

BYLAWS
RVCOG Board Approved August 28, 2024

**ROGUE VALLEY COUNCIL OF GOVERNMENTS
AREA AGENCY ON AGING AND DISABILITIES
SENIOR ADVISORY COUNCIL**

1. **NAME**

The name of this body is the Senior Advisory Council (SAC), hereinafter referred to as the Council. The Council is an advisory committee to the Rogue Valley Council of Governments (RVCOG), which is the State-designated Area Agency on Aging and Disabilities (AAA) for Jackson and Josephine Counties.

2. **PURPOSE**

The purpose of the Council is to advise, provide guidance and support, and assist the RVCOG in administration of Area Agency on Aging and Disabilities Services. As described and mandated by the Older Americans Act [US Code of Federal Regulations Older Americas Act Regulations, Title 45, Vol 4, Sec 1321.57](#) and the Oregon Revised Statutes ORS 410.210 [ORS 410.210](#), the purpose of the council is to provide citizen involvement, whose members provide a link between older adults and the Area Agency on Aging (RVCOG) to help ensure that programs and service delivery meet the needs of local older adults and adults with disabilities. The Council is fully committed to diversity, equity, and inclusion in principle and practice as referenced in the Diversity, Equity, and Inclusion (DEI) Statement (see section 10).

3. **RESPONSIBILITIES**

3.1 The Council shall advise and assist the RVCOG on all matters relating to the development and administration of the Area Plan as it relates to local older adults (age 60 and over) and people with disabilities including:

3.1.1 Program planning.

3.1.2 Formation of basic program policies.

- 3.1.3. Program decisions which affect the functioning of AAA Services at RVCOG.
 - 3.1.4 Coordination of existing social services.
 - 3.1.5 Budgeting and distribution of monies.
 - 3.1.6 Pooling of untapped resources within Jackson and Josephine Counties.
 - 3.1.7 Implementation and evaluation of the Area Plan.
 - 3.1.8 Dissemination of information for the education of the public on AAA programs and activities.
 - 3.1.9 Development of good public relations at the local, state and national levels.
 - 3.1.10 Advocating on behalf of older adults and people with disabilities.
- 3.2 The Council is also responsible:
- 3.2.1 To provide a report of all Council meetings to the Executive Director of the RVCOG.
 - 3.2.2 For interviewing candidates and making recommendations to RVCOG on the selection of the members of the Council when a vacancy occurs.
 - 3.2.3 For assisting the Executive Director of RVCOG in the selection of AAA Program Directors when a vacancy occurs.
 - 3.2.4. For acting as a grant review committee as needed for the RVCOG when grant applications related to the field of aging and disabilities are processed.

4. **MEMBERSHIP**

- 4.1 Individuals shall attend a minimum of two Council meetings prior to submitting an application for membership. The Executive Committee of the Council shall interview all applicants and recommend to the Council at the next meeting whether the applicant should be submitted to the RVCOG Board for membership. The members shall be appointed by the RVCOG Board.

- 4.2 The Council shall consist of a maximum of twenty-one volunteer members. The ratio of Jackson County to Josephine County membership shall be based on each county's proportion of area total population. Individuals living in the Rogue River / Wimer area have the option of being appointed to represent either Jackson or Josephine County.

This decision will be based on which county each member feels the most affiliation. For example, the county in which they do all their shopping, banking and doctoring. Once a Rogue River / Wimer member is appointed to a particular county, that will be the county they represent for the duration of their membership on the Council.

- 4.3 One RVCOG Board member from Jackson County and one RVCOG Board member from Josephine County shall serve as ex-officio members of the Council. These members are in addition to the volunteer members of the Council.

- 4.4 Membership on the Council should strive to include:

4.4.1 Representatives from the various geographic areas of each county.

4.4.2 At least 50 percent older adults, including minority or underserved individuals who are participants or who are eligible to participate in AAA programs.

4.4.3 Representatives of older adults and people with disabilities.

4.4.4 Representatives of health care provider organizations, including providers of veterans' health care (if appropriate).

4.4.5 Representatives of supportive services providers' organizations.

4.4.6 Persons with leadership experience in the private and voluntary sectors.

4.4.7 Local elected officials.

4.4.8 The general public.

- 4.5 Any new members appointed to the Council will be appointed for a three-year term. If the new membership is filled between July 1 and December 31, July 1 of that fiscal year, regardless of duration, will count as the new member's first year.

