

**ADVISORY COMMITTEE ON IN-HOME SUPPORTIVE SERVICES**

**BYLAWS**

**ARTICLE I: ESTABLISHMENT AND NAME**

**1.1 Establishment.** The County of Alameda Board of Supervisors, through Ordinance No. 0-93-81, pursuant to California Welfare and Institutions Code Section 12301.6, established the Advisory Committee on In-Home Supportive Services.

**1.2 Name.** The name of the organization is the County of Alameda Advisory Committee on In-Home Supportive Services, hereinafter referred to as the Advisory Committee. These Bylaws shall govern the Advisory Committee.

**ARTICLE II: PURPOSE AND AUTHORITY**

**2.1 Purpose.** Pursuant to Welfare and Institutions Code Section 12301.4, the Advisory Committee shall provide ongoing advice and recommendations regarding in-home supportive services (“IHSS”) to the Board of Supervisors, any administrative body in the County that provides delivery and administration of in-home supportive services, and the Alameda County Public Authority for IHSS (“Public Authority”).

**2.2 Authority.** The Advisory Committee is advisory to the Board of Supervisors, Social Services Agency, and to the Governing Body and administrative agency of the Public Authority, as well as to any contractor or County employees that perform IHSS. The Advisory Committee is not empowered by ordinance, establishing authority, or policy to render a decision of any kind on behalf of the County of Alameda or its appointed or elected officials.

**ARTICLE III: MEMBERSHIP OF ADVISORY COMMITTEE**

**3.1 Appointments.** Members of the Advisory Committee shall be appointed by the County of Alameda Board of Supervisors/Governing Body of the Public Authority (“Board”) by a majority vote of the Board. Prior to selecting the members of the Advisory Committee, the Board shall solicit recommendations of members of either the Board or the Advisory Committee through a fair and open process that includes the provision of reasonable, written notice to, and a reasonable response time by, members of the general public and interested persons and organizations. All applicants must complete an application form. (*See Exhibit C.*)

**3.2 Number and Composition.** The Advisory Committee shall consist of no more than eleven (11) voting members. Members shall be residents of the County and shall include knowledgeable community representatives.

**3.2.1** Six (6) of the voting members shall be individuals who are current or past users of personal care assistance services paid through public or private funds or as IHSS recipients/consumers. Of these six members, three members shall be under the age of 65 and three members shall be 65 years or older.

**3.2.1.1** Alternate Members. Two past or present IHSS consumers shall be appointed as alternate members who are expected to attend all meetings of the Advisory Committee. Alternate members are not voting members unless they are filling in at a meeting for one of the six consumer members. The selection of which Alternate to participate on behalf of a consumer member shall be on an interchanging schedule between the two Alternate members.

**3.2.2** Two (2) voting members shall be a current or former IHSS provider as defined in Welfare and Institutions Code Section 12301.3(a)(4). Of these two members, one shall be a provider employed by a family member and one shall be a provider employed by an unrelated IHSS consumer.

**3.2.3** Two (2) voting members shall have experience of working to improve the condition of IHSS consumers. Of these two members, one shall have experience as an advocate for elderly/senior rights and one member shall have experience as an advocate for persons with disabilities.

**3.2.4** One (1) voting member shall have knowledge or experience in any of the following topics: legal, financial, public relations, or local/state government operations.

**3.2.5** The Director of the County Department of Aging and Adult Services, or his or her designee, shall serve as an *ex officio* member.

**3.3 Term.** Each Advisory Committee member shall be appointed to serve a two-year term. No member may serve more than two consecutive or non-sequential terms, or a maximum of four (4) years. If the member's first term is an appointment of one year or less to fill a position vacated in mid-term, that first year or less shall not be counted in the term limit of four years.

**3.3.1** Unless a member is appointed to fill a vacancy created by the termination of a member before the normal expiration of his/her term, each term shall commence on the first day of January and end on the last day of December, two years thereafter.

