ORANGE COUNTY HIV PLANNING COUNCIL

Policies and Procedures

Subject: Executive Committee

Number: III
Date Effective: 10-5-92
Revised: 6-9-99, 9-12-01, 8-24-11

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1. **PURPOSE**: The purpose of this document is to set forth the policies and procedures relative to the functions of the Executive Committee.
2. **AUTHORITY**: The Executive Committee shall be subject to the direction of the Council and none of its acts shall conflict with actions taken by the Council.
3. **FUNCTION**: The Executive Committee will be responsible for the following:
   - 3.1. Having general supervision of the affairs of the HIV Planning Council (Council) between its regularly scheduled meetings and may make recommendations to the Council;
   - 3.2. Coordinating the Evaluation of the Administrative Mechanism;
   - 3.3. Keeping the Council informed of its activities;
   - 3.4. Establishing ad-hoc committees, subcommittees, or task forces as needed;
   - 3.5. Assuming the responsibilities of committees that are unable to perform their functions under the direction of the Council; and
   - 3.6. Other duties as assigned by the Council.
4. **COMMITTEE MEMBERSHIP**:
   - 4.1. The Executive Committee shall consist of the officers of the Council, one Chair representative of each standing committee, and the Council member representing the Health Care Agency (HCA); and may consist of the immediate-past Chair of the Council, and up to two at-large members nominated by the Council.
   - 4.2. With the exception of the officers, members will occupy one membership seat. Officers of the Council who also chair a committee may occupy a seat as an officer of the Council and as the Chair of one standing committee.
   - 4.3. If none of the above members are unaligned consumers, then one or more unaligned consumers from the Council shall be appointed to the Committee as at-large members.
   - 4.4. Executive Committee members must be members of the Council. The one exception to this policy is the HIV Prevention Planning Committee where one of the community Co-Chairs may serve on the Executive Committee even if he/she is not a Council member.
   - 4.5. The Program Manager of HIV Programs shall serve as an alternate in the absence of the HCA representative.
   - 4.6. Members representing standing committees may have alternates in their absence. The alternates shall be either the Vice-Chair or Co-Chair of the standing committee. Alternates are not required to be a member of the Council.

5. **CONFLICT OF INTEREST**: Members of the Committee are required to comply with the Council's Conflict of Interest Policy.

6. **VOTING**:

   6.1. A quorum of the committee must be present at any meeting in order for formal action to be taken on any matter. The number of members necessary to establish a quorum shall be the majority of voting members.

   6.2. The committee will strive to reach its decisions by consensus. However, if consensus cannot be reached, the committee shall make its decisions by majority vote.

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

7. **AMENDMENTS**:

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

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

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