

## I. Member Recruitment

### A. POLICY

1. The Commission is most effective when its members bring a variety of backgrounds, skills, and views.
2. Recruitment activities prioritize attracting applicants who reflect the demographic diversity of Sonoma County's older adults, adults with disabilities, and their caregivers, spanning the ranges of:
  - a. Race and ethnicity;
  - b. Age;
  - c. Geographic area of residence;
  - d. Sexual orientation, gender identity and expression;
  - e. Physical and mental ability or disability;
  - f. Immigration status; and
  - g. Socioeconomic status.
3. A majority of Commission members must be aged 60 or older.<sup>1</sup>
4. Recruitment activities also prioritize attracting applicants who have experience as a:
  - a. Family caregiver of an older adult or adult with disabilities,
  - b. Health care or supportive services provider for older adults or adults with disabilities, or
  - c. Local elected official or other community leader.
5. Recruitment activities seek to solicit multiple applications from which the most appropriate candidates can be identified.
6. Recruiting new members is an ongoing activity, even when all seats are occupied.

### B. PROCEDURES

1. Membership Monitoring
  - a. In January and August, AAA staff provide a Member Demographics Summary to the Executive Committee.
  - b. Based on the summary, the Executive Committee identifies outreach priorities.
2. Recruitment Planning and Activities
  - a. The Executive Committee ensures that recruiting new members is an ongoing activity, even when all seats are occupied.

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<sup>1</sup> 45 CFR §1321.57(b)(1).

- b. The Executive Committee may assign recruitment planning responsibilities to a committee or to individual members.
    - i. Any Commission member or staff member may propose a potential applicant.
    - ii. The Executive Committee (or designee) follows up regarding the status of the potential applicant.
  - c. Recruitment activities are tailored to address the outreach priorities identified by the Executive Committee.
  - d. Members engaged in recruitment activities report to the Executive Committee monthly on plans and recruitment activities.
3. Recruitment Reporting
- a. In January and August, Commission meeting agendas include a report on outreach priorities and recruitment activities, including time for feedback and suggestions from Commission members and the public.
  - b. Biannual reports to the Board of Supervisors include a Membership Diversity Report consisting of:
    - i. Current Member Demographics Summary,
    - ii. Current outreach priorities, and
    - iii. Recruitment plans and activities.

## **II. Member Appointments & Elections**

### **A. POLICY**

- 1. The Commission can have up to 21 members.<sup>2</sup>
  - a. Up to 10 members appointed by the Board of Supervisors, two from each district.<sup>3</sup>
  - b. Up to 11 members elected by the Commission.<sup>4</sup>
- 2. Membership terms are two years, with no limit to the number of terms.<sup>5</sup>
- 3. Membership may be terminated by the body that appointed or elected the member if a member fails to fulfill the duties of membership.<sup>6</sup>

### **B. PROCEDURES**

- 1. Applications for Membership

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<sup>2</sup> Commission Bylaws Article III-A-1.

<sup>3</sup> Commission Bylaws Article III-B.

<sup>4</sup> Commission Bylaws Article III-C.

<sup>5</sup> Commission Bylaws Article III-D.

<sup>6</sup> Commission Bylaws Article III-E.

- a. Potential members must attend at least one Commission meeting before applying.
  - b. AAA staff receive and review applications for Commission membership and forward to the Executive Committee.
  - c. The Executive Committee decides whether to reject or interview applicants.
  - d. Within 30 days of submitting an application, candidates are either invited to an interview or sent a rejection letter. This timeframe may be extended for applications received in months the Executive Committee does not meet.
  - e. Applicant interviews are conducted by the AAA Director (or designee) and the Commission Chairperson (or designee). One additional Commission officer may attend.
  - f. At the next Executive Committee meeting, the Commission Chairperson (or designee) summarizes the interview. The Executive Committee decides whether to recommend the applicant for appointment or election.
2. Supervisor Appointments
- a. AAA staff submits recommendations for appointment to district staff.
  - b. County supervisors have sole discretion over their appointments to the Commission. They may appoint someone who didn't go through the Commission interview process. They may decline to appoint someone recommended by the Commission.
  - c. If a supervisor appoints a member who didn't go through the Commission interview process, AAA staff invite the appointee to a "meet and greet" with the AAA Director (or designee) and the Commission Chairperson (or designee) prior to their first Commission meeting as a member.
3. Commission Elections
- a. If the Executive Committee recommends an applicant for Commission election, New Member Election is added to the next Commission agenda.
  - b. Election requires a majority vote of the Commission members present and voting.
4. Renewals
- a. AAA staff track member terms and notifies the Commission Chairperson at least three months before the end of a member's term.

