

# **BY-LAWS**

**Of the**

## **Ryan White Planning Council New Haven & Fairfield Counties**

**Honorable Mayor John DeStefano, Jr.**

**Council Co-Chairs Leif Mitchell and Thomas J. Kidder**

***Updated & Approved March 12<sup>th</sup>, 2010***

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## **Article I - Name**

### ***Section 1.1***

The name of the Council shall be the Ryan White Planning Council New Haven & Fairfield Counties. As used in these By Laws, the words "Planning Council" and "council" mean and refer to the full Ryan White Planning Council New Haven & Fairfield Counties. The term "committees" used in these by-laws refer to the committees of the full Planning Council.

### ***Section 1.2***

The area served by the Council shall be Fairfield and New Haven Counties.

## **Article II - Legal Authority**

### ***Section 2.1***

The Council was created by and functions pursuant to the requirements of the Ryan White Comprehensive AIDS Resources Emergency Act of 1990, and was established and appointed by the Honorable John C. Daniels, Mayor, City of New Haven, Connecticut on September 14, 1993. Only the Mayor and his appointed Planning Council Co-Chairs may speak on behalf of the Planning Council, unless written permission given otherwise.

## **Article III - Mission Statement**

### ***Section 3.1***

The Planning Council will strive to ensure delivery of a comprehensive and integrated system of health and social services that guarantees 100% access to services and 0% disparity in health outcomes for all persons living with HIV/AIDS in New Haven and Fairfield Counties and will strive to meet the needs of those affected by HIV/AIDS.

### ***Section 3.2 Duties***

The duties of the Council shall be:

- a) Establish service priorities and allocate funds from the 2009 Ryan White HIV/AIDS Treatment Extension Act within the eligible area.
- b) Develop a comprehensive plan for organizing, delivering, evaluating and monitoring HIV/AIDS related health and support services that seek to be compatible with existing State or local plans regarding the provision of HIV/AIDS-related services.
- c) Assess the efficiency of the administrative mechanism in rapidly allocating funds to areas of greatest need within the eligible area;

## **Article IV - Membership**

### ***Section 4.1(a) Representation***

The Council shall consist of a maximum of forty-five (45) members. At a minimum, membership shall include representatives of the following groups:

1. Health-care providers, including federally-qualified health centers;
2. Community-based organizations serving affected populations and AIDS-service organizations;
3. Social-service providers, including housing and homeless-services 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, including individuals with HIV disease or AIDS, and historically under-served groups and subpopulations;
9. Non-elected community leaders;
10. State Medicaid agency;
11. State agency administering the Part B program;
12. Modernization Act grantees under Part C;
13. Modernization Act grantees under section 2671 which provide coordinated services and access to research for women, infants, children or youth (including Part D); or, if none exists, representatives of organizations with a history of serving children, youth, and families living with HIV/AIDS and operating in the EMA;
14. Grantees under other Federal HIV/AIDS programs, including HIV/AIDS-Prevention Programs;
15. Formerly incarcerated PLWH/A or their representatives;
16. Individuals co-infected with Hepatitis C; and
17. Members of a federally recognized Native American tribe.

## ***Section 4.1(b) Reflectiveness***

The Council will strive to maintain in its composition demographics similar to those of the epidemic in the metropolitan area.

The Planning Council's membership will consist of at least 33 percent HIV+, non-conflicted individuals who receive Part A funded services. A non-conflicted individual is someone who is not an officer, employee, or consultant to any provider that receives Part A funds.

## ***Section 4.2(a) Member***

A "member" or "members," as used in these By-laws, refers to those persons who have been duly and lawfully appointed to the Planning Council by the Chief Elected Official (CEO) or Mayor of the City of New Haven.

All members shall have voting privileges on the Planning Council. Voting privileges commence upon receipt of the Mayor's letter of appointment.

## ***Section 4.2(b) Membership Process***

1. A blank application for nomination to the Council is available to anyone who requests them, and are kept with the Chair of the Membership/Finance Committee and/or Planning Council Staff.
2. Persons may nominate themselves or persons may be nominated by someone else.
3. Completed applications are submitted in confidence to the Membership/Finance Committee, which is representative of the Council (mailing instructions are included with nomination form).
4. Nominees may be recruited by the Membership/Finance Committee in conjunction with the Planning Council as a whole in accordance with a plan that outlines target populations for recruitment (Section 4.2(b), Item 6 below) defines variables that guide the recruitment plan).
5. The Membership/Finance Committee will review nominations on an ongoing basis and go into Executive Session to discuss confidential information as needed.

