



GREATER HAMPTON ROADS
HIV HEALTH SERVICES
**PLANNING
COUNCIL**

Ryan White Part A
Planning Council Bylaws

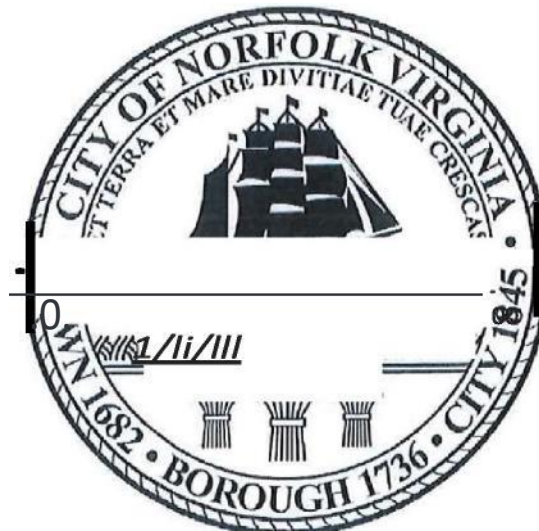


Table of Contents

PREAMBLE	4
Article I. NAME AND SERVICE AREA	4
Section 1.01 Name	4
Section 1.02 Service Area.....	4
Article II. MISSION	4
Article III. MEMBERSHIP	4
Section 3.01 Non-Discrimination Statement	4
Section 3.02 Composition	5
Section 3.03 Nominations	6
Section 3.04 Terms of Membership	6
Section 3.05 Attendance	6
Section 3.06 Voluntary Resignation	6
Section 3.07 Removal of Member for Cause	7
Section 3.08 Vacancies.....	7
Section 3.09 Code of Conduct.....	7
Article IV. Duties of Members	8
Article V. Council Responsibilities	8
Article VI. Officers of the Planning Council	9
Section 6.01 Eligibility.....	9
Section 6.02 Officers and Their Duties	10
Section 6.03 Removal of Officers.....	10
Article VII. Meetings	10
Section 7.01 Compliance with the Virginia Freedom of Information Act	10
Section 7.02 Conduct of Meetings	10
Section 7.03 Frequency.....	11
Section 7.04 Notices	11
Section 7.05 Quorum.....	11
Section 7.06 Voting.....	11
Article VIII. Committees	11
Section 8.01 Standing Committees	12
Section 8.02 Ad-Hoc Committees	13

Article IX. Conflict of Interest 14
Article X. Grievance Procedure 14
Article XI. Planning Council Support..... 14
Article XII. General Provisions..... 15
 Section 12.01 Memorandum of Understanding.....15
 Section12.02 Contractual Obligations.....15
 Section 12.03 Severability.....16
Article XIII. Amendments and Ratification..... 16
 Section 13.01 Amendments16
 Section 13.02 Ratifications.....16

Greater Hampton Roads HIV Health Services Planning Council Bylaws

PREAMBLE

The Ryan White Comprehensive AIDS Resources Emergency Act as amended by the Ryan White Treatment Extension Act of 2009 (collectively the "CARE Act") is federal legislation that seeks to improve the lives of persons living with HIV/AIDS (PLWHA) and respond to their unmet needs, by funding primary health care and support services for those who cannot pay for the care they need, The CARE Act helps cities and other areas with the high costs of HIV/AIDS care. As the Chief Elected Official (CEO) of the Transitional Grant Area (TGA), the Mayor of the City of Norfolk is the recipient of the CARE Act Part A grant funds. The CEO, as part of his duties and responsibilities, forms and appoints a Planning Council. The CEO established the Planning Council in 1996 pursuant to 42 U.S.C.A. Section 300ff-12(b)(1). The Council is not incorporated under the laws of the Commonwealth of Virginia or any other jurisdiction.

Article I. NAME AND SERVICE AREA

Section 1.01 Name

The name of the Planning Council shall be the Greater Hampton Roads HIV Health Services Planning Council, as used in the Bylaws, the terms "Planning Council" or "Council" shall refer to this organization.

Section 1.02 Service Area

Pursuant to the requirements of the Health Resources and Services Administration (HRSA), the TGA to be served by the Council shall encompass the following locations: the cities of Chesapeake, Hampton, Newport News, Norfolk, Poquoson, Portsmouth, Suffolk, Virginia Beach, Williamsburg, and the counties of Isle of Wight, James City, Gloucester, Mathews, and York in Virginia; and the county of Currituck in North Carolina.

