

1 **BYLAWS**
2 **MARIN COUNTY COMMISSION ON AGING**
3 **(AMENDED February 9, 2021)**
4

5 **Article I - The Commission**

6 **Section 1 - Name**

7 The name of this organization shall be the Marin County Commission on Aging.
8

9 **Section 2 - Authorization**

10 The Marin County Board of Supervisors (the Board) on January 11, 1977, established the
11 Advisory Council on Aging to provide advice and assistance to the Board acting in its
12 capacity as the Marin Area Agency on Aging, and to function as an advocate on behalf of
13 older adults in Marin. The name was changed by Board action on May 9, 1978, to the
14 Marin County Commission on Aging (the Commission). The Commission shall be aided
15 in the accomplishment of its work by the staff of the Area Agency on Aging (the staff), a
16 part of the Marin County Department of Health and Human Services.

17 The Commission shall function subject to, and be guided by, the policies established in
18 the Marin County Board and Commission Handbook and Resolution No. 2006-112 or its
19 most current amended form: Resolution of the Marin County Board of Supervisors
20 Specifying Guidelines for the Establishment and Dissolution of County Advisory Boards,
21 Commissions and Committees, and Standing Rules and Application and Appointment
22 Procedures for These Bodies.
23

24 **Article II - Statement of Purpose and Functions**

25 The functions of the Commission shall be to:

26 Provide information about attitudes, needs and opinions of older adults (defined by the
27 federal Older Americans Act as persons over the age of 60) to the Board and the Area
28 Agency staff.
29

30 Advise the Board on the development and implementation of the Annual
31 Area Plan in conformity with State and Federal regulations.
32

33 Serve as a forum and a strong advocate in providing leadership for older adults.
34

35 Hold public meetings on the Area Plan on the needs and priorities of older adults, and
36 recommend programs to the Board for funding.
37

38 Advise the Board on allocation of funds, and on legislation affecting policies pertinent to
39 the older adults.
40

41 Serve as a source of community education pertaining to the needs and programs for older
42 adults.
43

44 Consult and maintain contact with special groups which have responsibilities related to
45 the Older Americans Act.
46

47 **Article III - Composition of the Commission**

48 The Commission shall be composed of the following:

49 Ten persons appointed by the Board - two from each of the supervisorial districts.
50 Eleven persons appointed by the individual city councils - one from each city.
51 Two persons elected from Marin County to the California Senior Legislature (CSL) - the
52 Senior Senator and the Senior Assemblyperson (CSL members of the Commission will
53 also need to abide by the Statement of Committee to California Senior Legislature).

54 If applicable, a Marin County resident appointed by the Governor to the State
55 Commission on Aging.

56 A majority of the members shall be persons 60 years of age or older. If possible, further,
57 membership shall be comprised of the following: Service providers and consumers;
58 Members who reflect the geographic, racial, economic and societal complexion of the
59 planning and service area they represent; at least one member who represents the interests
60 of the disabled; and an elected official. Terms of office for persons appointed by the
61 Board and the City Councils is three years and shall begin July 1 and end June 30. Terms
62 of interim appointees shall correspond to the terms of persons being replaced. Terms of
63 office for persons elected to the CSL or appointed to the State Commission on Aging
64 shall coincide with the length of the respective tenures.

65 66 **Article IV - Officers**

67 The officers of the Commission shall be Chairperson, Vice-Chairperson, and Secretary,
68 who shall be elected at the June meeting. Each term of office shall be limited to one
69 year.

70 An officer shall serve no more than two consecutive terms not including partial terms.
71 Should the office of Chairperson become vacant, the Vice Chairperson shall succeed to
72 that office. Any other vacancies occurring shall be filled by an appointee of the
73 Executive Committee for the remainder of the unexpired term.

