

# **DIRECT CARE WORKFORCE COMMITTEE BYLAWS**

## **Article I – Name, Purpose**

Section 1: The name of the organization shall be Direct Care Workforce Committee (DCW Committee).

Section 2: The DCW Committee is organized exclusively for educational purposes, more specifically to promote direct care occupations and high quality training for direct care workers. The DCW Committee may communicate with governmental agencies regarding policy and requirements on training, curriculum, and related issues. The DCW Committee shall not engage in political or lobbying activities.

## **Article II – General Membership**

Section 1: Membership Eligibility. Membership shall be open to representatives of provider agencies. Community colleges, consumer advocacy groups, and health plans as well as consumers and independent providers. The member is the individual, not the organization that the member may represent. No more than 2 members shall be from any one organization. Different division or geographic locations of an organization are considered part of the same organization.

Section 2: Role. The general membership is responsible for overall policy and direction of the DCW Committee, identifying and discussing relevant issues and voting on actions.

Section 3: Attendance. Attendance at DCW Committee meeting shall be in person or by phone (if possible). Sending a proxy does not substitute for attendance.

Section 3: Assumption of Resignation. Voluntary resignation from the DCW Committee will be assumed if a member has two unexcused absences from the DCW Committee meetings in a year. Voluntary resignation from the DCW Committee will be assumed if email address listed for the member becomes invalid. Invalid email addresses will be removed from the notification list.

## **Article III – Meetings**

Section 1: Meetings. DCW Committee shall meet regularly.

Section 2: Special Meetings. Special meetings may be called by the Chair or one-third of the DCW Committee members.

Section 3: Notice. Notices will be via email and will be based on the most recent list of members.

Section 4: Agendas: Agendas for meetings shall be provided at least 7 days in advance.

## **Article IV: Executive Committee**

Section 1: Role. Except for the power to amend the Bylaws, the Executive Committee shall have all of the powers and authority of the DCW Committee in the intervals between meetings of the DCW Committee, subject to the direction and control of the DCW Committee. The Executive Committee is responsible for operations, including:

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- Set agenda for DCW Committee meetings
- Prepare ballots and count votes
- Track attendance
- Appoint and oversee sub-committees
- Approve expenditures
- Others duties as determined by the DCW Committee

Section 2: The Executive Committee shall have 5 members, with no more than one member from any one organization.

Section 3: Compensation. The members of the Executive Committee receive no compensation and no reimbursement for expenses incurred while attending meetings.

Section 4: Elections: Members of the Executive Committee will be chosen from the active General Membership. Election of new Executive Committee members or election of current Executive Committee members to a second term will occur as the first item of business at the 4th quarterly meeting of the DCW Committee members will be elected by a majority vote of the current DCW Committee in attendance.

Section 5: Terms. All Executive Committee members shall serve 2 year terms, but are eligible for re-election.

Section 6: Quorum. A quorum must be attended by at least 51 percent of the Executive Committee members before business can be transacted or motions made or passed.

Section 7: Vacancies. When a vacancy on the Executive Committee exists, the Executive Committee will appoint individuals active on the DCW Committee. These vacancies will be filled only to the end of the particular Executive Committee member's term.

Section 8: Executive Committee meetings. The Executive Committee shall schedule meetings for the Executive Committee as needed.

Section 9. Absences and Termination. An Executive Committee member may be dropped for excess absences if he or she has two unexcused absences from the DCW Committee or Executive Committee meetings in a year. Attendance by phone is permitted. Sending a proxy does not substitute for attendance. An Executive Committee member may be removed for other reasons by a  $\frac{3}{4}$  vote of the DCW Committee. Removal from the Executive Committee does not automatically constitute removal from the DCW Committee.

Section 10: Resignation. Resignation from the Executive Committee must be in writing and received by the Secretary. Resignation from the Executive Committee does not automatically constitute removal from the DCW Committee.

Section 11: Officers and Duties. There shall be five officers of the DCW Committee consisting of a Chair, Vice-Chair, Secretary, Treasurer, and AAPPD Representative. Officers are chosen by the Executive Committee from the current membership of the DCW Committee. Their duties are as followings:

The Chair shall convene and preside over regularly scheduled DCW Committee and DCW Executive Committee meetings.

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The Vice-Chair shall fulfill the responsibilities of the Chair in his or absence or at his or her discretion.

The Secretary shall be responsible for keeping records of DCW Committee actions, including overseeing the taking of minutes at all Executive Committee and DCW Committee meetings, sending out meeting announcements, distributing copies of minutes and the agenda, and assuring that organizational records are maintained.

The Treasurer shall make report to the DCW Committee and the public any financial information related to the DCW Committee and its activities. The Treasurer shall assist in the preparation of a budget and fundraising plans, as necessary.

The AAPPD Representative will maintain current membership in Arizona Association of Providers for Persons with Disabilities (AAPPD) and will represent AAPPD in DCW Committee and DCW Executive Committee meetings. The AAPPD Representative will ensure adherence of any Memorandums of Understanding between AAPPD and the DCW Committee. The AAPPD Representative will report matters related to training and development of direct care workers to both AAPPD and DCW Committee entities.

### **Article V – Voting**

Section 1: Quorum. A majority of members present constitutes a quorum, i.e. more than half the members.

Section 2: Passage of a motion. Passage of a motion requires a simple majority, i.e., one more than half of the members present.

### **Article VI. Conflict of Interest**

Section 1: Any member of the DCW Committee who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the DCW Committee, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer the DCW Committee to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

### **Article VII. Amendments**

Section 1: These Bylaws may be amended when necessary by a recommendation from the Executive Committee with majority approval from the DCW Committee.