

Bylaws

TACC Bylaws

The Bylaws of the Triple-A Council of California as amended November 16, 2009.

BYLAWS

of

THE TRIPLE-A COUNCIL OF CALIFORNIA

ARTICLE I Purposes

Section 1. Purposes:

The mission of the Triple-A Council of California (TACC) is to promote communication and collaboration among local Area Agency on Aging advisory councils, and key state partners:

- Educate through the exchange of information, ideas, trends, and models of service delivery,
- Advocate on issues of concern in local/state planning processes, and
- Strengthen the effectiveness of local advisory councils.

ARTICLE II Membership

Section 1. Membership

The TACC Membership consists of the Presidents of each of the 33 Area Agency on Aging advisory councils.

Section 2. Size and Qualifications:

The Membership shall consist of no less than thirty-three (33) and no more than thirty-seven (37) members who:

1. Are serving as the current chairperson of an advisory council to an Area Agency on Aging (AAA) in the state of California as required by section 9403 of the

California Welfare and Institutions Code (advisory councils are defined in the Older Americans Act of 1965 as amended and in the Federal Register, page 33772, paragraph 1321.57 dated August 31, 1988.); or

2. Are currently serving as an elected officer of TACC; or

3. Is the immediate past-president.

Section 3. Alternate Members:

A. An Alternate member may be designated by each advisory council to substitute for the member, in her/his absence.

B. The Alternate member shall be appointed by the advisory council concerned and must be a member of that council.

C. Acting for the member, the Alternate member shall have all rights and privileges of a member subject to restrictions contained in the bylaws.

D. If the member and Alternate member are both present at a TACC meeting, only the member shall be entitled to reimbursement for that entire meeting.

Section 4. Voting:

Each member shall have one vote. Alternate members may vote only in the absence of a member.

Section 5. Regular and Special Meetings:

A. All meetings of TACC shall be held in Sacramento, California, unless the members decide otherwise.

B. Regular meetings shall be held at least twice a year. The Annual Meeting shall be that which is nearest to July 1.

C. The President, or five (5) members, may call a special meeting or change the date and time of a regular or annual meeting on written request to the Secretary/Treasurer, provided notice of such meeting is delivered by mail or personally to each member at least ten (10) days prior to the meeting.

Section 6. Quorum:

A. A quorum for the transaction of business shall be comprised of one-third (1/3) of the current Membership.

B. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members, if any action taken is approved by at least a majority of the required quorum for such meeting.

C. Each member or Alternate member shall have one vote, and shall vote in person.

Section 7. Compensation:

The members and Alternate members shall serve without compensation provided, however, that nothing in this section shall prohibit reimbursement of the members or Alternate members for their actual allowable expenses which have been fixed and determined by State Law. In those instances where the AAA provides reimbursement for its council member to attend TACC, members shall comply with AAA reimbursement rules.

**ARTICLE III
Officers**

Section 1. Officers:

The officers of the TACC shall be a President, Vice President, and Secretary/Treasurer.

Section 2. Election of Officers:

A. The TACC shall elect the officers from its Membership at the Annual Meeting.

B. Nominations for these offices shall be made by the Nominating Committee and delivered by postal mail or email to all TACC members at least 30 days prior to the Annual Meeting (or other election meeting). Additional nominations may be made by the members at this meeting. The consent of each nominee shall be obtained prior to the nomination.

C. Installation of officers shall take place at the Annual Meeting.

D. All officers shall have served at least one year on an advisory council to an Area Agency on Aging in California prior to election.

E. The term of office shall be for one year.

F. No officer shall be elected to hold a specific office for more than two consecutive terms.

G. An officer may continue to serve or be elected or re-elected as an officer. However, a member may not hold an elective position for more than six (6) consecutive years.

Section 3. Removal and Resignation of Officers:

- A. An officer may be removed for cause from office by a vote of two-thirds (2/3) of the Membership. The proposed action shall have been placed on the agenda and the officer shall have been notified in writing prior to the meeting.
- B. A vacancy occurs when an officer is no longer a member of a local advisory council.
- C. Any officer may resign at any time by giving written notice to the Membership. Any such resignation shall take effect on the date of receipt of such notice or at any later time specified therein. Unless otherwise specified, the acceptance of such resignation shall not be necessary to make it effective.