- 4.6 A member is eligible for appointment to a maximum of two consecutive three-year terms. After two consecutive terms, a member shall be off a minimum of one year before being eligible to be appointed again to the Council.
- 4.7 Names of all persons recommended for appointment or reappointment shall be submitted to the RVCOG Board for each vacancy, along with a background statement on each person.
- 4.8 In its advisory capacity to RVCOG, a Special Government Body as defined in ORS 174.117, SAC members are subject to the regulations of ORS 244 – Government Ethics. Pursuant to ORS 244.120, the nature of all potential and actual conflicts of interest must be publicly disclosed prior to any discussion or action by the SAC. For all actual conflicts of interest, members must refrain from participating in any discussion or debate on the issue out of which the actual conflict arises or from voting on the issue, unless the vote is necessary to meet the minimum required number of votes to take official action. All questions regarding conflicts of interest should be referred to the RVCOG Executive Director. The RVCOG Board of Directors shall hold final responsibility for disposal instructions of any unresolved conflicts of interest.
- 4.9 Members who have three consecutive absences from the Council, three consecutive absences from committee meetings, have missed more than 1/3 of the meetings in the last fiscal year, or have missed two opportunities for orientation—either group or individual—shall be approached by a member of the Council Executive Committee to determine their desire to remain on the Council. The results of the discussion shall be reported to the Council. If it is determined that removal is the appropriate action, the Council shall report the decision to the RVCOG Board of Directors for consideration of removal.
- 4.10 There shall be no more than six alternate members, three from each county served. Alternate members shall be interviewed and recommended for appointment by the Council Development Committee or the Executive Committee if no Council Development Committee exists, recommended for appointment by the Council, and approved as alternates by the RVCOG Board. Alternate members will participate as Council members, but they may not vote except with Council authorization and only during a Council member's absence. As necessary, at individual meetings, alternate members shall be counted for purposes of establishing a quorum at which time they can vote. An alternate member may fill a vacant position from her/his county without

repeating the application process subject to their previous involvement in Council and subcommittee meetings. The Executive Committee will make the determination of which alternate member will come on next as a regular member in the event there is more than one alternate at the time a regular member vacancy comes open.

- 4.11 The Executive Committee may appoint a regular Council member with legitimate reasons (family or personal short-term illness) to step back to an alternate position for no longer than one year. During that time period the Executive Committee may appoint an alternate member to take that member's place. The 6-year limit will be suspended until the Council member returns as a regular member.

5. OFFICERS

- 5.1 The officers of the Council shall be elected at the June meeting and shall officially assume office in July. The term of office shall be from July 1 of the year in which they were elected through June 30 of the following year.
- 5.2 A member shall be limited to two consecutive one-year terms in any one office or sub-committee Chair position.
- 5.3 The officers of the Council shall be: a Chair and Vice Chair, elected by the Council.
- 5.4 The duties of the Chair are:
 - 5.4.1 To preside at Council and Executive Committee meetings.
 - 5.4.2 To appoint standing committee and special committee Chairs and/or Co-Chairs. Standing committee Chairs and/Co-Chairs will be regular members of the Council with the exception of the Advocacy Committee. The Council Chair may appoint an active member of the Disability Services Advisory Council (DSAC) to serve as Chair or Co-Chair of the Advocacy Committee.
 - 5.4.3 In collaboration with each committee's Chair and, if serving, Co-Chair, assign members to committees.
 - 5.4.4 To call special Council and Executive Committee meetings as needed.

- 5.4.6 To represent the Council before the Rogue Valley Council of Governments Board and other organizational bodies.
 - 5.4.7 To work constructively for the purpose of the Council and mission of the agency.
 - 5.4.8 To appoint a Council member or AAA staff as liaison to the DSAC.
 - 5.4.9 To sign, after Council review and approval, contract and statutorily required RVCOG AAA Area Plans, Service Equity Plans and updates.
- 5.5 The duties of the Vice Chair are:
- 5.5.1 In the absence of the Chair, the Vice Chair will perform the duties of the Chair.
 - 5.5.2 Monitor attendance and participation of Council members and report to the Executive Committee.
 - 5.5.3 Other duties as assigned by the Chair.
- 5.6 In the absence of both the Chair and Vice Chair at a regular meeting, the members present shall elect a temporary Chair to preside.
- 5.7 In urgent or emergency situations, the Chair or Vice Chair may act on behalf of the Council upon approval of the majority of the Executive Committee, and RVCOG Executive Director or RVCOG AAA Director.

6. **COMMITTEES**

- 6.1 **The Executive Committee** shall consist of the Council Chair, Vice Chair and the Chair and, if serving, the Co-Chair or designated alternate from each standing committee. The Executive Committee may invite the Chair and/or Co-Chair of a non-standing committee to become a non-voting participant in Executive Committee activities. The duties of the Executive Committee are:
- 6.1.1 To advise and assist AAA staff in the interim between Council meetings and to report any action taken at the next Council meeting.
 - 6.1.2 To advise and assist AAA staff in the preparation and revision of the long-range plans.

