

BYLAWS
of the
Residential Ombudsman and Public Guardianship Advisory Board
As revised June 30, 2017*

SECTION I

A. **NAME**

Residential Ombudsman and Public Guardianship Advisory Board.

B. **PURPOSE**

The *Board* has five primary duties.

1. Monitor the Long-Term Care Ombudsman program. (ORS 441.417(1))
2. Advise the Governor and the Legislative Assembly on the Long-Term Care Ombudsman program. (ORS 441.417(2))
3. When the Office of the Long-Term Care Ombudsman is vacant, nominate, after interviews and according to prescribed criteria, three persons to fill the Office, and provide the list to the Governor. (ORS 441.417(3))
4. Develop and implement a grievance procedure to hear residential facility complaints against volunteer ombudsmen, when such complaints have not been resolved through the state Long-Term Care Ombudsman's procedures. (ORS 441.418)
5. Per SB 1553 SECTION 3.(1), the Long Term Care Ombudsman, in consultation with the *Residential Ombudsman and Public Guardianship Advisory Board*, shall appoint the Oregon Public Guardian and Conservator in the Office of the Long Term Care Ombudsman for a four year term.

C. **POLICY FOR THE OPERATION OF THE BOARD**

Policies must be consistent with the official purpose of the *Residential Ombudsman and Public Guardianship Advisory Board* as defined in ORS 441.416-418.

* Revised to comply with 2017 revisions to ORS 441 and the enactment of SB 58.

SECTION II

A. PERSONNEL

The *Board* consists of eleven members appointed by the Governor and Legislature and confirmed by the Senate in accordance with ORS 441.416.

B. TERM OF OFFICE

1. Term of Office is four years. (ORS 441.416(3))
2. *Board* members may continue to serve past their term until a successor is appointed.
3. In the case of an appointment to an unexpired term, the member will serve to the end of that term.
4. Members may be reappointed.

C. QUALIFICATIONS

Members of the *Board* must be residents of this state who are broadly representative, to the extent possible, of persons residing in residential facilities, including members of racial and ethnic minorities, who have knowledge and interest in the problems of persons residing in residential facilities, and who are representative of all areas of this state and the demographics of groups served by the Long Term Care Ombudsman. (ORS 441.416 (4))

A member of the *Board* may not have a financial or fiduciary interest in residential facilities or service providers, or involvement in the licensing or certification of residential facilities or service providers. (ORS 441.416 (5))

D. VACANCIES

1. Members wishing to resign from the *Board* must notify their appointing authority in writing, with a copy to the *Board* Chair.
2. Any member who fails to attend fifty percent or more of the meetings held in a year will be encouraged to resign. If the member does not resign, the *Board* will notify the member's Appointing Authority of the absences. Members whose absences are due to illness and who have communicated to the *Board* in writing an intention to resume attendance at a date certain may be exempted upon a vote of the *Board*.

3. When there is a vacancy, the *Board* will ask the Appointing Authority for a replacement.

E. MEETINGS

1. The *Board* will meet monthly, at a place, day, and hour determined by the Board. (ORS 441.416(8))
2. The *Board* may also meet at other times at the call of the Chair, Vice Chair, or of a majority of *Board* members. (ORS 441.416(8))
3. Any member who expects to miss a meeting must notify the Ombudsman's Office in Salem as soon as practicable, but no later than 48 hours in advance of the scheduled meeting.
4. The *Board* will confer each month with the State Long-Term Care Ombudsman. (ORS 441.416(8))

F. PROCEDURES

1. The *Board* year will begin July 1 and end on June 30.
2. Robert's Rules of Order will be the parliamentary authority.
3. The *Board* will take action by vote only.
4. Minutes of each *Board* meeting and any meetings of appointed *SubBoards* must be reported at regular *Board* meetings.
5. *Board* members may be entitled to reimbursement for official *Board* business. Reimbursable expenses are necessary travel, meals, lodging, and actual expenses incurred in the performance of official duties. Official duties are those where attendance is required, such as meetings and/or functions having prior *Board* approval, or those requested by the Chair. All reimbursement is dependent on the availability of funds. (ORS 292.495 & 441.416(9))
- 6a. *Board* members may not publicly represent, or conduct themselves in a manner deemed to represent, the *Board* or any opinions thereof, without prior approval of the majority of the members.
- b. The *Board* Chair and Vice Chair may represent the *Board* in meetings that relate to the duties of the *Board* without prior approval of the majority of the members.

