

**JOHNSON COUNTY, KANSAS
COMMISSION ON AGING (COA)
BY-LAWS AND OPERATING PROCEDURES**

ARTICLE I. ESTABLISHMENT

- A. On March 21, 1979 (revised March 27, 1979), the Johnson County Board of County Commissioners (BOCC) by Resolution 022-79 established the Johnson County Area Agency on Aging (JoCoAAA).
- B. Said resolution also established an advisory commission to be known as the Johnson County Commission on Aging, whose purpose is to advise the Board of County Commissioners on programs controlled or operated by the Board of County Commissioners for aging program purposes covering the State Designated Planning and Service Area Number Eleven.
- C. On November 23, 1981, the BOCC issued Resolution No. 106-11 which reads in part: “it is of public utility and necessity that the Board of County Commissioners, in order to effectively pursue county purposes, establishes certain governing and advisory boards to assist in the administration of county government.”
- D. On January 4, 2007, the BOCC issued Resolution No. 004-07 which reads in part: “that the Clerk of the Board shall be and hereby is authorized and directed to formally prepare, distribute, and implement [defined] procedures for making the appointments by the Board.”

ARTICLE II. PURPOSE AND MISSION

The purpose, function and duties of the Commission on Aging shall be:

- A. Advise the BOCC and the AAA on matters of concern to and affecting older adults, ages 60 and over.
- B. Identify the needs of the aging community within Johnson County and create citizen awareness of these needs.
- C. Identify such functions which further the mission of developing and coordinating community-based systems of service for all older adults in the planning and service area.
- D. Encourage improved standards of services to the aging, both public and private, and in so doing, encourage coordination among organizations providing services to the aging in the county and provide advice and assistance thereto; in cooperation with AAA and other agencies collect, maintain and interpret information and statistics on the aging for the use of citizens, the AAA and the BOCC.
- E. Review and comment on all community policies, programs and actions which affect older persons within the county.

- F. Conduct informational meetings, gather information from all known sources and seek input from public and private experts and stakeholders on matters affecting older adults.
- G. Advise and advocate such matters affecting older adults in the county at the national, state, regional and local levels.
- H. Advise and advocate governmental agencies regarding product or services affecting older adults.
- I. The Commission on Aging shall be subject only to the jurisdiction, order, control and approval of the Board of County Commissioners.
- J. The COA is a nonpartisan board and does not endorse political candidates but does take positions on matters related to seniors and their wellbeing.

ARTICLE III. MEMBERSHIP, TERMS OF OFFICE, VACANCIES

Section 1. Appointments and Number of Members

The COA shall be made up of not less than twelve and not more than fifteen members who shall be appointed by the Board of County Commissioners. Each member of the Board of County Commissioners shall be entitled to appoint two (2) members to the COA to represent that Commissioner's district. Further, the Chair of the Board of County Commissioners shall be entitled to appoint three (3) members to serve at-large.

Section 2. Membership Requirements.

- A. Members shall be recruited without discrimination regarding economic status, race, creed, national origin or gender but, where feasible, recruiting efforts should seek and identify older adults, minority individuals, those residing in rural areas, family caregivers, service providers, representative of the business community, providers of veterans' healthcare and the general public so as to reflect the overall citizenship of Johnson County.
- B. Members shall at all times represent the best interests of all older adults residing in Johnson County, the State of Kansas and the greater Kansas City Metropolitan Area and such services and programs which enhance their well being.
- C. Fifty percent (50%) of the membership shall consist of persons age 60 years and older.
- D. Each members of the Commission on Aging shall reside in Johnson County, Kansas.
- E. No voting member of the Commission on Aging may be an employee of Johnson County, Kansas or a sitting member of the Board of County Commissioners.
- F. Each members appointed by the Board of County Commissioners shall have equal voting rights.

- G. Interim appointments due to a vacancy on the COA shall be for the unexpired term of the vacated position.
- H. No member shall receive compensation for serving on the COA.

Section 3. Orientation and responsibilities are required of all COA members.