Article II. MISSION

The mission of the Council is to ensure the effective and efficient delivery of medical and support services to persons affected and infected by HIV/AIDS in the Norfolk Transitional Grant Area (TGA).

Article III. MEMBERSHIP

Section 3.01 Non-Discrimination Statement

- a) The officers and the members of the Planning Council shall be selected entirely on a nondiscriminatory basis with respect to age, gender, race, ethnicity, religion, disability,

sexual orientation, gender identity, or national origin, except as may be necessary to comply with applicable statutory and regulatory requirements.

- b) Affirmative efforts shall be made to ensure representation of populations infected or affected by HIV.

Section 3.02 Composition

- a) The membership will be made up of a maximum of twenty-eight individuals and will be reflective of the demographics of the HIV epidemic in the Norfolk TGA. Membership will be by the choice of the Council pursuant to the recommendation of the Membership and Nominations Committee to the Executive Committee and recommendation of the Council to the CEO for appointment. The membership will reflect the following categories:
 - i) Health Care Providers, including Federally Qualified Healthcare Centers (FQHCs); (ii) Community-Based Organizations serving affected populations and AIDS Service
 - ii) Organizations;
 - iii) Social Service Providers, including providers of housing and homeless services;
 - (iv) Mental Health providers;
 - iv) Substance Abuse Providers;
 - v) Local Public Health Agencies;
 - vi) Hospital Planning Agencies or Health Care Planning Agencies;
 - vii) Affected Communities, including individuals with HIV disease and historically underserved groups and subpopulations;
 - viii) Non-Elected Community Leaders;
 - ix) State Medicaid Agency;
 - x) State Part B Agency;
 - xi) Grantees under Sub-Part II or Part C;
 - xii) Grantees under Section 2671 [Part D], or, if none are operating in the area, representatives of organizations with a history of serving children, youth, women and families living with HIV and operating in the area;
 - xiii) Grantees of other Federal HIV Programs, including, but not limited to providers of HIV Prevention Programs; and
 - xiv) Individuals who formerly were Federal, State, or Local prisoners, were released from the custody of the penal system during the preceding three (3) years, and have HIV disease as of the date on which the individuals were so released.
- b) Not less than 33% of the voting membership of the Council must be consumers of HIV related services from Part A-funded providers who do not represent and are not members of the Board of Directors, employees, or consultants of providers receiving Part A funds. These consumers must reflect the demographics of the population of individuals with HIV/AIDS in the Norfolk TGA.
- c) A member whose affiliation changes and any unaffiliated consumers who become affiliated with a funded Part A provider must inform the Planning Council Chair and the Planning Council Support Staff of this change within two (2) weeks of the change in affiliation.

Section 3.03 Nominations

- a) The Executive Committee will maintain an ongoing and open recruitment process to solicit applicants for Planning Council membership, The Membership and Nominations Committee shall identify nominees by advertising, posting on the website and through individual contacts throughout the TGA. As applicants are solicited, a roster of eligible applicants will be maintained.
- b) The Committee will solicit consumers of publicly supported Ryan White Part A services.
- c) The Committee will maintain a membership that is reflective of the demographics of the Norfolk TGA throughout the nominations process.
- d) In the event of a vacancy, the Committee shall submit to the Co-Chairs of the Council within thirty (30) days, names of candidates for appointment.

Section 3.04 Terms of Membership

- (a) all terms of the members of the Planning Council shall be for two years, which shall commence upon approval of their application by the Mayor and end two years from the approval date.
- (b) Members are eligible to serve up to three consecutive terms for a total not to exceed six years.
- (c) Individuals are eligible for additional appointments after rotating off the Council for one calendar year,
- (d) Any individual who is appointed to fill a vacancy during a member's term will complete the term of that vacancy and will be eligible to serve two additional consecutive terms,
- (e) There is no term limit for the representatives of the Virginia Department of Health Ryan White Part B Program, the Housing Opportunities for People Living with HIV/AIDS (HOPWA), or the Virginia Department of Medical Assistance Services (Medicaid).
- (f) No more than two (2) members of a funded Ryan White Part A sub-grantee may serve on the Planning Council at any given time.

