



***Middlesex-Somerset-Hunterdon TGA
HIV Health Services Planning Council
Bylaws***

BYLAWS of the MIDDLESEX-SOMERSET-HUNTERDON HIV HEALTH SERVICES PLANNING COUNCIL

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Middlesex-Somerset-Hunterdon HIV Health Services Planning Council

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ARTICLE I

Name, Establishment, Definitions and Purposes

1.1 Name

The organization shall be known as the Middlesex-Somerset-Hunterdon HIV Health Services Planning Council. As used in these bylaws, the terms "Planning Council" and "Council" hereinafter refers to the MSHTGA.

1.2 Establishment

The Ryan White Comprehensive AIDS Resources Emergency (CARE) of 1990, as amended in 1995, 2000 and 2006, and replaced by the Ryan White HIV/AIDS Treatment Extension Act of 2009, requires the establishment of an HIV Health Services Planning Council by the Chief Elected Official (CEO) of the Transitional Grant Area (TGA). The Freeholder Director of Middlesex County, hereinafter defined as chief elected official (CEO) of the Middlesex-Somerset-Hunterdon transitional grant area, was appointed as chief elected official with the inception of the Act. The County of Middlesex was established as the recipient grantee herein known as the "Administrative Agent" (AA) for "Grantee" for Ryan White Part A and Minority AIDS Initiative (MAI) grant awards, per the Act itself. The Council, as established by the CEO, is not incorporated under the laws of the State of New Jersey or any other jurisdiction.

1.3 Purposes of the Council

The purposes of the Council have been established as follows:

To identify HIV needs, prioritize service interventions, and recommend allocations to meet the priority services needs in the TGA;

1.3.1 To develop a comprehensive plan for the organization and delivery of health services compatible with any existing state or local plan that provides for health services to individuals with HIV infection or AIDS;

1.3.2 To set service priorities and making allocations of grant funds;

- 1.3.3 To assess the efficiency of the administrative mechanism to efficiently and effectively distribute Part A and MAI grant awards and assure quality services;
- 1.3.4 To develop standards for improving the delivery of services as part of the local planning processes;
- 1.3.5 To assure community participation in needs assessment and non-conflicted community participation in priority setting;
- 1.3.6 To participate in the development of the statewide coordinated statement of need (SCSN) through the NJ HIV Planning Group; and
- 1.3.7 To manage the operations of the HIV Services Planning Council.

ARTICLE II

Appointment of Council Members, Composition, Terms and Compensation

The membership shall be comprised of persons appointed by the designated Chief Elected Official, commonly known as the Middlesex County Board of Chosen Freeholders (also known as CEO). The membership will be no less than 20 persons and no more than 45 persons. The CEO appoints additional members to the Planning Council for expanding membership or to fill vacancies, which may occur.

Membership shall include, but not be limited to individuals with skills or expertise from the following:

- 1. Individuals with HIV disease
- 2. Affected community, including PLWH and/or PLWA and historically underserved groups and subpopulations
- 3. Health care providers, including federally qualified health centers
- 4. Community-based organizations serving affected populations and AIDS service organizations;
- 5. Social service providers, including providers of housing and homelessness services;
- 6. Mental health and substance abuse providers;
- 7. Local public health agencies;
- 8. Hospital planning agencies or health care planning agencies;
- 9. Non-elected community leaders;
- 10. State government Medicaid Agency representative;
- 11. State government Part B representative;
- 12. Part C (b), grantees of early intervention programs;
- 13. Part D, or organizations operating in the area with a history of serving children, youth and families with HIV;

14. Other Federal HIV Programs, including providers of HIV prevention services;
15. Representatives of individuals who were formerly Federal, State, or local prisoners, were released from the custody of the penal system during the preceding three years, and had HIV disease as of the date on which the individuals were so released;
16. Members of a Federally recognized Indian tribe as represented in the population of the TGA ;
17. Individuals co-infected with hepatitis B or C

The membership must reflect the demographics of the epidemic in the TGA. No less than 33% of the membership shall be non-affiliated individuals currently receiving HIV related services pursuant to a grant under Section 2601(a) of the Ryan White CARE Act, or the parents of or caregivers for minor children, receiving such services. Individuals must not be officers, Board members, employees, or consultants to any providers receiving Part A funds, and must not represent any such entities in order to be considered unaffiliated consumer members.

Members can be persons residing in, employed in, or receiving services in the Middlesex-Somerset-Hunterdon TGA. If the member's eligibility criteria changes during their appointment, and they no longer meet the membership criteria, their seat on Planning Council would expire effective the date of the change. State appointment representatives of Part B program are exempt from the above membership requirements.

No provider agency shall have more than one voting member on Planning Council. Membership and By-Laws Committee will review written requests to make an exception on an individual basis. Any current members who represent agencies with more than one voting member are exempt as of the resolution and adoption of these by-laws.

2.1 Appointments

2.1.1 New Planning Council Member Appointments

According to the Act, the Planning Council shall maintain a Membership and By-Laws Committee to maintain group parity, inclusion, and representation in accordance with the Federally Mandated Categories (see Article II introduction). The Membership and By-Laws Committee will actively solicit applications for membership to the Planning Council. The Membership and By-Laws Committee will meet and review the previously filed applications, interview each prospective applicant, and vote on each prospective applicant. All individuals who submit an application for membership will receive written notification of their acceptance or rejection. Individuals who do not meet the current demographic needs of the Planning Council will be notified that their application will be placed on hold until an appropriate slot develops.

2.1.2 Non-Planning Council Member Committee Appointments

Individuals can become members of Standing Committees, and not be Planning Council members. They must submit of a completed committee membership application to the PC support staff, and sign a conflict-of-interest form. They must attend at least three meetings of the same committee, after applying for committee membership. They must be approved by both the Committee Chair and Vice Chair as well as by the Membership and By-Laws Committee. Non-Planning Council members cannot become members of the Membership and By-Laws, and/or the Priorities Committees.

2.2 General Leave

2.2.1 Leave of Absence

A leave of absence is requested by written notice to the Planning Council Chair/Vice-Chair and then referred to the Membership and By-Laws Committee. A leave of absence may not be less than (1) month and may not exceed (4) months. No more than one leave during any twelve month period will be granted. Persons not returning at the end of (4) months will be considered to have resigned. A leave of absence shall be granted without restriction, and the number for the quorum will be adjusted.

2.2.2 Resignation

A member shall have the responsibility of notifying the Planning Council Chair/Vice-Chair of his/her resignation in writing. This is then referred to the Membership and By-Laws Committee for processing. Individuals are encouraged to consider the adequate representation of the constituency when deciding between a leave of absence and resignation.

2.2.3 Termination

Members may be terminated from the Planning Council for a total of three consecutive absences or four total absences in any grant years (Mar1st – Feb 28th). A Planning Council member may be terminated by the Freeholder Director upon recommendation of the Planning Council Membership and By-Laws Committee. A termination may be declared under the following circumstances:

- a. A member resigns from the Council;
- b. A member violates the attendance requirements;
- c. Death of a member;
- d. A member is removed for probable cause per established Code of Conduct;
- e. A member violates the Conflict of Interest policy.

2.3 Composition of Council

- 2.3.1 As specified by the Ryan White legislation, Planning Council membership must:
 - a. Reflect the demographics of HIV/AIDS in the TGA;
 - b. Reflect a broad range of individuals, including persons infected/affected with HIV and AIDS;

- c. Include person(s) who are willing to self-disclose about their HIV+ status;
- d. Give priority to individuals of the infected community with the goal of maintaining 33 percent non-affiliated consumers who have received a service funded by Ryan White Part A within 12 months prior to their appointment.
- e. Persons interested in serving a subsequent term must express their interest verbally or in writing to the Membership and By-Laws Committee and be recommended by the Membership and By-Laws Committee to the Council for approval within two months prior to the end of their term.

2.4. Term

The term of office for each Council member shall begin on the date of appointment by the Middlesex County Freeholder Director.