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6. The Membership/Finance Committee examines the current composition of the Council and reviews applications for several variables including: reflectiveness, geographic area of employment and/or residence, agency affiliation, and legislative requirements. Additional information regarding a nominee's experience and background will be considered to the extent that a nominee chooses to disclose the information in the nomination application. The information may provide evidence of the nominee's leadership qualities, organizational abilities, individual strengths, and commitment to HIV/AIDS services. All information is recorded and stored by the Chair of the Membership/Finance Committee and/or Planning Council Staff in accordance with the Public Act concerning HIV/AIDS Confidentiality.
7. Applications are accepted year round.

## **Section 4.2(c) Terms of Service**

The term of office shall be for a period of three (3) years for all Planning Council members. Membership will begin upon Mayoral appointment and will end on the last day of the month after three years (for example, if an individual is appointed on June 9, the term will end on June 30 three years later). Upon completion of a three-year term, an individual is eligible to immediately reapply for Planning Council membership in accordance with Section 4.2 (b).

## **Section 4.2(d) Responsibilities**

Each member of the Planning Council shall have the following responsibilities:

1. To uphold the goals, objectives, policies and procedures of the Planning Council.
2. To attend Planning Council meetings and to participate in the policy-making decisions of the Planning Council (see Article V, Section 5.9 for attendance requirements).
3. To choose a standing committee and serve in accordance with the provisions of Article VI and as is suited to the member's interests, skills, and needs of the Planning Council;
4. To contribute his/her professional and personal expertise to further the work of the Planning Council; and
5. To support actively the membership recruitment, planning, needs assessment, and priority setting processes of the Planning Council.
6. To recognize and disclose any conflicts of interest and abstain from voting as necessary (see Article VII, Conflicts of Interest).

## **Section 4.3 Termination of Membership Based on Conduct**

Any member who fails to perform his/her duties as discussed in Section 4.3(a) shall be subject to removal without further cause. In addition, conduct or behavior that interferes with the business of the Planning Council and/or conduct that would have a negative impact on the community's confidence in the Planning Council are also grounds for termination of membership. Proposed terminations shall be reviewed by the Executive Committee, which shall submit a recommendation to the Planning Council. A majority vote of the Planning Council shall be required for approval of termination. The CEO may terminate the membership of a Planning Council member with or without the recommendation or approval of the Planning Council.

## **Section 4.4(a) Planning Council Co-Chairs Overview**

Two Co-Chairs shall be the Officers of the Planning Council. This Council shall make all attempts to secure at least one Co-Chair that is HIV+ to ensure representation of people living with HIV/AIDS in Council leadership positions. The term of office shall be for three years. All Co-Chairs are appointed by and serve at the pleasure of the Mayor of the City of New Haven.

Co-Chair terms take the place of Planning Council membership terms. Therefore, once a Council member becomes a Planning Council Co-Chair, their membership term is ended and their three-year Co-Chair term begins. Once the Co-Chair term is finished, the individual is no longer a Planning Council member, but is eligible to immediately reapply for Planning Council membership as stated in section 4.2(b).

Co-Chairs may not serve consecutive terms. However, in the event that a new Co-Chair cannot be found by the time the term expires, the Council should request that the term of the outgoing Co-Chair be extended until

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the appointment of a new Co-Chair is secured. Co-Chair terms should end in rotating years so as not to have both leaving in the same year. In the event that Co-Chair terms cannot end in rotating years, the Council should request that the Co-Chair with the latest termination date have his or her term extended by one year. If terms end on the same date, the Planning Council shall vote to decide which Co-Chair's term should be extended.

In the event that a Co-Chair resigns from the Planning Council, the Membership/Finance Committee will seek nominations to fill the term of the resigning Co-Chair and make a recommendation to the Planning Council for a vote. The nomination and vote tally will be forwarded to the Mayor for final appointment.

## **Section 4.4(b) Planning Council Co-Chairs Eligibility**

The eligibility requirements for Planning Council Co-Chairs are as follows:

- Currently serve as a Council member.
- Have currently served on the Council for at least 12 consecutive months.
- Have attended at least 75% of Council and assigned committee meetings within the last 12 months.
- Currently reside in New Haven or Fairfield Counties.

## **Section 4.4(c) Planning Council Co-Chairs Nomination Process**

The voting process for Planning Council Co-Chair nominations differs from the regular voting process. The vote begins by the Membership/Finance Committee recommending all eligible nominations to the Planning Council that it has received. While strongly encouraging multiple nominations, the Membership/Finance Committee retains the right to move an eligible Co-Chair nomination forward to the full Planning Council when at least one eligible nomination is submitted.

During the meeting in which nominations are being moved forward to a vote, the following process takes place.