- 6.1.3 To recommend allocation of funds for administration and between program areas.
 - 6.1.4 To advise and assist the staff in the preparation and implementation of the AAA administrative budget.
 - 6.1.5 To review Council Bylaws biennially and as needed, recommend changes to the Council for review and to submit to the RVCOG Board for approval.
 - 6.1.6 To report to the Council.
 - 6.1.7 To collaborate with the SDS Program Director, Nutrition Program Director, and AAA staff to develop Advisory Council agendas.
- 6.2 **Standing Committees:** All members, with the exception of the Chair and Vice Chair, shall serve on at least one committee. The Chair and Vice Chair are ex-officio members of all committees.
- 6.2.1 Each standing committee shall be responsible for the following activities within its area:
 - 6.2.1.1 To be knowledgeable about the services and issues within their program area.
 - 6.2.1.2 To report to the Executive Committee and Council.
 - 6.2.2 Standing committee members serve for the agency fiscal year.
 - 6.2.3 The Standing Committee Chair and, if serving, Co-Chair will appoint a substitute to perform the duties of the Chair in the absence of the Chair and, if any, Co-Chair.
 - 6.2.4 The standing committees may include:
 - 6.2.4.1 **Advocacy Committee** This committee is a joint committee of the Council and DSAC which will focus on engaging Council and DSAC members and the community in legislative advocacy in support of older adults and people with disabilities issues at the local, state and national level. The committee will be most active during the Oregon Legislative sessions. At any

time, however, that funding or program issues emerge that need public education or advocacy measures, this committee will develop and help to execute the advocacy plan.

6.2.4.2 **Communications & Outreach Committee** This committee will focus on making RVCOG's AAA programs and services visible in the two-county area. Further, it will seek input about gaps in those services, while soliciting ideas for additional services, possible partnerships, and/or funding sources to meet the needs of seniors and adult people with disabilities in our communities. This committee will participate in public education activities.

6.2.4.3 **Council Development Committee** This committee's duties include: overseeing the nominations, interview and selection process, as well as recruitment, orientation, support and recognition activities of and for Council members. All members of the Council Development Committee shall be members of the Executive Committee. This committee may be held in conjunction with the Executive Committee or the Communication and Outreach Committee, as needed.

6.2.4.4 **Home and Community Based Care Committee** This committee, in partnership with Aging and People with Disabilities (APD), will identify issues related to home and community-based care and make recommendations to the Council for advocacy and action.

6.2.4.5 **Support Services Committee** This committee will assist staff to develop and evaluate processes and outcomes of RVCOG programs and services that are funded by the Older Americans Act (OAA), Oregon Project Independence (OPI) and any new programs or services. The Support Services Committee serves in the capacity of the ADRC Advisory Committee and Nutrition Advisory Committee and may be held in conjunction with the Communication and Outreach Committee, as needed.

6.2.4.5.1 **ADRC Advisory Committee** The intent of this Committee is to provide direction to the ADRC

on the needs of older adults and people with disabilities within the ADRC region; as well as actively participate in the program planning, goal setting, financial expenditure planning, program evaluation, and operation of the ADRC. This Committee will meet quarterly.

6.2.4.5.2 **Nutrition Advisory Committee** As mandated by the Older Americans Act, the Nutrition Advisory Committee will convene once each quarter for 4 meetings annually. This committee will review and advise on all aspects of the Food & Friends Program, including evaluation of outcomes for the program and surveys of volunteers and meal recipients.

- 6.3 Ad hoc committees will be formed by either Council vote or Chair decision, with committee members being appointed by the Chair in order to address specific issues.
- 6.4 Committee and Subcommittee membership will be approved by the Council Chair or Committee Chair and, if serving Co-Chair, to whom they answer. AAA staff members may serve as technical advisory, non-voting members. The Chair and, if serving Co-Chair, of the committee or subcommittee will be appointed by the Council Chair.

7. **DELEGATE TO THE OREGON ASSOCIATION OF AREA AGENCY ON AGING AND DISABILITY SERVICES (O4AD) SENIOR ADVISORY COUNCIL CHAIRS MEETING**

- 7.1 The Chair and/or Vice Chair and/or Chair of the Advocacy Committee and/or Designee of the Chair of the Council will serve as the Delegate to the Oregon Association of Area Agencies on Aging and Disabilities (O4AD) Senior Services Advisory Council Chairs meeting. This meeting is held in conjunction with the quarterly O4AD meeting.

8. **NON-MEMBER ADJUNCT PARTICIPATION**

- 8.1 Non-members may be invited to participate as adjunct members to a standing or ad hoc committee, including be appointed as the Chair of an ad hoc committee, upon approval of the Executive Committee. Adjunct membership may be renewed or removed through approval of the Executive Committee. Such persons are voting members of the committees, but not the Council. If the new adjunct membership is

filled during the middle of the year, July 1 of that fiscal year, regardless of duration, will count as the new member's first year.

