

AREA AGENCY ON AGING
NORTHERN ARIZONA COUNCIL OF GOVERNMENTS
ADVISORY COUNCIL ON AGING
By-Laws

Revised 4/10/2015
Adopted 7/8/2015
Amended by NACOG Regional Council 8/27/2015

Article I: Introduction

Section I: Name

The name of this organization is the Area Agency on Aging NACOG Advisory Council on Aging.

Section II: Status

The Council functions as the Area Agency on Aging NACOG Advisory Council (hereinafter referred to as Council).

The Area Agency on Aging NACOG is hereinafter referred to as the Agency.

Section III: Mission of the Agency

The Mission Statement of the Area Agency on Aging NACOG Region III is to provide the tools necessary to maximize independence and dignity and to implement a comprehensive coordinated system of services and resources. Area Agency on Aging NACOG will holistically support adults, families, and caregivers through assessment, planning, advocacy, information referral, counseling and community networking.

Article II: Objectives

Section I: Purpose

The purpose of the Council is:

- A. To represent the interests of older individuals carries out advisory functions which further the Agency's mission of planning, developing and coordinating community-based systems of services for all older persons in the planning and service area.
- B. To advise and make recommendations to the Agency on planning, development, and administration of an approved Area Plan on Aging.
- C. To actively participate in conducting public input sessions.

- D. To review and comment on all community policies, programs and actions which affect older individuals with the intent of achieving maximum coordination and responsiveness to older individuals.

Section II: Functions

The functions of the Council shall include the following:

- E. Serve as an advocate and leader on behalf of all older persons who reside in the planning and service area.
- F. Provide a mechanism through which the concerns and priorities of older persons may be expressed through the AAA Director to those applicable parts of NACOG not directly connected with aging activities and other applicable agencies and organizations at the region, state and national levels.
- G. Through reports to their respective organization and communities, members may inform them of Council activities and other concerns and priorities of older persons in Region III.
- H. Review the Area Plan, and any amendments to the plan prior to its transmittal to the Arizona Division of Aging and Adult Services for approval.
- I. Review program and budgetary status for each fiscal year.
- J. Be utilized as a functional planning and or review committee to fill any need which may occur as a result of any further regional, state or federal action.
- K. Advise the Agency relative to:
 - 1. Planning, development, and implementation of the area plan;
 - 2. Conducting public hearings;
 - 3. Representing the interest of older persons; and
 - 4. Reviewing and commenting on all community policies, programs and actions which affect older persons with the intent of assuring maximum coordination and responsiveness to older persons.

Section III: Training

New Council members shall be provided adequate training relative to their advisory responsibilities, and their relationship to the roles of the Arizona Division of Aging and Adult Services and the Area Agency on Aging. All Council Members have the option to attend a formal training session; but at a minimum, the following items will be provided to new Council Members.

- A. Overview of the Older American's Act, as amended, with emphasis on Titles and the purpose of each Title.
- B. Organizational structures of the Administration on Aging, the state Division of Aging and Adult Services, Area Agencies on Aging and service providers.

- C. Responsibilities of the Arizona Division of Aging and Adult Services with emphasis on the state plan process, funding formula, funding flow, allocation of funds, and the designation of and relationship with Area Agencies on Aging.
- D. Responsibilities of Area Agencies on Aging, with special emphasis on Area Plan development and process, and the allocation of funds.
- E. Responsibilities of Advisory Councils, with special emphasis on the membership role to advise the Area Agency on Aging on all matters relating to the development of *the* Area Plan, the administration of the plan, and operations conducted under the plan.
- F. Other areas as identified by the Area Agency on Aging or requested by the Advisory Council shall be provided to all members.

Article III: Membership

Section I: Composition

The Council shall represent the total community and ensure that the leadership role of the Agency is enhanced and strengthened. The Council shall have the following composition:

- A. No more than sixteen (16) members and sixteen (16) alternates, with equal representation from each county. Members must reside in the county they represent.
 - 1. More than 50% older persons (over 60 years of age), including minority individuals and older individuals residing in rural areas who are participants or who are eligible to participate in programs funded by the Older Americans Act.
 - 2. Representatives of older individuals.
 - 3. Representatives of health care provider organizations, of support service providers as well as providers of veterans' health care, if appropriate, except that no organization or individual receiving funds from the Agency may also be a member of the Council.
 - 4. Persons with leadership experience in either the private or voluntary sectors.
 - 5. Local elected officials.
 - 6. The general public.
 - 7. In selecting the membership of the Council, Area Agencies on Aging shall ensure that a conflict of interest does not exist among members. All Council members shall sign a Conflict of Interest Statement. Conflict of Interest is defined in Department of Economic Security-Division of Aging and Adult Services Policies and Procedure Manual-Chapter 2000, Section 2203.4.
- B. Counties which have county councils on aging may select and/or recommend person(s) for membership to the Advisory Council on Aging.

