

Boston EMA Ryan White Part A

HIV Health Services Planning Council



Bylaws of the Planning Council

Amended January 12th, 2023



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Article 1—Name

The name of this organization shall be the Boston EMA Ryan White HIV Health Services Planning Council, hereinafter referred to as the Planning Council.

Article 2—Area

The Boston Eligible Metropolitan Area (EMA) has been designated by the Health Resources and Services Administration (HRSA) for the purpose of the eligibility for Ryan White Part A funding to be comprised of the following ten (10) counties: Massachusetts counties of Bristol, Essex, Middlesex, Norfolk, Plymouth, Suffolk, and Worcester, New Hampshire Counties of Hillsborough, Rockingham and Strafford.

Article 3—Mission and Duties

The mission of the Planning Council is to improve the quality of the lives of people living with HIV within the EMA. The Planning Council will achieve its mission by responding to existing and emerging needs of people living with HIV. The Planning Council will support and encourage a range of culturally appropriate health and social services. Additionally, the Planning Council responds to the changing face of the epidemic with regard to all affected sub-populations and impacted regions within the EMA.

The Planning Council will accomplish its mission by meeting the following duties:

1. Executing all council responsibilities and operations, including establishing policies and procedures, and defining membership tasks.
2. Establishing priorities for the allocation of funds from the Ryan White HIV/AIDS Treatment Extension Act of 2009 hereinafter referred to as the Ryan White Care Act, in the Boston EMA.
3. Executing needs assessment activities to identify current available services and unmet service needs of individuals with HIV/AIDS and their caregivers.
4. Conducting evaluation activities to determine the efficiency of the



Administrative Mechanism, the effectiveness of planning activities, and effectiveness of care strategies.

5. Communicating directives to the recipient that reflect the best ways to meet priorities in the EMA. The directives shall be informed by several data sources, including epidemiological data and information from state and local partners.
6. In collaboration with local partners, developing a comprehensive plan for the organization and delivery of HIV/AIDS services that is in concert with existing state and local plans regarding the provision of services to people living with HIV and their caregivers.
7. Working in tandem with the Boston Public Health Commission (BPHC), hereinafter referred to as the recipient, to meet all deliverables outlined by the Ryan White Act, and regulations or policies of the federal partner HRSA.

In the event of a conflict between these bylaws and the terms and revisions of the Ryan White Care Act, the Ryan White Care Act shall supersede these bylaws.



Article 4—Membership

Section 4.1 Composition

The volunteer membership of the Planning Council shall be comprised of members of affected communities, (including people living with HIV, members of a federally recognized Indian tribe as represented in the population, individuals co-infected with hepatitis B or C, and historically underserved groups and subpopulations), non-elected community leaders, representatives of recently incarcerated people living with HIV, and unaffiliated consumers. The Ryan White Care Act legislation mandates that no less than thirty-three percent (33%) of the planning council membership shall be people living with HIV in the EMA, each of whom is not an employee, paid contractor, or board member of an entity that receives Part A funding and defines those individuals as “unaffiliated” or “unaligned” consumers.

Planning Council Support staff (PCS) shall maintain records of a members’ status as an unaligned consumer. At the start of each council year, unaligned consumers will be required to complete a form indicating the type of Part A services they receive, where they receive the services, and declare that they are not an employee, board member or otherwise financially connected to a Part A funded agency in the Boston EMA.

The council shall reflect the local HIV epidemic and shall fill mandated seats as described in Public Health Service Act (PHSA) 2602 (b) (2). In addition, Planning Council membership shall include, but not be limited to, representatives from the following 15 Membership Categories:

1. Health care providers, including Federally Qualified Health Centers (FQHCs)
2. Community-based organizations serving affected populations and AIDS service organizations (ASOs)
3. Social service providers, including housing and homeless service providers
4. Mental health providers
5. Substance abuse providers
6. Local public health agencies
7. Hospital planning agencies or health care planning agencies
8. Affected communities (consumers, including people living with HIV, and historically underserved groups and sub-populations)



9. Non-elected community leaders
10. State Medicaid agency (Office of Medicaid)
11. Part B of Ryan White HIV/AIDS Program (Department of Public Health)
12. Part C of Ryan White HIV/AIDS Program
13. Part D of Ryan White HIV/AIDS Program, or if none present, representatives of organizations addressing the needs of children, youth, and families with HIV
14. Part F of Ryan White HIV/AIDS Program, especially a dental representative and a New England AIDS Education & Training representative
15. Formerly incarcerated people living with HIV and/or their representatives

The Planning Council shall be comprised of members experienced in the delivery and receipt of HIV/AIDS health or human services and in accordance with the specific representation requirements of the Ryan White HIV/AIDS Treatment Extension Act.

