

# **ALZHEIMER'S DISEASE AND RELATED DISORDERS COMMISSION BYLAWS**

## **MISSION STATEMENT**

The Alzheimer's Disease and Related Disorders Commission (the Commission) is established as an advisory commission in the executive branch of state government by the Code of Virginia (the Code) §51.5-154. The purpose of the entity is to assist individuals with Alzheimer's disease or related disorders and their caregivers.

### **ARTICLE I**

#### **Duties and Responsibilities**

##### **Section 1.1. Authorization**

The Commission is established as an advisory board, within the meaning of the Code §2.2-2100, in the executive branch of state government.

##### **Section 1.2. Powers and Duties**

The Commission shall have the following powers and duties as enumerated in the Code §51.5-154:

- a. Examine the needs of persons with Alzheimer's disease and related disorders, as well as the needs of their caregivers, and ways that state government can most effectively and efficiently assist in meeting those needs;
- b. Develop and promote strategies to encourage brain health and reduce cognitive decline;
- c. Advise the Governor and General Assembly on policy, funding, regulatory, and other issues related to persons suffering from Alzheimer's disease and related disorders and their caregivers;
- d. Develop the Commonwealth's plan for meeting the needs of patients with Alzheimer's disease and related disorders and their caregivers, and advocate for such plan;
- e. Submit to the Governor, General Assembly, and Department by October 1 of each year an electronic report regarding the activities and recommendations of the Commission, which shall be submitted for publication as a report document as provided in the procedures of the Division of Legislative Automated Systems for the processing of legislative documents and reports and shall be posted on the General Assembly's website and the Department's website; and
- f. Establish priorities for programs among state agencies related to Alzheimer's disease and related disorders and criteria to evaluate these programs.

### Section 1.3. Staffing and Funding

In accordance with the Code §51.5-154:

- a. The Department for Aging and Rehabilitative Services (the Department) shall provide staff support to the Commission.
- b. All agencies of the Commonwealth shall provide assistance to the Commission, upon request.
- c. The Commission may apply for and expend such grants, gifts or bequests from any source as may become available in connection with its duties under the Code section, and may comply with such conditions and requirements as may be imposed in connections therewith.

## **ARTICLE II** Membership

### Section 2.1. Composition

In accordance with the Code §51.5-154, the Commission consists of

- a. 15 non-legislative citizen members, appointed as follows:
  - i. Three members are appointed by the Speaker of the House of Delegates;
  - ii. Two members are appointed by the Senate Committee on Rules;
  - iii. Ten members are appointed by the Governor. Of these, seven are appointed from the board members, staff members and volunteers of the Virginia Chapters of the Alzheimer's Disease and Related Disorders Association (Alzheimer's Association). The other three members are appointed from the public at large; and
- b. 5 state agency representatives, serving ex officio with nonvoting privileges:
  - i. Commissioner of the Department for Aging and Rehabilitative Services;
  - ii. Commissioner of the Department for Behavioral Health and Developmental Services;
  - iii. Commissioner of the Department of Social Services;
  - iv. Commissioner of the Virginia Department of Health;
  - v. Director of the Department for Medical Assistance Services; or their designees.

## Section 2.2. Terms of Office

In accordance with the Code §51.5-154, the terms of office for the members are as follows:

- a. Non-legislative citizen members shall be appointed for a term of four years.
- b. Appointments to fill vacancies, other than by expiration of a term, shall be for the unexpired terms. All members may be reappointed. However, no non-legislative citizen member shall serve more than two consecutive four-year terms.
- c. The remainder of any term to which a member is appointed to fill a vacancy shall not constitute a term in determining the member's eligibility for reappointment. Vacancies shall be filled in the same manner as the original appointments.
- d. In the case that a member is unable to fulfill their term, they shall provide written (electronic or postal mail) notification to the Chair and the Department of their decision.
- e. The completion of a member's term does not require a formal written resignation.
- f. Members may serve beyond two consecutive terms until and unless a new member has been appointed to replace him/her.
- g. State agency members or designees shall serve a term coincident with their term of office.

## Section 2.3. Travel Reimbursement

Commission members shall be reimbursed for expenses to attend scheduled meetings and other meetings as in compliance with Virginia state travel regulations.

