

Proposed Bylaws Changes

Section	Original Text (with tracked changes)	Final Text with Proposed Changes
Throughout	Planning Body	Planning Council
Throughout	Consumer	Client
Throughout	HIV disease	HIV
2.2 Vision	The Planning Body Council Envisions a quality continuum of care for all individuals and families infected with and vulnerable to, affected by, and at risk for HIV disease.	The Planning Council envisions a quality continuum of care for all individuals and families with and vulnerable to HIV.
2.3 Mission	The Mission of the Planning Body Council is to improve the quality of life of individuals with HIV disease by responding to their existing and emerging needs, and to provide educational and behavioral strategies to reduce and prevent the spread of HIV disease .	The mission of the Planning Council is to improve the quality of life of individuals with HIV by responding to their existing and emerging needs, and to provide educational and behavioral strategies to reduce and prevent the spread of HIV.
3.1.5 Pre-Service Requirements	Each member must sign an attestation that they have completed a training course on open meetings and a course on ethics read and reviewed Orange County Government's Ethical Standards for County Officers and Employees provided by County staff PCS . This training shall be completed no later than the 90 th day after the member's appointment.	Each member must sign an attestation that they have completed a training course on open meetings and read and reviewed the Orange County Government's Ethical Standards for County Officers and Employees, provided by PCS. This training shall be completed no later than the 90 th day after the member's appointment.
3.2 Associate Members	Should an Associate Member want to transition to a Regular Membership, then they shall abide by the Council's Policies and Procedures for becoming a Regular voting member.	Should an Associate Member want to transition to a Regular Membership, then they shall abide by the Council's Policies and Procedures for becoming a Regular voting member.
3.6 Terms and Vacancies	A member term shall be three years, with approximately half of the members recommended to the CEO for membership in even-numbered	NOTE: This is more of a year-round/rolling application process. Open to suggestions on any updates.

	<p>years and half in odd-numbered years. A slate of members shall be recommended to the CEO in August of each year, so that appointments can be made in September and terms can begin in October.</p>	
<p>3.6 Terms and Vacancies</p>	<p>In accordance with Orange County ordinance, An individual shall not serve more than 6 consecutive years without a break in membership of at least 12 consecutive months.</p> <p>Term limits shall not apply to a members who is <u>are</u> the only person individuals who can fill a required slot <u>mandated seat</u>. A <u>A</u> waiver of the six-year time term limit shall be sought from <u>may be granted by</u> the County Planning Council in such instances <u>where necessary</u>.</p> <p>Members shall not serve more than a total of four three-year terms in their lifetimes.</p> <p><u>In accordance with the Member Terms Policy and Procedure, the end of a member's term shall align with the end of the planning cycle.</u></p> <p>A member term shall be three years, with approximately half of new members recommended to the CEO for membership in even-numbered years and half in odd-numbered years <u>on an ongoing basis until all seats are filled or upon resignation of members. A slate of members shall be recommended to the CEO in August of each year, so that appointments can be made in September and terms can begin in October.</u> If appointments are delayed, the current members shall serve until their successors are appointed and seated. <u>In accordance with the Member Terms Policy and Procedure, the end of a member's term shall align with the end of the planning cycle.</u></p>	<p>An individual shall not serve more than 6 consecutive years without a break in membership of at least 12 consecutive months.</p> <p>Term limits shall not apply to members who are the only individuals who can fill a mandated seat. A waiver of the six-year term limit may be granted by the Planning Council in such instances.</p> <p>In accordance with the Member Terms Policy and Procedure, the end of a member's term shall align with the end of the planning cycle.</p> <p>A member term shall be three years, with new members recommended to the CEO for membership on an ongoing basis until all seats are filled or upon resignation of members. If appointments are delayed, the current members shall serve until their successors are appointed and seated. In accordance with the Member Terms Policy and Procedure, the end of a member's term shall align with the conclusion of the planning cycle year in September.</p>