The Planning Council shall consist of a minimum of twenty-five (25) members, with a target level of forty-five (45) members that may be increased up to a maximum of 50 members if necessary, in order to achieve or improve the demographic reflectiveness of the EMA, including mandated seats. Not less than one (1) representative shall represent each of the counties in the Boston EMA. The composition of the council shall ensure equitable geographic and demographic representation of populations affected by HIV/AIDS in the EMA. No more than ten percent (10%) of the membership shall be employed full-time by anyone (1) municipal or state government or provider. No more than forty-nine percent (49%) of the membership shall be providers of HIV-related services who receive funds under Part A of the Ryan White Act. In addition, the following four entities shall have each have one (1) member representative on the Planning Council; all of these members shall be exempt from maximum membership terms:

- ✓ Office of the CEO of the Planning Council of the Boston EMA
- ✓ Boston Public Health Commission (the recipient)
- ✓ Massachusetts Department of Public Health
- ✓ New Hampshire Department of Health and Human Services

The recipient member representative on the Planning Council shall not have voting



rights.

The Planning Council shall ensure that all members know the Ryan White Care Act's reflectiveness requirements of Planning Council membership. Planning Council members' HIV status shall not be disclosed without the member's written consent. Data supporting the required reflectiveness of the Planning Council membership shall be maintained confidentially by the PCS staff, securely stored in electronic, password protected, and when possible encrypted files. Upon request from HRSA, the PCS staff will release the supporting data to validate the Planning Council's membership meets the required reflectiveness of the Ryan White Care Act.

A vacancy of any of the designated membership categories shall not prevent the Planning Council from conducting business unless the vacancy results in a membership composition that is less than thirty-three percent, (33%) unaligned people living with HIV, in which case the vacancy shall be filled within thirty (30) days.



Section 4.2 Member Recruitment

All members of the Planning Council shall actively support recruitment of new members to the Planning Council. In addition, the Membership and Nominations Committee shall be responsible for the following activities: conducting outreach in the community, recruiting members, nominating new members, assisting to orient and onboard members, and contributing to member training activities. The Membership and Nominations Committee shall also be responsible for promoting retention of members, collecting satisfaction and feedback information from recruits and members, and other tasks related to the appointment and retention of Planning Council members. This committee will have specific directives in the nominations process, as described in Section 4.3 on page 9.

The CEO of the EMA is responsible for officially appointing members following an open nominations process.

Members of the Planning Council shall be recruited through a well-publicized, open nominations process. The guidelines for this process are included in the applications that are distributed to potential members. Recruitment publicity shall include mailings, posted materials, social media announcements, distribution at public events and other appropriate means. The Planning Council website, the PCS staff phone number, and email address shall be prominently advertised on all recruiting documents. In addition to English, recruiting documents shall be available in other non- English languages predominant in the EMA. Applicants and members with disabilities or limitations, whether mobility, visual or hearing impairment, or other, shall be accommodated to ensure the disability or limitation does not restrict their ability to serve as a Planning Council member. Individuals seeking to serve on the Planning Council shall be required to complete a written membership application. The application shall contain information detailing all aspects of the open nominations process, including rules, regulations, selection criteria, conflict of interest policy, and roles and responsibilities of Planning Council members. The Membership and Nominating Committee shall review membership applications.



Section 4.3 Membership Nomination Process

The Membership Nomination Process shall be the responsibility of the Membership and Nominations Committee (MNC). See Membership and Nominations Committee on page 20 for more details on the Committee's responsibilities. The role of the Membership and Nominations Committee and its responsibility in the nominations process shall be as follows:

Members of the MNC will conduct outreach in the EMA throughout the year with the support of Planning Council staff. Members will attend events at locations where they are likely to engage and recruit future Planning Council members. MNC will also be responsible for developing and approving all recruitment and outreach materials, including visuals, pamphlets, applications, and other materials.

Following a publicized application period, members of MNC will sit on interview panels for each applicant. A member of PCS will record notes from each interview and will provide these notes and other pertinent information about all applicants.

All members of MNC will review applications and interview notes ahead of the official nominations meeting. Members will also review target demographics, requirements for mandated seats, and other details related to reflectiveness for Planning Council membership. Each potential candidate, both new and incumbent applicants seeking to be reelected, will be discussed. Members of MNC will vote on a final roster of candidates that is recommended for the next 24-month session.

