarding issues affecting the lives of senior citizens in Stanislaus County, and where appropriate, provide advocacy / leadership.
- B. To provide a forum for all older people to express their needs, and to serve as a channel of communication among organizations serving those needs, and to develop leadership on all phases of senior activities.
- C. To advocate and effect productive senior citizen participation in planning, coordinating and administering programs and services to meet the needs of older persons.
- D. To monitor regulations and advise seniors of changes in regulations affecting them at federal, state and local levels.
- E. To foster a comprehensive, coordinated service delivery system, involving public and private agencies and resources, in order to meet the needs of the older persons of Stanislaus County.

ARTICLE III. FUNCTIONS

Section 1. The functions of the Commission on Aging shall be as follows:

- A. To serve as an advisor to the Area Agency on Aging, and to the Board of Supervisors.
- B. To act as an independent advocate for older persons, taking positions on

ARTICLE III. FUNCTIONS (Continued)

matters pertaining to federal, state and local policies, programs and procedures, and any legislation affecting older persons.

- C. To actively seek advice from community councils on aging, senior advocacy organizations, local aging commissions, elected officials, and the general public for the purpose of advocating for and making formal presentations to the Area Agency on Aging, the Board of Supervisors, and others on issues of concern to older persons.
- D. To inform local senior advocates and organizations on specific legislation pending before local, state and federal governments. This may be done by holding an annual areawide meeting of senior advocates and organizations to prepare the priorities for the statewide legislative meeting of senior advocates.
- E. To disseminate information of interest and concern to older persons.
- F. To be actively involved in the development, implementation, and monitoring of the current Area Plan.
- G. To participate in public hearing(s) on the Area Plan with no less than a thirty (30) day notification to the general public and the aging constituency regarding date(s), time(s), and location(s). Such notification shall contain understandable descriptions of Area Agency on Aging and community-level plans in order to promote informed input.

ARTICLE IV. MEMBERSHIP

Section 1. Eligibility. Membership on the Commission on Aging shall be open to residents of Stanislaus County who support the principles, purposes, and bylaws of the Commission on Aging and who will attend meetings and are willing to work actively on at least one (1) committee of the Commission on Aging.

Section 2. Composition. There shall be twenty-one (21) members of the Commission on Aging, as follows:

- A. At least fifty-one percent (51%) of the membership shall be 60 years of age or over.
- B. Two members shall be appointed by each of the five Supervisors to represent their respective districts.
- C. The remaining members are designated as Members at Large and shall be recommended by the Membership Committee. Members shall reflect the geographic, racial, and economic complexion of the aging population in Stanislaus County.

ARTICLE IV. MEMBERSHIP (Continued)

- D. It is the intent of the Commission, when possible, that its membership represent the diversity of the 'County's' population:
- the variety of ethnicities within the County,
 - the disabled,
 - Veterans of the Armed Forces of the United States,
 - Area Agency on Aging contracted service providers,
 - elected officials representing the County.
- E. These requirements shall be complied with as vacancies occur.

Section 3. Nomination of Members.

- A. Members may be nominated in the following ways:
1. Persons interested in concerns of the elderly may make application for membership.
 2. Organizations, agencies, cities, and rural areas which have interests in the concerns of the elderly may nominate persons for membership.
 3. The Membership Committee may invite nominations from specific persons, organizations, agencies, cities and rural areas to fulfill the membership grid. The Membership Committee shall research qualifications, then interview and make recommendations to the Commission for appointment.

Section 4. Length and Term of Membership. Members shall be appointed at the June meeting, or as vacancies occur, and may serve two (2) consecutive three-year terms and / or until their successors are seated. The members may be extended additional terms with the approval of the Executive Board and Membership Committee.

Section 5. Termination of Membership.

- A. Any member may terminate membership by submitting written notice to the Commission on Aging. Voluntary termination, in written form, which has been received but not necessarily voted on by the Commission on Aging, is considered final. If a resignation is from an appointed member, the AAA office staff will notify the respective County Supervisor of said member's resignation.
- B. For members who have served less than two full terms, a period of at least one (1) year shall elapse before requesting a renewal of membership. At that time the request for membership must go through regular channels.
- C. The appointment of any member of the Commission on Aging who is absent for

ARTICLE IV. MEMBERSHIP (Continued)

three (3) unexcused regular (business) meetings during the year shall automatically be terminated. When a member must be absent for personal reasons, he / she must notify an AAA staff member in advance of the meeting if at all possible. In the event the member is an appointee of a County Supervisor, the appointing official shall be sent a letter that his / her appointee is in non-compliance with the attendance requirement of the Commission and the Supervisor will be requested to name a replacement in compliance with Article IV, Section 8.