74 75 **Article V - Duties of Officers**

76 ***Chairperson***

77 The duties of the Chairperson shall be to:

78 Preside at all meetings of the Commission and of the Executive Committee.

79 Call special meetings of the Commission and of the Executive Committee when
80 necessary.

81 Appoint members of committees and the respective Chairperson pursuant to Article XII;

82 Serve as an ex-officio member of all standing committees;

83 Work with the staff and the Executive Committee to prepare an Agenda for each meeting
84 and for such other purposes as may be desirable;

85 Permit members of the public an opportunity to speak at Commission meeting open time,
86 as well as on Agenda items at the appropriate time; Represent the Commission at TACC
87 (Triple-A Council of California), and

88 Perform all other duties necessary and incidental to the office.
89
90

91 92 ***Vice-Chairperson***

93 The duties of the Vice-Chairperson shall be to perform the duties, and exercise the power,
94 of the Chairperson during the absence of the Chairperson.
95

96 **Secretary**

97 The duties of the Secretary shall be to:

98 Assure that minutes of each Commission and Executive meeting are taken, a copy kept at
99 the office of the Area Agency on Aging, and copies distributed to Commission members
100 at least seventy-two (72) hours prior to the next regular Commission meeting;

101 Handle the Commission's social correspondence and gifts;

102 In the absence of all of the officers at any Commission meeting, the Commission
103 members present shall choose a presiding officer for that meeting.

104
105 **Article VI - Nomination and Election of Officers**

106 The Nominating Committee shall, at the April meeting, submit nominations for each of
107 the offices. Additional nominations may be made from the floor with the consent of each
108 nominee. Elections shall be held at the June meeting. An individual receiving a plurality
109 of the votes for any of the offices shall be deemed to have been elected. Officers shall be
110 seated as of July first. Voting shall be by voice vote or a show of hands. The Nominating
111 Committee shall have responsibility for tallying and reporting the votes.

112
113 **Article VII - Attendance at Meetings**

114 All members of the Commission shall be in attendance at the hour appointed for each
115 regular, special or recessed meeting of the Commission. No person may be absent for
116 more than three consecutive meetings without a valid reason; the Board or the individual
117 City Council, if the absentee is a City appointee, shall be advised of such absences, with
118 a request that the member be replaced.

119
120 **Article VIII - Order of Business**

121 The order of business, ordinarily, shall include:

122 Call to Order

123 Approval of Agenda

124 Approval of Minutes of Previous Meeting

125 Open Time for Public Expression for items not on the agenda and for each item on the
126 Agenda at the time the item is heard

127 Chair's Report

128 Vice-Chair's Report

129 Commissioner Reports (critical updates or action items only)

130 Executive Committee Report (Action items only)

131 Aging and Adult Services Report

132 The Order of Business may vary depending upon the presentation topic.

133 Copies of the Agenda shall be made available to persons present at each meeting.

134
135 **Article IX - Voting Requirements and Procedures**

136 A member must be present in person to vote; no proxies are to be recognized.

137
138 **Article X - Meetings**

139 **General**

140 All meetings of the Commission shall be open to the public and the public shall be
141 notified in accordance with the provisions of the Ralph M. Brown Act, in its most current
142 amended form.

144 ***Quorum***
145 A majority of the membership of the Commission (51%) shall constitute a quorum for the
146 transaction of business and the adoption of action items.

147 ***Conduct of Meetings***
148 Proceedings of all meetings shall be governed by the current edition of Robert's Rules of
149 Order. Robert's Rules of Order shall be the parliamentary authority for all matters of
150 procedure for this Commission not specifically covered in these bylaws.

151 ***Voting***
152 An affirmative vote of the majority of all members of the Commission constituting a
153 quorum present at the time shall be necessary to approve any action item before the
154 Commission. If requested by any member in attendance, a roll call must be held.

155 156 **Section 1 - Regular Meetings of the Commission**

157
158 ***Meeting Frequency***
159 The Commission shall hold a minimum of ten meetings per year.

160
161 ***Meeting Time and Place***
162 Meetings shall be held at a regular time to be established by the Commission. The place
163 will be determined by the Commission on a monthly basis.

164
165 **Section 2 – Annual Meeting or Special Event**
166 The Commission may hold an Annual Meeting or Special Event in May in conjunction with
167 Older Americans' Month.

