

# **San Francisco Dignity Fund Oversight and Advisory Committee Bylaws**

## **Draft 4**

### **ARTICLE 1: - IDENTIFICATION**

#### **Section 1: Name**

The San Francisco Dignity Fund Oversight and Advisory Committee (herein called the Committee) is a Charter Committee of the City and County of San Francisco per government **SF Charter Section 16.128-11**.

#### **Section 2: Purpose**

The purpose of the Oversight and Advisory Committee is to monitor and participate in the administration of the Dignity Fund as provided in the Charter, and to take steps to ensure that the Fund is administered in a manner accountable to the community.

#### **Section 3: Responsibilities**

In furtherance of its purpose, the Committee shall develop recommendations for the Department of Adult and Aging Services (DAAS) and the Fund regarding:

- outcomes for services to senior and adults with disabilities,
- evaluation of services and common data systems,
- process for decision-making funding decisions,
- program improvement and capacity building of services providers,
- community engagement in planning and evaluating services,
- leveraging dollars of the Fund, and
- use of the Fund as a catalyst for innovation

The Committee shall promote and facilitate transparency and accountability in the administration of the Fund and in the planning and allocation process.

The Committee shall provide input into the planning process for the Community Needs Assessment and the Final assessment, the Services and Allocation Plan, and the overall spending plan for the Fund to be presented to the Aging and Adult Services Commission.

The Committee shall review the annual Data and Evaluation Report.

The Committee shall establish and maintain a Service Providers Working Group.

## **ARTICLE II – COMMITTEE MEMBERS**

### **Section 1: Members**

The Committee will consist of eleven (11) voting members. Two members are appointed by the Aging and Adult Services Commission, three members are appointed by the Advisory Council to the Department of Aging and Adult Services, three members are appointed by the Long Term Care Coordinating Council, and three at-large members are appointed by the Mayor.

Service on the Committee shall be voluntary and members shall receive no compensation from the City, except that the members who are City employees may receive their regular salaries for time spent on the Committee if they are serving in an official capacity as a City employee.

### **Section 2: Term of Appointment**

Initial terms of Committee members, which shall commence on the date of the first meeting of the committee, shall terminate on January 31, 2019. Thereafter, terms of Committee members shall be two years, commencing on February 1 of odd-numbered years. Committee members shall serve at the pleasure of their respective appointing authorities and may be removed by their appointing authorities at any time. The appointing body may choose to reappoint representatives the Oversight and Advisory Committee for additional terms.

Whenever a member appointed by the Aging and Adult Services Commission, the Advisory Council to the Department of Adult and Aging Services, or the Long Term Care Council vacates the member's seat on his or her appointing body, the member shall automatically vacate his or her seat on the Committee.

### **Section 3: Committee Administrative and Technical Support**

For purposes of contacting the Committee, the mailing address is 1650 Mission Street, 5<sup>th</sup> fl., Suite 500, San Francisco, CA 94103. Staff from the Department of Aging and Adult Services shall provide administrative and technical support to the Committee and to the Service Providers Working Group. Packets of information to support the OAC agenda items under consideration shall be distributed to Committee members and available to the public no later than the Friday prior to regular Monday meetings.

### **Section 4: Attendance at Meeting / Absences**

The Committee shall meet at least six times per year. All members of the Committee shall be in attendance at the hour appointed for each regular or special meeting of

the Committee and shall remain for the duration of the meeting. Members shall notify the Department's Manager of the Dignity Fund and the Chair of the Committee of their absence, as soon as known and prior to the convening of a regular or special Committee meeting. Member absences will be approved by the Chair, and reported at each meeting.

If a Committee member misses three regularly scheduled Committee meetings within a six month period without the expressed approval of the Committee at or before each missed meeting, that member shall be deemed to have resigned from the Committee 10 days after the third unexcused absence. The Committee shall inform the member's appointing authority of each resignation, and the appointing authority shall appoint a successor to that seat.

## **ARTICLE III – OFFICERS**

### **Section 1: Officers**

There shall be a Chair and Vice Chair of the Committee.

