

SOUTHWEST WASHINGTON AGENCY ON AGING AND DISABILITIES

ADVISORY COUNCIL BYLAWS

ARTICLE I– Name and Composition

The official name of the organization is “Southwest Washington Agency on Aging and Disabilities Advisory Council”, hereafter referred to as the Advisory Council, or Council.

The service area of the Council includes the five (5) southwest counties of Washington:
Clark, Cowlitz, Klickitat, Skamania, and Wahkiakum.

ARTICLE II – Purpose and Mission

The Advisory Council is charged with advising the Southwest Washington Council of Government on Aging and Disabilities (herein referred to as COG), its staff, community groups, and government agencies and officials regarding services to seniors and adults with disabilities in the five-county service area in accordance with the Older Americans Act. The Council shall advise the above relative to:

1. Developing and administering the Area Plan.
2. Conducting public hearings.
3. Representing the interests of older persons and adults with disabilities.
4. Reviewing and commenting on all community policies, programs, and actions which affect older persons and adults with disabilities with the intent of assuring maximum coordination of responsiveness to its clients.

ARTICLE III – Membership

Section 1 - Number of Members: The Advisory Council shall be composed of no more than eighteen (18) members.

Section 2 - Representation: Proportional representation of each county to the Advisory Council shall be as follows:

Clark County:	6	Skamania County:	3
Cowlitz County:	3	Wahkiakum County:	3
Klickitat County:	3		

Advisory Council members shall be residents of the county each represents.

Section 3 - Recruitment: Recruitment of new members to the Advisory Council will be conducted by the Membership Committee. The Membership Committee will solicit recommendations from the Board of County Commissioners in each county in the service area and other interest groups as specified in the Washington State Aging and Disability Services Administration (ADSA) Policy and Procedures Manual.

Section 4 - Membership Profile: Membership of the Advisory Council shall be comprised of a minimum of fifty percent (50%) adults sixty-years of age and older (60+) and adults with disabilities. People from all parts of the service area, key senior advocate groups, key advocate groups for adults with disabilities, racial and ethnic minority groups in all of the service area and at least one local elected official shall be represented in accordance with policies stated in the ADSA Policy and Procedures Manual.

Section 5 - Membership Applications: Potential Advisory Council members shall submit a Membership Application to the Membership Committee for review. The Membership Committee shall submit its recommendation to the Advisory Council for approval by a majority vote of the Council. Application is then sent to the COG for approval and appointment. The appointed member will be notified of approval and appointment by an acceptance letter from the Chairperson of the COG.

Section 6 - Term of Office: Members shall serve for a three (3) year term and thereafter may serve a consecutive three (3) year term by majority approval of the Council without a new application – six (6) years total for both terms, and may be reappointed after a lapse of one (1) year with a new application. Each member’s term shall begin in the month he/she is appointed for a consecutive three (3) year term. The representative appointed by the Washington State Governor to represent the service area to the State Council on Aging shall serve as an Ex Officio member of the Advisory Council.

Section 7 – Unexcused Absence: Three (3) consecutive unexcused absences from regular Advisory Council meetings shall be cause for loss of membership status. Exceptions may be made at the discretion of the Executive Committee. An excused absence is one where the member has notified either the Council Chairperson or the Program Director prior to the regular Council meeting in question.

Section 8 – Conflict of Interest: Advisory Council members are not permitted to vote on any issue which may affect funding if that member has a conflict of interest due to being a volunteer with, employed by, or serving as a board member of any entity related to the issue.

ARTICLE IV – Officers and Duties

Section 1 – Election of Officers: The elected officers of the Advisory Council shall be:

Chairperson (or Chair)
Vice-Chairperson (or Vice-Chair)
Secretary

These three (3) officers shall be elected annually by a majority vote of the Advisory Council at the November meeting of the Council and shall comprise the Executive Committee. The election of these officers shall be by presentation of a slate of nominees, screened by the Nominating Committee, and nominated at the October meeting of the Council. The Chairperson shall request nominations from the

members assembled at the October meeting of the Council. A member's motion, a second, and a majority vote of the members present close the nominations. A majority vote by secret ballot shall finalize election at the November meeting.

Section 2 – Officers' Duties and Terms of Office: The officers of the Advisory Council shall perform the duties described in this section. The term of office shall be one (1) year for each officer beginning in January after the November election. No officer may serve more than two (2) consecutive terms in that office.

A – Chairperson: The Chairperson shall preside at all Advisory Council meetings. The Chair may represent the Advisory Council in State and local activities and shall serve as a non-voting member on the COG. The Chair shall report the advice, proposals, information from, and activities of the Advisory Council to the COG, and shall report the activities of that agency to the Advisory Council.