Section II: NACOG Regional Council may appoint members to the Council. Terms

The terms of Council membership shall be as follows:

- A. Council membership shall be for a two year term.
- B. Council members may serve a maximum of three consecutive terms. A member who is term limited may apply for appointment to one additional term as an alternate.
- C. Vacancies of a member or alternate shall occur by reason of death, written resignation, or unexcused absence from two meetings during the fiscal year. Vacancies in all categories shall be filled as stated in Section III: Selection Procedures.

Section III: Selection Procedures

The members and alternates of the Council will be selected through the following procedures:

- A. The Agency will publicize available Council vacancies throughout the year. The Agency will include the general public, as well as target key constituencies composed of older persons and other groups identified in Section I: Council Composition.
- B. Interested individuals will make their desire to participate on the Council known to the Agency by March 15 each year.
- C. All nominees will be presented for membership at the fourth (4th) quarterly meeting, held in April, each year.
- D. Additional applications will be accepted throughout the calendar year to fill vacancies should they occur.

Section IV: Petition for Membership

Any organization representing the interests of older persons or community service agencies or groups (public or private), which feels underrepresented on the Council, is able to file a petition and request a hearing to be included in Council membership. The following criteria shall be used in evaluating the petition:

- A. Petitions will be presented to the Council at least twenty (20) working days before a scheduled meeting. Petitions will be reviewed and acted upon at the next scheduled Council meeting.
- B. Petitions must outline the specific rationale(s) as to why present Council membership inadequately represents their constituency and describe their attempts to achieve better Council representation. Petitions must also include signatures from a minimum of twenty (20) people affiliated with the organization and must be submitted with the petition in order to be considered.
- C. Upon receipt of a completed petition, the Council Chair shall refer the petition to the Grievance Committee.

Article IV: Meetings

Section I: Agenda

The following general criteria shall govern the transaction of business:

- A. Meetings shall adhere to the State Open Meeting Laws.
- B. The Annual mandatory meeting shall be held in the fourth quarter of the AAA fiscal year, at which time officers of that calendar year shall be elected.
- C. Meetings will be scheduled quarterly and shall be held no less than twice annually.

- D. Notice of the meetings shall meet the following standards and be in compliance with State Open Meeting laws:
- E. Written notice and minutes of the previous meeting shall be sent to all members, alternates, and ex-officio service providers a minimum of ten (10) days prior to the annual and regular meetings.
- F. The public will be notified by means of printed posters in NACOG offices, the Area Agency on Aging website and such places as may be designated by NACOG.
- G. The notifications to both members and the public will indicate the meeting time, place, and tentative agenda.

Section II: Special Meetings

The Chair, upon seventy-two hours' notice to each member, the alternates, and the AAA Director, may call special meetings. Any member may petition the Chair for calling a special COUNCIL meeting. The petition must be in writing and accompanied by the signatures of at least three members of the Council. However, if the petition contains the signatures of a majority of the membership, the Chair shall call a special meeting as soon as acceptable to the petitioners.

- A. All Council meetings shall be held at times and places selected for convenience, especially to older persons. Members or alternate members may attend meetings telephonically except for the annual meeting in the last quarter of the AAA fiscal year. The annual meeting is a mandatory meeting. In special circumstances, the Chair may allow a member to attend the Annual meeting by telephone.
- B. Members may be reimbursed for mileage to and from meetings by submitting odometer readings and from/to locations within 30 days of travel. Alternates will only be reimbursed mileage if replacing the council member.
- C. A quorum shall consist of one-half (50%) of members or their alternates for the transaction of business at all COUNCIL meetings. Efforts will be made to assure that each county is represented in the quorum.
- D. Voting shall meet the following standards:
 - 1. Each member or alternate, if member is absent, shall have one vote.
 - 2. Voting shall be conducted on a roll call basis only in fiscal matters.
 - 3. Each member or alternate who is present at the Council meeting shall be presumed to have assented to action by the Council at the meeting unless dissent to such action is entered into the minutes of the meeting, or unless the individual files his dissent to such action in writing with the person acting as secretary before the adjournment thereof.
 - 4. An affirmative vote of at least a majority of the voting members present at a regular or special meeting of the COUNCIL is required for adoption or passage of a formal motion or rule change.
 - 5. Written minutes shall be kept of all regular Council meetings and the AAA staff person shall serve as secretary to the Council.
 - 6. In order to be counted as attending a meeting, member is expected at a minimum, to be present for roll-call.
- E. In the event of absence, member is expected to contact an alternate to act on their behalf.