### **Section 2: Term of Office**

The term of each office shall be one year. Officers serve at the pleasure of the Committee and may be removed from office before expiration of their one-year term by a vote of six members of the Committee.

### **Section 3: Election of Officers**

Elections for officers shall be conducted at the first regular meeting of the Committee in each calendar year.

In the event the Chair is unable to complete his or her term, the Vice Chair shall serve as Chair until the next regular meeting. At the next regular meeting, the Committee shall elect a new Chair to fill the vacancy for the balance of unexpired term. In the event the Vice Chair is elected as Chair, there shall be an election for a new Vice Chair at that meeting. If the office of the Vice Chair is vacated before the expiration of a term, it shall remain vacant until the next regular meeting, at which time the Committee shall elect a new Vice Chair.

### **Section 4: Duties of Chair**

The Chair shall preside at all meetings of the Committee; shall preserve order and decorum and shall decide all questions of order subject to appeal to the Committee by any member. The Chair will call special meetings. In addition, the Chair, in consultation with the Vice Chair, and working with the Committee members and

Department staff, will oversee the preparation of the agenda for all Committee meetings.

Unless the Committee specifies otherwise, the Chair is empowered to appoint members to standing committees or special sub-committees.

The Chair shall encourage Committee members to participate during Committee discussions and shall ensure broad and diverse representation of Committee viewpoints.

### **Section 5: Duties of the Vice Chair**

In the absence of the Chair, the Vice Chair shall preside at meetings of the Committee. In addition, if the Chair is unable to complete his/her term of office, the Vice Chair shall serve as Chair until the next regular meeting.

### **Section 6: Absence of Officers**

In the absence of both the Chair and Vice Chair, the Committee members shall select, by motion a member to preside over the meeting.

## **ARTICLE IV – MEETINGS**

### **Section 1: Regular Meetings**

The Committee shall meet at least the first Monday of each month from 3:00 – 5:00pm. Regular meeting day and time can be changed with discussion and agreement of the OAC members. If the regular meeting day falls on a legal holiday, the Chair may fix another day for the meeting, with input from the committee members. Regular meetings of the Committee shall be held at 1650 Mission Street, 5<sup>th</sup> floor, Golden Gate conference room, unless otherwise specified and noticed. The Committee may also hold regular meetings within the community to provide constituents with the opportunity to discuss relevant issues.

### **Section 2: Special Meetings**

Special meetings of the Committee may be called by the Chair or by a majority of the committee members. Meetings must be noticed at least 72 hours in advance in accordance with the San Francisco Sunshine Ordinance. If a special meeting will be at a site other than 1650 Mission St, notice of the special meeting shall be given at least 72 hours prior to said special meeting.

### **Section 3: Notice of Meetings**

Agendas of all regular and special meetings shall be posted at least 72 hours prior to the meeting at the Department of Aging and Adult Services' reception desk, , the San Francisco Main Library, on the Department of Aging and Adult Services' website and by email. Agendas and notices shall be provided to each Committee member and to individuals who have requested such agendas and notices in writing.

#### **Section 4: Cancellation of Meetings**

The Chair may cancel a meeting if she/he is aware that a quorum of the Committee will not be present or if the meeting date conflicts with a holiday. As soon as is reasonably possible, a notice of cancellation shall be posted at the meeting site, at the San Francisco Main Library, on the Department of Aging and Adult Services website and by email. If time permits, notices of meeting cancellations shall be posted at the same posting sites.

If a regular meeting is cancelled, the Chair shall reschedule the regular meeting at a date and time that is after the originally scheduled date and time, that is reasonably close to the originally scheduled date and time and that is calculated to result in the greatest number of Committee members in attendance at the rescheduled meeting.

#### **Section 5: Conduct of Meetings**

All Committee meetings shall be held in compliance with all applicable laws, including but not limited to, the Ralph M. Brown Act, the California Public Records Act, The San Francisco Charter, the San Francisco Sunshine Ordinance and these Bylaws.

The Committee, at the discretion of the Chair may use Robert's Rules of Order as a guide to the conduct of meetings.