PCS staff will then prepare an official memo for the CEO, including the recommended roster and contextual information about the Planning Council and the requirements for membership and reflectiveness. This memo will be delivered to the CEO via the assigned liaison no less than 45 days from the date of the new member orientation. The CEO will approve or deny the roster and send announcements to all applicants. Those approved candidates will be notified of the new member orientation.



Section 4.4 Membership Term

The Planning Council membership term is a period of twenty-four (24) months. Members are eligible to renew their membership at the end of a term. Term limits are such that a member may serve for three terms consecutively before stepping away from the Planning Council for at least twelve (12) months. Term limits may be waived by MNC if doing so would keep the Planning Council in compliance with mandated reflectiveness. Any individual who is appointed to fulfill a membership term within six (6) months or less of the end of a term, the remainder of the term then in progress and the following full term shall be considered that individual's first membership term.

The application for Planning Council membership shall clearly state time investment or attendance requirements, which are currently six (6) hours per month. These requirements shall be discussed in interviews with prospective members, and all new members shall be asked to sign an agreement that includes a commitment to meet these requirements. The Planning Council shall provide reasonable accommodations to those members who require and request accommodation because of illness or disability.

Section 4.5 Member Code of Conduct

The Member Code of Conduct is to protect all members and public participants and ensure appropriate behavior at Planning Council meetings, committee meetings, and any event in the community where a member is acting in an official capacity as a member of the Planning Council. The Code of Conduct provides a method to ensure that the Planning Council can be productive, open to community input, and respectful of its members and visitors. The Code of Conduct requires members to recognize the authority of the Chair(s) of the meeting and follow directions; not disrupting a meeting or participating in the disruption of a meeting, respecting the confidentiality of others, and not disclosing personal information about any Planning Council or committee member, including HIV status. Violation(s) of the Code of Conduct may result in removal from a meeting or removal from the Planning Council.

Concerns related to any member's safety or privacy should be reported to either the Executive Committee or PCS staff as soon as possible. In any case where a member feels physically unsafe in meetings, those concerns should be brought immediately to



the Executive Committee and PCS staff for resolution, which in the determination of the Executive Committee and PCS staff, may include involvement of appropriate public safety support staff and potentially include temporary or permanent removal from the Planning Council.

A member may petition that another member be removed from the Planning Council on the grounds of violence, threats, intimidation, or reasonable fear of violence. The person wishing to remove another member will direct their request to the Chair or PCS staff and the Chair will work with the Executive Committee to identify an appropriate course of action.



Section 4.6 Member Vacancy, Resignation, and Removal, including appeals process

The PCS staff will monitor member attendance and provide attendance summaries once a month at the Executive Committee meeting. Members who fail to attend a total of three (3) meetings (Planning Council and/or the member's assigned subcommittee) without providing advance notification, and thus being excused, shall receive a notification of their absence issued by the CEO or their representative. When remote operations are available, members will have the opportunity to restore up to two (2) absences per term by watching or listening to the recording of the meeting within 30 days. Should a member receive a warning letter for absences, the member will be entitled to 30 days in which they may respond to the notice of absence by providing a written explanation of their situation. Members who accrue five (5) total absences, whether absences are consecutive or non-consecutive, and regardless of if the absences are excused; shall receive written notice that they have forfeited their membership on the Planning Council. The Planning Council shall provide reasonable accommodations to those members who require and request accommodation because of illness or disability.

Members who want to resign their Planning Council membership shall communicate their need to resign directly with PCS staff, the CEO or CEO's representative, or the Chair of the Planning Council. Members who resign will receive a letter confirming their resignation.

Planning Council members have the right to appeal a decision of removal, or to appeal to be reinstated if they have resigned. The member must communicate this request to PCS staff or a member of the Executive Committee. An official appeals meeting will be scheduled, and at least three members of the Membership and Nominations Committee shall facilitate the meeting. These members will make a formal recommendation about the person's membership and communicate the decision with the CEO. A formal letter will be sent from the CEO to the person with the decision on membership.

Planning Council members may be removed for cause by a two-thirds vote of the Executive Committee. Cause includes but is not limited to any conduct that would be in



violation of the Boston Public Health Commission's anti-discrimination and sexual harassment policies, including but not limited to:

- Violence, threats, intimidation, or reasonable fear of violence;
- Harassment based on age, race, ethnicity, gender or sexual identity, sexual orientation, or other identities as listed in the BPHC anti-discrimination policy and sexual harassment policy;
- Conduct that negatively and directly affects the rights and interests of fellow Planning Council members;
- Conduct that violates Planning Council bylaws; or
- Conduct that Interferes with the orderly and efficient operations of the Planning Council.

