

**OHIO ADVISORY COUNCIL
FOR THE AGING
BY-LAWS**

As approved by Council: June 22, 2022

ARTICLE I: MISSION AND DUTIES

1.1 Mission:

To advise and assist the Ohio Department of Aging in implementing the Older Americans Act of 1965, as amended, and foster sound public policy, research, and initiatives that benefit older Ohioans and their caregivers.

1.2 Duties:

The Ohio Advisory Council for the Aging (Council) duties are established by Ohio Revised Code Section 173.03. This includes advising the Ohio Department of Aging (Department) in assisting all Ohioans to live longer, healthier lives with dignity and autonomy, and that disparities and inequities among older Ohioans are eliminated. This includes, but is not limited to, assisting older Ohioans to secure equal opportunity to the full and free enjoyment of the following objectives:

- (A) An adequate income in retirement in accordance with the American standard of living.
- (B) The best possible physical and mental health (including access to person-centered, trauma-informed services as appropriate) which science can make available and without regard to economic status.
- (C) Obtaining and maintaining suitable housing, independently selected, designed and located with reference to special needs and available at costs which older citizens can afford.
- (D) Full restoration services for those who require institutional care, and a comprehensive array of community-based, long-term care services adequate to appropriately sustain older people in their communities and in their homes, including support to family members and other persons providing voluntary care to older individuals needing long-term care services.
- (E) Opportunity for employment with no discriminatory personnel practices because of age.
- (F) Retirement in health, honor, and dignity.
- (G) Participating in and contributing to meaningful activity within the widest range of civic, cultural, education and training and recreational opportunities.
- (H) Efficient community services, including access to low-cost transportation, which provide a choice in supported living arrangements and social assistance in a

coordinated manner and which are readily available when needed, with emphasis on maintaining a continuum of care for vulnerable older individuals.

- (I) Immediate benefit from proven research knowledge which can sustain and improve health and happiness.
- (J) Freedom, independence, and the free exercise of individual initiative in planning and managing their own lives, full participation in the planning and operation of community-based services and programs provided for their benefit, and protection against abuse, neglect, and exploitation.

ARTICLE II: COUNCIL MEMBERSHIP

2.1 The Council members shall be appointed by the Governor of the State of Ohio, with the advice and consent of the Senate, in accordance with Ohio Revised Code Section 173.03(A), and shall serve terms in accordance with the law.

2.2 The Council shall consist of twelve (12) members as set forth in Ohio Revised Code Section 173.03(A), a majority of whom shall have attained the age of fifty (50) and have a knowledge of and continuing interest in the affairs and welfare of the older citizens of Ohio. Member responsibilities include the following:

- (A) Understand and promote the Council's mission;
- (B) Use and be willing to share professional and personal expertise for the greater benefit of the Council and older Ohioans;
- (C) Be familiar with Department programs, policies, and operations;
- (D) Attend and actively participate in Council meetings and committee meetings;
- (E) Serve on committees and offer to take on special assignments – Chair and Vice Chair are ex officio members of committees;
- (F) Review agenda and supporting documents prior to meetings;
- (G) Strictly adhere to conflict-of-interest and confidentiality policies;
- (H) Attend Department-sanctioned public events, as available, throughout the calendar year and represent the Council at those events;
- (I) Advocate for and pursue initiatives benefitting older Ohioans and make recommendations to the Department; and
- (J) Foster and promote systems, policies, and beliefs that value aging, dismantle ageism, and create an age-integrated society.

2.3 The Council shall also consist of ex-officio members from the House of Representatives, Senate, the Directors of Medicaid, Mental Health and Addiction Services, Developmental Disabilities, Health, and Job and Family Services, or their designees.

- (A) Additional ex-officio representative from any statewide organization or department and agency representing or working with seniors may be invited to attend. Such organizations include, but are not limited to, the AARP, Ohio Association of Senior Centers, Ohio Association of Areas Agencies on Aging, Ohio Association of

Gerontology and Education, retirement groups, provider agencies, and senior employment organizations.

2.4 Only those members appointed to the Council by the Governor shall have a right to vote on matters before the Council.

2.5 If a member chooses to resign, the member shall submit a resignation in writing to the Governor, with copies to the Council Chair and Director. A resigning member should provide at least sixty days' advance notice to secure a timely replacement.

ARTICLE III: ELECTION OF OFFICERS

3.1 Election of Chair: The full Council will vote to elect one of its members to serve as Chair for the following year at an election held during the last regular meeting of the calendar year. Chair responsibilities include the following:

- (A) Lead Council meetings, as scheduled;
- (B) Provide strategic focus and leadership to the Council;
- (C) Provide Department guidance and advice as needed;
- (D) Meet regularly with Department leadership and designated staff;
- (E) Identify, articulate, and prioritize emerging topics of interest to review and discuss at Council meetings;
- (F) Identify and propose topical areas suitable for research and surveys;
- (G) Maintain regular communication with Council members;
- (H) Elevate members' communications, as necessary and applicable, to Department leadership and designated staff; and
- (I) Advise on administrative items and functions of the Council;

3.2 Election of Vice Chair: The full Council shall vote to elect one of its members to the position of Vice Chair for the following year at an election held during the last regular meeting of the calendar year. Vice Chair responsibilities include the following:

- (A) Support the role of Chair;
- (B) In the absence of the Chair, serve as Chair;
- (C) Provide strategic focus and leadership to the Council;
- (D) Provide the Department guidance and advice as needed;
- (E) Identify, articulate, and prioritize emerging topics of interest to review and discuss at Council meetings; and
- (F) Execute other duties as assigned by the Chair and Department leadership;

3.3 Vacancy-Chair: If a vacancy occurs in the position of Chair, the Vice Chair shall serve as Chair until the next scheduled election.