When a member of the Committee desires to address the Committee, he/she shall seek recognition by addressing the Chair. When recognized, the member shall proceed to speak. The member shall confine her/his remarks to the question before the Committee.

Cell phones shall be silent during all Committee procedures, and members of the Committee, staff or public needing to use a phone must do so outside of the Committee meeting location. The Chair may issue a warning to any meeting participant or attendee whose cell phone disrupts the meeting.

#### **Section 6: Setting Agendas**

The agenda for meetings shall be prepared by Department staff at the direction of the Chair, Vice Chair, and the Program Manager of Dignity Fund of DAAS. The Chair shall cause to be placed on the agenda any item requested by a member of the

Committee provided that it is received not less than five days prior to a regularly scheduled meeting.

### **Section 7: Quorum**

A quorum must be present at regular, special and subcommittee meetings in order for the Committee to take official action. A quorum shall consist of a majority of the seated membership. If a quorum is not met, the members may conduct an informational discussion in which no decisions are made.

### **Section 8: Voting and Abstention**

Committee members must be present in order to vote and participate. Teleconferencing and video conferencing participation is not permitted. Each member present at a Committee meeting shall vote “yes” or “no” when a question is put forth, unless the member is excused from voting on a matter by a motion adopted by a majority of the members present, or unless the member has a conflict of interest that legally precludes participation in the discussion or vote. Proxies will not be permitted.

The Committee shall take action on items on the agenda by roll call vote, voice vote or show of hands. The minutes shall reflect the number of yes and no votes, and whether there were any abstentions.

A member may, at any time, explain a vote, or file a written explanation of such a vote, for the minutes, after the result of the voting has been announced and recorded.

### **Section 9: Open Meetings**

All meetings shall be open to the public.

### **Section 11: Public Comment**

Each person wishing to speak on an item before the Committee shall be permitted to be heard once, for up to three minutes. When it appears that an item may elicit considerable public comment, the Chair may, at his/her sole discretion, ask those who desire to speak to sign up on a sheet provided by the Committee staff. Speakers may be called for comment in the order in which they signed the sheet. Members of the public who do not elect to sign or do not wish to give their names may offer public comments after those who did sign have had the opportunity to comment.

## **ARTICLE V-MAINTENANCE OF COMMITTEE RECORDS**

## **Section 1: Minutes**

Minutes shall be taken at every regular and special Committee meeting. A draft copy of the minutes of each meeting shall be provided to each member before the next regular meeting of the Committee. Approved Committee minutes shall be made available at the DAAS Dignity Fund Program Manager's office, the San Francisco Main Library, posted on the DAAS website and by email ten (10) days after the meeting approving the minutes.

## **ARTICLE VI – SUB-COMMITTEES**

### **Section 1: Establishment**

The Chair of the Committee may establish and abolish all sub-committees of the Committee. The Chair shall appoint those members of the Committee who will act as chairpersons and at large members of such sub-committees. Where such subcommittees are to include members who are not members of the Committee, the membership of the sub-committees shall be approved by the full Committee.

### **Section 2: Open Meetings**

All Committee meetings shall be open to the public and held in accordance with applicable state statutes and ordinances or the Board of Supervisors.

## **ARTICLE VII - AMENDMENT OF BYLAWS**

### **Section 1: Amendments of Bylaws**

The Bylaws of the Committee may be amended by a vote of a majority of the members of the Committee, after presentation of the proposed amendments as a scheduled agenda item at a meeting of the Committee. The Committee and public shall be given ten (10) days' notice before considering any amendments.

### **Section 2: Public Notice of Bylaws**

These Bylaws and any amendments may be available to the public at the Dignity Fund Program Manager's Office, San Francisco Public Library, and on the Department of Adult and Aging Services' website and by email.

### **Section 3: Suspension of the Bylaws**

Except those Bylaws that restate duties imposed by law, including the San Francisco Charter, any of these Bylaws may be suspended by the affirmative vote of a majority

of the members of the Committee. A motion to suspend the Bylaws is debatable by Committee members.