**Central Ohio HIV Planning Alliance By-Laws**

**By-laws**

COHPA and its committees shall be governed by these By-laws. These by-laws may be amended, revised, or otherwise changed at any regularly scheduled meeting of the membership. Amendments and revisions will be accepted upon consensus or membership vote.

**Article I- Name and Service Area**

**Section 1.1 Name**

The name of Ryan White Part A Planning Body shall be the Central Ohio HIV Planning Alliance (COHPA). As used in these Bylaws, the words COHPA shall refer to the Ryan White Part A legislatively mandated Planning Body.

**Section 1.2 Service Area**

The area served by COHPA shall be the same as those established by the Transitional Grant Area (TGA). The eight county TGA includes: Delaware, Fairfield, Franklin, Licking, Madison, Morrow, Pickaway, and Union. HIV Prevention funding currently limits services to Franklin County. If redistricting for HIV Prevention occurs, additional counties will be included.

**Article II- Mission and Responsibilities**

**Section 2.1 Mission Statement**

The mission of the COHPA is to end the HIV epidemic in Central Ohio. We do this through collaboration, accountability, transparency and communication.

**Section 2.2 Responsibilities of the Planning Body**

COHPA shall execute the following activities:

* Aid in the development and implementation of policies and procedures related to COHPA’s operations.
* Provide meaningful involvement of HIV stakeholders, including People Living With HIV/AIDS (PLWHA).
* Aid in the development of a robust and representative POZ Initiative to assure that many voices of PLWHA are heard in program and policy development and implementation.
* Provide input on the community needs assessment, including perspective on recruitment strategies and service areas to explore.
* Contribute to and utilize the Statewide Integrated Plan.
* Establish priorities for the Ryan White service categories in compliance with all Ryan White policies and rules as established in the Notice of Grant Award.
* Establish priorities for other non-Ryan White funded HIV related programs, such as HIV Prevention and HOPWA (Housing Opportunities for Persons living with AIDS) programs.
* Direct Columbus Public Health on how to meet these priorities, in accordance with all Ryan White policies and rules as established in the Notice of Grant Award and within the parameters of City of Columbus procurement policy and practice.
* Allocate resources for the Ryan White service categories in compliance with all Ryan White policies and rules as established in the Notice of Grant Award.
* Serve as a coordinating entity to fill gaps and avoid duplication within the HIV system of care in Central Ohio.
* Assess the administrative mechanisms of the grantee annually.
* Aid in the development and ultimately approve service standards for core medical and support service categories.

**Article III- Membership**

**Section 3.1 Composition of Voting Membership**

The composition of COHPA membership should consider the mandates for membership required by the Health Resources Service Administration (HRSA) for Planning Councils. Specifically, intentional action shall be taken to recruit and retain participation from diverse PLWHA.

The specific membership requirements are:

* Health care providers, including federally qualified health centers or look alike centers
* Community-based organizations serving affected populations and AIDS service organizations
* Social service providers, including providers of housing and homeless services
* Mental health providers
* Substance abuse providers
* Hospital planning agencies or health care planning agencies
* Affected communities, including people with HIV/AIDS, members of a Federally recognized Indian tribe as represented in the population, individuals co-infected with hepatitis B or C, and historically underserved groups and subpopulations
* Non-elected community leaders
* State government (including the State Medicaid agency)
* Grantees under part C
* Grantees under part D, or , if none are operating in the area, representatives of organizations with a history of serving children, youth, women, and families living with HIV and operating in the area
* Grantees of other Federal HIV programs, including but not limited to providers of HIV prevention services
* Representatives of individuals who formerly were Federal, State, or local prisoners, were released from the custody of the penal system during the preceding 3 years, and had HIV/AIDS as of the date on which the individuals were so released
* Grantees of publicly funded public health prevention services

COHPA should try to achieve a membership where no less than 33 percent of COHPA are consumers who:

* + Are receiving HIV-related services from Ryan White Part A or B funded providers
  + Are not officers, employees, or consultants to any providers receiving Ryan White Part A funds
  + Reflect the demographics of the population of individuals with HIV/AIDS in the TGA

Agencies are encouraged to send multiple representatives based upon the diverse range of services that their agency offers. Additionally a mix of frontline staff, management and leadership is considered important for collaboration and coordination.