- The Membership/Finance Committee distributes information about the nominees. Nominees have the opportunity to address the council and then leave the room during Planning Council discussion.
- A motion is entertained to consider the nominations. After the motion is seconded, discussion occurs.
- Once discussion is finished, a written ballot tally is taken. This tally is designed to allow council members to prioritize the nominees when there is more than one nominee, since parliamentary procedure only allows a yes / no / abstention vote. Even if only one nominee exists, the ballot tally is used to let members make an individual and private choice on the nominee.
- The ballot is submitted to and counted by Planning Council Staff and the results are shared with the Planning Council Co-Chairs. The Co-Chairs announce the results of the ballot to the Planning Council.
- A Planning Council member converts the results of the ballot into an official motion to recommend to the mayor for appointment of the nominee with the most ballot votes and to forward the prioritized list of names from the ballot tally to the mayor. The motion follows regular parliamentary procedure (second, discussion, called vote).
- After the vote is complete, the Council forwards a list of all Co-Chair nominees and their qualifications and the top recommendation from the Planning Council. The Mayor of New Haven makes the final appointment of the Council Co-Chairs.

## **Section 4.4(d) Planning Council Co-Chair Responsibilities**

One or both Co-Chairs shall:

1. Preside at all meetings of the Planning Council.
2. Appoint any Standing and Special Committees.
3. Serve as liaison, or designate a liaison, for/with the Mayor of the City of New Haven and the Ryan White Office.

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4. Serve as liaison, or designate a liaison, for communication, as appropriate, with the Ryan White Office and the Health Resources and Service Administration (HRSA). Attend, or appoint a representative to attend, HRSA meetings / conferences.
5. Coordinate, or cause to be coordinated, interaction among stakeholders, such as representatives from other Modernization Act Participants (Parts B, C, D, others), local and statewide HIV/AIDS planning groups, and State and local health and service Departments.
6. Serve as public spokesperson of the Planning Council. Issue or cause to be issued, correspondence that represents the position of the Planning Council on policy / operational / other matters.
7. Appoint Committee Co-Chairs in consultation with the Executive Committee.
8. Keep, or cause to be kept, the minutes of all meetings of the Planning Council (consistent with by-laws Article V Section 5.10) and of the Executive Committee.
9. Give, or cause to be given, all notices of meetings of the Planning Council (consistent with by-laws Article V Section 5.4) and of the Executive Committee.
10. Call or cause to be called, Special Meetings of the Planning Council consistent with by-laws Article V Section 5.2.
11. Keep, or cause to be kept, updated records of membership attendance at Planning Council meetings. Accept written notice of resignation from members and officers. Ensure that nominations and appointments are carried out in a timely fashion and consistent with HRSA membership requirements and other requirements authorized by the Planning Council. Notify the Membership/Finance Committee Chair(s) of the vacancy created by such written notice of resignation.
12. Perform all other duties necessary or incidental to the position.
13. One Planning Council Co-chair will attend each standing committee of the Planning Council
14. In the event of the absence of both Committee Co-Chairs, a Council Co-Chair can chair a committee meeting.

## ***Section 4.4(e) Planning Council Co-Chair Removal***

See Article IV, Section 4.3, Termination of Membership Based on Conduct.

## ***Section 4.5(a) Committee Co-Chairs***

Each Planning Council Committee shall have two Committee Co-Chairs. This Council shall make all attempts to secure at least one Committee Co-Chair that is HIV+ to ensure representation of people living with HIV/AIDS in Council leadership positions. The term of office shall be for three years.

## ***Section 4.5(b) Committee Co-Chair Eligibility***

Eligibility is limited to Members. Preferrably, eligible candidates would be a member of the committee of which being asked to be Committee Co-chair for the last six months.

## ***Section 4.5(c) Committee Co-Chair Responsibilities***

One or both Co-Chairs shall:

1. Develop, or cause to be developed, Committee Meeting Agenda.
2. Preside and facilitate all meetings of the Committee.
3. Keep, or cause to be kept, the minutes of all Committee meetings.
4. Review all committee meeting minutes prior to distribution to Planning Council members.
5. Give, or cause to be given, all notices of Committee meetings of the Planning Council (consistent with by-laws Article V Section 5.4).
6. Support members of the committee by (a) being available for committee members who have questions, and (b) contacting members who miss meetings.

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7. Attend Executive Committee meetings (see Article V, Section 5.9 for attendance requirements).
8. Provide informational sessions prior to Planning Council meetings (as needed or requested).
9. Discuss terms of Committee Co-chairs with the Committee 6 months prior to the end of the term.
10. Recommend Committee Co-chairs to the Executive Committee.
11. Perform all other duties necessary or incidental to the position.

## ***Section 4.5(d) Committee Co-Chair Removal***

Any Committee Co-Chair who fails to perform the duties of a Committee Co-Chair as stated in Section 4.5(c) is subject to removal by the Executive Committee.

