



**MIAMI-DADE  
HIV/AIDS PARTNERSHIP**

**Executive Committee**

**Wednesday, December 18, 2024**

10:00 a.m. – 12:00 p.m.

Behavioral Science Research,  
2121 Ponce de Leon Blvd, Ste. 240  
Coral Gables, FL 33134

**AGENDA**

I.	Call to Order	Alecia Tramel-McIntyre
II.	Introductions	All
III.	Meeting Housekeeping	Alecia Tramel-McIntyre
IV.	Floor Open to the Public	Harold McIntyre
V.	Review/Approve Agenda	All
VI.	Review/Approve Minutes of October 30, 2024	All
VII.	Reports	
	• Vacancies/Membership Updates	Staff
VIII.	Standing Business	
	• Planning Council Support Budget Quarter 3	All
	• Bylaws Review	All
	• Policy and Procedure Review	All
IX.	New Business	
	• 2025 Calendar of Activities	All
X.	Announcements and Open Discussions	All
	• New Member Orientation January 15, 2025	
XI.	Next Meeting: <b>January 29, 2025 at Behavioral Science Research</b>	Harold McIntyre
XII.	Adjournment	Alecia Tramel-McIntyre

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For more information about the Executive Committee, please contact Marlen Meizoso,  
(305) 445-1076 x107 or [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com).

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# Meeting Housekeeping Executive Committee

Updated December 10, 2024  
*Behavioral Science Research*



# Disclaimer & Code of Conduct

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- ❑ Audio of this meeting is being recorded and will become part of the public record.
- ❑ Members serve the interest of the Miami-Dade HIV/AIDS community as a whole.
- ❑ Members do not serve private or personal interests, and shall endeavor to treat all persons, issues and business in a fair and equitable manner.
- ❑ Members shall refrain from side-bar conversations in accordance with Florida Government in the Sunshine laws.

# General Housekeeping

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- ❑ You must sign in to be counted as present.
- ❑ Place cell phones on mute or vibrate - *If you must take a call, please excuse yourself from the meeting.*
- ❑ Eligible committee members should see staff for a voucher at the end of the meeting.

# About the Partnership

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- ❑ The Miami-Dade HIV/AIDS Partnership is the official Ryan White Program Planning Council for Miami-Dade County.
- ❑ Partnership Members are appointed by the Mayor of Miami-Dade County based on recommendations by the Community Coalition.
- ❑ The Executive Committee is made up of the officers of the Standing Committees and the Partnership.
- ❑ All Partnership and Standing Committee members are volunteers and commit to abiding by the Partnership's Bylaws, including regular meeting attendance and completion of required training and paperwork.
- ❑ See staff after the meeting for additional details.



**Membership**

# Language Matters!

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In today's world, there are many words that can be stigmatizing. Here are a few suggestions for better communication.



Remember **People First** Language . . .

*People* with HIV, *People* with substance use disorders, *People* who are experiencing homelessness, etc.

Please don't say **RISKS** . . . Instead, say **REASONS**.  
Please don't say, **INFECTED with HIV** . . . Instead, say  
**ACQUIRED HIV, DIAGNOSED with HIV, or**  
**CONTRACTED HIV.**

Please **do not** use these terms . . .

**Dirty . . . Clean . . . Full-blown AIDS . . . Victim . . .**



# Meeting Participation

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## Everyone has a role to play!


- ❑ All attendees may address the board as time allows and at the discretion of the Chair.
- ❑ Please *share your expertise* on the current Agenda topics and motions. Remember to . . .
  - Raise your hand to be recognized by the Chair or added to the queue during discussions.
  - Avoid repeating points previously addressed.



# Meeting Terminology

Meetings can be fast-paced and confusing!

- ❑ Terms and acronyms you might hear at today's meeting are on the back of your Agenda.
- ❑ Please raise your hand at any time if you need more information!

<b>Meeting Guide</b>	
	Meetings can be fast-paced and confusing! These terms and acronyms can help you follow along. Please raise your hand at any time if you need more information!
<b>Partnership, PC, or Planning Council</b>	The Miami-Dade HIV/AIDS Partnership - Official Ryan White Program Planning Council in Miami-Dade County
<b>RWP or RWHP</b>	The Ryan White Program or The Ryan White HIV/AIDS Program (Usually referring to Part A/MAI).
<b>ADAP</b>	AIDS Drug Assistance Program. Provides FDA-approved medications for low-income individuals with HIV who have limited or no coverage from private insurance or Medicaid. Provides insurance coverage for uninsured RWP clients.
<b>BSR</b>	Behavioral Science Research Corp. (aka, Staff).
<b>EHE</b>	Ending the HIV Epidemic: A Plan for America. Four Pillars: 1. Diagnose, 2. Treat, 3. Prevent, 4. Respond.
<b>EMA</b>	Eligible Metropolitan Area (locally, Miami-Dade County).
<b>FDOH or FDOH-MDC</b>	Florida Department of Health in Miami-Dade County.
<b>FPL</b>	Federal Poverty Level. Used to determine RWP eligibility and benefits.
<b>HOPWA</b>	Housing Opportunities for People with AIDS Program. Federal program that provides funding to support housing and housing-related services for people with AIDS and their families. Related terms: STBMU: Short-Term Rentals, Mortgage and Utilities Assistance; Project-based: Funds designated units in a building; LTRA: Long-Term Rental Assistance (voucher program); and FMR: Fair Market Rents.
<b>HRSA</b>	The Health Resources and Services Administration. The source of federal RWP grant funds.
<b>Integrated Plan or IP</b>	The Miami-Dade County Integrated HIV Prevention and Care Plan.
<b>JIPRT</b>	The Joint Integrated Plan Review Team (Prevention Committee & Strategic Planning Committee).
<b>MAI</b>	Minority AIDS Initiative. Additional RWP funding to improve access to HIV care and health outcomes for disproportionately affected racial and ethnic minority populations.
<b>NHAS</b>	National HIV/AIDS Strategy. Four Goals: 1. Prevent new HIV infections; 2. Improve HIV-related health outcomes of people with HIV; 3. Reduce HIV-related disparities and health inequities; 4. Achieve integrated, coordinated efforts that address the HIV epidemic among all partners.
<b>PE-Miami or Provide Enterprise</b>	Provide Enterprise® by Groupware Technologies (RWP client database system).
<b>The Recipient, The County, or OMB</b>	The Miami-Dade County Office of Management and Budget. The Recipient of RWP Part A/MAI funds from HRSA.
<b>TTRA</b>	Test and Treat/Rapid Access. Protocol designed to ensure newly diagnosed people or those returning to care will obtain immediate linkage to medical care and treatment.
More terminology at <a href="http://www.aidsnet.org/the-partnership/@stnboard/">www.aidsnet.org/the-partnership/@stnboard/</a> .	

# Resources

- ❑ Behavioral Science Research Corp. (BSR) staff are the Resource Persons for this meeting.
- ❑ See staff after the meeting if you are interested in membership or if you have a question that wasn't covered during the meeting.
- ❑ Today's presentation and supporting documents are online at <https://aidsnet.org/the-partnership/#excom1> or by scanning the QR code on your agenda.

**Welcome to AIDSNET.org!**

**WELCOME TO THE ONLINE HOME OF THE MIAMI-DADE HIV/AIDS PARTNERSHIP (MIAMI-DADE COUNTY RYAN WHITE PROGRAM PLANNING COUNCIL), THE CLINICAL QUALITY MANAGEMENT (CQM) PROGRAM, RESOURCES FOR PEOPLE WITH HIV AND SERVICE PROVIDERS, AND THE BULLETIN BOARD FOR HIV NEWS AND INFORMATION IN MIAMI-DADE COUNTY - COMMUNITY NEWSLETTER.**

**SERVING 9,071**  
people with HIV

**The Miami-Dade HIV/AIDS Partnership**

**Resources for People with HIV**

**Clinical Quality Management Program**

**Ryan White Program Service Provider Resource Hub**

**Community Newsletter - HIV News and Resources**

**Calendars**



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## **Floor Open to the Public**

“Pursuant to Florida Sunshine Law, I want to provide the public with a reasonable opportunity to be heard on any item on our agenda today. If there is anyone who wishes to be heard, I invite you to speak now. Each person will be given three minutes to speak. Please begin by stating your name and address for the record before you talk about your concerns.

“BSR has a dedicated line for statements to be read into the record. No statements were received.”



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**Executive Committee Meeting**  
**Behavioral Science Research Corporation**  
**2121 Ponce de Leon Blvd, Ste. 240**  
**Coral Gables, FL 33134**  
**October 30, 2024**

#	Members	Present	Absent	Guests
1	Darlington, Tajma		X	
2	Machado, Angela		X	
3	McIntyre, Harold		X	
4	McMullen, Lamar	X		
5	Muñoz, Virginia	X		
6	Sheehan, Diana M.	X		<b>Staff</b>
7	Tramel-McIntyre, Alecia	X		Ladner, Robert
8	Trepka, Mary Jo	X		Meizoso, Marlen
<b>Quorum = 4</b>				

Note that all documents referenced in these minutes were accessible to members and the public prior to and during the meeting, at <https://aidsnet.org/the-partnership#excom1>.

**I. Call to Order**

*Alecia Tramel-McIntyre*

The Chair, Alecia Tramel-McIntyre, called the meeting to order at 10:06 a.m. and welcomed the participants to the Executive Committee to review the 2024 second quarter staff support expenditures, start revisions of the Bylaws and Policy and Procedure Manual, and to review 2025 meeting dates.

**II. Introductions**

*All*

Ms. Tramel-McIntyre introduced herself, and requested introductions from all the participants around the room.

**III. Meeting Housekeeping and Rules**

*Alecia Tramel-McIntyre*

Ms. Tramel-McIntyre reviewed selections of the meeting housekeeping presentation which provided the ground rules and reminders for the meeting.

**IV. Floor Open to the Public**

*Alecia Tramel-McIntyre*

Ms. Tramel-McIntyre opened the floor to the public with the following statement:

*“Pursuant to Florida Sunshine Law, I want to provide the public with a reasonable opportunity to be heard on any item on our agenda today. If there is anyone who wishes to be heard, I invite you to speak now. Each person will be given three minutes to speak. Please begin by stating your name and address for the record before you talk about your concerns. BSR has a dedicated telephone line as well as a general email address for statements to be read into the record. No statements were received via the telephone line or email.”*

No comments were made so the floor was closed.



## V. Review/Approve Agenda

*All*

The Committee reviewed the agenda that was posted online in advance of the meeting. Harold McIntyre was not present so Alecia Tramel-McIntyre will announce the next meeting date on the agenda. A motion to approve the agenda with the replacement of the name on the agenda was made.

**Motion to approve the agenda as discussed.**

**Moved: Virginia Munoz**

**Seconded: Dr. Diana Sheehan**

**Motion: Passed**

## VI. Review/Approve Minutes of August 28, 2024

The Committee reviewed the August 28, 2024, minutes and made a motion to adopt them as presented.

**Motion to approve the minutes of August 28 2024, as presented.**

**Moved: Dr. Mary Jo Trepka**

**Seconded: Virginia Munoz**

**Motion: Passed**

## VII. Reports

### ▪ **Vacancies/Membership Updates**

*All*

Vacancies as of October 2024 with a 30-member board were shared. The ordinance changes related to the Partnership are in process and will hopefully be approved by the end of the year. Recruitment figures have improved, but there are still vacancies available.

Lamar McMullen indicated that the Community Coalition Roundtable is working on a recruitment plan and hopes to participate in 3-4 events next fiscal year. In November and December, staff and Mr. McMullen will be meeting with members to get input on the recruitment plan. The Community Coalition Roundtable has grown substantially over this last year.

## VIII. Standing Business

### ▪ **Planning Council Support Budget Quarter 2**

*All*

Quarter two Planning Council Support expenditures were reviewed. Behavioral Science Research Corp. (BSR) works on a cash basis, so expenses may not accrue. When bills are received, they are paid. Quarter two reflects bills paid through September 2024. Some bills for the Ryan White Conference are pending receipts, but will be reflected in the next quarter. As a reminder, the total budget is a subset of the administrative budget of the Recipient which also covers the Provide Enterprises® information management system as well as the County management of the grant. All funding is contingent on the total awards received from HRSA.

### ▪ **Bylaws Review**

*All*

Members reviewed the first 20 pages of the revisions to the Bylaws. The changes in the document include updates to align with pending ordinance changes, additional language requested from by HRSA following the January 2024 site visit report, and scriveners' issues. The Committee was queried and agreed to the use the Oxford comma format throughout the document. The following changes were recommended:

- On pg. 4, edit #4 to twenty individuals since the committee has now been reduced and not to exclude required membership;
- On pg. 5, correct spelling of hepatitis;
- On pg. 7, keep meeting listed under Executive as monthly; and

- On pg. 28, moved the recommended language on pg. 29 regarding officers to before #4.

The remaining pages will be reviewed at the next meeting.

## **IX. New Business**

### **▪ Policy and Procedure Review**

**All**

The Committee reviewed the draft changes to the Policy and Procedure manual. Edits included updates to language from the ordinance, Bylaws, processes, and names. Updates included:

- On the cover page, add Partnership, add Ryan White to planning council and place it in italics;
- On pg. 9, correct title to "...and Travel Expense Offset) and change language on last sentence to "...card for travel expense offset.";
- On pg. 21, change all Community Coalition references from Committee to Roundtable; and
- On pg. 25, change "Microsoft TEAMS" to "in person or virtually".

All the recommended changes will be incorporated into the next version of the draft to be presented at the next meeting.

### **▪ 2025 Meeting Dates**

**All**

The Committee reviewed the proposed 2025 meeting dates. The March meeting takes place during school spring break and some members may not be able to participate. Staff indicated that before the meeting staff would query members to ensure quorum. For the next meeting, staff will provide the agenda topics by meeting date for the committee to review.

## **X. Announcements and Open Discussion**

*All*

Staff announced the next New Member Orientation training on November 6, 2024.

Lamar McMullen announced he was holding an event on Friday, November 1, 2024, from 1:00 p.m.-2:30 p.m. via Zoom in conjunction with the SERO Project on decriminalization of HIV. The registration link was forward to FDOH staff. For those who cannot attend, the recording will be posted online.

No open discussion items were shared.

## **XI. Next Meeting**

*Alecia Tramel-McIntyre*

The next scheduled Executive Committee meeting is Wednesday, December 18, 2024, at BSR.

## **XII. Adjournment**

*Alecia Tramel- McIntyre*

Ms. Tramel-McIntyre thanked everyone for participating today and adjourned the meeting at 11:25 a.m.



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## Membership Report

November 19, 2024

### The Miami-Dade HIV/AIDS Partnership

*The official Ryan White Program Planning Council in Miami-Dade County and the Advisory Board for HIV/AIDS to the Miami-Dade County Mayor and Board of County Commissioners.*

### Opportunities for Ryan White Program Clients

**5** seats are available to Ryan White Program Clients who are not affiliated or employed by a Ryan White Program Part A funded service provider.

### Opportunities for General Membership

**7** seats are open to people with HIV, service providers, and community stakeholders who have reputations of integrity and community service, and possess the relevant knowledge, skills and expertise in these membership categories:

- Hospital or Health Care Planning Agency Representative
- Mental Health Provider Representative
- Housing, Homeless or Social Service Provider
- Other Federal HIV Program Grantee Representative (Part F)
- Other Federal HIV Program Grantee Representative (SAMHSA)
- Non-Ryan White Program Miami-Dade County Representative
- Part D Grantee Representative

### Are you a Member?

***Thank you for your service to people with HIV!***  
Be sure to bring a Ryan White client to your next meeting!

### Do You Qualify for Membership?

*If you answer "Yes" to these questions, you could qualify for membership!*

Are you a resident of Miami-Dade County?

Are you a registered voter in Miami-Dade County?

*Note: Some seats for people with HIV are exempt from this requirement.*

Can you volunteer three to five hours per month for Partnership activities?



Get Started Today!  
Scan the QR Code or contact  
[mdcpartnership@behavioralscience.com](mailto:mdcpartnership@behavioralscience.com).





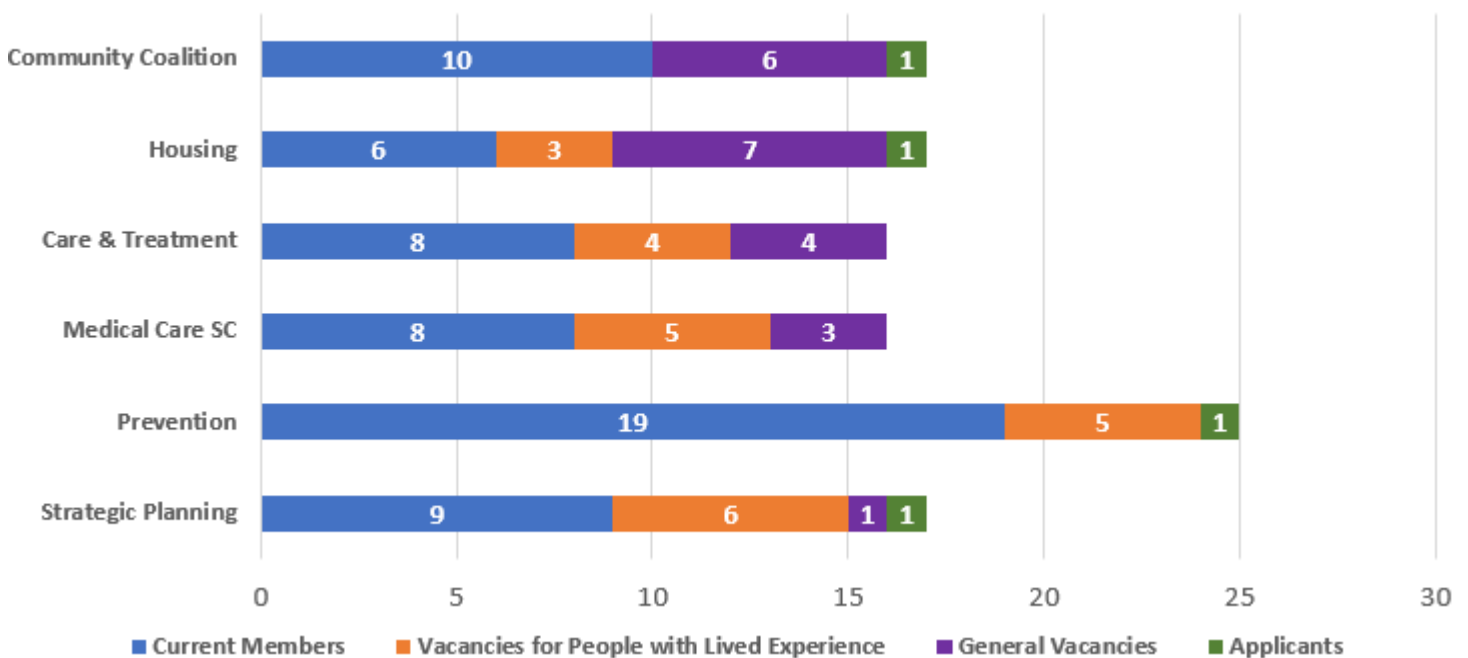
## Committees

Work with a dedicated team of volunteers on these and more Partnership activities to better serve people with HIV in Miami-Dade County!  
*People with HIV are encouraged to join!*

- ⌘ Allocate more than \$27 million in Ryan White Program funds with the **Care and Treatment Committee**
- ⌘ Develop an Annual Report on the State of HIV and the Ryan White Program in Miami-Dade County with the **Strategic Planning Committee**
- ⌘ Recruit and train new Partnership members with the **Community Coalition**
- ⌘ Work with the City of Miami Housing Opportunities for Persons with AIDS Program to address housing challenges for people with HIV/AIDS with the **Housing Committee**
- ⌘ Oversee updates and changes to medical treatment guidelines for the Ryan White Part/MAI Program with the **Medical Care Subcommittee**
- ⌘ Set priorities for Ryan White Program HIV health and support services in Miami-Dade County with the **Care and Treatment Committee**
- ⌘ Share a meal and testimonials at Roundtables with the **Community Coalition**
- ⌘ Develop and monitor the official HIV Prevention and Care Integrated Plan with the **Strategic Planning Committee & Prevention Committee**
- ⌘ Develop your leadership skills and be a committee leader with the **Executive Committee**
- ⌘ Oversee updates and changes to the Ryan White Prescription Drug Formulary with the **Medical Care Subcommittee**
- ⌘ Develop and monitor local Ending the HIV Epidemic activities with the Florida Department of Health in Miami-Dade County with the **Prevention Committee & Strategic Planning Committee**
- ⌘ Be in the know about the latest HIV activities of the Prevention Mobilization Workgroups with the **Prevention Committee**

Visit [www.aidsnet.org/the-partnership/](http://www.aidsnet.org/the-partnership/) for the complete list of applications and details on Partnership and committee membership opportunities. Contact us at [mdcpartnership@behavioralscience.com](mailto:mdcpartnership@behavioralscience.com) or 305-445-1076 for assistance.

**Standing Committee and Subcommittee Membership**





**MIAMI-DADE  
HIV/AIDS PARTNERSHIP**

**Executive Committee**

**Wednesday, December 18, 2024**

10:00 a.m. – 12:00 p.m.

Behavioral Science Research,  
2121 Ponce de Leon Blvd, Ste. 240  
Coral Gables, FL 33134

**AGENDA**

- |       |                                                                      |                        |
|-------|----------------------------------------------------------------------|------------------------|
| I.    | Call to Order                                                        | Alecia Tramel-McIntyre |
| II.   | Introductions                                                        | All                    |
| III.  | Meeting Housekeeping                                                 | Alecia Tramel-McIntyre |
| IV.   | Floor Open to the Public                                             | Harold McIntyre        |
| V.    | Review/Approve Agenda                                                | All                    |
| VI.   | Review/Approve Minutes of October 30, 2024                           | All                    |
| VII.  | Reports                                                              |                        |
|       | • Vacancies/Membership Updates                                       | Staff                  |
| VIII. | Standing Business                                                    |                        |
|       | • Planning Council Support Budget Quarter 3                          | All                    |
|       | • Bylaws Review                                                      | All                    |
|       | • Policy and Procedure Review                                        | All                    |
| IX.   | New Business                                                         |                        |
|       | • 2025 Calendar of Activities                                        | All                    |
| X.    | Announcements and Open Discussions                                   | All                    |
|       | • New Member Orientation January 15, 2025                            |                        |
| XI.   | Next Meeting: <b>January 29, 2025 at Behavioral Science Research</b> | Harold McIntyre        |
| XII.  | Adjournment                                                          | Alecia Tramel-McIntyre |

*Please mute or turn off all cellular devices.*

For more information about the Executive Committee, please contact Marlen Meizoso,  
(305) 445-1076 x107 or [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com).

Follow Us: [www.aidsnet.org](http://www.aidsnet.org) | [facebook.com/HIVPartnership](https://facebook.com/HIVPartnership) | [instagram.com/hiv\\_partnership](https://instagram.com/hiv_partnership)

Organization							
Behavioral Science Research Corporation							
		Staff Support Part A Budget-Expenses Reconciliation					
		BUDGET	EXPENSE Q1 (March-May)	EXPENSE Q2 (June-August)	EXPENSE Q3 (September- November)	EXPENSE Q4 (December- February)	FINAL EXPENSES
<i>FTE</i>	<i>Personnel 2.54</i>	\$294,699	\$73,675	\$73,675	\$ 85,005.00		\$232,355
Travel: Mileage (local)		\$230	\$84		\$ 140.00		\$224
Travel: Parking & Tolls (local)		\$266	\$10		\$ 16.00		\$26
Travel: Long Distance Travel		\$4,512	\$323	\$1,333.95	\$ 1,628.00		\$3,285
Supplies: Program Office Supplies		\$1,123	\$213	\$311.36	\$ 416.00		\$940
Supplies: Copier/PC Maintenance		\$2,920	\$80	\$1,848.52			\$1,929
Contractual: Surveys and Studies		\$10,500		\$350.00	\$ 4,500.00		\$4,850
Other Direct Costs: IT Maintenance (Labor Costs)		\$1,659	\$143				\$143
Other Direct Costs: Partnership Website		\$1,219			\$ 178.00		\$178
Other Direct Costs: Surveys and Studies Support		\$5,700			\$ 5,700.00		\$5,700
Other Direct Costs: Partnership Outreach/Public Relations		\$300			\$ 333.00		\$333
Other Direct Costs:Communications (Telephones and Internet)		\$2,826	\$507	\$1,330.43	\$ 665.00		\$2,502
Other Direct Costs:Copier Costs		\$1,913	\$755	\$749.00	\$ 393.00		\$1,897
Other Direct Costs:PWH and Partnership - Postage and Delivery		\$132					\$0
Other Direct Costs: Meeting Expenses		\$1,200			\$ 137.00		\$137
Other Direct Costs: Rent		\$62,092	\$10,362	\$28,552.34	\$ 14,277.00		\$53,191
Other Indirect/Admin. Costs:		\$10,965	\$252	\$2,395.68	\$ 605.00		\$3,253
<b>TOTAL AWARD</b>		<b>\$402,256</b>	<b>\$86,404</b>	<b>\$110,546.28</b>	<b>\$ 113,993.00</b>		<b>\$310,943</b>



# MIAMI-DADE HIV/AIDS PARTNERSHIP

## Executive Committee

Wednesday, December 18, 2024

10:00 a.m. – 12:00 p.m.