- b. The Chairperson (or designee) asks members whose terms are expiring whether they want to continue their membership.
  - c. For supervisor reappointments, AAA staff may assist the member in making arrangements with their county supervisor's office.
  - d. For Commission re-election, the Executive Committee adds the election to a Commission agenda.
  - e. When a member resigns or is terminated, the Commission Chairperson may conduct an exit interview.
5. Emeritus Members
- a. The Commission may vote to grant emeritus status to a former member in recognition of their experience, knowledge, and contributions to the Commission.
  - b. An emeritus member is not counted towards a quorum and does not vote. The role is purely advisory.
  - c. An emeritus member may:
    - i. Attend any Commission or committee meeting, sit with members, and participate in discussion.
    - ii. Be called upon to offer their advice and insight.
    - iii. Assist with onboarding or mentoring new members.

### III. **New Member Onboarding**

#### A. POLICY

1. Onboarding procedures teach new members about the Area Agency on Aging, the broader aging services network, and the role of the Commission.
2. Orienting new members to their responsibilities and pairing them with a mentor improves retention by helping them feel more connected and committed to the Commission.

#### B. PROCEDURES

1. Orientation
  - a. AAA staff schedule New Member Orientation with a new member no later than the second month of membership.
  - b. Orientation may be in person or virtual. Attendees include Commission Chairperson (or designee), the AAA Director (or designee), and one or two other Commission members, if possible.
  - c. New Member Orientation topics include:
    - i. Description of the Area Agency on Aging and the Area Plan

- ii. Role of the Commission
  - iii. Overview of Commission bylaws, policies, and procedures
  - iv. How to request reimbursement
  - v. Introduction to resources available online
2. Mentoring
- a. New members are welcome to talk to and learn from any Commission member as well as the AAA Program Manager.
  - b. New members are paired with an experienced Commission member who serves as their Commission Mentor for the first year of their membership.
  - c. Commission Mentors:
    - i. Check in with the new member before and/or after Commission meetings.
    - ii. Encourage the new member to prepare for meetings and participate, e.g. anything to bring up in Open Forum?
    - iii. Review parliamentary procedure, e.g. making motions, voting, and Brown Act restrictions.
    - iv. Remind the new member to track hours on the Volunteer Time Log.
3. Training arranged by the AAA Program Manager includes:
- a. Security Awareness Training (required)
  - b. AB1234 Ethics Training (required)
  - c. Anti-Harassment Training (recommended)
  - d. Elder and Dependent Adult Abuse Training (recommended)

#### **IV. Member Commitment**

##### **A. POLICY**

1. Members must attend meetings of the Commission and their chosen committee(s).
2. Members must always be serving on at least one committee, either standing or ad hoc.
3. Members must continuously seek information about the needs and priorities of their community and actively represent those voices.
4. Members are expected to volunteer a minimum of 50 hours per year (an average of one hour per week).

##### **B. PROCEDURES**

1. Absences

- a. A member who expects to be absent from a Commission or committee meeting must notify the meeting Chairperson, the AAA Program Manager, and [aaa@schsd.org](mailto:aaa@schsd.org).
  - b. A leave of absence of up to three months may be granted by the Executive Committee.
  - c. AAA staff track member attendance at Commission and committee meetings and provides reports to the Executive Committee.
  - d. The Executive Committee analyzes attendance reports to identify inconsistent attendance, which may include:
    - i. More than one absence without notice within the past six months.
    - ii. More than two absences with notice within the past six months.
    - iii. A pattern of arriving to meetings late or leaving early.
  - e. The determination of whether attendance is “inconsistent” is at the discretion of the Executive Committee.
  - f. When a member has inconsistent attendance, a Commission officer contacts the member to discuss a solution and follows up with a written summary of the discussion.
    - i. If the member was appointed by a county supervisor, AAA staff forward the discussion summary to the supervisor’s office.
    - ii. If the member was elected by the Commission, the written summary includes a reminder that inconsistent attendance may result in termination of their membership.
2. Volunteer Time Log
- a. AAA staff provide members with a Volunteer Time Log form.
  - b. Members use the form to track the time they spend volunteering on Commission-related activities, such as:
    - i. Preparing for and attending Commission and committee meetings;
    - ii. Sharing Commission-related information or resources (e.g. ADRH cards) in the community;
    - iii. Learning about community needs and priorities related to older adults, adults with disabilities, or their caregivers;
  - c. Paid time should not be tracked on the Volunteer Time Log, even if it relates to Commission activities.
  - d. Members submit completed forms to AAA staff and the Commission Chairperson:

