

**CONSTITUTION & BY-LAWS
OF THE
REGION XI ADVISORY COUNCIL ON AGING**

Article I - Name

The name of this organization shall be the Region XI Advisory Council on Aging, hereinafter known as the Council.

Article II - Purposes & Functions

Section 1. To promote the advancement of the older citizen movement through state planning and management in Region XI which includes the Counties of Garfield, Mesa, Moffat, Rio Blanco and Routt.

Section 2. To determine the needs of the older citizens and to make every effort to answer these needs by appropriate action.

Section 3. To work for the development of increased and expanded services for older citizens.

Section 4. To implement and accomplish such programs or proposals as are consistent with the purposes of this organization.

Section 5. To provide strong, organized encouragement and support for those agencies involved in working for the older citizens.

Section 6. To develop cooperation and coordination among all the agencies involved in working with the aging in Region XI.

Section 7. To involve the older citizens of the community in the determination of and responses to their needs.

Section 8. Council advice to the Area Agency shall include, but not be limited to, these matters:

- Development of the area plan
- Implementation of the area plan and annual updates
- Development of comprehensive coordinated service systems
- Needs analysis
- Planning activities

Article III - Membership

Section 1. Council membership shall be open to all agencies and individuals concerned with the problems of the aging, and willing to work on these problems.

Section 2. Voting membership on the Council shall include three representatives from each county to be appointed by the Associated Governments of Northwest Colorado. This may include a member at-large from each of the member counties. Nominations shall be made to the Associated Governments of Northwest Colorado by County Councils on Aging in Mesa, Garfield, Rio Blanco, Moffat and Routt Counties.

Section 3. Each existing County Council shall nominate three delegates and three alternates for the county to the Associated Governments of Northwest Colorado. There shall be one representative of the three delegates for low income / minority individuals. Over 50% of the delegates should be over the age of 60.

Article IV - Officers

Section 1. Officers for this Council shall be a Chair, First Vice Chair, Second Vice Chair, Third Vice Chair and Secretary.

Section 2. Only one officer shall be elected from each of the five counties.

Section 3. The Chair of the Council shall rotate among the member counties.

Section 4. Officers shall assume their duties on the first day of the plan period and serve until the end of the plan period or one year, whichever comes first.

Section 5. Officers may serve only two consecutive terms in the same office.

Section 6. The Chair may remain in one county for only two terms.

Article V - Executive Committee

The Executive Committee shall be composed of elected officers and Chairs of all committees.

Article VI - Committees

Section 1. Committees shall be established by the Council to work on such projects as are deemed necessary. Committee Chairs and committees shall be appointed by the Chair of the Council.

Section 2. Standing committees shall be the Legislative and Issues Committee, the Grievance Committee and the Grant Review Committee.

Article VII - Meetings

Section 1. Unless otherwise notified, the Council shall meet regularly the first Tuesday of every month, the months of January and February excepted. There shall be no fewer than six meetings each calendar year.

Section 2. The Executive Committee shall meet at the call of the Chair with notice in advance to all members.

Section 3. Special meetings may be called at any time by the Chair or upon written request by six official members of the Council. Advance notice must be given to all of the official membership.

Section 4. Committees shall meet at the call of the committee Chairs as often as necessary to carry out the business of the committee.

Section 5. No meeting date shall be changed without prior approval by two-thirds of the official membership.

Section 6. All meetings shall be open to others than the official membership.

Article VIII - Amendments

Amendments to this charter may be made by a majority vote of the official membership of the Council providing at least 15 days prior notice is given to those members as to the content of the amendments.

By-Laws

Article I - Duties of Officers

Section 1. The Chair shall preside at meetings of the Council and of the Executive Committee. The Chair shall appoint the committee Chairs and shall be an ex-officio member of all committees. The Chair shall be the representative of the Council whenever necessary. That person shall be responsible to the Council to see that the committees are accomplishing their assigned tasks and shall prepare an annual report of Council actions taken during the plan period year.

Section 2. The First Vice Chair shall preside in the absence of the Chair and in the event of the office of Chair becoming vacant, shall assume the office of Chair for the remainder of the term. That person shall assume responsibility for the functioning of whatever committees are assigned him or her by the Chair of the Council. In the event of vacancy of the office of First Vice Chair, the Second Vice Chair shall succeed automatically to that office and shall fulfill all responsibilities attendant thereto.

Section 3. The Second Vice Chair shall perform such tasks as are assigned by the Chair.

Section 4. The Third Vice Chair shall perform tasks assigned by the Chair.

Section 5. The Secretary shall attend and keep the minutes of all meetings of the Council and of the Executive Committee. The Secretary shall provide for the keeping of the minutes of all committee meetings, issue notices of all meetings, maintain a list of all members of the Council, maintain the files of the Council and perform all duties generally associated with the office of the Secretary.

Section 6. Should it become necessary to fill a vacancy in one of these offices during the regular one year term, a special election shall be held at the next regular meeting of the Council or at a meeting convened for this purpose by the Chair or at the request of six official members of the Council. Care shall be taken to elect someone from that county which, because of the vacancy, no longer has someone in one of the five elective offices.

Article II - Duties of the Executive Committee

The Executive Committee shall carry on the business of the Council between meetings of the Council and shall be empowered to make decisions for the Council, subject to ratification by the Council at its next regular meeting.

Article III - Elections

Section 1. The Chair of the Council shall appoint one person from each of the five counties to a Nominating Committee on or before the last meeting of the plan period. The elected officers shall not serve on this committee. The Nominating Committee shall prepare a slate of nominees for each office, after securing the permission of the nominees to place their names in nomination.

Section 2. Election of officers shall be held at a regular meeting of the Council during the last month of the plan period. Elections shall be conducted by use of written ballots.

Section 3. The Nominating Committee shall act as tellers and shall certify the results of the election to the Council immediately after the election results have been tabulated.

Article IV - Quorums

Section 1. Ten delegates or alternates of the Council shall constitute a quorum for Council meetings provided that the delegates present represent at least four of the five counties. Should votes be taken on substantive issues, however, Article V, Section 1. of the By-Laws shall apply.

Section 2. Four members of the Executive Committee shall constitute a quorum for the Executive Committee meeting.

Article V - Abstention from Voting

Section 1. Votes of at least two-thirds of the duly elected delegates or their alternates must be recorded in order for the vote on a substantive issue to be considered final. This includes delegates or their alternates present and voting and those contacted, when necessary, by telephone or mail.

Section 2. A Council member shall abstain from voting on a given issue due to conflict of interest or may abstain for other good and acceptable reasons.

Article VI - Dissolution

After written notice, the Council may be voluntarily dissolved by vote of the official membership at a meeting called expressly for that purpose. Upon dissolution, all its funds, property, books, and records shall be transferred into the custody of such non-profit agency serving needs of senior citizens and shall be designated by the Council to receive such property.