**3.3.2** An individual shall not be a member until he or she executes any documents required by the Board or Public Authority. Any delay by the Board, Advisory Committee, or Public Authority completing the appointment of a member shall not extend the term to which an individual is appointed.

**3.3.3** The end of the term for an Advisory Committee member shall be any of the following:

- (a) The expiration of the two-year appointment term;
- (b) The resignation of the member;
- (c) The removal of a member; or
- (d) The member's death.

**3.4 Resignation.** Any Advisory Committee member may resign by submitting a written notice to the Executive Director of the Public Authority. The Executive Director shall provide written

notice of all resignations to the Board.

**3.5 Removal of Members.** A member's appointment may be terminated by recommendation to the Board for the removal upon a two-thirds affirmative vote (not counting the vote of the member in question) of the Advisory Committee. A removal recommendation may be based upon a member's failure to regularly attend scheduled Advisory Committee meetings or a pattern of conduct detrimental to the interests of the Advisory Committee including, but not limited to, when the member's health or mental health affects his/her ability to appropriately perform his/her duties, or conduct in violation of the conflict of interest code. *See Article VIII, below.*

**3.6 Participation Requirements.** All Advisory Committee members are required to attend all scheduled meetings of the Advisory Committee and any subcommittees to which they are assigned.

**3.6.1** The Chair of the Advisory Committee shall determine if the absence is excused due to a good cause and shall send a reminder letter, as a courtesy, to any member with two consecutive excused or unexcused absences. If the member disagrees with the Chair's decision regarding whether the absence is unexcused, the member may bring the question to the Advisory Committee meeting for a vote.

**3.6.2** Members are subject to removal under the following conditions:

- (a) two consecutive, unexcused absences from Advisory Committee meetings or subcommittee meetings; or
- (b) the aggregate number of absences, excused or unexcused, exceeds fifty percent (50%) in any twelve (12) month period.

**3.7 Procedure for Removal.** The Advisory Committee may remove a member based on the criteria defined above. To remove a member, the Advisory Committee shall follow these procedures:

**3.7.1** Approve a motion to put "removal of a member -- [specify name]" on the agenda as an action item for the next Advisory Committee meeting.

**3.7.2** The member in question shall be given notice not less than fifteen (15) days prior to the meeting at which the Advisory Committee will vote on his/her removal. This notice shall be:

**3.7.2.1** In writing, detailing the time and place of the meeting where such action will be taken;

**3.7.2.2** In writing, stating the basis for recommending the member for removal;

**3.7.2.3** In writing, stating the procedure that will be followed at the meeting at which the Advisory Committee will vote on his/her removal; and

**3.7.2.4** Mailed to the member in question with a return receipt requested.

**3.7.3** The member in question shall be given reasonable opportunity to speak before the Advisory Committee; however, failure to appear before the Advisory Committee shall not be an impediment to the removal action.

**3.7.4** Send and post the Advisory Committee agenda, listing the removal of the member as a proposed action item on the agenda.

**3.7.5** Upon a quorum, and the passing of the motion by an affirmative two-thirds vote of the members present (not counting the vote of the member in question), the recommendation to remove the member is sent to the Board.

**3.7.6** The removal is effective on the date the Board adopts the Advisory Committee's recommendation to remove the member.

**3.8 Vacancies.** Whenever a vacancy occurs on the Advisory Committee, the Chair shall request that the Board fill the vacancy as soon as possible using the appointment process described in Section 3.1 of these Bylaws and detailed below.

**3.8.1** The Advisory Committee shall send out recruitment notices annually by June 15<sup>th</sup>. The Advisory Committee shall review the applicants' resumes and narratives describing their qualifications.

**3.8.2** By September 30<sup>th</sup>, the Advisory Committee will interview candidates and create a slate of recommended qualifying candidates.

**3.8.3** The Advisory Committee shall review the nominations at their October meeting, selecting a slate of prospective members.