PCS staff shall document violations, including any relevant evaluation or feedback from other Planning Council members. A member in jeopardy of removal shall be issued a formal written warning from the liaison appointed by the CEO to represent the office of the CEO on council. Additional violations that occur after a written formal warning may result in removal. The member will be notified of their removal by a formal letter signed by the CEO and the Planning Council Chair.

Any member previously removed for cause, who wants to reapply for membership, must complete the full application process, and as part of the process may be asked to provide an explanation of prior circumstances that led to their removal.

Should a vacancy on the Council result in non-compliance of the legislatively required Membership Categories, or a lack of reflectiveness, the PCS staff, with approval from the Executive Committee, will offer membership positions to applicants who previously sought membership, but were not appointed during the most recently completed application period. Offers for membership shall be extended to applicants in a manner so that legislatively required Membership Categories are filled first, to restore compliance with the Ryan White Care Act, with subsequent offers made to achieve reflectiveness.

Any vacancy that jeopardizes the minimum ratio of thirty-three percent (33%) unaligned consumers on the Planning Council must be filled within thirty (30) days, excluding any periods of recess.



Section 4.7 Compensation of Members

All members of the Planning Council shall serve without compensation; however, people living with HIV shall be entitled to reimbursement of reasonable costs associated with travel and childcare to attend Planning Council or committee meetings. This reimbursement policy shall be part of the New Member Orientation. Members who want reimbursement shall make PCS staff aware and adhere to the policies and procedures required by the recipient. The recipient shall define policies and procedures to provide travel reimbursement, as well as provide the required forms.

Section 4.8 Member Training

All Planning Council members will receive comprehensive training within the first ninety (90) days of their appointment. The training shall be led by the PCS staff, and include guidance and facilitation from guest speakers, subject matter experts, current members, and others on topic matters presented. The recipient and the CEO or their representative will attend the training. Notice of the training shall be outlined in the membership appointment letter from the CEO. Training information will also be posted on the Planning Council website.

All members will be educated on their role and responsibilities as members of the Planning Council, as well as the separate roles and mutual goals of the Planning Council and recipient in meeting the responsibilities required of each under the Ryan White Care Act in the EMA. The following training topics shall be part of all New Member Orientations:

- Ryan White Care Act Legislation
- Planning Council and Recipient: Separate Roles and Mutual Goals
- National Monitoring Standards
- Clinical Quality Management (CQM)
- AIDS Drug Assistance Program (ADAP)
- HRSA Policy Clarification Notices (PCNs)
- Financial Assistance Available to People living with HIV

The format of the New Member Orientation, and ongoing trainings, shall be delivered through guest speakers, webinars, and the development and distribution of print or



digital materials. Members will be introduced to the Planning CHATT resources and will be encouraged to use this resource to enrich their understanding of their responsibility and the role of a Ryan White Planning Council.

Section 4.9 Conflict of Interest

Pursuant to Section 2601(a) of the Ryan White Care Act, the Planning Council may not be directly involved in the administration of the grant. In order to comply with this part of the legislation, the Planning Council may not designate (or otherwise be involved in the selection of) particular entities as sub-recipients of a Part A award.

The Planning Council must ensure that decisions concerning service priorities and funding allocations are based upon community and client needs and not on the financial interests of individual service providers or the personal or professional interests of individual planning council members. For the purposes of the Priority Setting and Resource Allocations (PSRA) process:

If any member has a financial interest, either as an individual or as a fiduciary, in any matter(s), which comes before the Planning Council, he or she shall disclose such financial interest to the other Planning Council Members in advance of any discussion on such matter(s).

- Planning Council Members shall abstain from voting on matters or for specific services if the member or close family members are employed by, serve as consultants for, or are Board members of, or have a financial interest in, or belong to an organization seeking money for that specific service. However, members may freely share their insights and expertise at appropriate times in a non-voting context, such as during data presentations or community input sessions, since all members can benefit from hearing a variety of perspectives and expertise.



Article 5—Meetings, Committees and Procedures

Section 5.1 General Meetings

The Planning Council shall meet a minimum of once each month, with the exception of summer recess, the exact dates of which will be defined annually. The meetings of the Planning Council shall be open to the public, with the exception of matters handled at the Executive Session level.