Behavioral Science Research,  
2121 Ponce de Leon Blvd, Ste. 240  
Coral Gables, FL 33134

### AGENDA

- |       |                                                                      |                        |
|-------|----------------------------------------------------------------------|------------------------|
| I.    | Call to Order                                                        | Alecia Tramel-McIntyre |
| II.   | Introductions                                                        | All                    |
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| V.    | Review/Approve Agenda                                                | All                    |
| VI.   | Review/Approve Minutes of October 30, 2024                           | All                    |
| VII.  | Reports                                                              |                        |
|       | • Vacancies/Membership Updates                                       | Staff                  |
| VIII. | Standing Business                                                    |                        |
|       | • Planning Council Support Budget Quarter 3                          | All                    |
|       | • Bylaws Review                                                      | All                    |
|       | • Policy and Procedure Review                                        | All                    |
| IX.   | New Business                                                         |                        |
|       | • 2025 Calendar of Activities                                        | All                    |
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*Please mute or turn off all cellular devices.*

For more information about the Executive Committee, please contact Marlen Meizoso,  
(305) 445-1076 x107 or [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com).

Follow Us: [www.aidsnet.org](http://www.aidsnet.org) | [facebook.com/HIVPartnership](https://facebook.com/HIVPartnership) | [instagram.com/hiv\\_partnership](https://instagram.com/hiv_partnership)





December 2024

# BYLAWS

2024 DRAFT

The Miami-Dade HIV/AIDS Partnership, having been duly established by the Board of County Commissioners of Miami-Dade County, Florida by Ordinance No. 98-127 codified in Chapter 2, Article LXXX of the Code, hereby adopts these Bylaws for the purpose of establishing the basic rules by which it shall conduct its business and discharge its obligations



2121 Ponce de Leon Boulevard, Suite 240  
Coral Gables, FL 33134



**TABLE OF CONTENTS**  
**MIAMI-DADE COUNTY HIV/AIDS PARTNERSHIP BYLAWS**

**ARTICLE 1. Description of the Miami-Dade HIV/AIDS Partnership..... 1**

    SECTION 1.1. Name, Area of Service, Legal Location, Fiscal Year ..... 1

    SECTION 1.2. Purpose and Duties ..... 1

**ARTICLE 2. Legal Compliance ..... 3**

    SECTION 2.1. Code of Ethics..... 3

    SECTION 2.2. Conflict of Interest ..... 3

    SECTION 2.3. Government in the Sunshine..... 3

    SECTION 2.4. Grievances..... 4

**ARTICLE 3. Miami-Dade HIV/AIDS Partnership Composition ..... 4**

    SECTION 3.1. The Partnership ..... 4

        A. Composition..... 4

        B. Members ..... 4

        C. Alternates ..... 6

        D. Ex-officio Representatives..... 6

    SECTION 3.2. Standing Committees ..... 6

        A. Composition..... 6

        B. Membership ..... 6

        C. Standing Committees ..... 7

    SECTION 3.3. Subcommittees..... 9

        A. Composition..... 9

        B. Membership ..... 9

        C. Subcommittees..... 10

    SECTION 3.4. Workgroups..... 10

        A. Composition..... 10

        B. Membership ..... 11

    SECTION 3.5. Dissolution ..... 11

**ARTICLE 4. Membership..... 11**

    SECTION 4.1. The Partnership ..... 11

        A. Applications, Nominations, and Requirements ..... 11

        B. Term of Office (Partnership) ..... 12

        C. Duties and Responsibilities (Partnership)..... 13

        D. Vacancies (Partnership) ..... 14

        E. Removals (Partnership)..... 14

    SECTION 4.2. Standing Committees ..... 16

        A. Applications, Nominations, and Requirements ..... 16

        B. Term of Office (Standing Committees) ..... 17

        C. Duties and Responsibilities (Standing Committees)..... 17

        D. Vacancies (Standing Committees)..... 18

E. Removals (Standing Committees) .....	18
SECTION 4.3. Subcommittees .....	20
A. Applications, Nominations, and Requirements .....	20
B. Term of Office (Subcommittees) .....	20
C. Duties and Responsibilities (Subcommittees) .....	21
D. Vacancies (Subcommittees) .....	22
E. Removals (Subcommittees) .....	22
SECTION 4.4. Workgroups .....	24
A. Applications, Nominations, and Requirements .....	24
B. Term of Office (Workgroups) .....	24
C. Duties and Responsibilities (Workgroups) .....	25
D. Vacancies (Workgroups) .....	26
E. Removals (Workgroups) .....	26
<b>ARTICLE 5. Officers .....</b>	<b>27</b>
SECTION 5.1. Officers .....	27
A. The Partnership .....	27
B. Standing Committees, Subcommittees, and Workgroups .....	28
SECTION 5.2. Officer Responsibilities .....	28
A. All Chairs .....	28
B. The Partnership Chair .....	28
C. The Vice-Chair .....	29
SECTION 5.3. Term of Office .....	29
SECTION 5.4. Nominations and Elections of Officers .....	29
A. Partnership .....	29
B. Standing Committees and Subcommittees .....	30
C. Workgroups .....	30
SECTION 5.5. Officer Removals and Vacancies .....	30
<b>ARTICLE 6. Meetings .....</b>	<b>30</b>
SECTION 6.1. Public Notice of Meetings .....	30
SECTION 6.2. Reasonable Opportunity to Be Heard .....	30
SECTION 6.3. Code of Conduct .....	31
SECTION 6.4. Quorum .....	32
<b>ARTICLE 7. Staff Support .....</b>	<b>32</b>
<b>ARTICLE 8. Amendments .....</b>	<b>32</b>
<b>Addendum A .....</b>	<b>33</b>
<b>Miami-Dade HIV/AIDS Partnership .....</b>	<b>33</b>
<b>Grievance Procedures and Process .....</b>	<b>33</b>
<b>ARTICLE I: Preamble .....</b>	<b>33</b>
<b>ARTICLE II: Definitions .....</b>	<b>33</b>
<b>ARTICLE III: The Grievance Process .....</b>	<b>35</b>
Requests for Grievances and Notice of Hearing .....	35

Types of Grievances Covered and Who May Bring a Grievance.....	36
Grievance Initiation and Preliminary Direct Meeting .....	36
Non-Binding Mediation .....	37
Informal Hearing.....	38
Binding Arbitration.....	41
<b>ARTICLE IV: Sunshine Laws and Public Records Act .....</b>	<b>42</b>
<b>ARTICLE V: Amendments .....</b>	<b>42</b>
EXHIBITS .....	43
Acknowledgement of Receipt of Grievance Procedures: .....	44
<b>Addendum B.....</b>	<b>45</b>
<b>Code of Conduct.....</b>	<b>45</b>
Miami-Dade HIV/AIDS Partnership .....	46
Code Of Conduct .....	46
<b>Addendum C.....</b>	<b>49</b>
<b>Miami-Dade HIV/AIDS Partnership .....</b>	<b>49</b>
<b>Prevention Committee Policies and Procedures .....</b>	<b>49</b>
A. FUNCTIONS .....	49
B. OFFICERS: .....	50
C. RECRUITMENT .....	51
D. MEMBERSHIP .....	52
E. VOTING.....	52
F. REMOVAL .....	53
G. GUESTS .....	53
H. PUBLIC COMMENT.....	53
I. CONFLICT OF INTEREST.....	54
J. MEETING TIME, DATE, and LOCATION .....	54
K. REIMBURSEMENT.....	54
L. AMENDMENT.....	54
<b>Addendum D.....</b>	<b>55</b>
<b>General Terminology.....</b>	<b>55</b>

# **ARTICLE 1. Description of the Miami-Dade HIV/AIDS Partnership**

## **SECTION 1.1. Name, Area of Service, Legal Location, Fiscal Year**

- A. Name: The name of the organization shall be the Miami-Dade HIV/AIDS Partnership (Partnership).
- B. Area of Service: The area served by the Partnership shall be Miami-Dade County, Florida. The legislative and governing body of Miami-Dade County (County) is the Board of County Commissioners which, under the Miami-Dade County Home Rule Charter, has the power to provide health programs for all of Miami-Dade County including all municipalities located within Miami-Dade County.
- C. Legal Location: The legal location for the Partnership shall be c/o Miami-Dade County, Office of Management and Budget, 111 N.W. 1st Street, 22nd Floor, Miami, Florida 33128.
- D. Fiscal Year: The fiscal year of the Partnership shall begin on March 1 of the current year and end on the last day of February of the year following.

## **SECTION 1.2. Purpose and Duties**

- A. The purpose of the Miami-Dade HIV/AIDS Partnership is to enable the County and other governmental entities to apply for, receive, plan for, assess, and allocate financial assistance under Title XXVI of the Public Health Service Act as amended by the Ryan White HIV/AIDS Treatment Extension Act of 2009 (hereinafter called the “Ryan White Program”), Healthy Communities ~~2010-2030~~ Objectives, AIDS Housing Opportunity Act, and the Housing and Community Development Act of 1992, State of Florida General Revenue care and treatment allocations, and other HIV/AIDS related funding as it becomes available; and to advise the Miami-Dade County Board of County Commissioners, the Mayor and other governmental entities on HIV/AIDS related issues.
- B. The duties of the Partnership shall include, but not be limited to:
  - 1. Establishing methods for obtaining input on community needs and priorities, which may include public meetings, conducting focus groups, and convening workgroups.
  - 2. Developing and implementing a community-wide comprehensive plan for the organization and delivery of HIV-related health and supportive services that is compatible with State of Florida and county plans regarding the provision of health and supportive services to people with HIV.
  - 3. Establishing service priorities for the allocation of Ryan White Part A and Minority AIDS Initiative (MAI) funds within the County as provided by the Ryan White Program of 1990, Public Law 101-381, as such Act may be amended from time to time or superseded by a new law, including how best to meet each such priority and individual factor that the County should consider in allocating funds under Part A of the Ryan White Program. Service priorities and recommendations for funding allocations shall be based on the:
    - a. Documented needs of the population affected by HIV/AIDS within Miami-Dade County;

- b. Priorities of the communities affected by HIV/AIDS for whom the services are intended;
  - c. Cost and outcome effectiveness of proposed strategies and interventions, to the extent that such data are available; and
  - d. Availability of other governmental and non-governmental resources.
4. Making recommendations for other HIV/AIDS programs.
5. Serving in an advisory capacity to the Board of County Commissioners, City of Miami, Florida Department of Health-Office of HIV/AIDS (at the state and local levels), the respective County and City mayors, the U.S. Health Resources and Services Administration (HRSA) and other public and governmental entities with respect to all issues affecting or relating to persons at risk of contracting or living with HIV/AIDS.
6. Participating in the development of the Statewide Coordinated Statement of Need initiated by the State of Florida's public health agency responsible for administering grants under the Ryan White Program.
7. Establishing mechanisms for addressing grievances with respect to Part A funding and any other matter deemed appropriate by the Partnership, including but not limited to procedures for submitting grievances for Part A allocations that cannot be resolved by binding arbitration as required by the Ryan White Program. Grievance procedures developed by the Partnership shall be submitted for review and approval to the appropriate federal agency. These grievance procedures are set forth in Addendum A to these Bylaws and are hereby incorporated by reference. These procedures shall become the sole dispute resolution mechanism and shall take precedence over all other County dispute resolution mechanisms including, but not limited to, the County bid protest procedures.
8. Assessing the efficiency of the administrative mechanism in rapidly allocating funds to the areas of greatest need within the County and, at the discretion of the Partnership, assessing the effectiveness, either directly or through contractual arrangements, of the services offered in meeting the identified needs.
9. Adhering to the national initiatives for care and treatment and prevention of HIV/AIDS.
10. Adhering to all applicable nondiscrimination laws and regulations. Consistent with the policies of the Miami-Dade Board of County Commission, as set forth in Chapter 11-A of the Code, the Partnership shall not discriminate against any person on the basis of race, color, religion, ancestry, national origin, sex, pregnancy, age, disability, marital status, familial status, sexual orientation, gender identity or gender expression, status as a victim of domestic violence, dating violence or stalking, or source of income. The Partnership shall also adhere to all other federal, state and local civil rights laws and regulations.
11. Performing any other duties conferred to the Partnership by the Code and/or required by funding sources for Partnership programs.

## **ARTICLE 2. Legal Compliance**

### **SECTION 2.1. Code of Ethics**

- A. All members of the Partnership, standing committees, subcommittees, and workgroups (collectively referred to as “members”) shall comply with all applicable federal, state and County Code of Ethics governing financial interest, ownership or other business disclosure and conflict of interest rules, including those which pertain specifically to the Ryan White Program and except those which are specifically excluded by the Ordinance creating the Miami-Dade HIV/AIDS Partnership or opinions rendered by the Miami-Dade Commission of Ethics and Public Trust.

### **SECTION 2.2. Conflict of Interest**

- A. Members shall abide by the state, county, and federal laws, Florida Statutes and the Code regarding conflicts of interest, except that Section 2-11.1 (c) and (d) of the Conflict of Interest and Code of Ethics Ordinance of the County are waived for members transactions arising from the exercise of those powers given the members by the Ryan White Program. Notwithstanding this, members are governed by all other sections of the Conflict of Interest and Code of Ethics ordinance.
- B. Members may vote on funding recommendations that affect a specific category of service that includes themselves or their organization, but under federal law, they may not vote on any funding recommendation that will specifically and directly benefit their organization if they are the sole provider of that service, and the funding recommendation does not designate amounts or percentages among the various providers in a particular service category..
- C. Pursuant to Miami-Dade Commission on Ethics and Public Trust Opinion Nos. 02-43 and 05-50, all members in specific service categories are prohibited from voting for funds in their specific service category if they are the sole subrecipient in that category.
- D. Members with a conflict of interest must recuse themselves from discussion and voting on any subject matter pertaining to the allocation of funds for a service category where the member has a conflict of interest.

### **SECTION 2.3. Government in the Sunshine**

- A. Meetings: All meetings must be held in accordance with Florida’s Government in the Sunshine Law, chapter 286, Florida Statutes, which prohibit discussion outside a properly noticed meeting between two or more members of the same board regarding any matter of business that may possibly come before the body for action (see 2.3.B, Members, below).
- B. Members: All members of the Partnership and its standing committees, subcommittees, or workgroups must comply with Florida’s Government in the Sunshine Law. This prohibition extends to all methods of communications between the parties, including but not limited to written communications, or communications via telephone, social media, texting or emailing. If a member is in doubt of the legal responsibilities under the Florida Sunshine law, s/he should consult directly with the County Attorney’s Office.

## SECTION 2.4. Grievances

- A. The Partnership is required by the Ryan White Program to establish grievance procedures for addressing grievances with respect to funding. These grievance procedures are set forth in Addendum A to these Bylaws and are hereby incorporated by reference.

## ARTICLE 3. Miami-Dade HIV/AIDS Partnership Composition

### SECTION 3.1. The Partnership

#### A. Composition

1. The Partnership shall be composed of thirty~~-nine~~ (39~~0~~) voting members appointed by the Mayor;
2. Thirty-three percent (33%) of members must be HIV positive;
3. No organization shall have more than one representative or employee as a member, except as mandated by the legal requirements of Partnership programs; and
4. No more than ~~fifteen-twenty~~ (15~~20~~) individuals shall be appointed who personally provide, who represent entities that provide, or who otherwise possess a financial relationship with entities that provide HIV related services funded by Partnership programs.
5. Pursuant to Section 2-1101(g) of the Code, the Partnership shall reflect in its composition the demographics of the epidemic in Miami-Dade County, with particular consideration given to disproportionately affected and historically underserved groups, subpopulations, and geographic areas in Miami-Dade County.
  - a. Composition of the Partnership, including committee and subcommittee membership, shall strive to assure the following:
    - (i) **Parity**, with each member having equal opportunity for input and participation as well as equal voice in voting and other ~~decision making~~decision-making activities;
    - (ii) **Inclusiveness**, that all affected communities are represented and involved in a meaningful manner in the community planning process;
    - (iii) **Representation**, that members who represent a specific community truly reflect that community's values, ~~norms~~norms, and behaviors.
  - b. The requirements set forth in subsection a, above, shall not apply to workgroups established by the Partnership.

#### B. Members

The Partnership shall include thirty~~-nine~~ (39~~0~~) members:

1. ~~Fifteen-Ten~~ (15~~0~~) member representatives of affected communities, who are including thirteen (13) persons living with HIV/AIDS, who are not affiliated or employed by a Part A funded subrecipient and are recipients of Part A services, 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 that reflect the demographics of the population within the eligible metropolitan area;

2. One (1) health care organization representing a Federally Qualified Health Center;
3. One (1) Community Based AIDS Service Organization (CBO/ASO) representative;
4. Two (2) housing, ~~homeless~~homeless, or social service organizations;
5. One (1) mental health organization;
6. One (1) substance abuse organization;
7. One (1) HIV prevention service organization;
8. One (1) representative of a hospital or health care planning agency;
9. One (1) ~~Ryan White Program Part A local~~Miami-Dade County Office of Management and Budget–Recipient representative who shall not be a Ryan White Program Recipient representative, whose position is not funded with Ryan White Program funds, who does to provide in-kind services, and who has no significant involvement in the Ryan White Program grant;
10. One (1) state government Ryan White Program Part B grantee representative;
11. One (1) representative from agencies receiving grants under Ryan White Part C;
12. One (1) representative from agencies receiving grants under Ryan White Part D, or from organizations with a history of providing services to children, youth, and families, if funded locally;
- ~~13. One (1) State of Florida General Revenue grantee representative;~~
- ~~14.~~13. Four (4) grantee representatives of other federal HIV programs including, but not limited to, Centers for Disease Control and Prevention (CDC), HOPWA, Ryan White Part F, and Substance Abuse and Mental Health Services Administration (SAMHSA), if funded locally;
- ~~15.~~14. One (1) state government/Medicaid Agency representative;
- ~~16.~~15. One (1) local public health agency representative from the Florida Department of Health in Miami-Dade County;
- ~~17. One (1) Miami-Dade County Public Schools representative;~~
- ~~18.~~16. One (1) non-elected community leader who does not provide HIV related health care services subject to funding under the Partnership programs;
- ~~19.~~17. One (1) former inmate of a local, state, or federal prison released from the custody of the penal system during the preceding three (3) years and had HIV disease as of the date of release, or a representative of HIV positive incarcerated persons;
- ~~19. One (1) representative of a federally recognized Indian tribe as represented in the population from the affected community; and~~
- ~~19. One (1) representative co-infected with hepatitis B or C from the affected community.~~

## **E. Alternates**

- ~~6. The Partnership shall include as alternates three (3) representatives of the affected community who are not affiliated or employed by a Part A funded subrecipient, and are recipients of Part A services.~~
- ~~7. Alternate members shall be appointed by the Mayor.~~
- ~~8. Alternate members may be assigned as voting members of committees, but are non-voting members of the full Partnership except when a voting member is unable to serve, at which time an alternate member designated by the Chair shall serve as voting member for the full Partnership and the Partnership's committees.~~

## **I.C. Ex-officio Representatives**

1. The Partnership shall include ~~two~~three (23) ex-officio representatives:
  - a. One (1) ex-officio representative from the Office of the Miami-Dade County Mayor; and
  - b. One (1) ex-officio representative from the Board of County Commissioners.
  - ~~b.c. One (1) ex-officio representative from the Miami-Dade County Public Schools.~~

## **SECTION 3.2. Standing Committees**

### **A. Composition**

1. The Partnership shall have standing committees.
2. The purpose of standing committees is to serve in an advisory capacity to the members of the Partnership.
3. Standing committees do not have the authority to bind the Partnership or the County. Accordingly, standing committees may only make recommendations and suggest motions that the Partnership and other standing committees, where applicable, may consider.

### **B. Membership**

1. Each standing committee shall have a maximum of 16 members, except for the Prevention Committee which shall have a maximum of 24 members, and the Executive Committee which shall have a maximum of 12 members.
2. Pursuant to Section 2-1103 of the Code, the size and membership composition of the standing committees shall be vested solely in the Partnership, and members may be appointed who are not Partnership members.
3. Pursuant to Section 2-1103 of the Code, each standing committee shall strive to maintain no less than one-third (1/3) membership by representatives of the affected community.
4. Persons who are appointed to serve as members of standing committees must also meet the minimum requirements of Section 2-11.36 et seq. of the Code which sets forth the standards for County boards, including being a resident of Miami-Dade County and a qualified elector.

5. Quorum for each standing committee shall consist of one-third (1/3) plus one (1) of the current voting members.

## **C. Standing Committees**

### **1. Executive Committee**

The Executive Committee shall:

- a. Be comprised of the Chair and Vice-Chair of the Partnership and the Chair and Vice-Chair of each standing committee;
- b. Meet monthly, but may choose to cancel a scheduled meeting if there is no business to transact;
- c. Act on behalf of the Partnership in the event of any emergency that does not permit holding a regular meeting or calling a special meeting of the Partnership;
- d. Establish rules of conduct for all Partnership and committee meetings;
- e. Act as a steering committee, delegating Partnership and standing committee responsibilities in order to ensure coordination and prevent duplication of activities;
- f. Evaluate the work of the contracted Staff Support subrecipient with all standing committees, subcommittees, and work groups, reviewing the Staff Support subrecipient's budget in light of contractual obligations, federal mandates, and emergent Partnership needs;
- g. Review proposed changes to Partnership Bylaws and make recommendations to the Partnership, as needed; and
- h. Review grievances that arise from the Partnership or the community regarding whether the Partnership follows its policies and procedures. Such complaints shall be thoroughly reviewed and presented to the full Partnership for its consideration.

### **2. Care and Treatment Committee**

The Care and Treatment Committee shall:

- a. Meet monthly, including multiple dates during the Annual Needs Assessment, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Develop and implement all care and treatment planning;
- c. Conduct an annual comprehensive needs assessment;
- d. Establish or revise Ryan White Part A service priorities and complete the priority setting and resource allocation processes for each fiscal year;
- e. Make recommendations to the Partnership on service priorities and use of other funds to target the areas of greatest need; and
- f. Make recommendations to appoint two (2) nominees to the Florida Comprehensive Planning Network's (FCPN) Patient Care Planning Group (PCPG). At least one (1) member selected for the planning group shall be a Partnership member.

### **3. Community Coalition ~~Committee~~Roundtable**

The Community Coalition ~~Committee~~Roundtable shall:

- a. Meet monthly, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Recruit potential Partnership and committee members from the community and encourage others from the affected HIV/AIDS communities to become more involved in Partnership activities;
- c. Publicize an open nominations process, review applications, and nominate candidates for Partnership membership;
- d. Develop and implement education and recruitment programs for the community to learn more about the Partnership and its activities;
- e. Develop and implement programs for training of Partnership and community members; and
- f. Complete community outreach initiatives and report input and action items to the Partnership from ~~community-based~~community-based organizations and other groups.

#### **4. Housing Committee**

The Housing Committee shall:

- a. Meet monthly, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Determine priorities and make funding and policy recommendations to the HOPWA grantee for the use of HOPWA funds;
- c. Bring knowledge and expertise on financing, developing, and managing special need and affordable housing;
- d. Coordinate planning efforts to address housing and housing-related services and identify opportunities to expand available housing for people with HIV in Miami-Dade County; and
- e. Engage key policymakers and stakeholders from both the public and private sectors in identifying additional resources and solutions to housing and housing-related service needs of people with HIV.

