

Bylaws for the West Virginia Olmstead Council

Adopted by the Council on March 15, 2007

Amended by the Council on July 21, 2009

Article I. Name & Purpose

Section 1. Name

The name of this organization shall be the West Virginia Olmstead Council, hereinafter referred to as “the Council.”

Section 2. Mission

The mission of the Council is to assist all West Virginia citizens with disabilities to have the opportunity to receive supports and assistance in the most integrated setting in their community.

Section 3. Purpose

The purpose of the Council shall be to carry out its responsibilities specified in the *West Virginia Olmstead Plan: Building Inclusive Communities* (“the Plan”) as approved by Governor Joe Manchin III on October 12, 2005 through Executive Order 11-05.

Section 4. Specific Responsibilities

The Council will participate in the development of program policies and procedures, annual contracts, and perform such other duties as are necessary for statewide implementation of the Plan. The specific responsibilities, as outlined in the Plan are to:

- a. Advise the Olmstead Coordinator in fulfilling the position’s responsibilities identified in the Plan and the duties of the Olmstead Office;
- b. Review the activities of the Olmstead Coordinator;
- c. Provide recommendations for the long term care institutional and community-based supports systems;
- d. Issue position papers for the identification and resolution of systemic issues; and
- e. Monitor, revise, and update the Plan and any subsequent work plans.

Article II. Membership

Section 1. Number and Composition

The membership shall consist of the following: eight (8) people with disabilities and immediate family members; eleven (11) advocacy and disability organizations; six (6) providers of institutional and community supports; four (4) state agencies; and (1) representative from federal/local housing.

The number of members of the Council shall not exceed thirty (30) persons.

Section 2. Organizational Positions

These positions are assigned to specific agencies or organizations not to individual people. Organizations must select a designated representative to the Council. The following details these positions:

- a. **Advocacy and disability organizations:** West Virginia Advocates, Legal Aid Behavioral Health Advocacy Project, Legal Aid Long Term Care Ombudsman Project, West Virginia Developmental Disabilities Council, West Virginia Statewide Independent Living Council, EMS-TSN Medley/Hartley Advocacy Project, West Virginia Mental Health Planning Council; and four (4) other statewide disability organizations representing, but not limited to, mental health/substance abuse, MR/DD, physical disabilities, traumatic brain injury, aging and cross disability issues.
- b. **Providers of institutional and community supports:** Nursing facility representative, ICF/MR facility representative, Aged and Disabled Waiver provider, MR/DD Waiver provider, Mental Health provider, and Home Health representative.
- c. **State Agencies:** State ADA Coordinator, Bureau for Medical Services, Bureau for Behavioral Health and Health Facilities, and Bureau of Senior Services.
- d. **Other:** Representative from federal or local housing at the discretion of the Executive Committee.

Section 3. People with Disabilities and Immediate Family Members

People with disabilities or immediate family members will make up eight (8) positions on the Council. These will be people who have a disability as defined by the Americans

with Disabilities Act, and have direct experience with the long term care system. The majority of the membership in this category shall be people with disabilities.

Section 4. Terms

Positions filled by people with disabilities and immediate family members; four (4) open advocacy and disability positions; and providers shall be appointed for a term of three (3) years by vote of the Council.

Annual terms will be based on the date the by-laws were adopted on March 1, 2007. Organizational positions are not subject to term limits.

Section 5. Resignations or Vacancies

Any member wishing to resign shall submit his/her resignation in writing to the Chairperson of the Council. Any member who is absent from three consecutive regular meetings of the Council shall be considered as having resigned. The Council will proceed to replace that individual within three months of the vacancy to complete the remainder of the vacant term.

Section 6. Reimbursement

Council Members with a disability, immediate family members, personal assistants, and the four (4) open advocacy and disability organization members may be reimbursed for attendance at Council meetings and other approved Council activities as described in the Policies and Procedures Manual.

Section 7. General Policies and Procedures

All Council members shall adhere to the general policies and procedures adopted by the Council. These include but are not limited to: responsibilities of Council members; designating organizational members; reimbursement of expenses; proxy voting; authority to represent the Council; standards of member conduct; public attendance at Council meetings; and personal assistants.

Article III. Officers

Section 1. Officers

Officers of the Council shall consist of a Chairperson and Vice-Chairperson. At least one officer will be a person with a disability, family member, or from an advocacy and disability organization. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Council.

Section 2. Officer Restrictions

Officers shall be non-state agency members of the Council. No member shall hold more than one office at a time.

Section 3. Election of Officers

The officers shall be elected by ballot at the November meeting, and their term of office shall begin at the next meeting (January) unless they are filling a vacancy. Written proxy votes will be accepted.

Section 4. Terms

Officers shall serve one (1) year terms. Officer terms shall be limited to (2) two full one-year terms served consecutively.

Section 5. Vacancies

If a vacancy occurs in the office of Chairperson, the Vice Chairperson shall assume the office for the remainder of the term. Vacancies in the office of Vice Chairperson shall be filled by special election.

Article IV. Duties of the Officers

Section 1. Chairperson

The Chairperson will provide leadership to the Council in establishing its overall goals and priorities. In addition, it shall be the duty of the Chairperson to:

- a. Preside over all meetings.
- b. Establish the agenda with the Olmstead Coordinator for all meetings.

- c. Vote in case of a tie, otherwise they are not required to vote on any issue.
- d. Represent the Council on issues related to its purpose and the implementation of the Plan.
- e. Appoint committee chairpersons subject to approval of the Executive Committee.
- f. Serve as an ex-officio member of all committees.
- g. Perform other duties as ordinarily pertaining to this position.

Section 2. Vice-Chairperson

The Vice-Chairperson shall assume the responsibilities of the Chairperson in his/her absence.