**3.8.4** The Advisory Committee shall forward their recommendations to the Board by October 15<sup>th</sup>.

**3.9 Reimbursement and Stipends.** Voting and Alternate members of the Advisory Committee may be entitled to a stipend and reimbursement of travel expenses in an amount approved by the Board as compensation for attending a quarterly maximum of ~~two~~ three Advisory Committee or other authorized work groups/subcommittees of the Advisory Committee. *See* Exhibit A for current Board Letter authorizing reimbursements and stipends.

**3.9.1** Reimbursements and stipends are only available for Voting and Alternative members who attend a meeting in person or by teleconference in accordance with the Brown Act, pursuant to Article 5.8, below.

#### **ARTICLE IV. OFFICERS.**

**4.1 Officers.** The officers of the Advisory Committee shall consist of a Chair, a Vice-Chair, and a Secretary. Each officer shall be a duly appointed member of the Advisory Committee. Each officer shall have the authority to perform duties consistent with the Advisory Committee

enabling ordinance and applicable state statutes as set forth in these Bylaws, and as the Advisory Committee may determine.

**4.2 Election and Term of Officers.** Each officer shall be elected in March of each year and shall assume responsibilities of the office on April 1<sup>st</sup>. The term of office shall be one year or until his/her successor is selected. A vacancy in an office shall be filled promptly by vote of the Advisory Committee. An officer selected to fill a vacancy shall serve for the balance of the term of the individual whose vacancy he/she is selected to fill.

**4.3 Removal.** Any officer may be removed for cause by the Advisory Committee at any meeting by a two-thirds affirmative vote of the full Advisory Committee. The process to remove an officer shall be:

**4.3.1** Approve a motion to put “removal of an officer-- [specify name]” on the agenda as an action item for the next Advisory Committee meeting.

**4.3.2** The officer in question shall be given notice not less than fifteen (15) days prior to the meeting at which the Advisory Committee will vote on his/her removal. This notice shall be:

**4.3.2.1** In writing, detailing the time and place of the meeting where such action will be taken;

**4.3.2.2** In writing, stating the basis for recommending the officer for removal;

**4.3.2.3** In writing, stating the procedure that will be followed at the meeting at which the Advisory Committee will vote on his/her removal from office; and

**4.3.2.4** Mailed to the officer in question with a return receipt requested.

**4.3.3** The officer in question shall be given reasonable opportunity to speak before the Advisory Committee; however, failure to appear before the Advisory Committee shall not be an impediment to the officer removal action.

**4.3.4** Send and post the Advisory Committee agenda, listing the removal of the officer as a proposed action item on the agenda.

**4.3.5** Upon a quorum, and the passing of the motion by an affirmative two-thirds vote of the members present (not counting the vote of the officer in question), the removal of the member as that officer is effective immediately.

**4.3.6** An officer shall immediately cease to be an officer in the event he or she ceases to be a member of the Advisory Committee.

**4.3.7** If an officer leaves office prior to the end of his/her elected term, a temporary replacement may be appointed by the Advisory Committee Chair until an election is held.

**4.3.8** A special election may be called by the Advisory Committee Chair.

**4.3.9** If the Chair is unable to complete the term, he/she will be replaced by the Vice-Chair.

**4.4 Chair.** The Chair shall, subject to the control of the Advisory Committee, have general supervision, direction and control of the business and affairs of the Advisory Committee. The Chair shall serve as an ex-officio, non-voting member of any subcommittees created by the Advisory Committee. The Chair's duties shall include:

**4.4.1** Developing the agenda for the Advisory Committee meeting;

**4.4.2** Presiding at the meetings of the Advisory Committee;

**4.4.3** Appointing subcommittee members and subcommittee chairs and vice-chairs, with the approval of the Advisory Committee;

**4.4.4** Additional powers and duties as may be assigned from time to time by the Advisory Committee.

**4.5 Vice-Chair.** The Vice-Chair shall perform such duties, and have such responsibilities, as the Advisory Committee or Chair may from time to time assign or delegate. In the absence of the Chair, the Vice-Chair shall perform all the duties of the Chair. The Vice-Chair shall serve as the official time-keeper for the Advisory Committee meetings.

