



State of Illinois  
Bruce Rauner, Governor  
Illinois Department on Aging

# **BY-LAWS**

Of The

## **Illinois Long-Term Care Council**

(Adopted March 22, 2005 with January 25, 2011 and December 16, 2015 Amendments)

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## **ARTICLE I: Membership**

**Section 1-1.** The members of the Council shall be appointed by the Director of the Illinois Department on Aging in accordance with the requirements of the Illinois Act on Aging.

**Section 1-2.** Except for the staggered term of those members initially appointed, members shall serve for a term of four years unless a member is appointed to fill a vacancy, in which case the appointment shall be for the remainder of the term vacated.

**Section 1-3.** Members may be appointed to a second term, but no member may be appointed to more than two consecutive terms.

**Section 1-4.** Members shall be legal residents of the State of Illinois.

**Section 1-5.** A member absent at three consecutive meetings of the Council without reasonable cause shall be declared to have vacated his or her seat. After two such absences, the Co-Chairs shall notify the member by letter that that such member will be declared to have vacated the seat in the event the member is absent without reasonable cause at the next scheduled meeting. “Reasonable cause” may include absences for illness, conflicting job schedules, severe weather conditions, family emergencies, a death in the family, child care issues, conflicting vacation schedules, and the like. In the event that the member is absent for a third consecutive meeting, without presenting a reasonable cause for such absence, the Co-Chairs shall as soon as possible thereafter notify the Director of the Department on Aging that the seat held by the member has been vacated. The Director shall fill the vacancy in accord with Article I of these By-laws.

## **ARTICLE II: Council Co-Chairpersons**

**Section 2-1.** The Director of the Department on Aging or his or her designee shall act as permanent Co-Chairperson of the Council.

**Section 2-2.** A second Co-Chairperson, who shall be a voting member of the Council, shall be nominated and approved by a majority of the voting members of the Council. Upon a vacancy in the position of the elected Co-Chair, the Executive Committee shall issue to all members a notice of the vacancy, a call for candidates, and set the date of the election of the Co-Chair.

## ARTICLE III: Council Meetings

**Section 3-1.** The Council shall meet at the call of the Director of the Department on Aging or the Co-Chairpersons of the Council. The Council shall meet a minimum of three times per year. An annual meeting schedule will be developed by the Department with the concurrence of the Council. The Council may schedule a disproportionate share of the meetings in the first one-third of the calendar year, in order to focus the agenda of the regularly scheduled meetings of the Council on legislative matters.

**Section 3-2.** A meeting may be rescheduled, or a special meeting called, by the Co-Chairpersons of the Council. The Department shall make reasonable efforts to notify Council members of a change in meeting dates, locations or times.

**Section 3-3.** The Council shall hold all meetings in accordance with the Open Meetings Act. Meetings may be conducted in person, by video conference or by telephone conference and any voting Council members who appear by videoconference or telephone conference shall have the right to vote for any motion or other business presented by the Council.

**Section 3-4.** An Agenda shall be prepared prior to each meeting with input solicited from the Council. Any Council member may recommend an item for inclusion on the agenda. The approval of Minutes from the previous meeting shall be included on each agenda.

**Section 3-5.** The Illinois Department on Aging shall record and prepare the Minutes of Council meetings. The Department shall be responsible for informing Council members of meeting dates, times and locations, and for distributing agenda, minutes and other materials required to conduct the meetings.

**Section 3-6.** A representative of the Illinois Department on Aging must be present at all meetings of the Council and may be present at meetings of its committees.

**Section 3-7.** An opportunity for public input shall be provided at each scheduled Council meeting.

## ARTICLE IV: Conducting Business

**Section 4-1.** A quorum must be present in order to conduct the business of the Council. A quorum shall consist of the majority of voting members of the Council.

**Section 4-2.** All business shall be conducted in accordance with Robert's Rules of Order Newly Revised In Brief unless otherwise specified in the By-laws.

**Section 4-3.** The Co-Chairpersons shall preside at all Council meetings and shall be responsible for conducting the meeting in accordance with the By-laws and the Agenda. The Co-Chairpersons may recognize non-member attendees who wish to comment during the meeting. Such individuals may also be recognized by a passing vote of a majority of the voting Council members present. The duration of public comments shall be at the Co-Chairpersons' discretion.

**Section 4-4.** Each member (or a designated proxy voting on behalf of a member) shall have one vote on each Motion, except for those members specifically designated as nonvoting members as provided by Section 4.04a(f) of the Illinois Act on Aging.

**Section 4-5.** Any action, recommendation or decision of the Council shall be proposed as a Motion. A Motion shall be considered adopted by the Council upon an affirmative vote of a majority of voting members and designated proxies at the meeting. All Motions adopted by the Council shall be recorded in complete and final form in the minutes of the meeting.