If a committee member has concerns regarding the performance/duties of the committee co-chair, the committee member should first attempt to resolve the issue with the Co-Chair of said committee. If the issue/concern is still not resolved, the committee member shall bring the concerns/issues to the Council Co-Chairs for resolution. Finally, if the issues/concerns are still not resolved, the Council Co-Chairs will bring the issue/concern to the full Executive Committee to investigate the concerns.

If the Executive committee concludes the concerns justify the Committee Co-Chair's removal, the Executive Committee votes to administratively dismiss the Committee Co-Chair for failure to perform duties. The vote is conducted according to parliamentary procedure and requires a simply majority of the current Executive Committee. The dismissed committee co-chair's Planning Council membership term is not affected by the dismissal.

## **Article V - Meetings**

### ***Section 5.1 Regular Meetings of the Planning Council***

A regular Planning Council meeting schedule will be established by the Co-Chairs in consultation with the Executive Committee and can be amended at any time by the Co-Chairs, by giving the necessary advance notice consistent with Section 5.4. There shall be not less than six meetings during the year.

### ***Section 5.2 Special Meetings***

Special or Emergency Meetings may be held on the call of either of the Co-Chairs or set by Co-Chairs after written request of any ten members of the Council is received by either of the Co-Chairs. Should such a meeting be called, all members shall be notified by telephone, facsimile or hand delivery, and public notice of the meeting time and place shall be filed with the New Haven City Clerk at least twenty-four (24) 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.

### ***Section 5.3 Public Meetings***

All regular meetings of the Planning Council and all committee meetings shall be open to the public for the purpose of observing the Planning Council's deliberations. The Planning Council will reserve time for public comment on the business agenda of any meeting of the full Planning Council (article V section 5.11). Planning Council minutes shall be public documents, in accordance with the Freedom of Information Act (FOIA) and Health Resources Services Administration (HRSA) regulations and by-laws Article V Section 5.10.

### ***Section 5.4 Notice of Meeting***

A yearly schedule of meetings will be filed with the City Clerk of New Haven by January 31<sup>st</sup>. In addition, in an effort to promote consistent communication, the Planning Council will strive to send notices of any regular meeting of the Planning Council to each member at his/her last known address as given to the Co-Chairs or their designee not less than seven (7) calendar days prior to the scheduled date for that meeting. In addition,

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notices of any regular meeting of the Planning Council may be sent to members of the public who have requested this information in writing.

## **Section 5.5 Quorum**

A quorum must be present at regular or specially scheduled Planning Council meetings in order for the Council to engage in formal decision making. A quorum for full Planning Council meetings is defined as 50 percent of the membership plus one. In computing a quorum, vacant seats on the Council shall not be counted. If a quorum is not present, those present can conduct the meeting, but all decisions are "pending" until ratified by a quorum at a subsequent meeting.

A quorum for all Committee meetings to occur will be 5 Planning Council members including one Committee Co-Chair or one Council Co-Chair, pursuant to Section 4.4 (d).

## **Section 5.6 Agendas**

An agenda for all Planning Council meetings shall be prepared and available to Council members no less than 24 hours before a meeting and whenever possible at least 3 business days in advance of the Planning Council meeting.

## **Section 5.7 Voting**

At meetings of the Council and the Committees (except the Executive Committee, see below) each member of the Council is entitled to one vote on any question provided that a quorum is then present. Proxies shall not be permitted. Voting upon any question before the Council shall be by voice vote, or by show of hands of the members. All votes shall be recorded by name and action in the minutes of the meeting. Upon the request of any member in attendance, voting upon a question shall be by roll call. No secret ballots shall be permitted.

Council members shall abstain from voting in all instances where a division, department, subsidiary, or any similar sub-entity of agency with which he/she is associated, administers a program or programs which is the direct subject of a matter for decision by the Council or when voting on minutes for a meeting at which they were not present. Further, Council Members shall abstain from voting in all matters in which they as individuals have a personal, fiduciary or financial interest.

Voting in the Executive Committee shall be as follows. The Committee Co-Chairs shall represent the Committee's decision to the extent that it is known, even if his/her personal opinion differs from the Committee's. The Ryan White Office will not have a vote. The Ryan White Office can participate in the decision-making process through discussion and guidance. Public participants and Planning Council members who are not a Co-Chair representing a Committee will not have a vote. The presiding co-chair will abstain unless there is a tie.

See Article IV, Section 4.4(c) for voting on Planning Council Co-chairs.

The voting process for membership nominations follows the regular voting procedure.