Section 5.2 Notice of Meetings

The time and locations of meetings shall be publicly announced on the Planning Council website, and be distributed via email, phone call, text message, or other digital format to all members. Meeting announcements shall be made, and the meeting agenda, related materials, and minutes from the previous meeting shall be available five (5) days prior to the day of the meeting. The agendas and minutes from each meeting, including all committee meetings, will also be posted to the Planning Council website.

Section 5.3 Parliamentary Procedure

Meetings of the Planning Council shall be governed by Robert's Rules of Order however, meetings can be conducted casually using commonly accepted rules of courtesy. All members of the Planning Council and its sub-committees will conduct themselves in a manner that is appropriate and courteous. Members will refrain from offensive or threatening behavior and will refrain from creating a hostile environment.

All decisions of the Planning Council shall be made by a vote of the Planning Council Membership. Any vote of the Planning Council shall require a Motion and a Second, and then an opportunity for discussion of the motion, before the vote is taken. The Chair shall have the authority to require formal adherence to Robert's Rules of Order, as the Chair deems necessary to continue the Council's deliberations. Furthermore, the Chair shall have the authority and responsibility to limit the length of individual presentations and set reasonable time limits on debate.



Section 5.4 Voting

With the exception of the recipient member representative, each Planning Council member shall be entitled to one (1) vote on each matter submitted to the Planning Council for a vote. Voting by proxy is not permitted.

The Planning Council chair will announce the counted results of the vote, including the number of affirmative (in favor) votes, negative (opposed) votes, and abstentions. In the event that a Planning Council meeting is held virtually, such as during times when in-person meetings are not recommended by city, state, or national guidelines, voting will be conducted virtually. This practice will allow for a structured and democratic virtual voting process.

Section 5.5 Quorum

A quorum for voting shall equal fifty percent plus one (50% +1) of the total number of members.

Section 5.6 Manner of Acting

A quorum present, the act of the majority of the members present shall constitute the action of the entire Planning Council, except as otherwise provided in these bylaws.

Section 5.7 Actions Requiring a Supermajority Vote

A two-thirds vote of the full Planning Council membership shall be required whenever a decision, with the exception of the regular or routine distribution of Ryan White Care Act funds, would have an adverse impact on one of the members' counties. Such supermajority votes may only be taken after a meeting at which all relevant issues are identified and discussed, and the affected county's representative(s) has/have an opportunity to be heard.

Section 5.8 Public Comment

The Planning Council shall provide time during or at the end of the meeting, at the discretion of the Chair or leader of the Planning Council meeting, for comment from



members of the public who wish to address the Planning Council.

Section 5.9 Committee Participation

The Planning Council will be structured into various committees to execute its duties most efficiently. As a condition of appointment, each member will participate on at least one of the Council's committees or working groups. Each committee shall maintain minutes of its proceedings and shall report summaries of its proceedings monthly to the Planning Council.

Article 6—Officers and Election of Officers

The officers of the Planning Council shall be the Chair and Chair-Elect, and such other officers the Planning Council may designate from time to time. All officers of the Planning Council shall be elected by the membership of the Planning Council during the last quarter of each Planning Council year. The retiring officers shall serve until the end of the meeting at which the newly elected officers are elected. New officers assume their responsibilities upon election.

The Chair and Chair-Elect are voting members of the Planning Council. The Chair shall preside at all meetings of the Planning Council and while presiding, *votes only to break a tie*. In the absence of the Chair, the Chair-Elect shall preside and while presiding, *shall vote only to break a tie*. Both officers vote in executive level matters at the Executive Committee meetings. No individual shall hold the same office for more than two (2) consecutive terms.

Section 6.1 Officer Duties

The Planning Council Chair's duties include:

Preparation for and Conducting Executive Committee Meetings

- Work with PCS staff on agenda and review action items from committees
- Work with staff to ensure appropriate materials are available
- Chair the meeting
- Provide leadership and advice as needed



Preparation for and Conducting Planning Council Meetings

- Work with PCS staff on agenda and review action items from Executive Committee
- Communicate with staff about issues and possible concerns and make needed preparations to address them
- Chair and manage the meeting
- Provide leadership and advice as needed
- Vote only when there is a tie

Meeting Follow Up

- Work with Staff to ensure appropriate follow up on actions taken or tasks referred to committees
- Meet with people on behalf of the Planning Council as needed

New Member Orientation

- Where possible, attend and participate in new member orientation

Other

- Serve as spokesperson for the Planning Council
- Oversee the operations of the Planning Council and recommend amendments to the bylaws as appropriate
- Develop an annual committee work plan with PCS Staff
- Obtain Executive Committee approval of subcommittee work plans.

