

**ARIZONA INDIAN COUNCIL ON AGING (AICOA)
BYLAWS**

ARTICLE 1 – NAME

Section 1: The name of this organization shall be Arizona Indian Council on Aging (AICOA).

Section 2: The principle place of business will be located at 2214 N. Central Avenue, Phoenix, Arizona 85004.

ARTICLE 2 – PURPOSE

Section 1: The purpose of the AICOA is to promote and advocate for the interests of the Elderly population of the member tribes of the Inter-Tribal Council of Arizona (ITCA).

ARTICLE 3 – MEMBERSHIP

Section 1: The membership of AICOA shall consist of one (1) representative and (1) alternate from each of the member tribes of the ITCA and undetermined number of associate members as defined in Section 2.

- A. Each member shall be at least fifty five (55) years of age. The alternate shall serve as representative in the event that the representative is unable to serve.
- B. The representative elected to the position of President shall be replaced by the affected tribe in accordance with their procedures.
- C. In the event that the representative or the alternate representative vacates the position, the Tribal appointing entity shall appoint their replacements in accordance with their procedures.
- D. Board members of the Inter Tribal Council of Arizona may not serve on the AICOA.

Section 2: Any person regardless of age may become an associate member of AICOA by submitting an application for associate member. Associate members may attend and participate in AICOA activities except that they may not have a right to vote or enter into the official business of the organization.

ARTICLE 4 – TERMS OF MEMBERSHIP

Section 1: The term of membership for representatives and their alternates shall be for a period of four (4) years beginning on the first day of September of the year appointed and ending on the last day of August of the fourth year of membership.

Section 2: The term of membership for associate members shall be determined by the AICOA board.

Section 3: In the event that a representative fails to attend two (2) consecutive regular meetings, the president shall notify their Tribal appointing entity with a recommendation that corrective action be taken.

ARTICLE 5 – OFFICERS

Section 1: The officers shall consist of a President, Vice President, Secretary, and a Member-At-Large.

Section 2: Officers shall be elected by the Representatives from among their membership in accordance with procedures found in “Roberts Rules of Order.”

Section 3: Term of Office for officers shall be for the term of their appointment to AICOA.

Section 4: Candidates for office must have served on the AICOA board for a period of not less than one (1) year prior to becoming eligible for office.

Section 5: An officer may be removed by a vote of two thirds (2/3) of the representatives present at the meeting for this purpose.

ARTICLE 6 - DUTIES OF OFFICERS

Section 1: The President shall perform all duties normally performed by the chief executive of an organization including presiding at meetings, representing the organization on all occasions, and lawful duties as assigned by the Council in an impartial manner. The President may only vote in the event of a tie.

Section 2: The Vice President shall perform the duties of the President during those occasions when assigned by the President or in the event the President is unable to perform.

Section 3: The Secretary shall record minutes of all meetings. This officer shall assume the duties of the President in the event that the President and Vice President are unable to perform their duties.

Section 4: The Member-At-Large may perform the duties of any officer that is unable to perform their duty.

ARTICLE 7 – MEETINGS

Section 1: Regular meetings of this organization shall be held quarterly in the months of March, June, September and December of each year at a place and date to be determined by the council.

Section 2: Special meetings may be called at a time and place by the President or at the written request of at least 3 representatives, provided that written notice shall be provided to all representatives at least twenty one (21) days prior to the scheduled meeting.

Section 4: All meeting of this organization shall be open to the general public except those meetings that concern personal issues of representatives or alternate representatives.

Section 5: The officers shall establish the agenda for meetings; however, any representative may request that an item be placed on the agenda by submitting a written request to the president at least ten (10) days prior to the meeting date or by making a motion to amend the meeting agenda day of meeting.

Section 6: The rules contained in Robert's Rules of Order shall govern meetings where they are not in conflict with the bylaws, rules of order, or other rules of AICOA.

ARTICLE 8 – QUORUM

Section 1: A quorum shall consist of six (6) representatives in order to conduct official business of this organization.

ARTICLE 9 – VOTING

Section 1: All issues shall be decided by a majority vote of those representatives present and voting, provided that a quorum is in attendance at the meeting.

Section 2: There shall be a maximum of 21 votes on any issue. Each member tribe shall be entitled to one vote cast by their representative, with the exception that the President is entitled to vote in the event of a tie.

ARTICLE 10 – DUTIES OF REPRESENTATIVES

Section 1: The AICOA Members shall advise and make recommendations to the Area Agency on Aging (AAA), as follows:

- A. Assist AAA in developing and recommending the approval of the Area Plan on Aging.
- B. Facilitate and participate in AAA public hearings.
- C. Represent the interest of older Senior/Elderly.
- D. Review and make recommendations on all proposed policies, and programs that affect the Seniors/Elderly.
- E. Advocate on behalf of the elder in any way deemed appropriate.

ARTICLE 11 – COMMITTEES

Section 1: The officers of this organization shall constitute the Executive Committee which shall be the only standing committee of this organization.

Section 2: The President may appoint special committees as required.

ARTICLE 12 – REMOVAL

Section 1: An officer may be removed from office by at least two thirds (2/3) vote of the representatives present at a meeting called for removal. Cause for removal shall include but not limited to neglect of duty, moral turpitude, and conduct which brings discredit to AICOA; and failure to attend 2 consecutive meetings.

Section 2: Officers that are subject to removal may be removed only after due process and shall be given adequate opportunity to defend against the proposed action. Removal shall not be subject to appeal.

ARTICLE 13 – AMENDMENTS

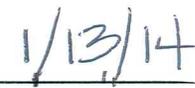
Section 1: These By Laws may be amended by two thirds (2/3) vote of the representatives present at a meeting where proposed amendments are presented. Proposed amendments must be presented in writing to the membership at least 15 days prior to the meeting date at which the proposed amendment are presented for a vote.

CERTIFICATION

I certify these Bylaws was duly reviewed and approved at the December 4, 2013, Quarterly Meeting held in Flagstaff, Arizona, where a quorum was present. A vote of 8 in favor and 1 opposed with 0 abstention.



Yvonne Vance, AICOA Secretary



Date