

Bylaws
Aging Advisory Council of
the
Capital Area Council of Governments

Article I – Name, Purpose, Responsibilities

The Aging Advisory Council was created as a voluntary, unincorporated association by resolution of the Capital Area Council of Governments (CAPCOG) on May 21, 1974, to assist CAPCOG's Area Agency on Aging in managing the provision of social services under the Older American's Act of 1965, as amended.

The Council's primary responsibility is to assist the CAPCOG's Area Agency on Aging in the development, implementation, review and update of a comprehensive area plan to serve the elderly of State Planning Region 12.

Subject to CAPCOG's Executive Committee specifying otherwise, the Council's specific responsibilities are:

1. To review and comment for the CAPCOG Executive Committee on applications requesting state or federal funds to serve the elderly in State Planning Region 12.
2. To advise CAPCOG's member cities, counties, and special districts, directly or through the CAPCOG Executive Committee, on matters within their jurisdiction to increase awareness of aging issues and how best to address them.
3. To assist the aging program staff in encouraging aging oriented agencies to coordinate aging activities, to initiate programs serving the needs of the elderly, and to pool resources directed toward those programs.
4. To act as advocates, particularly in their appointed county, in recognizing the needs and promoting the interest and rights of the elderly.
5. To promote public awareness of aging issues as well as program plans and objectives through frequent publicity, presentations to civic organizations and other interested groups, and public hearings using information gathered from participation on the Council.
6. To be sensitive to the needs of the elderly and suggest priorities to be followed in meeting those needs, especially for the county the Council member represents.
7. To meet, when possible, for educational purposes with groups, agencies and individuals involved in providing services for the elderly.
8. To assist the aging program staff in evaluating programs funded under the Older American's Act of 1965, as amended.
9. To provide input to the aging program staff regarding needs and long term local strategies that could be used in the development of the Area Plan.

Article II - Membership

Number

The Council is composed of 17 members appointed by the CAPCOG Executive Committee.

1. County/City Representatives

Bastrop	1	Representative(s)
Blanco	1	"
Burnet	1	"
Caldwell	1	"
Fayette	1	"
Hays	2	"
Lee	1	"
Llano	1	"
Travis	3	"
City of Austin	3	"
Williamson	2	"
2. A CAPCOG staff member, designated by the CAPCOG Executive Director, shall serve as Council liaison and shall attend each Council meeting.
3. A representative of the CAPCOG Executive Committee may serve on the Council.
4. The Chair, at the conclusion of each Texas Silver Haired Legislative Election, shall appoint a Texas Silver Haired Legislator who represents the CAPCOG region to serve as an Ex-Officio Member of the Aging Advisory Council.

Qualifications

To be eligible for membership on the Council a member must reside or be employed in the city/county the member is to represent unless otherwise designated by the CAPCOG Executive Committee. Members must also be selected from the following categories:

1. More than half the members must be older individuals, including minority individuals who are participants or who are eligible to participate in programs funded by the CAPCOG Area Agency on Aging.
2. Representatives of older individuals.
3. Representatives of health care provider organizations, including providers of veteran's health care if appropriate.
4. Representatives of supportive service providers' organizations.
5. Individuals with leadership experience in the private and voluntary sectors.
6. Local elected officials.
7. General public.
8. Ability to actively participate on AAC standing committee(s).

Term

1. The term of appointment for a member of the Council shall begin on the date of appointment by the CAPCOG Executive Committee, and be through December 31st of odd numbered years.
2. A member may be reappointed by the CAPCOG Executive Committee.
3. In the case of a vacancy, the CAPCOG Executive Committee shall appoint a replacement to serve for the remainder of the unexpired term.
4. A member may be removed for good cause by the CAPCOG Executive Committee.

Vacancy

A vacancy occurs when:

1. a member dies; or
2. a member's term expires and the member is not reappointed; or
3. a member resigns in writing to the CAPCOG Council liaison and the Council Chair with notification to the Executive Committee at its next regular meeting); or
4. a member is removed; or
5. a member no longer satisfies the qualification requirements.