168
169 **Section 3 – Special Meetings of the Commission**
170 Special meetings of the Commission may be called by order of the Chairperson, or by five
171 members of the Commission, by delivering written notice, personally, by mail, or by email to
172 each member of the Commission, and to each local newspaper of general circulation, radio
173 station and television station that has requested such notice in writing, as well as by posting the
174 notice in a site freely accessible to the public. Such notice shall arrive and be posted at least
175 twenty-four hours prior to the time specified for the meeting. The call and notice shall specify
176 the time and place of the special meeting and the business to be transacted. No other business
177 shall be considered by the Commission at such meeting.

178
179 **Section 4 - Meetings of the Commission on the Area Plan**
180 A public meeting, or meetings, to consider the Agency's Area Plan shall be held each
181 year. Such public meeting shall be widely advertised for the purpose of providing area
182 residents with the opportunity for comment and recommendations thereon.

183
184 **Section 5 - Meetings of the Commission on Reports, Public Statements, and**
185 **Other Matters**
186 The Commission may call a public meeting on any of its proposed reports or statements,
187 and may assign the responsibility for such meetings to a committee. All reports or statements of
188 the Commission shall be delivered in writing, personally or by mail, or email in draft form, to
189 each member of the Commission *seventy-two (72)* hours prior to the date of the meeting at which
190 a report or statement is proposed for consideration and action thereon by the Commission.
191 Approval of any report or public statement of the Commission shall require the presence

192 of a quorum and compliance with the statutory mandates of the Ralph M. Brown Act, as
193 amended from time to time.

194 **Article XI - Records**

195 **Section 1 - Minutes**

196
197 The Minutes of each meeting of the Commission shall be delivered personally, by mail or
198 by email to each member of the Commission at least seventy-two (72) hours prior to the
199 next meeting, and shall be made available to all other persons requesting them as required
200 by the Ralph M. Brown Act, as amended from time to time.
201

202 **Section 2 - Agenda of Meetings**

203 The Agenda, including the time and place of the upcoming meeting of the Commission,
204 shall be delivered in writing, personally, by mail, or by email to each member of the
205 Commission at least seventy-two (72) hours prior to the time of the meeting, and to each
206 member of the public, local newspaper of general circulation, radio station and television
207 station requesting such notice in writing, as well as posted in a freely accessible public place
208 as required by the Brown Act.
209

210 **Article XII – Composition of Committees**

211 **Section 1 - Composition of Committees**

212 All committees of the Commission shall be composed of at least three Commission
213 members, unless otherwise stated, appointed for one-year terms by the Commission
214 Chairperson. Each Commission member shall serve on at least one Standing Committee.
215 Excepting the Nominating Committee, the Commission Chairperson shall appoint a
216 member of the Commission as Chairperson of each committee, and shall appoint a Vice
217 Chair for each Committee, in consultation with the Committee Chair. Elected Members
218 of the California Senior Legislature shall be members of the Legislative Committee.
219 Excluding the Chairpersons of the Nominating Committee and the Executive Committee,
220 these appointed Chairpersons may invite other individuals of the community at large to
221 become non-voting members of their committees.
222

223 **Section 2 - Executive Committee**

224 The Executive Committee shall consist of the officers of the Commission, the
225 Chairpersons of each of the Standing Committees and the immediate past Commission
226 Chairperson, who is a current member of the Commission and who shall serve as an ex-
227 officio member with voting authority. The Executive Committee shall establish the
228 Agenda for the Commission meetings; serve in an advisory role to the Area Agency on
229 Aging where appropriate, and make recommendations to the Commission on matters of
230 importance. The Chairperson shall report to the Commission on any Executive
231 Committee's recommendations at the next regular meeting. A majority of the Executive
232 Committee members shall constitute a quorum for the transaction of Executive
233 Committee business.
234

235 **Section 3 - Standing Committees**

236 Committees meeting regularly and dealing with issues vital to older adults of Marin shall
237 be designated standing committees. They are as follows:
238
239