- A. Each new members appointed to the COA will be given an orientation, including, but not limited to:
 - 1. A review of the role of the COA;
 - 2. The COA handbook;
 - 3. COA Bylaws;
 - 4. Training and information concerning the purpose of the COA, its functions and responsibilities; and
 - 5. Introduction to AAA staff.
- B. Members responsibilities:
 - 1. To be well informed regarding all programs and activities of the AAA.
 - 2. To become generally familiar with countywide public and private services and activities available to older adults.
 - 3. To have a working relationship with the member of the Board of County Commissioners he or she represents on the COA.
 - 4. To attend regular monthly meetings of the COA and to notify, in advance, any anticipated absence from such attendance. Notice shall be given to the AAA Administrative Assistant and to the Chair of the COA
 - 5. To actively serve on at least one Standing Committee of the COA and be willing to serve on other Ad Hoc Committees as requested by the Chair.
 - 6. See the Section 5 Vacancies below.

Section 4. Term of Office

All appointments will be for a three-year term except for vacancies that may occur as noted in Section 5.

- A. Tenure: If a member is appointed for a partial term to fill a vacancy, he or she may serve three full three-year terms in addition to the partial term if appointed by the Board of County Commissioners. The total length of service for one COA Board member shall be nine (9) years plus the partial term.
- B. Those current members, who have served longer than nine (9) years (three, three-year terms) plus any prior partial term, may finish their current appointment even if it is over the nine (9) year maximum.
- C. Vacancies on the COA may be filled by the Board of County Commissioners at any time during the calendar year.

- D. The term of regular appointments to the COA not made to fill a partial vacancy shall begin on September 1 and shall expire on August 31. Members, whether serving a partial term or a full appointment, who wish to be reappointed shall submit their request by June 30 addressed to the Commissioner who appointed him or her. Members shall send their request to the appropriate Commissioner to the Administrative Assistant of the AAA with a copy to the COA Chair. The AAA Administrative Assistant shall transmit the request to the Clerk of the County Commission for further action. The AAA Administrative Assistant shall inform the member of the BOCC's decision.

Section 5. Vacancies

- A. Should a vacancy occur on the COA, an appointment shall be made by the Board of County Commissioners to complete the remainder of that term.
- B. Suggestions may be presented by the members of the COA to the BOCC for appointment of new members; however, the BOCC is not bound to those suggestions.
- C. Resignations shall be submitted in writing to the BOCC. A copy of the letter of resignation shall be provided to the Chair of the COA and to the Administrative Assistant of the AAA.
- D. A vacancy on the COA shall exist whenever a member dies, resigns, is removed, or whenever an appointee fails to be confirmed by the BOCC. A member may be removed for cause, including but not limited to the following: conviction of a felony, misconduct (including harassment and/or intimidation of another COA member or AAA staff), inattention to or inability to perform his/her regular duties (regular attendance at COA meetings, serving on or participating on standing or Ad Hoc committees when asked or assigned), unexcused absence from three (3) consecutive regular COA meetings. Excused absences include the following: personal/family illness, personal emergency, vacation, COA business, unavoidable professional scheduling conflict or such other excuse as may be reasonable. Members shall contact the Chair or AAA staff if they are unable to attend a scheduled meeting.
- E. A member of the COA may submit a written request to the Chair or in the absence of the Chair to the Vice-Chair to be placed on inactive status for up to six months when the member is aware of time commitments that will impede attendance at monthly meetings. Extensions may be considered on an individual basis but at no time shall there be more than two members on inactive status.

ARTICLE V. MEETINGS

Section 1. Regular and Special Meetings

- A. Regular meetings of the COA shall normally be held ten times per calendar year. There shall be no meetings of the COA for the months of June and December unless deemed necessary.
- B. Regular meetings shall be held on the second Wednesday of each month when meetings are scheduled unless otherwise specified.