2.4.1 Each member of the Planning Council shall be assigned a two (2) year term of membership. Members cannot serve more than three (3) consecutive full terms and must take a year off to be eligible for reappointment by the Freeholder Director. Unaffiliated members can serve indefinitely, but must be formally reappointed every two years.

2.4.2 Persons interested in serving a subsequent term must express their interest verbally or in writing to the Membership and By-Laws Committee and be recommended by the Membership and By-Laws Committee to the Council for approval.

2.5 Compensation

Persons serving as members of the Council shall not receive any salary or other compensation for their attendance and services at Council meetings. This prohibition does not apply to members who are infected with HIV. Reimbursed compensation may be given to PLWH/As to cover the costs of transportation, parking expenses, and meals.

2.6 Code of Conduct

Every attendee is expected to adhere to the following Code of Conduct:

2.6.1 All attendees shall be treated with courtesy and respect.

2.6.2 There will be no personal attacks on anyone; disagreements will focus on issues, not upon individuals.

2.6.3 Once decisions are made by majority vote, every attendee will support the decision, regardless of his/her personal position.

2.6.4 Planning Council is not a forum to discuss specific provider related issues or to address specific providers.

2.6.5 Information presented in confidence will be held in confidence and not discussed outside the meeting.

2.6.6 All members will speak positively about the planning body in public; problems will be addressed within the group, not with outsiders.

- 2.6.7 Attendees will behave in a manner that reflects recognition of their responsibility to present and consider the concerns of specific communities, or population groups, while considering the overall needs of people living with HIV disease, and act on their behalf, not to benefit themselves.
- 2.6.8 No member may speak on behalf of or represent a position of the Council without the express permission of the Chair/Co-Chair or the full Council.
- 2.6.9 No member shall solicit business, potential customers, or use the Planning Council to promote, advertise, or sell their products or services. Exceptions are at the discretion of the Planning Council.
- 2.6.10 Any member who feels she or he cannot support the mission, goals, strategies, programs, and/or leadership of the planning body as agreed upon by the members should resign from the planning body.
- 2.6.11 At all times, members shall be aware of and adhere to all local, state and federal laws and regulations.

ARTICLE III Duties of the Council

The duty of the Council is to ensure the implementation of its purpose as set forth in these bylaws and to carry out those responsibilities as prescribed by the provisions of the Act with specific attention to the following activities:

3.1 Duties

The following language is taken directly from the HRSA compilation of the Ryan White CARE Act of 1990 and the amendments of 1995, 2000, and 2006; these duties are still in effect under the Ryan White HIV/AIDS Treatment Extension Act of 2009.

- 3.1.1 "Determine the size and demographics of the populations of individuals with HIV disease with particular attention to:
 - a. Individuals with HIV disease who know their HIV status and are not receiving HIV-related services; and
 - b. Disparities in access and services among affected subpopulations and historically underserved communities;
- 3.1.2 "Establish priorities for the allocation of funds within the eligible area, including how best to meet each such priority and additional factors that the grantee should consider in allocating funds under a grant based on the:
 - a. Size and demographics of the population of individuals with HIV disease (as determined under subparagraph [A]) and the needs of such populations (as determined under subparagraph [B]);
 - b. Demonstrated (or probable) cost effectiveness and outcome effectiveness of proposed strategies and interventions, to the extent that data [are] reasonably available;

- c. Priorities of the communities with HIV disease for whom the services are intended;
 - d. Coordination in the provision of services to such individuals with programs for HIV prevention and for the prevention and treatment of substance abuse, including programs that provide comprehensive treatment for such abuse;
 - e. Availability of other governmental and non-governmental resources, including the [s]tate Medicaid plan under Title XDC of the Social Security Act and the [s]tate Children's Health Program under Title XXI of such Act to cover health-care costs of eligible individuals and families with HIV disease; and
 - f. Capacity-development needs resulting from disparities in the availability of HIV-related services in historically underserved communities;
- 3.1.3 "Develop a comprehensive plan for the organization and delivery of health and support services described in section 2604 of the Care Act that:
- a. Includes a strategy for identifying individuals who know their HIV status and are not receiving such services and for informing the individuals of and enabling the individuals to utilize the services, giving particular attention to eliminating disparities in access and services among affected subpopulations and historically underserved communities, and including discrete goals, a timetable, and an appropriate allocation of funds;
 - b. Includes a strategy to coordinate the provision of such services with programs for HIV prevention (including outreach and early intervention) and for the prevention and treatment of substance abuse (including programs that provide comprehensive treatment services for such abuse); and
 - c. Is compatible with any state and local plan for the provision of services to individuals with HIV disease;
- 3.1.4 Assess the efficiency of the administrative mechanism in rapidly allocating funds to the areas of greatest need within the eligible area, and at the discretion of the Planning Council, assess the effectiveness, either directly or through contractual arrangements, of the services offered in meeting the identified needs;
- 3.1.5 Participate in the development of the statewide coordinated statement of need initiated by the state public health agency responsible for administering grants under Part B.
- 3.1.6 Establish methods for obtaining input on community needs and priorities that may include public meetings (in accordance with paragraph [7] public deliberations), conducting focus groups, and convening ad hoc panels; and
- 3.1.7 Coordinate with federal grantees that provide HIV-related services within the transitional grant area."

ARTICLE IV Officers and Membership

4.1 Officers

The Officers of the Council shall be:

- 4.1.1 Chairperson, hereinafter referred to as the Chair; and
- 4.1.2 Vice Chairperson, hereinafter referred to as the Vice Chair

4.2 Eligibility for Offices

Eligibility for offices is as follows:

- 4.2.1 The Council shall not elect as Chair, Vice-Chair or Membership Committee Chair an employee or representative of the grantee or the fiscal agency. Whenever possible, the Council shall not fill both Chair and Vice Chair offices with representatives or employees of recipient agencies of Ryan White Part A funds. If the Chair is a representative or employee of a Ryan White Part A recipient agency, it is preferable that the Vice Chair be unaffiliated, without a potential conflict of interest.
- 4.2.2 Planning Council members seeking the offices of Planning Council Chair must:
 - a. Have an understanding of Planning Council processes;
 - b. Have demonstrated leadership by having served as Committee Chair or Planning Council Vice Chair;
 - c. Have participated in a priority setting and resources allocation; and
 - d. Be in good standing with regard to meeting attendance requirements for Planning Council and primary committee meetings.
- 4.2.3 Planning Council members seeking the offices of Planning Council Vice Chair must:
 - a. Have an understanding of Planning Council processes;
 - b. Have participated in a priority setting and resource allocation;
 - c. Be in good standing with regard to meeting attendance requirements for Planning Council and primary committee meetings.
- 4.2.4 Planning Council members seeking the office of Membership and By-laws Committee must:
 - a. Have an understanding of Planning Council processes;
 - b. Have been a member of the Membership and By-laws Committee for at least six months;
 - c. Be in good standing with regard to meeting attendance requirements for Planning Council and primary committee meetings.

4.3 Duties for Officers

The Officers of the Council shall have the responsibility for the performance of the following duties:

4.3.1 The Chair must be a duly appointed member of the Council and shall have the following duties:

- a. Preside at all meetings at the Council;
- b. Sign off on instruments and correspondence, which the Council has authorized to be executed and certify approved minutes of Planning Council meetings;
- c. Upon recommendation of the Planning Council: appoint committees, fill vacancies, change the membership, and/or discharge any such committee;
- d. In general, perform such duties as are normally performed by a Chair of an organization or such other duties as the Council may prescribe from time to time;
- e. Assign a member to a committee should the said member fail to select a committee;
- f. Represent the positions of the Planning Council;
- g. Represent the will of the body in emerging situations at which the Planning Council and Executive Committee are unable to convene and discuss.

