

ORANGE COUNTY HIV PLANNING COUNCIL
Policies and Procedures

Subject: Executive Committee

Number: III

Date Effective: 10/5/92

Revised: 6/9/99, 9/12/01, 8/24/11,
12/10/14, 2/10/16, 1/10/18

Reviewed: 1/29/20

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1. **PURPOSE:** The purpose of this document is to set forth the policies and procedures relative to the functions of the Executive Committee.
2. **AUTHORITY:** The Executive Committee shall be subject to the direction of the Council and none of its acts shall conflict with actions taken by the Council.
3. **FUNCTION:** The Executive Committee will be responsible for the following:
 - 3.1. Having general supervision of the affairs of the HIV Planning Council (Council) between its regularly scheduled meetings and may make recommendations to the Council;
 - 3.2. Approval of Council agenda including a review of action items to be presented to Council.
 - 3.3. Coordinating the Assessment of the Administrative Mechanism;
 - 3.4. Keeping the Council informed of its activities;
 - 3.5. Establishing ad-hoc committees, subcommittees, or task forces as needed;
 - 3.6. Assuming the responsibilities of committees that are unable to perform their functions under the direction of the Council; and
 - 3.7. Other duties as assigned by the Council.
4. **COMMITTEE MEMBERSHIP:**
 - 4.1. The Executive Committee shall consist of the following:
 - Officers of the Council;
 - one Officer representative of each standing committee;
 - the Council member representing the Ryan White Act Membership Category of Local Public Health Agency;
 - the immediate-past Chair of the Council; and
 - up to three at-large members, to be elected by the Council.
 - 4.2. With the exception of the Council Officers, members will occupy one membership seat. Officers of the Council who also Chair a committee may represent both roles in their membership seat.
 - 4.3. If none of the above members are unaligned consumers, then one or more unaligned consumers from the Council shall be elected to the Committee as at-large members.
 - 4.4. The Program Manager of HIV Programs shall serve as an alternate in the absence of the Local Public Health Agency representative.

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- 4.5. Members representing standing committees may have alternates in their absence. The alternates shall be either the Vice-Chair or Co-Chair of the standing committee.
- 4.6. Members are expected to attend all scheduled meetings and commit to serving on the Committee for at least one (1) year. The committee reserves the right to change the schedule of meetings as needed. Adequate notice of meeting date changes will be provided to members.
- 4.7. Members may be removed from the Committee for the following causes:
 - 4.7.1. Absences from three (3) regularly scheduled meetings during the appointed year. This does not apply to members who are on a leave of absence.
 - 4.7.2. Violations of conduct pursuant to the Council Bylaws.
- 4.8. The member will be sent a letter of warning that their membership is in jeopardy after missing two (2) meetings. The committee for which the member is representing will also be informed of the member's absences. Prior to any member being removed, they shall receive written notice of the intent to remove and the reasons for removal. The member shall be given the opportunity at the next Committee meeting to respond in writing or in person to the Committee.
- 4.9. If, for some reason, the member is unable to attend a meeting, they may notify the office of HIV Planning and Coordination to request a leave of absence for up to three meetings.
5. **CONFLICT OF INTEREST:** Members of the Committee are required to comply with the Council's Conflict of Interest Policy.
6. **VOTING:**
 - 6.1. A quorum of the committee must be present at any meeting in order for formal action to be taken on any matter. The number of members necessary to establish a quorum shall be the majority of voting members, not on a Leave of Absence.
 - 6.2. The Committee will utilize consensus voting for approval of the meeting agenda and minutes only. The Committee will use a yay/nay voting system for all other action items. The yay votes must be unanimous for the vote to carry. For non-unanimous yay votes, a roll call vote will be taken. A majority vote in favor of the motion will be required for the motion to carry.

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6.3. Alternates, as specified in Section 4 (Committee Membership), may vote on matters before the committee.

7. **AMENDMENTS:**

7.1. These policies and procedures may be amended at any time by a majority vote of the Executive Committee and submitted to the Council for approval.

7.2. Every attempt has been made to keep these policies and procedures in compliance with and consistent with the Council Bylaws; however in the event they are found to be in conflict with the Bylaws, the Bylaws will be the higher authority. Also, in the event that the current Bylaws are amended by the Council and/or Board of Supervisors, these policies and procedures will be amended to be in compliance with the revised Bylaws.

8. **MEETING SCHEDULE:** The Executive Committee shall meet at a frequency and at times, on dates, and at locations as determined by the committee Chair in consultation with the committee membership.