#### **5. Prevention Committee**

The Prevention Committee shall:

- a. Meet monthly as a standing committee, or with the Strategic Planning Committee to review and oversee the *Miami-Dade County Integrated Prevention and Care Plan for HIV/AIDS*, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Review all pertinent data required to prioritize HIV prevention needs and collaborate with the FDOH-MDC, Office of HIV/AIDS on how to best obtain additional data and information;
- c. Assess existing community resources to determine the community's capability to respond to the HIV/AIDS epidemic;

- d. Identify unmet HIV/AIDS prevention needs within defined populations;
- e. Prioritize HIV/AIDS prevention needs by target population and geographic areas, and propose high-priority strategies and interventions; and
- f. Make recommendations to appoint two (2) nominees to the Florida Comprehensive Planning Network's Prevention Planning Group. At least one (1) nominee shall be a Partnership member. Applicants must meet the requirements for nominees in accordance with the Centers for Disease Control and Prevention guidelines.

## 6. Strategic Planning Committee

The Strategic Planning Committee shall:

- a. Meet monthly as a standing committee, or with the Prevention Committee to review and oversee the *Miami-Dade County Integrated Prevention and Care Plan for HIV/AIDS*, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Develop an annual report for the community, including the Miami-Dade County Board of County Commissioners, describing the Partnership's activities and the state of the epidemic in Miami-Dade County;
- c. Assess the efficiency of the administrative mechanism for rapidly allocating funds to the areas of greatest need within the County; and
- d. Make recommendations to the Partnership regarding legislative and regulatory funding issues, and policy and rule changes related to HIV/AIDS and the Ryan White Program.

## SECTION 3.3. Subcommittees

### A. Composition

- 1. The Partnership may have one or more subcommittees.
- 2. Subcommittees are appointed as needed by the Partnership to assist a standing committee and the Partnership with a specific issue or need.
- 3. The purpose of subcommittees to serve in an advisory capacity to the members of the Partnership.
- 4. Subcommittees do not have the authority to bind the Partnership or the County. Accordingly, subcommittees may only make recommendations and suggest motions that the Partnership and standing committees, where applicable, may consider.
- 5. Subcommittees are expected to meet on a monthly basis and shall operate indefinitely or until such time as the Partnership determines they are no longer integral to the committee's functioning.

### B. Membership

- 1. Each subcommittee shall have a maximum of 16 members.

2. Pursuant to Section 2-1103 of the Code, the size and membership composition of subcommittees shall be vested solely in the Partnership, and members may be appointed who are not Partnership members.
3. Pursuant to Section 2-1103 of the Code, each subcommittee shall strive to maintain no less than one-third (1/3) membership by representatives of the affected community.
4. Persons who are appointed to serve as members of subcommittees must also meet the minimum requirements of Section 2-11.36 et seq. of the Code which sets forth the standards for County boards, including being a resident of Miami-Dade County and a qualified elector.
5. Quorum for each subcommittee shall consist of one-third (1/3) plus one (1) of the current voting members.

### **C. Subcommittees**

1. Medical Care Subcommittee

The Medical Care Subcommittee shall:

- a. Meet monthly from January through November, but may choose to cancel a scheduled meeting if there is no business to transact;
- b. Make recommendations to the Care and Treatment committee regarding medical policies and procedures, quality management and improvement, Ryan White Program treatment guidelines and standards, and outcome measures, performance measures, and standards of care related to the delivery of Outpatient Medical Care, Prescription ~~Drugs~~Drugs, and other core medical services; and
- c. Coordinate with State AIDS Drug Assistance Program (ADAP) and General Revenue to review formularies, expenditures, and utilization data patterns to make recommendations regarding the local Ryan White Part A Program Prescription Drug Formulary.

## **SECTION 3.4. Workgroups**

### **A. Composition**

1. The Partnership may have one or more workgroups.
2. Workgroups are appointed as needed by the Partnership to assist a standing committee and the Partnership with a specific issue or need.
3. The purpose of workgroups is to serve in an advisory capacity to the members of the Partnership.
4. Workgroups do not have the authority to bind the Partnership or the County. Accordingly, workgroups may only make recommendations and suggest motions that the Partnership and standing committees, where applicable, may consider.
5. Workgroups are expected to meet on a monthly basis and have a one-year term of existence or such other ~~term~~terms as determined by the Partnership. Workgroups may request extensions of their term from the Partnership.

## **B. Membership**

1. Each workgroup shall have a maximum of 16 members.
2. Pursuant to Section 2-1103 of the Code (“Code”), the size and membership composition of each workgroup shall be vested solely in the Partnership, and members may be appointed who are not Partnership members.
3. Under Section 2-1103 of the Code, workgroups are exempt from the requirement to strive to maintain no less than one-third (1/3) membership by representatives of the affected community.
4. Persons who are appointed to serve as members of workgroups must also meet the minimum requirements of Section 2-11.36 et seq. of the Code which sets forth the standards for County boards, including being a resident of Miami-Dade County and a qualified elector.
5. Quorum for each workgroup shall consist of one-third (1/3) plus one (1) of the current voting members.

### **SECTION 3.5. Dissolution**

Upon a motion by the Partnership or upon a recommendation from a standing committee, subcommittee, or workgroup, the Partnership may consider the dissolution of such standing committee, subcommittee, or workgroup, upon completion of their assigned business or in the event their purpose for its existence no longer exists. A vote for dissolution must be carried by a two-thirds (2/3) majority at both the committee level and by the Partnership present at a properly constituted meeting.

## **ARTICLE 4. Membership**

### **SECTION 4.1. The Partnership**

#### **A. Applications, Nominations, and Requirements**

1. The Partnership shall maintain at all times a fair and open nominations process for the Partnership, standing committees, subcommittees, and workgroups.
2. Membership Requirements
  - a. Pursuant to Section 2-11.36 et seq. of the Code, which sets forth the standards for County boards, all members of the Partnership shall:
    - i. Be permanent residents of Miami-Dade County;
    - ii. Be electors of Miami-Dade County, unless the Board of County Commissioners, by a two-thirds vote of its membership, waives this requirement; and
    - iii. Have reputations for integrity and community service.
  - b. Exemption: Notwithstanding the previous sentence, members who are appointed by the Mayor to fill one of the ~~thirteen~~ten (130) representatives of the affected community

seats and the seat of former inmate of a local, state, or federal prison shall be exempt from the qualified elector requirement as prescribed by Sections 2-11.38 and 2-1102(a) of the Code.

### 3. Nomination Process

- a. The Community Coalition Committee shall recruit, review and recommend nominees for initial appointment as general members on the Partnership. This committee shall forward names of nominees to the Partnership for review and recommendation for appointment by the Mayor.
- b. Support staff for the Partnership shall provide an analysis of current Partnership demographics for consideration in the review process; parity, inclusiveness, and representation (PIR) shall be taken into account.

### 4. Appointment Process

- a. The Partnership will forward recommended nominees to the Mayor.
- b. All Partnership members are appointed by the Mayor.
- c. The Mayor shall identify at the time of appointment to the Partnership which designated seat listed in Article 3 each member shall represent. The Mayor shall appoint at least one (1) member from each category.
- d. In the case of public agency representatives, the appropriate authority shall make the nomination subject to the review process and subsequent appointment by the Mayor.

### 5. Partnership Alternates

- a. Nominations for alternates shall follow the same process for initial appointment as that followed for general members.

## **B. Term of Office (Partnership)**

### 1. Partnership Term Limits

- a. The term of office for all Partnership members shall be in accordance with Sections 2-11.38.2 and 2-1102(h) of the Code.
- b. Members shall be appointed to terms not to exceed three (3) years from the date of the Mayor's appointment of said member.

### 2. Partnership Second Term

- a. No Partnership member shall be permitted to serve more than two (2) consecutive and complete terms of three (3) years except as required by law.
- b. In the event a Partnership member seeks a second term of office, reappointment as a member of the Partnership shall comply with Section 4.1 of this article.

### 3. Exemptions

- a. Notwithstanding the above, for the purpose of continuity, a Partnership member's term may be extended beyond two terms specified in Section B.1, above, until the Mayor has appointed a replacement. Such persons may continue as members of the Partnership or of the committees, ~~subcommittees~~ subcommittees, or workgroups to which they had



- been appointed, and may serve as members of other committees or subcommittees at the discretion of the Partnership.
- b. Members serving an extended term may not stand for election for another term of office, nor may they stand for election as an officer of any committee, ~~subcommittees~~subcommittee, or workgroup of which they are a member.
  - c. Notwithstanding B.2., above, in accordance with Section 2-1102 of the Code, members appointed to fill government, Recipient, or other grantee seats are exempted from these requirements and shall serve as members of the Partnership for as long as they are designated by their respective agencies to serve in this capacity.
4. Change in Representative Status
- a. If a member appointed to represent a category listed in subsection (a) or (b) above loses such representative status, fails to maintain the qualifications for membership set forth in Section 2-11.38, fails to maintain attendance requirements, voluntarily resigns, or for other good cause is removed, the member shall forfeit membership on the Partnership.

## C. Duties and Responsibilities (Partnership)

### 1. General Requirements

- a. Serve on at least one (1) standing committee or subcommittee as suited to the member's interests, skills and needs of the Partnership.
- b. Devote a minimum of four (4) hours per month to Partnership and committee activities, including, but not limited to:
  - i. Replying to Partnership, committee, ~~subcommittees~~subcommittee, or workgroup meeting notices by confirming attendance with Partnership staff;
  - ii. Preparing for meetings by reviewing agendas, minutes, and other materials distributed in advance of a meeting by Partnership staff, in order to facilitate the business of the Partnership;
  - iii. Attending meetings; and, as appropriate
  - iv. Submitting reports and/or feedback.
- c. Support the planning, needs assessment and priority setting processes of the Partnership.
- d. Contribute professional and personal expertise to further the work of the Partnership.
- e. Uphold the goals, objectives, policies, and procedures of the Partnership.
- f. Comply with attendance and training requirements detailed in these Bylaws;
- g. Submit an annual Financial Disclosure Statement (e.g., Source of Income form, etc.), required by Section 2-11.1(i) of the Code; and
- h. Adhere to all other federal, ~~state~~state, and local civil rights laws and regulations.

### 2. Attendance Requirements

- a. All members shall comply with attendance requirements in accordance with Sections 2-11.39 and 2-1102G) of the Code, as follows:
    - i. Five (5) absences from scheduled meetings in any County fiscal year (from October 1 of the current calendar year through September 30 of the year following) shall constitute grounds for removal.
    - ii. A member is counted as absent from a meeting if s/he attends the meeting for less than 75% of the scheduled or actual duration of the meeting, whichever is less;
    - iii. Absences which are due to Partnership business-related travel are not counted against the total of five (5) absences.
3. Training Requirements
- a. Attend Partnership New Member Orientation and Training within the first three (3) months of appointment;
  - b. Attend Miami-Dade County Advisory Board Member Ethics Training within the first three (3) months of appointment;
  - c. Attend Miami-Dade County Mandatory Advisory Board Sexual Harassment Prevention Training, as available; and
  - d. Comply with all other Partnership and/or Miami-Dade County Government training requirements.

**D. Vacancies (Partnership)**

- 1. Public Notice of Vacancies
  - a. As vacancies arise, they shall be publicly advertised.
  - b. Applications for seats on the Partnership are accepted on an ongoing basis.
- 2. Applicant Notice of Vacancies
  - a. Applicants shall be notified when a vacancy occurs for which an applicant is qualified or for which an applicant has applied (See Section 4.1).
- 3. Filling Vacancies
  - a. All full member and alternate member vacancies on the Partnership shall be filled by appointees of the Mayor on the recommendation of the Partnership.
  - b. Alternates shall be appointed to full membership status by the Mayor on the recommendation of the Partnership.

**E. Removals (Partnership)**

- 1. Resignation
  - a. Any member may resign at any time by written notice delivered in person, sent by mail, or emailed to the relevant committee Chair or staff.

- b. Any such resignation shall take effect at the time specified in the notice or, if not so specified, immediately upon receipt of the notice.
  - c. All resigning members are required to complete a Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
2. Attendance Non-compliance
- a. Five (5) absences in the County fiscal year (October 1 to September 30) shall constitute grounds for automatic removal from the Partnership, standing committee, subcommittee, or workgroup (see C.2, above). Notwithstanding the foregoing, the Board of County Commissioners may waive this provision as it relates to Partnership members in accordance with Section 2-11.39 of the Code. All members will be notified if their membership is at risk due to attendance non-compliance.
  - b. Members of the Partnership, standing committees, subcommittees, or workgroups removed for attendance non-compliance shall receive written notice by mail or email of their membership termination, and their removal will be reported to the appropriate body.
  - c. Members automatically removed for attendance non-compliance are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
3. Change in Position
- a. At such time as a member changes their professional responsibilities so that they no longer represent the constituency for which they were originally appointed, that member shall immediately ~~resign~~resign, and their seat shall be filled in accordance with the provisions contained herein.
  - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
4. Political Office Qualification
- a. Pursuant to Section 2-11.38 of the Cod, “No member of any County board shall become a candidate for elective political office during his or her term. Should any member of a County board qualify as a candidate for elective political office, such qualification shall be deemed a tender of resignation from such board.”
  - b. All resigning members are required to complete a Final Disclosure Statement, as required by the Section 2-11.1(i) of the Code.
5. Cause
- a. Reasons for Removal
    - i. If any member fails to maintain the qualifications for membership set forth in Sections 2-11.38 and 2-11-2 of the Code, fails to maintain attendance requirements, voluntarily resigns, violates the County and the Partnership’s Code of Ethics (see Section 2.1), refuses to participate as a member of at least one (1) standing committee, subcommittee, or workgroup, or for other good cause is subject to removal, the Partnership shall recommend removal of the member only

after such member has been notified in writing and offered an opportunity to request a waiver by a two-thirds vote of the Partnership members in attendance.

- ii. If a member loses representative status, the Partnership will seek removal as specified above and a waiver is not applicable.
- b. The Partnership shall have the authority to recommend to the Mayor the removal of any duly appointed board member and the Partnership, without the Mayor's approval, may remove any non-member of a standing committee, subcommittee, or workgroup for any of the above reasons.
- c. Recommendations for removal shall also be made for other good cause. Good cause means any cause consistent with all applicable Federal laws and guidelines governing the Ryan White Program, or other state or local laws.
- d. Partnership members removed for cause shall receive written notice by mail or email of their membership termination.
- e. All members removed for cause are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.

## **SECTION 4.2. Standing Committees**

### **A. Applications, Nominations, and Requirements**

1. Standing committees shall maintain at all times a fair and open applications process.
2. Membership Requirements
  - a. Pursuant to Section 2-11.36 et seq. of the Code, which sets forth the standards for County boards, all members of standing committees shall:
    - i. Be permanent residents of Miami-Dade County;
    - ii. Be electors of Miami-Dade County, unless the Board of County Commissioners, by a two-thirds vote of its membership, waives this requirement;
    - iii. Have reputations for integrity and community service;
    - iv. Possess the knowledge, ~~skills~~skills, and expertise relevant to the position for which they are applying; and
    - v. Be currently employed in the field of expertise they wish to represent (as applicable).
3. Standing Committee Appointments
  - a. Partnership members who are not members of a committee, subcommittee, or workgroup shall be appointed to membership in a standing committee, subcommittee, or workgroup by the Partnership Chair.
  - b. All appointees shall be approved for membership by the Partnership.
4. Standing Committee Representation by Subrecipients and Other Organizations
  - a. Standing committees may not have representation by more than one (1) representative from a Part A funded subrecipient or other organization.

- b. Notwithstanding the previous sentence, one (1) representative from each organization contracted with the Florida Department of Health in Miami-Dade County may sit on the Prevention Committee.

## **B. Term of Office (Standing Committees)**

1. Members may serve a maximum of six (6) consecutive years on one (1) or any combination of standing committees, subcommittees, or workgroups.
2. Any standing committee member who completes two consecutive terms [totaling six (6) years] on one (1) or any combination of standing committees, subcommittees, or workgroups shall be excluded from reapplying for membership of that standing committee, subcommittee, or workgroup for a period of (2) years, unless such term limit is waived by the Board of County Commissioners.
3. Change in Representative Status
  - a. If a member appointed to represent a category listed in Section 3.1 (B) above loses such representative status, fails to maintain the qualifications for membership set forth in Section 2-11.38, fails to maintain attendance requirements, voluntarily resigns, or for other good cause is removed, the member shall forfeit membership on the Partnership.
4. Exemptions
  - a. Notwithstanding the above, for the purpose of continuity, a committee member's term may be extended beyond the six years specified in Section B.1, above, until the Mayor has appointed a replacement. Such persons may continue as members of the committees to which they had been appointed, or may serve as members of other committees or subcommittees at the discretion of the Partnership.
  - b. Members serving an extended term may not stand for election for another term of office, nor may they stand for election as an officer of any committee, ~~subcommittee~~subcommittee, or workgroup of which they are a member.
  - c. Notwithstanding the above, members appointed to a committee to fill government, Recipient, or other grantee seats may serve as members of the committee for as long as they are designated by their respective agencies to serve in this capacity.

## **C. Duties and Responsibilities (Standing Committees)**

1. General Requirements
  - a. Be able to devote a minimum of two (2) hours per month to committee activities, including, but not limited to:
    - i. Replying to committee meeting notices by confirming attendance with Partnership staff;
    - ii. Preparing for meetings by reviewing agendas, minutes, and other materials distributed in advance of a meeting by Partnership staff, in order to facilitate the business of the committee;
    - iii. Attending meetings; and, as appropriate

- iv. Submitting reports and/or feedback.
  - b. Contribute professional and personal expertise to further the work of the committee
  - c. Uphold the goals, objectives, policies, and procedures of the committee
  - d. Comply with attendance and training requirements detailed in these Bylaws;
  - e. Submit an annual Financial Disclosure Statement, required by 2-11.1(i) of the Code; and
  - f. Adhere to all other federal, statestate, and local civil rights laws and regulations.
2. Attendance Requirements
- a. All members shall comply with attendance requirements in accordance with Sections 2-11.39 and 2-1102 (G) of the Code, as follows:
    - i. Five (5) absences from scheduled committee meetings in any County fiscal year (from October 1 of the current calendar year through September 30 of the year following) shall constitute grounds for removal.
    - ii. A member is counted as absent from a meeting if s/he attends the meeting for less than 75% of the scheduled or actual duration of the meeting, whichever is less;
    - iii. Absences which are due to Partnership business-related travel are not counted against the total of five (5) absences.
3. Training Requirements
- a. Attend Partnership New Member Orientation and Training within the first three (3) months of joining;
  - b. Attend Miami-Dade County Advisory Board Member Ethics Training within the first three (3) months of joining; and
  - c. Comply with all other Partnership and/or Miami-Dade County Government training requirements.

#### **D. Vacancies (Standing Committees)**

- 1. All vacancies on standing committees shall be filled by qualified applicants as approved by each standing committee; or may be filled by appointment by the Partnership Chair as described in Section 4.2 (A.3), of these Bylaws.
- 2. Public Notice of Vacancies
  - a. As vacancies arise, they shall be publicly advertised.
  - b. Applications for seats on standing committees are accepted on an ongoing basis.

#### **E. Removals (Standing Committees)**

- 1. Resignation
  - a. Any member may resign at any time by written notice delivered in person, sent by mail, or emailed to the relevant standing committee Chair or staff.

- b. Any such resignation shall take effect at the time specified in the notice or, if not so specified, immediately upon receipt of the notice.
  - c. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
2. Attendance Non-compliance
- a. Five (5) absences in the County fiscal year (October 1 to September 30) shall constitute grounds for removal from the standing committee (see C.2, above). Members will be notified if their membership is at risk due to attendance non-compliance.
  - b. Members of the standing committees removed for attendance non-compliance shall receive written notice by mail or email of their membership termination, and their removal will be reported to the appropriate body.
  - c. Members terminated for attendance non-compliance are required ~~complete~~to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
3. Change in Position
- a. At such time as a member changes their professional responsibilities so that they no longer represent the constituency for which they were originally appointed, that member shall immediately ~~resign~~resign, and their seat shall be filled in accordance with the provisions contained herein.
  - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
4. Political Office Qualification
- a. Pursuant to Section 2-11.38 of the Code, “No member of any County board shall become a candidate for elective political office during his or her term. Should any member of a County board qualify as a candidate for elective political office, such qualification shall be deemed a tender of resignation from such board.”
  - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
5. Cause
- a. Reasons for Removal
    - i. If any member fails to maintain the qualifications for membership set forth in Sections 2-11.38 and 2-11-2 of the Code, fails to maintain attendance requirements, voluntarily resigns, violates the Partnership’s Code of Ethics (see Section 2.1), or for other good cause is subject to removal, the standing committee shall recommend removal of the member only after such member has been notified in writing and offered an opportunity to request a waiver by a two-thirds vote of the members in attendance.
    - ii. If a member loses representative status, the Partnership will seek removal as specified above and a waiver is not applicable.

- b. Recommendations for removal shall also be made for other good cause. Good cause means any cause consistent with all applicable Federal laws and guidelines governing the Ryan White Program, or other federal, state or local laws.
- c. Members of a standing committee who fail to comply with the above requirements may be removed for cause upon majority vote by standing committee, subcommittee, or workgroup members, respectively, and without the Mayor's approval.
- d. Standing committee members removed for cause shall receive written notice by mail or email of their membership termination.
- e. All members removed for cause are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.

### **SECTION 4.3. Subcommittees**

#### **A. Applications, Nominations, and Requirements**

1. Subcommittees shall maintain at all times a fair and open applications process.
2. Membership Requirements
  - a. Pursuant to Section 2-11.36 et seq. of the Code, which sets forth the standards for County boards, all members of subcommittees shall:
    - i. Be permanent residents of Miami-Dade County;
    - ii. Be electors of Miami-Dade County, unless the Board of County Commissioners, by a two-thirds vote of its membership, waives this requirement;
    - iii. Have reputations for integrity and community service;
    - iv. Possess the knowledge, ~~skills~~skills, and expertise relevant to the position for which they are applying; and
    - v. Be currently employed in the field of expertise they wish to represent (as applicable).
3. Subcommittee Appointments
  - a. Partnership members who are not members of a committee, subcommittee, or workgroup shall be appointed to membership in a standing committee, subcommittee, or workgroup by the Partnership Chair.
  - b. All appointees shall be approved for membership by the Partnership.
4. Subcommittees are exempt from the restriction to not have representation by more than one (1) representative from a Part A funded subrecipient or other organization.

#### **B. Term of Office (Subcommittees)**

1. Members may serve a maximum of six (6) consecutive years on one (1) or any combination of standing committees, subcommittees, or workgroups.
2. Any subcommittee member who completes two consecutive term limits [totaling six (6) years] on one (1) or any combination of standing committees, subcommittees, or



workgroups shall be excluded from reapplying for membership as a Partnership member or member of a standing committee, subcommittee, or workgroup for a period of (2) years, unless such term limit is waived by the Board of County Commissioners.

3. Change in Representative Status

- a. If a member appointed to represent a category listed in Section 3.1 (B) above loses such representative status, fails to maintain the qualifications for membership set forth in Section 2-11.38, fails to maintain attendance requirements, voluntarily resigns, or for other good cause is removed, the member shall forfeit membership on the Partnership.

4. Exemptions

- a. Notwithstanding the above, for the purpose of continuity, a subcommittee member's term may be extended beyond the six years specified in Section B.1, above, until the Mayor has appointed a replacement. Such persons may continue as members of the subcommittee to which s/he had been appointed.
- b. Members serving an extended term may not stand for election for another term of office, nor may they stand for election as an officer of any committee, ~~subcommittees~~subcommittee, or workgroup of which they are a member.
- c. Notwithstanding the above, members appointed to a subcommittee to fill government, Recipient, or other grantee seats may serve as members of the subcommittee for as long as they are designated by their respective agencies to serve in this capacity.

## C. Duties and Responsibilities (Subcommittees)

1. General Requirements

- a. Be able to devote a minimum of two (2) hours per month to subcommittee activities, including, but not limited to:
  - i. Replying to subcommittee meeting notices by confirming attendance with Partnership staff;
  - ii. Preparing for meetings by reviewing agendas, minutes, and other materials distributed in advance of a meeting by Partnership staff, in order to facilitate the business of the subcommittee;
  - iii. Attending meetings; and, as appropriate,
  - iv. Submitting reports and providing feedback.
- b. Contribute professional and personal expertise to further the work of the subcommittee.
- c. Uphold the goals, objectives, policies, and procedures of the subcommittee.
- d. Comply with attendance and training requirements detailed in these Bylaws;
- e. Submit an annual Financial Disclosure Statement, required by Section 2-11.1(i) of the Code; and
- f. Adhere to all other federal, state, and local civil rights laws and regulations.