## **Section 5.8 Executive Session**

At any meeting of the Planning Council, two-thirds of the members present may make a motion to convene in executive session in public and state the purpose of the executive session. Permitted executive session purposes are: 1) discussion of appointment, performance, evaluations, health and dismals of an employee or Council member; 2) strategy and negotiations with respect to pending claims and litigation; 3) security matters; and 4) discussions that would disclose records that are exempt from disclosure. There will be no official record and no votes be taken in executive session.

## **Section 5.9 Attendance**

Council members are expected to attend 100% of the regular Planning Council meetings per calendar year with no more than four (4) absences regardless of reason. Council members are also expected to attend a committee meeting (other than the Executive Committee) once per month with no more than four (4) absences regardless of reason per year. Additionally, committee Co-Chairs are expected to attend 100% of the Executive Committee meetings per calendar year with no more than four (4) absences regardless of reason. Any Council member who does not meet the attendance requirement is subject to removal without further cause. Any member who is unable to attend a meeting of the council should notify the Co-Chairs of the Council prior to the meeting. A member will receive a warning letter if the member misses four Planning Council meetings or misses four months of committee meetings or (for Executive Committee members only) four Executive Committee meetings. A member will be automatically removed from the Planning Council and will receive a letter to that effect if the member misses five Planning Council meetings or five committee meetings as assigned.

## **Section 5.10 Minutes**

The Planning Council Co-Chairs shall cause the production of Planning Council meeting minutes. In accordance with FOIA, Co-Chairs or their designee shall prepare and file Planning Council meeting minutes within seven (7) calendar days after the Planning Council meeting. Prior to the subsequent meeting, Planning Council members will receive the draft version of the previous Planning Council meeting minutes. The Planning Council will review the draft meeting minutes, offer any modifications, and vote to ratify the minutes along with any corrections raised at the subsequent meeting. Once approved, ratified meeting minutes will be made available in a timely fashion to the public through the Co-Chairs or their designee. Within forty-eight (48) hours of the Planning Council meeting, the Co-Chairs or their designee shall make available a record of all votes from the meeting. Meeting announcements will indicate that documents or reports distributed at a Planning Council meeting and meeting minutes are available to the general public. Any documents or reports distributed at a Planning Council meeting will be made available by contacting the Co-Chairs or the designee.

In accordance with HRSA regulations, Planning Council meeting minutes shall include the following items: Information on the date, time and location of the meeting; the meeting agenda; action items from the meeting; a summary of discussion points and outcomes according to each agenda item; an attendance record for Planning Council members; and a listing of non-member meeting participants.

In producing the minutes, Planning Council members, Co-Chairs and any designee shall take appropriate measures to guard against disclosure of personal information that would constitute an invasion of privacy, including medical or other personnel matters that should not be disclosed.

## **Section 5.II Order of Business**

The business agenda of any meeting of the full Planning Council shall include the following topics:

1. Moment of Silence
2. Conflict of interest introductions
3. Welcome, Overview, and Meeting Objectives
4. Public Comment
5. Approval of Meeting Minutes
6. Planning Council Committee Updates
7. New/Old Business
8. Public Comment
9. Grantee's (Ryan White Office) Report
10. Announcements
11. Planning Council Process Check-In
12. Adjournment

The public will have three opportunities to address the Planning Council directly during the 'public comment' and 'announcements' portions of each business meeting. Public comment is reserved for public participants only. During public comment, input will be recorded and addressed by the Planning Council either at the meeting or at a later date, as appropriate. Public comment should not be used for announcements. Announcements should be raised during the time segment reserved for 'announcements.'

Planning Council Members shall raise issues not listed on the agenda during 'new /old business.' Planning Council Co-Chairs reserve the right to entertain public comment during the business sections of the meeting ('approval of meeting minutes,' 'Planning Council Updates,' and 'new / old business') if there is sufficient time to complete the Planning Council's business and mandated requirements. If the Planning Council Co-Chairs agree to hear public comment during a discussion on business, the Co-Chairs will set time limits and manage the time.

## **Section 5.12 Parliamentary Procedure**

The rules of Parliamentary practice, as set forth in Robert's Rules of Order, newly revised, shall be the parliamentary authority for all matters not specifically covered in these By-laws and shall govern all Planning Council and Committee meetings except as otherwise provided.

## **Section 5.13 Vacancies**

In the event that a seat in the Planning Council becomes vacant a new member will be appointed by the Mayor of New Haven following the process described in section 4.2 (b).