The Planning Council Chair-Elect's duties include:

Preparation for and Participating in Executive Committee Meetings

- Assist the Chair on agenda and review action items from committees
- In the absence of the Chair, chair the meeting
- Provide leadership and advice as needed

Preparation for and Participating in Planning Council Meetings

- Assist the Chair on agenda and review action items from Executive Committee



- Assist the Chair on any issues and possible concerns and preparations to address them
- In the absence of the Chair, chair and manage the meeting
- Provide leadership and advice as needed
- In presiding in the absence of the Chair, vote only when there is a tie

Meeting Follow Up

- Assist the Chair in meeting with people on behalf of the Planning Council as needed

New Member Orientation

- Where possible, attend and participate in new member orientation

Other

- In the absence of the Chair, serve as spokesperson for the Planning Council

Section 6.2 Officer Vacancy, Resignation and Removal

If the Chair resigns or is removed for cause, the Chair-Elect shall succeed to the Officer position of Chair and the Chair-Elect Officer position shall be filled by the nomination and vote of the Planning Council Members.

If the Chair-Elect resigns or is removed for Cause, a replacement may be named at the discretion of the Chair and the Executive Committee.

If both the Chair and Chair-Elect resign or are removed for cause, the officer positions shall be filled by the nomination and vote of the Planning Council members.

Officers may be removed for cause by a two-thirds vote at any regularly scheduled meeting of the Planning Council, provided at least ten (10) days prior notice of the planned vote to remove. Removal from an officer position does not remove a member from the Planning Council. An officer may resign at any time by written notice delivered to the CEO or CEO's representative, or PCSstaff. In the event of the resignation of both the Chair and Chair-Elect, the written resignations shall be delivered to all members of the Planning Council.



Section 6.3 Conflict of Interest Regarding Officer's Duties

1. Officers of the Planning Council, as designated in Section 6, shall be free of conflict of interest or the perception of conflict of interest, between their duties as an officer and their employment or other significant affiliations.
2. The CEO or any member of the Planning Council may raise a potential conflict of interest with regard to an officer of the Planning Council, by requesting the Executive Committee consider the matter.
3. The Executive Committee will determine whether to invoke the following Resolution Procedure. The Resolution Procedure shall be as follows:
 - a) In the event of such a potential conflict of interest with regard to an officer of the Planning Council, that officer shall not perform the duties of the office until the Executive Committee determines whether such potential conflict exists, or until the potential conflict is resolved.
 - b) The next officer in authority shall assume that officer's duties in the interim, or in the case of a potential conflict, the Chair of the NRAC shall assume the duties in the interim.
 - c) The officer affected by the potential conflict of interest should participate in the Executive Committee's discussion and resolution process but shall not have a vote on the matter.

Section 6.4 Special Meetings

The Chair may call special meetings of the Planning Council. The Chair shall call a special meeting of the Planning Council when requested to do so by a minimum of twenty-five percent (25%) of the membership or when suggested by PCS staff in order to address a time sensitive topic.

Section 6.5 Convening a Meeting

In the absence of the Council Chair and Chair-Elect from a regularly scheduled



Planning Council meeting, a Committee Chair, Committee Vice-Chair may call the meeting to order.

At the Executive Committee meeting, if the Chair and Chair-Elect are both absent any other member of the Executive Committee may call the meeting to order.

Section 6.6 Attendance at Meetings

Council members must attend a minimum of eighty-five (85%) of all scheduled meetings. This includes the monthly Planning Council meeting and the monthly assigned subcommittee meeting. Attendance can be in the format most available and appropriate for the member and circumstances, either in person or remote via teleconference or videoconference. Members who participate remotely are expected to actively participate in the meeting and are eligible to vote on any motions that are offered for a vote.

Members will have the opportunity to restore up to two (2) absences per term by watching or listening to the video or audio recording of the meeting they could not attend. This “make up” must be completed before the next meeting.

Consideration will be given for members who experience significant long-term absence due to illness, the illness of a family member, or other unique situation. In the event of a long-term absence, the member will communicate with PCS staff or the Chair. The Chair in collaboration with the Executive Committee and other leadership will determine how to best support the member and determine how to manage the person’s appointment on Planning Council.