Additional individuals may be considered for COHPA at the discretion of the membership committee.

**Section 3.3 Nominations**

Any person or agency interested in serving as an official voting member of COHPA shall submit an application for membership to COHPA staff. All applicants will be reviewed by the membership committee.

1. Applicants must fit one of the membership positions in section 3.1 that has a vacancy to be considered for nomination.
2. Applicants must also be in compliance with outlined term limits in section 3.5 to be considered.

Those receiving the majority of recommendations from the membership committee selection process will be moved forward for consideration by the full Planning Body.

**Section 3.4 Terms of Members**

All terms of voting membership shall be for two years and shall begin once approved by COHPA. Members may serve consecutive terms if they meet all membership requirements, successfully complete the application and nomination process, and are reappointed by COHPA. Term limits for the COHPA members shall be as follows:

Columbus Public Health is responsible for offering training to all new members.

No COHPA member shall hold a voting seat for more than four consecutive years in any six year period.

Those members representing the Ohio Department of Medicaid, State Ryan White Part B, Part C, Part D, and Part F programs, and Public Health agencies are exempt from these term limit restrictions since their respective agencies nominate individuals who can adequately represent them, and may have a limited pool of potential candidates.

**Section 3.5 Responsibilities of Members**

Members shall:

1. Uphold the goals, objectives, and mission of COHPA.
2. Attend at least 50 percent of COHPA meetings and participate in the decision making of the Planning Body.
3. Contribute professional and personal expertise to further the work of the Planning Body.
4. Actively support the planning, needs assessment, priority-setting, recruitment of PLWHA, and evaluation processes of COHPA.
5. Be active, vocal participants.
6. Learn about the Ryan White Part A, HIV Prevention and HOPWA planning processes.

**Section 3.6 Voting**

COHPA operates via consensus. If consensus cannot be achieved, then a vote of official members will ensue.

For both voting and consensus on resource allocation issues, persons with a direct conflict of interest should abstain. Conflict of interest should be weighted with considerations for the total number of vendors in a service category and minimal number of members available to consent or vote. For example, if there are five or more services providers in a category, then they may need to consent or vote on a prioritization or resource allocation to ensure that enough perspectives are represented. If there is only one vendor per a service category, then they shall not consent or vote.

Each voting member of COHPA shall be entitled to one vote upon any matter before COHPA. Voting upon any issue shall be by show of hands of the members. Members must be present to vote. Vote by proxy is not allowable. An abstention is considered a vote. No more than two people may vote from any agency. Unaffiliated PLWHA members vote as individuals.

Any agencies or individual must participate in at least 50 percent of meetings in the prior calendar year to be considered a voting member. Individuals or agencies that do not meet the membership status still have a voice in all discussions and may vote in the consensus arena.

When voting, there shall by a quorum to vote. A quorum means that at least 50% of membership is able to participate in the vote.

**Section 3.7 Attendance**

In order to maintain membership, COHPA voting members shall miss no more than 50 percent of regularly scheduled meetings within the previous fiscal year. New voting members must complete a membership application, submit it to the COHPA Support Staff Member and receive an approval letter in order to cast a vote at COHPA or Committee Meetings.

1. Attendance is to be recorded at all COHPA and Committee meetings. The Executive Committee will review attendance records and committee participation and will notify any member who is in jeopardy of forfeiting their membership.
2. Members that are clinical providers are exempt from this absentee requirement.