## **Article VI – Committees**

### **Section 6.1(a) Standing Committees**

The standing committees of the Council shall be the Executive Committee, Membership/Finance Committee, Quality Improvement Committee, and Strategic Planning & Assessment Committee and other such committees as shall be established as Standing Committees of the Council from time to time by the Planning Council Co-Chairs with the approval of the Council. It is mandatory that each member of the Council serve on at least one standing committee

### **Section 6.1(b) Membership/Finance Committee Responsibilities**

1. To ensure that Ryan White Office provider contracts are processed expeditiously and payments are made in a timely fashion to assure service continuity.
2. Monitor expenditures by service category.
3. Secure and maintain a list of potential Planning Council members as well as make certain that the membership of the Council is reflective of the epidemic in the EMA and legal mandates.
4. Maintaining membership by: recruiting new members, teambuilding, reviewing attendance and cause warning letters to be sent when necessary, offering orientation, and assigning mentors.
5. Participate in the resource allocation process.
6. Reconcile the EMA's notice of grant awards.
7. Reviews and recommends a process for the assessment of the administrative mechanism to the Executive Committee

### **Section 6.1(c) Quality Improvement Committee Responsibilities**

1. Develop a Quality Management Plan to set forth the Council's expectations for health and service delivery to people living with HIV/AIDS in our EMA.
2. Establish and review the standards of care.

**Section 6.1(d) Strategic Planning and Assessment Committee Responsibilities**

1. Annually determine the EMA's priorities and resource allocation in conjunction with the Membership/Finance Committee and in accordance with the Comprehensive Health Services Plan.
2. Develop a Comprehensive Health Services Plan that includes blueprints for a) council operations and b) HIV/AIDS service delivery in the jurisdiction.
3. Conduct annual needs assessments to determine health care needs of people living with HIV/AIDS in the EMA.
4. Review and update bylaws annually.

**Section 6.2 Special Committees**

Such Special Committees as may be appropriate may be created from time to time by the Planning Council Co-Chairs with the advice of the Council. Any special committee shall have such powers and duties, and its membership shall be constituted as the Planning Council Co-Chairs may determine.

**Section 6.3 Executive Committee**

The Executive Committee will be comprised of the Co-Chairs of the Planning Council and Co-Chairs of every standing committee. To promote integration and coordination with the City of New Haven, it is expected that unless otherwise notified a representative from the Ryan White Office be in attendance at Executive Committee meetings.

Responsibilities of the Executive Committee include:

1. Review the Committee process.
2. Review the Planning Council workplan on a monthly basis
3. Problem solve and integrate work plans across Committees and the Ryan White Office.
4. Serve as a conduit for information sharing on the Committee level.
5. Give input regarding priority setting, specifically to ensure integration and consistency across Committees.
6. Review and make decisions about filed grievances.
7. Set Planning Council meeting agendas.
8. Remove Co-chairs of Standing & Special Committees (as needed).
9. Assesses the administrative mechanism.
10. Discuss advocacy issues brought before the Planning Council.

The Executive Committee will reserve the right to go into executive session to discuss sensitive or confidential information in accordance with section 5.8 of the by-laws. At an executive session, only members of the Executive Committee may be present. Other parties may be invited to join the executive session at the discretion of the Council Co-Chairs.

**Article VII - Non-Discrimination**

**Section 7.1**

The Planning Council shall not discriminate based on age, sex, race, religion, disability, sexual orientation, gender identity, HIV/AIDS status or national origin.

**Article VIII - Conflict of Interest**

**Section 8.1**

Members of the 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**

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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, or any corporation in which he or she is an employee or has a significant interest as stockholder, director or officer. Examples of conflict of interest that may arise during the course of the Planning Council's responsibility to prioritize and allocate funds for health services include:

- Member works for an agency that receives Part A funding for the service category in question.
- Member sits on the Board of the agency that receives Part A funding for the service category in question.
- Member's family member or significant other works for an agency that receives Part A funding for the service category in question.
- Member's family member or significant other sits on the Board of the agency that receives Part A funding for the service category in question.

Examples of conflict that are diffused through disclosure include (i.e., disclosure of the conflict allows the member to vote on the issue at hand):

- Member volunteers at an agency (in a capacity other than of an official / Board member) that receives Part A funding for the service category in question.
- Member is a former employee of an agency that receives Part A funding for the service category in question.

Examples of non-conflict include:

- Member living with HIV/AIDS receives services from the agency that receives Part A funding for the service category in question. Note: Members living with HIV/AIDS who work for or sit on the board of an agency that receives Part A funding are in conflict as described above.

## **Section 8.3**

In the event that a matter which raises a potential conflict of interest comes before the Council or a committee 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 or a Planning Council Committee who is aware of a potential conflict of interest with respect to any matter coming before the Planning Council or the Committee shall vote in connection with the matter.