- i. By January 15<sup>th</sup> for July through December
- ii. By July 15<sup>th</sup> for January through June.
- e. AAA staff or a Commission member tally the numbers and report them to the Executive Committee.
- f. Hours are included in the Commission’s biannual reports to the BOS and in Area Plan updates to CDA.

## V. Parliamentary Procedure

### A. POLICY

1. Parliamentary procedure describes the way we reach group decisions. The rules allow orderly deliberation of issues and recognition of the will of the majority.
2. Commission and standing committee meetings are conducted in accordance with:
  - a. Robert’s Rules of Order, a widely used manual on parliamentary procedure, and
  - b. California’s Ralph M. Brown Act, a California “sunshine” law that guarantees the public’s right to attend and participate in meetings of local legislative bodies. Commission and standing committees must make decisions openly with opportunity for public input.

### B. PROCEDURES

1. Agendas <sup>7</sup>
  - a. At least 72 hours before a regular meeting, AAA staff post an agenda on the AAA website and in a place freely accessible to the public.
  - b. Agendas for Commission and standing committee meetings must:
    - i. Specify the time and location of the meeting,
    - ii. Contain a brief general description of each item of business to be transacted or discussed at the meeting, and
    - iii. Include a time for public comment.
  - c. At the meeting, Commission action and discussion are limited to items on the agenda.
2. Quorum. Commission and standing committee meetings require a majority of their members, a “quorum,” to be present in order for substantive business to be conducted.<sup>8</sup> Without a quorum, the meeting must be canceled.

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<sup>7</sup> Brown Act §54954.2 and 54954.3(a).

<sup>8</sup> Commission Bylaws Article IV-C.

3. Presiding Officer

- a. Commission and standing committee meetings are facilitated by a presiding officer, usually the Chairperson, who follows the meeting agenda and designates who may speak at any given time.
- b. If the Chairperson is absent, the Vice Chairperson presides. If both the Chairperson and Vice Chairperson are absent, the Secretary presides. If all officers are absent, members present may designate a temporary presiding officer.
- c. The presiding officer calls the meeting to order and asks if there are any corrections to the minutes from the last meeting: “The minutes of the last meeting have been distributed. Are there any corrections to the minutes?” After accepting any corrections, the presiding officer says, “If there are no [further] corrections, the minutes are approved.” No motion or vote is required.<sup>9</sup>
- d. At the end of the agenda, the presiding officer adjourns the meeting. A motion to adjourn is needed only if the meeting is ending early.

4. Making Group Decisions <sup>10</sup>

a. Motions

- i. A motion is a proposal to take action, e.g. “I move that . . .”
- ii. A motion requires someone else to “second,” to confirm that more than one person is interested in the motion.
- iii. If a motion is amended, the modified language requires another second.

b. Discussion

- i. After a motion has been seconded, it is “on the floor” to be considered by the Commission or committee. The presiding officer asks, “Is there any discussion?” Members address comments to the presiding officer.
- ii. The presiding officer may participate in the discussion, while making an effort to maintain an appearance of impartiality so that both sides of an issue are treated fairly.

c. Voting

- i. After discussion, the presiding officer restates the motion and asks for a vote (by voice, raised hand, or ballot). Members can vote yes, no, or abstain (decline to take a position).

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<sup>9</sup> Robert’s Rules of Order Newly Revised (12<sup>th</sup> ed.) 41:9-12.