If a voting member knows that she/he is or will have a difficult time attending meetings because of health or other extreme reasons, the member may take a leave of absence to be reviewed on a case by case basis by the Executive Committee.

**Section 3.8 Standards of Conduct**

A member or attendee of COHPA may be removed from COHPA, ad-hoc, or subcommittee meeting by a Co-Chair or majority vote of the members present for disruptive, rude, insulting, or unethical behavior.

Anyone may call a point of order during any meeting by raising their hand and indicating the inappropriate behavior. All infractions called must be addressed at the time called by a COHPA member. All infractions will be recorded in the minutes of the applicable meeting.

If a member is removed from a meeting, the Co-Chairs must meet with that individual within 30 days privately and explain what standard of behavior is expected. If the disruptive, rude, or insulting behavior continues, the co-chairs may recommend a member’s removal from COHPA. If such an instance occurs, COHPA shall send a written notice to the member to include the reasoning behind the recommendation. The member will have 15 days from the receipt of notice to respond in writing to the membership committee. The membership committee will discuss the response and make a recommendation to COHPA. COHPA will vote on the individual’s membership at the next regularly scheduled meeting. If the vote removes the member from COHPA, written notice will be sent to the member by the grantee.

In addition, speaker's subject matter will not contain obscenity, defamation, or slander, nor shall speakers conduct themselves in violation of the disorderly conduct or disturbing lawful meeting provisions of Chapter 2317 of the Columbus City Codes, 1959. If the grantee and/or co-chairs determine that these guidelines are not being followed, one warning will be given. If the guidelines continue to be violated, the grantee and/or co-chairs may revoke the individual's speaking privileges.

The above procedure also applies to members who improperly represent COHPA policy or act on behalf of COHPA for media inquiries without prior authorization from COHPA.

**Section 3.9 Resignation**

Members may resign at any time by giving written notice to COHPA Co-Chairs or COHPA Staff. Resignation will take effect immediately upon submission of the written resignation.

**Section 3.10 Termination**

Any member who fails to perform their responsibilities, as outlined in Section 3.5 Responsibilities of Members, may be subject to removal without further cause. This may include:

1. Failure to meet Section 3.7 Attendance policy
2. Failure to adhere to Section 3.8 Standards of Conduct
3. Loss of membership status, i.e. member no longer represents the category for which they were appointed to COHPA and there is no appropriate open membership category
4. Conduct or behavior that interferes with the business of COHPA or is in violation of conflict of interest or breach of confidentiality

**Article IV- COHPA Co-Chairs**

**Section 4.1 COHPA Co-Chairs**

The Co-Chairs of COHPA must include three Chairs. One Chair will be appointed by the Grantee to represent HIV care, one chair will be a person living with HIV, and one chair will represent HIV prevention. The Chairs must be current COHPA members in good standing. The chair representing HIV prevention and the chair represented by someone living with HIV must be nominated and approved by consensus or by the voting COHPA membership.

**Section 4.2 Terms of Office for Co-Chairs**

Commencement of term is immediate upon election. Each term shall be for two years. Co-chairs are not eligible for consecutive terms.

**Section 4.3 Responsibilities of COHPA Co-Chairs**

COHPA Co-Chairs shall share responsibility to guide and facilitate the planning process. At least one of the COHPA Co-Chairs shall preside at all meetings of COHPA and the Executive Committee.

**Section 4.4 Resignations for Co-Chairs**

A Co-Chair may resign at any time by giving written notice to COHPA Staff or a representative of the Grantee. Such resignation shall take effect upon submission of written resignation to any of the parties identified above.

**Section 4.5 Termination for Co-Chairs**

An Officer may be removed under circumstances and by the same process established for members in Section 3.9, Termination. COHPA Co-Chairs may also be removed for failure to comply with the requirements, perform the duties and responsibilities, or exercise the leadership necessary for the position. Removal of any COHPA Officer shall require a two-thirds vote of COHPA members present at a regular or special meeting of COHPA.