Section 6. Annual Membership Roll. In July of each year, the Membership Committee shall update and produce an accurate Commission on Aging membership roll.

Section 7. Appointment by Board of Supervisors. The Board of Supervisors appoints one (1) of its members to act as liaison representative to the Commission on Aging. The functions of such liaison representative are: to attend and give reports to the membership at the regular Commission on Aging meetings; to advise the Board of Supervisors as to the background, attitudes, and reasons behind decisions and recommendations of the Commission on Aging; and, on request of any member of the Commission on Aging, to advise the Commission on Aging of policies, procedures, and decisions of the Board of Supervisors that may bear on matters under discussion by the Commission on Aging. The liaison representative shall have no power to vote. The Commission on Aging encourages the liaison to remain in the meeting until committee reports are presented to the Commission on Aging.

Section 8. Vacancies to be Filled by the Board of Supervisors in Accordance with Assembly Bill 1013 (Effective January 1, 1977). AB 1013 requires that the Board of Supervisors prepare an appointments list for all boards, commissions, and committees for which they have appointment power, to include the Commission on Aging. AB 1013 further requires that a special vacancy notice be posted in the office of the county clerk, and the public library with the largest service population within its jurisdiction, not earlier than twenty (20) days before or not later than twenty (20) days after the vacancy occurs, and prohibits an appointment to a position for ten (10) days after the notice is posted (except in the case of an emergency).

ARTICLE V. MEETINGS

Section 1. Regular and special meetings of the Commission on Aging shall be held as follows:

- A. Regular Meetings. The Commission on Aging meetings will be held monthly at a time and place to be determined by the membership. Notices of regular meetings shall be mailed to all members, service providers, and anyone requesting them, postmarked at least seven (7) days prior to the meeting, stating the time, date, and place of the meeting and shall include a copy of the agenda

ARTICLE V. MEETINGS (Continued)

and, when appropriate, copies of reports and recommendations of Commission on Aging committees.

- B. **Special Meetings.** Special meetings may be called by the President of the Commission on Aging or upon the request of twenty-five percent (25%) of the membership, or the Executive Board. In such cases, written notice shall be mailed to each member postmarked at least one (1) week or twenty-four (24) hours by telephone in advance of any such special meeting.
- C. **Open Meetings.** All meetings of the Commission on Aging and its committees are open to the public, except for personnel issues.
- D. **Biannual Membership Meeting.** The biannual election of officers shall be every other June meeting of the Commission on Aging. New officers shall assume their duties at the following July Commission on Aging meeting.
- E. **Quorum.** A quorum shall consist of a majority of the current total membership.
- F. **Staff Coordinator and Recording Secretary.** Employees of the Area Agency on Aging designated by the Director of the Area Agency on Aging shall serve as staff coordinator and recording secretary to the Commission on Aging. Complete and accurate minutes must be kept of all Commission on Aging meetings.

Section 2. Voting.

- A. **Voting Qualifications.** Each member shall be entitled to one (1) vote. To vote, a member must be present during the voting process.
- B. **Voting.** Motions can be adopted by a simple majority of the members present, except for Bylaws amendments, which requires a two-thirds (2/3) vote of the quorum.

ARTICLE VI. OFFICERS

Section 1. Officers. The elected officers of the Commission on Aging shall be President, First Vice President, and Second Vice President.

Section 2. Terms. All elected officers shall hold office for a two (2) year term with the possible election to a second term. No more than two (2) consecutive terms shall be served.

Section 3. Vacancies. Vacancies in office shall be filled through the Nomination Committee and elected by the Commission on Aging for the remainder of the unexpired term. This can, but does not necessarily mean a progression of chairs.

ARTICLE VI. OFFICERS (Continued)

Section 4. Duties and Responsibilities of Officers.

- A. The President shall:

1. Chair meetings of the Commission on Aging and the Executive Board.
 2. Represent the Commission on Aging and the Executive Board.
 3. Act as ex-officio member of all Commission on Aging committees except the Nomination Committee.
 4. Subject to the approval of the Executive Board, perform other duties as prescribed within the policies and guidelines established by the Commission on Aging.
- B. The First Vice President shall:
1. Perform the duties and have the responsibilities of the President in the absence of the President.
 2. Perform such duties as may be prescribed by the Commission on Aging or by the President.
 3. Chair meetings of the Technical Committee.
- C. The Second Vice President, in the absence of the First Vice President shall:
1. Perform the duties and have the responsibilities of the President in the absence of the President and First Vice President.
 2. Perform such duties as may be prescribed by the Commission on Aging or by the President.
 3. Be responsible for all closed balloting.
 4. Act as, or designate, a Parliamentarian.

