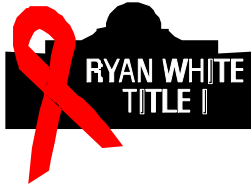


# San Antonio Area HIV Health Services Planning Council



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(Revised January 17, 2006)

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## **Article I - General**

### **Section 1.1**

The name of the organization is the San Antonio Area HIV Health Services Planning Council. As used in these Bylaws, the term "Planning Council" means and refers to the San Antonio Area HIV Health Services Planning Council.

### **Section 1.2**

The area served by the Planning Council, hereinafter referred to as the "Eligible Metropolitan Area", or "EMA" shall consist of Bexar, Comal, Guadalupe and Wilson Counties and other jurisdictions not within the boundaries of another EMA.

## **Article II - Legal Authority**

### **Section 2.1**

The Planning Council was created by and functions pursuant to the requirements of the Ryan White Comprehensive AIDS Resources Emergency (CARE) Act of 1990 (reauthorized and amended in 1996, 2000 and 2005 (pending congressional approval)), Public Law 101-381, Title XXVI, hereinafter referred to as "CARE Act" and was established and appointed by the Chief Elected Official of Bexar County, hereinafter referred to as "CEO", County Judge, Bexar County, Texas.

## **Article III - Purpose & Mission**

### **Section 3.1**

The Planning Council is organized to provide effective planning and to promote the development of HIV/AIDS health and supportive services. The Planning Council's mission is:

To create a broad-based community response to the HIV epidemic affecting people within the EMA and to ensure the availability and coordination of the highest quality, comprehensive health and supportive services to individuals infected with or affected by HIV/AIDS.

### **Section 3.2 Duties**

The duties of the Planning Council, as specified by the CARE Act, shall be to:

- A.** Establish methods for obtaining input on community needs and priorities that may include public meetings, conducting focus groups, convening ad-hoc panels, or other forums;

- B.** Participate in the development of the Statewide Coordinated Statement of Need initiated by the State public health agency responsible for administering grants under Part B;
- C.** Develop a comprehensive plan for the organization and delivery of health services, as described in the CARE Act, that is compatible with any existing State or local plans regarding the provision of health services to individuals with HIV/AIDS;
- D.** Establish priorities for the allocation of funds within the eligible area;
- E.** Assess the efficiency of the administrative mechanism in rapidly allocating funds to areas of greatest need within the EMA and to establish a mechanism to evaluate how well services are meeting community needs.

### **Section 3.3 Goals**

The Planning Council's goals are to:

- A.** Work with the government of Bexar County, the City of San Antonio and other political subdivisions within the EMA to ensure that the greatest number of persons and families living with HIV/AIDS receive the health and other supportive services they need;
- B.** Develop a service delivery plan to coordinate all HIV related health and supportive services to persons and families living with HIV/AIDS;
- C.** Ensure a fair and equitable funding of all appropriate entities as defined in Section 2604 of the CARE Act, while taking all necessary affirmative steps to assure that minority and women's organizations are used whenever possible.
- D.** Identify current services and unmet service needs of persons and families living with HIV/AIDS, through public meetings, focus groups, ad-hoc panels, or other forums;
- E.** Develop a comprehensive HIV Health Services Plan, which establishes priorities for services to persons and families living with HIV/AIDS, which is in concert with state and local plans;
- F.** Develop a strategy to identify individuals who know their HIV status but are not in care (not having a current viral load count, CD4 Count or on Anti-Retroviral Therapy for the past twelve months as per HRSA guidelines) and to inform such individuals of and enabling them to utilize the available services, giving particular attention to eliminating disparities in access and services among affected subpopulations and historically underserved communities;
- G.** Develop a strategy to coordinate the provision of such services with

programs for HIV prevention (including outreach, early intervention, Harm Reduction, etc.) and for the prevention and treatment of substance abuse.

- H. Develop a cohesive process for allocation of funds under the CARE Act;
- I. Conduct on-going evaluations, assessments and oversight of service delivery to persons and families living with HIV/AIDS to ensure the highest quality of services; and
- J. Assess the efficiency of the administrative mechanism in rapidly allocating funds to the areas of greatest need for persons and families with HIV/AIDS.

## **Article IV - Membership**

### **Section 4.1 Composition**

- A. The Planning Council shall forward all nominations to the CEO for approval of the appointment. All appointments serve at the pleasure of the CEO. Such appointments will reflect the diversity of affected populations in the EMA.
- B. Ideally the Planning Council shall be composed of Members of racial/ ethnic groups, such as Latino/Hispanic, African-American, Native American, and Asian/Pacific Islander, in proportion to the racial/ ethnic demographics of the EMA.
- C. At least 33% of the total Planning Council Membership will be persons infected with HIV/AIDS receiving Ryan White Title I services. To insure parity, diversity and inclusion of all HIV service issues, persons living with HIV/AIDS should include Members of racial/ethnic groups in proportion to the racial/ethnic distribution of HIV cases (if available) or AIDS cases in the EMA, and include one HIV + individual recently (within the last three years) released from a correctional facility. (A provider directly serving the incarcerated population can serve in place of an HIV + individual recently released.) These members cannot have conflicts of interests with an organization receiving or that could potentially receive Ryan White Title I funding. See section 8.2-A.
- D. The Planning Council shall consist of a maximum of twenty-five (25) Members. At a minimum, Membership shall include representatives of the following groups:
  - (1) Health Care Providers including federally qualified and non-qualified health centers;
  - (2) Community-Based and AIDS Service Organizations serving affected populations;
  - (3) Social Service/Housing/Homeless Service Providers;

- (4) Mental Health Care Providers;
- (5) Substance Abuse Providers;
- (6) Local Public Health Agencies;
- (7) Hospital Planning Agencies or Health Care Planning Agencies;
- (8) Affected Communities receiving Ryan White Title I HIV-related services and not have a conflict of interest, including individuals with HIV/AIDS and historically underserved groups and sub-populations. (See Section 4.1.C);
- (9) Non-Elected Community Leaders;
- (10) State Medicaid agency;
- (11) State Agency administering the program under part B (Ryan White Title II Program);
- (12) Grantees under subpart II of part C (Ryan White Title III Program);
- (13) Grantees under section 2671, or if none are operating in the area, representatives of organizations with a history of serving children, youth, and families living with HIV and operating in the area (Ryan White Title IV Program); -
- (14) Grantees under other Federal HIV programs to include, but not limited to: Housing Opportunities for Persons with AIDS and HIV Prevention programs; and
- (15) HIV Prevention.

**E.** All committees shall consist of a maximum of thirteen (13) members, and may include a maximum of six (6) non-Planning Council members.

## **Section 4.2 Membership**

- A.** A "Member" as used in these Bylaws, refers to a person duly and lawfully appointed to the Planning Council by the CEO.
- B.** Incorporated herein by reference (Appendix 1) is the Planning Council Membership Nomination Process approved by the Health Resources & Services Administration (HRSA) in June 2005. The Membership/ Nominations/Elections Committee will ensure that all members are appointed in accordance with the Nominations Process.

- C. The affected community representatives must reflect the demographics of individuals with HIV/AIDS in the EMA. The Planning Council as a whole must be reflective of the affected population in the EMA; the PLWH membership must also reflect the racial/ethnic, age and gender demographics of the HIV/AIDS population.

### **Section 4.3 Alternates**

- A. An "Alternate" as used in these Bylaws, refers to a person accepted by the Planning Council as a representative for a Member who plans to be absent from a given meeting. Each Planning Council Member is encouraged to name an Alternate that must represent the same Membership category as the Member.
- B. The Membership/Nominations/Elections Committee will recommend all alternates for approval by the Planning Council. Such appointments will reflect the diversity of affected populations in the EMA.
- C. Alternates recognized by the Planning Council as such, shall have voting rights, when the member is not present. Any question about the designation or voting status of any Alternate shall be resolved by mutual agreement of the Co-Chairs.
- D. An Alternate attending three (3) consecutive regular meetings for a Member shall be considered for replacement of the appointed Member, who will be subject to removal and replacement by the alternate, in accordance with Section 5.5 of these bylaws, by the Membership/Nominations/ Elections Committee.

### **Section 4.4 Advisors**

- A. An "Advisor" as used in these Bylaws, refers to a person who has been duly appointed by the Planning Council Co-Chairs to participate in meetings of the Planning Council without the right to vote, and to serve on any resultant Committee with voting rights within those venues. An Individual maybe appointed as an Advisor when the Membership/Nominations/Elections Committee recommends an applicant due to some specific expertise or potentially significant contribution, but:
  - (1). All Membership seats are filled, and the applicant is willing to serve as an Advisor.
  - (2). The applicant cannot commit to full Membership participation, yet wishes to serve as an Advisor.

- B. An Advisor's length of term shall be the same as a membership term, or until the individual withdraws his/her desire to continue participating in meetings of the Planning Council.

#### **Section 4.5 Term of Service**

The term of service of Planning Council Members shall be two (2) years beginning March 1 of the year of appointment, with no more than two (2) consecutive two-year year terms. Members shall serve for staggered terms and shall serve, until their successor is appointed by the CEO. The CEO shall appoint twelve (12) Members in odd numbered years and thirteen (13) Members in even numbered years. Each member will be required to sign a Memorandum of Agreement with the Planning Council to fulfill its mandates. Upon expiration of the term of service, an individual must wait eighteen (18) months before re-applying to the Planning Council. All individuals are encouraged to continue to remain active at the standing committee level while on hiatus.

#### **Section 4.6 Officers**

- A. Two Co-Chairs and a Vice-Chair shall be the officers of the Planning Council. The Co-Chairs and Vice-Chair shall be elected by a majority vote of a quorum of the Planning Council. The Co-Chairs shall serve staggered terms until their successor is elected. All subsequent elections will be held with one Co-Chair being elected to serve a two (2) year term starting March 1 of the year elected. In the event that no officers are serving, the member with seniority shall serve as Acting Chair to call the meeting to order and request the Membership/Nominations/Elections Committee to open nominations for the purpose of electing officers.
- B. Co-Chairs: One or both Co-Chairs shall:
  - (1). preside at all Planning Council meetings. While presiding, the Chair will vote only to break a tie.
  - (2). appoint Chairs and/or Planning Council members to serve on any of the Standing and Sub-Committees.
  - (3). be Ex-Officio Member of each Standing Committee.
  - (4). agree on administering the duties and responsibilities of the Planning Council. If the Co-Chairs are unable to agree, a meeting will be called to present the dispute before the Planning Council for resolution.
  - (5). perform all other duties necessary or incidental to the position. Each Chair will sign a Memorandum of Agreement with the Planning Council to fulfill its mandates.
  - (6). be a person with HIV/AIDS.