240 **Section 3-A: Planning Committee**

241 This committee shall perform the functions outlined below: Develop with the staff, and
242 recommend to the Commission, the Area Plan prior to its being considered for annual
243 adoption by the Agency. To assist in this endeavor, starting no later than January of every
244 year, each Standing Committee will develop one or two concrete objectives to
245 accomplish and submit these objectives to the Planning Committee by the first of
246 February for incorporation into the next fiscal year Area Plan.
247 Monitor and evaluate the implementation of the Area Plan objectives.
248 Make recommendations to the Commission or the appropriate standing committee
249 relative to other projects and funding sources not included in the Area Plan.
250

251 **Section 3-B: Health/Nutrition Committee**

252 This committee identifies and studies health care and nutrition issues of interest and
253 concern to older adults of Marin and makes recommendations to the Commission for
254 Action. When appropriate, this committee assists in the development of the Area Plan
255 objectives related to these interests and upon request by the Agency, assists Agency staff
256 in monitoring the County's Title III-funded Nutrition Program.
257

258 **Section 3-C: Housing /Transportation Committee**

259 This committee identifies and studies housing and transportation issues of interest and
260 concern to older adults of Marin, and makes reports and recommendations for action to
261 the Commission. When appropriate and upon request of the Agency, the committees
262 may assist in the development of the Area Plan objectives related to housing and
263 transportation.
264

265 **Section 3-D: Legislative Committee**

266 This committee identifies and studies legislative issues of interest and concern to older
267 adults of Marin and shall report any recommendations thereon to the Commission for
268 Commission consideration. The Commission action, if any, shall be sent as a
269 recommendation to the Marin County Board of Supervisors. This committee provides
270 recommendations for older adult policy priorities to the Board of Supervisors as input
271 into the County's Policy Platform on an annual basis, and advocates for favorable State
272 and Federal Legislation on behalf of older adults.
273

274 **Section 3-E: Equity, Outreach and Advocacy Committee**

275 This committee explores ways and means to promote equity and racial justice, and
276 advocates for needed changes throughout Marin County. The committee provides
277 education and tools to support Commissioners' capacity to perform critical outreach in
278 their communities and implements strategies designed to encourage community
279 participation in the activities of the Commission. The committee participates in the
280 implementation of the Age-Forward Plan, under guidance of the Age-Forward Solutions
281 Sub-Committee of the Board of Supervisors.
282

283 **Section 4: Internal Committees**

284 The internal committees of the Commission are ad-hoc committees. These committees
285 are charged with work related to bylaws and elections.
286

287 **Section 4-A: Bylaws Committee**

288 This committee, unless otherwise designated by the Commission, shall be composed of at
289 least three Commission members appointed by the Commission Chair, as needed, at the
290 beginning of each fiscal year. The Committee shall serve throughout the year. It shall
291 have the responsibility of reviewing proposed amendments to the bylaws and of making
292 recommendations to the Executive Committee for approval, prior to consideration by full
293 Commission.
294

295 **Section 4-B: Nominating Committee**

296 The Nominating Committee, composed of three Commission members, other than the
297 current officers, shall be elected by the Commission at the beginning of each fiscal year.
298 This committee shall elect its own Chairperson. The committee shall serve throughout
299 the year and shall have the responsibility for nominating persons for election as officers
300 of the Commission. Any vacancy occurring within the committee shall be filled by
301 action of the Commission at its next regular meeting following notice of the vacancy.
302

303 **Section 5: Ad Hoc Committees**

304 The Executive Committee may create Ad Hoc Committees for the purpose of studying or
305 handling special subjects or matters that have been referred to the Commission. Tasks
306 that may be assigned include such things as legislative studies, policy reviews,
307 commissioner trainings, outreach and media efforts, among others.
308

309 **Section 6: Rules of Procedures for Committees**

310 The Commission and its committees, when holding public meetings in the community,
311 shall have as their objective to provide interested members of the public with an
312 opportunity to share their advice and concern about issues presented for discussion. Such
313 participation does not include voting rights. The agenda for committee meetings shall be
314 developed by the Chairperson of the committee with the assistance of Agency staff. Each
315 Standing Committee shall consider any matters presented by a member of the committee
316 or referred to it by the Commission Chairperson or Agency staff.
317 Meetings of the respective committees shall be held subject to the call by the
318 Chairpersons thereof, or upon request by a majority of the members of the Committee,
319 provided written notice is delivered personally, by mail or e-mail at least seventy-two
320 (72) hours prior to the time of the meeting. Committee meeting dates will be listed with
321 the monthly agenda, which contributes proper notice to members. Meetings will be open
322 to the public in accordance with the Brown Act.
323