<sup>10</sup> Robert’s Rules of Order



- ii. A member must be present to vote. No proxies will be recognized.<sup>11</sup>
  - iii. The presiding officer does not vote unless vote is by ballot or their vote will change the result of the vote (e.g. to break a tie).
  - iv. Votes by ballot must be tallied and reported publicly.<sup>12</sup>
  - v. The presiding officer declares whether the motion passes or fails.
5. Minutes are a record of actions taken in the meeting. They are not a record of everything that was said. The minutes must reflect the exact wording of motions, who made and seconded them, and the results of voting.<sup>13</sup>
6. A majority of Commission or standing committee members may not discuss Commission business with each other outside of an open and public meeting.<sup>14</sup>
  - a. Members may not “reply all’ to an email that was sent to all Commission members.
  - b. Members may not have serial conversations with other Commission members that may result in a majority of members coming to a consensus outside of a meeting.
7. Members of the public may attend and participate anonymously. The sign-in sheet must state that signing in is optional.<sup>15</sup>
8. The Commission Chairperson may appoint a Parliamentarian to advise the presiding officer on parliamentary procedure. Decisions on procedure are made by the presiding officer; the role of the Parliamentarian is purely advisory.<sup>16</sup> AAA staff may also provide guidance on parliamentary procedure.

## VI. Conflict of Interest

### A. POLICY

Commission members shall abstain from discussion and voting on any item which involves a conflict of interest as defined in the Conflict of Interest Statement approved by Sonoma County Counsel,<sup>17</sup> which states: “A member is in conflict of interest, or potential conflict of interest, when he or she has one or

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<sup>11</sup> Commission Bylaws Article IV-D-1.

<sup>12</sup> Brown Act §54953(c).

<sup>13</sup> Robert’s Rules of Order Newly Revised (12<sup>th</sup> ed.) 48:2.

<sup>14</sup> Brown Act §54952.2(b)(1).

<sup>15</sup> Brown Act §54953.3.

<sup>16</sup> Robert’s Rules of Order Newly Revised (12<sup>th</sup> ed.) 47:46-56.

<sup>17</sup> Commission Bylaws Article IV-D-2.

more of the following relationship existing with a program or agency under consideration for funding:

- a. Ownership,
- b. Directors, trustees, or officers of the applicant's facility or program,
- c. Providers of professional services to or in the applicant's facility or program,
- d. Parents spouse, children, brothers, or sisters of a, b, or c above,
- e. Employees of the applicant's facility or program,
- f. Any person with a relationship described in a through e with any competitive program also applying for funds, or
- g. Any person who has a substantial economic interest which would be affected by his or her vote on an application or who has a close relative or close economic associate whose interests would be so affected. "Substantial economic interest" means an individual has received or expects to receive \$500 or more in value during a 12-month period from a program or agency funded with Area Agency on Aging funding (CA Gov Code §87103(c)). This applies to any regular participant in AAA-funded programs."

## **B. PROCEDURES**

1. New Commission members sign an agreement to abide by the Conflict of Interest policy and procedures.
2. Before taking action on funding recommendations:
  - a. Commission members review the Conflict of Interest Statement.
  - b. The presiding officer asks members to declare if they have any conflicts of interest.
  - c. Commission members or other meeting attendees may raise possible conflicts that have not been declared.
  - d. If there is a question about whether a conflict exists, the presiding officer makes a ruling as to whether the member should abstain.
  - e. If a conflict is declared or identified, the member abstains from discussion and voting on that issue.

## **VII. Officer Nominations & Elections**

### **A. POLICY**

1. Commission officers are the Chairperson, Vice Chairperson, and Secretary.<sup>18</sup>

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<sup>18</sup> Commission Bylaws Article V-A.