**ARTICLE V - ORGANIZATIONAL STRUCTURE**

**Section 5.1 Committees**

Standing and ad hoc committees of COHPA may be created at any time to meet the operational needs of COHPA. COHPA shall establish, by consensus or membership vote (attendance requirement- see section 3.7 Attendance) the need, specific functions responsibilities and scope of authority for each committee. An existing standing or ad-hoc committee may be made inactive at any time by consensus or majority vote of COHPA.

**Section 5.2 Committee Membership**

Each COHPA member is encouraged to join a committee. If a committee chair is established, it must be done by committee consensus or membership vote (attendance requirement – see section 3.7 Attendance) and is a yearly term immediate upon election.

**Section 5.3 Executive Committee**

The Executive Committee membership shall be selected by COHPA. The Executive Committee of COHPA may meet regularly or as needed to support new and transitioning chairs.

The purpose of the Executive Committee shall be as follows:

2. Discuss issues, concerns in the community, or developing situations for appropriateness of presentation to COHPA for discussion, review or action

3. Establish and review the agenda for COHPA meetings

The Executive Committee membership may include the following:

1. The three COHPA Chairs

2. One or more COHPA member(s) in good standing that represents the HIV provider community

3. One or more COHPA member(s) in good standing that represents the HIV/AIDS client community

4. One or more COHPA member(s) in good standing that represents the public health community

5. One or more COHPA member(s) in good standing that represents the HIV prevention community

**Section 5.4 Membership Committee**

The purpose of the membership committee is to:

1. Review COHPA membership for appropriateness in the areas of composition and reflectiveness and recruit, screen, interview, and recommend potential candidates for membership, especially PLWHA

**Section 5.5 Consumer Caucus**

The Consumer Caucus, also known as POZ Initiative, shall:

1. Serve as voices for PLWHA in the community
2. Advocate for improving the quality and/or process of care in Central Ohio
3. Serve as a safe space for peer support and interaction
4. Ensure scholarship and educational programming information is disseminated to consumers and
5. Ensure there are education resources for clients and staff about HIV and the services available in Central Ohio

**Section 5.6 Finance Committee**

A Finance or Resource Allocation Committee shall exist. It is responsible to:

1. Establish priorities for the Ryan White service categories in compliance with all Ryan White policies and rules as established in the Notice of Grant Award.
2. Establish priorities for other non-Ryan White funded HIV related programs, such as HIV Prevention activities and HOPWA programs.
3. Direct Columbus Public Health on how to meet these priorities, in accordance with all Ryan White policies and rules as established in the Notice of Grant Award and within the parameters of City of Columbus procurement policy and practice. Allocate resources for the Ryan White service categories in compliance with all Ryan White policies and rules as established in the Notice of Grant Award.
   1. COHPA gives Columbus Public Health authority to move up to 10% of any allocated category to ensure monies are spent. Whenever this action is taken, Columbus Public Health will notify COHPA at the next regularly scheduled meeting.

**Section 5.7 Ad-hoc Committees**

COHPA may create ad-hoc committees to address specific needs or to complete special tasks as assigned. Ad-hoc committees shall be time limited and shall exist for a period not to exceed six months unless otherwise voted by COHPA.

1. The Chair of an ad-hoc committee may be a COHPA Co-Chair or their designee

2. Ad-hoc committees shall be composed of a minimum of three COHPA members

3. All recommendations shall be presented to COHPA for review and approval.

**ARTICLE VI - MEETINGS**

**Section 6.1 Open Meetings**

COHPA and its committees shall conduct official business, deliberations, and actions only at meetings according to guidelines established by COHPA in the Bylaws.

All meetings shall be open to the public, except under circumstances and procedures prescribed by state or local policies.

**Section 6.2 Frequency of Meetings**

Regular meetings of COHPA occur 8 times per year. The co-chairs have the right to cancel or schedule additional meetings based upon need.

