

**Sonoma County**  
**Aging & Disability Commission**

**BYLAWS**

ADOPTED May 1980

AMENDED & RESTATED: May 5, 1998

AMENDED & RESTATED: October 9, 2007

AMENDED & RESTATED: April 20, 2011

AMENDED & RESTATED: March 18, 2015

AMENDED & RESTATED: September 13, 2022

AMENDED & RESTATED: \_\_\_\_\_, 2024

**ARTICLE I**

**NAME**

The name of this organization shall be the Sonoma County Aging & Disability Commission, hereinafter known as the Commission.

**AUTHORIZATION**

- A. On June 7, 1977, the Sonoma County Board of Supervisors established the Sonoma County Commission on Aging to provide assistance and advice on matters concerning seniors.
- B. On December 11, 1979, the Board of Supervisors established the Sonoma County Area Agency on Aging (AAA) and named the Commission on Aging as the AAA Advisory Council.
- C. On May 14, 1980, the California Department of Aging established Sonoma County as Planning and Service Area No. 27 (PSA 27) and designated the Sonoma County Board of Supervisors as the governing body to the Area Agency on Aging.
- D. On [date approved], 2024, the Board of Supervisors changed the name of the AAA Advisory Council to the Sonoma County Aging & Disability Commission.
- E. As required by the Older Californians Act of 1996, the Commission will operate in compliance with the Older Americans Act and applicable regulations.

## ARTICLE II

### DUTIES AND POWERS

- A. As a federally and state-mandated advisory council,<sup>1</sup> the Commission is empowered to:
1. Review and comment on all community policies, programs, and actions that affect Sonoma County's older adults, adults with disabilities, and their caregivers, with the intent of assuring maximum coordination and responsiveness to community needs.
  2. Advise AAA staff throughout the development and administration of the Area Plan.
- B. As an advisory body to the Board of Supervisors,<sup>2</sup> the Commission shall:
1. Review, assess, make recommendations, and provide comment to the Board of Supervisors regarding policy issues or funding allocations.
  2. Hold fact-gathering meetings with the public to better identify issues and problems, thus identifying community points of view.
  3. Identify issues and document needs for action by the Board of Supervisors.

## ARTICLE III

### MEMBERSHIP

- A. Composition
1. The Commission shall consist of twenty-one (21) members.
  2. As required by the Older Americans Act (OAA),<sup>3</sup> the Commission shall include individuals and representatives of community organizations who will help to enhance the leadership role of the area agency in developing community based systems of services. The Commission shall be made up of:
    - a. More than 50 percent older persons;
    - b. Minority individuals;
    - c. Residents of rural areas;
    - d. Participants or people who are eligible to participate in programs assisted under the OAA;
    - e. Family caregivers of such individuals;
    - f. Representatives of older persons;

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<sup>1</sup> 42 USC 3026(a)(6)(D); 45 CFR §1321.57; California Welf. & Inst. Code §9400(c) and §9402.

<sup>2</sup> Sonoma County BOS Resolution No. 89-2131, revised 07/27/2004.

<sup>3</sup> 42 USC 3026(a)(6)(D), 45 CFR §1321.57.

- g. Representatives of health care provider organizations, including providers of veterans' health care;
  - h. Representatives of supportive services provider organizations;
  - i. Persons with leadership experience in the private and voluntary sectors;
  - j. Local elected officials; and
  - k. The general public.
3. The Commission shall maintain a written policy for ongoing recruitment of members with varying perspectives, reflecting the diversity of the older adults, adults with disabilities, and caregivers that they represent.
- B. Appointments. Ten (10) members shall be appointed by the Sonoma County Board of Supervisors, two (2) from each supervisorial district.
  - C. Elections. Eleven (11) at-large members shall be elected by majority vote of the Commission. At-large members can be from any supervisorial district.
  - D. Terms. Terms of appointments and elections are two (2) years. There is no limit to the number of terms a member may serve.
  - E. Termination. Membership may be terminated by the body that appointed or elected the member if a member fails to fulfill the duties of membership.
  - F. Reimbursement. Within the limits of the AAA budget, members shall be reimbursed for authorized out-of-pocket expenses in performing Commission business.

## **ARTICLE IV**

### **MEETINGS OF THE COMMISSION**

- A. Parliamentary Rules and Procedures. Meetings shall be conducted in accordance with Robert's Rules of Order and California's Ralph M. Brown Act unless otherwise stated in these bylaws.
- B. Frequency of Meetings
  - 1. Regular meetings of the Commission shall be held monthly except for July and December.
  - 2. Special meetings may be called as needed.
- C. Quorum. A majority of members shall be present in order for substantive business to be conducted.
- D. Voting
  - 1. A member shall be present to vote. No proxies will be recognized.
  - 2. Commission members shall abstain from discussion and voting on any item which involves a conflict of interest as defined in the Conflict of Interest Statement approved by Sonoma County Counsel.

- E. Staff Support. Commission and committee meetings subject to Brown Act requirements shall be supported by AAA staff consistent with county policy. <sup>4</sup>

## **ARTICLE V**

### OFFICERS

- A. Positions. Officer positions are Chairperson, Vice Chairperson, and Secretary.
- B. Elections. The Commission shall hold officer elections at a regular Commission meeting at least once every two (2) years.
- C. Officer Terms
1. Terms of office begin July 1 and end June 30.
  2. Terms of office are two (2) years. Officers shall be limited to two (2) consecutive terms in any one office. Completing the term of a vacated office does not count towards the two-term limit.
- D. Officer Vacancies
1. If a Chairperson position becomes vacant, the Vice Chairperson shall succeed to that office for the remainder of the term.
  2. Other vacancies may be filled by Executive Committee appointment for the remainder of the term of the vacant position.

## **ARTICLE VI**

### COMMITTEES

- A. Committee members shall be appointed or elected members of the Commission.
- B. Types of Committees
1. Standing committees
    - a. Standing committees shall have continuing subject matter jurisdiction over a matter of interest to the Commission.
    - b. Standing committees may be established by majority vote of the Commission after the Executive Committee has:
      - i. Ensured the subject matter aligns with the mission of the AAA and the priorities of the Area Plan, and
      - ii. Consulted with the AAA Director regarding staffing capacity.
    - c. The meeting schedule shall be determined by the members of the Commission.
    - d. Meetings shall comply with Brown Act requirements.

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<sup>4</sup> Sonoma County BOS Resolution No. 89-2131, revised 07/27/2004.

- e. A standing committee may be dissolved by majority vote of the Commission.
2. Ad hoc committees
- a. Ad hoc committees shall be assigned a specific task with a limited time frame.
  - b. Ad hoc committees may be established by majority vote of the Commission.
  - c. The number of members shall be less than a quorum of the Commission.
  - d. The meeting schedule shall be determined by the members of the committee.
  - e. Meetings shall be exempt from Brown Act requirements.
  - f. An ad hoc committee shall be dissolved when its task is complete or the time frame has elapsed.

## **ARTICLE VII**

### AMENDMENT OF BYLAWS

- A. These bylaws may be amended by the Sonoma County Board of Supervisors.
- B. Amendments may be proposed by a majority of Commission members present and voting.