Section 3.05 Attendance

- (g) Members' attendance of Planning Council meetings and committee meetings is a requirement which is governed by the Attendance Policy, approved by the Planning Council and administered by the Co-Chairs in coordination with the Planning Council Staff. Failure by any member to abide by the Attendance Policy will result in termination from the Planning Council without notice.
- (h) Telecommuting, teleconferencing or conference calling to regularly scheduled Planning Council or Committee meetings is not allowed. Exception is made by Planning Council Co-Chairs.

Section 3.06 Voluntary Resignation

A Council member may resign by giving written notice to the Co-Chairs. Such notice must be signed and dated, and shall take effect immediately upon receipt. The Membership and Nominations Committee and the CEO or his designee shall be immediately notified of a member's resignation. Members who voluntarily resign from the council will be eligible for

membership immediately, and will only be eligible to serve the remainder of the term from which they resigned.

Section 3.07 Removal of Member for Cause

- a) The loss of a member's affiliation with an organization that qualified the member for appointment to the Planning Council will result in an automatic removal of that member from the Planning Council,
- b) A member who fails to perform his/her duties on the Council, or exhibits disruptive conduct that has a negative impact on the integrity of the Council and the community's confidence in the Council shall be recommended for removal to the CEO upon a vote of Council.
- c) Conflict of Interest violations, felony convictions during the member's term on the Planning Council, malfeasance, or conduct which violates these Bylaws shall be cause for recommendation to the CEO for removal from Council upon a vote of Council.
- d) The Executive Committee will review each case and shall make a recommendation to the Planning Council. A majority vote of the Planning Council shall be required for the removal of a member from Council.
- e) The CEO may terminate the membership of a Planning Council member with or without the recommendation or approval of the Planning Council.

Section 3.08 Vacancies

- f) The Executive Committee shall conduct an ongoing analysis of the composition of the Planning Council with regards to representation of various HRSA mandated categories. The Executive committee shall report the membership status of the Council at each Planning Council meeting.
- g) Names of qualified individuals shall be forwarded by the Executive Committee to the Planning Council for vote to fill vacancies.
- h) A vacancy shall occur when a Council member resigns, is unable to complete the full term, or is removed from the Council for cause. When a vacancy occurs, the Executive committee shall recommend qualified individuals to the Planning Council for vote at the next regularly scheduled Council meeting.

Section 3.09 Code of Conduct

- i) Each member of the Council will sign the Code of Conduct which will be kept on file; the member will be provided with a copy. Non-Planning Council members who serve on Standing Committees will also sign the Code of Conduct.
- j) Behavior which violates the Code of Conduct is cause for termination of membership.
- k) If a Planning Council or non-planning council member has concerns regarding the conduct and/or behavior of another Planning Council member, the member shall bring the concerns/issues to the Council Co-Chairs for resolution. If the issues/concerns are still not resolved, the Council Co-Chairs will bring the issue/concern to the Executive Committee for corrective action which may include recommendation for termination.

Article IV. Duties of Members

Members are expected to:

- l) Attend and actively participate in all Council regularly scheduled, special, emergency, committee meetings, trainings, and retreats;
- m) Participate in New Member Orientation Training within three (3) months of approved membership on the Planning Council;
- n) Be an appointed member on, at least, one (1) Standing Committee;
- o) Participate in the annual Priority Setting and Resource Allocations training. This training is mandatory to participate in the Priority Setting and Resource Allocations session;
- p) Participate in the annual Priority Setting and Resource Allocations session;
- q) Review materials of Council and/or committee discussion/action prior to the scheduled meetings;
- r) Persons serving as Planning Council members shall not receive any salary and/or other
- s) compensation for their services.
- t) The Health Resources and Services Administration (HRSA), Ryan White Planning Council, and the Grantee may reimburse Council members allowable expenses as approved and stipulated in Council Policies Article V. Officers of the Planning Council