- C. Meetings shall be held at the Sunset Building unless otherwise designated.
- D. All regular meetings of the COA may be held by video conferencing as directed by the COA Chair, the Vice-Chair in the absence of the Chair or the Director of the AAA.
- E. Special meetings may be called by the Director of the AAA, the Board of the County Commissioners, the Chair of the COA or in the absence of the Chair by the Vice-Chair or by one-third of the COA membership. Special meetings shall be held at the dates, times, places and for the reason for the special meeting as may be specified in the call for the meeting. Notice of special meetings shall be provided to the Executive Committee no less than twenty-four (24) hours in advance of the meeting by electronic means or by telephone. The Executive Committee shall make the determination to inform the members of the COA of the special meeting prior to the next regular meeting of the COA and shall provide notice as stated below in Section 2.
- F. All regular meetings of the COA are open to the public.
- G. Public comments will be limited to three (3) minutes per person unless special permission has been obtained in advance from the Chair and then shall be limited to five (5) minutes.

Section 2. Notice

- A. Notice of regular meetings, minutes and other documentation shall be transmitted to all COA members at least three (3) days in advance by electronic means. Notice shall include the date, time and place of the meeting.
- B. A member may specifically request that such notice and documents be sent to them by other means including postal mail delivery. All reasonable attempts will be made to ensure that such notice and documentation is sent so as to reach the member who requests mail delivery three days prior to the meeting but any late mail delivery shall not constitute failure to provide notice. Notice of meetings shall be given to the public on such systems and by such means as used by the County for public notification.

Section 3. Quorum. A quorum shall consist of a simple majority of COA members appointed by the BOCC. A member on inactive status shall not be considered as part of the quorum.

Section 4. Conduct of Business. All meetings shall be conducted in accordance with the principles of procedures prescribed in *Roberts Rules of Order* to the extent they apply and are not inconsistent with COA meeting procedures or as modified by the By-Laws adopted by the COA. All meetings and votes require a quorum. All motions or agenda items voted upon shall pass by simple majority of votes cast by COA members present at the meeting.

Section 5. Regular Non-Voting Participants. The Director of the AAA, a member of the BOCC, a Legislative liaison or their designated representative shall attend regularly scheduled COA meetings and will be allotted time to provide updates and requests for assistance. Liaisons may attend the full meeting of the COA.

Section 6. Minutes and Records. The Administrative Assistant of the AAA shall record the minutes, including minority reports, of regular and special COA meetings. The minutes will be transcribed as expeditiously as possible and provided to the COA membership, the BOCC and the AAA. Minutes of all regular and special meetings, including minority reports, of the COA will be kept on file at the Office of the AAA, as required by law.

ARTICLE VI. OFFICERS, RESPONSIBILITIES AND TERM OF OFFICE

Section 1. Election of Officers

- A. At the May meeting of each calendar year, the Chair shall appoint three (3) persons from the membership of the COA as the Nominating Committee designating one person as the Chairperson.
- B. The Nominating Committee shall be responsible for selecting members willing and able to fill the position of Chair and Vice-Chair of the COA.
- C. Any person selected as Chair or Vice-Chair shall give his or her consent to be nominated.
- D. At the July meeting of the COA, the Chairperson of the Nominating Committee shall make a report as to their selection for Chair and Vice-Chair to the membership of the COA.
- E. Nominations may be made from the floor provided that prior consent of the nominee has been obtained.
- F. At the July meeting, members shall conduct nominee deliberations, followed by election.
- G. If the position of Chair and/or Vice-Chair is contested, an election shall be held by secret ballot.
- H. Each member shall write the name of the person that member selects for the office of Chair and/or Vice-Chair on a blank sheet of paper and shall pass the paper, so folded as to keep the names secret to the AAA Administrative Assistant or other person designated by the Director of the AAA. The AAA Administrative Assistant or designee and one other non-voting attendee to the meeting shall tally the votes and announce after the vote the newly elected Chair and Vice-Chair.
- I. In the event of an unusual occurrence such as a pandemic, local, state or national emergency, the Chair is authorized to determine other means of election procedures including by electronic voting so long as such alternative means ensures the secrecy of the ballot by limiting the number of persons with the authority to know the identities of the voters to only those people collecting the ballots.
- J. The Chair and Vice-Chair shall assume their duties at the August meeting of the COA.

Section 2. Term of Office

- A. The term of office of the Chair and Vice-Chair shall be for one year.
- B. Officers may serve two successive terms.

Section 3. Responsibilities and Duties of the Chair

- A. To preside at all meetings of the COA and Executive Committee.
- B. To set and prepare the agenda.

