

BY-LAWS
OF THE ALASKA COMMISSION ON AGING

ARTICLE I - NAME

The name of this organization shall be the **ALASKA COMMISSION ON AGING**, common usages and reference within recognizable context allows the name to be abbreviated to the “**Commission**” or “**ACoA**”.

ARTICLE II - MISSION STATEMENT

The Commission exists to ensure honor, dignity, security, and independence for older Alaskans and to assist them in maintaining meaningful, quality lives.

ARTICLE III – PURPOSE

Section 1. The Commission authority and membership is established in AS 47.45.200 – 47.45.290. The powers and duties of the Commission are also established under the Older Americans Act of 1965, as amended [Public Law 98-459] and other such powers and duties as may be conferred upon it by federal or state statutes or by Executive Order of the Governor of the State of Alaska.

A manual of Policies and Procedures established by the Commission shall supplement these By-laws.

The mission and objectives of the Commission are included in its specific statutes and establish the boundaries of the Commission’s responsibility.

Introduction of business of a motion that falls outside of the mission and objectives requires a two-thirds vote of the members listed in AS 47.45.200 (a).

Section 2. It is the purpose of AS 47.45.200 to:

- (a) Provide a full range of social services, health services, employment services and educational opportunities to older Alaskans;
- (b) Give special attention to the needs of older Alaskans in the planning and delivery of state and local programs;
- (c) Require that the planning and provision of programs of benefit to older Alaskans be undertaken with the participation, knowledge, advice and comments of those who are served by the Commission.

ARTICLE IV - MEMBERS

- Section 1. The members of the Commission are appointed by the Governor in accordance with AS 47.45.200.
- Section 2. Members of the Commission serve without compensation but are entitled to transportation and per diem allowances as authorized in AS 39.20.180.
- Section 3. Participation of individual Commission members in decisions which may involve a conflict of interest is governed by common law and such Statutes as may be established. Commission members shall not participate in decisions which may result in a direct financial benefit to themselves or to their families. Commission members must declare a conflict of interest prior to discussion of the item in consideration. In situations where a conflict may exist but is not clear to the member, the member shall put the question to the Commission for a determination. The member may participate in the discussion but may not vote on the matter. Determination that a conflict does exist requires a unanimous vote of the remaining voting members.
- Section 4. All members of the Commission shall be voting members.
- Section 5. If a member of the Commission listed in AS 47.45.200(a)(3) and (5) fails to attend three (3) consecutive meetings, a majority of the members of the Commission may request that the Governor terminate the membership of the member and fill the vacancy, per AS 47.45.200(d). The Commission may review extenuating circumstances relative to the absences in an executive session.
- Section 6. Resignation with or without cause from the Commission shall be concurrently communicated in writing to the Governor and the Chair or to the Governor and to the Vice-Chair in the case of resignation by the Chair.

ARTICLE V - OFFICERS

- Section 1. The officers of the Commission shall be a Chair and a Vice-Chair.
- Section 2. Duties of the officers shall be as follows:
- The Chair shall preside at all meetings of the Commission and shall advise the Executive Director at times when the Commission is not meeting. The Chair shall appoint chairs of standing committees and task forces as necessary;
- As required by AS 44.25.500, the Chair serves on the Pioneer Home Advisory Board representing the Commission;

All such bodies shall serve at the pleasure of the Chair. The Chair shall chair the Executive Committee and shall serve as ex officio voting member of all committees and task forces. The Chair shall perform such additional duties as required by the Commission.

The Vice-Chair shall preside at the meetings and perform the duties of the Chair when necessitated by the absence of the Chair. In the event of the absence of both Chair and Vice-Chair, the Chair shall appoint a Chair pro tempore to preside for that meeting.

Section 3. The Chair and Vice-Chair shall be elected by majority vote. Election of the Chair and Vice-Chair shall take place at the last regularly scheduled meeting of the State fiscal year ending June 30. Newly elected officers shall take office at the beginning of the new fiscal year beginning July 1.

Section 4. Terms of the office shall be two (2) years. Officers may be re-elected to one successive term.

Should a vacancy occur in the position of Chair, the Vice-Chair shall assume the duties of the position of Chair. Should vacancy occur in the position of Vice-Chair, the Chair shall appoint a successor to fill the remainder of the Vice-Chair's term of office.

Section 5. The Vice-Chair may succeed to the office of the Chair upon election, but succession is not required.

Section 6. Only those persons appointed under AS 47.45.200(a) (3) and (5) may serve as Chair and Vice-Chair.

ARTICLE VI - MEETINGS

Section 1. Regular or special meetings of the Commission shall occur at the call of the Chair or at the request of a majority of the voting members.

The Commission shall meet at least four times each fiscal year [AS 47.45.210(a)].

Section 2. Two (2) weeks notification shall constitute adequate notification of meetings for members and ten (10) calendar days notification for the public. Meetings shall be conducted in accordance with AS 44.62.310.

Section 3. A majority of the members of the Commission listed in AS 47.45.200 constitutes a quorum for conducting business and exercising the powers of the Commission contained in AS 47.45.240.

Section 4. Except for members referenced in AS 47.45.200 (a)(1) and (2), no other member of the Commission may name a designee. Commission members referenced in AS 47.45.200 (a)(3) and (5) may not designate a proxy.

Section 5. Executive sessions may be called during a regular meeting as specified in AS 44.62.310. The meeting must first be convened as a public meeting, and the question of holding an executive session to discuss matters set forth in Section 5 of the ACoA Policy and Procedures shall be determined by a majority vote. No subjects may be considered at the executive session except those mentioned in the motion calling for the executive session, unless auxiliary to the main question. No action may be taken during executive session.