If the Chairperson is unable to serve the primary duties of the Chair, the Vice-Chair will act as Chairperson with the powers and authority of the Chair. In the absence of both the Chair and Vice-Chair, the Secretary will act as Chairperson with full authority of the office.

B – Vice-Chairperson: The Vice-Chairperson shall act in absence of the Chair with the full authority of the Chair.

C – Secretary: The Secretary shall be responsible for the recording of the Minutes of the Advisory Council meetings and recording of attendance at those meetings.

ARTICLE V – Meetings

Section 1 – Regular Meetings: Regular meetings of the Advisory Council shall be held monthly for at least ten (10) meetings each year. The Executive Committee may make exceptions to the schedule. Written notice of regular monthly meetings shall be electronically mailed (or postal mail when necessary) to each member at least nine (9) days prior to each meeting.

Section 2 – Special Meetings: Special meetings may be called by the Chair and one other officer, or by six (6) or more members of the Council. Notices of special meetings may be transmitted by the postal service, electronic mail, telephone, or any combination of these methods at least forty-eight (48) hours prior to the meeting.

Section 3 – Quorum: A quorum for a meeting shall be a simple majority of the current number of members on the Advisory Council.

Section 4 – Attendance by Conference Call: Members unable to attend any meeting may take part in the meeting by telephone conference attendance (teleconference), providing that notice to so attend shall be given to the Program Director one day prior to the meeting.

ARTICLE VI – Committees

Section 1 – Standing Committees: Standing Committees shall be permanent in nature. With the exception of the Executive Committee, they shall be appointed by the Chairperson, who shall appoint a Chair for each committee. The Chair of any standing committee shall be responsible for organizing the work of the committee and shall report the progress of the committee's work to the Advisory Council.

A – Executive Committee: The Executive Committee shall be composed of the three (3) officers of the Advisory Council. The Executive Committee shall meet between regular monthly meetings of the Council to prepare an agenda for the next meeting and to prepare any materials needed at the meeting. The Executive Committee shall conduct essential business on behalf of the Council that requires attention between regular monthly meetings (special Executive Committee meetings) and may conduct teleconference meetings when necessary. A written notice of action taken at Special Executive Committee meetings shall be included in the following Advisory Council Minutes. A quorum for the Executive Committee will consist of two (2) members.

B – Nominating Committee: In September of each year, the Chairperson shall appoint at least three (3) Council members to the Nominating Committee. The members of this committee will apprise themselves of the qualifications for officer status and will prepare a slate of nominees for officers of the Council at the October meeting. In addition to the slate prepared for the October meeting, the Nominating Committee shall include the candidacy of Council members nominated from the floor at the October meeting. The Nominating Committee shall prepare a final slate of candidates for the November election meeting.

C – Membership Committee: The Membership Committee shall have at least three (3) Council members appointed by the Chairperson in January of each year. The Membership Committee shall be responsible for recruiting, interviewing, and investigating the qualifications of prospective members and for making recommendations to the Advisory Council.

D – Planning & Allocations Committee: In January of each year, the Chairperson shall appoint at least three (3) Council members to this committee. The members of this committee shall review Area Plan objectives, fiscal, statistical, and program reports, and related material for interpretive discussion at Council meetings.

E – Advocacy-Outreach Committee: In January of each year, the Chairperson shall appoint at least three (3) Council members to this committee. The members of this committee shall research local, state, and federal regulations, policies and procedures that affect the work of the Council and report any issues which might benefit or influence the Advisory Council's advocacy and actions. The committee will be responsible for working with the COG in communicating the work of the Council to the general public and targeted communities through public forums, publications, and media programs.

Section 2 – Ad Hoc Committees: The Chairperson may appoint at least three (3) Council members to serve on Special Committees to handle a special project or perform a specific task. One appointee shall be designated by the Chairperson as Chair of the committee.

The committee shall cease once the assigned duties or specific task has been completed.

ARTICLE VII – Fiscal Year

The fiscal and functional year of the Advisory Council shall be January 1 – December 31

ARTICLE VIII – Amendments

These Bylaws may be amended or repealed at any Council meeting where a quorum is present by a two-thirds (2/3) majority vote of the members present. All members must be notified in writing (postal service or electronic mail) at least fifteen (15) days prior to the meeting where the action is to be taken.

ARTICLE IX – Parliamentary Authority

Parliamentary procedures for all regular and special Council meetings, and its committee meetings, shall be conducted in accordance with the latest addition of “Robert’s Rules of Order”.