**4.6 Secretary.** The Secretary shall keep or cause to be kept a book of minutes for all Advisory Committee and subcommittee meetings. The Secretary shall sign approved minutes and give, or cause to be given, notice of all meetings of the Advisory Committee required by law and shall have such other powers and perform such other duties as from time to time may be requested by the Advisory Committee or Chair.

## **ARTICLE V. MEETINGS.**

**5.1 Quorum.** Unless a quorum is present, no business requiring a vote of the Advisory Committee or any of its subcommittees may be transacted. A quorum shall be the number of members equal to or greater than 51% of the appointed voting members of the Advisory Committee. A quorum for the subcommittees shall be the number of members equal to or greater than 51% of the appointed members of the subcommittee.

**5.1.1** Members who are recused from participating in a decision because of conflict of interest requirements are not counted toward the quorum for purposes of the vote on that issue. If a quorum is lost because members recuse themselves, the Chair shall recall only as many recused members as are necessary to reach a quorum, using a random method for selecting members for recall. This procedure may not be used if the loss of a quorum is caused in part because one or more members are absent from the meeting. Recalled members may be counted in a quorum, but may not vote on or otherwise participate in

the decision-making process concerning the item that is the subject of the conflict of interest requirement.

**5.1.2** Members participating by teleconference may be counted as part of the quorum if they are calling from a duly noticed teleconference site that is within the County of Alameda.

**5.2 Public Meetings.** The Advisory Committee and any subcommittees shall comply with the rules established by the Ralph M. Brown Act (Government Code Section 59450) in conducting all meetings. In the event of any inconsistency between these Bylaws and the Brown Act, the Brown Act shall govern. The Advisory Committee shall make available to the public, on request, minutes of its and/or any subcommittee's meetings. All meetings of the Advisory Committee and any subcommittees shall include an opportunity for public comment. The Chair of the Advisory Committee or the subcommittee chair may establish reasonable limits on the amount of time allotted to each speaker on a particular item, may establish reasonable limits on the total amount of time allotted for public comment on a particular item.

**5.3 Agendas.** The agenda for Advisory Committee's regular meetings, special meetings, and meetings of any subcommittees shall specify the time and place of the meeting and shall contain a brief description of each item of business to be transacted at the meeting, including items to be discussed in closed session. At least seven (7) days before a meeting, copies of the agenda shall be mailed to members of the Advisory Committee (or to any subcommittee members in the case of a subcommittee meeting); posted in a place freely accessible to the general public; mailed to any radio station, television station, or newspaper of general circulation that has made a written request for notice of special meetings; and mailed to any other person who has made a written request for such notice during the current calendar year. Emergency meetings shall be noticed in compliance with the Brown Act.

#### **5.4 Regular Meetings.**

**5.4.1 Regular Meetings of the Advisory Committee.** Regular meetings of the Advisory Committee shall be quarterly each calendar year and held at any place within the County, at a time that has been designated by the members.

**5.4.2 Regular Meetings of Subcommittees.** Regular meetings of any subcommittees of the Advisory Committee shall be held as frequently as the Advisory Committee or subcommittee deems necessary and held at any place within the County, at a time that has been designated by the subcommittee.

**5.5 Special Meetings.** Special meetings of the Advisory Committee or any subcommittees may be called at the discretion of the Advisory Committee or subcommittee Chair or at the request of a majority of Advisory Committee or subcommittee members. A minimum of seven (7) days written notice to all members shall be required to call for a special meeting.

**5.6 Adjourned Meetings.** Regular and special meetings of the Advisory Committee or any subcommittees may be adjourned in compliance with the Brown Act.

