

EL DORADO COUNTY COMMISSION ON AGING: BY-LAWS (Revised 12/20/11)

SECTION 1: NAME

- 1.1: The official name of this body shall be the El Dorado County Commission on Aging, Advisory Council to the Area Agency on Aging for Planning and Service Area 29.
- 1.2: The Area Agency on Aging is the single purpose organizational unit authorized by the El Dorado County Board of Supervisors to carry out the functions and responsibilities of the Area Agency on Aging.

SECTION 2: PURPOSE OF THE EL DORADO COUNTY COMMISSION ON AGING

- 2.1: In accordance with provisions of Title III of the Older Americans Act, the Commission on Aging serves the following advisory functions to the Area Agency on Aging:
- 2.2: To advise and to make recommendations for appropriate action to the El Dorado County Board of Supervisors on all matters relating to the development and administration of the Area Plan and operations conducted thereunder.
- 2.3: To advise the Area Agency on Aging on all matters relating to the development and administration of the Area Plan and operations conducted thereunder.
- 2.4: To advise the Area Agency on Aging by provision of support and input in ascertaining the changing needs of the elderly throughout the County.
- 2.5: To serve as the principal advocate body in El Dorado County on behalf of older persons, especially the frail and vulnerable elderly as defined in the Older Americans Act.
- 2.6: To hold public hearings on the Area Plan, with no less than ten (10) days public notice.

SECTION 3: ORGANIZATION AND MEMBERSHIP

- 3.1: Membership on the El Dorado County Commission on Aging, Advisory Council to the Area Agency on Aging, shall ~~be in conformance with~~ conform to the requirements of the Older Americans Act, the Older Californian's Act, the Area Plan and the requirements of the local jurisdiction within Planning and Service Area 29.
- ~~3.2: Membership shall consist of six appointees of the Board of Supervisors (five supervisorial appointments and one member at large), six appointees of the Commission and one appointee from each incorporated city in the County.~~
- 3.2: A minimum of one-half of the members of the Commission shall be sixty (60) years of age or older.

- 3.3: Membership should reflect the geographic, racial, economic, and social complexion of the County.
- 3.4: No more than one member of a family (**within one degree of relationship**) shall serve on the Commission at the same time.

#### **SECTION 4: APPOINTMENTS AND TERMS OF OFFICE**

~~4.13.5:~~ Persons appointed to serve as Commissioner shall be:

- 1) Desirous of the office and able to serve;
- 2) Community representatives who are concerned about and/or working with senior programs;
- 3) Given preference if over 60 years of age; and
- 4) Available upon request for interview by the appointing body prior to appointment.

~~4.23.6:~~ Membership shall be determined in accordance with El Dorado County Ordinance Code § 2.15 et seq. Pursuant to that code, membership consists of six appointees of the Board of Supervisors (five supervisorial appointments and one member-at-large), six appointees of the Commission and one appointee from each incorporated city in the County.

3.7: Pursuant to El Dorado County Ordinance Code 2.15.020, the El Dorado County Board of Supervisors shall appoint six (6) members to the Commission on Aging. Each Supervisor shall **individually** appoint ~~their~~ **one** representative to a term concurrent with their term of office. The Board **as a whole, by majority vote**, shall also appoint one (1) member-at-large to serve a two (2) year term. **Vacancies in supervisorial appointments shall be filled by the appointing Supervisor, and the term shall remain coterminous with that of the appointing Supervisor.**

3.8: Each incorporated city in the County shall appoint one member to the Commission. Vacancies in city appointments will be filled by the appointing city.

~~4.33.9:~~ Vacancies in Commission appointments (Community Representatives) due to resignation or termination will be filled by the following process: All of the applications received from vacancy advertisements will be reviewed by the Membership Committee and applicants will be selected for interviews. After the interviews are complete, the Membership Committee will make their nomination recommendation(s) to the Commission for appointment. The nomination must be approved by the majority of Commissioners in attendance at a regularly scheduled meeting with a quorum present. ~~The Commission on Aging shall appoint six (6) members to the Commission. The six community representatives shall be selected from a list of nominees provided by individuals, senior service organizations, community groups, businesses and professional organizations, in response to a request for nominations put out at least sixty (30) days prior to the appointment of the members during a regular business meeting of the Commission.~~ The **six** community representatives shall serve three (3) year terms. However, in the event of a need to rotate expiration of terms, a community representative may, at the discretion of the Commission, be assigned a one (1), two (2) or four (4) year term at the time of appointment. ~~Appointments made by the Commission shall be confirmed at a regularly scheduled meeting of the Commission.~~

- 3.10: **OFFICERS:** The Commission on Aging shall have a Chairperson and Vice-Chairperson elected by majority vote of the Commissioners in attendance at a regularly scheduled meeting with a quorum present ~~who shall serve terms of one twelve month period, January to January.~~ Each ~~No officer~~ shall serve a term of one calendar year, with no limit on the number of ~~more than two (2) consecutive~~ terms.
- 3.11: The Chairperson of the Commission on Aging shall preside at all meetings of the Commission; shall represent the Commission at functions of a ceremonial nature; shall appoint members of committees with the consent of the majority of those members present and voting at any regularly scheduled meeting; and shall perform other tasks as authorized by the Commission on Aging.
- 3.12: The Vice-Chairperson shall perform the duties and exercise the power of the Chairperson during the absence of the Chairperson.
- 3.13: **PUBLIC REPRESENTATIONS:** No member of the Commission shall represent their personal view as that of the Commission. Any member wishing to represent the Commission before any group or individual shall seek authorization of the Chairperson of the Commission prior to doing so. This section does not prevent an individual Commission member from attending any function or meeting and discussing their personal views.
- 3.14: **MEMBER COMPENSATION AND EXPENSE REIMBURSEMENT:** ~~Members shall receive compensation as established by the Board of Supervisors. Each member shall, upon submission of a timely expense reimbursement written request, be reimbursed for expenses in accordance with El Dorado County Ordinance Code 2.15.080. receive ten dollars (\$10.00) for each regular Commission on Aging meeting attended and shall be reimbursed for travel expenses incidental to attending Commission on Aging meetings and other travel only as authorized by the Board of Supervisors or County Administrative Office.~~
- 3.15: **VOTING:** Each member of the Commission on Aging shall be a voting member. All ~~formal~~ business of the Commission shall be conducted by motion and recorded in the minutes. ~~At least 50% of confirmed members shall constitute a quorum, and a quorum is necessary for business to be conducted during regular or special meetings of the Commission.~~ A majority vote of the membership of a regular and/or special meeting is required to pass a motion ~~(except as stated in 16.1).~~
- 3.16: A Commission member is in conflict of interest, or potential conflict of interest, when he or she has one or more of the following relationships existing with the program under consideration:
- a) Ownership
  - b) Director, trustee or officer of the program
  - c) Provider of professional services to the program
  - d) Parent, spouse, brother, sister or children of a, b, or c

- e) Employee of the program
- f) Any persons with a relationship described in a through e above to a competing program in the area.

~~3.17: When there is a question as to the existence of a conflict of interest, the Chairperson shall make a ruling whether or not a potential conflict does exist.~~ If a member ~~is deemed to have~~ has a conflict of interest, or potential conflict of interest, the member shall refrain from advocating for and/or against, and from voting on the program under consideration.

~~4.4: Each incorporated city in the County shall each appoint one member to the Commission.~~

#### SECTION 5: VACANCIES

~~5.1: In the event of a vacancy due to resignation or termination, the Chairman shall notify the appointing body within thirty (30) days of the need for a replacement.~~

~~5.2: Supervisorial appointments shall be replaced by the appointing Supervisor and the term shall remain coterminous with that of the appointing Supervisor.~~

#### SECTION ~~64~~: MEETINGS

~~64.1:~~ Meetings shall be public and shall be held monthly on a regular day at the locations and times as designated by the Commission, except there shall be no meetings during two months out of each year, as designated by the Commission, unless a special meeting is called as provisioned in Section ~~64.3~~. ~~Meetings shall be subject to the Ralph M. Brown Act.~~

~~64.2:~~ Should the regular meeting day fall on a holiday, the meeting shall take place the same designated day the following week.

~~64.3:~~ Special meetings may be called by the Chairperson of the Commission and/or the Area Agency on Aging Director.

~~64.4:~~ Adequate notice of Commission meetings shall be disseminated at least one week in advance through the use of local media and the agenda publicly posted at least 72 hours in advance of the meeting. Any member of the public may speak on any agenda item or, upon prior notice to the Chairperson, on an item not on the agenda. (Refer to Section ~~4.7~~ ~~12.1~~)

~~64.5:~~ **ATTENDANCE:** Each member shall be expected to attend regular meetings and shall, in the event of an unavoidable absence, notify the Chairperson or Secretary of anticipated absences. It shall be the responsibility of the Chairperson to determine whether an absence is excused. Reasons for an excused absence would include such causes as illness, conflict with regular employment, etc. Two unexcused absences within one calendar year may be cause for termination and replacement. ~~The Chairperson shall report more than two consecutive unexcused absences to the appointing authority. The appointing authority may remove members at its discretion.~~

- 4.6: **Communications:** Any presentation to the Commission shall be made known to the Chairperson prior to the commencement of the scheduled meeting.
- 4.7: Communications from the Commission on Aging must be sent out over the authorized signature of the Chairperson of the Commission.
- 4.8: All communications shall be directed to the El Dorado County Commission on Aging, c/o the Area Agency on Aging business office.
- 4.9: **The Commission on Aging shall report annually to the Board of Supervisors. All other interested parties may receive copies.**
- 4.10: **PUBLIC HEARINGS:** Prior to the adoption of the annual Area Plan or any subsequent amendments to the Area Plan, **at least one** public hearing shall be held allowing area residents the opportunity to comment. Such public hearing(s) shall be widely advertised and shall follow procedures established by the Commission.

#### **SECTION 7: QUORUM**

~~7.1: At least 50% of confirmed members shall constitute a quorum and is necessary for business to be conducted during a regular meeting of the Commission.~~

#### **SECTION 58: COMMITTEE ORGANIZATION PARLIAMENTARY PROCEDURES**

- ~~85.1:~~ The Chairperson shall establish, with approval of the membership, procedures to be carried out in conducting meetings.
- 5.2: **COMMITTEES OF THE COMMISSION ON AGING:** The business of the Commission on Aging shall proceed at the regularly scheduled meetings with full participation of the whole membership. Committee appointments shall be made by the Chairperson with participation of the members and may include members from the public at large. **The chair of a committee must be a Commission member. One committee member shall be from the Commission membership, as shall the committee Chairperson.** The members of the committees from the public at large will not have Commission voting privileges.
- 5.3: The executive board (committee) shall consist of the chair, vice-chair, immediate past chair and each standing committee chair.
- 5.4: **The Nominating Committee shall nominate the officers for the coming year and shall consist of three (3) members nominated and elected by the Commission at the September meeting.**
- 5.5: Ad Hoc committees or task forces will be designated to perform specific functions as may be necessary.
- 5.6: Committees may take action **to further the position of the Commission on Aging**, on issues on which the COA has expressed a position, such as writing letters supporting legislation or otherwise advocating on behalf of their constituents without returning to the full

commission for approval. Any actions must not contradict Commission on Aging or Area Plan goals or objectives. Copies of all letters or summaries of activities must be presented to the Area Agency on Aging, the Chairperson of the Commission or otherwise reported to the full Commission at the next regularly scheduled meeting.

~~8.2:—In the event of a conflict or dispute regarding procedures, Robert's Rules of Order, Newly Revised, shall be referenced and shall govern.~~

#### ~~SECTION 9: OFFICERS OF THE COMMISSION ON AGING AND THEIR TERMS OF OFFICE~~

~~9.1:—The Commission on Aging shall have a Chairperson and Vice Chairperson who shall serve terms of one twelve month period, January to January. No officer shall serve more than two (2) consecutive terms.~~ (Moved to Section 3.10)

~~9.2:—The Chairperson of the Commission on Aging shall preside at all meetings of the Commission; shall represent the Commission at functions of a ceremonial nature; shall appoint members of committees with the consent of the majority of those members present and voting at any regularly scheduled meeting; and shall perform other tasks as authorized by the Commission on Aging.~~ (Moved to Section 3.11)

~~9.3:—The Vice Chairperson shall perform the duties and exercise the power of the Chairperson during the absence of the Chairperson.~~ (Moved to Section 3.12)