- C. To appoint a parliamentarian to give advice and coach on the use of the *Roberts Rules of Order* as they apply to the COA.
- D. To call special meetings as required.
- E. To appoint committees or study groups for special topics or issues of interest to the COA.
- F. To work in coordination with the Director of the AAA as required or as requested.
- G. To respond to the BOCC and its liaison as required or requested.
- H. To appoint members to serve on the Executive, Standing and Ad Hoc committees as shall be deemed necessary.
- I. To monitor members' attendance at meetings, attempt to contact members who have failed to attend meetings as required and to take the necessary steps so as to fill any vacancies as provided in Article IV, Section 5 of these By-Laws.
- J. To perform other duties as determined by the COA and as set forth elsewhere in the Bylaws.
- K. The Vice-Chair shall assist the Chair in conducting the business of the COA and will act as Chair in the absence of the Chair.
- L. In the absence of the Chair and Vice-Chair at any regular meeting, providing a quorum is established, the members present may elect another member from the Executive Committee to act as Chair for that specific meeting.

ARTICLE VII. COMMITTEES

Section 1. Executive Committee

- A. The Executive Committee shall be annually formed by the Chair after assuming duties at the COA meeting in August and prior to the first Executive Committee meeting.
- B. The Executive Committee shall include the current Chair, the Vice-Chair, the past Chair of the COA, the Director of the AAA and two other persons as selected by the Chair of the COA.
- C. The Executive Committee is authorized to take action between regular meetings of the COA that it may deem to be appropriate and necessary. Such actions will be considered as being made on behalf of the COA as a whole. However: (a) no such action may be taken until the Executive Committee has made a reasonable effort to determine that it represents the consensus of those COA members that can be polled; and (b) such action shall be reported at the next regularly scheduled meeting of the COA.
- D. The Executive Committee shall meet the fourth Wednesday of each month, except June and December, at such time and place as determined by the Chair.

Section 2. Other Committees

- A. The Legislative Committee
- B. The Executive, the Legislative Committees, the Nominating Committee and Ad Hoc Committees shall follow the general objectives of the Commission on Aging as provided for elsewhere in these By-Laws.
- C. Chairpersons of COA Committees shall be voting members of the COA.

- D. Persons who have specific expertise or knowledge but are not members of the COA may serve on any committee as requested by the Chair.
- E. Ad Hoc or Special committees may be constituted at any time by the Chair or by majority vote of the COA.

ARTICLE VIII. CONFLICT OF INTEREST AND CODE OF ETHICS

- A. Members should avoid even the appearance of a conflict of interest as defined in the *Kansas State Policy Manual* and *Federal Regulations* and should recuse him or herself from participating in deliberations, discussions, recommendations or advice which might be perceived as rendering direct personal or professional gain for him or herself or for family members.
- B. Members shall abide by the same Code of Ethics that apply to all elected officials, employees and volunteers of Johnson County, Kansas. Members must recognize and acknowledge that persons who hold public offices even as volunteers have been given a public trust and that the stewardship of such office demands the highest level of ethical and moral conduct. Any person serving on the COA shall adhere to such Code of Ethics.

ARTICLE IX. AMENDMENTS

Section 1. By-Laws should be reviewed in the even years by an Ad Hoc Committee. The Committee will determine if changes are in order.

Section 2. The COA membership will receive copies of the proposed amendments for their review before the next regular business meeting.

Section 3. Amendments to the By-Laws shall be by a majority vote of the membership at the next regular business meeting. Written amendments shall be submitted to the BOCC and be effective at the close of the meeting at which they are adopted.

ADOPTED this 12th day of May 2021 by the Johnson County Commission on Aging.



Pamela Shernuk
COA Chair



Paula B. Hurt
COA Vice-Chair

REVISION:

April 16, 1981
October 13, 1982
November 14, 1984
December 14, 1988
August 20, 1992
January 10, 1996
April 10, 1996
November 13, 1996
January 28, 1999
December 13, 2000
December 30, 2002
December 30, 2007
March 12, 2008
June 13, 2012
June 8, 2016
May 12, 2021

REVIEW

November 2004
September 2005
April 6, 2010
May 14, 2014
July 11, 2018
May 20, 2020