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ADRC of Marinette County Governing Board BY-LAWS

ARTICLE I – NAME

The name of this Committee shall be called the Aging and Disability Resource Center of Marinette County Governing Board. It will be referred to as the ADRC Governing Board henceforth in this document.

ARTICLE II – PURPOSE

The ADRC Governing Board shall be accountable for the local guidance of the Aging and Disability Resource Center of Marinette County.

ARTICLE III – DUTIES

The duties of the ADRC Governing Board shall be exercised and performed in conformity with the laws, ordinance and resolutions of Marinette County. Duties of the ADRC Governing Board shall include the following:

- Develop a mission statement for the Aging and Disability Resource Center (ADRC) that is consistent with the goals of the statewide redesign of the long term care system.
- Ensure the structure, policies and procedures of the ADRC are within the state guidelines and the local governance structure.
- Ensure input from consumers, service providers and local constituents in the general policies and practice and goals of the ADRC.
- Ensure that there are no conflict of interest involving or affecting the ADRC.
- Monitor and ensure the quality of services provided by the ADRC and participate in ADRC and Department quality assurance activities, as requested.
- Represent the interest of all target groups served by the ADRC.
- Review ADRC customer complaints, appeals and grievances, as appropriate to determine if there is a need to change the ADRC's policies and procedures or otherwise improve performance.
- Ensure that the terms of the State ADRC contract are fulfilled.
- Recommend system changes to address the needs of older people and people with physical or developmental disabilities for long term care and related services, including identifying of unmet needs and participation in plans to meet needs.
- Annually review ADRC operating budget, if requested by the HHSD Committee.

ARTICLE IV – MEMBERSHIP

Section I Appointing Authority

The Aging and Disability Resource Center of Marinette County shall be comprised of eight (8) members. The ADRC Supervisor, in conjunction with the Elderly Services Director shall recommend all members to the County Administrator for appointment.

Appointment of the representatives will then follow Marinette County's policy on committee appointments.

Section II Membership and Initial Terms

The Governing Board shall consist of eight (8) members. Composition of the membership shall strive to represent the ethnic, economic and geographic diversity of Marinette County. The membership shall not include individuals that have a real or potential conflict of interest.

One (1) member should be a current member of the Elderly Services Board, to be selected by the Elderly Services Board, representing adults over the age of 60. The Elderly Services Board member shall be appointed for a three year term.

Three (3) additional consumer/consumer advocate members representing adults over the age of 60, shall be appointed for an initial two year term, and appointed for three year terms thereafter.

One (1) consumer diagnosed with a developmental disability or developmental disability advocate shall be appointed for an initial one year term, and three year terms thereafter.

One (1) physically disabled consumer or consumer advocate shall be appointed for an initial two year term and three year terms thereafter.

One (1) member at large who is a Marinette County resident shall be appointed for a three year term.

One (1) member who is a Marinette County Board Supervisor shall be appointed for a three year term.

Section III Tenures

ADRC Governing Board has no tenure limitations regarding years served.

Section IV Absences

Any member that has more than three (3) unexcused absences in a twelve (12) month period, from regular ADRC Governing Board meetings, shall resign his/her position on the Governing Board. An unexcused absence means that the absentee did not notify the Chairperson or the appointed agent that he/she would be unable to attend the meeting.

ARTICLE V- OFFICERS

Section I Officers

The Officers shall consist of a Chairperson and Vice-Chairperson. The ADRC of Marinette County will not have the Office of Secretary. Minutes of the Meeting and other related activity will be the responsibility of the ADRC Administrative Assistant or designee.

Section II Election

The Officers shall be elected each year in June by a majority vote of the members present. If the election of Officers is not held at such a meeting, the election shall be held as soon thereafter as possible. Each Officer shall hold his/her office until his/her successor has been duly elected.

Section III Term of Office

The Officers shall be elected for a term of one (1) year. Officers shall assume duties at the next Governing Board Meeting following their election at the Annual Meeting in June.

Section IV Vacancies

A vacancy in any office or membership because of death, resignation, removal, disqualification or otherwise will be filled upon the recommendation of the ADRC Supervisor, in conjunction with the Elderly Services Director, as appropriate. Recommendations shall then be referred to the County Administrator for appointment. Appointment of the representatives will then follow Marinette County's policy on committee appointments.

Section V Chairperson

The Chairperson shall be the principal Executive Officer of the Governing Board and shall preside over all the Governing Board Committee business.

Section VI Vice-Chairperson

In the absence of the Chairperson, the Vice-Chairman shall perform all the duties of the Chairperson, and when so acting, shall have all the powers of and be subject to all the restrictions upon the Chairperson. The Vice-Chairperson shall perform other duties that may be assigned to him/her by the Chairperson of the ADRC Governing Board. If both Chairperson and Vice-Chairperson are unable to attend the scheduled meeting, then the meeting will need to be rescheduled.

Section VII Training

All ADRC Governing Board Members shall receive orientation and other education as determined appropriate.

ARTICLE VI – MEETINGS

Section I Meeting Place

The meeting place of the ADRC Governing Board shall be at the ADRC of Marinette County or as arranged by the ADRC of Marinette Supervisor, unless otherwise specified by the Governing Board.

Section II Annual Meeting

An Annual Meeting shall be held each year in June for the purpose of electing officers and transacting other business as may come before the ADRC Governing Board.

Section III Regular Meeting

Regular meetings of the ADRC Governing Board shall be at least quarterly or as needed by the ADRC Governing Board on a date selected by the ADRC Governing Board.

Section IV Special Meetings

Special Meetings of the ADRC Governing board may be called by, or at the request of the Chairperson. A request for a Special Meeting by other ADRC Governing Board members should be placed in writing to the Chairperson.

Section V Notice

Notice of any special meeting of the ADRC Governing Board shall be given at least (3) days prior thereto by written notice sent by mail or oral notice to each member.

Section VI Quorum and Voting Rights

- A. A minimum of one-half (four members) of the appointed membership shall constitute a quorum for the transaction of business.
- B. A member shall not be qualified to vote upon any issue directly affecting the interest of an organization or agency of which he/she is an employee or officer.
- C. A majority (51%) of the ADRC Governing Board members present who are qualified to vote shall constitute a quorum sufficient to approve any motion.

Section VII Manner of Acting

The act of a majority of the ADRC Governing Board members present at a meeting at which a quorum is present shall be the act of the ADRC Governing Board unless the act of a greater number is required by law or by these By-Laws.

Section VIII Payment of Per Diems to ADRC Governing Board Members

The Marinette County policy on payment of per diems for attending meetings shall be applied to each representative appointed to serve on the ADRC Governing Board.

Section IX Posting of Public Meetings

Marinette County shall ensure that public posting requirements are met for the ADRC Governing Board Meetings, such as ensuring that meeting information be distributed to:

- County Clerk
- Interested staff and members of the community
- Media Outlets
- Website

Section X Compliance with Wisconsin Open Meetings Law

It is the responsibility of each ADRC Governing Board Member to comply with Open Meetings Law.

ARTICLE VII- FISCAL YEAR

The fiscal year of the ADRC Governing Board shall begin on the first day of January and end on the last day of December.