3.7 Attendance	Members are expected to be punctual and to participate in the entire meeting. A member is considered present at a meeting if the individual is <u>physically</u> present for the initial roll call. and any <u>Additional roll calls shall be taken during a meeting. Roll calls are taken</u> several times at <u>the Annual Data Presentations</u> and at <u>the Annual Priority Setting and Resource Allocation</u> meetings.	Members are expected to be punctual to participate in the entire meeting. A member is considered present at a meeting if the individual is physically present for the roll call. Additional roll calls shall be taken several times at the Annual Data Presentation and at the Annual Priority Setting and Resource Allocation meetings.
3.7 Attendance	N/a- new addition	4. All members shall abide by the Planning Council's Attendance Policy and Procedure.
3.8 Termination of Membership	When termination is considered, the Executive Committee shall establish a special disciplinary committee to review the issue and make a recommendation to the full Planning <u>BodyCouncil</u> . A <u>majority two-thirds</u> vote by the Planning <u>BodyCouncil</u> shall be required to recommend to the CEO that membership be terminated. The CEO may terminate the membership of a Planning <u>BodyCouncil</u> member with or without the recommendation or approval of the Planning <u>BodyCouncil</u> .	When termination is considered, the Executive Committee shall establish a special disciplinary committee to review the issue and make a recommendation to the full Planning Council. A two-thirds vote by the Planning Council shall be required to recommend to the CEO that membership be terminated. The CEO may terminate the membership of a Planning Council member with or without the recommendation or approval of the Planning Council.
4.2 Term of Office	Officers shall serve for two years or until their successors are elected and seated with the exception of the FCPN Representatives and Alternates, who shall serve for <u>three (3) years, in accordance with the FCPN's Bylaws</u> . The first year	Officers shall serve for two years or until their successors are elected and seated with the exception of the FCPN Representatives and Alternates, who shall serve for three (3) years, in accordance with the FCPN's Bylaws. The first year of a Co-Chair's term is generally served as Junior Co-Chair and the second year as Senior Co-Chair.

	of a Co-Chair's term is generally served as Junior Co-Chair and the second year as Senior Co-Chair.	
4.3 Nomination of Officers	<p>Nominations for officers shall open June 1st and close at the August Planning Council Business Meeting <u>July 31st for the Jr. Co-Chair and August 31st for all other officers.</u> Members may nominate verbally in a meeting or in writing. The Membership & Engagement Committee shall receive all nominations, verify each nominee's eligibility to serve in office, and report its findings to the Executive Committee, which shall review this report and present the nominees to the Planning Council. <u>Should the August Membership and Engagement Committee meeting be cancelled, then the officer nominations will be forwarded directly to the Executive Committee.</u></p> <p><u>Only the FCPN Representatives and Alternates may serve in more than one office at a time.</u></p>	<p>Nominations for officers shall open June 1st and close at July 31st and August 31st for all other officers. Members may nominate verbally in a meeting or in writing. The Membership & Engagement Committee shall receive all nominations, verify each nominee's eligibility to serve in office, and report its findings to the Executive Committee, which shall review this report and present the nominees to the Planning Council. Should the August Membership and Engagement Committee meeting be cancelled, then the officer nominations will be forwarded directly to the Executive Committee.</p> <p>Only the FCPN Representatives and Alternates may serve as an additional officer or chair position.</p>
4.4 Election of Officers	<p>The Planning Body shall elect FCPN Representatives and Alternates in September in odd-numbered years.</p> <p><u>The Planning Council shall elect FCPN Representatives and Alternates in accordance with the FCPN's most recent Bylaws.</u></p> <p><u>In the event of a vacancy, the newly elected Representative or Alternate will fulfill the remainder of their predecessor's term.</u></p>	<p>The Planning Council shall elect FCPN Representatives and Alternates in accordance with the FCPN's most recent Bylaws.</p> <p>In the event of a vacancy, the newly elected Representative or Alternate will fulfill the remainder of their predecessor's term.</p>
4.5 Ascent to Office	<u>For FCPN Officers, upon any vacancy in either the PCPG or PPG Representatives, their respective Alternates shall automatically fulfil the remainder</u>	For FCPN Officers, upon any vacancy in either the PCPG or PPG Representatives, their respective Alternates shall automatically

