

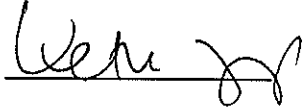
Policy Memorandum

Advisory Council – III-A

BY-LAWS OF THE AREA AGENCY ON AGING

Date Effective: 07/01/1980
Date Revised: 08/05/2008, 04/05/2011

Director's Signature: _____



Purpose

To provide the adopted by-laws of the Advisory Council of the Ventura County Area Agency on Aging.

See attached by-laws

**VENTURA COUNTY
AREA AGENCY ON AGING**

BY-LAWS

ARTICLE I – AUTHORITY

Section 1 – The name of this organization is the Ventura County Area Agency on Aging (VCAAA), otherwise known as VCAAA, and its jurisdictional region is the County of Ventura.

Section 2 –The VCAAA is a public agency established in accordance with and having the authority defined in the Comprehensive Older Americans Act Amendment of 1978 (PL 95-478) for the purpose of the development, implementation and evaluation of a comprehensive and coordinated service delivery system for persons aged 60 and over in Ventura County.

Section 3 – The VCAAA consists of the Ventura County Board of Supervisors, as policy makers, and Advisory Council and staff.

ARTICLE II – OBJECTIVE

Section 1 – The objectives of the VCAAA include, but are not limited to:

- A. Providing leadership, advocacy and visibility for persons aged 60 and over within Ventura County.
- B. Integrating and consolidating the Older Americans Act Programs as an intrinsic part of the VCAAA's responsibility to contract, monitor, evaluate and give technical assistance to sub-grantees funded by the VCAAA.
- C. Conducting comprehensive planning, which includes the identification and prioritization of goals and related performance objectives as well as program costs projections.
- D. Developing the Ventura County Area Plan based on the above planning process.
- E. Developing the Plan with full knowledge of other public and private planners who are concerned with programs and services for persons aged 60 and over or persons with disabilities.
- F. Designing a service delivery system which is expressed in the Area Plan to meet the wide range and needs of persons aged 60 and over or persons with disabilities in Ventura County and which is consistent with, and implements, the Amended Older Americans Act at the local level.

- G. Evaluating the product, process, resource allocation and effect of total program, anticipated and actual.
- H. Through program development activities, coordinating and pooling existing public and private resources toward establishing or expanding services identified by the planning process as priority needs of persons aged 60 and over or persons with disabilities in Ventura County.
- I. Developing an evaluation procedure and conducting evaluations to monitor performance of sub grantees.
- J. Disseminating information to persons aged 60 and over or persons with disabilities in Ventura County. This shall include providing information regarding available services as well as providing reports on the activities of the VCAAA.
- K. Providing service to and advocating for persons under the age of 60 as required by the amended Older Americans Act and/or the Older Californians Act.

ARTICLE III - POLICY

Section 1 – The Ventura County Board of Supervisors shall be the policy making body of the VCAAA.

Section 2 – Comments and recommendations by the Advisory Council on policy matters shall be submitted to the Board of Supervisors by the Director of the VCAAA.

Section 3 – The Director and staff of the VCAAA shall provide the Advisory Council with sufficient background material and information submitted in reasonable time to enable the Advisory Council to study and comment upon all matters requiring its input which is to be brought before the Board of Supervisors. Staff shall be required to apprise the Advisory Council of all other Agency matters brought before the Board of Supervisors at regularly scheduled Advisory Council meetings.

ARTICLE IV – ADVISORY COUNCIL

Section 1 – The Advisory Council is a principal advocate body on behalf of all persons aged 60 and over within the Planning and Service Area (PSA).

Section 2 – The duties and powers of the Advisory Council shall be to:

- A. Serve as advisor to the VCAAA;

- B. Act as an independent advocate for persons aged 60 and older or persons with disabilities, taking positions on matters pertaining to federal, state and local policies, programs and procedures, and any legislation affecting older persons;
- C. 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 on issues of concern to persons aged 60 and older or persons with disabilities and other interested parties.
- D. Inform local senior advocates and organizations on specific legislation pending before local, state and federal governments;
- E. Disseminate information of interest and concern to persons aged 60 and older or persons with disabilities;
- F. Be actively involved in the development, implementation and monitoring of the Area Plan. The Area Plan shall include recommendations gathered from surveys of senior service providers, community leaders and seniors themselves on the services needed to improve the lives of persons aged 60 and older or persons with disabilities. Programs recommended and developed will fall within the scope of the VCAAA. The Area Plan shall be made available to the Department of Aging (CDA), the California Commission on Aging (CCOA), and, insofar as resources permit, to all other interested parties that seek a copy of the report.
- G. Hold public hearings on the Area Plan with no less than 30-day notification to the general public and the senior constituency regarding dates, time and location;
- H. Review, comment on, and make recommendations on proposals submitted to VCAAA for funding;
- I. Act as a two-way communication link between the VCAAA and its communities and/or organizations.