Attendance

1. Members are expected to attend all meetings.
2. Attendance records documenting Council member absences will be maintained by the CAPCOG Council liaison. If a member is unable to attend a scheduled meeting, notification must be provided to the CAPCOG Council liaison at least two business days prior to the meeting for an absence to be excused; non-attendance at an Aging Advisory Council meeting without notification to the CAPCOG committee liaison will be considered an unexcused absence. If a member is unable to attend a meeting, the member may send a representative who assumes all but the voting rights and responsibilities of the member.
3. A member is removed when, within one calendar year, he/she misses 50% of the minimum number of meetings to be held or two (2) consecutive meetings, with at least one of the meetings being an unexcused absence whichever is greater. The member will be notified in writing of such removal.
4. Members so removed may appeal in writing to the CAPCOG Executive Committee within two (2) weeks of the date of notification. Appeals will be dealt with in a timely manner and the member will be notified in writing of the decision.

Article III - Officers

Election

1. The Council shall elect a Chair, Vice Chair, and Secretary from among its members. Election of the Chair and Vice Chair will occur at the first meeting of the calendar year.
2. The Chair, at the last regular meeting, shall appoint a nominating committee of at least three members, none of whom is an officer, to recommend candidates for any upcoming vacancies for the next calendar year for the offices of Chair, Vice- Chair and Secretary. The nominating committee shall present its recommendations in writing to the Council at least thirty (30) days in advance of the election of officers, which will occur at the first meeting of the calendar year. Although a nominating committee is appointed and makes recommendations, any member may nominate a candidate for office from the floor.

Term

1. Officers serve one-year terms beginning on the date of election.
2. Officers may serve a maximum of two (2) consecutive terms.

Vacancy

In the event of either officer is unable to complete his/her term, the Council will elect a replacement at the next meeting to serve the remainder of the term.

Duties

1. The Chair shall preside at all meetings of the Council. The Chair shall represent the Council in presentations to the CAPCOG Executive Committee unless such responsibility is delegated by the Chair.
2. In the case of a tie during a vote at which a quorum is present, the Chair will be deemed to have the authority to break the tie.
3. The Vice Chair shall perform all the duties of the Chair in the case of absence or disability and such other duties as may arise, from time to time, when required or requested by the Council.
4. In case the Chair and Vice Chair are absent or unable to perform their duties, the Council may appoint a Chair pro tem.
5. The secretary attests to the accuracy and authenticity of the minutes of Council meetings, and to other records of Council action. The Secretary shall tape record all Council meetings and produce written summary minutes of each meeting. In the event the Secretary is unable to perform these duties, the CAPCOG Council liaison shall do so.

Other Officers

The Council may elect other Officers from time to time to carry out its responsibilities. This may be done by a simple majority vote of the Council members at any regularly scheduled meeting where a quorum is present.

Article IV - Meetings

Regular

1. The Council shall meet at least quarterly on a day, time and place specified by the CAPCOG Executive Director, the CAPCOG Council liaison or the Council as a whole.
2. Written notice, including an agenda, of each regular meeting shall be prepared by the CAPCOG Council liaison and mailed, or electronically transmitted, or hand-delivered to each Council member at least five (5) business days before the meeting date.

Special

1. The Council shall meet specially if called by the CAPCOG Executive Director, the CAPCOG Council liaison, the Council Chair or requested in writing by at least one-third of the membership, excluding vacancies, of the Council.
2. A request by the membership for a special meeting must be in writing, addressed to the Chair, and describe the purpose or purposes of the meeting. Only that business reasonably related to the purpose or purposes described in the request may be conducted at a special meeting.
3. Notice of any special meeting shall be given at least 72 hours prior to the special meeting.