Article V. Council Responsibilities

- a) Determine the size and demographics of the population of individuals with HIV/AIDS;
- b) Determine the needs of the affected population with particular attention to:
 - xv) Individuals with HIV/AIDS who know their HIV status and are not receiving HIV-related services; and
 - xvi) Disparities in access and services among affected subpopulations and historically underserved communities,
- c) Establish priorities for the allocation of funds within the TGA including how best to meet these priorities and additional factors that the Grantee should consider in allocating funds under a grant, based on the:
 - xvii) Size and demographics of the population of individuals with HIV/ADS and the needs of such populations;
 - xviii) Cost effectiveness and outcome of proposed strategies and interventions, to the extent that data is reasonably available;
 - xix) Priorities of the communities with HIV/AIDS for whom the services are intended;
 - xx) Coordination in the provision of services to such individuals with programs for HIV prevention and for the prevention and treatment of substance abuse, including programs that provide comprehensive treatment for such abuse;
 - xxi) Availability of other governmental and non-governmental resources, including the State Medicaid plan under Title XIX of the Social Security Act and the State Children's Health Insurance Program under Title XXI of such Act to cover health care costs of eligible individuals and families with HIV/AIDS; and
 - xxii) Capacity development needs resulting from disparities in the availability of HIV-related services in historically underserved communities.

- d) Develop a Comprehensive Plan for the organization and delivery of health and support services as described in Section 2604 which:
 - i) Includes a strategy for identifying individuals who know their HIV status and are not receiving such services and for informing the individuals of and enabling the individuals to utilize the services, giving particular attention to eliminating disparities in access and services among affected subpopulations and historically underserved communities; including discrete goals, a timetable, and an appropriate allocation of funds;
 - ii) Includes a strategy to coordinate the provision of such services with programs for HIV prevention (including outreach and early intervention), and for the prevention and treatment of substance abuse (including programs that provide comprehensive treatment services for such abuse); and
 - iii) Is compatible with any Federal, State, and Local plan for the provision of services to individuals with HIV/AIDS disease.
- e) Assess the efficiency of the Administrative Mechanism in rapidly allocating funds to the areas of greatest need within the Transitional Grant area; and at the discretion of the Planning Council, assess the effectiveness, either directly or through contractual arrangements, of the services offered in meeting the identified needs;
- f) Establish methods for obtaining input on community needs and priorities, which may include public meetings, conducting focus groups, and convening Ad Hoc panels;
- g) Coordinate with Federal, State, and Local Grantees that provide HIV- related services within the Transitional Grant Area.
- h) Provide for facilitation and collaboration among all funded AIDS programs within the TGA, including, but not limited to the CARE Act Part A, B, C, D, and F, Housing Opportunities for People with AIDS (HOPWA) funds and Centers for Disease Control and Prevention (CDC) funds; and
- i) Participate in the development of the Statewide Coordinated Statement of Need (SCSN) initiated by the State Public Health agency responsible for administering grants under Part B (Title II).

Article VI. Officers of the Planning Council

Section 6.01 Eligibility

- a) The eligibility requirements for Planning Council Co-Chairs are as follows:
 - iv) Currently serve as a Planning Council Member;
 - v) Have served on the Planning Council for at least 12 consecutive months;
 - vi) Have attended at least 75% of Planning Council and Committee meetings in the last 12 months;
 - vii) Currently reside in the Norfolk TGA or represent a HRSA mandated membership category;
 - viii) Have served as an appointed Standing Committee Co-Chair for at least six (6) consecutive months;

- b) At least one Planning Council Co-Chair must be a consumer of Ryan White Part A services. The term of office for Planning Council Co-Chairs shall be two years, staggered so that their terms end in different years. Planning Council Co-Chairs are elected by a majority vote of the membership of the Planning Council and serve at the pleasure of the Mayor of the City of Norfolk. In the event that Co-Chair terms cannot be staggered, the Council will request that the Co-Chair with the latest termination date have his or her term extended by one year. If terms end on the same date, the Planning Council shall vote to decide which Co-Chair's term should be extended.
- e) Absentee ballots will be accepted if submitted to the Co-Chairs prior to the start of the vote during the meeting. No absentee ballots will be accepted after the meeting is called to order.

Section 6.02 Officers and Their Duties

- f) The Co-Chairs shall preside at all Planning Council meetings and certify the accuracy of all Council meeting minutes:
- g) Co-Chairs shall appoint Planning Council Members to Standing and Ad-Hoc Committees
- h) Co-Chairs shall appoint Co-Chairs of all Standing Committees and Ad-Hoc Committees at the advice and recommendation of the committee;
- i) The Co-Chairs are ex-officio, non-voting member of every committee and shall attend standing committee meetings;
- j) The Co-Chairs are responsible for correspondence to members regarding attendance and participation.
- k) While presiding, the Co-Chairs only vote to break a tie, except in Planning Council elections, or if the vote is required to achieve a quorum

Section 6.03 Removal of Officers

Officers may be removed for cause by a majority vote of a quorum at any regularly scheduled meeting of the Planning Council with prior notice of such consideration given at the preceding Council meeting.