	<p><u>of the Representatives' term, and elections for a new Alternate will be held.</u></p>	<p>fulfil the remainder of the Representatives' term, and elections for a new Alternate will be held.</p>
<p>4.6 Requirements for Representatives to the Florida Comprehensive Planning Network</p>	<p>Representatives and Alternates to the FCPN must be Planning Body members throughout their terms. To be eligible for nomination, they must have at least three years of remaining eligibility as Planning Body-Council members <u>and/or be willing and eligible to serve a second term.</u> Officers who meet this requirement are eligible for nomination. Florida Department of Health (DOH) employees are not eligible. <u>If the FCPN Representative or Alternate's term on the Planning Council ends, then the member must resign from the FCPN.</u></p> <p>A Representative or Alternate who resigns or is terminated from the Planning Body is no longer eligible to represent the Planning Body on the FCPN and is automatically considered to have resigned.</p> <p><u>FCPN Representatives and Alternates shall abide by the FCPN Bylaws and attendance requirements.</u></p>	<p>Representatives and Alternates to the FCPN must be Planning Body members throughout their terms. To be eligible for nomination, they must have at least three years of remaining eligibility as Planning Council members and/or be willing and eligible to serve a second term. Officers who meet this requirement are eligible for nomination. Florida Department of Health (DOH) employees are not eligible. If the FCPN Representative or Alternate's term on the Planning Council ends, then the member must resign from the FCPN.</p> <p>A Representative or Alternate who resigns or is terminated from the Planning Body is no longer eligible to represent the Planning Body on the FCPN and is automatically considered to have resigned.</p> <p>FCPN Representatives and Alternates shall abide by the FCPN Bylaws and attendance requirements.</p>
<p>4.7 Duties of the Senior Co-Chair</p>	<p>5. Act as an ex officio member of half the standing and special committees, with the others assigned to the Junior Co-Chair. <u>Ex officios shall not count towards quorum and shall only have voting rights on the committees to which they are assigned in order to break a tie.</u></p> <p>6. Propose-Review the agenda for every meeting of the Planning Body and Executive Committee.</p>	<p>5. Act as an ex officio member of half the standing and special committees, with the others assigned to the Junior Co-Chair. <u>Ex officios shall not count towards quorum and shall only have voting rights on the committees to which they are assigned in order to break a tie.</u></p> <p>6. Review the agenda for every meeting of the Planning Council and Executive Committee.</p>

	<p>7. Appoint a parliamentarian.</p> <p>7. Attend monthly calls with the Planning Council's HRSA Project Officer.</p> <p>8. Sign approved minutes within seven business days of the approval.</p>	<p>7. Attend monthly calls with the Planning Council's HRSA Project Officer.</p> <p>8. Sign approved minutes within seven business days of the approval.</p>
<p>4.8 Duties of the Junior Co-Chair</p>	<p>N/a- new addition</p>	<p>5. Attend monthly calls with the Planning Council's HRSA Project Officer.</p>
<p>4.9 Duties of the Client Representatives</p>	<p>1. Represent the Planning Body in the community. Only the Patient Care Client Representative shall self-disclose their status to the public at large.</p> <p>2. Serve as Chair and Vice Chair <u>Co-Chairs</u> of the "Ryan White PWH Community Meeting," as determined by the Senior Co-Chair of the Planning Council, with duties being:</p> <ul style="list-style-type: none"> With the Chair <u>Presiding over the meeting</u> and proposing the agenda for each meeting of the "Community Meeting," by collaborating with Planning Council Support to determine the best ways to meet the needs of the meeting attendees. With the Vice Chair performing these duties in the absence of the Chair. 	<p>1. Represent the Planning Council in the community. Only the Patient Care Client Representative must <u>shall</u> self-disclose their status to the public at large.</p> <p>2. Serve as Co-Chairs of the "Ryan White Community Meeting, with duties being:</p> <ul style="list-style-type: none"> Presiding over the meeting and proposing the agenda for each meeting of the "Community Meeting," by collaborating with Planning Council Support to determine the best ways to meet the needs of the meeting attendees.
<p>4.10 Duties of the Representatives to the FCPN</p>	<p>The duties and responsibilities of the Representatives to the two FCPN groups shall be the following:</p> <ol style="list-style-type: none"> Participate in the two annual statewide FCPN meetings at PCPG and PPG meetings and report on activities of the Planning Body <u>Council</u>. 	<p>The duties and responsibilities of the Representatives to the two FCPN groups shall be the following:</p> <ol style="list-style-type: none"> Participate in the two annual statewide FCPN meetings and report on activities of the Planning Council. Serve on at least one committee/workgroup of the FCPN. Report to the Planning Council on the activities of their assigned committee and the annual meetings.