During the course of the Planning Council's responsibility to prioritize and allocate funds for HRSA approved health service categories:

- A Planning Council member with Part A funding affiliation (other than as a consumer) for service category in question will be allowed to participate in the discussion around the matter but will not be allowed to vote in connection with the matter.
- A Planning Council member with Part A funding affiliation may vote on a slate of priorities and allocations after disclosing his/her conflict.
- A Planning Council member without Part A funding affiliation but whose agency provides services within service category in question will be allowed to both participate in the discussion as well as vote in connection with the matter.

## **Section 8.5**

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

**Section 8.6**

No member of the Council shall engage in any activity which is contrary to and in conflict with the goals and purposes of the Council or the parties herein.

**Section 8.7**

The Planning Council may not be directly involved in the administration of the Ryan White Grant. Specifically, the Council is prohibited from managing provider contracts.

**Section 8.8**

Members of the Council and contractors are required annually to complete a Disclosure Form. This form should provide the relationship of the person to each organization that can benefit from the action by the Council. These Disclosure Forms will be updated every twelve (12) months.

**Article IX - Grievance Procedure for Planning Council**

**Section 9.1 - Grievances that do not affect funding as described in 9.2**

Anyone wishing to file a grievance against the Planning Council regarding the Planning Council's policies, actions, or its administration of the 2009 Ryan White HIV/AIDS Treatment Extension Act Part A may do so by contacting the Co-chairs of the Planning Council for information or by obtaining a copy of the grievance procedure from the Planning Council Staff.

All complainants must fully complete the Grievance Form included with the grievance procedure and forward the form by certified mail to: Planning Council Staff, Ryan White Office, 54 Meadow Street, 9th Fl. New Haven, Connecticut 06519. Complaints not received in this manner will receive a copy of this process and the appropriate form. Complainants will receive, within seven (7) days by certified mail, acknowledgment of receipt of their grievance as well as the date of the next Executive Committee at which their grievance will be discussed.

Upon receipt of the complaint, the Planning Council Staff will forward copies to all members of the Executive Committee for discussion at their next meeting. Upon initial review, if the Executive Committee determines that no action is appropriate, the Co-Chairs of the Planning Council will so inform the complainant within seven (7) days of the Executive Committee meeting. The response will be in the form of a letter stating the reason for the decision and will be sent to the complainant by certified mail.

If the Executive Committee recommends action, all name participants in the grievance will be informed of such by the Co-Chairs within two weeks of the Executive Committee meeting. This action may include a request to the Project Director for additional information or may include a meeting or meetings with the complainants or other parties named in the grievance. The time frame in which the Executive Committee will determine a resolution will not exceed ninety (90) days. The Executive Committee will make final determination regarding the grievance. All parties named in grievance will be notified by certified mail of the determination by the Executive Committee. If the grievance involves a member of the Executive Committee, that committee member will be excused from the grievance procedure.

**9.2 - Grievances Related to Funding**

***a. Statement of Principle***

The Planning Council is composed of members of the community who are concerned about the needs of persons infected and affected by HIV/AIDS. Priorities for funding are set by an established, written procedure, and are based on the Needs Assessment performed bi-annually. Meetings are posted and advertised to the greatest extent possible and public comment is sought and encouraged at every stage of the planning process. It is the corporate intention of the Council that all inquiries, questions, issues and

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disputes will be addressed and adequately resolved at each stage of the planning process. It is expected that before a person or group becomes a Grievant, they will have participated and made full use of the public process. A Grievant's active participation in the public process prior to filing a grievance will be considered when resolving a formal grievance. It is the hope of the Council that the open process by which it operates integrates enough measures for disclosure and participation so that formal grievance filing would be a rare exception.

## *b. Types of Grievances Covered*

1. Grievances that allege deviation from the established, written procedures for the priority setting process, or,
2. Grievances that allege deviation from the established, written procedures for fund allocation process, or,
3. Grievances that allege deviations from the established, written process for any subsequent changes to priorities or allocations.

## *c. Standing*

Individuals or entities directly affected by the outcome of a decision related to funding as defined above are eligible to bring a grievance and must show their standing to bring a grievance in their initial filing. Directly affected includes:

- Providers eligible to receive Ryan White funding
- Consumer groups/PLWA coalitions and caucuses
- Persons or groups as consumers of Ryan White services or potential services.

## *d. Grievance Procedures*

Anyone wishing to file a grievance against the Planning Council regarding any of the three grievances listed in 9.2(b) may do so by contacting the Ryan White Office Project Director.

Upon receipt of the complaint, the Planning Council Staff will forward copies to all members of the Executive Committee for discussion at their next meeting. Upon initial review, if the Executive Committee determines that no action is appropriate, the Co-Chairs of the Planning Council will so inform the complainant within seven (7) days of the Executive Committee meeting. The response will be in the form of a letter stating the reason for the decision and will be sent to the complainant by certified mail.