Article VII. Meetings

Section 7.01 Compliance with the Virginia Freedom of Information Act

The Planning Council and its committees shall conduct their meetings as prescribed in the Virginia Code (Code), 1950, as amended, in Chapter 37, Virginia Freedom of Information Act. All meetings of the Planning Council shall be open to the public, no closed session shall be conducted except as permitted by the Code. Record keeping and access shall also comply with the Code requirements.

Section 7.02 Conduct of Meetings

The Planning Council shall conduct its meetings in an orderly manner, governed by these Bylaws and Roberts Rules of Order, as revised. The Co-Chairs shall manage public comments and participation.

Section 7.03 Frequency

The Planning Council shall hold no less than four scheduled meetings annually. Other meetings may be added as necessary. Special meetings shall be held at the discretion of a Council Co-Chair.

Section 7.04 Notices

- l) Membership Notification - All Planning Council members will be notified at least three days in advance of a regularly scheduled Planning Council meeting or Committee meeting. A copy of the agenda, minutes of the previous meeting, and all other documentation needed to be considered at a meeting will be sent simultaneously with the announcement of Council and Committee meetings. Should a special meeting be called/ members will be notified at least two business days in advance.
- m) Public Notification - The public shall be afforded adequate notice through publication in accordance with the Virginia Freedom of Information Act. The Council will make every effort to ensure that the notice is available by the most convenient means and shall include the date, time, place and agenda of the scheduled meeting. All Council and Committee schedules, agendas, and minutes will be published on the Council website.

Section 7.05 Quorum

Quorum is achieved with the attendance of at least 50% plus 1 Planning Council member.

Section 7.06 Voting

All official actions adopted by the Council require a majority vote. All actions other than the election of officers, which requires ballots, will be either by show of hands, voice, or standing vote. Electronic mail balloting between regularly scheduled Council meetings is permissible if the issue must be decided immediately and cannot wait until the next scheduled meeting, and the Council is not able to convene a special meeting. The need and appropriateness of electronic balloting is determined by the Council Co-Chairs.

Article VIII. Committees

The Planning Council may create standing committees and the Co-Chairs may create ad-hoc committees of the Planning Council to meet the operational needs of the Council. Committees shall have duties assigned to them or as established in these Bylaws. Every Council member will be appointed to serve on at least one standing Committee.

- a) Committee Co-Chairs
 - ix) Each Standing Committee, or Ad-Hoc Committee, shall be headed by Co-Chairs elected by simple majority vote of current committee members.
 - x) A Committee Co-Chair must be a Planning Council member.
 - xi) Committee Co-Chairs shall serve for a two-year term. In the absence of a committee co-chair, the Planning Council Co-Chairs may assume the role and duties of the committee co-chair until a new co-chair is elected.

b) Committee Membership

- i) The Council Co-Chairs will appoint Council members to serve on at least one standing committee.
- ii) Membership of all committees, except the Executive Committee, is open to individuals who are not Planning Council members, but whose qualifications, skills, life experiences, and commitment provide added resources, data, and needed information to the work of the Committees and the Planning Council.
- iii) All non-Council members shall be appointed to standing and ad-hoc committee by Council Co-Chairs.
- iv) Non-Council Committee members have a full vote on all Committee business, but may not serve in a leadership capacity, nor vote on Planning Council business.

c) Committee Meetings

Committees shall schedule meetings as necessary to fulfill their assigned roles. All meetings, except for the Executive Committee, shall be open to the public and notice should be given as specified in Section 7.04.