Section 5. Election of Officers: nominations and elections.

- A. Nomination Committee. The Nomination Committee shall consist of three (3) members elected by the Commission on Aging at alternate March meetings. The chairperson shall be elected by this committee of three immediately following the election. This committee shall prepare a slate of the most qualified members to fill the offices, having recognized the need for geographic, racial, and economic representation on the Commission, and present it to the Commission at its June meeting. The Committee will also perform such other related duties as may be assigned by the Commission on Aging.
- B. Election of officers of the Commission on Aging shall be by closed ballot. Ex-officio members have no vote. The Nomination Committee Chairperson shall select two (2) of the Commission members to assist the Second Vice President with closed ballot responsibilities.

ARTICLE VII. EXECUTIVE BOARD

Section 1. Executive Board. The Executive Board of the Commission on Aging shall be composed of the President, First Vice President, Second Vice President, immediate Past President, and designated standing committee chairpersons. The Executive Board shall meet two weeks prior to the Commission on Aging monthly meeting. This Board sets the Agenda for each Commission on Aging meeting. The Executive Board can be called to meet on items which require immediate action.

ARTICLE VIII. COMMITTEES

Section 1. Purpose. The Commission on Aging shall establish committees that shall be advisory to the Commission on Aging for the conduct of Commission on Aging business. Membership on these committees shall be for two (2) years.

Section 2. Responsibilities. Schedule meetings one (1) week in advance; time, place, agenda, minutes must be taken and attendance recorded. This information must be given to the Area Agency on Aging office.

Section 3. Appointment of Committees. Commission on Aging members shall list their preferences of committees in which their interest lies. The outgoing Executive Committee and the newly elected officers will cooperate in making appropriate appointments to committees, subject to confirmation by the Commission on Aging.

Section 4. Appointment of Chairpersons. Each committee except the Technical Committee shall select its chairperson from its members, subject to confirmation by the Commission on Aging. The outgoing chairperson shall assist the newly selected chairperson in a smooth transition.

Section 5. Composition. Each member of the Commission on Aging shall be a member of one (1) or more standing committee(s). Senior advocates from the community may also serve on committees.

Section 6. Establishment. There are hereby created and established the following committees which shall have duties as set forth below:

A. Technical / Area Plan Committee.

1. Technical. To review Area Agency on Aging grant applications; to recommend grant recipients, to review and assess monitoring and evaluation reports; to evaluate program objective achievements; to assess the impact of programs. To perform other related duties.
Composition and size of the committee shall be approved by the Commission on Aging. To avoid a conflict of interest, or the appearance of one, the Service Provider Representative will not serve on this Committee. The First Vice President is automatically the chairperson. This Chairperson will serve on the Executive Board.

ARTICLE VIII. COMMITTEES (Continued)

2. Area Plan. To assist the Area Agency on Aging in the general planning for the Commission on Aging; to identify needs, public, and private resources; to develop the Area Plan; to recommend priorities of goals and objectives. Will also perform other related duties.

B. Membership / Bylaws Committee.

1. **Membership.** To recruit, research qualifications, interview, and recommend new members to the Commission on Aging; to assist the AAA with orientation of new members once approved; to serve as hospitality group for the Commission on Aging. This Chairperson will serve on the Executive Board.
 2. **Bylaws.** To advise the Commission on Aging of needed changes and prepare suggested changes for review and approval by the Commission. This committee should review the Bylaws every two (2) years. Any member may submit a suggested Bylaws change in writing to the committee for its consideration. This committee will also perform other related duties.
- C. **Advocacy / Legislative Committee.** To represent the interests of older persons and advocate on legislative issues pertaining to seniors; analyze and track federal, state and local legislative proposals; develop and maintain a telephone / email tree to inform members and the general population of legislative alerts and possible actions to be taken, and perform related duties such as California Senior Legislature elections. The two California Senior Legislature Representatives shall serve on this committee: however, they will not participate in planning or conducting the election. This Chairperson will serve on the Executive Board.
- D. **Public Relations / Community Outreach Committee.** To develop and disseminate information on aging and Commission on Aging activities; to assist in publicity of public hearings, membership meetings, the annual meeting, workshops, and training events; to improve media coverage of Commission on Aging activities; to assist in producing a newsletter. To work with AAA staff to solicit nominations for the Annual Senior Awards event; make selection of the five (5) Senior Award Winners (one from each Supervisorial District) based on set criteria; plan and execute an event that will be held to honor the Award Winners. In addition, will work with various agencies, individuals, and organizations on activities to celebrate and honor our County's senior citizens. Will also perform other related duties. This Chairperson will serve on the Executive Board.

