



COUNTY COUNCIL OF TALBOT COUNTY

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AN ADMINISTRATIVE RESOLUTION TO ADOPT THE BYLAWS FOR THE TALBOT COUNTY COMMISSION ON THE AGING

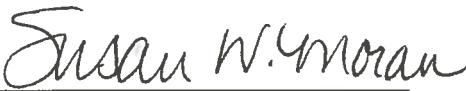
WHEREAS, the Talbot County Commission on the Aging (the "Commission") was created by Administrative Resolution adopted by the County Council on September 23, 2003; and

WHEREAS, the County Council desires to adopt By-laws for the Commission; and

WHEREAS, the Commission has reviewed and approved the proposed Bylaws attached hereto and incorporated by reference herein;


NOW, THEREFORE, BE IT RESOLVED, by the County Council of Talbot County, Maryland, that the Bylaws for the Talbot County Commission on the Aging dated February 28, 2012 shall be, and are hereby ADOPTED.


GIVEN UNDER OUR HANDS AND THE
GREAT SEAL OF TALBOT COUNTY, THIS 28th
DAY OF FEBRUARY IN THE YEAR OF OUR
LORD TWO THOUSAND AND TWELVE.

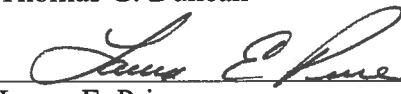

Susan W. Moran, Secretary


Corey W. Pack, President


R. Andrew Hollis, Vice President


Dirck K. Bartlett


Thomas G. Duncan


Laura E. Price

TALBOT COUNTY COMMISSION ON THE AGING BYLAWS

Article I – Name

The name of the Commission shall be Talbot County Commission on the Aging, hereinafter referred to as the “Commission.”

Article II – Purpose

The purposes of the Commission are:

1. To advocate for the senior citizens of Talbot County, Maryland.
2. Provide information, guidance, advice, and recommendations to the County Council pertaining to senior citizens.
3. Obtain, develop, and provide information concerning programs, available funds, and other resources at the local, state, and federal level regarding the concerns and needs of senior citizens.
4. Plan, initiate, and implement projects or activities for the benefit of senior citizens as authorized by any applicable budget.
5. Provide general oversight and review of the operations of the Talbot County Commission on the Aging.
6. Generally, to do all things necessary or proper to promote the interests, well-being, and quality of life for senior citizens in Talbot County, Maryland.

Article III -- Membership

Section 1. The Commission shall consist of a minimum of ten (10), a maximum of twenty (20) voting members, and a minimum of three (3) ex-officio members. Members of the Commission shall be appointed by the County Council. Whenever a vacancy occurs either at the end of the term or for the unexpired portion of a remaining term the Commission will submit recommendations to fill the vacancy to the County Council for their consideration.

Section 2. Commission members will serve for a term of three (3) years. The terms shall be staggered, so that initial appointments of members shall be one-third for one (1) year, one-third for two (2) years, and one-third for three (3) years. Members shall be eligible for reappointment and any vacancy in an unexpired term shall be filled by the County Council for the unexpired term.

Section 3. Members of the Commission shall serve without compensation, but may be reimbursed for any unusual or extraordinary expenses incurred as a result of their membership.

Section 4. Members are expected to attend all meetings. Any member who fails to attend three (3) consecutive regular meetings, or four (4) out of twelve (12) meetings during a calendar year, will be considered an inactive member. Inactive members may be removed from the Commission by the County Council upon a formal request adopted by a two-thirds majority of voting Commission members.

Section 5. A member shall continue to serve until a successor is duly appointed and qualified.

Article IV -- Officers

Section 1. The officers of the Commission shall be a Chairperson, Vice-Chairperson, Treasurer, and Secretary.

Section 2. The Commission membership shall elect a Chairperson, Vice-Chairperson and Treasurer, and Secretary for two-year terms in May of those years in which the officers' terms expire.

Section 3. Members of the Commission may not hold more than one Commission office at a time. No member may serve more than two consecutive terms in any one office.

Section 4. Chairperson. The Chairperson shall be the principal executive officer of the Commission and shall have the following general duties;

- (1) Presiding over regular and special meetings of the Commission, when present;
- (2) Signing documents and correspondence on behalf of the Commission which the members have authorized to be executed;
- (3) Representing the Commission to the Talbot County Council, the community, and other public bodies;
- (4) Providing direction and leadership to the Commission in the execution of its duties and responsibilities; and,
- (5) In general, performing all duties as may be prescribed by the members from time to time.