Section 3 – The Advisory Council shall be non-partisan in the conduct of its duties and functions.

Section 4 – Advisory Council members shall be reimbursed by the VCAAA for all authorized actual necessary expenses (Advisory Council meetings, authorized committee meetings and authorized taskforces) and incurred while carrying out the duties of such Advisory Council within the Planning and Service Area (PSA). Provision for such reimbursement shall be made in the Area Plan budget at formally established rates.

Section 5 – The VCAAA shall provide staff assistance to the Advisory Council to assist in carrying out specified duties.

ARTICLE V - ADVISORY COUNCIL MEMBERSHIP

Section 1 -

- A. Total membership on the Advisory Council shall be no less than 20 and no more than 40 persons and shall reflect compliance with federal and state guidelines.
- B. Membership shall be selected through a process designed by the local governing bodies and the Planning and Service Area (PSA) within which the Area Agency on Aging operates. No more than fifty percent (50%) of the Advisory Council's membership shall be appointed by one official or body of officials.
- C. Membership shall be composed of:
 - 1. A majority of persons 60 years of age or older;
 - 2. At least one service provider;
 - 3. Members who reflect the geographic, racial, economic and social complexion of the Planning and Service Area they represent;
 - 4. At least one disabled person to represent the interests of persons with disabilities.
 - 5. At least one member must represent the interests of the family caregiver.
 - 6. At least one member to represent the interest of lesbian, gay, bisexual and transgendered (LGBT) seniors.
 - 7. At least one member to represent the interest of military veterans.
 - 8. At least one member to represent the mental health issues of seniors.
 - 9. In line with California Department of Aging requirements, three California Senior Legislature representatives to represent the interests of the VCAAA and its senior constituency to the California Senior Legislature.
- D. Advisory Council composition requirements shall be complied with as vacancies occur. Preference will be given to people age 60 and older.

Section 2 - The process for membership selection to the Advisory Council shall be as follows:

- A. Each local Council on Aging, at a regularly scheduled meeting of its membership, shall elect two (2) members to the Advisory Council.

1. The local Council on Aging shall recommend two (2) members to the City Council. The City Council shall then ratify or deny the recommendations.
 2. When ratified, the two (2) members shall be seated on the Advisory Council.
 3. If denied, the local Council on Aging shall elect another member using the same process. This shall continue until such time as the City Council approves the local Council on Aging's designation.
 4. This process will seat twenty (20) Advisory Council members.
 5. In the absence of a local Council on Aging, or if the local Council on Aging delegates nominating authority to the local Senior Center Director, the Senior Center Director shall recommend two (2) members to the Advisory Council.
 - a. The City Council shall then ratify or deny the recommendation.
 - b. When ratified, the two (2) members shall be seated on the Advisory Council.
 - c. If denied, the Senior Center Director shall recommend another member or members using the same process. This process shall continue until such time as the City Council approves the Senior Center Director's recommendation.
- B. The Board of Supervisors will appoint six (6) to the Advisory Council and in those appointments will ensure that the Agency requirements for minority representation are met. One (1) of these appointments will be from the unincorporated areas whenever possible. Supervisorial appointments will be made after ratification of members elected by the local Council on Aging.
 - C. The Advisory Council will elect three California Senior Legislature representatives to serve four year terms.
 - D. The twenty-nine (29) Advisory Council members thus seated will elect the following seven members from focused populations: two (2) Service Provider members, one (1) Family Caregiver representative, one (1) member to represent the interest of LGBT seniors, one (1) member to represent the interest of military veterans, one (1) member to represent the interests of people with disabilities, and one (1) member to represent the interest of seniors with mental health issues. This shall be done by democratic process.
 - E. The immediate past chairperson of the Advisory Council will sit as a member of the Advisory Council.
 - F. For mid-term vacancies, the appointing authority shall appoint a representative to serve the remainder of the term or shall follow the process of electing new member (see Article V, Section 2, A and D) .

Section 3 – All members have a duty to inform the Advisory Council, committee and/or taskforce if they have a conflict of interest. They are prohibited from casting a vote on any matter which has a direct bearing on the services to be provided by that member or by the entity which that member represents on the Council. Under AB 1234, the State of California requires board members to complete a biennial ethics course. Members are also required to file Form 700 forms at the start of the term, annually and upon leaving their position.

Section 4 – Names and required information about Supervisorial Advisory Council members shall be submitted to the Ventura County Board of Supervisors for review to ensure compliance with federal and state mandates concerning composition of the Advisory Council. In the event of non-compliance for any reason, the Advisory Council shall identify the cause of the non-compliance and shall make recommendations to the appropriate sponsoring authorities to attempt to correct the non-compliance. The VCAAA shall receive the recommendation, review it and adopt or alter the recommendation to achieve compliance. The Director of the VCAAA shall implement the action of the Board of Supervisors.