Section 8.01 Standing Committees

a) Executive Committee - The Executive Committee is composed of the Council Co-Chairs, Co-Chairs of all Standing Committees, and of the Ryan White Part A Recipients office. The Executive Committee is responsible for ensuring the orderly and integrated progression of the work of the Planning Council. It oversees the operations of the Council and reviews and schedules recommendations by the Committees as action items on the Planning Council agenda, requiring Planning Council vote. The Executive Committee develops policies and procedures as needed for the efficient operation of the Council, in accordance with the federal directives. The Committee will review the Assessment of the Administrative Mechanism/Agent tool and annually update the Memorandum of Understanding between the Planning Council and Grantee's office. The Executive Committee is responsible for the development and implementation of a process to solicit and accept applications for Council membership. The Committee shall make recommendations to the Council regarding individuals eligible for membership. The Executive Committee is responsible for the development and implementation of a process to solicit and accept applications for Council membership. The Committee shall make recommendations to the Council regarding individuals eligible for membership. The scope of the Executive Committee's work includes:

- v) Coordinating the Council's work with the grant administration;
- vi) Reviewing the efficiency of the Administrative Mechanism tool;
- vii) Assessing the need for training and skill development for the Council membership; and
- viii) Performing other duties as may be assigned by the Council Co-Chairs or by vote of the Council;
- ix) Review Assessment of the Administrative Mechanism Results,
- x) Assuring the recruitment of a diversified pool of applicants to cover all the mandated membership categories and groups;
- xi) Notifying the Council of vacancies;

- viii) Maintaining an updated roster of eligible applicants for Council membership;
 - xii) Providing orientation training to new members and continuing education to all members regarding the purpose of the Planning Council and their roles in the process.
- c) Strategic Planning and Assessment Committee- The Strategic Planning and Assessment Committee is responsible for recommending the process to be used by the Planning Council in priority setting and resource allocation, and managing that process. Members shall have in-depth knowledge of the directives and their relevance to the role of the Council and shall recommend any changes to the policies and procedures that may be necessary. The Committee will provide an annual review of the Bylaws and monitor and facilitate the grievance process. Additionally, the committee shall ensure that conflict of interest is managed appropriately, arrange for the Planning Council to receive training annually on how the process works, encourages the participation of all Planning Council members in the process and prepares directives to the Grantee on how best to meet the stated priorities. The Committee monitors reports detailing expenditures for services and service utilization provided by the Grantee and recommends reallocation of funds during the program year as required to achieve the mission of the Planning Council. It also is responsible for working with the Grantee to develop and monitor the Planning Council Support Budget. The Strategic Planning and Assessment committee provides the leadership in developing the TGA's Continuum of Care model and is responsible for conducting an extensive needs assessment of the TGA in accordance with the CARE Act. The Committee facilitates and makes recommendations for directives of the service categories recommended to the Planning Council. It provides the leadership in developing the Standards of Care for Health Services and participates in the Statewide Coordinated Statement of Need (SCSN). Additionally, the Committee develops a needs assessment strategy that will provide data to assist with the Continuum of Care, assist with priority setting/fund allocations, and which provides content for the Comprehensive Plan and the annual application. The Committee works to ensure effective intra/inter committee Quality Evaluation Standards.
- n) Community Access Committee - The Community Access Committee is responsible to assist the Council in providing a culturally sensitive service environment, placing appropriate emphasis on underserved and hard to reach populations. The committee identifies and creates liaisons with the underserved and hard to reach communities.

Section 8.02 Ad-Hoc Committees

The Council Co-Chairs may create Ad-Hoc Committees at their discretion to address specific needs of the Council. Ad-Hoc committees will meet at the discretion of the Council Co-Chairs. Membership on Ad-Hoc committees will be determined by the Council Co-Chairs, on a voluntary basis, and will serve until the committee is dismissed. An Ad-Hoc Committee must be dismissed upon the completion of its assigned task.

Article IX. Conflict of Interest

This policy shall not be construed as preventing any member of the Planning Council from full participation in discussion and debate about community needs, service priorities, and allocation of funds to broad categories, and from participating in the evaluation of service effectiveness. Rather, individual members are expected to draw upon their professional experiences and knowledge in such discussions, as intended by the CARE Act

All members of the Planning Council are expected to keep their focus on directing grant funds to meet the needs of individuals affected by the HIV virus, in the most expeditious manner possible.

As mandated by the Ryan White Treatment Extension Act of 2009, a Planning Council member who serves as a director, trustee or salaried employee, or who derives a financial or economic benefit from association with an agency that currently receives or is a current applicant for funds by the Council, is deemed to have an interest in said agency. Conflict of interest does not apply to PLWH/A whose relationship to a grant funded service provider is only as a client receiving services, Therefore:

- o) In order to prevent the appearance of a conflict of interest, each Planning Council member and each non-member serving on a committee shall complete a Disclosure Affidavit annually, which shall be kept on file in the office of the Planning Council. The affidavit will be updated whenever the affiant changes his/her affiliation.
- p) A member with a conflict of interest with an agenda item must so declare prior to the discussion of the item when it is brought before the Council/Committee for action. The declaration must be recorded in the minutes of the meeting. Any unresolved complaints will be referred to the Executive Committee for further discussion and resolution;
- q) A member with a conflict of interest, or whose spouse or domestic partner has an interest as described above shall not vote on matters that come before the Council or a Committee regarding the allocation of funds to service categories in which the agency with which the conflicted member, or spouse, or domestic partner is associated or has obtained funds.

