

BY-LAWS
OF THE
JEFFERSON AREA BOARD FOR AGING
ADOPTED BY BOARD OF DIRECTORS
JUNE 18, 1980

ARTICLE I - NAME

The name of this organization shall be the Jefferson Area Board for Aging, hereafter referred to as JABA. It shall be the official Area Agency on Aging for the Thomas Jefferson Planning District (Planning District Ten).

ARTICLE II - OBJECTIVES

The objectives of this organization are:

- A. To promote the goals contained in the Older Americans Act and the Comprehensive Plan for Elderly Services;
- B. To develop an effective partnership between JABA and other agencies of the community which affect the lives of older adults;
- C. To recommend policies and objectives annually for developing and improving resources for the elderly and to recommend priorities for programs to attain these objectives;
- D. To conduct periodic evaluations of all programs funded under the Older Americans Act and to monitor the effectiveness of all other programs for the elderly in the Planning District;
- E. To determine the needs of the elderly of the Planning District as outlined in the Older Americans Act and the JABA Comprehensive Plan for Elderly Services;
- F. To provide for the coordination of existing resources for the elderly and to seek ways to pool available but untapped resources to meet the needs of older persons.

ARTICLE III - AREA TO BE SERVED

This organization shall serve the Tenth Planning District of Virginia known as the Thomas Jefferson Planning District, consisting of the counties of Albemarle, Fluvanna, Greene, Louisa, Nelson, and the City of Charlottesville.

ARTICLE IV - MEMBERSHIP

Section 1: Board of Directors

- A. The Board shall consist of two (2) representatives appointed by the governing body of each member jurisdiction. In addition, the City of Charlottesville and the County of Albemarle shall each have two (2) additional representatives similarly appointed. Each member shall have one equal vote in all matters before the Board. Each member of the Board shall serve a term of two years. Members may be reappointed and shall serve at the pleasure of the governing body of their respective jurisdictions. To insure stability of membership and retention of experienced members on the Board, initial terms of Board members shall be established to insure that not all Board members will be replaced at any one time.
- B. Board members shall represent the interest of the entire district.
- C. Vacancies on the Board shall be filled for the unexpired term and by appointment of the governing bodies. The governing bodies shall be notified immediately of any vacancies.

Section II: Powers and Authority

The Board shall have the power and authority to:

- A. Manage and administer the affairs of JABA.
- B. Elect officers of the Board, as provided in these By-Laws.
- C. Provide policy direction to the Executive Director.
- D. Make recommendations on all matters related to aging referred it by the citizenery for its considered judgment.
- E. Appoint such committees as it may deem expedient for carrying out the objectives of the Board, as may be consistent with these By-Laws, and to terminate the authority of any such committees at any time.
- F. Apply for and accept Federal and State grants pertaining to aging.
- G. Otherwise perform such acts and functions which will further the objectives and purposes of the Board which are consistent with these By-Laws.
- H. Meetings shall be conducted in conformance with the Virginia Freedom of Information Act.

ARTICLE V - OFFICERS AND DUTIES

Section I: Officers

The officers shall consist of a Chairperson, a Vice-Chairperson and a Treasurer who shall be elected by the membership of the Board. The Board shall have the power to elect such other officers as it may deem necessary to the proper exercise of its powers and functions. Such officers shall serve for a period of one year or until their respective successors are elected. Officers shall be eligible for re-election.

Section II: Chairperson

The Chairperson shall preside at meetings of the Board and shall appoint the members of all committees with the approval of the Board. The Chairperson shall have such powers and duties as from time to time may be assigned to him/her by the Board.

Section III: Vice Chairperson

In the absence of the Chairperson, or in the event of his/her inability to act or if that office is temporarily vacant, the Vice-Chairperson shall exercise all the powers and perform all the duties of the Chairperson.

Section IV: Treasurer

The Treasurer shall have such powers and duties as may be assigned to him/her by the Board. He/she shall be the fiscal administrator of the Board.

Section V: Vacancies

A vacancy in any office shall be filled for the unexpired portion of the term by the Board at any regular meeting, or at a special meeting called for that purpose.

ARTICLE VI - MEETINGS AND REPORTS

In General

The meetings of the Board of Directors of JABA shall be conducted in accordance with rules for procedures set forth in Robert's Rules of Order, as amended.

Section I: Annual Meeting

The annual meeting of the Board shall be held September of each year. At this time, election of officers for the forthcoming year will be held. The date, place, and exact time of such meeting shall be set by the Board.

Section II: Regular Meetings

The Board shall conduct regular monthly meetings. The date, place, and time of such meetings shall be set by the Board.

ARTICLE VI - MEETINGS AND REPORTS (Con't.)

Section III: Special Meetings

Special meetings may be called by the Chairperson at his/her discretion.

Section IV: Quorum

A simple majority of the Board present shall constitute a quorum for the transaction of business at any meeting of the Board.

Section V: Annual Report

The Board shall also publish at least annually a report or reports adequately summarizing the activities of the Board and shall make such reports and the financial report available to each member of the Board, the Thomas Jefferson Planning District Commission, and the participating political jurisdictions, and shall otherwise cause these reports to be given wide distribution in the member communities and public at large.

ARTICLE VII - FISCAL YEAR AND BUDGET

Section I: Fiscal Year

The fiscal year of JABA shall be from October 1 to September 30.

Section II: Budget

A preliminary budget shall be submitted by the Executive Director before September 1 of each year. The Board shall adopt a final budget prior to the beginning of the fiscal year. The adopted final budget for any year may be revised from time to time at any meeting of the Board.

ARTICLE VIII - AMENDMENTS

Section I:

These By-Laws may be amended or repealed at any meeting of the Board by an affirmative vote of a majority of those members present provided notice of all proposed amendments shall have been mailed to the members of the Board at least 30 days prior to such meeting.