Section 5 – The term of membership for individuals on the Advisory Council shall be two (2) years. At the conclusion of a two-year term, an Advisory Council member may be re-elected or re-appointed for a second or third two-year term by the appointing authority. No individual may serve more than six consecutive years on the Advisory Council. An individual may serve again after at least a one-year absence. Exceptions may be made at the discretion of the appointing authority, except for California Senior Legislature members.

Section 6 – Each member of the Advisory Council is entitled to one vote on each matter submitted to a vote of the Advisory Council. Proxy voting and absentee ballot voting is not permitted.

Section 7 – Responsibilities of members of the Advisory Council:

Members shall:

- A. Attend the duly called meetings of the Advisory Council;
- B. Read and study, in advance, all written material provided them in preparation for duly called meetings of the Advisory Council;
- C. Serve on at least two (2) committees of the Advisory Council. A member may serve via teleconference for all committees except for the Planning and Allocation Committee, which must always hold in-person meetings;
- D. Become knowledgeable about the problems and needs of the persons aged 60 and older;
- E. Become knowledgeable about the various service delivery systems which impact the elderly at the federal, state and local levels;
- F. Have the dual responsibility to accurately report facts and conditions of their constituency to the Advisory Council as well as the actions of the Advisory Council to

their constituency and the general public including advocacy initiatives recommended by the Advisory Council.

Section 8 – Public statements on behalf of VCAAA shall reflect official positions of the Advisory Council and shall be issued through proper channels. Members who violate this provision shall be subject to removal by a majority vote of the Advisory Council subject to approval of the Board of Supervisors.

Section 9 – Members who have been absent from three consecutive meetings (excused or unexcused) may be automatically removed from the Council. The sponsoring authority shall elect/appoint another person. Members shall apprise the Director of the VCAAA of anticipated absences.

Section 10 – In the event of death or resignation of a member the sponsoring authority shall elect/appoint another member. A member may resign by addressing a written resignation to the Chairperson of the Advisory Council or the Director.

ARTICLE VI – OFFICERS OF THE ADVISORY COUNCIL

Section 1 – The officers of the Advisory Council shall be Chairperson, Vice-Chairperson and Secretary.

Section 2 –

A. Officers shall be elected at the regular June meeting each year by Advisory Council members. Nominations shall be made in two ways: (1) by a nominating committee, who will develop and present a proposed slate of officers, and (2) from the floor. Election shall be by simple majority.

B. The Chairperson of the Advisory Council shall be 55 years of age or older.

Section 3 – The officers of the Advisory Council shall be elected for a one-year term. An officer may be re-elected for a second or third one-year term. No individual shall serve more than three full consecutive terms in the same office. No member shall hold more than one office at a time.

Section 4 – The Chairperson shall preside at all meetings of the Advisory Council, sign all letters, reports, and other communications of the Advisory Council, and perform any and all other duties prescribed by the Advisory Council from time to time. The Chairperson may serve as an ex-officio member of all committees.

Section 5 – The Vice-Chairperson shall represent the Chairperson and/or substitute in the performance of the Chairperson during his/her absence.

Section 6 – The Secretary shall have the responsibility for assuring that the minutes of all meetings of the Advisory Council are properly recorded, filed and disseminated. The Secretary shall also serve as Chair of the Nominating Committee.

ARTICLE VII – MEETINGS OF THE ADVISORY COUNCIL

Section 1 – The Advisory Council shall meet at least six (6) times a year.

Section 2 – The Advisory Council shall meet at a designated time and place. There shall be public notification of all meetings. Procedures for notification of regular meetings and special meetings shall be determined by the Advisory Council.

Section 3 – Special meetings of the Advisory Council may be called in the following ways:

- A. By the Advisory Council Chair;
- B. Jointly by the Vice Chair and Secretary of the Advisory Council upon written request of five or more Advisory Council members;
- C. By the Board of Supervisors.

Section 4 – A quorum shall consist of a simple majority of the total required number of members. A quorum must be present at any meeting at which business is transacted that requires a vote to be taken for any proposal or action. A majority of members present, once a quorum is established, shall be required to approve, disapprove or act on any proposal. Without a quorum, meetings may be held at which informational items are presented and discussed, but no vote or motion can be made.