#### ~~SECTION 10: COMMITTEES OF THE COMMISSION ON AGING~~

~~10.1: The business of the Commission on Aging shall proceed at the regularly scheduled meetings with full participation of the whole membership. Committee appointments shall be made by the Chairperson with participation of the members and may include members from public at large. One committee member shall be from the Commission membership, as shall the committee Chairperson. The members of the committees from the public at large will not have Commission voting privileges.~~ (Moved to Section 5.3)

~~10.2: The executive board (committee) shall consist of the chair, vice chair, immediate past chair and each standing committee chair.~~ (Moved to Section 5.3)

~~10.3: Ad Hoc committees or task forces will be designated to perform specific functions as may be necessary.~~ (Moved to Section 5.5)

~~10.4: Committees may take action on issues on which the COA has expressed a position, such as writing letters supporting legislation or otherwise advocating on behalf of their constituents without returning to the full commission for approval. Any actions must not contradict Commission on Aging or Area Plan goals or objectives. Copies of all letters or summaries of activities must be presented to the Area Agency on Aging, the Chairperson of the Commission or otherwise reported to the full Commission at the next regularly scheduled meeting.~~ (Moved to Section 5.6)

## ~~SECTION 11: PUBLIC REPRESENTATION~~

~~11.1: No member of the Commission shall represent their personal view as that of the Commission's. Any member wishing to represent the Commission before any group or individual shall seek authorization of the Chairperson of the Commission prior to doing so. This section does not prevent an individual Commission member from attending any function or meeting and discussing their personal views. (Moved to Section 3.13)~~

## ~~SECTION 12: COMMUNICATIONS~~

~~12.1: Any presentation to the Commission shall be made known to the Chairperson prior to the commencement of the scheduled meeting. (Moved to Section 4.6)~~

~~12.2: Communications from the Commission on Aging must be sent out over the authorized signature of the Chairperson of the Commission. (Moved to Section 4.7)~~

~~12.3: All communications shall be directed to the El Dorado County Commission on Aging, c/o the Area Agency on Aging business office. (Moved to Section 4.8)~~

## ~~SECTION 13: PUBLIC HEARINGS~~

~~13.1: Prior to the adoption of the annual Area Plan or any subsequent amendments to the Area Plan, a public hearings shall be held allowing area residents the opportunity to comment. Such public hearings shall be widely advertised and shall follow procedures established by the Commission. (Moved to Section 4.10)~~

## ~~SECTION 14: MEMBER REIMBURSEMENT~~

~~14.1: Each member shall, upon submission of expense reimbursement request, receive ten dollars (\$10.00) for each regular Commission on Aging meeting attended and shall be reimbursed for travel expenses incidental to attending Commission on Aging meetings and other travel only as authorized by the Board of Supervisors or County Administrative Office. (Moved to Section 3.14)~~

## ~~SECTION 15: VOTING AND CONFLICT OF INTEREST~~

~~15.1: Each member of the Commission on Aging shall be a voting member. All formal business of the Commission shall be conducted by motion and recorded in the minutes. A majority vote of the membership of a regular and/or special meeting is required to pass a motion (except as stated in 16.1). (Moved to Section 3.15)~~

~~15.2: A Commission member is in conflict of interest, or potential conflict of interest, when he or she has one or more of the following relationships existing with the program under consideration:~~

- ~~a) Ownership~~
- ~~b) Director, trustee or officer of the program~~
- ~~c) Provider of professional services to the program~~
- ~~d) Parent, spouse, brother, sister or children of a, b, or c~~

~~e) Employee of the program~~

~~f) Any persons with a relationship described in a to e above to a competing program in the area.~~ (Moved to Section 3.16)

~~15.3: When there is a question as to the existence of a conflict of interest, the Chairperson shall make a ruling whether or not a potential conflict does exist. If a member is deemed to have a conflict of interest, or potential conflict of interest, the member shall refrain from advocating for and/or against, and from voting on the program under consideration.~~ (Moved to Section 3.17)

#### SECTION ~~1~~6: AMENDMENTS TO THE BY-LAWS

- ~~1~~6.1: These by-laws may be amended by a two-thirds vote of the members present at a regularly scheduled meeting, with a quorum in attendance, or at a meeting especially called for the purpose of amending these by-laws, with a quorum in attendance.
- ~~1~~6.2: No amendments to these by-laws may be made without thirty (30) days prior notice in writing, either mailed or given in person to all members of the Commission on Aging.