Section 4. Vacancies:

Vacancies in Executive Committee offices occurring between annual elections shall be filled for the unexpired term of the office by the same procedure used in the annual elections.

Section 5. Duties - President:

The President:

- A. If present, shall preside at all meetings of the TACC.
- B. Shall appoint chairpersons and members of committees subject to approval of the TACC.
- C. May be given additional duties consistent with these bylaws.
- D. May represent TACC personally, or may appoint a member to represent TACC to any outside association or group as would be appropriate the organization's function and/or purpose.
- E. Works with staff to develop meeting agendas.

Section 6. Duties - Vice-President:

In the absence, or the inability to act, of the President, the Vice President shall act with all the authority of the President.

Section 7. Duties – Secretary/Treasurer:

The Secretary/Treasurer shall:

- A. Certify and ensure that a copy of these bylaws as amended or otherwise altered to date are maintained at the TACC office.
- B. Ensure that a book of minutes of all meetings is maintained at the TACC office.
- C. Ensure that meeting notices are duly given in accordance with the provisions of these bylaws or as required by law.
- D. Ensure that current Membership records containing the name and address of each member and Alternate member and their term of service are maintained at the TACC office.
- E. Provide financial reports at TACC meetings.
- F. Perform all duties incident to the office of Secretary/Treasurer and such other duties as may be assigned by the TACC.

ARTICLE IV Committees

Section 1. Standing Committees:

Standing committees of the TACC shall be as follows:

- A. Executive Committee
 - 1. The Executive Committee shall consist of the elected officers (President, Vice President, Secretary/Treasurer) and the immediate Past President. All members of the Executive Committee shall have voting privileges.
 - 2. The Executive Committee serves in an advisory capacity to the President and to the TACC and is empowered to act for the TACC in an emergency. Such action must be approved by the TACC retroactively at the next regular meeting.
- B. Nominating Committee:
 - 1. The Nominating Committee shall consist of three members: the immediate past President and two members selected by consensus of those members present at the first meeting after January 1 of each year. Should the services of the Committee be required earlier due to a vacancy in an office, it shall be so selected at the first regular meeting after the vacancy occurs. A quorum must be present at the time of the selection.
 - 2. The Nominating Committee shall present a slate of nominations for officers of the TACC in accordance with the provisions of Article III, Section 2.

3. Vacancies in the Nominating Committee occurring after its selection, but prior to the Annual Meeting, shall be filled by the Executive Committee.

Section 2. Other Committees:

TACC may establish additional committees, advisory groups, or task forces, with fixed terms. Such groups are advisory to the Membership and no action may be taken by them except to make recommendations. The Membership and chairpersons shall be appointed by the President subject to the approval of the TACC Membership.

Section 3. Membership:

With the exception of the Executive and Nominating committees, the President may appoint non-members to serve as committee members. The committee chair must be a member and the majority of the committee members must be members.

**ARTICLE V
Amendment of Bylaws**

Section 1. Amendment:

Any member may propose amendments to these bylaws. Proposed amendments must be submitted in writing to the Secretary/Treasurer. The Executive Committee shall be responsible for reviewing the proposal, placing the proposal on the agenda for the next regular meeting, and presenting a recommendation to the Membership at that meeting. These bylaws shall be amended only with the concurrence of two-thirds (2/3) of the members present and voting.

Section 2. Effective Date:

Amendments shall become effective immediately upon their adoption.

**ARTICLE VII
Parliamentary Procedures**

All meetings shall be conducted according to "Roberts Rules of Order Newly Revised," except when in conflict with these bylaws or with the laws of the State of California.

Original bylaws adopted August 19, 1978, amended February 16, 1979, February 16, 1981, October 7, 1982, July 24, 1986, May 27, 1987, January 26, 1989, May 24, 1989, March 23, 1994, January 25, 1995, December 4, 1996, January 27, 1999, March 22, 2000, November 20, 2002, March 9, 2005, July 26, 2006, September 10, 2008, November 17, 2008 and February 5, 2009 are on file with the Triple-A Council of California.