Quorum and Action

1. A majority of the total voting membership, excluding vacancies, constitutes a quorum for conducting Council business.
2. A majority vote of the members present at a meeting at which a quorum is present is necessary for action by the Council. During a meeting at which a quorum has been established, and then subsequently lost due to members leaving, all remaining business items requiring a Council vote or action must be postponed until the next scheduled meeting at which a quorum is established.

3. A Council member may not transfer voting rights by proxy.

Open Meetings and Records

1. All meetings of the Council shall be open to the public. The meetings are not subject to the Texas Open Meetings Act.
2. Minutes of Council meetings, documents distributed, and other records are property of CAPCOG and shall be maintained in accordance with CAPCOG's Records Retention Schedule. The Council liaison representing the Capital Area Council of Governments or his/her designee shall be the recording clerk. These materials are available for public view, at the CAPCOG offices, or upon receipt of a written request by the interested party.
3. Except where these bylaws require otherwise, *Robert's Rules of Order* shall govern the conduct of Council meetings.

Conflict of Interest

1. A Council member other than an elected public official, who is a member of the governing body, an officer, or an employee of an applicant for funding, must disclose his or her status before the application is considered by the Council and may not participate in discussion of or vote on the application. The member is counted in determining the existence of a quorum.
2. A vote cast in violation of this section is not counted.

Professional Conduct

Council members should maintain objectivity and professionalism when carrying out business of the Council. Council members will not discriminate based on race, color, religion, sex, sexual orientation, gender identity, national origin, disability or age. In the event a Council member acts in a manner which brings the work of the Council into question or controversy, it shall be the responsibility of the CAPCOG Executive Director to address the incident with the appointing member of the CAPCOG Executive Committee and if appropriate, to recommend removal from the committee to the Executive Committee.

Article V – Committees

Ad Hoc

1. Ad hoc committees may be appointed by the Chair with the approval of the Council and shall serve for special purposes to comply with special needs.
2. Membership on ad hoc committees shall be established to achieve the purpose for which the committee was created.
3. The method for calling ad hoc committee meetings shall be the same as that for calling Council meetings or at the discretion of the ad hoc committee membership to discharge their responsibility.
4. Chairs of the ad hoc committees shall be appointed by the Chair of the AAC.

Standing

1. Standing committees shall be:
 - a. Public Awareness
 - b. Evaluation
 - c. Planning
 - d. Membership

2. Each member of the Aging Advisory Council shall actively serve on at least one, and no more than two, standing committee(s).
3. Standing committees shall have a minimum of three members and a maximum of five members.
4. Terms of membership on standing committees shall be two years and mirror terms on the AAC.
5. The method for calling standing committee meetings shall be at the discretion of the standing committee membership to discharge their responsibility.
6. Chairs of the standing committees shall be elected by the standing committee membership or may be appointed by the Chair of the AAC.
7. Standing committee members shall attend all committee meetings. The same attendance requirements for AAC meetings shall apply to standing committee meetings.

Article VI - Amendments

By CAPCOG Executive Committee

The CAPCOG Executive Committee may amend these bylaws at a regular or special meeting. The written text of a proposed amendment must be included with the notice of the meeting at which the amendment will be considered.

By Aging Advisory Council

The Council may amend these bylaws at a regular or special meeting. The written text of a proposed amendment must be recorded at the meeting at which the amendment is discussed and voted upon. The written text of a proposed amendment must be included with the notice of the meeting at which the amendment will be considered. An amendment adopted by the Council is not effective unless approved by the CAPCOG Executive Committee.

Effective Date

An Amendment to the bylaws takes effect when approved by the CAPCOG Executive Committee unless the amendment specifies a later effective date. Copies of amended bylaws will be distributed to Council members by the Council liaison.

Bylaws History

Adopted 5/74	Revised 1/09	Revised 03/19
Revised 7/81	Revised 2/01	
Revised 8/85	Revised 4/03	
Revised 5/92	Revised 12/04	
Revised 4/98	Revised 1/07	
Revised 12/99	Revised 5/12	
Revised 9/00	Revised 2/18	