2. Attendance Requirements

- a. All members shall comply with attendance requirements in accordance with Sections 2-11.39 and 2-1102 (G) of the Code, as ~~follows::~~follows:
  - i. Five (5) absences from scheduled subcommittee meetings in any County fiscal year (from October 1 of the current calendar year through September 30 of the year following) shall constitute grounds for removal.
  - ii. A member is counted as absent from a subcommittee meeting if s/he attends the meeting for less than 75% of the scheduled or actual duration of the meeting, whichever is less;
  - iii. Absences which are due to Partnership business-related travel are not counted against the total of five (5) absences.
3. Training Requirements
  - a. Attend the Partnership New Member Orientation and Training and Miami-Dade County Advisory Board Member Ethics Training within the first three (3) months of joining.
  - b. Subcommittee members shall comply with all other Partnership and/or Miami-Dade County Government training requirements, as required.

#### **D. Vacancies (Subcommittees)**

1. All vacancies on subcommittees shall be filled by qualified applicants as approved; or may be filled by appointment by the Partnership Chair as described in Section 4.3 (A.3), of these Bylaws.
2. Public Notice of Vacancies
  - a. As vacancies arise, they shall be publicly advertised.

#### **E. Removals (Subcommittees)**

1. Resignation
  - a. Any member may resign at any time by written notice delivered in person, sent by mail, or emailed to the relevant standing committee Chair or staff.
  - b. Any such resignation shall take effect at the time specified in the notice or, if not so specified, immediately upon receipt of the notice.
  - c. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
2. Attendance Non-compliance
  - a. Five (5) absences in the County fiscal year (October 1 to September 30) shall constitute grounds for removal from the subcommittee (see C.2, above). Members will be notified if their membership is at risk due to attendance non-compliance.
  - b. Members of the subcommittees removed for attendance non-compliance shall receive written notice by mail or email of their membership termination, and their removal will be reported to the appropriate body.

- c. Members terminated for attendance non-compliance are required to complete a Final Financial Disclosure Statement, as required Section 2-11.1(i) of the Code.
3. Change in Position
    - a. At such time as a member changes their professional responsibilities so that they no longer represent the constituency for which they were originally appointed, that member shall immediately ~~resign~~resign, and their seat shall be filled in accordance with the provisions contained herein.
    - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
  4. Political Office Qualification
    - a. Pursuant to Section 2-11.38 of the Code, “No member of any County board shall become a candidate for elective political office during his or her term. Should any member of a County board qualify as a candidate for elective political office, such qualification shall be deemed a tender of resignation from such board.”
    - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
  5. Cause
    - a. Reasons for Removal
      - iii. If any member fails to maintain the qualifications for membership set forth in Sections 2-11.38 and 2-11-2 of the Code, fails to maintain attendance requirements, voluntarily resigns, violates the Partnership’s Code of Ethics (see Section 2.1), or for other good cause is subject to removal, the subcommittee shall recommend removal of the member only after such member has been notified in writing and offered an opportunity to request a waiver by a two-thirds vote of the members in attendance.
      - iv. If a member loses representative status, the Partnership will seek removal as specified above and a waiver is not applicable.
    - b. Recommendations for removal shall also be made for other good cause. Good cause means any cause consistent with all applicable Federal laws and guidelines governing the Ryan White Program, or other state or local laws.
    - c. Members of a subcommittee who fail to comply with the above requirements may be removed for cause upon majority vote by standing committee, subcommittee, or workgroup members, respectively, and without the Mayor's approval.
    - d. Subcommittee members removed for cause shall receive written notice by mail or email of their membership termination.
    - e. All members removed for cause are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.

## SECTION 4.4. Workgroups

### A. Applications, Nominations, and Requirements

1. Workgroups shall maintain at all times a fair and open appointment process.
2. Workgroups are appointed as needed by the Partnership to assist a standing committee and the Partnership with a specific issue or need.
3. Membership Requirements
  - a. Pursuant to Section 2-11.36 et seq. of the Code, which sets forth the standards for County boards, all members of workgroups shall:
    - i. Be permanent residents of Miami-Dade County;
    - ii. Be electors of Miami-Dade County, unless the Board of County Commissioners, by a two-thirds vote of its membership, waives this requirement;
    - iii. Have reputations for integrity and community service;
    - iv. Possess the knowledge, ~~skills~~skills, and expertise relevant to the position for which they are applying; and
    - v. Be currently employed in the field of expertise they wish to represent (as applicable).
4. Workgroup Appointments
  - a. Partnership members who are not members of a committee, subcommittee, or workgroup shall be appointed to membership in a standing committee, subcommittee, or workgroup by the Partnership Chair.
  - b. All appointees shall be approved for membership by the Partnership.
5. Workgroups are exempt from the restriction to not have representation by more than one (1) representative from a Part A funded subrecipient or other organization.
6. Workgroups are exempt from the requirement to include a minimum number of persons from the affected community.

### B. Term of Office (Workgroups)

1. Members may serve a maximum of six (6) consecutive years on one (1) or any combination of standing committees, subcommittees, or workgroups.
2. Any workgroup member who completes two consecutive term limits [totaling six (6) years] on one (1) or any combination of standing committees, subcommittees, or workgroups shall be excluded from reapplying for membership as a Partnership member or member of a standing committee, subcommittee, or workgroup for a period of (2) years, unless such term limit is waived by the Board of County Commissioners.
3. Change in Representative Status
  - a. If a member appointed to represent a category listed in Section 3.1 (B) above loses such representative status, fails to maintain the qualifications for membership set forth in

Section 2-11.38, fails to maintain attendance requirements, voluntarily resigns, or for other good cause is removed, the member shall forfeit membership on the Partnership.

#### 4. Exemptions

- a. Notwithstanding the above, for the purpose of continuity, a workgroup member's term may be extended beyond the six years specified in Section B.1, above, until the Mayor has appointed a replacement. Such persons may continue as members of the workgroup to which s/he had been appointed.
- b. Members serving an extended term may not stand for election for another term of office, nor may they stand for election as an officer of any committee, ~~subcommittees~~subcommittee, or workgroup of which they are a member.
- c. Notwithstanding the above, members appointed to a subcommittee to fill government, Recipient, or other grantee seats may serve as members of the subcommittee for as long as they are designated by their respective agencies to serve in this capacity.

### C. Duties and Responsibilities (Workgroups)

#### 1. General Requirements

- a. Be able to devote a minimum of two (2) hours per month to workgroup activities, including, but not limited to:
  - i. Replying to subcommittee meeting notices by confirming attendance with Partnership staff;
  - ii. Preparing for meetings by reviewing agendas, minutes, and other materials distributed in advance of a meeting by Partnership staff, in order to facilitate the business of the subcommittee;
- b. Attending meetings; and, as appropriate
- c. Submitting reports and providing feedback.
- b. Contribute professional and personal expertise to further the work of the Partnership.
- c. Uphold the goals, objectives, policies, and procedures of the Partnership.
- d. Comply with attendance and training requirements detailed in these Bylaws;
- e. Submit an annual Financial Disclosure Statement, required by Section 2-11.1(i) of the Code; and
- f. Adhere to all other federal, state, and local civil rights laws and regulations.

#### 2. Attendance Requirements

- a. All members shall comply with attendance requirements in accordance with Sections 2-11.39 and 2-1102 (G) of the Code, as follows:
  - i. Five (5) absences from scheduled workgroup meetings in any County fiscal year (from October 1 of the current calendar year through September 30 of the year following) shall constitute grounds for removal.

- ii. A member is counted as absent from a workgroup meeting if s/he attends the meeting for less than 75% of the scheduled or actual duration of the meeting, whichever is less;
- iii. Absences which are due to Partnership business-related travel are not counted against the total of five (5) absences.

### 3. Training Requirements

- a. Workgroup members are exempt from the Partnership New Member Orientation and Training and Miami-Dade County Advisory Board Member Ethics Training requirements.
- b. Workgroup members shall comply with all other Partnership and/or Miami-Dade County Government training requirements, as required.

## **D. Vacancies (Workgroups)**

- 1. All vacancies on workgroups shall be filled by qualified applicants as approved ; or may be filled by appointment by the Partnership Chair as described in Section 4.3 (A.3), of these Bylaws.
- 2. As vacancies arise, they shall be publicly advertised.
- 3. Workgroup members are selected on recommendation from the Partnership, standing committees, or subcommittees, as appropriate.

## **E. Removals (Workgroups)**

- 1. Resignation
  - a. Any member may resign at any time by written notice delivered in person, sent by mail, or emailed to the relevant standing committee Chair or staff.
  - b. Any such resignation shall take effect at the time specified in the notice or, if not so specified, immediately upon receipt of the notice.
  - c. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
- 2. Attendance Non-compliance
  - a. Five (5) absences in the County fiscal year (October 1 to September 30) shall constitute grounds for removal from the workgroup (see C.2, above). Members will be notified if their membership is at risk due to attendance non-compliance.
  - b. Members of the workgroups removed for attendance non-compliance shall receive written notice by mail or email of their membership termination, and their removal will be reported to the appropriate body.
  - c. Members terminated for attendance non-compliance are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
- 3. Change in Position

- a. At such time as a member changes their professional responsibilities so that they no longer represent the constituency for which they were originally appointed, that member shall immediately ~~resign~~resign, and their seat shall be filled in accordance with the provisions contained herein.
  - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
4. Political Office Qualification
- a. Pursuant to Section 2-11.38 of the Code, “No member of any County board shall become a candidate for elective political office during his or her term. Should any member of a County board qualify as a candidate for elective political office, such qualification shall be deemed a tender of resignation from such board.”
  - b. All resigning members are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.
5. Cause
- a. If any member fails to maintain the qualifications for membership set forth in Sections 2-11.38 and 2-11-2 of the Code, fails to maintain attendance requirements, voluntarily resigns, violates the Partnership’s Code of Ethics (see Section 2.1), or for other good cause is subject to removal, the workgroup shall recommend removal of the member only after such member has been notified in writing and offered an opportunity to request a waiver by a two-thirds vote of the members in attendance.
  - b. Recommendations for removal shall also be made for other good cause. Good cause means any cause consistent with all applicable Federal laws and guidelines governing the Ryan White Program, or other state or local laws.
  - c. Members of a workgroup who fail to comply with the above requirements may be removed for cause upon majority vote by standing committee, subcommittee, or workgroup members, respectively, and without the Mayor's approval.
  - d. Workgroup members removed for cause shall receive written notice by mail or email of their membership termination.
  - e. All members removed for cause are required to complete a Final Financial Disclosure Statement, as required by Section 2-11.1(i) of the Code.

## **ARTICLE 5. Officers**

The Partnership, standing committees, subcommittees, and workgroups shall have an elected Chair and Vice-Chair (Officers).

### **SECTION 5.1. Officers**

#### **A. The Partnership**

- 1. The Partnership shall elect a Chair and a Vice-Chair from among its members; they shall serve at the will of the Partnership.

2. Officers shall be full voting members.
3. At least one (1) officer of the Partnership must be a person with HIV.
4. The Chair or Vice-Chair of the Partnership shall be a member of the affected community and recipient of Part A services.
- 4.5. The Chair and Vice-Chair of the Partnership shall not be representatives of a grantee organization, and shall not personally provide, represent entities that provide, or otherwise possess a financial relationship with entities that provide HIV-related services funded by programs under the purview of the Partnership.
- 5.6. No individual shall serve concurrent terms as an officer of the Partnership and an officer of a standing committee or subcommittee. The exception to this rule is for officers of workgroups, which may be led by the Chair or Vice-Chair of the committee under whose purview the workgroup was authorized.

## **B. Standing Committees, Subcommittees, and Workgroups**

1. Each standing committee, subcommittee, or workgroup shall elect a Chair and a Vice-Chair from among its members; they shall serve at the will of the standing committee, subcommittee, or workgroup.
2. Officers shall be full voting members.
3. At least one (1) officer of each standing committee must be a Partnership member who shall be designated to report committee activities to the Partnership.
4. Standing committees, subcommittees, and workgroups shall strive to elect at least one (1) officer who is a person with HIV.
5. No individual shall serve concurrent terms as an officer of the Partnership and an officer of a standing committee or subcommittee. The exception to this rule is for officers of workgroups, which may be led by the Chair or Vice-Chair of the committee under whose purview the workgroup was authorized.

## **SECTION 5.2. Officer Responsibilities**

### **A. All Chairs**

1. Preside at all meetings at which they are present;
2. Exercise their right to vote at their respective meetings;
3. Maintain decorum;
4. Ensure the participation of all members; and
5. Facilitate the enactment of business at all meetings.

### **B. The Partnership Chair**

1. Have full voting rights at Partnership meetings and at all other committee, subcommittee, and workgroup meetings;



2. Sign correspondence and documents required by the Recipient, as approved by the Partnership; and
3. Appoint, as necessary, Partnership members to standing committees, subcommittees, or workgroups. All appointments must be approved by the Partnership.
4. The Chair or Vice-Chair of the Partnership shall present to the Miami-Dade County Board of County Commissioners, the Florida Department of Health in Miami-Dade County, the City of Miami Commissioners, and the general community on an annual basis a written report describing the Partnership's activities related to HIV/AIDS in housing, care and treatment services and prevention in Miami-Dade County.
5. Subject to the approval of the Partnership, from time to time as the need arises, the Chair or Vice-Chair of the Partnership may also present oral presentations and/or reports to the Miami-Dade Board of County Commissioners, the Florida Department of Health in Miami-Dade County, the City of Miami Commissioners, and the general community.

### **C. The Vice-Chair**

1. The Vice-Chair shall act as Chair in the Chair's absence or inability to conduct business.

## **SECTION 5.3. Term of Office**

- A. Elected officers of the Partnership, standing committees, subcommittees, and workgroups shall serve a one (1) year term. No elected officer may serve more than two (2) consecutive one-year terms.
- B. The terms of office of elected Chairs of workgroups may be for less than one year depending on expiry date of such workgroup.
- C. Upon conclusion of the first one-year term in the month preceding election of new officers, elections shall be held in accordance with Section 5.4 of these Bylaws. If eligible, the current Chair of the Partnership, a standing committee, or a subcommittee may be nominated at this time to be elected for a second term. Other eligible members of the Partnership, standing committees or subcommittees, including but not limited to the Vice-Chair, may also be nominated regardless of whether the current Chair has elected to seek a second term.
- D. Approval of a second one-year term requires a majority vote.
- E. An individual who has served as an officer of a committee may reapply to be nominated as an officer of the same committee after a minimum of one (1) year following completion of the second term.

## **SECTION 5.4. Nominations and Elections of Officers**

### **A. Partnership**

1. Nominations for Partnership Chair and Vice Chair shall be made in February of each year.
2. Elections for Partnership Chair and Vice Chair shall be held in March of each year.

## **B. Standing Committees and Subcommittees**

1. Nominations of standing committee and subcommittee officers shall be made in the meeting prior to the scheduled election.
2. Elections of officers to standing committees and subcommittees shall be held in January of each year.

## **C. Workgroups**

1. Elections of officers to workgroups shall be held at the first meeting of such workgroup.

### **SECTION 5.5. Officer Removals and Vacancies**

- A. An officer may be removed for good cause, subject to approval of the Partnership. Said officer may be removed for cause demonstrated by failure to execute their duties and responsibilities of office or flagrant or repeated violations of Article 6 of these Bylaws and the Code of Conduct approved by the Partnership.
- B. Recommendations for officer removal shall be forwarded to the Executive Committee for consideration prior to being presented to the Partnership. This may occur only after the officer has been duly noticed of the charges and has been afforded the right to a hearing before the Executive Committee and/or the Partnership.
- C. In order to vote on the removal of an officer, a minimum of two-thirds of the Partnership must be in attendance.
- D. A vacancy in any office resulting from death, resignation, removal, expiration of term or other cause may be filled upon the nomination and election of a successor by the committee with the vacancy. The successor shall serve for the remainder of the predecessor's term.

## **ARTICLE 6. Meetings**

### **SECTION 6.1. Public Notice of Meetings**

- A. Public notice of all meetings shall be given in accordance with state and local requirements. Meetings shall be open to the public.
- B. The records, reports, transcripts, minutes, agenda and other documents which are made available to or prepared for or by the Partnership shall be made available for public inspection and copying at a single location consistent with Chapter 119, Florida Statutes, and the Federal Advisory Council Act.
- C. Written notice shall be given at least thirteen (13) days in advance of any regularly scheduled Partnership meeting date.

### **SECTION 6.2. Reasonable Opportunity to Be Heard**

- A. Members of the public shall be given a reasonable opportunity to be heard on any matter that is before the Partnership, a committee, a subcommittee, or a workgroup pursuant to section

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286.0114, Florida Statutes, as such may be amended from time to time. Each member of the public shall be given a minimum of three (3) minutes to speak during the designated time appearing on the agenda of the Partnership, committee, subcommittee, or workgroup.

- B. The reasonable opportunity to be heard shall not be extended to the public on any official act of the Partnership, a committee, a subcommittee or a workgroup, such as approval of minutes and ceremonial proclamations; procedural motions, including but not limited to, motions to defer an item, recess or adjourn; and propositions before the Partnership, the committee, the subcommittee, or the workgroup, when there was a previous opportunity to be heard.
- C. All remarks shall be addressed to the Partnership, a committee, a subcommittee, or a workgroup.
- D. No person, other than Partnership, committee, subcommittee, or workgroup members and the person having the floor, shall be permitted to enter into any discussion, either directly or through members of the Partnership, committee, subcommittee, or workgroup, without the permission of the presiding officer.
- E. No questions shall be asked of a Partnership, a committee, a subcommittee, or a workgroup member except through the presiding officer.

### **SECTION 6.3. Code of Conduct**

- A. The Partnership has established and approved a Code of Conduct, which is attached hereto as Addendum B and incorporated herein by reference. All Partnership members shall sign a statement of intent to abide by the Code of Conduct. Failure of a member to abide by the Partnership's Code of Conduct may result in expulsion of the member from a meeting.
- B. All members shall ensure compliance with the following:
  - 1. To notify the Partnership when they no longer meet the requirements for membership as set forth in Sections 2-1102 and 2-11.38 of the Code and the Partnership Bylaws.
  - 2. To respect the Chair and Vice-Chair's authority.
  - 3. To refrain from interrupting any meeting or engaging in conversations on the record between two or more members without the consent of the Chair or the Vice-Chair.
  - 4. To refrain from any off the record comments between two or more members.
  - 5. To refrain from lobbying the Partnership, or any committee, subcommittee, or workgroup concerning any matter deemed to be of a personal nature.
  - 6. To refrain from engaging in any negligent activities in the performance of any duty assigned to them by law.
- C. When parliamentary procedures are not specified, Robert's Rules of Order shall prevail.
- D. The Partnership Chair, or five (5) Partnership members upon written request to the Chair, may call for a special Partnership meeting.
- E. A standing committee or subcommittee Chair, or five (5) standing committee or subcommittee members upon written request to the Chair, may call for a special committee or subcommittee meeting.

- F. The Partnership shall not transact business or exercise its powers unless a majority of the quorum in attendance agrees to the activity.

### **SECTION 6.4. Quorum**

- A. In order to transact any business or to exercise any power vested in the Partnership, a quorum of ~~no less than thirteen (13) voting~~one-third (1/3) plus one of current Partnership members shall be present at a Partnership meeting.
- B. In order to transact any business or to exercise any power vested in a standing committee, subcommittee, or workgroup, a quorum shall consist of one-third (1/3) plus one (1) of the current voting members of that standing committee, subcommittee, or workgroup.

## **ARTICLE 7. Staff Support**

- A. The Partnership, standing committees, subcommittees, and workgroups shall have assistance from staff designated by the Mayor or the Mayor's designee and other governmental agencies, and legal representation from the County Attorney's Office.
- B. The Partnership may allocate additional funds to provide for additional professional support for keeping the organizational records and carrying out its policies, procedures and programs in accordance with these Bylaws and in conformity with applicable state laws and regulations, County ordinances, and applicable contracts.
- C. Staff shall maintain and keep the records of the Partnership; prepare, in cooperation with the Chair, the agenda for each meeting; be responsible for the preparation of reports, minutes signed by the Partnership Chair or Vice-Chair, documents, resolutions or correspondence as the Partnership may direct; and generally administer the business and affairs of the Partnership subject to budgetary restrictions.
- D. Staff assignments over and above duties described in the staff support contract for the corresponding grant fiscal year require approval by the respective funding entity.

## **ARTICLE 8. Amendments**

- A. These Bylaws may be adopted, amended, or repealed by a two-thirds (2/3) vote of members present at a properly constituted meeting of the Partnership.
- B. Notice of all proposed amendments shall be emailed and/or mailed to each Partnership member at least five (5) business days prior to the meeting at which such amendment(s) is/are to be considered for adoption.
- C. Following approval by two-thirds (2/3) of Partnership members present at a properly constituted meeting and upon County Attorney approval of legal form and sufficiency, these Bylaws and subsequent amendments shall be effective immediately.

## **Addendum A**

### **Miami-Dade HIV/AIDS Partnership Grievance Procedures and Process**

#### **ARTICLE I: Preamble**

The Miami-Dade County HIV/AIDS Partnership (hereinafter “the Partnership”) adopts the following Grievance Procedures to provide, in accordance with the Ryan White Program (42 USC § 300f-12 (a) (6) and 42 USC § 300f-12 (c) (A) and (B), an orderly procedure for resolving disputes concerning deviations from an established, written priority setting or resource allocation process (e.g., failure to follow established conflict of interests procedures), and deviations from an established, written process for any subsequent changes to priorities or allocations and those attendant rules and regulations that may affect such deviations from established processes, priorities, or allocations.

It is the policy of the Partnership that an equitable solution of any grievance should be secured at the most immediate administrative level. These procedures should not be construed as limiting the right of the Recipient to discuss any concern with any member of the Partnership. Nothing in this procedure shall be interpreted to limit the Partnership’s exclusive final authority over the establishment of service priorities and allocation of funds under the Ryan White HIV/AIDS Treatment Extension Act of 2009.

#### **ARTICLE II: Definitions**

1. **Arbitration:** The submission of a dispute to an impartial or independent individual or panel for a binding determination. Arbitration is usually carried out in conformity with a set of rules. The decision of an arbitrator generally has the force of law, although it generally does not set a precedent.
2. **Arbitrator:** An individual or panel of individuals (usually three) selected to decide a dispute or grievance. Arbitrators may be selected by the parties or by an individual or entity.
3. **Binding:** A process in which parties agree to be bound by the decision of an arbitrator or other third party.
4. **County:** Miami-Dade County.
5. **Costs:** Charges for administering a dispute settlement process.
6. **Day:** Refers to a calendar day or a business day, as specified, but excludes weekends and the County’s recognized holidays. Either reference point can be used, as long as the Grievant and the person or group against which the grievance is brought understand the applicable time frame.
7. **Dispute Prevention:** Techniques or approaches that are used by an organization to resolve disagreements at as early and informal a stage as possible to avoid or minimize the number of disputes that reach the grievance process.

8. **Elements of Due Process:** An activity in which the following procedural safeguards are required: (a) adequate notice to the affected individual or organization; (b) right of the individual or organization to be represented by counsel; (c) opportunity for the individual to refute the evidence presented by the Partnership or the basis of the action taken by the Partnership including the right to confront and cross-examine witnesses and to present any affirmative legal or equitable defense which the individual or organization may have; and (d) a decision on the merits.
9. **Facilitation:** A voluntary process involving the use of techniques to improve the flow of information and develop trust between the parties to a dispute. Involves a third party (facilitator) who, as in mediation, uses a process to assist the parties in reaching an agreement that is acceptable to the parties.
10. **Facilitator:** A third party who works with the parties to a dispute, providing direction to a process. A facilitator may be independent or may be drawn from one of the parties, but must maintain impartiality on the topics under discussion.
11. **Grievance:** A complaint or dispute that has reached the stage where the affected party seeks a structured approach to its resolution.
12. **Grievant:** A person or entity who's a complainant seeking a structured resolution of a grievance.
13. **Hearing Officer:** Shall mean a person selected in accordance with this policy to hear grievances and render a decision with respect thereto.
14. **Hearing Panel:** Shall mean a panel selected in accordance with this policy to hear grievances and render a decision with respect thereto.
15. **Individual:** An adult person (or persons) organization, agency, or governmental entity who is the direct object of the Partnership's action, ruling or policy.
16. **Mediation:** A voluntary process in which an impartial and usually independent third party assists parties to a dispute in reaching an acceptable resolution to the issues in the dispute. Mediation may involve meetings held by the mediator with the parties together and separately. The results of mediation can become binding on the parties if the parties agree to make it binding.
17. **Mediation/arbitration (med/arb):** A mixed approach in which parties agree to mediate their differences and submit those issues that cannot be resolved through mediation to arbitration. This technique helps to narrow the issues submitted to arbitration. The parties may agree to use separate mediators and arbitrators for different stages of the process, or they may use the same third party.
18. **Mediator:** A trained, ~~impartial~~impartial, and usually independent third party selected by the parties to the dispute or by another entity to help the parties reach an agreement on a determined set of issues.
19. **Neutral:** An independent third party, including a mediator or arbitrator, selected to resolve a dispute or grievance.
20. **Non-binding:** Techniques in which the parties to a dispute attempt to reach an agreement. The results must be agreed to by both parties; results are not imposed by the third party as they are in binding arbitration or in a judicial proceeding.
21. **Organization:** An organized provider, agency, consumer group, ~~advocacy~~advocacy, or service organization under incorporation with an adopted set of by-laws and elected officers.
22. **The Partnership:** Miami-Dade County HIV/AIDS Partnership.