4.3.2 The Vice Chair:

- a. Must be a duly appointed member of the Council;
- b. Chair the Executive Committee;
- c. Shall serve in the capacity of the Chair in the absence of the Chair of the Council or upon request of the Chair

4.3.3 The Membership and By-Laws Committee Chair and members of the committee must be duly appointed members of the Council. The Membership and By-Laws Committee Chair shall have the following responsibilities:

- a. Oversee the creation of a mechanism for the recruitment of candidates for Council membership;
- b. Ensure that applications from each candidate are screened;
- c. Ensure committee compliance with Article V, Section 5.5 of the By-laws;
- d. Serve as interim Council Chair in the absence of the Chair and Vice Chair or upon request of the Chair and Vice Chair, and serve as interim Council Vice Chair in the absence of the Chair;
- e. Ensure conflict of interest disclosures are complete and current for all Planning Council and committee members.

4.4 Order for Chairing Meetings of the Planning Council and Executive Committee

4.4.1 The elected Chair shall preside at all Planning Council meetings. The elected Vice Chair shall preside at all Executive Committee meetings. The single exception to this order shall occur when the Executive Committee is meeting concerning any phase of an internal complaint or grievance and the Vice Chair is a named principle in the complaint; in which

case, the Chair will Chair the meeting and the Membership and By-Laws committee Chair will serve as Vice Chair.

- 4.4.2 In the absence of the Vice Chair, or upon request of the Vice Chair, the Chair shall preside, and the Chair of the Membership and By-Laws Committee shall serve as interim Vice Chair. The Chair may preside until the next scheduled annual election or until a special election, whichever comes first. A special election to replace an absent Vice Chair is not mandated, but the Chair may request one.
- 4.4.3 In the extended absence (beyond two consecutive meetings) of the Planning Council Chair, the Vice Chair shall assume the position of interim Chair and the Membership and By-Laws Committee Chair will become the interim Vice Chair until the next scheduled election, if said election is scheduled to occur within the next three months. The Executive Committee will consider the circumstances of the extended absence and choose to call a special election to replace the Chair when the absence is beyond three consecutive meetings and the next planned election is scheduled beyond the next three months.
- 4.4.4 In the absence of both the Chair and Vice Chair, or upon their request, the Chair of the Membership and By-Laws Committee shall preside.
- 4.4.5 In the extended absence (beyond two consecutive meetings) of both the Chair and Vice Chair, the Chair of the Membership and By-Laws Committee shall assume the position of Chair and the Executive Committee will appoint one of its non-conflicted members as interim Vice Chair. In the event that the simultaneous absences of both the elected Council Chair and Vice Chair exceed or are expected to exceed three consecutive months, the Executive Committee shall plan for a special election to replace the Chair and Vice Chair. Said election is to occur no later than three months following the Executive Committee's determination that the Chair and Vice Chair will simultaneously be absent for more than three consecutive months.

4.5 Election for Officers

4.5.1 The Chair and Vice Chair shall be the officers of the Council and shall be elected by a majority vote of a quorum of the Council. The nominations for Officers shall take place in January, and be voted on in February. The term of these offices shall be for one (1) year from March through February, serving no more than two (2) consecutive terms.

4.6 Filling Vacancies of Elected Officers

4.6.1 The Chair and Vice Chair shall be the officers of the Council and shall be elected by a majority vote of a quorum of the Council. The nominations for Officers shall take place in January, and be voted on in February. The term of these offices shall be

for one (1) year from March through February, serving no more than two (2) consecutive terms. The Chair and Vice Chair must be elected annually. A Planning Council member must take one year off from Chairing Planning Council once they have completed two terms. A member shall be eligible for nomination as Chair again after one year has lapsed.

- 4.6.2 Should the Chair, Vice Chair, or Membership and By-Laws Committee Chair become incapacitated or for some other reason be unable to carry out the duties and responsibilities of his or her elected office, the remaining elected officers will make a joint recommendation to the Executive Committee to declare that position vacant. The Chair may make an interim appointment when the next regular election is within three months. The Chair or presiding officer shall call a special election to fill the vacant elected office when the next regular election is beyond three months from the date of the vacancy.

4.7 Immediate Past Chair of the Planning Council

- 4.7.1 If the immediate past Chair is a current Planning Council member, he or she will continue to have all the prerogatives and responsibilities of any Council member as well as the special responsibilities as identified in this section and/or by the sitting Council Chair, including but not limited to serving as a technical resource, as a historical resource and assuming other duties as requested by the current Chair.
- 4.7.2 In the event that the immediate past Chair is no longer a Council member, they will be asked to continue to serve as a technical resource, as a historical resource and assume other duties as requested by the current Chair.

ARTICLE V

Executive Committee, Standing and Other Committees

5.1 Composition of Executive Committee

- 5.1.1 The Executive Committee shall, whenever possible be composed of the following persons:
- a. Planning Council Chair, who will serve as Chair of the Executive Committee; if the order of succession, described in Section 4.5, cannot be followed, the Executive Committee shall select one of its non-conflicted members to conduct the meeting;
 - b. Planning Council Vice Chair
 - c. Chairs or representatives of each standing committee (Our Voices Committee, Membership and By-Laws Committee, Administrative Assessment and Evaluation Committee, Priorities Committee, and the EIIHA Committee;
 - d. Part A, representative of the Middlesex County Department of Human Services;

- e. Part B, state representative;
 - f. Ad hoc committee Chair(s);
 - g. A minimum of two HIV-positive individuals, recommended by the PLWH/A committee, as members at large if no Committee Chairs are HIV+ individuals; and;
 - h. Representatives of the county governments of Somerset and Hunterdon counties.
 - i. Consumer Liaison for Quality who shall also sit on Our Voices “Client Caucus” and the Consumer Quality Committee
- 5.1.1 Other representatives, for example, from organizations involved with Part C, Part D, and prevention, may be asked to report at Executive Committee meetings as needed, though not as members of the committee.
- 5.1.2 Each standing committee must have a representative attending the Executive Committee. For voting, no person may represent two (2) standing committees at the Executive Committee. Each standing committee shall have only one (1) vote. Members at large have one (1) vote each.

5.2 Scope of Executive Committee Responsibilities

- 5.2.1 The Executive Committee shall be empowered to act on behalf of the Council in the event of any emergency that does not permit a special Council meeting to be called. All actions of the Executive Committee are subject to ratification by the Council at its next regular meeting.
- 5.2.2 The Executive Committee is responsible for setting the agenda for full Council meetings and conducting business on an emergency basis.
- 5.2.3 The Executive Committee is responsible for overseeing the general activities and overall functioning of the Planning Council committees.
- 5.2.4 The Executive Committee is responsible for reviewing complaints that arise from within the Council, or from the community, regarding the conduct of a Planning Council member. Such complaints shall be thoroughly reviewed. The Executive Committee shall determine the appropriate resolution of all such complaints, up to and including the recommendation to the Freeholder Director for removal of the member. In the absence of the Council Chair or Vice Chair, the Chair of the Membership and By-Laws Committee will serve as Chair of the Executive Committee for all actions regarding conduct of a Planning Council member.

- 5.2.5 The Executive Committee is responsible for overseeing all grievance- and conflict-of-interest-related matters and shall serve or designate an individual or group of Planning Council members to serve as overseer of the grievance process, with duties including:
- a. Developing policies and procedures for resolution of grievances levied against the Council and other entities deemed applicable to Council prerogatives;
 - b. Defining appropriate grievance criteria;
 - c. Ensuring that any grievance filed with the Council follows established procedures;
 - d. Making appropriate referrals for grievances outside the purview of the Council;
 - e. Reviewing and, if appropriate, revising the conflict-of-interest policy and making recommendations to the Council;
 - f. Establishing compliance standards, subject to Council approval;
 - g. Providing clarification of conflict-of-interest policy for Council members on an as-needed basis;
 - h. Establishing procedures for reviewing and responding to conflict-of-interest complaints and, as appropriate, making recommendations to the Council; and
 - i. Ensuring conflict-of-interest disclosure forms are filed with the Planning Council support office
- 5.2.6 As described in sections 4.5.4 and 4.5.5, the Chair of the Membership and By-Laws Committee shall serve as Chair of the Council in the absence of the Council's Chair and Vice Chair. When (1) such a substitution is for a period that includes more than one Council meeting and (2) the Membership and By-Laws Committee Chair is a representative of or employee of a Ryan White Part A recipient agency (or cannot attend all of the Council meetings), the Executive Committee shall appoint one of its nonaffiliated members to serve as Council Vice Chair.
- 5.2.7 The Executive Committee is responsible for reviewing the work of committees and assessing its readiness to be moved to the Council floor.
- 5.2.8 The Executive Committee provides guidance to committees with Council business that requires further committee review prior to reaching the Planning Council floor.