324 **Article XIII - Reimbursement of Commissioners**

325 Commission members may be reimbursed for certain out-of-pocket expenses in
326 performing Commission functions in accordance with The County of Marin Office of the
327 Administrator, Administrative Rules and Regulations, Regulation No. 1, Reimbursement
328 of Employees' Expenses (Amended May 23, 2006).
329

330 **Article XIV - Conflict of Interest**

331 In accordance with Marin County policy, members of the Commission who receive
332 compensation from, or have a fiduciary interest in, any program funded by the Agency
333 must abstain from voting on that particular program. All members of the Commission and
334 any committees or task forces appointed by the Commission shall comply with all

335 applicable federal, state, and county conflict of interest mandates, including but not
336 limited to those promulgated by the Fair Political Practices Commission and described in
337 Government Code sections 1090, et seq. The Commission shall adopt the County’s
338 Conflict of Interest Code, as amended after adoption of these bylaws. Members of the
339 Commission shall avoid impropriety and the appearance of impropriety, and shall not use
340 their appointed position to further their own financial/pecuniary gain or for another
341 purpose not directly related to the governmental function they have been appointed to
342 perform. Members of the Commission who serve as volunteers or as members of the
343 Board of Directors of programs funded by the Agency are requested not to vote on the
344 particular program with which they are involved. This request does not preclude a
345 member of the Commission from serving on review committees which consider funding
346 for programs prior to official vote of the full Commission. Commission members are
347 responsible for conducting public business for the County of Marin and are therefore
348 required to comply with the disclosure requirements of the Political Reform Act of 1974,
349 pursuant to Resolution No. 99-100 adopted by the Board of Supervisors on July 20, 1999,
350 as amended by Resolutions 2000-66 and 2000-149 and must complete and file all
351 necessary mandated documents.

352
353 **Article XV – Policy of Non-Discrimination and Equal Access**

354 The business of the Commission shall be conducted in accord with all applicable federal,
355 state and county mandates and policies regarding non-discrimination and accessibility.
356

357 **Article XVI - Public Statements**

358 Unless authorized as the designated spokesperson by the Commission, an individual
359 commissioner may not represent the Commission before any other commission, outside
360 agency, the press, or the general public. Commissioners are defined as “county officers”
361 and hence are governed by Government Code sections 3201-3210 relating to political
362 activities.

363 Only the chair of the Commission, or designee, with approval of the full Commission and
364 in accord with the Board of Supervisors, is authorized to issue formal statements on
365 behalf of the Commission or advocating any Commission position adopted by the
366 Commission. An individual Commission member may not use or identify the member’s
367 status and position as a Commissioner when advocating his or her personal opinion in the
368 public forum; however, a Commissioner can advocate for a policy or Legislative Measure
369 that has been preapproved by the Commission as a policy priority of the Commission.
370

371 **Article XVII - Parliamentary Rules**

372 On any question or point of order not contained in these Bylaws, the Commission and its
373 committees shall be governed in its parliamentary actions by the most recent edition of
374 Robert’s Rules of Order.
375

376 **Article XVIII - Amendments to the Bylaws**

377 Any proposal to amend these bylaws shall be subject to approval by a majority vote of
378 the full Commission. Notice of any proposed amendment to these Bylaws, together with
379 a copy of the proposed amendment, shall be delivered personally, by mail, or by email to
380 each member of the Commission at least three weeks in advance of the meeting at which
381 the amendment is to be proposed. After such notice, an amendment to the Bylaws may
382 be adopted by affirmative vote of a majority of the Commission at a regular meeting.

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Such proposed amendments to the bylaws shall then be subject to review by County Counsel and to approval by the Board of Supervisors.

APPROVED

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BYLAWS

MARIN COUNTY COMMISSION ON AGING

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