Section 6. The Commission shall schedule at least one period for public comment during each regularly scheduled Commission meeting. The purpose for having public comment is to provide an opportunity for the public to present information and advise the Commission about problems and issues related to older Alaskans. The public comment period will not be considered a hearing and cannot be used for that purpose.

ARTICLE VII - COMMITTEES

Section 1. The Chair shall designate membership from among Commission members on all standing committees required by these By-laws.

The Chair may also designate ad hoc committees or task forces to accomplish special purposes.

All Committees may include persons not members of the Commission with the exceptions of Executive and Nominating Committee members.

Committee chairs are responsible for developing their committee goals for each fiscal year and shall present their reports at each quarterly Commission meeting.

Section 2. Standing Committees

(a) Executive Committee

(1) The Executive Committee is comprised of the Chair, Vice-Chair, immediate past Chair, and a committee chair as designated by the ACoA Chair. When no immediate past Chair is present, a member shall be elected by the Commission to the Executive Committee. The Executive

Director shall serve as an ex officio member of the Executive Committee;

- (2) A quorum shall consist of three (3) of the four (4) voting committee members;
- (3) Executive Committee action must be reported in writing at the next board meeting;
- (4) Executive Committee may refer matters to other committees for reports to the full Commission;
- (5) The Executive Committee shall review and take action on recommendations forwarded by other committees as appropriate including ACoA budget and policy recommendations to be submitted to the Department of Health and Social Services and the Alaska Mental Health Trust Authority, ACoA's legislative priorities, By-law revisions, and other committee work;
- (6) The Executive Committee shall meet when issues come up that require the action of the committee, at the request of the Chair, or by the majority of committee members.

(b) Legislative Advocacy Committee

- (1) The Legislative Advocacy Committee shall include a minimum of three (3) Commission members. The Legislative Advocacy Committee shall:
 - a. Assess the health care and social needs of Alaska seniors;
 - b. Develop and prioritize budget and policy recommendations for the Department of Health and Social Services and the Alaska Mental Health Trust Authority for review and approval by the Executive Committee. These recommendations will define ACoA's legislative priorities;
 - c. Develop advocacy strategies and efforts;
 - e. Coordinate advocacy efforts with stakeholders and partners;
 - f. Provide stakeholders and partners with information on issues.

(c) Nominating Committee

The Nominating Committee, consisting of three (3) members of the Commission as appointed by the Chair, develops and presents a slate for the election of officers at the last meeting of the fiscal year.

(d) Outstanding Older Alaskans' Recognition Committee

The Outstanding Older Alaskans' Recognition Committee shall be represented by two (2) members. The responsibilities of this committee consist of planning and implementing activities to recognize older Alaskans.

(e) By-laws Committee

The By-laws Committee, consisting of a minimum of three (3) members of the Commission, shall be appointed to review the By-laws and Policies and Procedures bi-annually and recommend revisions, as appropriate, to the full board.

(f) Planning Committee

The Planning Committee shall include a minimum of three (3) members. The Planning Committee shall:

- (1) Prepare the comprehensive Alaska State Plan for Senior Services as required by AS 47.45.230, AS 47.45.240(a), and the Older Americans Act.
- (2) Review the implementation efforts for the Alaska State Plan for Senior Services.
- (3) Plan the information gathering and reporting for the periodic White House Conference on Aging.
- (4) Develop other plans related to the responsibilities of the Commission.

ARTICLE VII - EXECUTIVE DIRECTOR

The Executive Director shall be selected by the ACoA board members and approved by the Governor as provided by AS 47.45.240(4). The Executive Director:

- (a) Reports to the Commission and to the Commissioner of the Department of Health and Social Services.

- (b) Provides information, budget and policy recommendations to the Alaska Mental Health Trust Authority as requested by the Trust regarding Senior Trust beneficiaries.
- (c) Serves in ex officio capacity as a non-voting member on all standing committees and provides staff support as requested by the Chair or Committee chairs.

The duties and responsibilities of the Executive Director shall be contained in the official job description.

ARTICLE VIII - ENDORSEMENTS

It shall be the policy of the Alaska Commission on Aging not to endorse or support candidates for any elective public office, partisan or nonpartisan. In addition, the Commission shall not seek membership of in-state organizations to avoid a possible conflict of interest or provide letters of support for specific projects that do not have statewide benefit.

ARTICLE IX - PARLIAMENTARY AUTHORITY

The conduct of business shall be according to Robert’s Rules of Order, Revised, except in cases where conflicts may arise by reason of statute or these By-laws. In situations where a conflict may occur, federal statute, state statute or these By-laws shall prevail in that order or precedence.

ARTICLE X - AMENDMENTS

Proposed amendments to these By-laws must be presented in writing to the Commission at a regular meeting as an agenda item. Proposed amendments shall not be acted upon until the next regular meeting following their presentation. A 2/3 vote of the membership shall be necessary for adoption.

<u>Adopted:</u>	September 2013
Revised	August 2013
<u>Adopted:</u>	February 2011
Amended:	January 2011
<u>Adopted:</u>	August 2009
Amended:	July 2009
<u>Adopted:</u>	May 2007
Amended:	May 2007
Amended	May2005
<u>Adopted</u>	June 2004
Amended:	December 2003
Amended:	August 2003
Amended:	June 2003
<u>Adopted</u>	June 2002

Amended: February 2002
Adopted December 1999
Amended: December 1999
Adopted February 1995
Amended: June 1987
Adopted November 1985

Note: ACoA statutes are attached to provide clarification of references to statutes in the by-laws.