5.3 Standing Committees

All committees will make every effort to have representation from the affected/infected community and to include the same proportional representation as is reflective of the general membership of the Council.

- 5.3.1 Where appropriate, a standing committee shall develop its area of responsibility to include the following:
- a. Identifying existing gaps in services and the formulation of a list of priority services within its specific service area;

- b. Creating a plan for the facilitation of the delivery of those priority services to the TGA for individuals infected by HIV infection and/or AIDS;
 - c. Creating a comprehensive report to the Executive Committee detailing the findings in items 5.3.2(a) and (b), above;
 - d. Scheduling meetings to develop the requirements listed in 5.4.3(a), (b) and (c), above; and
 - e. Developing and enhancing performance standards, including quality-assurance criteria within specific areas.
- 5.3.2 The standing committees shall make recommendations and reports to the full Council and provide technical assistance where/when needed.
- 5.3.3 The standing committees are:
- a. Priorities, Comprehensive Care Plan, and Service Standards Committee, duties including:
 - i. Developing/enhancing performance standards of care for all core-medical and support service categories;
 - ii. Assessing trends in the HIV/AIDS epidemic and addressing the trends in planning for core and support services;
 - iii. Working with to identify future subpopulations to study and analyze in the annual needs assessment;
 - iv. Planning and supervising the Council's needs assessment activities, by:
 - 1. Collecting, analyzing and reporting epidemiological and other data related to the TGA to identify trends and needs;
 - 2. Identifying partners and resources in the community as necessary to help develop a comprehensive assessment of need each year;
 - 3. Reporting data to the Planning Council and relevant committees, as needed by planners; and
 - 4. Overseeing needs assessment activities in order to present data in time for priority setting and allocation of funds.
 - b. Administrative Assessment and Quality Review Committee, with duties including:
 - i. Developing and implementing procedures to assess the administrative mechanism, which is the grantee's process of allocating funds to the areas of greatest need in the TGA;
 - ii. Monitoring the expenditure of service delivery and making recommendations on the reallocation of Part A and MAI funds to the Planning Council;
 - iii. Reviewing mechanisms for routinely monitoring how well funded services respond to the needs of HIV-positive individuals and families;
 - iv. Reviewing and evaluating how grant funds are expended through various methods including client-satisfaction surveys for all funded services;

- v. Assisting in the development of a quality-assurance mechanism for funded services based upon performance standards of care established by the Council;
 - vi. Assisting the grantee in developing units of service, unit costs and cost-outcome effectiveness;
 - vii. Assisting in the development of a quality-assurance mechanism for funded services based upon performance standards established by the Council; and
 - viii. Monitoring the expenditure of service delivery and making recommendations on the reallocation and carryover of Part A and MAI funds to the Planning Council.
- c. Membership and By-Laws Committee, with duties including:
- i. Identifying and recruiting qualified candidates to be recommended for membership to the Council;
 - ii. Recommending criteria for selection of new members;
 - iii. Providing orientation to new members;
 - iv. Analyzing regularly the attendance of members at Council and committee meetings;
 - v. Consulting with members who are not attending regularly or fail to attend the minimum number of Council meetings;
 - vi. Presenting nominations of prospective Planning Council members;
 - vii. Tracking committee member attendance; and
 - viii. Create, develop, and review bylaws to reflect current operating needs of the Planning Council.
- d. Our Voices “Client Caucus” Committee.
- i. One purpose of this committee is to empower the PLWH/As of the Planning Council with the ability to assume leadership roles and participate in a meaningful manner at all levels of the Council's decision-making process in the delivery of services to the infected/affected communities by:
 - ii. Sharing current information on medical, psychosocial, financial, legal and other HIV-related issues;
 - iii. Providing input for the comprehensive plan in relation to priority of service needs of the affected community, as relayed by community input and involvement;
 - iv. Assisting in the development of a needs assessment process; and
 - v. Providing input in the priority-setting process and strategies for educating the community about the Ryan White CARE Act and Planning Council activities.
- e. Early Identification of Individuals with HIV and AIDS Committee
- i. Identifying strategies to increase the number of individuals identified and connected to care;

- ii. Develop strategies to target high risk populations to encourage testing and prevention education;
- iii. Develop social media and other marketing strategies to encourage testing and connection to care;
- iv. Conduct outreach via community events to increase awareness of HIV services and testing; and
- v. Connect with institutions to increase collaboration around increasing HIV testing and connection to care.

5.4 Election of Committee Chairs

Each standing committee, with the exception the Executive Committee, shall recommend a Chair, and Vice Chair from its eligible membership to the Planning Council generally following the election of the incoming leadership of the overall Council. The Chair of each Standing Committee can serve up to two (1) year terms. They must be elected annually. A Planning Council member must take one year off from Chairing the Standing Committee once they have completed two terms. A member shall be eligible for nomination as Chair again after one year has lapsed. Generally, committee Chairs will be nominated in January and voted on in February.

Eligibility for Committee Chair: to be Committee Chair, one must be a Planning Council member and a Committee member in good standing for at least six months prior to being elected as Committee Chair. To be a Committee Vice-Chair, one must be a Planning Council member and a Committee member in good standing for at least three months prior to being elected as Committee Vice-Chair. Serving as Chair or Vice Chair on any Committee makes one eligible to be elected as Chair or Vice Chair for any other Committee that they are currently or have prior been a member of so long as they are a member in good standing at the Planning Council.

5.5. Standing Committee Chairs and Vice-Chairs

The standing committee Chairs or Vice-Chairs shall preside at all meetings of their respective committees. The standing committee Chairs or Vice-Chairs are responsible for the execution of the duties prescribed herein for the standing committees and for such other duties as may be prescribed by the Chair of the Council, or the Council, from time to time. The standing committee Chairs or Vice-Chairs are responsible for ensuring that minutes of all meetings are taken and delivered to the Planning Council. The standing committee Chairs or Vice-Chairs shall be responsible for reporting Planning Council committee members' lack of attendance at committee meetings to the Membership and By-Laws Committee. Standing Chairs or Vice-Chairs are also responsible for ensuring that all sides presented are done in a fair manner and thoroughly discussed and the decisions from that discussion are reflected in the minutes. At the discretion of the committee Chairs or Vice-Chairs may present the affirming or dissenting sides of a contentious issue at the Executive Committee meeting.

5.6. Ad Hoc Committees (Work Groups)

The Chair of the Council, upon recommendation of, or concurrence of, the full Council, may from time to time establish other committees or groups deemed expedient or necessary to carry out the

duties and responsibilities of the Council. Minutes of these work-group/task-group meetings must be taken and forwarded to the Planning Council.

5.7 Dissolving Committees

5.7.1 The Planning Council, at its discretion, may merge, subsume or dissolve any committee, task group or work group.

5.7.2 The Council may elect to take such actions referred to in section 5.7.1 when (1) changes occur in federal legislation, (2) changes occur in grant award reductions, and (3) changes occur in state or local policies that directly affect Council activities; such changes may also be made when (4) making such changes would make Council processes and/or procedures more effective, efficient and outcomes based through better resource management (e.g. cost savings, use of volunteer or support) and (5) opportunities arise to improve the quality of Council deliverables the Council may elect to take such actions referred to in section 5.7.1 when (1) changes occur in federal legislation, (2) changes occur in grant award

ARTICLE VI

Regular Meetings, Special Meetings and Notice

6.1 Regular Meetings

All meetings of the Planning Council shall be open to the public except the Our Voices Client Caucus meetings, which is only open to the public for the first ½ hour. Executive Committee or Planning Council meetings, or portions thereof, may be closed when dealing with issues of attendance or disciplinary actions, at the discretion of the Chair of said meeting. Regularly scheduled meetings of the Council shall be held no less than monthly at such times and places as the Council shall designate. Notice of regular meetings shall be given no fewer than five (5) business days prior to such regular meeting. Any member of the public who is not a member of the Council may address the Council (under public forum) on any matter with the permission of the Council Chair. Each speaker is limited to no more than five (5) minutes, unless otherwise stipulated by the Chair.