Section III: Order of Business

The order of business shall be conducted in compliance with State Open Meeting Law.

1. Call to order and roll call.
2. Minutes of the previous meeting.
3. Public Participation as prescribed in the Arizona Open Meetings Act.
4. Action Items.
5. Discussion Items.
6. Reports
 - a. Director.
 - b. Staff
7. Information Items Council and Staff.
8. Agenda items for the next meeting.
9. Adjournment

Article V: Officers

The officers of the Council shall be a Chair and Vice-Chair.

Section I: Terms of Officers

- A. The terms of officers shall be two years and until their successors are elected. No members shall be elected to the same office for more than two consecutive terms and all officers shall serve without financial remuneration. No member shall hold more than one office at one time.
- B. A Chair who has to serve as Past Chair for one year, with voting privileges.

Section II: Nominations

Nominations for officers shall be the responsibility of the Membership Committee and presented at the onset of the third quarterly meeting of the fiscal year. Only current board members are eligible to serve as officers. Officers shall be elected at the Annual meeting in the fourth quarter of the fiscal year and shall be seated at the first meeting of the following AAA fiscal year.

Section III: Vacancies

If a vacancy occurs in any office, with the exception of Past Chair, the Council shall elect, at its next meeting, a member to fill the vacancy for the unexpired term.

Section IV: Recall

- A. An officer may be recalled for cause by petition of a majority of the members. A petition for recall must be submitted at a regular or special meeting and shall be treated as a privileged motion.

- B. A motion to recall any officer must be approved by a majority vote of the Council at the regular or special meeting immediately following approval of a recall motion. Election to fill the vacancy shall be held at the same meeting.

Section V: Duties of the Chair

The Chair shall preside at all meetings, shall appoint any committee the Council deems necessary and have general supervision of the work of the organization. The Chair shall be an ex-officio member of all the committees of the Council.

Section VI: Duties of the Vice-Chair

The Vice-Chair shall preside in the absence of the Chair.

Article VI: Role of the Agency Director

Section I: Role

The Agency Director or his/her designee functions as liaison between the Council and Arizona DES Aging and Adult Administration.

The Agency Director or his/her designee receives and disburses all OAA funds and keeps an accurate record of the same. He/she shall provide a quarterly financial and program status report to the Council.

Section II: Council Secretary

The Agency Director shall designate a staff person to serve as the Council secretary. The Secretary shall keep minutes of all regular Council meetings, the Council books and records, and other documents as the Council may direct and shall maintain such material so as to be available to the public upon request.

Article VII: Committees

Section I: Nature

- A. The Council shall have the following standing committees: Planning, Development, Evaluation, Grievance and Allocation. Their composition may consist of one member from each county for a total of four members on each committee and the Chair, serving as member ex-officio.
- B. Additional Committees may be formed at the direction of the Council to facilitate its operation and the achievement of its purpose and functions. Such committees shall consist of no fewer than two Council members.

Article VIII: Amendments

Section I: Submission

Proposed changes in these by-laws shall be submitted to the Council Chair and the Council secretary not less than fifteen (15) days prior to the time of a regular or special Council meeting at which time discussion of the proposed changes shall also be sent to all members.

Section II: Ratification

By-laws changes shall be submitted to the NACOG Regional Council for review and shall become effective as of the date upon which they are ratified.

Article IX: Adoption

Section I: Effect

These revisions supersede any other by-laws currently in effect.

Section II: Council Adoption

Passed and adopted this 8th day of July 2015 by the NACOG
Advisory Council on Aging (The Council).

Shelley Hall
Chair

Section III: Ratification

Passed and adopted this 27th day of August 2015 by NACOG Regional
Council.

[Signature]
Regional Council Chair