9. **MEETINGS**

- 9.1 The Council shall meet at least six (6) times per year.
- 9.2 Meeting times and places shall be at the discretion of the Council.
- 9.3 Annual elections shall be held at the last regular meeting of the fiscal year in June.
- 9.4 A quorum shall consist of a simple majority of Members.
- 9.5 The meetings of the Council shall be conducted under Roberts Rules of Order (Newly Revised) except where they conflict with or contradict these Bylaws.
- 9.6 As needed, votes may be collected in person, verbally, in writing, or in a virtual setting.
- 9.7. Meetings must abide by State statute.

10. **DIVERSITY, EQUITY AND INCLUSION (DEI) STATEMENT**

Rogue Valley Council of Governments is fully committed to diversity, equity, and inclusion in principle and in practice. Diversity, equity, and inclusion are central to the organization's current and future success in engaging all staff, clients, caregivers, advisory council members, and policy makers in promoting equitable and inclusive programs and resources for older adults and adults with disabilities in Jackson and Josephine counties.

There shall be no barriers to full participation in our programs on the basis of gender, gender identity, gender expression, ethnicity, race, native or indigenous origin, age, generation, sexual orientation, culture, religion, belief system, marital status, parental status, socioeconomic status, language, accent, ability status, mental health, educational level or background, geography, nationality, work style, work experience, job role function, thinking style, personality type, physical appearance, political perspective or affiliation and/or any other characteristic that can be identified as recognizing or illustrating diversity.

Vision

To promote diverse, equitable and inclusive programs and resources for older adults and adults with disabilities in Jackson and Josephine counties.

Mission

We welcome people of all experiences, backgrounds and identities with dignity, integrity, respect and compassion. We will foster education, connect with marginalized and underrepresented groups, and create equitable outreach and services for our evolving community.

We agree with the State of Oregon's Definition of Diversity, Equity and Inclusion:

Diversity is the appreciation and prioritization of different backgrounds, identities, and experiences collectively and as individuals. It emphasizes the need for representation of communities that are systematically underrepresented and under-resourced. These differences are strengths that maximize the organization's competitive advantage through innovation, effectiveness and adaptability.

Equity acknowledges that not all people, or all communities, are starting from the same place due to historic and current systems of oppression. Equity is the effort to provide different levels of support based on an individual's or group's needs in order to achieve fairness in outcomes. Equity actionably empowers communities most impacted by systemic oppression and requires the redistribution of resources, power, and opportunity to those communities.

Inclusion is a state of belonging when persons of different backgrounds, experiences, and identities are valued, integrated, and welcomed equitably as decision makers, collaborators, and colleagues. Ultimately, inclusion is the environment that organizations create to allow these differences to thrive.

Objectives:

- Develop and begin standardized DEI training for RVCOG staff, RVCOG Board and RVCOG AAA Council members to increase DEI awareness.
- Service Equity Plan for AAA consumers developed and submitted March 2022 and updated as needed and mandated by the state.
- Educate staff and Council members on Implicit Bias and Cultural Sensitivity to raise awareness and increase equity.
- Require AAA staff to attend SAGECare training to maintain Platinum Certification.
- Develop performance metrics and monitor for compliance.

RVCOG Core Values:

Service - We will provide an essential service in southern Oregon by responding promptly, efficiently, and effectively to the needs of the individuals, jurisdictions, and public agencies we serve.

Collaboration - We will dedicate ourselves to building and maintaining an atmosphere of camaraderie, cooperation, and collaboration, both inside and outside RVCOG.

Professionalism - We will consistently provide the highest quality of work possible, while also exercising strict neutrality in all that we do. As ambassadors of our organization, we will always be aware of the impact of our individual actions on RVCOG as a whole.

Stewardship - We will take full responsibility for our actions and decisions in making RVCOG and its programs as cost effective, efficient, and sustainable as possible.

Integrity - We will exhibit the highest level of integrity in all that we do. Our actions will be honest, ethical, unbiased, and fair.

11. **AMENDMENTS**

11.1. These Bylaws may be amended by the RVCOG Board of Directors thirty (30) days after notification of the proposed changes have been received by the Council Executive Committee. Recommended changes may be submitted by the Council at any time.

Revised:

08/30/1983	03/28/2001	01/27/2021
12/11/1984	08/28/2002	12/01/2021
05/14/1985	02/26/2003	10/26/2022
03/25/1987	08/27/2003	08/28/2024
04/27/1988	12/07/2005	
07/02/1990	10/27/2010	
01/27/1993	01/25/2012	
08/25/1999	05/28/2014	
02/23/2000	12/03/2014	
09/27/2000	03/28/2018	