6.2 Meeting Definitions and Participation Parameters

A formal, regularly scheduled in-person meeting of the Planning Council or Standing Committee. Individuals should participate in person whenever possible. Individuals who provide documentation of a medical need or a personal/professional hardship can participate via telephone. Documentation must be submitted to Planning Council Staff and will be reviewed by the Administrative Agent. An individual must have all meeting materials before them in order to vote.

6.3 Special Meetings

Special meetings of the Council shall be held at such times and places as shall be designated by the Chair. Notice of special meetings shall be given no fewer than three (3) business days prior to such meeting.

6.4 Notice

Notice of regular meetings shall be given in writing, whether in hard copy, e-mail or Internet site format. Notice of special meetings may be given telephonically or by facsimile.

6.5 Procedure

The rules of parliamentary practice, as set forth in Robert's *Rules of Order*, revised¹, shall be the parliamentary authority for matters not specifically covered in these bylaws and shall govern all meetings of the Council except as otherwise provided. The Chair will establish procedures for the discussion during meetings, and may limit the length of individual presentations and, with the guidance of *Robert's Rules of Order*, set reasonable time limits on debate. A parliamentarian or timekeeper may be selected to assist with this process.

6.6 Order of Business

The order of business of any Planning Council Meeting shall be as follows:

7.2.1 Planning Council Meetings

- I. Sunshine Law
- II. Introductions
- III. Reading of Mission Statement/Moment of Silence
- IV. Roll Call of Voting Members
- V. Approval of Minutes from prior meeting (Quorum to Approve)
- VI. Approval of Agenda (Quorum of Approve)
- VII. Action Items
- VIII. Committee Reports
- IX. Case Management Coordination Update
- X. Administrative Agent Report
- XI. Old Business
- XII. New Business
- XIII. Announcements/Agency Updates
- XIV. Public Forum
- XV. Adjournment

¹ See for example Henry M. Robert, 1977 [1893]. *Robert's Rules of Order*, New York, N.Y.; Jove Books. Also, Doris P. Zimmerman, 1997. *Robert's Rules in Plain English: An Authoritative, Easy-to-Use Guide to Running Meetings*, 1st ed. New York, N.Y.: Harper Perennia.

7.2.2 Committee Meetings

- I. Introductions
- II. Roll Call
- III. Administrative Agent Update
- IV. Old Business
- V. New Business
- VI. Announcements
- VII. Adjournment

6.7 Minutes.

Minutes must be taken of each Council and committee meeting. These minutes must state the names of all in attendance and the names of members absent. Minutes must state all motions, recommendations, requests or action items fully. Minutes must also indicate any votes taken with yeas, nays and abstentions indicated. The Council will make certified minutes available to the public within two weeks of approval. Any member of the public shall be able to access a copy of any set of minutes on the Planning Council website. Any Council or committee member wishing to propose corrections to the minutes shall propose corrections at the meeting at which the minutes are subject to approval.

**ARTICLE VII
Quorum, Voting and Attendance**

7.1 Quorum

A quorum of the Council must be present at any regular or specially scheduled meeting in order for the Council to engage in formal decision making. A quorum of the Council is defined as a simple majority (51 percent) of the Planning Council membership present during the vote. In computing a quorum, vacant seats on the Council shall not be considered. A simple majority (51 percent) of the committee membership must be present or on conference call to make recommendations or take a vote.

7.2 Voting

All voting should adhere to the quorum requirements of the meeting. If quorum is not met within two meetings, mail and email voting can take place. If a vote is required when quorum could not be achieved, mail and email voting can take place so long as every member can participate without any undue hardship.

7.2.1 Each member of the Council shall be entitled to one vote on any business matter coming before the Council. Only members of the Council are entitled to vote on matters coming before Council.

7.2.2 Abstentions are not a vote and do not count as a vote.

7.2.3 The individual facilitating the meeting is only allowed to vote on a motion in the case of a tie.

- 7.2.4 Any member who has a conflict of interest as defined in Article X, Section 10.3 shall disclose said conflict and shall abstain from voting on all matters in which he or she as an individual has a conflict of interest as defined in section 10.3 and other policies promulgated by the Council.
- 7.2.5 Planning Council members need to be in good standing with attendance and have an adequate understanding of data and information in order to vote at any Planning Council meeting. A Planning Council member is required to attend the data information session in order to vote in the annual Priority and Allocations process.
- 7.2.6 Standing Committee members need to have attended at least one prior Standing Committee meeting in order to vote on Committee business.
- 7.2.7 Decision making shall be determined by majority rule.

7.3 Directives

The Planning Council may develop directives to provide guidance to the Administrative Agent/Grantee. Directives can only come from the Planning Council to the Administrative Agent and cannot be between Standing Committees. A Standing Committee can recommend a directive to the Planning Council who can approve it.

7.4 Attendance at Planning Council Meetings

Planning Council members are expected to attend all Planning Council meetings and their respective committee meetings. Attendance at a meeting is defined as being present for at least 50% of the time the meeting is scheduled to run.

7.5 Attendance and Removal

- 7.5.1 Any Planning Council member who misses any regularly scheduled Planning Council meeting will be considered absent. Planning Council Support will work with the Membership and Bylaws Committee to track attendance of members at Planning Council meetings.
- 7.5.2 Any Planning Council member who incurs three (3) consecutive absences or four (4) total absences in any grant year (Mar1st – Feb 28th) will be considered to have resigned. Planning Council members who are unaligned consumers who incur three (3) consecutive absences or five (5) total absences in any grant year (Mar1st – Feb 28th) will be considered to have resigned.
- 7.5.3 The Planning Council member will be sent a warning letter from the Chair of the Membership and By-Laws Committee when they are about to exceed their allowable absences that any further absences may constitute grounds for dismissal.

The Membership and Bylaws Chair and Vice Chair or a designee of the Chair who is a Planning Council member will discuss the attendance violation with the person whose attendance has put them in jeopardy of dismissal prior to next month's Planning Council meeting. They will forward their recommendation for dismissal to Planning Council Staff who will forward it to the Freeholder Director.

7.5.4 Council members may also be recommended for removal from the Council when they violate the conflict-of-interest policy (see article X, section 10.3, "Conflict of Interest" or section 2.6, "Code of Conduct").

7.5.5 Appeals to remain on Planning Council should be made in writing to the Executive Committee.

7.6 Standing Committee Attendance of Planning Council Members

Participation on at least one standing committee is required of each Council member. (Refer to Article I, section 1.3.24 for definition of "primary committee.")

7.6.1 Each newly appointed Planning Council member will be asked by the Membership and By-Laws Committee to sign up for a standing committee prior to formal appointment to Planning Council. A member can, at any time, change his/her standing committee by notifying the Committee Chair, Membership and By-Laws Committee, and Planning Council Staff of his/her intention to resign from the committee.

7.6.2 Attendance will be recorded at each committee meeting. The Planning Council staff and Committee Chairs will work with the Membership and By-Laws Committee to track attendance.

7.7 Committee Attendance of Planning Council Members

7.7.1 Any Planning Council member who incurs three (3) consecutive absences or four (4) total absences in any grant year (March 1st – February 28th) will be considered to have resigned. Committee attendance policy only applies to regularly scheduled meetings, not workgroup meetings.