2. Terms of office are two years, beginning July 1 and ending June 30.<sup>19</sup>
3. Officers are limited to two consecutive terms in any one office.<sup>20</sup>

## B. PROCEDURES

1. AAA staff track officer terms. In April of an election year, AAA staff notify the Executive Committee that an election is due, and whether any officers have reached their two-term limit.
2. Nominations <sup>21</sup>
  - a. At the May Commission meeting in an election year, the Commission assembles a 3-person Nominating Committee, excluding:
    - i. Any member interested in being nominated for an officer position. Members of the committee cannot be nominated for election.
    - ii. Any member who served on the preceding Nominating Committee. Members may not serve on two consecutive Nominating Committees.
  - b. The Nominating Committee is an ad hoc committee and not subject to Brown Act requirements.
  - c. The Parliamentarian or AAA staff may be asked to coordinate the committee's first meeting and provide information on nomination procedures.
  - d. Members of the Nominating Committee meet promptly to prepare a slate of nominees for the three officer positions, considering:
    - i. Which Commission members are interested in being nominated? A nominee must be both qualified and willing.
    - ii. How will the composition of the Executive Committee be affected by this election?
      - a) Balance the retention of experienced members with the infusion of new members.
      - b) If possible, avoid one member holding two roles, e.g. both Secretary and Chairperson of a standing committee.
  - e. The Nominating Committee submits their slate of nominees to the AAA Program Manager at least one week prior to the June Executive Committee, so that it can be distributed with the agenda packet.

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<sup>19</sup> Commission Bylaws Article V-C.

<sup>20</sup> Commission Bylaws Article V-C-2.

<sup>21</sup> Robert's Rules of Order Newly Revised (12<sup>th</sup> ed.) 46.

- f. AAA staff distribute the slate to Commission members with the June Commission meeting agenda packet.
  - g. At the June Commission meeting, the presiding officer presents the slate of nominees and asks for any further nominations from the floor. Any member, including members of the Nominating Committee, may make additional nominations. Nominees must consent to being nominated.
3. Elections
- a. When there is only one candidate for a position, the presiding officer declares the nominee elected by acclamation.<sup>22</sup>
  - b. When there is more than one candidate for a position, Commission members vote by ballot. A member must be present to vote. Nominees need not be present to be elected.
  - c. Ballots are tallied publicly. For each office, the member who receives a plurality of votes is elected.
  - d. Tie votes unresolved after a second vote are decided by coin toss.
4. Vacated Positions<sup>23</sup>
- a. If the Chairperson position becomes vacant, the Vice Chairperson becomes the Chairperson for the remainder of the term.
  - b. If the Vice Chairperson or Secretary position becomes vacant, the Executive Committee may appoint someone for the remainder of the term.
  - c. Completing the term of a vacated office does not count towards the two-term limit.<sup>24</sup>

## VIII. Officer Duties

### A. POLICY

1. Commission officers are the Chairperson, Vice Chairperson, and Secretary.<sup>25</sup>
2. Officers must be members of the Commission who are willing and able to provide leadership.

### B. PROCEDURES

1. Duties of the Commission Chairperson
  - a. Preside at meetings of the Commission and its Executive Committee. Presiding officer duties include:

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<sup>22</sup> Robert's Rules of Order Newly Revised (12<sup>th</sup> ed.).

<sup>23</sup> Commission Bylaws Article V-D.

<sup>24</sup> Commission Bylaws Article V-C-2.

<sup>25</sup> Commission Bylaws Article V-A.

- i. Guiding members through the meeting agenda according to parliamentary procedure and designating who may speak at any given time.
    - ii. Facilitating the meeting in a manner that allows for the presentation of diverse points of view.
    - iii. Ensuring that Commission members and other meeting attendees stay on topic and that issues on the agenda are addressed in a timely fashion.
  - b. Serve as an ex officio member of other standing committees.
  - c. In consultation with AAA staff, call special meetings when necessary.
  - d. Appoint a Parliamentarian to advise the presiding officer on parliamentary procedure.
  - e. Sign letters, Area Plan submissions, and other documents on behalf of the Commission.
  - f. Represent the Commission on the Triple A Council of California (TACC), including:
    - i. Submitting a Commission report to TACC prior to the meeting,
    - ii. Attending TACC meetings, and
    - iii. Reporting TACC activities to the Commission.
  - g. Ensure that an annual workplan and biannual progress reports are submitted to the BOS.
2. Duties of the Commission Vice Chairperson
  - a. Serve as a member of the Executive Committee.
  - b. Serve as Chairperson in the absence of the Chairperson.
3. Duties of the Commission Secretary
  - a. Serve as a member of the Executive Committee.
  - b. Read and report on correspondence addressed to the Commission.
  - c. Serve as Chairperson in the absence of the Chairperson and Vice Chairperson.

