

# Central Florida HIV Planning Council

## Bylaws Ad Hoc Committee Minutes

July 9, 2025

**Call to Order:** The Committee Chair, Alelia Munroe, called the meeting to order at 2:01 PM at Heart of Florida United Way located at 1940 Cannery Way, Orlando, FL 32804.

**Members Present In Person:** Vel Cline, Raymond Macon, Alelia Munroe, Jessica Seidita, Beatrice Boursiquot

**Members Present via Teleconference:** Andre Antenor, Ira Westbrook, Fernell Neal, Rene Cotto-Lewis, Sueanne Vazquez

**Recipient & Lead Agency Staff Present:** Pedro Huertas-Diaz, Yasmin Andre

**PCS Staff Present:** Whitney Marshall, David Bent, Laura Perez

<b>Approval of the agenda:</b>	<p>The committee reviewed the meeting agenda and recommended the following changes:</p> <ul style="list-style-type: none"><li>• Add discussion of August Meeting Date to New Business</li></ul> <p><b>Motion:</b> Vel Cline made a motion to accept the agenda with the recommended changes. Raymond Macon seconded the motion.</p> <table border="1" data-bbox="711 1108 1247 1186"><thead><tr><th>In Favor</th><th>Against</th><th>Abstain</th></tr></thead><tbody><tr><td>7</td><td>0</td><td>0</td></tr></tbody></table> <p>The motion was adopted unanimously without debate.</p>	In Favor	Against	Abstain	7	0	0
In Favor	Against	Abstain					
7	0	0					
<b>Approval of June 18<sup>th</sup> meeting minutes:</b>	The June 18 <sup>th</sup> minutes were approved as is. PCS will make a minor spelling change.						
<b>Open the floor for public comment:</b>	<ul style="list-style-type: none"><li>• There were no public comments in person or online.</li><li>• PCS did not receive any comment cards.</li></ul>						
<b>New Business:</b>	<p><b>August Meeting Date</b> The chair has a conflict on August 13<sup>th</sup> and wanted to move the meeting date. After discussion, the committee chose to schedule the next committee meeting for Monday August 11<sup>th</sup>.</p> <p><b>Motion:</b> Vel Cline made a motion to move the August meeting from the 13<sup>th</sup> to the 11<sup>th</sup>. Raymond Macon seconded the motion.</p> <table border="1" data-bbox="711 1822 1247 1900"><thead><tr><th>In Favor</th><th>Against</th><th>Abstain</th></tr></thead><tbody><tr><td>7</td><td>0</td><td>0</td></tr></tbody></table>	In Favor	Against	Abstain	7	0	0
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The motion was adopted unanimously without debate.

**Review Bylaws and Make Recommendations for Amendments**

Pedro Huertas-Diaz, the Part A representative, provided follow-up information in reference to the committee's request for clarification from the Orange County legal department regarding online voting. Per the Orange County legal department, the ability for Planning Council members to vote virtually was granted in response to the COVID-19 pandemic, but is now no longer allowed, though members are permitted to participate in discussion while joining meetings virtually. This change will go into effect after the end of the committee meeting. Exceptions can be made for special circumstances, but the criteria for what qualifies as a special circumstance needs further clarification. Further clarification is also required regarding exceptions for voting on letter of support requests.

Members discussed reviewing the Attendance policy and procedure and considered putting any allowable exceptions to online voting within the Policy and Procedures. Changes were made to Section 9.4 of the Bylaws to reflect the new information regarding manners of voting.

The Part A representative also provided clarification from the legal department regarding management of Conflict of Interest when discussing service standards. Per the Orange County legal department, Planning Council members should not be part of discussion on service standards in which they have a conflict. If someone has a conflict in an area, they cannot participate in the discussion, but they can provide technical assistance in answering specific questions.

Committee members further discussed the role of COI as it relates to the discussion of service standards.

The committee recommended a revision of Section 2.2, the Vision Statement, to reflect language recommended by HRSA: "The Planning Council envisions a quality continuum of care for all individuals and families with and vulnerable to HIV."

**Attendance and Quorum Comparison**

Whitney Marshall stated that at the previous committee meeting members requested a comparison of in-person and online attendance to inform the discussion of changes to be made to quorum requirements, which members had the chance to review and discuss. Per Roberts Rules, quorum should be set based off of the total number of members and what seems a reasonable number for decision-making for the whole body.

Members then discussed quorum requirements for the Planning Council Business Meeting and the Executive Committee Meeting and decided to return quorum requirements in both cases to a physical majority of 50% plus one.

	<p>While discussing Standing Committee quorum requirements, the committee suggested that the requirement also be a physical majority (50% +1), provided that at least one PWH member of the Planning Council is present. The discussion then shifted to what counts as “attending” a meeting. According to Roberts Rules, attendance is determined by a roll call, and the placement of the roll call in the agenda can be determined by the Planning Council. Members discussed the benefits and drawbacks to a roll call at each meeting, and a suggestion was made that a roll call be held after Public Comment to establish attendance at each committee meeting.</p> <p><b>Motion:</b> Jessica Seidita made a motion to add in the Bylaws that presence at meetings will be determined by a roll call, with the recommendation to put the placement in the agenda of the roll call in the Policy &amp; Procedures. Raymond Macon seconded the motion.</p> <table border="1" data-bbox="711 705 1248 783"> <tr> <th>In Favor</th> <th>Against</th> <th>Abstain</th> </tr> <tr> <td>4</td> <td>3</td> <td>0</td> </tr> </table> <p>The motion was adopted by a majority vote.</p> <p>The Chair requested that PCS send out the bylaws to the committee with all tracked changes so that the committee members can come prepared for further discussion at the next meeting. PCS recommended that members come prepared to finalize discussion on standing committee quorum requirements at the next meeting.</p>	In Favor	Against	Abstain	4	3	0
In Favor	Against	Abstain					
4	3	0					
<b>Announcements:</b>	No announcements.						

<b>ACTION ITEMS</b>	
<b>Responsible Party</b>	<b>Item</b>
PCS	Send an email informing all PC members of updated rules regarding online voting
PCS	Send out updated Bylaws to committee members
<b>Next Meeting:</b>	August 11, 2025 at 2:00 PM
<b>Adjournment:</b>	4:02 PM

Prepared by: Laura Perez Date: 7/18/2025

Approved by:  Date: 8/11/2025