7.7.2 Planning Council member will be sent a warning letter after two consecutive or two total absences from the Chair of the Membership and By-Laws Committee to alert them that they are in jeopardy of exceeding their allowable absences. After three consecutive or four total absences, the member will be considered to have resigned.

ARTICLE VIII

8.1 The Council may enact and from time to time, amend its bylaws by a two-thirds majority vote of the appointed members of the Council.

- 8.2 All members of the Council shall be given a copy of the Bylaws upon appointment to the Council.
- 8.3 Any proposed amendments to the Bylaws presented to the Council, shall be considered for adoption at the Council's next regularly scheduled meeting, or as soon as possible, thereafter.

ARTICLE IX

Collaboration between CEO, Grantee and Planning Council

9.1 Administration of Funds

The Middlesex County Freeholder Director shall designate an agency charged with the administration and distribution of any funds granted to the transitional grant area under the Ryan White HIV/AIDS Treatment Extension Act of 2009, Part A and MAI grant awards. The Administrative Agent is responsible for the collection and dissemination of periodic reports (programmatic and fiscal) to the Council on the administration and distribution of the funds granted to the TGA under the Act.

9.2. Council Review of Funding

The Council is responsible for a regular review of the administration and distribution of funds granted to the TGA. The Council shall perform such duties as may be required by the Act or any regulation promulgated therein. The Council authorizes the Grantee to reallocate up to 20% of unspent funds with a maximum of up to \$50,000 of total unspent funds in a given service category after the first 6-months of the fiscal year. The Grantee must report all reallocations to the Planning Council.

ARTICLE X

Non-Discrimination

Except as outlined by the federally mandated categories, the officers, directors, employees and committee members of the Council shall be selected entirely on a non-discriminatory basis with respect to age, sex, race, religion, disability, sexual orientation, HIV status or national origin.

ARTICLE XI

Grievance, Grievance Procedures and Conflict of Interest

11.1 Grievances, Grievance Procedures

The Council has procedures for addressing grievances with respect to funding under this part section, including procedures for submitting grievances and successive stages of the process up to binding arbitration. These procedures are consistent with state and local laws (also see article V, section 5.2.4 for those duties of the Executive Committee related to grievances and appendix II, "Grievance Procedures").

11.1.1 For purposes of these bylaws, a grievance is a formal expression of dissatisfaction, in writing, about some aspect of the Planning Council's processes, decisions that were implemented or other Council actions or activities, which is brought to the attention of the Planning Council's administrative designee as having some responsibility for receiving grievances. Dissatisfaction with or among Planning Council members will follow the internal complaint process (section 10.2) before being considered under grievance procedures. The grievance must be in writing in order to be considered by the Executive Committee.

11.1.2 A grievance procedure is a formal, structured mechanism, which enables an individual or entity to express dissatisfaction about some aspect of the Planning Council's processes, decisions that were implemented or other Council actions or activities, to the Planning Council's administrative designee, in writing, a fair and impartial assessment and decision regarding the complaint.

11.2 Internal Complaint

Complaints or issues regarding the conduct of individual Planning Council members shall follow such policies and procedures as the Council may from time to time establish. The Executive Committee shall have the responsibility of ensuring that all such issues or complaints are managed in accordance with the established procedures and are resolved. The Executive Committee shall have authority to carry out such actions as are deemed, by it, to be appropriate to resolve the complaint up to and including a recommendation to the Freeholder Director requesting removal of a member. Due to the confidential nature of such complaints, these matters shall not be presented to the full Council at an open meeting. Dissatisfaction with or among Planning Council members will follow the internal complaint process (see appendices) before being considered under grievance procedure.

11.3 Conflict of Interest

The Council has established a conflict-of-interest policy which is enforceable and consistent with state and local laws (also see section 5.2.4, for those duties of the Executive Committee related to conflict of interest).

11.3.1 For purposes of these bylaws, a conflict of interest is an actual or perceived interest, financial or otherwise, by a member in an action which results, or has the appearance of resulting, in personal, organizational (programmatic and service category), or professional gain. Actual bias or the appearance thereof in the decision-making process is based upon the dual role of a member who, in addition to serving on the Council, may be affiliated with other organizations, either as an employee, a consultant, an employer, a member, or in some other (decision-making) capacity.

11.3.2 At the time of a proposed vote on any matter, a "financial interest" in a service category is defined as the receipt of any combination of stipends, honoraria, gifts, wages, salaries or any

other payment with a total value in excess of four thousand dollars (\$4,000) from one or any combination of service providers within said service category over a period either (1) from the date of the proposed vote back to the time of the ratification of this clause or (2) from the date of the proposed vote back over the previous 12 months, whichever is shorter. Payments received before the ratification of this clause will not be considered a conflict of interest.

- 11.3.3 A member may serve on the Planning Council only if the individual agrees that, if he or she has a financial interest in an agency, or if he or she is an employee of (or serves in a decision-making capacity upon) a private or public agency or organization, and such agency or organization is seeking funds from a grant, that he or she will not participate by vote in any process of selecting entities to receive such funds for such services or purposes.
- 11.3.4 Council members will submit a completed (signed) affidavit stating that they understand and will adhere to this policy.
- 11.3.5 Additionally, the Executive Committee will establish and distribute to Planning Council members a written statement of rules and guidelines which stipulate that a member may be recommended for removal from the Council if she or he refuses to submit a conflict-of-interest form and/or it is determined that the member knowingly included misinformation on the disclosure form, and/or it is determined that the member attempted to influence the Council during its deliberation in the conduct of its business while knowing it was a conflict of interest either by misrepresentation of information and/or authority, and/or refuses to cooperate in a conflict-of-interest review.
- 11.3.6 The Executive Committee is the sole and final arbiter of what constitutes an actual or perceived conflict of interest.

Appendix I – Grievance Policy and Procedures

Planning Council Grievance Policy and Procedures

Policy Statement

It shall be the policy of the Planning Council to attempt to resolve grievances regarding the Planning Council processes through informal dispute mechanisms, including appropriate use of Planning Council subcommittees and facilitated mediation. The Planning Council Chair, Vice Chair, Priorities Chair, Membership Chair, Administrative Assessment Chair, Our Voices Chair, and Early Identification of Individuals with HIV/AIDS Chair, and Support Staff shall attempt to informally resolve disputes by providing information to or arranging meetings with entities dissatisfied with adherence to Planning Council processes. Grievants are expected to cooperate with the Planning Council in efforts to resolve the disagreement before formal grievance procedures are pursued.

Eligible Grievances

A challenge to Planning Council's process includes a complaint on how funding priorities are established, how needs are assessed, the comprehensive planning process, how funds are allocated to various service categories, the voting process, the decision-making process, and processes regarding membership.

Eligible Grievants

Entities directly, adversely affected by alleged deviations from Planning Council processes related to the federal Ryan White funds. These entities are limited to:

- service providers eligible to receive Ryan White awarded funding
- infected/affected individuals
- non-funded providers
- members of the public

Procedure

The Planning Council Chair and Vice Chair will appoint six neutral Planning Council members to review and determine whether an issue is a valid grievance that warrants a hearing to resolve conflict that has arisen. Neutral Planning Council members must be free of any conflict of interest with regard to the grievance case. This group will be the Grievance Committee. Nothing in these procedures is to be interpreted as giving the Chair and Vice Chair the responsibility to protect any agency, the administrative agency, or the funding process. The procedure shall be applied in such a way as to assure a fair opportunity for presenting and resolving the complaints and grievances of the grievant. For definitions of terms used in this document, please see the attached list. A grievant shall not be discriminated against nor suffer retaliation as a result of filing a grievance in good faith, nor as a result of participation in the investigation of a grievance.

1. Committee Conflict of Interest
 - a. A member of the Grievance Committee must be free of an apparent conflict of interest in order to participate in a particular grievance proceeding. If there is an apparent conflict of interest, the member must remove herself or himself from

participating in the grievance procedure relating to grieving party. The Grievance Committee may vote to exclude a member if apparent conflicts are raised by the grieving party.