## Section 2.4. Absences

If a member misses two consecutive meetings, the Chair or the Department will contact the member to determine if he or she wishes to continue to serve on the Commission.

## Section 2.5 Member Responsibilities

- a. Newly appointed members will receive a copy of these Bylaws and other information pertinent to their duties, including information on the Virginia Freedom of Information Act (FOIA) and the Virginia Conflict of Interests Act (COIA).
- b. All appointed members shall annually complete a Conflict of Interests Statement which is submitted to the Secretary of the Commonwealth. Every other year and within two months of appointment, all appointed members shall participate in training on the Virginia Conflict of Interests Act (COIA) as required by Code §2.1-3130.

## **ARTICLE III**

### **Officers**

#### Section 3.1. Types

In accordance with the Code §51.5-154, the Commission shall elect a Chair and Vice-Chair from among its membership.

#### Section 3.2. Terms

- a. While the term of Commission membership is for four years, officers shall be elected for a two-year term. Elected officers may succeed themselves once, provided that such succession is consistent with the term of appointment to the Commission.
- b. In the event that the Chair is unable to complete his/her term, the Vice-Chair shall assume the office of the Chair. A special election shall be held to elect a new Vice-Chair at the next meeting.

#### Section 3.3. Conduct of Election

- a. At the first meeting of odd-numbered calendar years, a Special Nominating Committee of three (3) members shall be selected. The Chair shall appoint one member and two members shall be elected by the members present at the meeting.
- b. At least one month before the scheduled annual meeting, the Special Nominating Committee shall meet and determine a slate for Chair and Vice-Chair. This slate will be presented to the Commission for consideration at the annual meeting. Additional nominations, with the consent of the nominee, shall be accepted from the floor. Only those members present at the meeting are entitled to vote.
- c. Elections shall be by voice vote or roll call. In the event that there is only one nominee for each office, the election may be by acclamation. In either situation, a majority vote of those present at the meeting shall constitute election to office. Officers shall assume their duties at the close of the annual meeting.
- d. In the event that the selected slate includes a member who has only one year left of their current term, that member may be elected if they are eligible for reappointment.

#### Section 3.4. Duties of Officers

- a. Chair
  - i. The Chair shall preside at all meetings of the Commission.
  - ii. The Chair shall act as official liaison between the Commission and the Commissioner of the Department, shall speak officially for the Commission as approved and authorized by a vote of the Commission; and shall take any other actions deemed advisable by the Commission.
  - iii. The Chair shall work with the Department to develop the annual report based on the

recommendations of the legislative committee, and present this to the Commission at the first meeting of the state fiscal year.

b. Vice-Chair

- i. The Vice-Chair shall preside at the Commission meetings if the Chair is unable to assume the responsibility.
- ii. The Vice-Chair shall perform such other duties as may be requested by the Chair.

**ARTICLE IV**  
Committees

Section 4.1. Standing Committees

a. Legislative Committee

- i. The Legislative Committee shall be composed of five (5) members, two (2) of whom shall be appointed by the Chair of the Commission, two (2) of whom shall be elected by members present at the first meeting of the calendar year, and one of whom shall be the Public Policy Coordinator for the Virginia chapters of the Alzheimer's Association. The Chair shall serve as an ex officio non-voting member.
- ii. The Legislative Committee will elect a Chair from within its membership. The Chair must be a member of the Commission, and will regularly report on committee activities to the Commission.
- iii. The Legislative Committee will develop for the Commission's approval appropriate legislative proposals and positions that target the improvement of care and the development of effective treatments for the individuals with Alzheimer's disease.
- iv. In addition, the Legislative Committee will be responsible for following legislation and recommending positions for advocacy to the Commission.

b. Dementia State Plan Committee

- i. The Dementia State Plan Committee shall be composed of five (5) members, two (2) of whom shall be appointed by the Chair of the Commission and two (2) of whom shall be elected by members present at the annual meeting, and one of whom shall be the Public Policy person of the Alzheimer's association. The Chair shall serve as an ex-officio non-voting member.
- ii. The Dementia State Plan Committee will elect a Chair from within its membership. The Chair must be a member of the Commission, and will regularly report on committee activities to the Commission.
- iii. The Dementia State Plan Committee will be responsible for developing the new Dementia State Plan during the year prior to the Plan's publication on October 1 every fourth year (2023, 2027, etc.). The Committee may delegate work on

specific goals or priorities to other task groups or special committees as may be established per Section 4.2.