	<ol style="list-style-type: none"> 2. Serve on at least one committee/workgroup of the FCPN. 3. Report to the Planning Body Council on the activities of these planning groups of their assigned committee and the annual meetings. 4. Notify the facilitator of the FCPN The AIDS Institute (TAI) if either they or their Alternate cannot participate on a scheduled call. 5. Notify the Alternate when unable to participate in assigned planning activities. 6. Resign from the FCPN at the end of their Planning Council term. 	<ol style="list-style-type: none"> 4. Notify the facilitator of the FCPN if either they or their Alternate cannot participate on a scheduled call. 5. Notify the Alternate when unable to participate in assigned planning activities. 6. Resign from the FCPN at the end of their Planning Council term.
Article 4	<p>For discussion:</p> <ul style="list-style-type: none"> - Are current officers and chairs able to be FCPN reps. Recommendation: yes, since the term lengths are different and to prevent having multiple elections to fill vacancies if someone also wants to step up as an officer or chair. 	
5.1 Committee Assignments	<p>Members may indicate any committee preferences to the Membership & Engagement Committee, which will consider these preferences and Planning Body needs and recommend members for appointment to a committee as their primary committee, with the Executive Committee making final committee assignments appointments.</p>	<p>Members may indicate any committee preferences to the Membership & Engagement Committee, which will consider these preferences and Planning Body needs and recommend members for appointment to a committee as their primary committee, with the Executive Committee making final committee assignments.</p>
6.1.2 Meeting Frequency, Time, and Location	<p>When there is a conflict between the bylaws and county advisory board policy federal requirements, the county policy federal requirement shall take precedent.</p>	<p>When there is a conflict between the bylaws and federal requirements, the federal requirement shall take precedent.</p>
6.1.6	N/a- new addition	<p>Although members may participate in discussions via teleconference, they may not entertain, make, second, or discuss motions, nor shall they be allowed to vote.</p>

Participation through Electronic Means		
6.1.71 Quorum	A quorum is the <u>physical</u> presence of a majority (<u>more than half</u>) (<u>50%+1</u>)* of current Planning <u>Body Council</u> members at any Planning <u>Body Council</u> Meeting, including <u>all standing and ad hoc committees</u> , Annual Data Presentation, Annual Priority Setting and Annual Resource Allocation.	A quorum is the physical presence of a majority (more than half) of current Planning Council members at any Planning Council Meeting, including all standing and ad hoc committees, Annual Data Presentation, Annual Priority Setting and Annual Resource Allocation.
7.1.1 Membership	The Executive Committee members shall include the Planning Body Senior Co-Chair, Junior Co-Chair, Chairs of standing <u>and ad hoc</u> committees, Part A <u>Recipient</u> and Part B <u>Lead Agency Recipient</u> Representatives, the Prevention and Patient Care <u>Consumer Client</u> Representatives, and the FCPN Representatives. <u>Ad hoc committee Chairs shall be members of the Executive Committee for the duration of the committee's existence</u> . The Part A <u>and B</u> Recipient and <u>Part B Lead Agency</u> Representatives shall be non-voting members of the Executive Committee.	The Executive Committee members shall include the Planning Body Senior Co-Chair, Junior Co-Chair, Chairs of standing and ad hoc committees, Part A Recipient and Part B Lead Agency Representatives, the Prevention and Patient Care Client Representatives, and the FCPN Representatives. Ad hoc committee Chairs shall be members of the Executive Committee for the duration of the committee's existence. The Part A Recipient and Part B Lead Agency Representatives shall be non-voting members of the Executive Committee.
7.2.1 Membership & Engagement Committee	For discussion: "Only full PC members shall participate in this activity (regarding nominations and applicant summaries)."	
7.2 Standing Committees and Their Responsibilities	See Bylaws	
7.1.2 Meetings and Quorum	The Executive Committee shall meet <u>approximately at least</u> one week prior to each Planning <u>Body Council</u> meeting.	The Executive Committee shall meet at least one week prior to each Planning Council meeting.