**Section 4-6.** At the discretion of the Co-Chairs, or upon application by not less than five voting members of the Council, the Co-Chairs may put a question or questions to the Council by e-mail. The question or questions must all be germane to a single issue. The e-mailed message must be sent to all members of the Council. The period allowed for a response to the question or questions must be not less than 24 hours, or more than 72 hours. As with other motions, the question may only be passed upon the affirmative vote of a majority of the voting members of the Council.

## ARTICLE V: Duties of the Council

**Section 5-1.** The Council's responsibilities shall include making recommendations and commenting on issues pertaining to long-term care and the State Long-Term Care Ombudsman Program to the Department. By a ruling of the Chairs, the State Long-Term Care Ombudsman may be asked to withdraw during portions of the discussion of matters involving the policies, staffing, operations, and actions of the State Long-Term Care Ombudsman.

**Section 5-2.** The Council shall advise the Department on matters pertaining to the quality of life and quality of care in the continuum of long-term care.

**Section 5-3.** The Council shall review and evaluate proposed legislation presented to the Illinois General Assembly. The Council shall, as early in the annual legislative process as possible, take formal positions in support or opposition, or suggest specific changes, to proposed legislation, and may propose draft legislation to the Department. The focus of the legislative interests of the Council shall be legislation affecting the State Long-Term Care Ombudsman Program; the rights, benefits, or quality of life of residents of long term care facilities and persons in home and community based long term care; and related matters.

**Section 5-4.** The Council shall evaluate, comment on reports regarding, and make recommendations on, the quality of life and quality of care in long-term care facilities and on the duties and responsibilities of the State Long-Term Care Ombudsman Program.

**Section 5-5.** The Council shall prepare and circulate an annual report to the Governor, the General Assembly, and other interested parties concerning the duties and accomplishments of the Illinois Long-Term Care Council and all other related matters pertaining to long-term care and the protection of residents' rights.

**Section 5-6.** The Council shall make recommendations to the Director, upon his or her request, as to individuals who are capable of serving as the State Long-Term Care Ombudsman and who should make appropriate application for that position should it become vacant.

**Section 5-7.** Any formal recommendation of the Council shall be voted upon in the same manner as any other action, recommendation or decision of the Council.

**Section 5-8.** In the event that the Department chooses not to follow a formal recommendation of the Council, the Department shall transmit a written explanation of the reason thereof to members of the Council.

## ARTICLE VI: Committees

**Section 6-1.** The Council may form committees upon a majority vote of Council members. The Council Co-Chairpersons are also authorized to form committees.

**Section 6-2.** Co-Chairpersons shall be responsible for selecting the chairpersons of each committee. The Co-Chairs shall appoint, from the members of the Council, the chair of each Committee.

**Section 6-3.** The committee chairperson shall coordinate scheduling of meetings and other committee activities.

**Section 6-4.** A quorum shall be present in order to conduct committee business. A quorum shall consist of a majority of the voting members of the committee.

**Section 6-5.** All committee business shall be conducted in accordance with the current edition of Robert's Rules of Order Newly Revised In Brief unless otherwise specified in the Bylaws.

**Section 6-6.** Committee members must be Council members in order to vote on business before such committee. Each voting committee member shall have one vote on each Motion. All Motions shall be passed by majority vote of the voting members present.

**Section 6-7.** Preparation and distribution of committee minutes shall be the responsibility of the chair or designated secretary of the committee. The minutes of each committee meeting will be filed with the Co-chair of the Council.

**Section 6-8.** At each Council meeting, any committee that has conducted business subsequent to the previous Council meeting shall present an oral or written report to the Council. The report shall include any motions passed by the voting members of the committee, and a summary of any advice or recommendations by the non-voting members of the committee.

**Section 6-9.** The Co-Chairs and the Committee Chairs shall constitute an Executive Committee for the Council. Such Executive Committee may meet between Council meetings, either in person or by electronic means. The Executive Committee may be authorized by the full Council to conduct Council business in the period between meetings of the Council. Delegations of authority to the Executive Committee by the full Council shall be as specific as possible. The Executive Committee shall seek ratification of its proposed actions by means of an electronic vote of the members, with a maximum response time of 48 hours.

## **ARTICLE VII: Remuneration and Reimbursement**

**Section 7-1.** To the extent that funding is available, Council members who are current or former residents of long-term care facilities or the family member of a current or former resident of a long-term care facility, while serving on business of the Council and away from their place of residence, shall receive actual and necessary travel and subsistence expenses in accordance with the Travel Regulations promulgated by the Illinois Travel Regulation Board.

**Section 7-2.** For the purpose of travel expense reimbursements, expenses incurred by Council members who are current or former residents of long-term care facilities or the family member of a current or former resident of a long-term care facility, shall be considered to be official business of the State and of the Council when such expenses are incurred as a participant in the following activities:

- a) Regular and special meetings of the Council called by the Director or his or her designee.
- b) Committee or other meetings as authorized by the Director or his or her designee.

## **ARTICLE VIII: Bylaws**

**Section 8-1.** Adoption or amendment of these By-laws requires a majority vote of the voting members of the Council.