- iv. The Dementia State Plan Committee will be responsible for ensuring a draft of the Dementia State Plan is made available for public comment for a period of not less than thirty days. At a minimum, the draft Dementia State Plan shall be posted on the Department's Dementia Services web page, and any other Commission website and the Department's Boards and Commissions web page. Commission members are expected to assist in sharing the draft Dementia State Plan with stakeholders across the Commonwealth.
- v. The Dementia State Plan Committee will be responsible for ensuring public input into the Dementia State Plan is widely solicited.
- vi. The final Dementia State Plan shall be approved by the Commission in the last meeting prior to the Plan's publication date.

#### Section 4.2 Task Groups and Special Committees

- a. The Chair may establish task groups and special committees for a particular purpose or to perform a specific assignment; shall appoint the Chair of these bodies from within the members of the Commission; and shall be an ex officio non-voting member of any task group and special committee.
- b. The appointed Chair of the task groups or committees will appoint its members, who may include outside parties who shall not be deemed members of the Commission. The Chair will regularly report on the task group or committee activities to the Commission.

#### Section 4.3 Committee and Task Group Reporting

All standing committees, special committees and task groups may submit recommendations to the Commission for its consideration. Such recommendations shall be submitted to the Commission for consideration and approval prior to any activities committing the Commission to a course of action. Notwithstanding, task groups and special committees may act within the parameters of their mandate in conducting activities necessary to their particular purpose or specific assignment, and which do not commit the Commission to a specific course of action or position.

## ARTICLE V Meetings

### Section 5.1. Regular Meetings

- a. In accordance with the Code §51.5-154, the Commission shall meet at least four times each year. The meetings of the Commission shall be held at the call of the Chair or whenever the majority of the voting members so request.
- b. The last meeting of the state fiscal year (ending June 30) shall be the annual meeting.
- c. All meetings shall be open to the public and public comments will be accepted. Non-members and members of the public shall be afforded an opportunity to provide input during two public comment periods per meeting (one at the beginning and one at the end of the meeting). Depending on the amount of public comment as well as meeting agenda and timing, public comments may be time limited. Written public comments will also be accepted by the committee. The receipt of written comments shall be noted verbally by the chair during the meeting and in the minutes.

### Section 5.2. Quorum

- a. In accordance with the Code §51.5-154, a majority of voting members shall constitute a quorum.
- b. A quorum shall be required for any official action or vote of the Commission.
- c. In the absence of a quorum, the present members may continue to meet to hear informational items and minutes shall be recorded, but the Commission shall not take any official action.

### Section 5.3. Notice

Notice of all Commission meetings shall be e-mailed to each member at least seven days before the date of the meetings. In addition, all other requirements of Code §2.2-3707 shall be followed.

### Section 5.4. Minutes

Minutes shall be recorded and available for review by the membership and the public. In addition, all other requirements of Code §2.2-3707 shall be followed.

### Section 5.5. Electronic Participation

FOIA requires all boards to adopt an electronic meeting policy. It shall be the policy of the Commission to allow for electronic meeting participation as permitted in FOIA and in accordance with this policy.

Members shall notify the Commission staff of the need to participate electronically as soon as possible prior to the meeting.

**ARTICLE VI**  
Amendments to the Bylaws

Section 6.1 Procedure for Amendment

- a. These Bylaws may be amended, supplemented or repealed by two-thirds vote of the whole Commission then in office at any meeting of the Commission, provided that notice of the proposed amendment, supplement or repeal shall have been included in the notice of such meeting.
- b. These Bylaws, and any subsequent amendments, shall become effective immediately upon adoption.

**ARTICLE VII**  
Rules

Section 7.1 Rules

The most recent edition of Robert's Rules of Order Modern Edition shall govern meetings of the Commission and its committees in all cases to which the Rules are applicable and in which they are not inconsistent with these Bylaws.

These Bylaws were revised and adopted June 14, 2011, and amended on March 10, 2015, March 10, 2020, and on June 13, 2023.