Article V. Executive Committee

Section 1. Membership

The Executive Committee shall be a standing committee and shall be comprised of the Chairperson, Vice-Chairperson, the immediate past Chairperson and four (4) other members who are elected by the membership for a one (1) year term. The Chairperson shall preside over the Executive Committee.

Executive Committee must be representative of the overall Council membership.

Section 2. Responsibility

The role of the Executive Committee will be to oversee the work of the Council. The Executive Committee may conduct business of the Council which arises between regular meetings if the business is such that it must be addressed before the next meeting of the entire Council. In such cases, every reasonable attempt should be made to ascertain the will of a majority of the Members, either by phone or e-mail.

Section 3. Meetings

The Executive Committee shall meet as needed prior to meetings of the Council. These meetings will assist to organize and plan future activities of the Council.

Section 4. Vacancies

If a vacancy occurs during the calendar year, except those occurring during the last quarter, the Council shall elect a replacement during the first regular meeting after the vacancy occurs. Members elected to fill a vacancy shall serve the remainder of the vacant term. Regular and special business of the Council shall be conducted by the remaining Executive Committee members until the vacancies are filled.

Section 5. Terms

Executive Committee members shall serve one (1) year terms. Executive Committee members shall be limited to two (2) full one-year terms served consecutively.

Article VI. Meetings

Section 1. Regular Meetings

The Council shall meet at least quarterly in January, April, July, and October. Deviations to this schedule may be made when unforeseen circumstances arise.

Section 2. Special Meetings

Special meetings may be called by the Chairperson, the Executive Committee, the Olmstead Coordinator, or the written request of five (5) members of the Council. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least ten days' notice shall be given.

Section 3. Designating a Representative

Any member may designate a representative to attend Council meetings in their absence. Nothing in this section implies that a representative may perform the duties of any Officer, Executive Committee member, and Nominating Committee member.

Section 4. Voting

Each Member of the Council shall have one vote. Proxy votes shall be allowed. Any member may designate a representative to attend Council meetings in their absence

and must provide them a written proxy. Proxies must be given in writing or a phone call to the Olmstead Coordinator or Chairperson prior to the meeting.

Section 5. Quorum

A quorum of the Council shall consist of one-third of the current Members. A quorum is required for the transaction of any business of the Council. A quorum must include at least one officer and one other member of the Executive Committee.

Section 6. Parliamentary Authority

The rules contained in Robert's Rules of Order (latest version) govern the Council in all cases to which they are applicable unless otherwise designated by the Council.

Article VII. Nominating Committee

Section 1. Committee Membership

The Nominating Committee shall be four (4) members elected by the Council at its regular September meeting. The Committee shall select a chairperson from among the four (4) members who are elected by the membership for a one (1) year term.

Nominating Committee must be representative of the overall Council membership.

Section 2. Nominating Council Officers

It shall be the duty of this Committee to nominate candidates for the offices and to fill any vacancies that occur. These nominations will be taken to the full Council for a vote.

- a. Officers will be elected at the regular November meeting.
- b. The Committee will solicit nominations for any vacancies incurred in the course of the year, and to solicit nominations for membership to replace members whose terms are expiring.
- c. Additional nominations from the floor shall be permitted.

Section 3. Nominating Council Members

It shall be the duty of this committee to nominate candidates for membership and to fill vacant positions. These nominations will be taken to the full Council for a vote.

- a. Regular membership vacancies will be filled at a regular meeting as needed.
- b. The Committee will solicit nominations for any vacancies incurred in the course of the year, and to solicit nominations for membership to replace members whose terms are expiring.
- c. Organizations including but not limited to: ADAPT WV, the Center for Excellence in Disabilities, WV Centers for Independent Living, the Fair Shake Network, AARP, and the Mental Health Consumers' Association will be utilized to assist with recruiting Council members.
- d. Additional nominations from the floor shall be permitted.

Section 4. Nominating Executive Committee Members

It shall be the duty of this committee to nominate candidates for the Executive Committee and to fill vacant positions. These nominations will be taken to the full Council for a vote.

- a. Positions will be elected at the regular November meeting.
- b. The Committee will solicit nominations for any vacancies incurred in the course of the year, and to solicit nominations for membership to replace members whose terms are expiring.
- c. Additional nominations from the floor shall be permitted.

Article VIII. Other Committees

Section 1. Establishing Other Committees

The Chairperson shall establish other committees as the Council deems necessary to carry out its responsibilities.

Section 2. Non-Council Member Participation

Non-council members may be appointed to committees by the Chairperson.

Section 3. Reporting Responsibilities

The Committee Chairperson shall report to the full Council at the next regularly schedule meeting regarding the Committee's work.

Article IX. Amendment of Bylaws

Section 1. Amendments

These bylaws may be amended at any regular meeting of the Council by a two-thirds vote of the Members present and voting.

Unless otherwise specified, the approved amendments will go into effect immediately after approved by a vote of the Council.

Section 2. Notice

All members shall receive advance notice of the proposed amendment at least thirty (30) days prior to the meeting.

Article X. Olmstead Office

Section 1. Responsibilities

The Council shall be supported by the Olmstead Office or Olmstead Coordinator. The Olmstead Coordinator will have the responsibility to support the Chairperson in the following activities:

- a. Scheduling the date, time and location of all Council meetings.
- b. Recording and distributing the minutes of all Council meetings.
- c. Provide payment for all necessary and reasonable Council expenditures.
- d. Provide Members with educational materials, information, and technical assistance related to the Olmstead decision or related Olmstead activities.

Section 2. Voting

The Olmstead Coordinator shall not vote on any matter before the Council. However, Council members may request that the Coordinator provide information regarding issues that are before the body for a vote.