Article 7—Committees

Section 7.1 Standing Committees

Planning Council members indicate on their application a preference for the committee(s) that interests them.

The standing committees of the Planning Council shall include the following:

- Executive Committee
- Needs, Resources and Allocations Committee (NRAC)
- Services, Priorities and Evaluations Committee (SPEC)
- Membership and Nominations Committee (MNC)
- Consumer Committee

The Chair of the Planning Council shall appoint the chairs of all committees except for the Consumer Committee, which shall select its own leadership.

If the chair of a committee is unable to fulfill the role, the individual should submit a letter of resignation to the Planning Council Chair. Committee Chairs who fail to meet their responsibilities may be removed from their position by the Chair of the Planning Council.

With the exception of the Executive Committee, all committee membership assignments are made by the Chair, Chair-Elect in consultation with PCS staff, and the Committee Roster is created. If any committee requires more members, the Chair may make assignments if an insufficient number of members volunteer.

Standing committees shall meet at minimum once a month. All public notice practices apply to standing committee meetings. The various standing committees are described in detail below:

Executive Committee (EXEC) Responsibilities

- The Executive Committee shall foster the active and meaningful participation of all Council members, create a supportive environment where input is valued,



ensure that Planning Council work and decisions are representative and effective of the full body and the epidemic within the EMA, and regularly assess and review the feedback and needs of Planning Council members.

- Be responsible with the PCS staff for ensuring the orderly and integrated progression of work of the Planning Council and its committees.
- When necessary, the Executive Committee shall be empowered to make decisions on behalf of the Council when the Council is unable to meet.
- Take leadership on policy and procedural tasks, including amendments to the by-laws, development of agreements with community partners, enforcement of the Code of Conduct and Attendance Policies, and other issues as they arise.

Membership

The Executive Committee shall consist of the Chair and Chair-elect; the Chairs and Vice Chairs of standing committees (NRAC, SPEC, Consumer, and Membership); the CEO or their representative; the recipient; and a member-at-large from Planning Council. The outgoing Planning Council chair will have the priority option to transition to the member-at-large position for the following term. If the outgoing Chair refuses the member-at-large position, the Chair-elect shall select one from the Planning Council. The Executive Committee will conduct a meeting following the final Planning Council meeting of each term to finalize any pending agenda items and conduct the transfer of leadership from the current Chair to the Chair-Elect.

Needs, Resources and Allocations Committee (NRAC) Responsibilities

- The NRAC shall make recommendations to the Planning Council regarding potential federal, state, local, and private resources available to meet unmet service needs and recommend action to the Planning Council as appropriate.
- The NRAC shall recommend allocations of Part A funds to allowable service categories in the EMA. Develop funding scenarios that will allow for rapid disbursement of funds in the case of level funding, decrease in funding, and increase in funding. The allocation recommendations will use all available



information regarding community service needs, current funding for HIV services from all identifiable sources, and other data.

- The NRAC shall execute the development and implementation of a needs assessment to identify needs of individuals with HIV and their caregivers. This process must be objective, and ethnically, culturally, and linguistically sensitive. This process may be conducted in collaboration with the recipient. The needs assessment must be representative of the entire EMA.

NRAC Leadership

- Leads and facilitates each meeting, including time keeping, addressing members' questions, and overall flow of the meeting
- Leads, facilitates, and ensures completion of NRAC annual work plan
- Collaborates with PCS staff to develop meeting agendas, facilitate completion of committee tasks, monitor and maintain active member participation, and fill identified gaps
- Attends and participates in monthly Executive Committee meetings; reports on NRAC committee's progress to Executive Committee and Planning Council; votes on agenda items at Executive Committee meetings.

Services, Priorities and Evaluation Committee (SPEC) Responsibilities

- The SPEC shall summarize and make recommendations to the Planning Council on HRSA approved Part A service categories and provide guidance on prioritizing Part A service categories.
- The SPEC shall assess the efficiency of the administrative mechanism in rapidly allocating funds within the EMA. The committee will conduct additional evaluation activities including evaluating effectiveness of HIV care strategies in the EMA and evaluate the effectiveness of planning activities.

SPEC Leadership

- Leads and facilitates each meeting, including time keeping, addressing members'



questions, and overall flow of the meeting

- Leads, facilitates, and ensures completion of SPEC annual work plan
- Collaborates with PCS staff to develop meeting agendas, facilitate completion of committee tasks, monitor and maintain active member participation, and fill identified gaps
- Attends and participates in monthly Executive Committee meetings; reports on SPEC committee's progress to Executive Committee and Planning Council; votes on agenda items at Executive Committee meetings

Membership and Nominations Committee (MNC) Responsibilities

The MNC will manage all tasks related to the outreach, recruitment, and nomination, as well as ongoing member training, satisfaction and retention in the Planning Council.