Article X. Grievance Procedure

Open, honest communications result in fewer disputes. Respect for the opinion of others and civility, as well as the promotion of a public dialogue create good will and prevent ill will. Planning Council members shall encourage discussions and public input so as to foster an inclusive decision-making culture. However, the Planning Council provides a grievance process for disputes that remain unresolved.

The Grievance Procedure, attached hereto as Appendix II, is hereby incorporated by reference.

Article XI. Planning Council Support

Planning Council Support may be provided by a Request for Proposal (RFP) process, led by the

Recipients Office, and approved by the Council; upon the availability of funds from the Ryan White Part A Grant Award. The Part A Recipient may provide for the services of professional and clerical personnel to support the work of the full Council and all its Committees in meeting their legislatively mandated responsibilities. Council Support staff serve as experts on the Legislation and Council Bylaws and policies. This expertise serves to ensure that the Council understands and follows its policies and meets its legislated responsibilities. Duties and responsibilities of support personnel may include, but are not limited to:

- r) Conducting research to assist the Council in developing mandated plans, priorities and allocations;
- s) Collecting and assessing data necessary for the work of the council;
- t) Posting and publishing notices of all Council and Committee meetings as prescribed by the Bylaws;
- u) Notifying Council members of the date, time and place of Council and Committee meetings, in a timely fashion;
- v) Keeping records of members' attendance and alerting the Council Co-Chairs and the Executive Committee Co-Chairs to any absences;
- w) Assisting the Council in keeping minutes of all scheduled Council meetings;
- x) Ensuring that the Council Co-Chairs and the Committee Co-Chairs certify the minutes of the meetings in a timely fashion and distributing copies to the members prior to the next scheduled meeting;
- y) Maintaining a file for each Council member with all documents relating to that member, including the Disclosure Affidavit, Code of Conduct, contact information sheet, etc.;
- z) Providing clerical and secretarial services to members of the Council in the performance of their duties and tasks as Council members; and
- aa) Maintaining the appropriate and required records, minutes, correspondence and other official documentation. Public documents shall be supplied upon request pursuant to the Virginia Freedom of Information Act. The record retention policies of the Commonwealth and HRSA shall be followed.

Article XII. General Provisions

Section 12.01 Memorandum of Understanding

The relationship between the Planning Council and the Grantee's Office shall be governed by a memorandum of understanding (MOU); the MOU shall delineate their respective roles and the duties and responsibilities they share.

Section 12.02 Contractual Obligations

Neither the Planning Council nor any of its members shall have the power or authority to bind the City of Norfolk or the CEO by any contract or agreement. All contracts shall be administered by the City of Norfolk on behalf of the Council. Any contract shall be exclusively with the CARE Act grant funds according to terms and prices consistent with the City of Norfolk Procurement Ordinance.

Section 12.03 Severability

In the event that any provision in these Bylaws is unlawful, it shall be severed and deemed null and void and shall not impair the validity of the remaining provisions of the Bylaws.

Article XIII. Amendments and Ratification

Section 13.01 Amendments

A written notice of any alteration, amendment, or the repeal of the Bylaws shall be given to the Planning Council members, at least fourteen (14) working days in advance of the meeting at which the alteration, amendment, or repeal will be put to a vote. A two-third (2/3) vote of the quorum shall be required to pass any alteration, amendment, or repeal. Any amendments shall be subject to the approval of legal form and correctness by the Norfolk City Attorney's Office. Any such change shall be with the approval of the CEO, which should not be unreasonably withheld.

Section 13.02 Ratifications

These Bylaws shall go into effect upon a two-third majority vote of the quorum of the Council and approval by the CEO.

Approved as Written:



Kenneth Cooper Alexander, Ph.D.
Mayor, City of Norfolk

Approved as to form and correctness:

Nada N. Kawwass
Deputy City Attorney