- b. A member has a conflict of interest if the member is affiliated with the grieving party. Affiliation is defined as, but is not limited to, staff member, board member, volunteer, contractor, or owner.
2. Representation
 - a. In exercising the rights and remedies under this grievance procedure, grievants may present a grievance, either individually or through a representative. The representative may assist grievants in the preparation of their written grievance and present the grievance at the grievance hearing. However, nothing in these procedures requires the Executive Committee to send its written responses to or a notice on a grievance to a grievants representative rather than the grievant.
 - b. While the grievants are free to have a representative of their choice, there is no provision for the Planning Council to pay compensation to or reimburse the expenses of a representative.
 - c. Grievants electing representation must designate their representative in writing on the grievance form at the time the grievance is filed. In all cases, all parties, including the representative, must conduct themselves in a professional manner and afford the persons present due respect. The failure to do so shall be grounds to terminate the grievance hearing, in which case the grievance will be decided on the basis of the written grievance and the information obtained prior to the termination of the hearing. Repeated or gross misconduct by an individual shall also be grounds to disqualify that individual from participating in future grievance hearings.
 3. Grievance Steps
 - a. All grievances must be submitted in writing within 30 days of the initial complaint. If grievants anticipate relying on the testimony of witnesses to support their grievance, they shall list the witnesses and give a brief summary of their testimony as an attachment to the grievance form. The grievance form is to be used by the grievants and the Executive Committee in all grievance procedures.
 - b. Grievants must submit the signed, completed, original grievance form to the Planning Council Office within 30 calendar days of the occurrence giving rise to the grievance or within 30 calendar days of their first learning of the occurrence if it was not reasonable for them to have had knowledge of the occurrence sooner.
 - c. When a grievance is filed against the Planning Council's decisions or over continuing conditions, the Planning Council Support Staff shall send a copy of the filed grievance to the Planning Council Chair and Vice Chair, the Administrative Agency, and any other party named in the grievance. The steps will be conducted as follows:

- i. The grievance form shall be filed with the Planning Council Support Staff within 30 calendar days of the initial occurrence.
- ii. The Planning Council Support Staff shall send a copy of the filed grievance to the involved parties, Chair and Vice Chair of the Planning Council, and the Administrative Agency within 10 working days of receiving the filed grievance.
- iii. The Planning Council Chair and Vice Chair will appoint the six member Grievance Committee to vote, and participate in the grievance process. All six members will be neutral parties to the complaint.
- iv. After receiving the grievance, the Grievance Committee Chair shall schedule the date for a hearing within 10 working days of receiving the grievance and shall notify the grievant of the time and the place. There must be a hearing by the Grievance Committee before a recommendation for resolution is made. All efforts must be made for a speedy resolution and of the grievance. If so noted, the Grievance Committee will take transportation issues into consideration when selecting a location.
- v. Grievants may elect to present their grievance individually or to have a representative present the grievances during the hearing.
- vi. The Grievance Committee will respond in writing to the grievance within 5 working days after the hearing.
- vii. The Grievance Committee shall recommend a resolution to the Planning Council and the grievants.
- viii. The decision of the Grievance Committee shall be reviewed by the Planning Council.
- ix. If, after the Planning Council follows the recommendation by the Grievance Committee, the grievant is dissatisfied with the action of the Planning Council, the grievant may file an appeal to the Planning Council within 5 working days of receiving the Planning Council's decision.
- x. An appeal to the Planning Council in the form of a letter must be filed within 10 working days of the Planning Council's action.
- xi. The Planning Council will then contact one of the pre-selected arbitrators from the American Arbitration Association to meet with both parties.
- xii. The arbitrator has 5 working days after the conclusion of the arbitration hearing to render a decision.
- xiii. The Planning Council shall act upon the arbitrator's decision at the next Planning Council meeting whenever possible.
- xiv. The decision of the arbitrator is final, and completes the Planning Council's grievance procedure.

Grievance Hearing Rules of Conduct

1. The Grievance Committee is required to allow grievants adequate time to fully present their issues and receive answers to their inquiries.

2. The grievance participants are encouraged to dialogue with one another and all members of the Grievance Committee. The hearing is not to be set up as an adversarial process.
3. The grievant or the Grievance Committee may request persons be present to witness the proceedings, especially the Administrative Agency's staff and Planning Council Committee Chairs.
4. If witnesses are called, the witness shall be questioned while the grievance participants are present.

General Provisions

1. All of the time limits set forth in this grievance procedure may be extended by mutual consent; however, the mutual consent must be in writing.
2. The grievance shall be considered closed if the Planning Council's action on the grievance is not appealed within the time limit or mutually agreed extension thereof.
3. The Grievance Committee shall base its recommendation on the evidence presented either at the hearing, or in the written grievance, or both.
4. The Grievance Committee shall have broad discretionary authority to investigate the grievance.

Witnesses

1. Grievants may send a list of requested witnesses to the Grievance Committee Chair. The Chair is responsible for inviting the requested witnesses or representatives of the witnesses to the hearing.
2. The Chair has the authority to deny a request for a witness to be present. The grievant may raise the denial of the request at the grievance hearing for the Grievance Committee to consider.
3. Planning Council members are encouraged to serve as witnesses and provide statements for the grievant and the Grievance Committee when requested to do so.

Confidentiality

1. Members of the Grievance Committee and any support staff shall sign confidentiality statements to ensure that the information gathered in the investigative process is held in confidence.

Recordings

The grievance procedure is intended to be a problem solving process for addressing grievances. The use of recorders in the grievance process creates a formal and adverse atmosphere that is in direct conflict with the purpose of the problem solving approach. Recording (and reporters) may not be used in the grievance process including. As reasonable accommodation for a physical impairment, a grievant may use a qualified interpreter or a recorder.

Open Records

1. Once a grievance is filed, the grievant is entitled to review documents to support the grievant's claim and prepare for the hearing. The grievant must provide in writing a list of the documents requested. The request must be sent to the Planning Council Support Staff at which point it will be forwarded to the Chair of the Executive Committee. The Executive Committee will coordinate the Open Records request with the Administrative Agency.
2. The grievant shall be given the opportunity to review the documents requested at the Administrative Agency's office.
3. Any requests for open records must be subject to the Open Public Records Act, N.J.S.A. 47:1A-1 et seq.

Failure to Appear

Barring exceptional circumstances, if the grievant fails to appear without notice to the Executive Committee at a scheduled hearing, no further action will be taken on the grievance.

Definitions

Grievance Committee: is a group of six neutral Planning Council members appointed by the Planning Council Co-Chairs to resolve a dispute related to the Planning Council process.

Grievant: is a person or entity seeking a resolution of a grievance.

Neutral: is not being aligned with, supporting, or favoring either side. This includes being free of any conflict of interest in the grievance or its outcome.

Party: refers to one of the participants in the grievance process. This may include the grievant that brings the grievance action and the person, group or agency against which the grievance is brought.

Remedy: is a result sought by a grievant. It can include a process change or a reversal of a decision.

Representative: is a person sought by the grievant to act in their place during the grievance process.

Disclaimer

Under the provisions within the Ryan White Treatment Extension Act of 2009 services are prioritized based on a 75/25 split between core services and support services.

Appendix II – Prevention of Disputes

1.1 Dispute Prevention and Avoidance.

Although not formally part of the grievance procedures, the Planning Council has developed written and other internal working procedures that promote dispute avoidance. Among these are continuous solicitation of input from service providers throughout the TGA and the establishment of committee participation panels for the development of plans and presentations at various Council and committee meetings. Written documentation that clarifies roles, functions and processes include:

- 1.1.1 Planning Council bylaws which clearly define committee structures, conflict of interest management processes, voting procedures, and member responsibilities;
- 1.1.2 A comprehensive plan defining long-term goals for the TGA based on identified needs within the community;
- 1.1.3 Procedures for identifying and recruiting qualified candidates to be recommended to the Council;
- 1.1.4 A priority-setting training manual that clearly defines procedures for priority setting and percentage allocation of funds;
- 1.1.5 Standards of care, which define one method of solicitation of input from service providers.