**5.6.1** All persons who were entitled to notice of the adjourned meeting shall receive notice of the date, time and place to which the meeting is adjourned, or of the next meeting at which items on the agenda of the adjourned meeting will be considered. A notice of adjournment shall be posted in the place where the meeting would have been held, and in a place accessible to the general public, stating the date, time and place of the next meeting. In the case of a cancelled subcommittee meeting, the notice should state whether the agenda items will be considered at the next subcommittee meeting or at a meeting of the Advisory Committee.

**5.7 Closed Sessions.** Closed sessions shall be conducted in accordance with the Brown Act.

**5.8 Teleconference.** Members may participate in any meeting by teleconference. Teleconferencing shall be conducted in accordance with the Brown Act, which includes but is not limited to the following conditions:

**5.8.1** Each teleconference location must be specifically identified in the notice and agenda of the meeting, including the full address and room number, as may be applicable;

**5.8.2** Agendas must be posted at each teleconference location, even if a hotel room or residence;

**5.8.3** Each teleconference location must be accessible to the public and have technology, such as a speakerphone, to enable the public to participate;

**5.8.4** The agenda must provide the opportunity for the public to address the Advisory Committee or its subcommittees directly at each teleconference location; and

**5.8.5** All votes must be by roll call.

**5.9 Voting.** Each member of the Advisory Committee shall have one (1) vote. Every decision or act made by a majority of the Advisory Committee members present at any meeting where a quorum is present shall be regarded as the official action of the Advisory Committee. The only exceptions to this rule are that a two-thirds majority of the Advisory Committee is required to modify these Bylaws or to remove an Advisory Committee member or officer for cause. *See* Sections 3.7 and 4.3, above.

**5.9.1** When teleconferencing is used at a meeting, all votes must be by roll call.

**5.9.2** Absent members who do not attend a meeting from a properly noticed location (in person or by teleconference) may not participate or vote on any matter by proxy or written ballot.

**5.10 Minutes.** The Secretary, or his/her designee, shall prepare, or cause to be prepared, the minutes of each meeting of the Advisory Committee. The minutes shall be an accurate summary



of consideration of each item on the agenda and an accurate record of each action taken. At a subsequent meeting, the Secretary shall submit the minutes for approval by a majority vote of the members in attendance at the meeting covered by the minutes. Once approved, the Secretary shall sign the minutes and keep them in the record of the Advisory Committee. The Secretary shall also send a copy to the staff support as identified in Article VII, below. The Advisory Committee meetings shall be recorded on audio tape and the recording shall be kept for at least twelve (12) months from the date of the meeting.

**5.11 Conduct of Meetings.** All questions not provided for under the Brown Act or in these Bylaws shall be decided by the Advisory Committee to ensure conducting meetings in a respectful and orderly fashion. Robert's Rules of Order shall guide the proceedings, and shall govern any disputes regarding procedure.

## **ARTICLE VI. SUBCOMMITTEES.**

**6.1 Subcommittees of the Advisory Committee.** Subcommittees may be established by the Advisory Committee by a majority vote. All subcommittees may make recommendations to the full Advisory Committee. The action of all subcommittees is subject to the approval of the full Advisory Committee.

**6.2 Chair of Subcommittees.** All subcommittees shall be chaired by an Advisory Committee member.

**6.3 Composition of Subcommittees.** All subcommittees shall be composed of at least three but no more than five Advisory Committee members.

**6.3.1** Non-Advisory Committee members may be appointed to all subcommittees.

**6.3.2** The Director of the County Department of Aging and Adult Services, or his or her designee, may serve as an *ex officio* member of any subcommittee.

**6.4 Appointments to the Subcommittees.** The Chair of the Advisory Committee shall make subcommittee appointments taking into account the preferences of the Advisory Committee member.

**6.4.1** The Chair of the Advisory Committee shall select a Chair and Vice-Chair for each subcommittee.

**6.4.2** The Advisory Committee Chair's slate of subcommittee members, chairs and vice-chairs shall be presented to the Advisory Committee for adoption at the next meeting of the full Advisory Committee.