23. **Party:** One of the participants in the grievance process. This includes the Grievant (or person or group) who brings the grievance action, and the person or group against which the grievance is brought.
24. **Recipient:** Locally, with respect to the Partnership and the Ryan White Part A Program, the Recipient is Miami-Dade County.
25. **Remedy:** Relief or result sought by a Grievant in bringing a grievance. It can include money damages, a process change or a reversal of a decision. Whether it applies prospectively only or retroactively as well is up to the drafters of each local grievance procedure.
26. **Standing:** The eligibility of an individual or entity to bring a grievance. In the case of locally drafted grievance procedures under the Ryan White HIV/AIDS Treatment Extension Act of 2009, as amended, standing refers to a directly affected individual or entity challenging a decision with respect to funding.
27. **Third Party:** An independent or impartial person, including a facilitator, mediator, ~~ombudsman~~ombudsman, or arbitrator, selected to resolve a dispute or grievance or assist the parties in resolving a dispute or grievance.
28. **With respect to funding:** The Partnership's priority setting and allocation processes (including any language regarding how best to meet the priorities), and any subsequent change to the priorities.

## ARTICLE III: The Grievance Process

### Requests for Grievances and Notice of Hearing

1. Requests for Grievance: A Grievant shall have thirty (30) calendar days from the date of the alleged incident giving rise to the grievance to file a written grievance with the Partnership. The grievance shall set forth with particularity the dispute to be addressed by the Partnership, Mediator, Hearing Officer, hearing Panel or Arbitrator. The Grievant is required to complete and submit a Grievance Registration Form (a sample attached hereto as Exhibit I). All grievances which are timely filed are deemed sufficient if made in writing and delivered personally or sent by certified mail, return receipt requested, postage prepaid, to the Partnership at the following address: (or to such other address to be determined by the Partnership):

Miami-Dade HIV/AIDS Partnership  
c/o Behavioral Science Research Corp.  
2121 Ponce de Leon Boulevard, Suite 240  
Coral Gables, FL 33134  
Attn: Dr. Robert Ladner

Failure to timely file said grievance shall result in a refusal by the Partnership, Mediator, Hearing Officer, hearing Panel or Arbitrator to consider the merits of the grievance. A Grievant's failure to timely file Exhibit I shall result in and be deemed a waiver of any and all rights afforded herein.

2. **Determination of Ripeness and Jurisdiction:** All grievances shall be reviewed by the Recipient's contracted staff support subrecipient, Behavioral Science Research Corporation, in consultation with the Recipient and the County Attorney's Office to determine the ripeness of the grievance and/or jurisdictional issues. In the event it is determined that the grievance is not ripe or that there is a lack of jurisdiction, Behavioral Science Research Corporation or other successor agency shall notify the Grievant in writing within ten (10) business days of receipt of the grievance. A copy of said notice shall be sent to the Chair of the Partnership.

Notice of Hearing: At least twenty (20) business days prior to any procedure described below, the Partnership shall deliver a notice of hearing to the parties by personal service or certified mail. Such notice shall include the date, time, and place at which the hearing is held.

## **Types of Grievances Covered and Who May Bring a Grievance**

### **1. Types of Partnership Grievances**

The following Partnership processes may be grieved:

- a. The process of establishing priorities.
- b. The process of allocating funds to the established priorities.
- c. Any subsequent process to change already established priorities or allocations (e.g., the process used to reallocate funds to another category for service). [NOTE: Given that the Partnership processes above are time-sensitive and cannot be repeated within a grant cycle (one year – March to February), remedies to grievances concerning these processes are limited to future action and will not be applied to reverse decisions retroactively.]

### **2. Who May Grieve**

The following individuals or entities may file a grievance with the Partnership:

- a. Subrecipients eligible to receive Ryan White Program funding within the Miami-Dade County EMA.
- b. Individual consumers of Ryan White Program services.
- c. An individual or entity directly affected by the outcome of the decision related to funding as defined herein.
- d. Community and Advocacy groups.

## **Grievance Initiation and Preliminary Direct Meeting**

[Maximum amount of time to complete once initiated: twenty (20) business days.]

Throughout the grievance process (including both non-binding and binding resolution), the following is considered to be public information: the specific process being grieved, the identity of the party submitting the grievance, and the resolution agreed upon. However, any other information shared during the grievance process is considered confidential and shall not be shared with parties who are not involved in the process.



**(1) Step 1 – Submittal of Grievance**

Individuals or entities wishing to grieve a Partnership process must: (a) complete the Grievance Registration Form (Exhibit I); (b) submit it in accordance with the provisions set forth in Article III within thirty (30) business days after the completion of the Partnership process that is the subject of the grievance; (c) each grievance requires a separate grievance form.

**(2) Step 2 – Review for Allowance**

Staff will distribute a copy of the submitted Grievance Registration Form to the Executive Committee. The Executive Committee shall appoint a Grievance Committee composed of the Chair of the Partnership and two (2) additional members.

**The Grievance Committee members must be:**

- (a) Familiar with the work of the Partnership and the local HIV/AIDS service delivery system;
- (b) Independent of the specific process that is the subject of the grievance; and
- (c) Free of direct interest in the outcome of the process being grieved.

The Executive Committee will determine whether the grievance is allowable as defined by section B(1) of these Procedures.

**Within ten (10) business days** from its submittal date, the Grievant must be notified in writing whether or not the grievance is allowable.

**(3) Step 3 – Direct Meeting**

**Within ten (10) business days** after Step 2 is completed, the Grievant will meet with the Partnership’s Chair and at least two (2) representatives from the Partnership’s committee most appropriate to address the concerns of the Grievant (i.e., an individual grieving the needs assessment process would meet with the Care and Treatment Committee). This meeting will take place at a location agreed to by all parties. The purpose of the direct meeting is to address the concerns of the Grievant and, if possible, make mutually satisfactory adjustments to the grieved process for future implementation. The Grievant shall bear their own expenses with respect to Paragraph C, Steps 1, 2 and 3 of the Procedures for Grievances.

**Non-Binding Mediation**

[Maximum amount of time to complete: twenty (20) business days.]

**(1) Step 4 – Selection of Mediator**

If resolution of the grievance is not achieved through Step 3, a mediator will be chosen. Selection of this mediator must take place **within ten (10) business days** of the end of Step 3.

The mediator must be:

- (a) Certified as a mediator by the Florida Supreme Court;
- (b) Not a Partnership member;
- (c) Independent of the specific issues that are the subject of the grievance;
- (d) Free of direct interest in the outcome of the process being grieved; and

- (e) Approved by both the Grievant and Partnership before beginning the mediation.

In order to expedite the Grievance Process, the Partnership's contracted staff support subrecipient will create and maintain a list of at least five (5) non-Partnership Florida-certified mediators and document their compensation rates. These persons may be from outside the Miami-Dade EMA. The staff support subrecipient will coordinate the mediation meetings with the Grievant and the Partnership. The mediator's compensation will be paid through the Partnership's staff support budget. The expenses of the mediator shall be borne one-half by the Grievant and one-half by the Partnership. The Grievant's share of the estimated costs of mediation must be paid directly to the mediator before mediation begins.

The Grievant and the Partnership shall bear their own expenses; however, the Partnership shall bear the expenses of any Partnership members. Each party shall be responsible for producing their own witnesses and shall bear expenses for same.

## **(2) Step 5 – Mediation**

Once the mediator is selected, mediation will take place within a period of **ten (10) business days** at a location agreed to by both parties. During this time, the mediator is responsible for:

- (a) Investigating the grievance;
- (b) Mediating between the Partnership and the Grievant; and
- (c) Pursuing a solution that is mutually satisfactory to both parties.

## **Informal Hearing**

### **(1) Step 6 – Hearing**

- (a) The following expedited grievance procedure shall apply to those grievances concerning an action of the Partnership under its rules concerning conflicts of interest, conduct of Partnership members and removal of Partnership members and officers for cause.
- (b) When the Partnership notifies the individual of an action the Partnership shall also include in that notice that any grievance hearing requests shall be in accordance with the expedited grievance procedure.
- (c) The Grievant shall have seven (7) calendar days from the date of the notice in which to file a written request for an informal expedited non-binding arbitration hearing to the Partnership. The written request shall specify: (a) The reasons for the grievance; and (b) The action or relief sought.
- (d) The Grievant shall NOT have the grievance informally discussed as outlined in Section C of this Grievance Procedures and Process.
- (e) Within ten (10) business days of receipt by the Partnership of the Grievant's request for a hearing, the Executive Committee or its designee shall notify the individual of the selection of a Hearing Officer or Hearing Panel. The individual has five (5) calendar days from the date of the notice to submit comments as to the selection of the Hearing Panel or Hearing Officer. Upon expiration of the five (5) calendar day comment period, the Executive Committee or its designee shall have one (1)

business day to review the comments and make a final selection as to the member(s) of the Hearing Panel or Hearing Officer.

- (f) Upon Grievant's compliance with subsection 3 of this section, a hearing shall be scheduled by the Hearing Officer or Hearing Panel promptly for a time and place reasonably convenient to both the Grievant and the Partnership, not in excess of five (5) business days of the selection of the Hearing Officer or Hearing Panel. A written notification specifying the time, place and the procedures governing the hearing shall be delivered to the Grievant and the appropriate Partnership official.
- (g) The hearing shall be held before a Hearing Officer or Hearing Panel, as determined by the Executive Committee.
- (h) The Grievant shall be afforded a fair hearing, which shall include: (1) the opportunity to examine before the grievance hearing any Partnership documents, including records and regulations, that are directly relevant to the hearing. The Grievant shall be allowed to copy any such document at the Grievant's expense. If the Partnership does not make the document available for examination upon request by the Grievant, the Partnership may not rely on such document at the grievance hearing; (2) the right to be represented by counsel or other person chosen as the Grievant's representative, and to have such person make statements on the Grievant's behalf; (3) the right to a public hearing; (4) the right to present evidence and arguments in support of the Grievant's grievance, to controvert evidence relied on by the Partnership, and to confront and cross-examine all witnesses upon whose testimony or information the Partnership or project management relies; and (5) a decision based solely and exclusively upon the facts presented at the hearing.
- (i) The Hearing Officer or Hearing Panel may render a decision without proceeding with the hearing if the Hearing Officer or Hearing Panel determines that the issue has been previously decided in another proceeding.
- (j) Except in the case of an expedited grievance procedure, if the Grievant or the Partnership fails to appear at a scheduled hearing, the Hearing Officer or Hearing Panel may make a determination to postpone the hearing for not more than five (5) business days or may make a determination that the party has waived his right to a hearing. The Hearing Officer or Hearing Panel shall notify both the Grievant and the Partnership of the determination.
- (k) At the hearing, the Grievant must first make a showing of an entitlement to the relief sought and thereafter the Partnership must sustain the burden of justifying the Partnership action or failure to act against which the grievance is directed.
- (l). **Conduct of the Hearing:** The hearing shall be conducted informally by the Hearing Officer or Hearing Panel and oral or documentary evidence pertinent to the facts and issues raised by the complaint may be received without regard to admissibility under the rules of evidence applicable to judicial proceedings. The Hearing Officer or Hearing Panel shall require the Partnership, the Grievant, counsel and other participants or spectators to conduct themselves in an orderly fashion. Failure to comply with the directions of the Hearing Officer or Hearing Panel to obtain order may result in exclusion from the proceedings or in a decision

adverse to the interests of the disorderly party and granting or denial of the relief sought, as appropriate.

- (1) Any party, Hearing Officer or Hearing Panel member may call, ~~examine~~examine, and cross-examine witnesses, and introduce documentary and other evidence into the record. Upon offering an exhibit into evidence at a hearing, a party shall provide an original and four copies to the Hearing Officer or Hearing Panel, and simultaneously furnish copies to all parties.
  - (2) All relevant and material evidence, oral or written, may be received. Hearsay evidence shall be accorded such weight as the circumstances warrant. In its discretion, the Hearing Officer or hearing Panel may exclude irrelevant, ~~immaterial~~immaterial, or unduly repetitious evidence. A party is entitled to present his or her case by oral and documentary evidence, to submit rebuttal evidence, and to conduct cross-examination. Both parties may appear in person or through any duly authorized representative.
  - (3) The burden of persuasion, or duty of producing evidence to substantiate any allegation raised in the grievance, remains with the Grievant in all hearings before the Hearing Officer or Hearing Panel.
- (m) The Hearing Officer or Hearing Panel shall open the hearing at the time and place specified in the notice of hearing, or soon thereafter as a Hearing Officer or Hearing Panel can be obtained. After a reasonable time, if it is determined by the Executive Committee that no Hearing Officer or Hearing Panel can be obtained, the hearing shall be continued until such time as a Hearing Officer or Hearing Panel can be obtained.
  - (n) Either party may request a continuance. A continuance may be granted solely at the discretion of the Hearing Officer or Hearing Panel.
  - (o) The Grievant or the Partnership may arrange, in advance and at the expense of the party making the arrangement, for a transcript of the hearing. Any interested party may purchase a copy of such transcript.
  - (p) The Partnership must provide reasonable accommodation for persons with disabilities to participate in the hearing. A reasonable accommodation may include qualified sign language interpreters, readers, accessible locations, or attendants. If the Grievant is visually impaired, any notice to the Grievant, which is required under this section, must be in an accessible format.
  - (q) The Hearing Officer or Hearing Panel shall prepare a written decision, together with the reasons therefore, within a reasonable time after the hearing, but not in excess of seven (7) business days for a standard hearing and not excess of three (3) business days in the case of an expedited grievance hearing. A copy of the decision shall be sent to the Grievant and the Partnership. The Partnership shall retain a copy of the decision in the Grievant's folder. A copy of such decision, with all names and other personal identifying references redacted, where applicable, shall also be maintained on file by the Partnership and made available for inspection by a prospective Grievant, his representative, or the Hearing Panel or Hearing Officer.

- (r) The decision of the Hearing Officer or Hearing Panel shall be binding on the Partnership which shall take all actions, or refrain from any actions, necessary to carry out the decision unless the Partnership determines within a reasonable time, not to exceed thirty (30) business days, and promptly notifies the Grievant of its determination, that (1) the grievance does not concern Partnership action or failure to act which adversely affect the Grievant's rights, duties, welfare or status; or (2) the decision of the Hearing Officer or Hearing Panel is contrary to applicable Federal, State or local law, regulations or requirements of the contract between the HRSA and the Miami-Dade County.
- (s) A decision by the Hearing Officer or Hearing Panel in favor of the Partnership or which denies the relief requested by the Grievant in whole or in part shall not constitute a waiver of, nor affect in any manner whatever, any rights the Grievant may have to a trial de novo or judicial review in any judicial proceedings, which may thereafter be brought in the matter.
- (t) **Expenses:** The Partnership shall bear the administrative costs of the hearing as described above, including location costs and any costs related to the Hearing Officer or hearing panel. All other expenses, including the expense of counsel for the Complainant, personal transportation, and meals shall be borne by the Complainant.

## **Binding Arbitration**

[Maximum amount of time to complete once initiated: 20 calendar days.]

If a mutually satisfactory resolution of the grievance is not achieved within the period allotted for mediation, the Grievant may seek to resolve the grievance through binding arbitration.

### **(1) Step 7 – Submittal of Request for Binding Arbitration**

The Grievant must submit a completed Request for Binding Arbitration Form (a sample hereto attached as Exhibit II) to the Chair of the Partnership **within ten (10) calendar days** of the conclusion of mediation. **Within five (5) business days** of submittal of the Request for Binding Arbitration Form, the Partnership's Chair will (a) notify the Partnership that a Request for Binding Arbitration Form has been submitted; (b) notify the Partnership's staff support contractor to arrange for arbitration and determine whether the grievance is eligible for binding arbitration; and (c) notify the Grievant in writing whether or not the grievance is eligible for binding arbitration.

The request for Binding Arbitration will be considered eligible as long as steps 1 through 5 have already been completed.

### **(2) Step 8 – Arbitration**

**Within five (5) business days** from the date the Request for Binding Arbitration Form (Exhibit II) is submitted, the third-party arbitrator will forward to both the Grievant and the Partnership's Chair previously established rules of arbitration, which will be followed through the remainder of the arbitration process. The arbitration process will include steps which the arbitrator deems necessary to reach a decision, according to the arbitrator's previously established rules, provided such rules are satisfactory to both parties. The Partnership's contracted staff support subrecipient will coordinate the arbitration meetings with the Grievant and the Partnership. The Grievant and the Partnership shall agree as to a date, place and time for meeting with the arbitrator.

The arbitrator's compensation will be paid through the Partnership's staff support budget. The expenses of the arbitrator shall be borne one-half by the Grievant and one-half by the Partnership. The Grievant's share of the estimated costs of mediation must be paid directly to the mediator before mediation begins. The Grievant and the Partnership shall bear their own expenses; however, the Partnership shall bear the expenses of any Partnership members. Each party shall be responsible for producing their own witnesses and shall bear expenses for same.

The arbitrator must complete the arbitration process and provide a binding decision for future implementation **within fifteen (15) business days** of notification.

## **ARTICLE IV: Sunshine Laws and Public Records Act**

All meetings concerning any grievance filed under this Grievance Procedures and Process must comply with Florida's Government in the Sunshine laws, the Florida Public Records Act and Article 6 of the Bylaws of the Partnership. Public notice of all meetings shall be given in accordance with State and local requirements. Meetings shall be open to the public. Written notice shall be given at least thirteen (13) business days in advance of any regularly scheduled Partnership meeting date. Additionally, written minutes shall be taken during such grievance.

## **ARTICLE V: Amendments**

Any amendments that need to be made to these procedures shall only be made after a thirty (30) business day public comment period is allowed and then only after the Partnership has considered the comments received.

These Bylaws and Grievance Procedures were reviewed and approved for form and legal sufficiency

By: \_\_\_\_\_

Terrence A. Smith  
Assistant County Attorney

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

## **EXHIBITS**

**EXHIBIT I (Attached): Sample Grievance Registration Form**

**EXHIBIT II (Attached): Sample Request for Binding Arbitration Form**

**Acknowledgement of Receipt of Grievance Procedures:**

IN WITNESS WHEREOF, the undersigned hereby acknowledges that they have received a copy of this procedure and have read the procedures outlined in this Grievance Procedure.

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Signature

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Date



## **Addendum B**

### **Code of Conduct**

The Partnership, standing committees, subcommittees, and workgroups are governed by the Florida Sunshine Law, the Public Records Act and the ordinances enacted by the Miami-Dade Board of County Commissioners (the “Board”). Accordingly, all such entities must

1. Notice their meetings,
2. Make all meetings open to the public; and
3. Prepare written minutes of each meeting.

The records, reports, transcripts, minutes, agenda and other documents which are made available to or prepared for or by the Partnership and for the work of Partnership committees shall be available for public inspection and copying at a single location consistent with chapter 119, Florida Statutes, the Federal Advisory Council Act and Miami-Dade County Administrative Order No. 4-48. If two or more persons who are members of the Partnership or its duly constituted committees meet, they must do so in compliance with the Florida Sunshine Law.

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# Miami-Dade HIV/AIDS Partnership

## Code Of Conduct

This Code of Conduct shall apply to all members of the Partnership and to the Partnership's standing committees, sub-committees, and workgroups, which are collectively referred to herein as the "Partnership."

Meetings are conducted according to Robert's Rules of Order. The length of time Partnership members are allowed to speak may be limited. Use of cell phones is also restricted.

Each Partnership member shall cooperate with the presiding officer in preserving order and decorum as set forth in the Partnership Bylaws. No member shall delay or interrupt the proceedings, or disturb any member while the member is speaking, except that the presiding officer may interrupt for the purpose of calling a member or members to order.

Members should be aware that they serve the interest of the Miami-Dade HIV/AIDS community as a whole. Members do not serve private or personal interests, and shall endeavor to treat all persons, ~~issues~~issues, and business in a fair and equitable manner. Accordingly, members are prohibited from lobbying the Partnership or any member of the Partnership regarding any matter that is of a personal nature.

Members, when voting on allocation of funding, must vote in accordance with the Miami-Dade County Commission on Ethics and Public Trust's Advisory Opinion 05-50, which states in pertinent part: "...the Partnership member may vote on funding recommendations affecting a service category in which they are a provider as long as the member is not the sole provider in the particular category and the recommendation does not provide amounts or percentages among the providers in a particular service category." In the event a member has a conflict, the member must declare the conflict and shall abstain from the vote and step outside of ~~meeting~~the meeting room prior to the vote. The member will complete form 8B while outside the room and return the form to staff. The member shall return to the room after the remaining members have voted.

All members must comply with Florida's Government in the Sunshine Law and Public Records Act as further described in the Partnership Bylaws.

### **Presiding Officers' Duties:**

1. The presiding officers are responsible for the orderly conduct of business at each meeting and shall preserve order and decorum.
2. The presiding officers shall ensure Partnership business is conducted efficiently by enforcing the rules of debate; the presiding officer shall not monopolize discussion.

### **Governance Rules:**

1. Remarks are addressed through the presiding officer, not to individual members or members of the public without the presiding officer's consent.
2. Members of the Partnership may speak in turn as recognized by the presiding officer.
3. Members of the public may be permitted to address the Partnership as appropriate and as recognized by the presiding officer.
4. When more than one individual requests the floor, the presiding officer shall establish a queue.

5. Time limits for speaking may be established by the presiding officer.
6. The presiding officer may restrict an individual from speaking when the individual's comments are repetitive or not germane to the issue. Restrictions shall not be applied so as to limit the public's right to participate.
7. Partnership members may overturn a decision of the presiding officer by a majority vote.

### **General Conduct:**

1. Partnership members shall adhere to the Rules of decorum set forth in the Partnership's Bylaws.
2. Electronic communication devices shall be set on mute or vibrate.
3. At no time shall the presiding officer, a Partnership member engage in any personally offensive or abusive remarks.
4. Members shall inform themselves on issues, listen attentively to discussion, and review relevant materials distributed prior to meetings.
5. There shall be no interruptions and no private conversations while business is conducted.
6. The presiding officer shall call any member to order who violates any section of this Code of Conduct. If a member is called to order while speaking, that person shall cease speaking until the question of order is determined.

Staff support personnel and County employees are present to assist the process, the presiding officer and Partnership members. Support personnel and County employees are entitled to be treated with courtesy and respect. Accordingly, the presiding may issue warnings to Partnership members and may also take other appropriate action to ensure compliance with this Code of Conduct and the Partnership's Bylaws.

Members shall agree:

1. To refrain from engaging in improper or illegal voting on Partnership matters.
2. To refrain from engaging in improper or illegal representation as an agent of the Partnership on fiscal, legal and/or other Partnership matters.
3. To refrain from engaging in fighting, threatening behavior and other gross violations of proper conduct at Partnership or committee meetings.
4. To refrain from receipt of gifts, ~~favours~~favours, or promises of future benefits.
5. To refrain from engaging in any breach of the public trust.
6. To comply with the attendance requirements and other Partnership requirements, as provided for in Sections 2-11.39 and 2-1102 of the Code and further set forth herein.
7. To refrain from engaging in any negligent or criminal activities in the performance of any duty assigned to them by law.
8. To comply with the Partnership's Bylaws.

*Any violation of this code of conduct may result in the Partnership taking appropriate action against the Partnership member, including but not limited to making a recommendation to the County Mayor for the removal of Partnership member.*

I affirm that I have read, ~~understand~~understand, and shall abide by the Miami-Dade HIV/AIDS Partnership Code of Conduct.