Appendix III – Point of Contact

Should a grievance arise, the following point of contact shall be established. The initial point of contact for the potential grievant shall be a staff member within the Planning Council support office. The staff member shall be versed in the grievance process and trained to assist the potential grievant in completing the grievance form, direct the party to the most appropriate process and determine whether there have been attempts to avoid the dispute. A standard intake form will be used to assist this process. The staff member will be available for consultation by prearranged appointment during normal business hours.

Appendix IV – Planning Council Glossary

Definitions

The following definitions shall have the ascribed meaning when used herein, except to the extent the context hereof clearly requires and indicates otherwise:

Absent: is hereby defined as not being physically present in an environment or location to actively participate in Council meetings.

Abstain: to refrain from voting. An abstention is not a vote and is not counted as a vote. When a member has a conflict of interest in a specific vote, they must abstain in that vote.

Acquired immune deficiency syndrome: (AIDS) is outlined by the current criteria established by the U.S. Health Resources and Services Administration (HRSA) as a disease caused by the human immunodeficiency virus (HIV), in which the body's immune system breaks down. AIDS is defined by the current criteria established by the U.S. Centers for Disease Control and Prevention (CDC) as the late stage of the illness triggered by infection with HIV. Further, a person receives a diagnosis of AIDS when he/she has a CD4 (helper T-cell) count of less than 200 and/or has certain opportunistic infections common with advanced immune deficiency.

Affected: an individual or group of individuals not directly infected with the human immunodeficiency virus, but who may be family members, caregivers or persons having various types of relationships with a person who is infected with the virus.

AIDS service organization: (ASO) is defined as a health association, support agency or other service entity involved in the prevention and treatment of AIDS.

Committee member: refers to both Planning Council (PC) and non-Planning Council members. "Committee member" is defined as a person who meets the following requirements in the following order within six months of expressing interest. This does not apply to Planning Council members' standing committee membership.

- a. Submission of a completed committee membership application to the Planning Council support staff.
- b. Submission of a signed conflict-of-interest form to the Planning Council support staff.
- c. Attendance of at least three meetings of the same committee, after applying for committee membership.
- d. Approval as Committee member by the Membership and By-Laws Committee.

Community-based organization: (CBO) is a non-profit service organization that provides social services at the local level.

Conflict of interest: is as an actual or perceived interest by a member in an action, which could result, or has the appearance of resulting in personal, organizational (programmatic or service category), or professional gain. Actual bias or the appearance thereof in the decision-making process is based upon the dual role of a member who, in addition to serving on the Council, may be affiliated with other organizations either as an employee, consultant, employer, and member or in some other (decision-making) capacity.

Chief elected official (CEO): refers to the Freeholder Director of the County of Middlesex.

Consortium: is a Part B entity that is an association of public and nonprofit health care and support service providers and community-based organizations that plans, develops, and delivers services for people living with HIV disease. Services provided through a consortium are considered support services.

Directive: instructions to the Grantee from the Planning Council regarding how best to meet specific service priorities established by the Council. Directives are defined for a specific service category.

Directives are very specific and generally focus on one of the following:

- e. **Service models or strategies for service delivery** that the Planning Council wants to see tested or implemented widely.
- f. **PLWHA population groups** that should be target by a service, or services, to ensure they receive appropriate care.
- g. **Geographic areas** (e.g., specific counties or zip codes) where access to services needs to improve.
- h. **Specific barriers to care** that need to be overcome, such as stigma, lack of transportation, or lack of services on evenings or weekends.

Disclosure: is covered within the context of conflict of interest in the amended Ryan White HIV/AIDS Treatment Extension Act of 2009 wherein an individual may serve on the Planning Council only if the individual agrees that, if they have a financial interest in an entity, if they are an employee of a public or private entity or if they are a member, in a decision-making capacity, of a public or private organization, and such entity or program is seeking funds from a grant, the they will not, with respect to the purpose or service for which the entity seeks such amounts, participate (directly by voting) in the process of selecting entities to receive such amounts for such purpose or service.

Fiscal agent or fiscal agency: the agency subcontracted by the grantee to be responsible for executing Part A and Minority AIDS Initiative (MAI) direct-service contracts and for managing fiscal responsibilities as assigned by the Administrative Agent for vendors to provide HIV/AIDS-related health services and support services to people living with HIV/AIDS.

Good standing: a member who has not missed more than three (3) meetings in a row or four (4) meetings in total, in any grant year (March 1 – February 28), is considered to be in good standing. This designation applies to both Planning Council and Committee meetings.

Grantee: is defined as the Freeholder Director of Middlesex County, acting through his designated agency, the Middlesex County Office of Human Services, to oversee the distribution and expenditure of grant funds, monitor all Part A and MAI contracts, and ensure that the requirements of the grant awards are met within the specified time frames and according to the HRSA and Ryan White legislative requirements.

Grievance: a formal expression of dissatisfaction, in writing, about some aspect of the Planning Council's processes, decisions that were implemented, or other Council actions or activities, which is brought to the attention of the Planning Council's administrative designee by the Council as having responsibility for receiving grievances. All attempts should be made to follow the dispute prevention and avoidance policy in order to reduce the number of complaints that go to grievance procedures.

HIV: abbreviation for human immunodeficiency virus.

HRSA: Health Resources and Services Administration of the Public Health Service of the United States Department of Health and Human Services.

Independent review board (IRB): an external, independent panel established to review, analyze and evaluate all applications for funding, and make recommendations regarding funding for each application to the fiscal agency, which makes the final award decisions.

Infected: an individual or a group of individuals infected with HIV.

Non-Planning Council member: in the context of these bylaws, defined as a committee member who is not an appointed Planning Council member but who meets the requirements defined under "committee member". They cannot be a member of the Membership and Bylaws or the Priorities Committees.

Majority vote: is defined as meeting quorum.

Member: an individual whom person who has been duly and lawfully recommended by the Planning Council to the CEO and received appointment to the Council by the CEO. "**Planning Council member**" and "**Council member**" are also used in the document, and are interchangeable with the term member.

Middlesex County Office of Human Services (MCOHS): oversees the Ryan White HIV/AIDS Treatment Extension Act of 2009 for the Part A and MAI grant funds for the Middlesex-Somerset-Hunterdon TGA. Part A and MAI direct-service grants are contracted through its fiscal agent.

New Jersey HIV Planning Group (NJHPG): a collaborative formed by the New Jersey Department of Health and Senior Services (NJDHSS), Division of HIV, STD and TB Services (DHSTS) that combines HIV Care and Treatment and HIV Prevention efforts in order to make the

best use of resources for both, while improving efficiency and effectiveness in planning in the state of New Jersey.

PLWH/A person living with HIV and/or AIDS. Also:

- i. **PLWA:** person living with AIDS
- j. **PLWH:** person living with HIV

Standing Committee: is defined as any one of the following committees: Executive, Membership and By-Laws, Priorities, Our Voices, Administrative Assessment and Evaluation, and the EIIHA (Early Intervention for Individuals with HIV/AIDS), or any ad hoc committee, task group, or work group that is projected to meet at least once per month according to a published annual schedule and producing work products defined by Ryan White legislation and approved by the Planning Council.

Priority Setting and Allocation: is defined

Quorum: for the transaction of all business at a Planning Council meeting, as a majority (51 percent) of Council members. Quorum for Council committees to discuss business is defined as a simple majority of those present. For any committee or work group or task group to conduct business, one of its leaders must be present and at least one appointed Planning Council member. Further, all committee members must be given notice in writing or through postings on the web site of a scheduled committee meeting by Planning Council Support and documentation of distribution of the meeting notice must be available.

RFP: the abbreviation for Request for Proposals

Transitional Grant Area (TGA): a geographical area that has a cumulative total of 1,000 to 1, 999 new AIDS cases for the most recent five years and a population of at least 50,000 or more.