ARTICLE VIII – COMMITTEES

Section 1 – The Chairperson of the Advisory Council shall appoint such standing or temporary committees as he/she deems appropriate with the approval of the Advisory Council. Committee members shall appoint a committee chair from among the Advisory Council committee members. Committee members must be Council members and all other attendees are considered guests. Only Committee members may vote on that Committee's business. All members have a duty to inform the Advisory Council, committee and/or taskforce if they have a conflict of Interest. Standing committees include the following: Planning and Allocation, Legislative, By-Laws, Senior Nutrition, Outreach, Health Issues, Livable Communities and Optimal Aging

Section 2 – A minimum three (3) member Nominating Committee will be selected in March of each year in conformance with adopted Advisory Council procedures. Each year this Nominating Committee shall be tasked with reviewing applications and interviewing applicants for the three (3) California Senior Legislature members appointed under Article V, Section C, and the seven (7) members from focused populations appointed under

Article V, Section D. The Nominating Committee will also propose a slate of names to serve as officers before the full Advisory Council for its consideration and vote at the May meeting. Additionally, the Nominating Committee shall inform the appointing and nominating authorities for all Advisory Council members of requirements for the nominees in compliance with the criteria established by the Older Americans Act, as amended, for representation in the VCAAA, including ethnic composition, disability and income levels. The Nominating Committee shall notify the appointing authorities in sufficient time to allow the seating of Advisory Council members at the July meeting of the Advisory Council. The same Nominating Committee shall be in place until the next one is seated in March. The Secretary of the Advisory Committee shall serve as the Chair of the Nominating Committee unless the Secretary is running for another office, in which case the Secretary will not be a member of the Nominating Committee and the Nominating Committee by majority vote will elect another member as Chair instead.

ARTICLE IX – APPOINTMENT OF DIRECTOR

Section 1 – The Director shall be selected in accordance with County Personnel policies and shall meet the minimum qualifications as established in conformity with the personnel specifications outlined by California Department of Aging (CDA) policy statements and the Older Americans Act, as amended.

Section 2 – The Advisory Council shall elect representatives to participate in the oral interviews of the finalists conducted by County Personnel, and the names of the top applicants shall be submitted to the Board of Supervisors, ranked in order of preference.

Section 3 – The Board of Supervisors has final appointment and termination authority after consideration of the recommendations of the Advisory Council representatives and County Personnel.

ARTICLE X – DUTIES OF DIRECTOR

Section 1 – The duties of the Director shall include the administration of the daily operation of the VCAAA; selection and supervision of staff; preparation, implementation and monitoring of the annual budget and the Area Plan. The Director shall represent the VCAAA before public bodies and shall perform such other duties as required by the Board of Supervisors, the Advisory Council and state and federal laws.

Section 2 – The Director shall employ such other employees as are necessary to carry out the required program and policies of the VCAAA and the California Department of Aging (CDA); shall develop requests for proposals; shall monitor contracts and evaluate performance of sub-grantees; shall develop an Area Plan and budget; shall complete required state and federal reports; shall provide technical assistance to organizations

seeking or providing services to the elderly; and shall perform all other such duties as appropriate to the operation of the VCAAA.

ARTICLE XI – RESPONSIBILITIES OF THE BOARD OF SUPERVISORS

Section 1 – The Board of Supervisors shall be the policy-making body of the VCAAA and shall be responsible for seeing that its policies are being carried out.

Section 2 – The Board of Supervisors shall select the Director to carry out the Agency’s policies.

Section 3 – The Board of Supervisors shall ensure that the provisions of the California Department of Aging (CDA), Older Americans Act, as amended, and all other federal, state and county regulations are carried out.

Section 4 – The Board of Supervisors shall review and approve the preliminary and final annual agency budget and the Area Plan.

ARTICLE XII – RESPONSIBILITIES OF THE COUNTY

Section 1 – the County shall provide the following supportive services to the VCAAA:

- A. Administration of the budget shall be by the CEO’s office and processing of revenue and expenditures shall be by the Auditor/Controller’s office;
- B. Facility, services and supplies – this will include office equipment, county telephone system, and brown mail system;

ARTICLE XIII – APPEALS

An appeal by any person (including senior services providers or applicants for VCAAA grants) of any decision of the VCAAA shall be directed to the Board of Supervisors.

ARTICLE XIV – REVIEW OF BY-LAWS

Every two years the chair of the Advisory Council shall convene a meeting of the by-laws committee to review the by-laws and update as needed. The Advisory Council Policy and Procedures are incorporated by reference. The membership of the Advisory Council shall vote to approve any changes to or new Policies and Procedures.

ARTICLE XV – AMENDMENTS TO THE BYLAWS

These by-laws may be amended at a regular meeting of the Advisory Council after a 30-days written notice to the members of any proposed changes. Amendments shall be

approved by two-thirds majority vote of the Advisory Council and adopted by the Ventura County Board of Supervisors.

John C. Zaragoza, Chair
Ventura County Board of Supervisors

Date: