Fort Lauderdale / Broward County EMA
Broward County HIV Health Services Planning Council
An Advisory Board of the Broward County Board of County Commissioners
200 Oakwood Lane, Suite 100, Hollywood, FL, 33020 - Tel: 954-561-9681 / Fax: 954-561-9685

Committee Meeting Agenda: ad-Hoc By-Laws Committee
Date/Time: Wednesday, July 8, 2015, 9:30 a.m. **Location:** Gov't Center Annex Room A-337
Chair: Dr. Mark Schweizer

1. **CALL TO ORDER:** *Welcome, Review meeting ground rules, Statement of Sunshine, Introductions, Moment of Silence, Public Comment*
2. **APPROVALS:** 7/8/15 Agenda and 2/11/15 Minutes
3. **STANDARD COMMITTEE ITEMS**
   None.
4. **MEETING ACTIVITIES/NEW BUSINESS**

Meeting Tasks	*Action to be taken*
By-Laws Parking Lot Items (Handouts A-1 & A-2)	ACTION ITEM: Review the list of By-Laws Parking Lot items and make a recommendations for Parking Lot items #4 and #6 - 10.

5. **GRANTEE REPORT**
6. **PUBLIC COMMENT**
7. **AGENDA ITEMS/TASKS FOR NEXT MEETING:** TBD **VENUE:** TBD
8. **ANNOUNCEMENTS**
9. **ADJOURNMENT**

PLEASE COMPLETE YOUR MEETING EVALUATIONS

THREE GUIDING IDEAS OF THE BROWARD COUNTY HIV HEALTH SERVICES PLANNING COUNCIL
• Linkage to Care • Retention in Care • Viral Load Suppression •

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MEETING MINUTES

Committee: Ad Hoc By-Laws Committee
Date/Time: Wednesday, July 8, 2015, 9:30 a.m. **Location:** Gov't Center Annex Room A-337
Chair: Dr. Mark Schweizer

ATTENDANCE					
#	**Members**	**Present**	**Absent**		**Guests**
1	Burgess, D.		A		Lewis, L.
2	Katz, H. B.	X			Myers-Culpepper, K.
3	Moragne, T.	X			Runkle, D.
4	Schweizer, M., *Chair*	X			
					Grantee Staff
					Degraffenreidt, S.
					HIVPC Staff
					Bente, A.
					Beckford, R.
	Quorum = 3	3			Johnson, B.

1. CALL TO ORDER

The Chair called the meeting to order at 9:40 a.m. The Chair welcomed all present. Attendees were notified of information regarding the Government in the Sunshine Law and meeting reporting requirements, which includes the recording of minutes. Attendees were advised that the meeting ground rules are present, for reference. In addition, attendees were advised that the acknowledgement of HIV status is not required but is subject to public record if it is disclosed. Chairs, committee members, guests, Grantee staff, and HIVPC staff self-introductions were made and a moment of silence was observed.

2. APPROVALS

Motion #1: To approve the 2/11/15 meeting minutes.
Proposed by: Moragne, T. **Seconded by:** H.B. Katz.
Action: Passed Unanimously

Motion #2: To approve today's meeting agenda
Proposed by: Katz. **Seconded by:** Moragne, T.
Action: Passed Unanimously

Motion #3: To appoint David Runkle and Lamont Lewis to the ad-Hoc by-laws committee meeting.
Amendment: To include both prospective members in this motion.
Proposed by: Katz, H.B. **Seconded by:** Moragne, T.
Action: Passed Unanimously

3. STANDARD COMMITTEE ITEMS

None.

4. MEETING ACTIVITIES/NEW BUSINESS

a) By-Laws Parking Lot Items (Handouts A-1 & A-2)
Staff reviewed changes that were made to the By-Laws at the last meeting. Staff explained that the committee will discuss parking lot items #4 and #6-10 today.

The committee discussed parking lot item #4. The Chair mentioned that there will be less issues with quorum, if only the chair or vice-chair has to be present at a specific meeting. There was a discussion to clarify the current standards regarding quorum of the executive meeting, as well as the standards regarding the current motion. A guest described his viewpoint of the proposed change. The committee reviewed the current by-laws to clarify some of the underlying questions. A member of the committee mentioned that the wording needs to be better explained. A following member of the committee discussed the past meeting attendance, and stated that there will be a greater issue if only the Chair is counted for quorum at the Executive committee meetings. The committee chair decided to take this item to the lawyer, in order to confirm that the change in quorum adheres to County Ordinance regulations. A member of the Grantee Staff mentioned that the underlying question the committee needs answered, is whether the committee can be represented at the executive meeting; rather than the person.

The committee discussed parking lot item #6. A member of the Grantee staff discussed this parking lot item; which was proposed by the exploratory committee in order to update the language in Article III & Article VIII, Section 11. The group's purpose is to monitor the activities of the Integrated Comprehensive Plan. This group will not be a committee, but instead will be a working group. The details of this work group have not yet been refined. HIVPC Staff stated that this work group will not be a committee, so that quorum requirements will not be a factor. The committee chair further explained that members will be selected by the Executive committee, which we approved by the HIVPC.

Motion #4: To approve language in Article III & Article VIII, Section 11
Proposed by: Schweizer, M. **Seconded by:** Moragne, T.
Action: Passed Unanimously

The committee discussed parking lot item #7. Staff explained that according to the Barriers survey; one of the major barriers to attending meetings are transportation for committee members. The MCDC committee is proposing to offer reimbursement for travel to committee members in order to encourage participation. A member of the Grantee staff further explained that council members already receive reimbursements; however the proposal is to open this benefit up to council members.

Motion #5: To approve language in Article X, Section 4.
Proposed by: Moragne. **Seconded by:** Katz, H.B.
Action: Passed Unanimously

The committee discussed parking lot item #8. Staff explained that this item pertains to the language associated with representing the HIVPC. This item is clarifying that members know which language to use when they are recruiting potential members for the HIVPC. It was recommended by the Chair to keep the by-laws as is; as to refer to the Policies and Procedures of MCDC when outlining this very specific recruitment activity. The committee determined that the MCDC P&P already clearly states the procedure for recruitment.

The committee discussed parking lot item #9. This consent item is to include language about automatic removal from the County ordinance. This will ensure that the By-Laws correctly reflects the County ordinance rules for attendance requirements.

Motion #6: To approve additional language in Article IV, Section 11.
Proposed by: Moragne, T. **Seconded by:** Katz, H.B.
Action: Passed Unanimously

The committee discussed parking lot item #10, this item proposes to language about individuals elected by virtue of special election; which will ensure that the Local Procedures Manual and the By-Laws coincide.

A member of the committee suggested that a clause be added to this item in order to ensure the time frame of HIVPC Chairpersons; however the committee disagreed.

Motion #7: To approve updating the language in Article V, Section 2.
Proposed by: Katz, H.B. **Seconded by:** Moragne, T.
Action: Passed Unanimously

The committee discussed parking lot item #11. This item ensures that the Chair or Vice-Chair of the HIVPC cannot be the Chair or Vice Chair of committee. The committee agreed that the language should be updated.

Motion #8: To approve language in Article V, Section 5.
Proposed by: Katz, H.B. **Seconded by:** Moragne, T.
Action: Passed Unanimously

5. GRANTEE REPORT
None.

6. PUBLIC COMMENT
None.

7. AGENDA ITEMS/TASKS FOR NEXT MEETING: August 5, 2015 VENUE: Gov't Center Annex Room A337

Tasks for next Meeting	*Action to be taken*
By-Laws Parking Lot Items	ACTION ITEM: Review the list of By-Laws Parking Lot items and make a recommendations for item #4.

8. ANNOUNCEMENTS
None.

9. ADJOURNMENT
The meeting was adjourned at 11:00 a.m.

AD-HOC BY-LAWS COMMITTEE ATTENDANCE 2015

Count	**Meeting Month:**	**Jan**	**Feb**	**Jul**
	Meeting Date:	14	11	8
1	Burgess, D.	X	X	E
2	Creary, K.	A	A	Z
3	Katz, H.B.	X	X	X
4	Moragne, T.	X	X	X
5	Schweizer, M., *Chair*	X	X	X
6	Siclari, R.	A	Z	
	Quorum = 4	4	4	3

