# **California Traumatic Brain Injury Board BY-LAWS**

## ARTICLE I: NAME

This body shall be known as the California Traumatic Brain Injury Advisory Board, within and under the Traumatic Brain Injury (TBI) Reauthorization Act of 2014 and the Federal Administration for Community Living (ACL).

## ARTICLE 2: PURPOSE

The California Traumatic Brain Injury Advisory Board (“Board”) advises state leadership on policies, programs, and services impacting people with TBI, their families, and support systems.

## ARTICLE 3: DUTIES

The Goals of the Board are to:

1. The California Traumatic Brain Injury (TBI) State Plan provides an actionable, measurable blueprint to leverage partnerships and funding, to meet the needs of all Californians affected by TBI.
2. “Explore Identify and facilitate sustainable funding for TBI programs and initiatives in the State of California.”
3. The California TBI registry gathers demographic and clinical data on TBI, to guide public policy and improve the quality of life of all Californians affected by TBI.
4. The California Traumatic Brain Injury (TBI) Needs Assessment Sub-Committee is committed to identifying a needs assessment tool to provide a voice for individuals with TBI, their families and professionals in California to identify their needs for services.

## ARTICLE 4: MEMBERSHIP

Section 1. Composition

The Advisory Board shall be composed of representatives of:

1. California or American Indian consortium agencies;
2. Public and nonprofit private health-related organizations;
3. Other disability advisory or planning groups within the California or American Indian consortium group;
4. Members of organizations or foundations representing individuals with TBI in CA;
5. Injury control programs at state or local level (if such programs exist);
6. A substantial number of individuals with TBI or family members of such individuals;
7. Victims of domestic violence;
8. Homelessness population.

The board shall be geographically representative of the State and reflect the diversity of the State with respect to race, ethnicity, types of disabilities across the age span, users of types of services that an individual with a disability may receive, and gender diversity of the State of California.

Members must be a resident of the state of California.

Section 2. Appointment

Members shall be appointed by the Department of Rehabilitation (DOR) Directorate with recommendations from the Board Chair.

Section 3. Term Limits

Members are appointed to a term of 5 years, and must reapply to extend their term. The Board will adopt the federal fiscal year of June 1 through May 31 for purposes of measuring terms.

Section 4. Vacancies

Vacancies will remain open until filled. Applications to join the board will be accepted at all times and maintained by the DOR’s TBI Program staff.

## ARTICLE 5: OFFICERS

Section 1. Executive Officers

The Board shall have 2 officers: a Chairperson, and a Vice-Chairperson.

The Chairperson shall:

* Preside over all meetings of the Board and keep record of all action items.
* Appoint the members of all standing or Ad Hoc committees of the Board.
* Provide leadership in fulfilling the Board intended purpose.

The Vice Chairperson shall:

* Preside in the absence of the Chairperson and keep a record of all action items.
* In the absence of the Chairperson, preside at Board meetings.
* Serve as acting Chairperson in the event of a vacancy in the Chairperson position until a new Chairperson is duly elected by the Board.

Section 2. Elections

Election of officers shall be held at the first meeting in odd-numbered years. If an officer vacancy occurs during the two-year term, the vacancy shall be filled by special election at the meeting following the date of the vacancy. To be eligible for officer positions, an individual shall have been a member of the TBI Board for a minimum of one year. Ex-officio members are not eligible for officer positions.

Officers are elected each term by a plurality vote of the TBI Board and shall serve for a period of two years. Officers may succeed themselves in office for a maximum of one term, but may subsequently be elected to that office after only another person has served in that position.

Section 3. Officer Term Limits

The officers shall take office after the adjournment of the meeting in which they are elected and serve for a term of 2 years.

Section 4. Responsibilities of Board Members

1. Participation in Meetings

Members shall read materials, prepare for and regularly attend regular board meetings, and when appointed, fulfill the charge given to subcommittees or workgroups.

The DOR TBI Grant Administrator will provide staff support for the business activities and administrative needs of the board.

1. Avoiding Impropriety

Members may have financial interests in, personal relationships with, and fiduciary responsibility for entities that provide goods and services to individuals with disabilities.

No member shall have input into any Board matter that would provide direct or indirect financial gain to them or to any of their personal or organizational affiliations. Any such member shall also recuse him/herself from voting on that matter.

All members shall avoid the appearance of a conflict of interest, even if a conflict does not exist, so as to maintain the reputation of the Board.