Section 7. Ad Hoc Committees. Ad Hoc Committees differ from Standing Committees as they are time limited – focusing on specific issues. These Committees

ARTICLE VIII. COMMITTEES (Continued)

shall be created according to the needs identified by the Commission on Aging, or as deemed necessary by the President, with approval of the Executive Board. The voting membership of such committees shall consist only of those members who are members of the Commission on Aging. However, members of a public task force or consultants may participate in the committee's meeting, reviews, investigations and formulation of recommendations, at the discretion of the Chairman of the committee. These committees may investigate, review and make recommendations to the Commission on any topic concerning seniors which falls within the scope of the committee's

responsibilities, as assigned by the President with Executive Board approval. They may include, but are not limited to: transportation, housing, nutrition, health, and elder abuse. These committees shall be automatically dismissed upon the completion of the assignment.

ARTICLE IX. CONFLICT OF INTEREST

Section 1. Conflict of Interest. A conflict of interest exists when any member of the Commission on Aging, any committee or special committee member has, either directly or indirectly, a financial interest in a matter before the Commission on Aging or a committee of the Commission on Aging, as defined in the Stanislaus County Conflict of Interest Policy Statement in the Personnel Manual as follows:

“In addition to any Federal or State conflict of interest requirements which may apply, no member of any board, commission, or committee shall make, participate in making, or in any way attempt to use their position to influence a decision in which he or she knows or has reason to know he or she has a financial interest. In all such cases, the affected member shall disclose their interest in the records of the board, commission, or committee and shall refrain from participating in all discussions and votes concerning the matter in which they have a financial interest.

The purpose of this policy is not only to avoid actual improprieties but also the appearance of possible improprieties. Therefore, it is the policy of the Board of Supervisors that any doubts as to whether a member should refrain from participating in a particular matter should be resolved in favor of nonparticipation.”

Section 2. Resolution of Conflict of Interest. In the event a conflict of interest does occur, or appears to be imminent, the member of the Commission on Aging or committee shall declare the conflict and shall abstain from voting on that item.

Section 3. Determination of a Conflict of Interest. In the event of a marginal or potential conflict of interest, the member shall declare the existing conditions relative to a conflict and request a ruling on the validity of the conflict. A majority of a quorum present shall determine if a conflict of interest exists. If it does not, the member shall be permitted to participate as any other member.

ARTICLE X. NON-LIABILITY

Section 1. Non-Liability. No officer or duly authorized agent of the Commission on Aging shall be liable for any obligation arising out of, from, or occurring in the scope or course of the normal activities engaged in on behalf of the Commission on Aging.

ARTICLE XI. PARLIAMENTARY PROCEDURES

Section 1. Robert's Rules of Order. Robert's Rules of Order, as revised, shall be the guide for the conduct of all meetings. The Second Vice President or his / her designee shall act as Parliamentarian.

ARTICLE XII. AMENDMENTS

Section 1. Amendments. The Bylaws herein may be amended or repealed and a new revision or new Bylaws may be adopted by a two-thirds (2/3) vote of the membership quorum present at a special or regular meeting of the Commission on Aging. Such amendment(s) or repeal must be presented in writing to the Commission on Aging for a period of one (1) month prior to a regular or special meeting at which the vote takes place, and if adopted shall be submitted to the Board of Supervisors for their approval; thereafter, not to become effective before the next regular meeting of the Commission.

Approved as to Form:

JOHN P. DOERING, County Counsel

By:

Marc Hartley, Deputy County Counsel

ARTICLE X. NON-LIABILITY

Section 1. Non-Liability. No officer or duly authorized agent of the Commission on Aging shall be liable for any obligation arising out of, from, or occurring in the scope or course of the normal activities engaged in on behalf of the Commission on Aging.

ARTICLE XI. PARLIAMENTARY PROCEDURES

Section 1. Robert's Rules of Order. Robert's Rules of Order, as revised, shall be the guide for the conduct of all meetings. The Second Vice President or his / her designee shall act as Parliamentarian.

ARTICLE XII. AMENDMENTS

Section 1. Amendments. The Bylaws herein may be amended or repealed and a new revision or new Bylaws may be adopted by a two-thirds (2/3) vote of the membership quorum present at a special or regular meeting of the Commission on Aging. Such amendment(s) or repeal must be presented in writing to the Commission on Aging for a period of one (1) month prior to a regular or special meeting at which the vote takes place, and if adopted shall be submitted to the Board of Supervisors for their approval; thereafter, not to become effective before the next regular meeting of the Commission.

Approved as to Form:

JOHN P. DOERING, County Counsel

By: 
Marc Hartley, Deputy County Counsel