	A physical presence of the A majority of voting Executive Committee members, including at least one consumer Client R representative and one Sstanding C ommittee Chair, constitutes a quorum for doing business.	A physical presence of the majority of voting Executive Committee members, including at least one Client Representative and one Standing Committee Chair, constitutes a quorum for doing business.
7.6 Special Committees and “Community Meetings”	The Executive Committee may establish special or ad hoc committees, including workgroups, as needed to accomplish the work of the Planning Body Council. Such committees shall be time-limited, committees established to carry out specific, defined tasks, and follow quorum and membership guidelines as defined by the Meetings Policy & Procedure.	The Executive Committee may establish special or ad hoc committees, including workgroups, as needed to accomplish the work of the Planning Council. Such committees shall be time-limited, established to carry out specific, defined tasks, and follow quorum and membership guidelines as defined by the Meetings Policy & Procedure.
Article 7	<p>Questions considered by the Bylaws Ad Hoc:</p> <ul style="list-style-type: none"> - Are Ad Hoc Committee, Subcommittee, or Workgroup chairs members of the Executive Committee throughout the duration of their committee/workgroup existence? Yes (add to Exec Committee section) - What are the quorum requirements for Ad Hocs? (same as all other committees) assigned members; x number of standing members 	
Section 9.4 Manner of Voting	<p>Voting shall be in accordance with the Florida Sunshine Law and as follows:</p> <ol style="list-style-type: none"> 1. Show of hands for parliamentary actionsbusiness conducted at the Executive, standing, and special committees, except funding slates or reallocations. Only virtual participants may utilize vote voting. 2. Roll Call vote for action items and recommendations during Planning Council Business meetings, Priority Setting and Resource Allocation, funding slates, and reallocations. 3. Written ballot during elections, with ballots including the voter’s name and signature. 4. E-voting, via online surveys or email, shall only be considered an approved manner of voting in emergency circumstances, as defined in the 	<p>Voting shall be in accordance with the Florida Sunshine Law and as follows:</p> <ol style="list-style-type: none"> 1. Show of hands for business conducted at the Executive, standing, and special committees, except funding slates or reallocations. 2. Roll Call vote for action items and recommendations during Planning Council Business meetings, Priority Setting and Resource Allocation, funding slates, and reallocations 3. Written ballot during elections, with ballots including the voter’s name and signature. 4. E-voting, via online surveys or email, shall only be considered an approved manner of voting in emergency circumstances as defined in the Planning Council’s Policies and Procedures. E-voting does not refer to digital evaluation forms for the

	<p>Planning Council’s Policies and Procedures. E-voting does not refer to digital evaluation forms for the assessment of Planning Council meetings, trainings, processes, or Planning Council leadership, such as but not limited to any event that the Planning Council determines that an in-person meeting may pose a risk to the members or any event in which a vote is required before the next scheduled Planning Council meeting.</p>	<p>assessment of Planning Council meetings, trainings, processes, or Planning Council leadership.</p>
<p>Article 9</p>	<p>For discussion:</p> <ul style="list-style-type: none"> - Ranked choice/preferential voting for ballots of 3 or more candidates/options (that is not a slate). Indicate where something is approved by a majority vs two-thirds vote? - Where to define what a “majority” constitutes (related to quorum and voting) - “more than half” - 	
<p>11.1 Planning Council Procedures</p>	<p>The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern guide the Planning Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Planning Council may adopt.</p>	<p>The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the Planning Council in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Planning Council may adopt.</p>

****In determining the result of a vote, what constitutes a majority?**

The word “majority” in this context means, simply, *more than half*. The use of any other definition, such as 50 percent plus one, is apt to cause problems. Suppose in voting on a motion 17 votes are cast, 9 in favor and 8 opposed. Fifty percent of the votes cast is 8½ so that 50 percent plus one would be 9½. Under such an erroneous definition of a majority, one might say that the motion was not adopted because it did not receive 50 percent plus one of the votes cast, although it was, quite clearly, passed by a majority vote. [RONR (12th ed.) 44:1; see also p. 66 of *RONR In Brief*.]”