Section 5. Vice-Chairperson. In the absence of the Chairperson, the Vice-Chairperson shall perform all of the duties of the Chairperson and, when so acting, shall have all of the powers of and be subject to all restrictions upon the Chairperson. The Vice-Chairperson shall perform such other duties as from time to time may be assigned to him/her by the Chairperson or requested by a majority vote of the members.

Section 6. Secretary. The duties of the Secretary shall be to prepare correspondence and other materials on behalf of the Commission, as directed by the Chairperson. The Secretary shall also keep attendance records, minutes of all Commission meetings, and shall be the official custodian of the records of the Commission, shall insure compliance with the requirements of the Open Meetings Act, Md. Ann. Code, as adopted and amended from time to time, and shall be responsible for compliance with Public Information Act requests, as necessary. In addition, the Secretary shall provide all required notices, perform all duties incident to the office, and assume any and all other duties from time to time that may be assigned by the Chairperson.

Section 7. Treasurer. The Treasurer shall keep account of all funds of the Commission and the disbursement thereof, and report monthly to the Commission regarding these transactions.

Article V -- Meetings

Section 1. Regular Meetings. The regular meetings of the Commission will be held on the second Wednesday of every month at a time and place determined by the members, and shall be open to the general public in accordance with the Open Meetings Act. At such meetings, the Commission may consider any matter that is within the Commission's charter and which is properly on the agenda. A regular meeting may be cancelled or rescheduled as deemed appropriate by the Commission. Notice of all scheduled, cancelled or rescheduled meetings shall be posted in a conspicuous place at the Talbot County Senior Center, together with a proposed agenda, and the public shall be invited to attend. All meetings shall be subject to and conducted in accordance with the requirements of the Open Meetings Act, State Government Article, § 10-501, et.seq., Md. Ann. Code, as amended from time to time.

Section 2. Annual Meetings. The annual meeting of the Commission shall be the first regular meeting in the month of May of each year. Such meeting shall be devoted to the election of officers for the ensuing year and such other business as shall be scheduled.

Section 3. Special Meetings. Special meetings may be called by the Chairperson or Vice Chairperson upon the call of three (3) or more voting members, and shall be held at a time and place designated by the officer calling the same. The purpose of the meeting shall be stated in the call. Except in the case of emergency, at least seven (7) days notice shall be given.

Section 4. Quorum. A quorum of the Commission shall consist of not less than 51% of the total number of duly appointed voting members of the Commission. No action shall be taken in the absence of a quorum except to adjourn the meeting to a subsequent date.

Article VI -- Committees

Section 1. Executive Committee. The Executive Committee shall be a standing committee consisting of three (3) elected officers, the Chair, Vice-Chair, and either the Secretary or the Treasurer. All officers shall be entitled to notice of Executive Committee meetings and shall be entitled to attend. A quorum of the Executive Committee shall require at least three members of the Executive Committee.

Section 1. Subcommittees. The Commission is authorized to create and appoint subcommittees to perform such duties and functions as the Commission may determine. Committee members shall be appointed from among the voting members of the Commission. Committees shall include not less than one (1) member of the Executive Committee and the County Council liaison and shall meet as necessary.

Article VII – Funding

The Commission shall be authorized to engage in fundraising activities, from time to time, provided they are otherwise lawful and conducted in compliance with all applicable laws, ordinances, and regulations. The Commission shall keep accurate records of all such fundraising activities, and all funds generated and all expenses incurred. The Commission’s fundraising activities shall be subject to the County Council’s right to regulate and control, and all funds generated through such activities shall be considered “County funds” within the meaning of County Charter § 602 (b) and shall be delivered to and under the control of the Finance Office. The County Council may, in the Annual Budget and Appropriation Ordinance, appropriate such funds for use by the Commission to promote the purposes set forth in Article II of these Bylaws. The Commission shall receive no funding from the County in excess of any amounts generated by the Commission’s fundraising activities.

Article VIII -- Parliamentary Authority

Robert’s Rules of Order, Newly Revised, as amended from time to time, shall govern the Commission in all cases where they are not inconsistent with these bylaws and any special rules of order the Commission may adopt.

Article IX -- Adoption of Bylaws

Adoption of these Bylaws shall occur upon approval by the County Council.

Article X -- Amendment of Bylaws

Amendments of these Bylaws may be proposed at any time by a two-thirds vote of all members of the Commission at any regular or special meeting of the Commission, provided not less than five (5) days of written notice is provided to all members of the Commission. Amendments approved by the membership shall be subject to approval and adoption by the County Council before becoming effective.

Duly approve by Motion of the Commission on this 8th day of February, 2012.

Date 2/8/12

Amanda S. Seck
Chairperson

Duly approved by Administrative Resolution of the Talbot County Council on this 28th day of February, 2012.

Date February 28, 2012

Susan W. Moran
Susan W. Moran, Secretary