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Signature

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Date

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Printed Name

## **Addendum C**

### **Miami-Dade HIV/AIDS Partnership**

#### **Prevention Committee Policies and Procedures**

**PURPOSE:** To set forth the policies and procedures relative to the functions of the Miami-Dade HIV/AIDS Partnership's Prevention Committee (PC). The PC's purpose, its policies and procedures are guided by the National HIV/AIDS Strategy and implementation of High Impact Prevention interventions. These policies and procedures shall be made a part of and incorporated by reference into the HIV/AIDS Partnership's (Partnership) Bylaws.

#### **A. FUNCTIONS**

1. Coordinate with the Partnership's Strategic Planning Committee to review and oversee the Miami-Dade County Integrated Prevention and Care Plan for HIV/AIDS in coordination with the Florida Department of Health in Miami-Dade County (FDOH-MDC), as specified by the Centers for Disease Control and Prevention (CDC) and the Health Resources and Services Administration (HRSA). This plan serves to guide the FDOH-MDC in the allocation of federal and state funds for HIV/AIDS education and prevention to specific target populations in Miami-Dade County that are at high risk for HIV infection or transmission. PC activities include but are not limited to:
  - a. Assessing the community's HIV prevention and education resources available to respond to the HIV epidemic.
  - b. Identifying unmet HIV prevention needs within defined populations at high risk for HIV infection.
  - c. Reviewing the potential impact of emerging educational approaches and interventions.
  - d. Prioritizing high-risk target populations.
  - e. Identifying evidence-based educational approaches and interventions to be used.
  - f. Making recommendations regarding allocation of funds to each high-risk target population prioritized.
  - g. Evaluating the effectiveness of the planning process.
2. Coordinate with the Partnership's Strategic Planning Committee to guide and oversee the completion of goals and objectives of Miami-Dade County's Integrated Prevention and

Care Plan for HIV/AIDS, including periodic progress reports to the community and the Partnership.

3. Providing a forum for the exchange of information through:
  - a. Sharing of outreach plans.
  - b. Planning strategic activities.
  - c. Maximizing community resources.
  - d. Engaging in problem-solving activities.
  - e. Evaluating ongoing activities and needs for capacity building.
4. Assessing and developing community education protocols to ensure the continuity and consistency of information being disseminated in the community.
5. Recommending appointments of two (2) nominees to the Florida Comprehensive Planning Network's Prevention Planning Group. At least one nominee shall be a Partnership member. Applicants must meet the requirement for nominees in accordance with the Centers for Disease Control and Prevention guidelines.

## **B. OFFICERS:**

1. There shall be two officers of this committee, a chair and vice-chair:
  - a. To the extent possible, the officers shall represent the diversity of the HIV/AIDS epidemic in Miami-Dade County, e.g., gender, ethnicity, sexual orientation.
  - b. The FDOH-MDC shall appoint a department employee, or a designated representative, as chair of the committee. The term and tenure of this appointment shall be determined by the FDOH-MDC.
  - c. The vice-chair shall be elected by PC members. The vice-chair shall be elected to serve a one (1) year term. The vice-chair may serve up to two (2) consecutive terms. The vice-chair must stand down for one (1) year before being eligible for another term as vice-chair. The election of the vice-chair shall coincide with the election of the chair and vice-chair of the Partnership's standing committees as outlined in the Partnership Bylaws, which shall take place no later than January of each year.
  - d. The committee shall, through a nomination process, elect a vice-chair annually or as set forth in Section B.1.C. Committee members shall make nominations.

- e. The committee may hold a special election in order to fill a vice-chair vacancy. The elected individual shall complete the term of the person he or she is replacing.
2. The officers' duties and responsibilities shall include:
    - a. Facilitating each meeting of the committee.
    - b. Participating in briefings prior to each committee meeting for the purpose of planning the agenda.
    - c. Managing and resolving committee conflicts and dissent.
    - d. Reviewing the draft minutes of each meeting and ensuring that an accurate portrayal of the deliberations of the committee has been captured.
    - e. Leading the committee in developing policies and procedures.
    - f. Ensuring that the Miami-Dade County Integrated Plan for Prevention and Care for HIV/AIDS is implemented, monitored, and periodically updated.
    - g. Attending Miami Dade HIV/AIDS Partnership meetings for the purposes of reporting Prevention activities by at least one vice-chair of the PC.

## **C. RECRUITMENT**

1. Recruitment and nomination of members:
  - a. The PC shall manage membership recruitment. The management of membership recruitment shall reflect an open, candid, and participatory process in which differences in applicants' backgrounds, perspectives, and experiences shall be valued and viewed as essential. The PC shall strive to follow the fundamental tenets of community planning; Parity, Inclusion and Representation (PIR):
    - Parity is defined as the ability of members to equally participate and carry out planning tasks/duties.
    - Inclusion is defined as meaningful involvement of all members in the process with an active voice in decision making.
    - Representation is defined as the act of serving as an official member reflecting the perspective of a specific community.
  - b. The committee shall strive to conduct targeted membership recruitment at least once a year.

- c. The PC shall accept applications for membership throughout the year and make recommendations as needed.
- d. Applicants may submit applications directly to the Prevention Committee for consideration and recommendation for membership by a majority vote.

#### **D. MEMBERSHIP**

1. Committee membership shall include persons who reflect the characteristics of the current and projected HIV/AIDS epidemic in Miami-Dade County in terms of age, gender, race or ethnicity, socioeconomic status, geographic distribution, HIV/AIDS expertise or knowledge and risk of HIV infection.
2. The PC shall reflect the local epidemic by involving representatives of populations with increased prevalence of HIV infection and should include HIV service providers (e.g., community-based organizations (CBOs), care providers from the public and private sectors, community health centers, mental health and substance abuse services, and other governmental and non-governmental entities.)
3. Membership seats may be amended by the committee based on the current trends and priorities of the epidemic.
4. Members are expected to attend regular monthly meetings and commit to serve on the committee for up to two (2) three (3) year terms.
5. Behavioral Science Research Corporation staff shall notify members when membership needs to be renewed.
6. Members shall be approved for terms not to exceed three (3) years from the date of the PC's approval of said member. No PC member shall be permitted to serve more than two (2) consecutive and complete terms of three (3) years except as required by the Partnership Bylaws. (Article 3, Section 3.2, Paragraph 1)
7. A member may resign by submitting a written resignation to staff of Behavioral Science Research Corporation.

#### **E. VOTING**

1. All business that may come before the PC shall be conducted according to the procedures established in Robert's Rules of Order.
2. All PC members, including officers, shall have one (1) vote.
3. The PC may not have more than one (1) representative as a member from a provider agency.
4. There shall be no alternate or proxy voting system.



5. In the event of a conflict of interest (see Section J, below), the conflicted member(s) shall disclose the conflict in discussions and abstain from voting. Discussions and abstention(s) shall be recorded in the minutes.
6. When it is time to vote, members are expected to vote on what they believe to be best for the community at large. This means that there may be times when a member shall cast a vote that is not in the best interests of the particular population or perspective that he or she represents.

## **F. REMOVAL**

Members may be removed from the committee for the following reasons:

1. Five (5) absences total in the Miami-Dade County Fiscal Year (October 1st to September 30th).
2. Conduct that violates the Miami-Dade HIV/AIDS Partnership's Code of Conduct.
3. Conduct which would have a negative impact on the integrity of the community's confidence in the committee; said conduct shall be reviewed by the full PC in order to determine appropriate action.
4. Prior to any member being removed based on Paragraphs #2 and/or #3 above, he or she shall receive written notice of the intent to remove and the reasons for removal. The member shall be given fifteen (15) days in which to respond in writing or to respond in person at the next PC meeting. Upon receipt of the response or after thirty (30) days from the date of notice, the members of the PC shall vote or come to consensus on the matter. Notwithstanding the foregoing removal process, PC members who are also members of the Partnership may only be removed from the PC in the Partnership's sole discretion.

## **G. GUESTS**

Subject to Section 286.011 commonly known as the Florida Sunshine Law, participation on the committee shall be as open and inclusive as possible. Subject to the rules of decorum and the PC officers' prerogative, guests may participate at any of the committee meetings. However, depending on time constraints, discussion may at any time be limited by the co-chairs to members only.

## **H. PUBLIC COMMENT**

Any guest choosing to speak to an item not on the agenda shall be limited to making his/her comments only during the "Announcements" section of the agenda and shall be subject to a specified time limit set by the officers. An extension of time may be granted if the PC votes to extend the time limit. The officers may also recognize members of the public to comment on agenda items during the discussion of that agenda item.

## **I. CONFLICT OF INTEREST**

The PC has members who are professionally or personally affiliated with organizations that have or might request or receive funds for HIV/AIDS prevention services. Subject to the Miami-Dade Commission on Ethics and Public Trust Opinion Nos. 02-43 and 05-50, members who represent organizations that can or may receive funds shall disclose their conflict of interest and abstain from voting in the event the organization represented by the member is the sole provider receiving prevention services. Members of the committee are required to comply with the conflict of interest policy. Any and all PC members shall be bound by and adhere to chapter 112, Florida Statutes (2019).

NOTE: It is important to avoid not only conflict of interest, but also the appearance of conflict of interest. Thus, if there is any possibility of financial benefit to an agency or individual, the conflict should be disclosed.

## **J. MEETING TIME, DATE, and LOCATION**

The Committee shall meet at times, on dates, and at locations as determined by the committee officers in consultation with committee members. Subject to the requirements set forth in section 286.011, Florida Statutes, PC meetings shall be open to the public, reasonable notice of such meetings shall be given and minutes of said meetings shall be taken and promptly recorded.

## **K. REIMBURSEMENT**

All PC members shall serve without compensation. PC members who are PLWHA shall be entitled to reimbursement for necessary authorized expenses incurred in the discharge of their duties pursuant to policies and procedures of the Miami-Dade HIV/AIDS Partnership. (Article 8, Section 8.5)

## **L. AMENDMENT**

Although the PC may recommend an amendment or modification to these policies and procedures, the Partnership shall have the sole discretion to approve said amendment or modification.

## **Addendum D**

### **General Terminology**

#### **AIDS Drug Assistance Program (ADAP)**

The AIDS Drug Assistance Program (ADAP) provides medications for the treatment of HIV disease. Program funds may also be used to purchase health insurance for eligible clients and to pay for services that enhance access, adherence, and monitoring of drug treatments. The program is funded through Part B of the Ryan White Program, which provides grants to states and territories. Program funds for ADAP are managed through the State of Florida.

#### **Alternate Member**

Non-voting members of the Partnership designated to fill particular membership slots. Alternates are appointed as voting members of a membership category only if the representative is unable to serve. Alternates may be assigned to vote at the committee level as needed. An alternate cannot be elected to serve in the capacity of Chair or Vice-Chair of the Partnership.

#### **Board of County Commissioners (BCC)**

Miami-Dade County Board of County Commissioners.

#### **Committee/Standing Committee**

A body of more than one (1) person, appointed by the Partnership or committee (in the case of non-Partnership members), to consider, investigate or take action on certain matters or subjects, or to do all of those things. Committees that are “standing committees” are constituted to perform a continuing function, and remain in existence permanently or for the life of the Partnership. Standing committees can only exist if they are constituted by specific provisions of the Bylaws.

#### **County**

Miami-Dade County, Florida.

#### **Eligible Metropolitan Area (EMA)**

A metropolitan area with a cumulative total of more than 2,000 cases of AIDS during the most recent five-year period and a population of 50,000 or more and is therefore eligible for Ryan White Part A funding.

#### **Ex-Officio Member**

Partnership members by virtue of holding a particular public office: a representative from the Office of the Mayor and a representative from the Board of County Commissioners. Ex-officio members do not count as voting members or towards a quorum.

## **Federally Qualified Health Center (FQHC)**

Federally Qualified Health Centers are “safety net” organizations such as community health centers, public housing centers, outpatient health programs funded by the Indian Health Service, and programs serving migrants and the homeless.

## **Funded Provider or Provider (see also, Subrecipient)**

Any Partnership member who is, or any member with an immediate family member who is, an employee of an organization which receives funding from a Partnership program. A Partnership program is one of the following: Ryan White Part A, Ryan White Part B, HOPWA, State of Florida General Revenue, and HIV Prevention Planning. A funded provider is also any Partnership member who is, or any member with an immediate family member who is, a lobbyist, consultant, or sub-contractor for an organization which receives funding from a Partnership program.

## **General Member**

Members, alternates and ex-officio members and/or membership categories representing private, non-governmental organizations and constituencies, including, but not limited to, persons representing the affected community, Part A funded subrecipients and other organizations, and community leaders.

## **General Revenue**

State funds allocated to the networks and County health departments used to establish patient care clinics or programs to provide comprehensive health care services for persons living with HIV/AIDS.

## **Grantee or Recipient**

The applicable government entities receiving and dispensing funds.

## **Housing Opportunities for Persons with AIDS (HOPWA) Program**

A program administered by the U.S. Department of Housing and Urban Development, which supports housing assistance for persons living with HIV/AIDS. Currently, this program is locally administered by the City of Miami, and is limited to clients with an AIDS diagnosis.

## **HRSA HAB**

U.S. Department of Health and Human Services, HIV/AIDS Bureau.

## **Mayor**

The Mayor of Miami-Dade County

## **Miami-Dade HIV/AIDS Partnership (Partnership)**

The unified planning body/advisory board created pursuant to Section 2-1101, et seq. of the Code to consolidate the activities of the HIV Health Services Planning Council (HHSPC) and the South Florida AIDS Consortium (SFAC), as required under Part A and Part B of the Ryan White Program, as well as the Miami-Dade County HIV/AIDS Prevention Community Planning Group (PCPG), as required by regulations governing federal prevention funds; and to provide policy recommendations and advice to the City of Miami for the use of HOPWA Program funds.

## **Minority AIDS Initiative (MAI)**

MAI is a program under Part F of the Ryan White Program that provides funding for activities to evaluate and address the disproportionate impact of HIV/AIDS on racial and ethnic minorities. Metropolitan areas and states compete for funding to address disparities in access, treatment, care and health outcomes.

## **Non-Elected Community Leader**

A person not affiliated with a funded organization, who does not hold a publicly elected seat, and who can represent a substantial segment of the community and is recognized as such.

## **Officers**

Chairs and chair-elects of the Partnership, a standing committee, and a subcommittee.

## **Parity, Inclusiveness and Representation (PIR)**

*Parity* is the condition whereby all members of the planning group have equal opportunity and capacity to provide input and to participate, as well as an equal voice in voting and other decision making activities. *Inclusiveness* is assurance that all affected communities are represented in the community planning process. *Representation* is assurance that those who are representing a specific community truly reflect that community's values, norms and behavior (i.e., representation shall reflect gender, ethnicity, and geographic area of the Miami-Dade County HIV/AIDS population).

## **The Partnership**

Miami-Dade HIV/AIDS Partnership.

## **PLWHA**

Persons/People Living With HIV/AIDS.

## **Prevention**

Actions taken to reduce the incidence of HIV infection (i.e., new infections) through education, information and outreach aimed at persons exhibiting high-risk behaviors for HIV infection and persons already HIV positive.

## **Recipient**

Miami-Dade County Office of Management and Budget Grants Coordination/Ryan White Program.

## **Ryan White CARE Act**

The Ryan White Comprehensive AIDS Resources Emergency (CARE) Act. Federal legislation created in 1990 to address the emergency health care and service needs of people living with HIV/AIDS. This legislation was renewed in 1996 and 2000. It was reauthorized in 2006 as the Ryan White HIV/AIDS Treatment Modernization Act of 2006. It was extended in 2009 as the Ryan White HIV/AIDS Treatment Extension Act of 2009.

## **Ryan White HIV/AIDS Treatment Extension Act of 2009 (Ryan White Program)**

Formerly the Ryan White HIV/AIDS Treatment Modernization Act of 2006. Federal legislation designed to provide flexibility to respond effectively to the changing HIV/AIDS epidemic with an emphasis on providing life-saving and life-extending services for people living with HIV/AIDS across this country.

## **Ryan White Part A**

Ryan White Program funding awarded to Eligible Metropolitan Areas and Transitional Grant Areas that are most severely affected by the HIV/AIDS epidemic. Locally, these funds are awarded to the Mayor and administered by the Miami-Dade County Office of Management and Budget-Grants Coordination.

## **Ryan White Part B**

Ryan White Program funding awarded to states and territories to improve the quality, availability, and organization of health care and support services to individuals living with HIV or AIDS. Part B also supports the AIDS Drug Assistance Program. ADAP Part B funds are awarded to the Florida Department of Health and administered by the Florida Department of Health in Miami-Dade County.

## **Ryan White Part C - Capacity Building Grant Program**

Ryan White Program funding to eligible entities in their efforts to strengthen their organizational infrastructure and enhance their capacity to develop, enhance or expand high quality HIV primary health care services in rural or urban underserved areas and communities of color. Capacity building grant funds are intended for a fixed period of time (one to three years) and not for long-term activities. Capacity building grants do not fund any service delivery or patient care.

## **Ryan White Part C - Early Intervention Services (EIS)**

Ryan White Program funding for comprehensive primary health care for individuals living with HIV disease.

## **Ryan White Part D**

Ryan White Program funding for support services for women, infants, children and youth. Part D grants fund primary and specialty medical care, psychosocial services, logistical support and coordination, and outreach and case management. Currently, Part D funds are awarded locally to the University of Miami.

## **Ryan White Part F**

Ryan White Part F comprises Special Projects of National Significance (SPNS), AIDS Education and Training Centers (AETC), Dental Programs and the Minority AIDS Initiative (MAI).

## **Ryan White Part F - Dental Reimbursement Program**

The HIV/AIDS Dental Reimbursement Program supports access to oral health care for individuals living with HIV infection by reimbursing dental education programs for non-reimbursed costs incurred in providing such care.

## **Special Projects of National Significance (SPNS)**

The SPNS Program is considered the research and development arm of the Ryan White Program and provides the mechanisms to assess the effectiveness of particular models of care, support innovative program designs and promote duplication of effective program outcomes

## **Stakeholder**

An individual or member of an identifiable group having an interest in the issue of HIV/AIDS in Miami-Dade County.

## **State**

State of Florida.

## **Subcommittee**

A body created specifically by the Bylaws or appointed by a committee to fulfill certain tasks of that committee. The subcommittee does not report directly to the Partnership, but only to that committee. Members of a subcommittee shall be members of the appointing committee, unless otherwise authorized by the Partnership in cases where the committee is appointed to take action that requires the assistance of others.

## **Subrecipient**

Any organization funded under Part A of the Ryan White Program.

## **Transitional Grant Area (TGA)**

Cities that have at least 1,000, but not more than 1,999 cumulative AIDS cases during the most recent five years, and a population of 50,000 or more persons, and are therefore eligible for Ryan White Part A funding.

## **Workgroup**

A group of individuals formed and used to address specific or immediate issues or needs and dissolved once the issue has been resolved. Such workgroup shall not exist for more than one year unless extended by the Partnership.



**MIAMI-DADE  
HIV/AIDS PARTNERSHIP**

**Executive Committee**

**Wednesday, December 18, 2024**

10:00 a.m. – 12:00 p.m.

Behavioral Science Research,  
2121 Ponce de Leon Blvd, Ste. 240  
Coral Gables, FL 33134

**AGENDA**

- |       |                                                                      |                        |
|-------|----------------------------------------------------------------------|------------------------|
| I.    | Call to Order                                                        | Alecia Tramel-McIntyre |
| II.   | Introductions                                                        | All                    |
| III.  | Meeting Housekeeping                                                 | Alecia Tramel-McIntyre |
| IV.   | Floor Open to the Public                                             | Harold McIntyre        |
| V.    | Review/Approve Agenda                                                | All                    |
| VI.   | Review/Approve Minutes of October 30, 2024                           | All                    |
| VII.  | Reports                                                              |                        |
|       | • Vacancies/Membership Updates                                       | Staff                  |
| VIII. | <b>Standing Business</b>                                             |                        |
|       | • Planning Council Support Budget Quarter 3                          | All                    |
|       | • Bylaws Review                                                      | All                    |
|       | • <b>Policy and Procedure Review</b>                                 | <b>All</b>             |
| IX.   | New Business                                                         |                        |
|       | • 2025 Calendar of Activities                                        | All                    |
| X.    | Announcements and Open Discussions                                   | All                    |
|       | • New Member Orientation January 15, 2025                            |                        |
| XI.   | Next Meeting: <b>January 29, 2025 at Behavioral Science Research</b> | Harold McIntyre        |
| XII.  | Adjournment                                                          | Alecia Tramel-McIntyre |

*Please mute or turn off all cellular devices.*

For more information about the Executive Committee, please contact Marlen Meizoso,  
(305) 445-1076 x107 or [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com).

Follow Us: [www.aidsnet.org](http://www.aidsnet.org) | [facebook.com/HIVPartnership](https://facebook.com/HIVPartnership) | [instagram.com/hiv\\_partnership](https://instagram.com/hiv_partnership)





**MIAMI-DADE HIV/AIDS PARTNERSHIP**  
**RYAN WHITE PLANNING COUNCIL**

**POLICY AND PROCEDURES MANUAL**

**Approved June 15, 2020**  
**Amended February 21, 2023**  
**Revised xx xx, 2024**

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## TABLE OF CONTENTS

<b>INTRODUCTION.....</b>	<b>4</b>
<b>MEETINGS .....</b>	<b>5</b>
A. Schedules .....	5
B. Minutes .....	5
C. Protocol.....	5
D. Quorum .....	6
E. Voting .....	6
<b>PRIORITY SETTING AND RESOURCE ALLOCATIONS (PSRA)7</b>	
A. Priority Setting and Initial Allocation.....	7
B. Revised Allocations .....	7
C. Sweeps and Reallocations.....	7
D. Final Reallocations .....	8
<b>PARKING AND INCENTIVES .....</b>	<b>9</b>
<b>CONFLICT OF INTEREST.....</b>	<b>10</b>
<b>ATTENDANCE.....</b>	<b>11</b>
<b>PUBLIC COMMENT.....</b>	<b>12</b>
<b>RULES OF DEBATE .....</b>	<b>13</b>
<b>RULES OF DECORUM.....</b>	<b>15</b>
<b>BYLAWS APPROVAL .....</b>	<b>16</b>
<b>REPRESENTATION OF PARTNERSHIP .....</b>	<b>17</b>
<b>FLORIDA COMMUNITY PLANNING NETWORK (FCPN) .....</b>	<b>18</b>
<b>PLANNING COUNCIL (PARTNERSHIP) APPOINTMENTS .....</b>	<b>19</b>
A. Application Process .....	19
B. Nomination Process – Step 1 .....	19
C. Nomination Process – Step 2.....	19
D. Appointment .....	20
<b>COMPOSITION OF PARTNERSHIP .....</b>	<b>21</b>
A. Members .....	23
B. Alternates .....	24
C. Ex-Officio Representatives.....	24
<b>COMMITTEE AND SUBCOMMITTEE APPLICATION AND NOMINATIONS PROCESS .....</b>	<b>25</b>
<b>STANDING COMMITTEES, SUBCOMMITTEES AND WORKGROUP COMPOSITION .....</b>	<b>26</b>
A. Standing Committees.....	26
B. Subcommittees .....	26
C. Workgroups .....	27

<b>MEMBERSHIP TERMS.....</b>	<b>28</b>
A. Partnership Members .....	28
B. Standing Committees and Subcommittees Members .....	28
C. Workgroup Members .....	28
<b>ROLES AND RESPONSIBILITIES OF ALL MEMBERS.....</b>	<b>29</b>
<b>OFFICERS.....</b>	<b>30</b>
A. Composition.....	30
B. Nominations and Elections .....	30
C. Term of Office .....	31
<b>OFFICER RESPONSIBILITIES .....</b>	<b>32</b>
A. All Chairs.....	32
B. The Partnership Chair .....	32
C. The Vice-Chair .....	32
<b>PARTNERSHIP GRIEVANCE PROCEDURE.....</b>	<b>33</b>
<b>ROLES AND RESPONSIBILITES OF PLANNING COUNCIL STAFF</b>	
<b>SUPPORT .....</b>	<b>34</b>
<b>EVALUATION OF CONTRACTED PARTNERSHIP STAFF</b>	
<b>SUPPORT SUBRECIPIENT AND REVIEW OF SUBRECIPIENT’S</b>	
<b>BUDGET .....</b>	<b>35</b>
<b>OPERATIONAL PROCEDURES FOR NATURAL DISASTER AND</b>	
<b>HEALTH EMERGENCY .....</b>	<b>38</b>
A. Partnership Membership.....	39
B. Committee/Subcommittee membership.....	40

# INTRODUCTION

This manual outlines the Policies and Procedures of the Miami-Dade HIV/AIDS Partnership (hereafter, the Partnership), its committees, subcommittees, and workgroups; and of Partnership Staff in their work with the Partnership. The Miami-Dade HIV/AIDS Partnership is the Ryan White HIV/AIDS Program planning council for Miami-Dade County.