To preserve the integrity of the DOR and the credibility and efficiency of the Board, members must act consistently with the goals of the federal grant and must avoid impropriety and the appearance of impropriety.

Therefore, when the Board discusses or votes on a recommendation that, if acted on by the DOR, could have an impact on a specific person or entity and the member has a financial interest, a personal relationship, or a fiduciary obligation to that person or entity, the member shall disclose it to the board. The board shall record the disclosure in the minutes of the meeting.

Any board member shall recuse themselves from voting on board actions when the member’s financial interest in, personal relationship with, or fiduciary responsibility to an entity:

* Prevents the member from providing advice consistent with the purposes of the Traumatic Brain Injury Reauthorization Act of 2014 and the requirements put forth by the ACL; or the member’s participation in the vote gives the appearance of impropriety.
1. Termination and Resignation

A vacancy may occur as a result of a member’s resignation, either voluntarily or as a result of a disciplinary action pertaining to removal of the member. A member choosing to resign from the Board must submit his/her resignation in writing to the Chairperson of the Board.

If a member misses more than fifty percent of Advisory Board meetings or seventy-five of Sub-Committee meetings within a given year, the Executive Officer will contact that member assessing their interest in remaining on the Board, encouraging their attendance, and emphasizing the value of having their expertise contribute to board deliberations. The Executive Officer, in consultation with the Chair, may request the written resignation of any board member who fails, without good cause, to attend three consecutive board meetings or who otherwise demonstrates a disinterest, inability, or unwillingness to actively participate in the meetings, discussions, activities, and decisions of the board.

## ARTICLE 6: MEETINGS

A. The board will meet at least two times per year. Additional general, special, and subcommittee meetings may be called by the board chair, the officers, or a majority of the members.

 1. Reimbursement for Travel

Subject to available State funds and the State Administrative Manual Travel Guidelines (http://sam.dgs.ca.gov), reimbursable expenses shall include:

• Intra-state transportation to and from meetings (including mileage, parking, and toll charges);

• lodging for overnight stays; and

• Meals, in accordance with the applicable state allowable per-diem rates.

Receipts for all expenses shall be submitted to the DOR within 30 days following each meeting.

B. Communication Accessibility

All board meetings are fully accessible through the provision of appropriate services and technologies, as requested.

C. Meeting Notices

Public notice of all meetings will be made in accordance with the Bagley-Keene Open Meeting Act.

D. Majority Vote

Decisions of the board shall be made by a majority vote of members present. Any vote taken shall be recorded in the minutes of the meeting.

E. Rules of Order

All board meetings shall be conducted according to the most current edition of Robert’s Rules of Order.

F. No decisions of the board may be acted on unless a quorum is present. A simple majority of the current members of the board shall constitute a quorum.

Special meetings of the Board may be called as needed by the Chair with sufficient notice provided to all members.

Meeting dates, times, and locations will be determined on an annual basis by the board.

All meetings, programs, and activities shall be fully accessible and in compliance with the Americans with Disabilities Act. Reasonable accommodations will be provided with one week’s advance notice. Requests should be made through the DOR TBI Grant Administrator.

Section 1. Voting

All appointed members may vote on a motion before the Board. When a quorum is met, a motion may pass with a simple majority vote of members present.

DOR, as the Lead Agency, shall be an ex-officio, non-voting member of the board. All other members are voting members.

Proxy votes are not allowed. Members may attend and vote at meetings by conference call in accordance with the Bagley-Keene Open Meeting Act. With the exception of ex-officio members, each member will be entitled to exercise one vote.

## ARTICLE 7: COMMITTEES

The Board may establish ad hoc committees as deemed appropriate and necessary to advance its mission.

Committees shall meet to explore and formulate recommendations to the Board but may not implement any action without approval of the full Board.

## ARTICLE 8: AMENDMENT OF BYLAWS

These bylaws, or any one of them, may be altered, amended, or repealed, and new bylaws may be adopted, at any regular or special meeting of this Board and shall become effective immediately upon said motion having passed.

Proposed amendments, repeals, or additions must be included and described in the notice/agenda which are disseminated to Board members at least ten days before any meeting.

## APPROVED

These Bylaws were approved by the members of the California Traumatic Brain Injury Advisory Board on the date of January 24, 2022.

Signed: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Dr. Katie Shinoda, Board Chairperson

Date: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_