If the Executive Committee recommends action, all name participants in the grievance will be informed of such by the Co-Chairs within two weeks of the Executive Committee meeting. This action may include a request to the Project Director for additional information or may include a meeting or meetings with the complainants or other parties named in the grievance. The time frame in which the Executive Committee will determine a resolution will not exceed ninety (90) days. The Executive Committee will make final determination regarding the grievance. All parties named in grievance will be notified by certified mail of the determination by the Executive Committee. If the grievance involves a member of the Executive Committee, that committee member will be excused from the grievance procedure.

## **Article X – Advocacy Policy**

### ***Section 10.1 Overview of Advocacy Policy***

As with all Council business, anyone can bring an advocacy issue to the Council. All requests for a Council-based advocacy response must be received in writing, presented to Council Co-Chairs or Staff, and must cite supporting data. Ideally, requests should be made at least ten days prior to an Executive Committee meeting.

Upon receipt of written request, Council Co-Chairs and Staff will review the request to determine whether the request falls within the Council's two primary advocacy goals: 1) Educating about the HIV/AIDS epidemic or

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2) Addressing roadblocks to the Council's achievement of its primary mandated functions, as defined by HRSA. If the request does not fall within the Council's primary advocacy goals, the request is answered with an administrative letter noting this fact. If the request does fall within one of the two goals, Council Co-Chairs and Staff conduct further research, determine the appropriate action in accordance with the Council's guidelines for engaging in advocacy (listed below), and draft a response.

If the issue is controversial or politically sensitive, or if the Co-Chairs cannot agree on a course of action, the draft response and accompanying research will be discussed at the next regularly scheduled Executive Committee meeting. The Executive Committee will develop a recommendation for the Planning Council and present its recommendation for Planning Council vote. If the Council votes in favor, the action will be carried out. If the Council opposes the recommendation, an administrative letter will be sent to the party who made the initial request, informing them of the Council's decision.

As a courtesy, all draft advocacy responses will be sent to the Mayor's office (or Mayor's designee) at least 72 hours before dissemination. On an annual or more frequent basis, the Council will conduct follow-up on its advocacy efforts to determine the results.

## ***Section 10.2 Guidelines for Engaging in Advocacy***

- Goal:** The Council's advocacy responses can be made in response to two goals: (1) educating about the HIV/AIDS epidemic; and (2) addressing roadblocks to the Council's achievement of its primary mandated functions, as defined by HRSA.
- Causes:** The Council may engage in advocacy efforts in response to misinformation, financial or policy changes, public statements and positions, and/or proactive opportunities that help the Council fulfill its HRSA-mandated functions.
- Responses:** Appropriate Council advocacy responses include letters, written educational materials, position statements, news stories, editorials, and testimonies. Council responses must be based on Council data or other verifiable, primary-source research data. Picketing, demonstrations and civil disobedience are not sanctioned as appropriate responses for this Planning Council body. The Council should only initiate or co-sign petitions when absolutely necessary. The merit of the petition or position statement must be determined to enable the Council to react when it happens.
- Tone:** The tone of Council advocacy responses should be educational, politically aware, diplomatic, positive, assertive, collaborative and sensitive.
- Audiences:** Audiences for Council advocacy efforts may include: the Mayor, the Governor, the President, HRSA, media, local service organizations, general public, people living with HIV/AIDS, legislature, City, State, and Federal political bodies, and State Departments.
- Duplication:** Some advocacy is best suited to individual action or to action by other system members. The Council should avoid duplication with HIV-specific advocacy efforts in the EMA.
- Requirements:** Council advocacy efforts cannot block Title I funds from being distributed to consumers. Council advocacy efforts should respect Mayoral appointment. Council advocacy efforts that use federal funds cannot be used to lobby the Executive or Legislative branches of the federal government, including influencing or attempting to influence any member or employee of Congress

## **Article XI - Amendments**

### ***Section 11.1***

The Strategic Planning & Assessment Committee will be charged with reviewing any and all by-law changes as proposed by the Planning Council Co-Chairs, any standing committee or Planning Council member and for monitoring Planning Council compliance with the by-laws.

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The Strategic Planning & Assessment Committee must present all proposed by-law changes to the full Planning Council for approval. The By-laws may be amended or repealed, and new By-laws adopted by the 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 of the Council for his/her review, not less than seven (7) days prior to the vote.

## ***Section 11.2***

The most recent approved copy of By-Laws of the Ryan White Planning Council: New Haven & Fairfield Counties is available at the Ryan White Office 54, Meadow Street, 9<sup>th</sup> Floor, New Haven, CT 06519, Telephone: 877-336-5503, Fax: 203-946-5953, Web: [www.ryanwhitecare.org](http://www.ryanwhitecare.org).