All duties, responsibilities and assignments of tasks are detailed in the Miami-Dade HIV/AIDS Partnership Bylaws. In any case where there is a discrepancy between these Policies and Procedures and the Bylaws, the Bylaws prevail.

Unless otherwise indicated, the following terms and definitions apply:

- The **Recipient** is the Miami-Dade County Office of Management and Budget - Grants Coordination/Ryan White Program.
- **County** is Miami-Dade County, Florida.
- **Representatives of the affected community** indicates persons with HIV/AIDS who may or may not receive Ryan White Program services.
- **Staff** refers to persons who are employed by Behavioral Science Research Corporation (BSR), operating under contract with the Recipient to provide administrative support to the Partnership. At the present time, the persons employed by BSR to provide this administrative support include:
  - Dr. Robert Ladner, President, [rladner@behavioralscience.com](mailto:rladner@behavioralscience.com)
  - Marlen Meizoso, M.A., Project Manager/Research Associate, [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com)
  - Christina Bontempo, Project Manager/Community Liaison, [cbontempo@behavioralscience.com](mailto:cbontempo@behavioralscience.com)
  - Frank Gattorno, Data Analyst, [fgattorno@behavioralscience.com](mailto:fgattorno@behavioralscience.com)
  - Morela Lucas, Fiscal Administrator and Office Manager, [mlucas@behavioralscience.com](mailto:mlucas@behavioralscience.com)
- The **contact address** of Partnership Staff Support is Behavioral Science Research Corp., 2121 Ponce de Leon Boulevard, Suite 240, Coral Gables, FL 33134.
- **Subrecipients** are Ryan White Program Part A/Minority AIDS Initiative direct service providers.
- **FDOH** is the Florida Department of Health in Miami-Dade County.
- Where items are indicated as being posted **online**, the website is [www.aidsnet.org](http://www.aidsnet.org).

# MEETINGS

## A. SCHEDULES

- The Partnership and its committees meet monthly, unless there is no business on the agenda, the Partnership or its committees cancel the meeting in advance, or there is a local or national emergency that would preclude holding a meeting.
- The Subcommittee meets monthly January-November, unless no business is on the agenda, or there is a local or national emergency that would preclude holding a meeting.
- A meeting may be cancelled upon consultation and concurrence of the Chair (for Community Coalition CommitteeRoundtable); and/or Recipient (for Partnership, Care and Treatment Committee, Strategic Planning Committee, and Medical Care Subcommittee meetings); and/or grantees (FDOH for Prevention Committee meetings; City of Miami for Housing Committee meetings).
- The Partnership Chair, or five (5) Partnership members upon written request to the Chair, may call for a special Partnership meeting.
- A committee or subcommittee Chair, or five (5) committee or subcommittee members, upon written request to the Chair, may call for a special committee or subcommittee meeting.
- Meetings are publicly noticed via email at least 13 calendar days before the scheduled meeting date.
- Meetings are posted to the County calendar quarterly.
- Each calendar year's meeting dates are posted online annually in January.

## B. MINUTES

- Audio recordings are made of all Partnership, committee, subcommittee, and workgroup meetings.
- Audio recordings and distributed materials are kept on file by Staff for no less than six (6) years and are available by written request.
- Minutes are drafted by Staff memorializing the decisions made at each meeting. Drafted minutes are approved by members in each group's subsequent meeting. Approved minutes are posted online for up to one year. Older minutes are available by request.

## C. PROTOCOL

- All meetings must comply with Florida's Government in the Sunshine Laws (Florida Statute, Chapter 286).
- The *Miami-Dade HIV/AIDS Partnership Bylaws* (Bylaws) are the governing document of the Partnership, its committees, subcommittees, and workgroups.
- Meetings are scheduled with specified start and end times. Meetings must start on time and end no later than the scheduled end time.

- A meeting may be extended by a motion made by any voting member, upon approval by a majority of those present.
- A meeting without quorum (see below) can be cancelled at the Chair's discretion.

## D. QUORUM

- Quorum is the minimum number of voting members who must be present at a meeting in order to conduct business.
  - Quorum for the Partnership is ~~thirteen (13)~~ one-third (1/3) voting members plus one.
  - Quorum for each standing committee, subcommittee, and workgroup is one-third (1/3) of the voting members plus one (1).
  - The Partnership Chair counts toward quorum at all Partnership, committee, subcommittee, and workgroup meetings which s/he attends.
- No agenda items can be addressed without a quorum.
- If a quorum is not present at the start time of a meeting, the Chair will determine how long to wait for a quorum to be established before dismissing the meeting.
- If a meeting is cancelled for lack of quorum, no audio recording or minutes are taken.

## E. VOTING

Voting shall be by voice vote, raised hand, or paper ballot.

Standing committees, subcommittees and workgroups may only make recommendations and suggest motions that the Partnership and other standing committees or workgroups, where applicable, may consider. They do not have the authority to bind the Partnership or the County.

# PRIORITY SETTING AND RESOURCE ALLOCATIONS (PSRA)

The Care and Treatment Committee (Committee) shall recommend Ryan White Part A/MAI Program service priorities and resource allocations to the Miami-Dade HIV/AIDS Partnership, as needed to ensure Health Resources and Services Administration (HRSA) mandates are met.

All resource allocation recommendations are tied to service categories only, and not to individual subrecipients.

## A. PRIORITY SETTING AND INITIAL ALLOCATION

Annual Needs Assessment for the Next Fiscal Year

- Staff will provide training on Needs Assessment expectations and understanding data.
- Staff will provide a comprehensive manual ~~to Committee and Partnership members~~ posted online, including, but not limited to:
  - Epidemiology Data
  - Ryan White Program HIV Care Continuum Data
  - Ryan White Program Service Utilization Data (via Dashboard Cards)
  - Ryan White Program Demographic Data
- Based on data analysis, the Committee will use established principles to determine service priorities and resource allocations.
- Recommendations will be approved by motion and forwarded to the Partnership for final approval.

## B. REVISED ALLOCATIONS

Following receipt of the actual HRSA Ryan White Program Part A/MAI grant award, resource allocations may be adjusted.

- The Recipient will present the actual grant award totals.
- The Committee may adjust service category allocations, taking into account Needs Assessment data and decisions, service priorities, prior expenditures and any expenditure request to allocate funding to service categories.
- Recommendations will be approved by motion and forwarded to the Partnership for final approval.

## C. SWEEPS AND REALLOCATIONS

Throughout the year, the Recipient will report over- and under-spending by service category and the Committee will hold additional resource allocations (“sweeps”) as often as needed in order to maximize expenditures prior to the end of the fiscal budget year (end of February, annually).

- The Recipient will present to the Committee sweeps/reallocations expenditure spreadsheets, which include requests by subrecipient reported in aggregate by service categories.
- The Committee will use Needs Assessment data and decisions, service priorities, and expenditures to reallocate funding to service categories.

- Recommendations will be approved by motion and forwarded to the Partnership for final approval.

#### **D. FINAL REALLOCATIONS**

For the final reallocation of the year, the Recipient will request authorization to move funds expeditiously to needed service categories in order to maximize expenditures.

- The recommendation will be approved by motion and forwarded to the Partnership for final approval.
- The Recipient will provide the Committee and the Partnership with final allocations and expenditures at the close of the fiscal year's finances.

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## PARKING AND ~~INCENTIVES~~ TRAVEL EXPENSE OFF SET

~~Only members of the affected community who are non-affiliated and do not work for a Part A provider may have their parking validated at in the the garage parking at the 2121 Ponce de Leon Blvd building for meetings held at the BSR offices cannot be validated.-~~

Garage parking at the Miami-Dade County Main Library is available at a reduced rate to everyone by validating tickets at the front desk. Tickets are payable upon exit at the kiosk.

Members of the affected community who are members of the Partnership (Committees, Subcommittee, or Workgroups), are not affiliated, and do not work for a Part A provider, may receive a ~~\$10-20~~ gift card ~~for meeting travel expense off set~~ participation at meetings.

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## CONFLICT OF INTEREST

Conflict of interest exists when a member works for a subrecipient which is the sole provider of services in a Ryan White Part A/MAI funded service category.

Conflicted members shall:

- Refrain from participating in the discussions concerning the designated conflict of interest services category, and from voting on motions related to that service category;
- Immediately identify the nature of his/her conflict, when the service category comes to discussion, and step out of the room before discussion begins;
- Remain outside the room until business – including motions – related to the relevant service category is completed; and
- Complete Form 8B - *Memorandum of Voting Conflict for County, Municipal and other Local Public Officers* and provide it to Staff before the meeting is adjourned.

Staff shall:

- Ensure conflicted members follow the above protocol, notifying them in the course of the meeting if necessary;
- Inform the conflicted member when business related to the relevant service is completed, so that s/he may return to the meeting;
- Collect the completed Form 8B; and
- Include the completed Form 8B in the meeting minutes.

If quorum will be broken due to a member leaving the meeting because of a conflict of interest, action on the item must be tabled.

## ATTENDANCE

Regular meeting attendance is vital to the success of the work of the Partnership, committees, subcommittees, and workgroups.

- Members must comply with the attendance requirement (Sections 2-11.39 and 2-1102(j) of the Code of Miami-Dade County), namely:
  - Five (5) absences in the County fiscal year (October 1 of the current year through September 30 of the following year) shall constitute grounds for removal, and members with five (5) absences are automatically removed from the Partnership, committee, or subcommittee.
  - Members must be in attendance for at least 75% of the announced duration of any scheduled meeting in order to be counted as present at the meeting. A member is counted as absent from a meeting if s/he attends the meeting for less than 75% of the scheduled or actual duration of the meeting, whichever is less.
- Absences due to Partnership-approved business/travel are not counted against the total of five (5) absences.
- Staff will monitor attendance monthly:
  - An attendance reminder will be sent via email – with read receipt – to any member who misses three (3) meetings in the County fiscal year (October 1 of the current year through September 30 of the following year).
  - A warning of removal for absenteeism will be sent via email – with read receipt – to any member who misses four (4) meetings in the County fiscal year (October 1 of the current year through September 30 of the following year).
  - Notification of removal will be sent via email – with read receipt – to members with five (5) absences.

## PUBLIC COMMENT

Guests and members of the public shall be given a reasonable opportunity to be heard on any matter *that is on the agenda* at a Partnership, committee, subcommittee, or workgroup meeting, pursuant to section 286.0114, Florida Statutes. “Public” specifically refers to persons in attendance who are not voting members of the assembled group.

This opportunity shall be a standing item on every meeting agenda.

The Chair will read the following into the record to open this portion of the meeting:

“Pursuant to Florida Sunshine Law, I want to provide the public with a reasonable opportunity to be heard on any item on our agenda today. If there is anyone who wishes to be heard, I invite you to speak now. Each person will be given three minutes to speak. Please begin by stating your name and address for the record before you talk about your concerns.”

Members of the public indicating a desire to speak will be recognized by the Chair.

- Each member of the public shall be given a minimum of three (3) minutes to speak, and shall begin by identifying themselves fully, including name and address, to the members present.
- Staff will keep track of the time limit and memorialize comments in the meeting minutes.
- If there is no public to comment, or following comments, the Chair will declare that the floor is closed.

# RULES OF DEBATE

All members shall comply with the following rules of debate, abstracted from Robert's Rules of Order:

- **Questions under Debate**

When a motion is presented and seconded, it is under consideration and no other motion shall be received thereafter, except to adjourn, lay on the table, to postpone, or to amend, until the question is decided. These motions shall have preference in the order in which they are mentioned and the first two shall be decided without debate. Final action upon a pending motion may be deferred until a date certain by the majority of the members present.

- **As to the Chair or Vice-Chair**

The Chair, upon relinquishing the Chair, may move, second, debate and vote, subject only to such limitations as are by these rules imposed upon all members. Otherwise, the Chair may not move or second any motion.

- **Getting the Floor; Improper References to be Avoided**

Every member desiring to speak for any purpose shall address the presiding officer, and upon recognition, shall be confined to the question under debate avoiding all personalities and indecorous language.

- **Interruption; Call to Order; Appeal a Ruling of the Chair**

A member, once recognized, shall not be interrupted when speaking unless it be a call to order as herein otherwise provided.

If a member is called to order, the member shall cease speaking until the question of order is determined by the presiding officer, and if in order, the member shall be permitted to proceed.

Any member may appeal to the Partnership, standing committee, subcommittee, or workgroup from the decision of the presiding officer upon a question of order, when, without debate, the presiding officer shall submit to the Partnership, standing committee, subcommittee, or workgroup, as applicable, the question, "Shall the decision of the chair be sustained?" and the Partnership, standing committee, subcommittee, or workgroup shall decide by a majority vote.

- **Privilege of Closing the Debate**

The member sponsoring or moving the adoption of a motion shall have the privilege of closing the debate.

- **Method of Voting**

Voting shall be by voice vote, raised hand, or paper ballot.

- **Conflicts of Interest**

Any member with a conflict of interest on a particular matter shall refrain from participating in the proceedings related to that matter, and from voting on that matter. (See Conflict of Interest, above).

- **The Votes**

Whenever action cannot be taken because the vote of the members has resulted in a tie, and no other available motion on an item is made and approved before the next item is called for consideration or before a recess or adjournment is called, whichever occurs first, then the item shall be removed from the agenda.

- **Vote Change**

Any member may change their vote before the next item is called for consideration, or before a recess or adjournment is called, whichever occurs first, but not thereafter.

- **No Motion or Second**

If an agenda item fails to receive a motion or second, it shall be removed from the agenda.

- **Reconsideration**

An action of the Partnership, a standing committee, subcommittee, or workgroup may be reconsidered only at the same meeting at which the action was taken or at the next regular meeting thereafter.

A motion to reconsider may be made only by a member who voted on the prevailing side of the question and must be concurred by a majority of those present at the meeting.

A motion to reconsider an item resulting in a tie vote is not in order, and no such motion shall be reconsidered.

A motion to reconsider shall not be considered unless at least the same number of members are present as participated in the original vote.

- **Recording of Motions and Votes**

Staff will record all motions and memorialize in the minutes.

Names of members voting “against” a motion will be memorialized in the minutes, regardless of the outcome of the vote.

Any person whose name is not indicated as voting “against” a motion is, by virtue of being marked as present, counted as being “for” that motion.

- **Adjournment**

A motion to adjourn shall always be in order and decided without debate.

## **RULES OF DECORUM**

The following rules of decorum shall apply to all meetings:

- Any person making impertinent or slanderous remarks or who becomes boisterous while addressing any person in attendance shall be barred by the presiding officer from further appearance at that meeting, unless permission to address the members is granted by the majority vote of the members present.
- No clapping, applauding, heckling or verbal outbursts in support or opposition to a speaker for their remarks shall be permitted. No signs or placards shall be allowed in the meeting. Persons exiting the meeting shall do so quietly.
- The use of cell phones in the meetings is not permitted. Ringers must be set to silent mode to avoid disruption of the proceedings. Individuals, including those on the dais, must exit the meetings to answer incoming cell phone calls.

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## BYLAWS APPROVAL

The Bylaws are the governing document of the Miami-Dade HIV/AIDS Partnership and as such will be reviewed by the Executive Committee, at an interval determined by the committee. The process for review will be as follows:

1. The Executive Committee will review the Bylaws and recommend changes.
2. Staff will memorialize recommended changes in the meeting minutes and generate a revised draft based on recommendations.
3. The Committee will review the revised draft Bylaws and may make additional changes. This process may be repeated until the Committee is satisfied that the draft is ready to be adopted as final.
4. The Committee will make a formal motion to adopt the draft Bylaws, subject to review for legal sufficiency.
5. The draft Bylaws will be provided to the (Assistant) County Attorney for legal sufficiency review.
6. The final draft Bylaws and response from the County Attorney on suggested changes will be provided to the Partnership no less than five (5) days prior to their next scheduled meeting.
7. A motion will be called to adopt the revised Bylaws.
8. The revised Bylaws will be adopted with a 2/3 vote of the current members and will become official at the conclusion of that vote and signature by the County Attorney.



## REPRESENTATION OF PARTNERSHIP

Any Partnership member, including Chairs or Vice-Chairs, must be authorized by the Partnership to act as an official representative of the Partnership.

This policy applies to members attending local and/or national events, such as the Ryan White All Parts Program Conference, even when the rationale for the member's attendance is grounded on the member being affiliated with the Partnership.

A Partnership member may say that s/he is "attending as a member [or officer] of the Miami-Dade HIV/AIDS Partnership, the Miami-Dade Ryan White Planning Council," but s/he may not say that s/he "speaks for the Partnership" on a particular issue unless the position that is being taken has been authorized by the Partnership.

In the event that a Partnership member or officer is attending a specific event as a representative of the Partnership, and there are financial costs involved, the Partnership must authorize the reimbursement of these costs in advance of the attendance, and staff will advise on funding availability and limitations.

This policy also applies to communication on behalf of the Partnership. No letter, email, or other public statement may be made or published by a Partnership member or officer in his/her official capacity as a Partnership member or officer without the express authorization of the Partnership.

Notwithstanding the above, Partnership members are always encouraged to identify themselves as members of the Partnership, particularly in regards to recruitment efforts.

## FLORIDA COMMUNITY PLANNING NETWORK (FCPN)

The Care and Treatment Committee makes recommendations to appoint two nominees for the FCPN Patient Care Planning Group. At least one member selected shall be a Partnership member.

The Prevention Committee makes recommendations to appoint two nominees for the FCPN Prevention Planning Group. At least one member selected shall be a Partnership member. At least one member shall be a representative from FDOH (this can be the same person).

Members serving an extended term may not be considered for nomination.

Staff will inform each relevant committee when the FCPN is seeking nominations.

Both committees shall nominate FCPN representatives by majority vote. The vote will then go before the Partnership.

Following nominations, staff will assist with the application process.

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# PLANNING COUNCIL (PARTNERSHIP) APPOINTMENTS

Members of the Miami-Dade HIV/AIDS Partnership are appointed by the Mayor of Miami-Dade County.

## A. APPLICATION PROCESS

- Interested applicants will complete a Partnership Membership application and submit it to staff.
- Staff will verify that the application is complete, including signatures, dates and including current copy of voter's registration, as applicable.
- For applicants of the Representative of the Affected Community category, staff will verify that: 1) the applicant is non-conflicted, meaning s/he is not employed by a Ryan White Program Part A/MAI subrecipient; and 2) the applicant has been a recipient of Ryan White Part A and/or MAI program services within the previous 12 months.
- Staff will notify applicants that their application will be reviewed by the Community Coalition ~~Committee~~ Roundtable and secure the applicant's attendance at the next Community Coalition ~~Committee~~ Roundtable meeting.

## B. NOMINATION PROCESS – STEP 1

- Staff will prepare an application score sheet, including PIR, for each applicant for Community Coalition ~~Committee~~ Roundtable member review.
- Applicant(s) will be introduced, state their interest in serving on the Partnership, and answer any questions posed by voting members.
- Committee members will rank and score application(s) using the score sheet.
- Staff will tally the scores and present them to committee.
- A voting member of the Community Coalition ~~Committee~~ Roundtable will make a motion to *recommend the applicant's appointment to the Partnership*, and the vote will be recorded.

## C. NOMINATION PROCESS – STEP 2

- Staff will secure the applicant's attendance at the next Partnership meeting.
- Staff will prepare a new member packet – including two (2) copies of the recommended appointment memorandum, current parity, inclusion and representation (PIR) scores, current list of Partnership members, authorization to conduct a background check and affiliation of nominees, as applicable, to be given to the Recipient upon a majority vote in favor of a recommended appointment.
- During Committee Reports, applicant(s) will be introduced, state their interest in serving on the Partnership, and answer any questions posed by voting members.
- A voting member will make a motion to *recommend the applicant's appointment to the Mayor of Miami-Dade County*.

## D. APPOINTMENT

- The County will deliver the new member packet to the Office of the Mayor.
- At his/her discretion, the Mayor will appoint (or not appoint) members to the Partnership by issuing a memo to the County, who will inform Staff and – if the member has been approved by the Mayor – furnish a welcome packet to the approved member(s).
- Newly appointed members need to complete the Oath of Office prior to their first meeting in order to complete the appointment process.
- Staff will forward a welcome packet outlining member expectations and responsibilities.
- If not already serving on a committee or subcommittee, the Partnership Chair will appoint a new member to a committee or subcommittee. The appointments will be ratified by majority vote of the Partnership.
- Additional training and filing requirements for new members are outlined in the Partnership Bylaws.

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# MEMBERSHIP APPLICATION PROCESS (STAFF PROCESS)

Partnership membership is open to persons with HIV/AIDS, service providers, funders, and other community members connected to the HIV/AIDS service system in Miami-Dade County.

Membership applications are under review and revision by the Community Coalition ~~Committee~~ Roundtable. The following is based on those revised applications.

## A. PARTNERSHIP MEMBERSHIP

### 1. Partnership Representative of the Affected Community (ROAC) applicants are required to:

- Complete the Representative of the Affected Community Application;
- Attend a Community Coalition ~~Committee~~ Roundtable (CCCR) meeting to introduce themselves and state their interest in serving as a member;
- Attend the subsequent Miami-Dade HIV/AIDS Partnership meeting to introduce themselves and state their interest in serving as a member;
- Agree to a criminal background check conducted by the Mayor of Miami-Dade County; and
- Agree to disclosure of personal health information (HIV-status).

### 2. Partnership General Membership (non-ROAC) applicants are required to:

- Complete the General Membership Application;
- Attend a Community Coalition ~~Committee~~ Roundtable (CCCR) meeting to introduce themselves and state their interest in serving as a member;
- Attend the subsequent Miami-Dade HIV/AIDS Partnership meeting to introduce themselves and state their interest in serving as a member;
- Agree to a criminal background check conducted by the Mayor of Miami-Dade County; and
- Agree to review of voter registration status.

### 3. Staff Responsibilities for Partnership Applicants:

- Ensure applications are completed in full and contact applicants if information is missing or unclear.
- Look up voter registration status for non-ROAC applicants.
- Confirm Ryan White Program Part A service receipt for ROAC applicants.
- Advise applicants of upcoming CCCR meeting where their application will be reviewed.
- Provide CCCR members with a ballot including applicant's name and affiliation (if any), statement of interest, requested Partnership seat assignments(s), areas of expertise, and current Parity, Inclusiveness, and Representation (PIR) chart.
- Tally ballots and advise the Chair of the results.
- Advise recommended applicants of next steps as detailed in the application.
- Following Partnership approval, send a packet to OMB for review by the Mayor, including two (2) copies each of:
  - Cover memo;
  - Complete membership application;
  - PIR; and
  - Current Partnership Member Roster.
- Follow up with OMB on pending applications and notify applicants of progress.
- Keep applications on file.

- Following Mayoral approval, send welcome packet including reminders on required training, meeting calendar, Code of Conduct, and Bylaws.

## **B. COMMITTEE/SUBCOMMITTEE MEMBERSHIP**

### 1. Committee/Subcommittee applicants are required to:

- Complete the Committee-specific application, including agreement to review of voter registration status.
- Attend a meeting of the requested committee to introduce themselves and state their interest in serving as a member.

### 2. Staff Responsibilities for Committee/Subcommittee Applicants:

- Ensure applications are completed in full and contact applicants if information is missing or unclear.
- Look up voter registration status.
- Advise applicants of upcoming meeting where their application will be reviewed.
- Advise Chair of new applicant(s).
- Keep applications on file.
- Following committee approval, send welcome packet including reminders on required training, meeting calendar, Code of Conduct, and Bylaws.