The annual schedule of regular meetings will be made available to all HIV/AIDS service providers, COHPA members and participants, and relevant agencies.

**Section 6.3 Emergency Meetings**

COHPA or its committees may hold an emergency meeting if a matter is truly unforeseen and of such a nature that immediate action is required. All members shall be notified by email. COHPA shall provide as much notice to members and the public as is reasonably possible under the circumstances.

**Section 6.4 Notice of Meetings**

Notice of COHPA and Committee meetings shall be sent by email, hand delivery, US Mail, website or other reasonable alternative to each COHPA or Committee member at least seven business days prior to the date of the meeting. Meeting materials should include an agenda, previous meeting notes, and meeting materials to be reviewed or discussed.

**Section 6.5 Agendas**

Agendas shall be prepared for all meetings and shall specifically state the subject matter of the meeting. Other items may be introduced or considered. COHPA members or non-planning COHPA members wishing to include an item on the agenda are encouraged to submit that item and any supporting paperwork to COHPA Co-chairs no later than five days prior to any regularly scheduled COHPA or committee meeting. To be considered for inclusion on the agenda, the item must be relevant to and within the scope of COHPA practice and decision making. If the Co-chairs question the relevance of the item, the Executive Committee shall discuss if the item is within the scope of COHPA practice and decision making. Agendas shall be posted at least two business days prior to the date of the meeting and distributed to members on or before the date of the meeting.

**Section 6.6 Meeting Notes and Materials**

Written minutes shall be kept of all meetings and distributed to respective Committees for approval at the next scheduled meeting.

1. Minutes and materials shall be open and public, except as allowed by law to be confidential.

2. Public documents shall be available for public inspection during normal office hours and shall be supplied upon request.

3. Public documents shall be retained according to federal and state record retention requirements.

**ARTICLE VII – Reimbursement**

**Section 7.1**

Members shall serve without compensation COHPA. Ryan White Part A consumers may receive reimbursement for travel in the form of a gas card or bus pass incurred solely as a result of attending a scheduled COHPA or Committee meeting.

**ARTICLE VIII Conflict of Interest, Change in Affiliation, Grievance**

**Section 8.1 Conflict of Interest**

In order to prevent the existence, or the appearance of the existence of a conflict of interest, all COHPA members must complete a yearly disclosure form. In the event that a matter raises a potential conflict of interest, the disclosure shall be presented to COHPA or a committee for consideration, recommendation, and decision.

**Section 8.2 Change in Affiliation**

A member whose affiliation changes and any unaffiliated consumer who becomes affiliated with a funded Part A provider must inform COHPA co-chairs and COHPA support staff of this change within two weeks, and a new disclosure must be submitted.

**Section 8.3 Grievances**

The purpose of the grievance procedure is to provide a fair solution to conflicts that arise during the operation of COHPA. COHPA will only accept grievances for the following:

1. Deviated from or exceeded its established, written procedures for setting funding priorities

2. Deviated or exceeded its established, written procedures for allocating funding priorities and

3. Deviated from or exceeded it’s established, written procedures for making subsequent changes to priorities, funding percentages, or allocations of funds.

Any individual or entity that is directly affected by the outcome of a decision of COHPA regarding priorities or allocations of resources may file a Grievance.

The Co-Chairs are to serve as a neutral body to resolve any conflicts that arise.

COHPA will attempt to resolve grievances through informal support resolution. Where grievances cannot be resolved through informal discussion, mediation will be sought by the grantee.

Grievances about a funded Ryan White Part A service are to be directed to the agency that provided the service. If the grievance cannot be resolved to the client’s satisfaction, they have the option of calling 614-645-CARE(2273) and grieving to Columbus Public Health. A summary of Part A service grievances made to Columbus Public Health and the outcomes of each case will be provided to the Consumer Caucus on a yearly basis.

Any grievance must be filed within 30 days of the alleged infraction.