**6.4.3** Any Advisory Committee member or subcommittee member may ask that the full Advisory Committee review or reconsider the appointment of a subcommittee member or the selection of the subcommittee chair or vice-chair prior to the full Advisory Committee's adoption of the Chair's slate.

**6.4.4** Nominations of subcommittee members, who are not Advisory Committee members, are made by the subcommittee Chairs to the Chair of the Advisory Committee, and approved by the full Advisory Committee.

**6.5 Subcommittee Procedures.** Subcommittees may establish their own operating procedures and guidelines governing decision-making consistent with these Bylaws, the Brown Act, and the Advisory Committee's Conflict of Interest Code.

**6.6 Schedule of Meetings.** Subcommittee meeting schedules shall be set by a majority vote of the subcommittee members.

**6.7 Minutes.** The Chair of the subcommittee, or his/her designee, shall prepare, or cause to be prepared, the minutes of each meeting of the subcommittee. The minutes shall be an accurate summary of consideration of each item on the agenda and an accurate record of each action taken. When possible, the draft of the minutes shall be sent to the subcommittee Chair by e-mail, fax, regular mail, or reviewed by phone, prior to distribution. At a subsequent meeting, the subcommittee Chair or designee shall submit the minutes to the subcommittee for approval by a majority vote of the subcommittee members in attendance at the meeting covered by the minutes. Once approved, copies of the minutes shall be forwarded to the subcommittee members, the Secretary of the Advisory Committee, and to the copy to the staff support as identified in Article VII, below.

## **ARTICLE VII. STAFF SUPPORT.**

**7.1 Staff support.** The Advisory Committee shall be provided with staff support by the administrative entity for the Public Authority, as designated by the Executive Director of the Public Authority. The Public Authority Executive Director, or his/her designee, shall preserve all minutes and other documents of the Advisory Committee and any subcommittees.

## **ARTICLE VIII. CONFLICT OF INTEREST CODE.**

**8.1 Conflict of Interest Code.** The Advisory Committee may adopt a conflict of interest code for its members, in compliance with state and federal laws and regulations, and subject to the approval of the Board. The Advisory Committee shall revise the conflict of interest code from time to time, subject to the approval of the Board, if changes in circumstances or changes in applicable law or regulations warrant such revision. The Advisory Committee Chair shall ensure that each Advisory Committee member shall receive a copy of the current version of the conflict of interest code and attend ethics training as required by law. *See Exhibit B Conflict of Interest Code.*

**8.1.1** Ethics training. All Advisory Committee members and alternates shall complete an online ethics training within six months of initial appointment, and then every two years thereafter.

**8.1.1.1** The online ethics training is from the California Attorney General's Office at: <http://localethics.fppc.ca.gov/login.aspx>.

**8.1.1.2** Upon completion of the online ethic training, each Advisory Committee member and alternatives must provide a copy of the completion certificate to the Executive Director of the Public Authority.

**ARTICLE IX. REPORTS TO THE GOVERNING BODY**

**9.1 Presentations.** The Advisory Committee shall report to the Board semi-annually at a Board Social Services Committee meeting to present the current status of the Advisory Committee, accomplishments, and recommendations to the Board regarding in-home supportive services. Presentation dates shall be arranged through the Social Services Agency.

**ARTICLE X. AMENDMENT OF BYLAWS**

**10.1 Procedures.** The Board may adopt, amend or repeal these Bylaws. Recommendations to amend the Bylaws require a two-thirds vote of the Advisory Committee members present at a meeting where a quorum is present. Amendments shall take effect on the date the Board approves the amendments.

**ARTICLE XI. SEVERABILITY**

**11.1 Severability.** If any part of these Bylaws is held to be null and/or void, the validity of the remaining portion of the Bylaws shall not be affected.

**Approved as to form:  
Donna Ziegler, County Counsel**

**By** \_\_\_\_\_ **Date** \_\_\_\_\_