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# COMPOSITION OF PARTNERSHIP

The Miami-Dade HIV/AIDS Partnership is comprised of ~~39~~30 members, ~~three (3) alternate members~~, and ~~two~~three (23) Ex-officio members as follows:

## A. MEMBERS

- ~~Fifteen~~Ten (150) member representatives of affected communities, including ~~thirteen (13) persons living people with HIV, or members of a Federal Recognized Indian Tribe as represented in the population, or individuals co-infected with hepatitis B or C, with HIV/AIDS, who are not affiliated or employed by a Part A funded provider and are recipients of Part A services,~~ and historically underserved groups and subpopulations ~~that reflect the demographics of the population within the eligible metropolitan area;~~
- One (1) health care provider representing a Federally Qualified Health Center;
- One (1) Community Based AIDS Service Organization representative;
- Two (2) housing, homeless or social service providers;
- One (1) mental health provider;
- One (1) substance abuse provider;
- One (1) HIV prevention service provider;
- One (1) representative of a hospital or health care planning agency;
- One (1) representative of Miami-Dade County Ryan White Program Part A local grantee representative who shall not be a Ryan White Program recipient representative, who position is not funded by Part A of the Ryan White HIV/AIDS Program (RWHAP), who does not provide in-kind services, and who has no significant involvement in the RWHAP Part A grant;
- One (1) state government Ryan White Program Part B grantee representative;
- One (1) representative from agencies receiving grants under Ryan White Part C;
- One (1) representative from agencies receiving grants under Ryan White Part D, or from organizations with a history of providing services to children, youth, and families, if funded locally;
- ~~One (1) State of Florida General Revenue grantee representative;~~
- Four (4) grantee representatives of other federal HIV programs including, but not limited to, Centers for Disease Control and Prevention (CDC), HOPWA, Ryan White Part F, and Substance Abuse and Mental Health Services Administration (SAMHSA), if funded locally;
- One (1) state government/Medicaid Agency representative;
- One (1) local public health agency representative from the Florida Department of Health in Miami-Dade County;
- ~~One (1) Miami-Dade County Public Schools representative;~~
- One (1) non-elected community leader who does not provide HIV related health care services subject to funding under the Partnership programs;
- One (1) former inmate of a local, state, or federal prison released from the custody of the penal system during the preceding three (3) years and had HIV disease as of the date of release, or a representative of HIV positive incarcerated persons;
- ~~One (1) representative of a federally recognized Indian tribe as represented in the population from the affected community; and~~
- ~~One (1) representative co-infected with hepatitis B or C from the affected community.~~

## **~~B. ALTERNATES~~**

~~The Partnership membership shall include three (3) representatives of the affected community who are not affiliated or employed by a Part A/MAI funded subrecipient, and who are recipients of Part A/MAI services.~~

- ~~▪ Alternate members are subject to the same application, nomination, and appointment process as outlined above.~~
- ~~▪ Alternate members are non-voting members of the full Partnership except when a voting member is unable to serve, at which time an alternate member designated by the Chair shall serve as voting member for the full Partnership and the Partnership's committees.~~

## **G.B. EX-OFFICIO REPRESENTATIVES**

The Partnership membership shall include ~~three~~ (23) ex-officio representatives:

- One (1) ex-officio representative from the Office of the Miami-Dade County Mayor; ~~and~~
- One (1) ex-officio representative from the Board of County Commissioners; ~~And~~
- One (1) ex-officio representative from Miami-Dade County Public Schools.

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## COMMITTEE AND SUBCOMMITTEE APPLICATION AND NOMINATIONS PROCESS

Persons interested in committee or subcommittee membership will complete a committee/subcommittee application and submit it to staff.

Staff will check that the application is complete, signed, and dated, and verify that the applicant is a qualified Miami-Dade County elector. Staff (and an officer of relevant committee) may schedule a meeting in person or virtually to review the application, review duties and responsibilities for the Committee/Subcommittee/Workgroup, and advise of next steps with potential applicants.

Staff will notify potential nominee(s) when their application(s) will be reviewed by the committee/subcommittee of interest and will invite nominee(s) to that meeting.

Nominees will present themselves to the committee/subcommittee to indicate their interest.

The committee/subcommittee will vote to either accept or reject membership. If accepted, staff will generate a welcome packet to forward to new members informing them of membership requirements and invite them to the next scheduled New Member Orientation and provide them information on Ethics Training.-

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# STANDING COMMITTEES, SUBCOMMITTEES AND WORKGROUP COMPOSITION

## A. STANDING COMMITTEES

There are six standing committees:

1. Executive
2. Care and Treatment
3. Community Coalition [Roundtable](#)
4. Housing
5. Prevention
- ~~6.~~ Strategic Planning

Each standing committee may have a maximum number of members:

Committee	Maximum Number of Members
Executive	12
Care and Treatment	16
Community Coalition	16
Housing	16
Prevention	24
Strategic Planning	16

Standing committees shall strive to include 1/3 of members who are representatives of the affected community.

## B. SUBCOMMITTEES

A Subcommittee can have a maximum of 16 members.

There is one subcommittee:

1. Medical Care Subcommittee

Should additional subcommittees be formed, their formation and composition shall be ratified by the Partnership.

The Medical Care Subcommittee has representation of membership, as follows:

- Five (5) Representatives of Affected Community
- Four (4) Licensed Medical Providers (MD, DO, ARNP, PA)
- One (1) Pharmacists
- One (1) Psychiatrist/Mental Health Professional
- One (1) ADAP representative
- One (1) General Revenue representative
- One (1) Nurse/Medical Case Manager
- One (1) Substance Abuse Treatment
- One (1) General Seats

## C. WORKGROUPS

Committees and subcommittees may request the Partnership create a workgroup to address a specific issue.

The recommendation to create a workgroup will include the purpose of the workgroup, duration of authorization, and membership composition.

Once approved, the workgroup will report to the authority that requested its creation.

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# MEMBERSHIP TERMS

## A. PARTNERSHIP MEMBERS

Members shall be appointed to terms not to exceed three (3) years from the date of the Mayor's appointment of said member.

No Partnership board member shall be permitted to serve more than two (2) consecutive and complete terms of three (3) years except as required by law.

Notwithstanding the prior sentence, for the purpose of continuity, an appointed Partnership member's term can be extended until the Mayor has appointed a replacement. These 'placeholder' members may stay on the Subcommittee/Committee they are on until the seat they hold is replaced. For non-grantee appointee seats, all efforts will be made to fill vacancies within a year.

Members who have served six (6) years on one (1) or any combination of committee(s) or subcommittee(s) must wait two (2) years before reapplying to any standing committee, subcommittee, workgroup, or the Partnership.

## B. STANDING COMMITTEES AND SUBCOMMITTEES MEMBERS

For standing committees and subcommittees, members may serve a maximum of six (6) years on one (1) or any combination of committee(s) or subcommittee(s).

Government or grantee seats are exempted from the above; those members may serve as long as they are designated by their respective agencies to serve.

Members who have served six (6) years must wait two (2) years before reapplying to any standing committee, subcommittee, workgroup, or the Partnership.

## C. WORKGROUP MEMBERS

Workgroups shall not exist for more than one year unless extended by the Partnership.

Once their work is concluded the workgroup will dissolve.

Members who have served six (6) years on one (1) or any combination of committee(s) or subcommittee(s) must wait two (2) years before reapplying to any standing committee, subcommittee, workgroup, or the Partnership.

## **ROLES AND RESPONSIBILITIES OF ALL MEMBERS**

All members of the Partnership, standing committee(s), subcommittee, or workgroup(s) shall abide by the following

- Read and abide by the Miami-Dade HIV/AIDS Partnership Bylaws.
- RSVP and attend meeting(s) of groups of which one is a member.
- Read materials provided in advance.
- Participate in meetings, remembering you are serving the HIV positive community in Miami-Dade and not your personal interest.
- Read, sign and abide by the Code of Conduct
- Complete New Member Orientation within three months.
- Complete Ethics Training.
- Complete Sexual Harassment training (Partnership members only).
- Complete yearly source of income form and if vacating a committee, complete a final source of income form.
- For Subcommittee members, complete an annual Conflict of Interest form in January.

# OFFICERS

The Partnership, committees, and subcommittees shall elect a Chair and Vice-Chair (Officers) from among its members.

All officers are full voting members.

Members serving an extended term may not be considered for officer roles.

If elections ~~can not~~cannot be held when scheduled, the election will be held at the next meeting.

## A. COMPOSITION

- The Partnership
  1. At least one (1) officer of the Partnership must be a person with HIV.
  - ~~1.2.~~ The Chair or Vice-Chair of the Partnership shall be a member of the affected community and recipient of Part A services.
  - ~~2.3.~~ The Chair and Vice-Chair of the Partnership shall not be representatives of a grantee organization, and shall not personally provide, represent entities that provide, or otherwise possess a financial relationship with entities that provide HIV-related services funded by programs under the purview of the Partnership.
  - ~~3.4.~~ No individual shall serve concurrent terms as an officer of the Partnership and an officer of a standing committee or subcommittee. The exception to this rule is for officers of workgroups, which may be led by the Chair or Vice-Chair of the committee under whose purview the workgroup was authorized.
- Standing Committees, Subcommittees, and Workgroups
  1. Each standing committee, subcommittee, or workgroup shall elect a Chair and a Vice-Chair from among its members; they shall serve at the will of the standing committee, subcommittee, or workgroup.
  2. At least one (1) officer of each standing committee must be a Partnership member who shall be designated to report committee activities to the Partnership.
  3. Standing committees, subcommittees, and workgroups shall strive to elect at least one (1) officer who is a person with HIV.
  4. No individual shall serve concurrent terms as an officer of the Partnership and an officer of a standing committee or subcommittee. The exception to this rule is for officers of workgroups, which may be led by the Chair or Vice-Chair of the committee under whose purview the workgroup was authorized.

## B. NOMINATIONS AND ELECTIONS

- Nominations for Officers shall be held in the month prior to elections. Members may also be nominated from the floor on the date of elections.
- The Partnership shall hold elections in March of each calendar year.

- Standing committees and subcommittees shall hold elections in January of each calendar year.
- Workgroups shall designate Officers when they convene. Officers of standing committees may also serve as Officers of the workgroup(s) which report to their committee.
- Upon conclusion of the first one-year term in the month preceding election of a new Vice-Chair, elections shall be held in accordance with the Bylaws.
- The Chair of the Partnership, standing committee, or subcommittee may be nominated at this time to be elected for a second term.
- Other eligible members of the Partnership, standing committee, or subcommittee, including but not limited to the Vice-Chair, may also be nominated regardless of whether the current Chair has elected to seek a second term as Chair of the Partnership, standing committee or subcommittee.

### **C. TERM OF OFFICE**

- Officers of the Partnership, standing committees, and subcommittees shall serve until the next regularly scheduled election.
- No Officer may serve more than two (2) consecutive one-year terms.
- Notwithstanding the foregoing, the terms of office of elected Chairs of workgroups may be for less than one year depending on expiration date of the workgroup.
- An individual who has served for two (2) years as an officer of a committee may reapply to be nominated as an officer of the same committee after a minimum of one year following completion of the prior term.

## **OFFICER RESPONSIBILITIES**

### **A. ALL CHAIRS**

All Chairs shall:

- Preside at meetings at which they are present and have been elected an officer.
- Exercise their right to vote at their respective meetings.
- Maintain decorum, ensure the participation of all members, and facilitate the enactment of business at all meetings.
- Complete the annual Officer Training.

### **B. THE PARTNERSHIP CHAIR**

The Partnership Chair:

- Has full voting rights at Partnership meetings and at all other committee meetings they attend.
- May make appointments of Partnership members to standing committees, subcommittees, or workgroups. The appointments will be ratified by majority vote of the Partnership.

### **C. THE VICE-CHAIR**

The Vice-Chair shall act as Chair in the Chair's absence or inability to conduct business.



## **PARTNERSHIP GRIEVANCE PROCEDURE**

The Partnership has adopted Grievance Procedures to provide, in accordance with the Ryan White Program (42 USC § 300f-12 (a) (6) and 42 USC § 300f-12 (c) (A) and (B)), an orderly procedure for resolving disputes concerning deviations from an established, written priority setting or resource allocation process (e.g., failure to follow established conflict of interests procedures), and deviations from an established, written process for any subsequent changes to priorities or allocations and those attendant rules and regulations that may affect such deviations from established processes, priorities, or allocations.

See Addendum A of the Bylaws for the complete Grievance Procedures.

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## **ROLES AND RESPONSIBILITIES OF PLANNING COUNCIL STAFF SUPPORT**

The work of the Partnership and its standing committees, subcommittees, and work groups is facilitated by the Partnership Staff Support (PSS) subrecipient under contract with Miami-Dade County, Office of Management and Budget – Grants Coordination. Staff Support provides professional and clerical support to the Partnership, standing committees, subcommittees, and workgroups as part of the provision of services by the Mayor’s designee (Office of Management and Budget-Grants Coordination).

Staff shall:

- Arrange for meeting space.
- Maintain and keep the records of the Partnership.
- Prepare, in cooperation with the Chair, the agenda for each meeting.
- Prepare reports, minutes, documents, or correspondence as the Partnership may direct.
- Assist the Partnership, its standing committees, subcommittees and workgroups in the conduct of various evaluations and research projects intended to provide the Partnership and its committees with the information they need to conduct meaningful discussion and prioritize and allocate resources. This assistance facilitates the creation of the Annual State of the HIV/AIDS Epidemic in Miami-Dade Report, the Miami-Dade HIV/AIDS Integrated Plan, Assessment of the Administrative Mechanism, and various other important documents which are spearheaded by various committees but whose actual production remains largely with the Support Staff subrecipient.
- Maintain a comprehensive website, [www.aidsnet.org](http://www.aidsnet.org), including approved Partnership and committee meeting agendas and minutes, and other documents as directed by the planning council or the Recipient.
- Perform general administration of the business and affairs of the Partnership subject to budgetary restrictions.

Staff assignments over and above duties described in the County’s Ryan White Program Administrative contract for staff support require approval by the respective funding entity.

The Partnership may allocate additional funds to provide for additional professional support for keeping the organizational records and carrying out its policies, procedures and programs in accordance with the Bylaws and in conformity with applicable state laws and regulations, County ordinances, and applicable contracts.

Staff maintains the records of the Partnership, including this document. Public records requests must be made to staff. All request should be made in writing. All requests will be reviewed to ensure compliance with local, state, and federal regulations.

# EVALUATION OF CONTRACTED PARTNERSHIP STAFF SUPPORT SUBRECIPIENT AND REVIEW OF SUBRECIPIENT'S BUDGET

The work of the Partnership and its standing committees, subcommittees, and work groups is facilitated by the Partnership Staff Support (PSS) subrecipient under contract with Miami-Dade County, Office of Management and Budget – Grants Coordination. The Partnership is tasked with assessing, evaluating and reviewing the work of this contracted PSS organization. This oversight and review is accomplished in several ways:

1. The Strategic Planning Committee, through its annual Assessment of the Administrative Mechanism, surveys the individual members of the Partnership and direct service subrecipients funded by the Ryan White Program (RWP) as to their satisfaction with the performance of the administrative infrastructure of the RWP. Some of the questions on this survey pertain to the level of satisfaction of the Partnership members and direct services subrecipients with the work of the PSS subrecipient. The findings from this survey are shared with the Partnership and the Recipient, and are incorporated in the annual Ryan White Program grant application.
2. The Executive Committee, as part of its annual review of the administrative structure of the Partnership, reviews the PSS subrecipients funded scope of work and operating budget. This review will follow the review process below:
  2. ~~The annual PSS scope of work for the March – February RWP fiscal year is reviewed by the Executive Committee in January of the program year, prior to the scope of work being submitted to the Recipient as part of the PSS subrecipient's annual contract renewal with the Recipient. The Executive Committee is made cognizant of the statutory obligations for specific services necessarily included in the PSS subrecipient's scope of work, and the fact that the work undertaken in the scope of work must be accomplished within a fixed budget specified by Miami Dade County Office of Management and Budget for the conduct of these activities. While the Executive Committee may provide comments and suggestions on the scope of work, the final decisions concerning the content of the scope remain with the Recipient as the contracting entity.~~
  2. ~~The operating budget for the PSS subrecipient is reviewed in March of the program year, subsequent to its submission to the Recipient as part of the annual contracting process between the PSS subrecipient and the Recipient. The budget will be provided in narrative form, with salary information redacted, so that the Executive Committee may see the way in which the PSS subrecipient seeks to accomplish the work specified in the scope of work within the budget limitations specified by the Recipient, in light of contractual obligations, federal mandates, and emergent Partnership needs.~~

Month	Activity	Committee	Comments
March - May	Committee chairs will poll their respective Committees for any Partnership-based special projects and/or new activities, above and beyond the scheduled annual activities supported by the budget. Executive Committee staff will estimate budgetary implications of these activities and projects, and will provide budgetary data back to individual committees for assistance in prioritizing the special projects. Prioritized projects with budgets will be forwarded to the Executive Committee for review and possible inclusion in the Partnership's budget/scope.	Each Committee	Staff provides cost estimates for new projects or activities.
June	Executive Committee reviews Q1 (March 1-May 31) Partnership Staff Support expense report for current fiscal year.	Executive	
July - August	Executive Committee reviews new projects / activities and associated costs, and prioritizes projects for possible inclusion in the budget. Partnership annual budget for following fiscal year will be reviewed at August 2024 meeting.	Executive	Staff will provide prioritized projects and activities and associated costs for Executive Committee review.
September	Budget recommendations based on prioritized new projects / activities will be included in the annual resource allocation process (Needs Assessment) provided to the Care and Treatment Committee (due by September).	Care and Treatment	
	The Partnership will approve the annual resource allocation levels.	Partnership	Executive Committee will address in the event the Partnership cannot meet.
October	Reviews Q2 (June 1-August 31) Partnership Staff Support expense report for current fiscal year.	Executive	
December	Reviews Q3 (September 1-November 30) Partnership Staff Support expense report for current fiscal year.	Executive	
January	Reviews individual Committee and contractor scope of services for the following fiscal year and approves based on approved budget.	Executive	
April (following FY)	Reviews Q4 (December 1 - February 28/29) September 1-November 30) Partnership Staff Support year-end expense report for previous fiscal year.	Executive	

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## **OPERATIONAL PROCEDURES FOR NATURAL DISASTER AND HEALTH EMERGENCY**

In the event of any natural disaster or health emergency, every effort will be made to ensure the safety of members and staff.

All county, state and Federal directives will be followed when scheduling meetings prior to, during, and after a natural disaster or health emergency.

Meeting feasibility will be examined, and communications will be shared with the Recipient, officers, and members.

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# ~~MEMBERSHIP APPLICATION PROCESS~~

~~Partnership membership is open to persons with HIV/AIDS, service providers, funders, and other community members connected to the HIV/AIDS service system in Miami Dade County.~~

~~Membership applications are under review and revision by the Community Coalition Committee. The following is based on those revised applications.~~

## ~~A. PARTNERSHIP MEMBERSHIP~~

### ~~1. Partnership Representative of the Affected Community (ROAC) applicants are required to:~~

- ~~• Complete the Representative of the Affected Community Application;~~
- ~~• Attend a Community Coalition Committee (CCC) meeting to introduce themselves and state their interest in serving as a member;~~
- ~~• Attend the subsequent Miami Dade HIV/AIDS Partnership meeting to introduce themselves and state their interest in serving as a member;~~
- ~~• Agree to a criminal background check conducted by the Mayor of Miami Dade County; and~~
- ~~• Agree to disclosure of personal health information (HIV status).~~

### ~~2.1. Partnership General Membership (non-ROAC) applicants are required to:~~

- ~~• Complete the General Membership Application;~~
- ~~• Attend a Community Coalition Committee (CCC) meeting to introduce themselves and state their interest in serving as a member;~~
- ~~• Attend the subsequent Miami Dade HIV/AIDS Partnership meeting to introduce themselves and state their interest in serving as a member;~~
- ~~• Agree to a criminal background check conducted by the Mayor of Miami Dade County; and~~
- ~~• Agree to review of voter registration status.~~

### ~~3.1. Staff Responsibilities for Partnership Applicants:~~

- ~~• Ensure applications are completed in full and contact applicants if information is missing or unclear.~~
- ~~• Look up voter registration status for non-ROAC applicants.~~
- ~~• Confirm Ryan White Program Part A service receipt for ROAC applicants.~~
- ~~• Advise applicants of upcoming CCC meeting where their application will be reviewed.~~
- ~~• Provide CCC members with a ballot including applicant's name and affiliation (if any), statement of interest, requested Partnership seat assignments(s), areas of expertise, and current Parity, Inclusiveness, and Representation (PIR) chart.~~
- ~~• Tally ballots and advise the Chair of the results.~~
- ~~• Advise recommended applicants of next steps as detailed in the application.~~
- ~~• Following Partnership approval, send a packet to OMB for review by the Mayor, including two (2) copies each of:
  - ~~— Cover memo;~~
  - ~~— Complete membership application;~~
  - ~~— PIR; and~~
  - ~~— Current Partnership Member Roster.~~~~
- ~~• Follow up with OMB on pending applications and notify applicants of progress.~~

- ~~▪ Keep applications on file.~~
- ~~▪ Following Mayoral approval, send welcome packet including reminders on required training, meeting calendar, Code of Conduct, and Bylaws.~~

## ~~**B.A. COMMITTEE/SUBCOMMITTEE MEMBERSHIP**~~

### ~~1. Committee/Subcommittee applicants are required to:~~

- ~~▪ Complete the Committee specific application, including agreement to review of voter registration status.~~
- ~~▪ Attend a meeting of the requested committee to introduce themselves and state their interest in serving as a member.~~

### ~~2.1. Staff Responsibilities for Committee/Subcommittee Applicants:~~

- ~~▪ Ensure applications are completed in full and contact applicants if information is missing or unclear.~~
- ~~▪ Look up voter registration status.~~
- ~~▪ Advise applicants of upcoming meeting where their application will be reviewed.~~
- ~~▪ Advise Chair of new applicant(s).~~
- ~~▪ Keep applications on file.~~
- ~~▪ Following committee approval, send welcome packet including reminders on required training, meeting calendar, Code of Conduct, and Bylaws.~~





**MIAMI-DADE  
HIV/AIDS PARTNERSHIP**

**Executive Committee**

**Wednesday, December 18, 2024**

10:00 a.m. – 12:00 p.m.

Behavioral Science Research,  
2121 Ponce de Leon Blvd, Ste. 240  
Coral Gables, FL 33134

**AGENDA**

- |       |                                                                      |                        |
|-------|----------------------------------------------------------------------|------------------------|
| I.    | Call to Order                                                        | Alecia Tramel-McIntyre |
| II.   | Introductions                                                        | All                    |
| III.  | Meeting Housekeeping                                                 | Alecia Tramel-McIntyre |
| IV.   | Floor Open to the Public                                             | Harold McIntyre        |
| V.    | Review/Approve Agenda                                                | All                    |
| VI.   | Review/Approve Minutes of October 30, 2024                           | All                    |
| VII.  | Reports                                                              |                        |
|       | • Vacancies/Membership Updates                                       | Staff                  |
| VIII. | Standing Business                                                    |                        |
|       | • Planning Council Support Budget Quarter 3                          | All                    |
|       | • Bylaws Review                                                      | All                    |
|       | • Policy and Procedure Review                                        | All                    |
| IX.   | New Business                                                         |                        |
|       | • 2025 Calendar of Activities                                        | All                    |
| X.    | Announcements and Open Discussions                                   | All                    |
|       | • New Member Orientation January 15, 2025                            |                        |
| XI.   | Next Meeting: <b>January 29, 2025 at Behavioral Science Research</b> | Harold McIntyre        |
| XII.  | Adjournment                                                          | Alecia Tramel-McIntyre |

*Please mute or turn off all cellular devices.*

For more information about the Executive Committee, please contact Marlen Meizoso,  
(305) 445-1076 x107 or [marlen@behavioralscience.com](mailto:marlen@behavioralscience.com).

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**Executive Committee  
Calendar of Activities 2025**

Dates	Budgets and Deliverables Review	Bylaws review	Policy and Procedures Review	Special Projects Discussion	Other Items	Notes
January 29, 2025	x	x			x	Conclude bylaw review, as applicable; Scope of services review based on budget
February 26, 2025						place holder
March 26, 2025					x	
April 30, 2025						place holder; Q4 expenses due
May 28, 2025					x	
June 25, 2025						place holder; Q1 expenses due
July 30, 2025	x		x		x	Special projects reviewed for prioritization
August 27, 2025	x		x			place holder;project recommendations must be completed
September 24, 2025			x		x	Resource allocation in event Partnership does not meet
October 29, 2025						place holder; Q2 expenses due
November 19, 2025		x	x		x	Policy and Procedures review concludes, as applicable; Annual bylaw review starts; plan for 2026
December 17, 2025						place holder; Q3 expenses due



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# NEW MEMBER ORIENTATION

Orientation is a requirement for membership and is a great opportunity to learn about the Partnership!

January 15, 2025  
1:00 p.m.-4:00 p.m.

Via Microsoft Teams

Register at: <https://bit.ly/Jan082025PartnershipNMO>  
or scan QR code:





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HIV/AIDS PARTNERSHIP**

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