- (7). keep, or cause to be kept:
  - (a) Membership and attendance records;
  - (b) Written notice of resignation or removal of Members and officers.
- (8) ensure that nominations and appointments are carried out in a timely manner.
- (9). call, or cause to be called, annual, regular, and special meetings of the Planning Council consistent with Article V.
- (10). serve as parliamentarian, when s/he is not chairing the meeting.

**C.** Vice Chair: the Vice Chair shall

- (1). preside at meetings of the Planning Council in the absence of the Co-Chairs, and while presiding, will vote only to break a tie.
- (2). collaborate with and assist the Co-Chairs in performing their duties as needed.
- (3). serve as Chair of the Executive Committee and establish the Planning Council agenda;
- (4). serve a one (1) year term.
- (5). develop an annual activities plan for the Planning Council.

**D.** In the absence of the Co-Chairs and Vice Chair, the member with seniority will serve as Acting Chair in order to call the meeting to order.

### **Section 4.7 Vacancies**

- A.** In the event that a Planning Council seat becomes vacant, the Membership/Nominations/Elections Committee, in a timely manner, will present a nomination for membership to the Planning Council to submit to the CEO for approval of the appointment. All vacancies occurring prior to expiration of the term shall be filled for the remainder of the term.
- B.** A leave of absence (LOA) requested by an Officer (Council Co-Chair, Vice Chair or Standing Committee Chair) may be granted by action of a simple majority vote of the Council, for a period of up to two (2) months, within the two year term. The Officer requesting the LOA is required to resume participation in all Council and Committee activities the first month following the expiration of the leave of absence. If the Officer is a Council Co-Chair,

the Vice Chair will assume the duties of the Co-chair for the LOA period. If the Officer is a Standing Committee Chair, an Interim Committee Chair will be appointed by the Council Co-Chairs.

If the Officer's LOA exceeds two (2) months, the Leadership seat will become vacant and a new Officer shall be elected or appointed for the remainder of the original officer's term. The original Officer may apply or request to be considered for a leadership position in the future.

- C.** A leave of absence (LOA) requested by a Member may be granted by action of a simple majority vote of the Council, for a period of up to three (3) months, within the two year term. The Member requesting the LOA is required to resume participation in all Council and Committee activities the first month following the expiration of the leave of absence. If the Member taking a LOA has an Alternate, that Alternate shall become the acting Member during the LOA and the Member shall revert to Advisor status.

If a Member's LOA exceeds three (3) months, the Planning Council seat will become vacant and a new Member shall be appointed for the remainder of the original member's term, with primary consideration given to the acting Alternate, in accordance with these Bylaws.

## **Article V - Meetings**

### **Section 5.1 Annual Meeting**

The Annual Meeting of the Planning Council shall be held during the month of November, at a time and place to be determined by the Planning Council.

The purpose of the Annual Meeting shall be to:

- A.** Report on the Planning Council's activities and progress to the CEO and the public.
- B.** Give an account of the funding allocation.
- C.** Present an evaluation of the effectiveness of the activities funded by the Planning Council in meeting their goals.
- D.** Receive comments and testimony from the public concerning the work and activities of the Planning Council.

### **Section 5.2 Regular Meetings**

- A.** All meetings of the Planning Council shall follow the Open Meeting Act of the State of Texas. Written minutes of all meetings will be made available to the Members and the Public fifteen (15) working days after the date of the meeting. The right to speak at any meeting of the Planning Council shall be

limited to Members, Alternates, Advisors and Planning Council Staff. Members of the public wishing to speak on a specific subject matter may do so at a Planning Council Meeting. Public speakers will be limited to five (5) minutes each, unless otherwise agreed by a simple majority of Planning Council Members present.

- B. A regular meeting schedule will be established by the Co-Chairs in accordance with Section 5.3. The Planning Council shall meet at least six times in a grant year.

### **Section 5.3 Notice of Meeting**

Notice of the time, place, and purposes of any annual or regular meeting of the Planning Council shall be sent to each Member at his/her last known address as given to the Planning Council Staff and shall be postmarked not less than three (3) days prior to the scheduled date of the meeting. Public notice of annual and regular meetings shall be posted at the County's Official posting area and the administrative agency of the Health Resource and Service Administration.

### **Section 5.4 Special and Emergency Meetings**

- A. A special meeting may be called by either of the Co-Chairs or at the written request of any thirteen Members of the Planning Council. All Members shall be notified by telephone, electronically, facsimile or hand delivery, and public notice of the meeting time and place shall be posted at least seventy-two (72) hours prior to the specified meeting time. The call or notice for a special meeting must state specifically the subject matter of the meeting. No other subject matter may be introduced or considered at the meeting.
- B. An emergency meeting may be held, or an emergency subject added as an agenda item for a meeting already posted, on the call of either of the Co-Chairs or the written request of any Planning Council Committee Co-Chair or Staff. An emergency or an urgent public necessity exists only if the subject requires immediate action by the Planning Council or any of its Committees because of an imminent threat to public health and safety or a reasonably unforeseeable situation (must be reviewed by the County's District Attorney's Office prior to announcing the public meeting). The notice of a meeting, or the supplemental notice of a subject added as an item to a meeting agenda for which notice has been posted, shall be posted for at least twenty-four (24) before the meeting is convened. All Members shall be notified of the Emergency meeting by telephone, electronically, facsimile or hand delivery. The call or notice for an emergency meeting, or the supplemental notice of a subject added as a meeting agenda item must specifically state the subject matter of the meeting or added subject. No other subject matter may be introduced or considered at an emergency meeting.

### **Section 5.5 Attendance**

In recognizing that Boards and Commissions are often demanding on one's time and schedule, members are required to attend all regularly scheduled Planning Council meetings and expected, to dedicate **a minimum of 10 hours per month.** The Planning Council Members will be allowed two (2) absences every six (6) months per grant year. Any member unable to attend a Planning Council or Committee meeting is responsible for notifying the Planning Council Support Staff. Each member will be required to submit an explanation for their absence(s). After the Membership/Nominations/Elections Committee will review all and notify members of their attendance record. The Membership/Nominations/ Elections Committee will be responsible for recommendations to the Planning Council to excuse the absence(s) or to remove the member.

Any Member can designate an Alternate pursuant to Section 4.3-Alternates, and attendance by an Alternate shall suffice as attendance of the Member, however, a Member represented by an Alternate at three consecutive meetings is subject to removal and replacement by the Alternate.

## **Section 5.6 Order of Business**

The order of business of any Meeting shall be as set forth in the most current edition of Robert's Rules of Order.

## **Section 5.7 Parliamentary Procedure**

The rules of Parliamentary practice, as set forth in the most current edition of Robert's Rules of Order, shall be the parliamentary authority for all matters not specifically covered in these Bylaws and shall govern all meetings of the Planning Council except as otherwise provided. With the exception of the Planning Council, all other meetings will appoint a parliamentarian to assist the co-chairs as deemed necessary.

## **Section 5.8 Quorum**

- A.** A quorum of the Planning Council must be present at any annual, regular or special meeting in order for the Planning Council to engage in formal decision-making. A quorum is defined as more than one-half of the Membership. In computing a quorum, vacant seats on the Planning Council shall not be counted. Once a quorum is established, a meeting may continue until adjourned. If a quorum is not present at any meeting, then those present can conduct the meeting, but all decisions are "pending" until ratified by a quorum at a subsequent meeting. If a quorum is not established, then the present Co-Chair(s) will set a special meeting. Members in attendance at that time will be considered to have been notified of the new meeting, while Members not in attendance will be notified in accordance with Section 5.3 Special and Emergency Meetings.

- B. A quorum of a committee must be present at any meeting in order for the committee to engage in formal decision-making. A quorum is defined as three (3) committee members present with at least one HIV+ individual.
- C. Where available, teleconferencing can be used to establish a quorum at Planning Council or committee level.

### **Section 5.9 Agendas**

An appropriate agenda shall be prepared and transmitted to Planning Council or Committee Members at least three (3) days in advance of any annual or regular meeting.

### **Section 5.10 Minutes**

The Planning Council will follow the Open Records Act of the State of Texas. The minutes will be available for public review fifteen (15) days after the date of the meeting.

### **Section 5.11 Voting**

- A. All Planning Council Members shall have voting privileges at Planning Council meetings. At any meeting of the Planning Council, each Planning Council Member or duly designated Alternate, pursuant to Sections 4.2 Membership and 4.3 Alternates, is entitled to one vote on any question provided that a quorum is present. Proxies shall not be permitted. Voting upon any question before the Planning Council shall be by voice vote, ballot or show of hands of the Members. All Members who abstain on any vote shall have their names shown in the minutes of the meeting as having abstained. Upon the request of any Member in attendance, voting upon a question shall be by roll call.
- B. Members on teleconference are entitled to one vote.
- C. All Standing Committee Members who have been appointed by Planning Council Co-Chairs shall have voting privileges at the Standing Committee meetings to which they have been assigned.
- D. Any Planning Council or Standing Committee member, who has a conflict of interest in accordance with Section 8.2, is required to declare the conflict and abstain from any and all votes in and around the issue, including slate votes. Failure to declare the conflict or to abstain from the vote is cause for removal.

### **Section 5.12 Process for Removal of Members**

Failure of any Planning Council Member to fulfill his/her responsibilities in accordance with these bylaws or Planning Council Policies is cause for removal.

The Executive Committee (EXEC) will bring forward recommendations for removal of a member for cause, which will require a two-thirds majority vote of the Members who are present and eligible to vote.

## **Article VI - Committees**

### **Section 6.1 Standing Committees**

- A.** Standing Committees shall meet regularly and report on their recommendations at each regular meeting of the Planning Council. They may be composed of Advisors, as well as Planning Council Members, and non-Planning Council Members.
- B.** Each Planning Council Member or Alternate is required to be a Member of at least one (1) Standing Committees. Each Standing Committee shall have no fewer than three (3) Planning Council Members (including Committee Chairs). All Committee members are required to attend regularly scheduled and special Committee meetings in accordance with Section 5.5 Attendance.
- C.** The Committee Chair must approve all reports of the Committees. Any Standing Committee that adopts Standing rules must provide a written record of such rules to the Planning Council staff with updates, as necessary.
- D.** All Standing Committees shall assist in completing the annual CARE Act grant application by providing pertinent data and information upon request.
- E.** Sub-Committees may be established by the Co-Chairs with the approval of the Planning Council.
- F.** The Standing Committees of the Planning Council include, but are not limited to, the following:
  - (1).** **Executive Committee (EXEC)**  
Shall consist of the officers of the Planning Council and the Chair/Co-Chairs of each Standing Committee.  
The following are the Executive Committee core responsibilities:
    1. Ensuring that the work of standing committees progresses in an orderly and integrated fashion;
    2. Coordinating the efforts of all standing committees in the development of the Grant Application;
    3. Coordinating the work of the Planning Council with the Administrative Agency;
    4. Reviewing the performance of the Administrative Mechanism;
    5. Defining Planning Council Grievance Procedures;
    6. Reviewing filed grievances;
    7. Setting the agenda for each Planning Council meeting;

8. Performing other duties as may be required or assigned by the Chairs of the Planning Council or by vote of the Planning Council.

**(2). Needs Assessment and Priority Setting (NAPS)**

The following are the NAPS Committee core responsibilities:

1. Developing and implementing a needs assessment strategy that will provide data that guides:
  - The development of the EMA's continuum of care;
  - Service needs priority setting;
  - Funding allocations;
  - Contents of grant applications; and
  - The intent and strategic direction of the Comprehensive Plan.
2. Assessment strategy will be developed in collaboration with the Grantee (Administrative Agent).
3. Performing other duties as may be required or assigned by the Planning Council.

**(3). Service Allocations and Evaluations (SAE)**

Membership of the committee shall be limited to persons living with HIV/AIDS (PLWH/A) and service providers not funded under any Ryan White Title I program. Ryan White funded Title I programs can be given the opportunity to come before committee and present pertinent information.

The following are the SAE Committee core responsibilities:

1. Making recommendations to the Planning Council for the distribution of funds among service categories in accordance with committee policy and procedures;
2. Drafting guidance regarding the purchase of services. Such guidance shall be used in developing Requests for Proposals;
3. Performing other duties as may be required or as assigned by the Planning Council.
4. Upon completing its role of setting priorities and percentages for service categories, two (2) Public Comment meetings will be held between the months of May and July.

**(4). Comprehensive Plan/Continuum of Care (CPCC)**

The following are the CPCC Committee core deliverables:

1. Developing the EMA's Continuum of Care, service category Standards of Care, service category Definitions, and defining service category Units of Service;
2. Assuring and coordinating the development of the Comprehensive Plan;
3. Serve as the host committee for the sub-committee of Case

4. Management, which will be responsible for the definition of and qualifications for case management services in the EMA;
- 5 Participating in and utilizing information of the Statewide Coordinated Statement of Need; and
6. Performing other duties as may be required or as assigned by the Planning Council.

**(5). Membership/Nominations/Elections (MNE)**

The following are the MNE Committee core deliverables:

1. Responsible for recruiting, screening and recommending potential candidates for Membership to the Planning Council;
2. Tracking Planning Council membership classifications and demographics as well as changes in population affected by HIV/AIDS;
3. Recommend appropriate Membership classification and representation modifications;
4. Notifying the Planning Council of vacancies;
5. Responsible to ensure that each new member and alternate receives adequate orientation and training for effective Planning Council participation;
6. Responsible for establishing a training curriculum;
7. Reviewing the nomination process;
8. Creating a public relations process;
9. Establishing a mentoring program;
10. Tracking members attendance at Planning Council and committee meetings; and
11. Performing other duties as may be required or as assigned by the Planning Council.

**(6) People's Caucus**

These bylaws establish a San Antonio Area People's Caucus, in accordance with the Ryan White Comprehensive AIDS Resources Emergency Act, to be formally recognized as affiliated with the Planning Council, to strengthen full and effective participation of people with HIV/AIDS, and to provide feedback on Planning Council activities and regular input into planning council processes. The Caucus will have one community elected Chair and one appointed by the Planning Council Co-Chairs.

The following are the Caucus core deliverables:

1. Assisting the other committees of the Planning Council to assure that the work of the Planning Council is performed in a culturally sensitive manner;
2. Identifying traditionally underserved and/or hard to reach populations;
3. Creating liaisons and/or relationships within the traditionally

- underserved and hard to reach populations; and
4. Performing other duties as may be required or as assigned by the Planning Council.

## **Section 6.2 Ad Hoc Committees**

All other Committees shall be considered ad hoc Committees and will be convened as necessary in accordance with Section 6.1 of these bylaws. Ad hoc Committees, when deemed appropriate by approval of the Planning Council, may become Standing Committees. All ad hoc Committees shall be governed in accordance with Section 6.1 of these bylaws, except as mandated by applicable laws, regulations, policies, and guidelines.

## **Article VII - Non-Discrimination**

### **Section 7.1**

The officers, employees, and Committee Members of the Planning Council shall be selected without discrimination with respect to age, gender, race, religion, disability, sexual orientation, HIV status or national origin.

### **Section 7.2**

The Planning Council business and activities shall be conducted fairly and equitably in a manner which does not discriminate on the age, gender, race, religion, disability, sexual orientation, HIV status or national origin.

## **Article VIII - Conflict of Interest**

### **Section 8.1**

Members of the Planning Council and its Committees shall comply with federal, state and local laws and regulations of the Municipalities by which they were appointed.

### **Section 8.2**

- A. In general, a conflict of interest occurs when a Member takes an action, which results or has the appearance of resulting in personal, organizational or professional gain. No Member of the Planning Council or its Committees shall knowingly take action to influence the conduct of the Planning Council in such a way as to confer any financial benefit on such Member, his or her family Members, spouse or partner, or any organization in which the Member, his or her family Members, spouse or partner serves in an official

capacity. Service in an official capacity shall include service as an employee, owner, stockholder, director, board member, consultant, or officer that represents any such entity or organization, which is seeking or receiving funding from the Ryan White Title I program, but shall not include service solely as a volunteer (that do not serve as board members or consultants) or recipient of services.

- B.** All members are required to complete a Conflict of Interest Disclosure Form semi-annually.
- C.** On issues in which a Planning Council Member/Committee Member has a conflict of interest as described above, neither the Member nor his/her Alternate may vote. The Member or his/her Alternate may participate in discussion upon declaring a conflict of interest or other representatives of that agency who are not Planning Council Members or Alternates are encouraged to take part in the discussion. Planning Council and Committee Co-Chairs, members and staff will be responsible for monitoring the disclosure of member's conflicts of interest.

### **Section 8.3**

In the event that a matter, which raises a potential conflict of interest, comes before the Planning Council and/or its Committees for consideration, recommendation or decision, the Member shall disclose the conflict of interest as soon as he or she becomes aware of it, and the disclosure shall be recorded in the minutes of the meeting.

### **Section 8.4**

No Member of the Planning Council and/or its Committees, who is aware of a potential conflict of interest with respect to any financial matter coming before the Planning Council or the Committee, shall vote in connection with the matter in accordance with Section 5.11 D. Failure to adhere to conflict of interest standards is cause for removal from membership.

### **Section 8.5**

These provisions shall not be construed to prevent or discourage any Member of the Planning Council or its Committees from disclosing relevant information or stating a position with respect to any matter.

### **Section 8.6**

No Member of the Planning Council or its Committees shall engage in any activity,

which is contrary to or in conflict with the goals and purposes of the Planning Council or the parties herein.

## **Article IX - Grievances**

### **Section 9.1**

Incorporated herein by reference (Appendix 2) are the San Antonio EMA HIV Planning Council Grievance Procedures. All grievances brought to the Planning Council will be the responsibility of the Executive Committee.

## **Article X - Amendments**

### **Section 10.1 Amendment Process**

These Bylaws may be amended or repealed, and new Bylaws adopted by the Planning Council at any Regular Meeting by a two-thirds majority vote of the Members who are present and voting, provided that the amendment has been submitted in writing to the Members for their review, not less than ten (10) days prior to the vote.

### **Section 10.2 Actual Amendments**

These bylaws were approved and adopted, as amended, by the Planning Council on November 9, 1994.

These bylaws were amended in **Section 6.1 (d)** in accordance with established procedures January 9, 1995.

These bylaws were amended in **Section 5.9, Section 6.1 (b), Section 6.1 (c), Section 6.1 (d), Section 6.1 (e), Section 6.1 (g), and Section 6.1 (i)** in accordance with established procedures January 9, 1996.

These bylaws were amended in **Section 4.1, Section 4.5, Section 4.6 paragraph (3) (9) (10), Section 5.6, Section 5.10**, in accordance with established procedures June 17, 1996.

These bylaws were amended in **Section 8.2**, in accordance with established procedures September 17, 1996.

These bylaws were amended in **Section 3.2 paragraph (d) (e), Section 4.1, Section 4.3, Section 4.6, Section 5.13 (C), Article IX - Section 9.1, and Article X**, in accordance with established procedures June, 11, 1997.

These bylaws were amended in, **Section 4.6, Section 6.1(a)(b)(c)(d)(e)(f)**, in accordance with established procedures August 13, 1997.

These bylaws were corrected, updated, revised, and/or amended in **Article II - Section 2.1; Article III - Sections 3.2 & 3.3; Article IV - Sections 4.1; 4.1.D.(1) & (2), (4) - (8), & (8) - (12); 4.2; 4.3; 4.4; 4.5; 4.6.; 4.7; Article V - Sections 5.2 - 5.13; Article VI - Sections 6.1 - 6.3; Article VII - Section 7.1; Article VIII - Sections 8.2 & 8.4; Article IX - Section 9.1; & Article X - Sections 10.1 & 10.2** in accordance with established procedures January 20, 1999.

These bylaws were corrected, updated, revised and/or amended in **Article I – Sections 1.1 & 1.2; Article II – Sections 2.1, Article III – Sections 3.1, 3.2 & 3.3; Article IV – Sections 4.1, 4.2, 4.3, 4.4, 4.5, 4.6 & 4.7; Article V – Sections 5.1, 5.2, 5.3, 5.4, 5.5, 5.6, 5.8, 5.9, 5.10, 5.11 & 5.12; Article VI – Sections 6.1, 6.2 & 6.3; Article VII – Sections 7.1 & 7.2; Article VIII – Sections 8.2 & 8.4; and Article X – Section 10.2** in accordance with established procedures February 18, 2004.

These bylaws were corrected, updated, revised and/or amended in **Article II – Sections 2.1; Article III – Sections 3.1, 3.2 & 3.3; Article IV – Sections 4.1, 4.2, 4.3, 4.5, & 4.7; Article V – Sections 5.4, 5.5, 5.7, 5.11 & 5.12; Article VI – Section 6.1; Article VIII – Section 8.2; and Article X – Section 10.2** in accordance with established procedures January 17, 2006.

# Appendix

# PLANNING COUNCIL'S RECRUITMENT AND NOMINATION PROCESS

The current bylaws provision's concerning recruitment/nominations includes the following:

The membership of the Planning Council shall be appointed by the CEO. Such appointments should reflect the diversity of affected populations as well as HIV-related institutions and community-based health and support service providers. All Planning Council members are appointed by and serve at the pleasure of the CEO.

The Planning Council must be composed of members of racial/ethnic groups, such as Latino/Hispanic, African-American, Native American, and Asian/Pacific Islander, in proportion to their representation in the HIV epidemic of the EMA. Included are all legislative mandated membership categories.

The nomination process and selections process requires the Planning Council to:

- I. Publicize the membership criteria required to meet the legislatively mandated composition and reflectiveness of the epidemic in the EMA.
- II. List the time commitment and the need to disclose any and all conflicts of interest on the membership application (as described in the Bylaws, Article VIII).
- III. Pose open-ended questions in the interview process regarding the applicant's experience, knowledge and background in advocacy work preferably in a HIV related field.

In addition to the current recruitment process, which includes announcements at each AIDS Service Organization and individual efforts by members, the Planning Council will initiate a letter campaign to other local community-based organizations, community boards/commissions, community newspapers and the general public on membership needs.

The current time line for appointment to the Planning Council is to be done (based on vacancies) on an as needed basis, and shall take no longer than 60 days. Annually, approximately one-half of the members are appointed for two years. If there is a vacant seat, the Membership/Nominations/Elections Committee (MNE), will implement the recruitment and nomination process mentioned before to ensure that the Planning Council is representative and reflective of the HIV epidemic in the EMA and of the CARE Act mandated representation.

The MNE will provide training/orientation for new members to ensure that all members effectively contribute and participate in the planning process for services. In addition, the MNE will assign a mentor for newly appointment members requesting additional assistance in fulfilling their role in the Planning Council.

Generally, regarding conflict of interest, the Membership/Nominations/Elections Committee seeks to avoid over-representation from any single entity within the community in an effort to ensure diverse points of view.

# San Antonio Area HIV Health Services Planning Council



## Grievance Procedure

**Grievance Policy Statement** - The purpose of the Planning Council Grievance Committee is to provide a method and point of intake for the prompt and equitable settlement of a member, agency, consumers, provider, or Planning Council grievance. Grievances associated with funding will be examined according to identified service priorities and the percentage of funds allocated. All other grievances will be addressed by a separate process outlined in the Grievance Manual. The Grievance Committee will provide the methods to systematically process individual, organizational and community concerns. Parties will agree to binding arbitration. The Grievance Form, a standard intake form (attached) will assist and expedite the grievance process. The same form will be used for mediation and arbitration.

A grievance may be filed by:

- ❖ service providers eligible to receive Ryan White funding,
- ❖ consumer groups (PLWH/A), coalitions and caucuses,
- ❖ locally determined affected entities and individuals<sup>1</sup>.

A **grievance** is a formally expressed dissatisfaction specific to the administration of Council planning areas, provider organizations, conflicts of interest, or procedures and other aspects of the working relationships between the Council, its members, the service providers and/or consumers. Policies and procedures approved and established by vote may not be the object of a grievance; incidents specific to the method of implementation constitute an acceptable issue for a grievance. Dissatisfaction with the service delivery from a provider and/or agency may also constitute a grievance (again please note: All other grievances will be addressed by a separate process outlined in the Grievance Manual). Contracts not consistent with priorities and allocations, or award reallocation may also constitute a grievance by the Planning Council.

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<sup>1</sup> For individuals to bring grievances, they will need the support of three or more individuals in the issue to attest to the grievance.

## TYPES OF GRIEVANCES

In relation to Planning Council Actions  
(Priority Setting and Services Percentage Process)

Grievance procedures must allow directly affected parties to grieve:

- Deviation from an established, written priority-setting or resource-allocation process (e.g., failure to follow established conflict of interest procedures).
- Deviations from an established, written process for any subsequent changes to priorities or allocations.

In relation to Grantee Actions (Procurement Process)

Grievance procedures must allow directly affected parties to grieve:

- Contracts and awards not consistent with priorities (including any language regarding how best to meet those priorities) and resource allocations made by Planning Council.
- Contract and award changes not consistent with priorities and resource allocations made by council.

**Grievant** is a person or entity seeking a resolution of a grievance. A grievance may be submitted by a consumer, agency, provider, PWA Caucus, or Planning Council member.

**Party** refers to one of the participants in the grievance process. This may include the grievant who brings the grievance action and the person, group or agency against which the grievance is brought.

**Mediation** is a voluntary process in which an impartial and independent third party (Bexar County Dispute Resolution Center) assists in reaching an acceptable resolution to the grievance. Mediation may involve meetings held by the mediator with the parties together and/or separately. The results of mediation can become binding on the parties if the parties agree to make it binding.

**Mediator** is a trained, impartial and independent third party (Bexar County Dispute Resolution Center Mediator) that will help reach an agreement on the determined grievance.

**Non-binding** arbitration occurs when the results agreed upon by both parties are not imposed by the impartial third party as in binding arbitration or in a judicial proceeding.

**Ombudsman** is an individual selected by the parties to investigate the facts of a situation and make recommendations. The recommendation of an ombudsman is not binding and his/her effectiveness depends on the ability of the ombudsman to persuade the parties to accept the recommendation.

**Remedy/resolution** is a result sought by a grievant. It can include a process change or a reversal of a decision.

### **Filing a Grievance**

A formal grievance should be submitted to the Planning Council Grievance Committee. Forms are available from the Planning Council Liaison located at 215 S. San Saba, Suite 100, San Antonio, TX 78207-0878. A ten dollar (\$10.00) filing fee, payable to **Bexar County** to cover administrative costs, must accompany a formal grievance. The Committee may waive the filing fee for individuals based on economic status. Once a grievance is submitted it will be evaluated by the Committee for resolution and scope of intervention in order to recommend a fair and impartial decision regarding the grievance.

**Consumer/client** grievances involving an organization, provider or agency concerning accessibility of services or quality of care should use existing quality assurance, municipal, county or institutional grievance processes to handle grievances where appropriate. **Using established quality assurance/grievance procedures in agencies is required prior to filing a formal grievance.** Individuals or entities directly affected by the outcome of a decision related to funding, priorities, or allocation of funds may also bring a grievance to the committee through the established process. Once a grievance is resolved or withdrawn it may not be reinstated. Failure to meet specific time requirements or to follow the steps prescribed will also void the grievance.

### **Grievance Procedure**

The time frame required for each step shall not include the date on which a designated activity (meeting) occurred.

STEP 1: A **written** grievance must be submitted to the Planning Council Staff and to the Committee either in person or by mail utilizing the provided grievance form. Grievances regarding determinations related to funding, priority setting or decisions approved by the Planning Council **must** be submitted within ten (10) working days of the last meeting date. Incidents not reported within these guidelines will **not** be entertained. Person/agency named in the grievance will be notified by the Committee Chair or the Planning Council Staff within ten (10) working days.

The **grievance statement** must include a description/summary and an indication of what

the grievant believes should occur to resolve the grievance. Forms or letters **must be signed and dated**. The **same form** will be used for mediation and/or arbitration. Forms are available from the Planning Council Liaison, at 215 S. San Saba, Suite 100, or committee members. The ten dollar (\$10.00) filing fee (if not waived) must accompany the grievance.

Within fifteen (15) working days of receiving the grievance, the Committee Chair will respond to the parties **by phone and/or by written** acknowledgment to include a mutually agreeable date and time to evaluate and/or resolve the grievance.

**STEP 2:** If the grievance is not resolved at the mutually established meeting, the grievant and the Committee will submit the **same grievance** to the **Bexar County Dispute Resolution Center** where an impartial third party will intervene. This request must be presented, in person or by mail within fifteen (15) working days.

There are **no costs** associated with mediation by the Dispute Resolution Center. Any special rules from the Dispute Resolution Center will be provided in a timely manner to the grieving parties prior to any mediation. Forms of detailed information on the procedures to file with the Bexar County Dispute Resolution Center may be obtained either by calling (210) 335-2128 or by writing:

Bexar County Dispute Resolution Center  
Bexar County Court House  
300 Dolorosa, Suite 1102  
San Antonio, TX 78205

The grieving parties will not be involved in the selection of a mediator. Any discussions mediated by the Dispute Resolution Center between the grieving parties are **confidential** and will **not** be released by the Dispute Resolution Center. The mediation process should not exceed a maximum of forty-five (45) days.

**Binding Arbitration:** The Planning Council will be recognized by the Grantee as being able to act on its own behalf and, as such can enter into binding arbitration with the grievant. Based on the above time line in filing a grievance, if at the end of mediation no result is found the grievant has five (5) working days to request binding arbitration. There is no cost for filing for arbitration; however a case management fee, not to exceed \$150.00 will be assessed per opponent. A request for binding arbitration should be made by using the **same** grievance form indicating that binding arbitration is requested.

The ability to bring a grievance to binding arbitration will be **agreed to by both parties** prior to requesting arbitration. An arbitrator will be selected in accordance with *American Arbitration Association Commercial Arbitration Rules as Amended and Effective on July 1, 1996, all rights are reserved the American Arbitration Association*. Local arbitrators will be used as available. The arbitrator will be chosen by a "strike" process in which lists of three qualified arbitrators are provided to the opponents in the arbitration and each may strike

one name for cause. If two names remain, an arbitrator will be selected by mutual consent of the opponents. Costs associated with arbitration will be the responsibility of the both opponents and will not exceed \$225.00 per hour per opponent for the arbitrator. At this time the Planning Council has no control of these costs, however funds may be made available for individuals based on economic status. Time and place of arbitration will be announced once an arbitrator is selected and all parties will be notified. A hearing will be set within fourteen (14) working days, and not to be delayed beyond one month. The arbitration process will not exceed sixty (60) days. The entire grievance process will not exceed six (6) months.

If the grievance requires reallocation, the time involved in the grievance process and the timely distribution of CARE Act funds will be taken into consideration by the arbitrator. If the process may adversely affect the delivery of services to the community, awards by the arbitrator may be adjusted by following the grant reallocation process or during the next grant period.

**San Antonio Area HIV Health Services Planning Council  
Grievance Form**

**Request for:**   \_\_Grievance Resolution   \_\_Mediation   \_\_Binding Arbitration

The undersigned party(ies) submit the following grievance for resolution under the grievance procedures of the San Antonio Area HIV Health Services Planning Council Grievance Committee, designated as the receiving authority. Mail or bring to: Grievance Committee, c/o Planning Council Staff, P.O. Box 7878, San Antonio, TX 78207-0878. Please include designated fee.

**Statement of Grievance:** (type or print, include dates, all parties involved, resolution sought, use back of form if necessary.)

**Request for Mediation** (indicate result of previous Grievance Committee action)

Name of grievant(print): \_\_\_\_\_ Date \_\_\_\_\_

If grievant is an organization, name of authorized individual:

\_\_\_\_\_

Mailing address: \_\_\_\_\_

Telephone: \_\_\_\_\_ FAX: \_\_\_\_\_

Signature: \_\_\_\_\_

Responding party: \_\_\_\_\_ Date: \_\_\_\_\_

Mailing address: \_\_\_\_\_

Telephone: \_\_\_\_\_ FAX: \_\_\_\_\_

Signature: \_\_\_\_\_