3.4 Vacancy-Vice Chair: If a vacancy occurs in the position of Vice Chair for any reason, a special election shall be held at the next regularly scheduled meeting of the full Council.

ARTICLE IV: COUNCIL MEMBER ATTENDANCE

- 4.1** Pursuant to Ohio Revised Code Section 3.17 any Council member who fails to attend at least three-fifths of the regular and special meetings held by the Council during any two-year period forfeits the Council position.
- 4.2** Any member of the Council may be removed from office by the Governor for neglect of duty, misconduct, or malfeasance in office after being informed in writing of the charges and afforded an opportunity for a hearing. Two consecutive unexcused absences from regularly scheduled meetings constitute neglect of duty unless the member establishes good cause for such absence and/or provides the Chair or the Director with the reason for the absence in advance of a meeting.
- 4.3** Unless otherwise authorized by law, attendance shall be in person.

ARTICLE V: COMMITTEES

- 5.1** The Council shall have the right to form committees as necessary to assist it with the performance of its statutory duties.
- 5.2** Committees shall be no less than three Council members and shall conduct their meetings in accordance with the standards within these bylaws. The Chair of the Council, or the Vice Chair if delegated by the Chair, shall serve as ex-officio member on all committees.
- 5.3** Committees shall elect a chair annually and may meet on issuing a proper notice as deemed necessary by the committee, but at least ten (10) days in advance of each meeting.
- 5.4** Each Committee Chair shall provide a report to the Council at the next regularly scheduled Council meeting after a committee meeting. Committees shall function in an advisory capacity to the Council.

ARTICLE VI: MEETINGS

- 6.1** Regular meetings shall be held not less than four (4) times a calendar year, unless the Chair determines additional meetings are required, or not fewer than two (2) regular meetings a year are required to fulfill Council's role. The Chair or Vice Chair may call a special meeting, with the approval of the Director of the Department of Aging.
- 6.2** A quorum shall consist of at least one more than half of the appointed members of Council. Ex-officio members shall not be counted for the purpose of determining quorum.
- 6.3** Council meetings and Council committee meetings shall be conducted in accordance with Ohio's Sunshine Law. Minutes shall be maintained of all regular, special, and emergency meetings.

- 6.4 Council members shall annually adopt a schedule of meetings for the upcoming year, including the time and place, at the last regular meeting of the calendar year.
- 6.5 Notice of regular meetings shall be published, delivered to each Council member, and provided to members of the public who have made a previous request at least seven (7) calendar days prior to the meeting. Council shall provide notice that accommodations for public participation are available. The notice shall indicate that the request should be made within 48 hours of the meeting.
- 6.6 Council shall publish an agenda at least seven (7) calendar days prior to the regularly scheduled Council meeting. Special or emergency meeting agendas shall be published at least twenty-four (24) hours in advance of the meeting.

ARTICLE VII: ADMINISTRATIVE AND TECHNICAL SUPPORT

- 7.1 The Department shall assist the Council in performing its duties.
- 7.2 The Department shall maintain all Council business records in accordance with the Ohio public records law and established record retention schedules.

ARTICLE VIII: COUNCIL MEMBER COMPENSATION

- 8.1 Council members shall serve without compensation, except to the extent that serving on the Council is considered part of the member's regular duties of employment.
- 8.2 The Department may reimburse Council members for actual and necessary travel and other expenses incurred in the conduct of their duties in the manner and rates prescribed by the Office of Budget and Management for all state employees pursuant to Ohio Revised Code Section 126.31 and the rules adopted thereunder.

ARTICLE IX: PARLIAMENTARY PROCEDURES

- 9.1 The *Robert's Rules of Order Revised* shall be used to resolve any procedural conflict in the conduct of the meetings of the Council and its committees.
- 9.2 Council may seek the advice of an Assistant Attorney General or the Department's Chief Legal Counsel in conducting the meeting.

ARTICLE X: INDEMNIFICATION

- 10.1 Pursuant to Ohio Revised Code Section 9.86 except for civil actions that arise out of the operation of a motor vehicle and civil actions in which the state is the plaintiff, no Council member shall be liable in any civil action that arises under the law of this state for damage or injury caused in the performance of his duties, unless the Council member's actions were manifestly outside the scope of the Council member's employment or official responsibilities, or unless the Council member acted with malicious purpose, in bad faith, or in a wanton or reckless manner.

ARTICLE XI: COUNCIL MEMBER REMOVAL

11.1 The Council may recommend removal of a member to the Governor for failure to attend meetings, violations of ethics requirements except as provided in Ohio Revised Code Section 173.03(G)(2), guilty of misconduct, or actions intentionally disruptive of Council meetings.

11.2 Any recommendation for removal of a member shall require a two-thirds majority vote of all members present.

ARTICLE XII: AMENDMENTS TO THE BY-LAWS

12.1 These by-laws can be amended at any regular meeting of the Council by a majority of votes plus one, provided that the amendment has been provided to all Council members at least ten (10) days prior to that meeting.