## **IX. Standing Committees**

### **A. POLICY <sup>26</sup>**

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<sup>26</sup> Commission Bylaws Article VI.

1. Standing committees have continuing subject matter jurisdiction over a matter of interest to the Commission.
2. Meetings must comply with Brown Act requirements and are supported by AAA staff consistent with county policy.<sup>27</sup>
3. Standing committees may be established by majority vote of the Commission after the Executive Committee has:
  - a. Ensured the subject matter aligns with the mission of the AAA and the priorities of the Area Plan, and
  - b. Consulted with the AAA Director regarding staffing capacity.
4. The meeting schedule is determined by the members of the Commission.
5. Standing committee members must be members of the Commission.
6. A standing committee may be dissolved by majority vote of the Commission.

## B. PROCEDURES

1. Executive Committee (EC)
  - a. EC Voting Members
    - i. Commission Chairperson
    - ii. Commission Vice Chairperson
    - iii. Commission Secretary
    - iv. Commission Chairperson Emeritus (go back to most recent former Chairperson not already on the Executive Committee in another role)
    - v. Chairperson(s) of other standing committee(s), if any
    - vi. Parliamentarian
  - b. EC Duties
    - i. Review recommendations from Commission members and AAA staff and finalize the Commission meeting agenda.
    - ii. Propose establishment and dissolution of other committees, as appropriate.
    - iii. Ensure there are always opportunities for every member to be on at least one committee.
    - iv. Monitor member attendance and respond to concerns.
    - v. Monitor Commission diversity and ensure that recruiting new members is an ongoing activity.

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<sup>27</sup> Sonoma County BOS Resolution No. 89-2131, revised 07/27/2004.

- vi. Receive monthly reports on recruitment plans and activities.
- vii. Oversee the creation of the Commission's annual workplan for the BOS.
- viii. Coordinate the compilation of biannual progress reports for the BOS, which may include items such as:
  - a) Member Diversity Report (see Member Recruitment procedures)
  - b) Volunteer Hours
  - c) Summary of Commission activities
  - d) Reports on relevant partner activities

## 2. Other Standing Committees

### a. Committee Officers

- i. Committee members elect a Chairperson and Vice Chairperson.
  - a) Terms of office are two years, beginning July 1 and ending June 30.
  - b) Committee officers are limited to two consecutive terms in any one office.
  - c) AAA staff track terms and notifies the committee when it is time for an election.
- ii. Duties of Committee Chairperson
  - a) Prepare meeting agendas with input from Commission members and AAA staff.
  - b) Report committee activities to the Executive Committee and the Commission.
- iii. Vacated Positions
  - a) If the Chairperson position becomes vacant, the Vice Chairperson becomes the Chairperson for the remainder of the term.
  - b) If the Vice Chairperson position becomes vacant, committee members elect another person to serve for the remainder of the term.
  - c) Completing the term of a vacated office does not count towards the two-term limit.

- b. The Commission Chairperson is an ex officio (meaning "by virtue of the office") member of other standing committees.

- i. The Commission Chairperson has the right to vote just like any other member.
- ii. When attending ex officio, the Commission Chairperson is not counted when calculating a quorum for the standing committee.

## **X. Advocacy**

### **A. POLICY**

1. Any public statement, report, or recommendation being issued in the name of the Commission must:
  - a. Align with the mission of the AAA and the goals of the Area Plan or the Local Master Plan for Aging, and
  - b. Be approved by a majority vote of members.
2. Commission members are free to express their own opinions and recommendations when acting independently as a member of the public and not representing the Commission.

### **B. PROCEDURES**

1. The Executive Committee reviews requests for Commission support and decides whether to bring them to the Commission for a vote.
2. If urgent action is needed sooner than the next Commission meeting, the Commission Chairperson may take action if:
  - a. It aligns with the mission of the AAA and the goals of the Area Plan or the Local Master Plan for Aging,
  - b. At least one other Commission officer is in agreement,
  - c. The AAA Director (or designee) is aware of the action and has given their input, and
  - d. The Commission is notified of the action at their next meeting.

## **XI. Amendments to Policies and Procedures**

These policies and procedures may be amended by majority vote of the Commission.