BY-LAWS PARKING LOT ITEMS				
#	**Proposal**	**By-Laws Location**	**Stated Reason**	**Recommendation**
1	Need to update language about reimbursements procedures.	Article X, Section 4	Outdated.	Language updated to reflect current procedure.
2	Consider if HIVPC members also need to be members of a standing committee.	Article IV, Section 9	Member inquiry.	HIVPC members must be members of a standing committee. Language updated to add clarity.
3	Removal for cause for alternate HIVPC members.	Article IV, Section 11	There is currently no way to remove HIVPC alternates.	Language updated to clarify that HIVPC alternates may also be removed for cause. Removal procedures are in MCDC P&P.
4	Consider only having the Chair *or* Vice Chair count for quorum for the Executive Committee	Article VIII, Section 4	Having both Chairs and Vice Chairs count for quorum has created some issues for achieving quorum.	Language will remain the same, but the committee will continue to monitor attendance and may review the language again at a later date.
5	Update the succession plan for HIVPC Chair and Vice Chair to include information about who takes on the roles and responsibilities of the Chair/Vice Chair in the event of a vacancy.	Article V, Section 2 Article VI, Section 8	The By-Laws indicate who should Chair a meeting if the Chair or Vice Chair is not present, but there is no mention of who should take over the roles and responsibilities of the Chair or Vice Chair in the interim between a resignation and an election.	Language updated to include succession plan for assumption of duties, and justification for succession plan.
6	Consider Integrated Comprehensive Plan Group membership, leadership, and what the roles and responsibilities of the Integrated Group will be.	Article III & Article VIII, Section 11	Language regarding membership, leadership, and purpose of the new Integrated Work Group	Added under Article VIII, Section 11
7	Consider reimbursing for transportation for more than just HIVPC members.	Article X, Section 4	Transportation is often cited as a barrier to attending meetings. Making transportation reimbursement open to more parties, may help with engagement and participation.	Waiting on results from MCDC survey.
8	Clarify what it means to represent the HIVPC.	Article V, Section 4	Clarification will help ensure that members are not speaking out of turn when they are recruiting.	Clarified in MCDC P&P.
9	Include language about automatic removal from the County ordinance.	Article IV, Section 11	Ensure that By-Laws reflect the ordinance.	Added under Article IV, Section 11, Paragraph E.
10	Include language about individuals elected by virtue of special election.	Article V, Section 2	Ensure that individuals elected by virtue of special election will for ability to run for two additional terms.	Added under Article V, Section 2, Paragraph C.

11	Clarify that HIVPC leadership can only serve as Executive Committee leadership, not any other committees.	Article V, Section 5	Language only states the HIVPC Chair may not Chair any committees besides Executive. Vice Chairs are not mentioned.	

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BY-LAWS PARKING LOT RESEARCH

No.	Proposal	EMA Research

2	Consider if HIVPC members also need to be members of a standing committee.	• HIVPC members must participate on at least one standing committee or ad-Hoc committee (*Boston & Denver*)
		  ○ Excluding the PSRA Committee (*Denver*)
		  ○ Excluding the Evaluation of the Assessment of the Administrative Mechanism Committee (*San Bernardino*)
		• HIVPC members must participate on at least one standing committee (*Washington D.C., Fort Worth, Middlesex, Minneapolis, New Haven, Oakland, San Antonio*)
		• HIVPC members must participate on at least one standing committee, with the exception of certain exempt seats (*San Bernardino*)

3	Removal for cause for alternate HIVPC members.	• Majority vote of HIVPC required to remove
		  ○ Two-thirds majority (*Boston, Washington D.C., Fort Worth, New York, Philadelphia, San Antonio*)
		  ○ Majority (*New Haven, San Bernardino*)
		• Written notice to affected member required
		  ○ 10 day notice (*Boston, Washington D.C.*)
		  ○ 7 day notice (*New York, Philadelphia*)
		  ○ 48 hours (*Denver*)
		• Reasons for removal
		  ○ For cause/any reason (*Boston, Denver, Fort Worth, New York, Philadelphia*)
		  ○ Code of conduct violation/inappropriate behavior (*Washington D.C., Las Vegas, Middlesex, New Haven, Philadelphia, San Antonio, San Bernardino, Seattle*)
		  ○ Conflict of Interest (*Washington D.C., Middlesex, Philadelphia, Seattle*)

4	Consider only having the Chair *or* Vice Chair count for quorum for the Executive Committee	• Chair of each committee (*Washington D.C., Boston*) • Chair and Vice/Co-Chair (*New Haven, Philadelphia, New York City*) • Either the Chair or Vice Chair (*Seattle & Middlesex*)
5	Update the succession plan for HIVPC Chair and Vice Chair to include who takes on the roles and responsibilities of the Chair/Vice Chair in the	• Next in line of succession serves as interim for vacant seat (*Middlesex, Denver, Washington D.C.*) ○ Next in line assumes any associated duties (*Denver*)

BY-LAWS PARKING LOT RESEARCH

No.	Proposal	EMA Research
	event of a vacancy.	

7	Consider reimbursing for transportation for more than just HIVPC members.	• Ryan White Part A Manual
		    ○ "Generally, expense reimbursement is provided only for unaligned consumer members of the planning council" (page 130)
		    ○ "Ryan White funds cannot be used to reimburse expenses of non-members to attend planning council meetings as observers. However, the planning council can reimburse actual meeting expenses for consumers who serve on committees or task forces or make requested presentations to the planning council" (page 132)
		• Planning Council members (*Boston*, *San Bernardino*, *Washington D.C.*, *Middlesex*, *Las Vegas*)
		    ○ Committee members (*Washington D.C.*)
		• All HRSA allowed expenses (*Washington D.C. & Las Vegas*)
		• Transportation (*Boston*, *San Bernardino*, *Middlesex*)
		• Child care (*Boston*)
		• Meals (*Middlesex*)