The MNC shall accomplish these goals by:

- Executing the open-nominations proceedings annually
- Participating in member recruitment efforts, including presence at community events where new members are likely to be recruited
- Collaborating with Consumer Committee in outreach and member recruitment efforts
- Collaborating with Consumer Committee in member orientation, training and development
- Overseeing all conflict-of-interest policies and managing grievance proceeding

Membership

The MNC shall consist of a minimum of eight (8) people and a maximum of fifteen (15) people. The recipient and the CEO shall not serve on the committee. Fifty percent plus one (50% + 1) of the members shall be individuals who self-identify as people living with HIV.

- The CEO and recipient may be consulted for advice at the request of the



committee, but neither the CEO nor the recipient are entitled to a vote and shall not serve as members of the Membership and Nominations Committee.

- Any members with a conflict of interest in the membership of an applicant must disclose the conflict and abstain from the vote for the person in question

Leadership

- Creates an annual calendar for the committee; chooses community events where members will conduct outreach and recruitment
- Leads, facilitates, and ensures completion of annual goals
- Collaborates with PCS staff to develop recruitment materials, update and disseminate new member, applications, meeting agendas, facilitate completion of committee tasks, monitor and maintain active member participation, and fill identified gaps
- Collects feedback and satisfaction surveys from current members; collaborate with PCS to use this information to improve Planning Council operations
- Attends and participates in monthly Executive Committee meetings; reports on committee's progress to Executive Committee and Planning Council; votes on agenda items at Executive Committee meetings
- Follow up with members who are not meeting attendance requirements

The MNC will meet after the final Planning Council meeting in June to wrap up any pending items on the annual calendar and to make official membership nominations at times to be determined by availability of members of the MNC committee.

Consumer Committee Responsibilities

The mission of the Consumer Committee is to ensure that people living with HIV are empowered, supported, and encouraged to work on the full range of activities that the Planning Council undertakes in the execution of its mandate. The Consumer Committee



acts as a place for Planning Council members to receive more education on Planning Council topics and topics relevant to their experience as consumers. This committee also provides people living with HIV a place to share their personal and community experience by:

- Fostering and developing consumer leadership
- Ensuring that at least one Consumer Committee member is on each Planning Council committee, including the Executive Committee
- Collaborating with PCS staff to develop a work plan that may consist of educational presentations, the development of anti-stigma materials, and other activities that the committee see fit
- Ensuring that diverse consumer input and participation are included in all Planning Council and committee activities

Membership

The Consumer Committee is comprised of volunteers. Members of Planning Council will not be assigned to the Consumer Committee but are welcome to attend the meeting. The committee is also open to the community. The Chair and Vice Chair of the Consumer Committee shall be elected annually at the first official meeting.

Leadership

- Leads and facilitates each meeting, including time keeping, addressing members' questions, and overall flow of the meeting
- Leads, facilitates, and ensures completion of annual work plan
- Collaborates with PCS staff to develop meeting agendas, facilitate completion of committee tasks, monitor and maintain active member participation, and fill identified gaps



- Attends and participates in monthly Executive Committee meetings; reports on committee's progress to Executive Committee and Planning Council; votes on agenda items at Executive Committee meetings

Section 7.2 Other Committees

Additional committees and workgroups shall be created as is deemed necessary by the Chair to meet new duties and responsibilities of the Planning Council.

Article 8—Grievances

The Planning Council Grievance Procedure document sets out the procedure by which a community member may grieve Planning Council decisions or processes. This document is on file with PCS staff and is included in Planning Council member orientation materials.

Article 9—Records

In accordance with open meeting laws, minutes shall be maintained of all proceedings of the Planning Council, its committees, its working groups, and such other records as may be required for the proper conduct of its business and affairs. These minutes and related information shall be available for public inspection by appointment, and upon request to the PCS staff office. Summaries of the records shall be posted publicly to the Planning Council website.

Article 10—Amendments

The Planning Council shall have the authority and power to alter, amend, or repeal the by-laws at any meeting at which a quorum is present, provided that written notice of the proposed change is sent to all members at least ten (10) business days prior to such meeting. A two-thirds vote of the full Planning Council membership is required to amend the bylaws.









