- c. *Board* members must report on their activities pursuant to subsections a. and b. at the next regular *Board* meeting.
7. In the fourth quarter of each year, the *Board* will develop a work plan for the coming year, including a proposed schedule of goals and target dates for completion. The work plan will be voted on at the first meeting of the new year.

SECTION III

A. OFFICERS

1. Officers shall be Chair and Vice Chair. (ORS 441.416(6))
2. Term as Chair and Vice Chair will be for one year. Chair and Vice Chair are eligible for additional terms.
3. Nominations for officers will be made at the June meeting.
4. To be eligible for nomination, a person must have been a *Board* member for at least one year prior to taking office.
5. Final nominations will be received and election take place at the July meeting each year.

B. DUTIES OF THE CHAIR

1. Preside over meetings of the *Board*.
2. Serve as *Board* spokesperson or delegate to any other member the responsibility of speaking for the Board subject to Section II. F. 6.
3. Make *Board* assignments and name Sub*Board* chairs, who must be members of the *Board*.

C. DUTIES OF THE VICE CHAIR

1. Chair meetings in absence of the Chair.
2. Represent the *Board* in meetings pursuant to Section II. F. 6. b.
3. Perform such other duties as requested by the Chair.

SECTION IV

A. FEDERAL OLDER AMERICANS ACT: Conflict of Interest

1. No *Board* member, or member of the immediate family (spouse, children, parents) of a *Board* member, may have a conflict of interest.
2. It is a conflict of interest for an official or employee of any agency at either the state or local level which directly administers the licensing and certification of long-term care facilities or owns or operates such facilities, or provides services to residents of such facilities to designate or remove the State Long-Term Care Ombudsman from office.
3. Individuals employed by a long-term care facility, an association of facilities, a business or agency which provides services in long-term care facilities or to residents or an agency which licenses or certifies facilities or facility administrators is not permitted to serve the statewide ombudsman program in any decision-making, policy-setting or program operation capacity.

B. STATE OF OREGON: Conflict of Interest

1. Definition
 - a. "Actual Conflict of Interest" means any action or any decision or recommendation by a person acting in a capacity as a member of the Residential Facilities Advisory Board, the effect of which would be to the private pecuniary benefit or detriment of the member or member's relative or any business with which the member or a relative of the member is associated. However, if all those included in the same class as the member would be affected to the same degree, the situation is not considered a conflict of interest under ORS 244.

- b. "Potential Conflict of Interest" means any action or any decision or recommendation by a person acting in a capacity as a member of the *Residential Ombudsman and Public Guardianship Advisory Board*, the effect of which could be to the private pecuniary benefit or detriment of the member or the member's relative or any business with which the member or relative of the member is associated. However, if all those included in the same class as a member would be affected to the same degree, the situation is not considered a conflict of interest under ORS 244.

- c. "Business with which the person is associated" means:
 - (1) Any private business or closely held corporation of which the person or the person's relative is a director, officer, owner or employee, or agent or any private business or closely held corporation in which the person or the person's relative owns or has owned stock, another form of equity interest, stock options or debt instruments worth \$1,000 or more at any point in the preceding calendar year;
 - (2) Any publicly held corporation in which the person or the person's relative owns or has owned \$100,000 or more in stock or another form of equity interest, stock options or debt instruments at any point in the preceding calendar year;
 - (3) Any publicly held corporation of which the person or the person's relative is a director or officer; or
 - (4) For public officials required filing a statement of economic interest under ORS 244.050, any business listed as a source of income as required under ORS 244.060 (3).

- d. The definition of "relative" effective January 1, 2014 per ORS 244.020(15) is:
 - (1) The spouse, parent, stepparent, child, sibling, stepsibling, son-in-law or daughter-in-law of the public official or candidate
 - (2) The parent, stepparent, child, sibling, stepsibling, son-in-law or daughter-in-law of the spouse of the public official or candidate
 - (3) Any individual for whom the public official or candidate has a legal support obligation
 - (4) Any individual for whom the public official provides benefits arising from the public official's public employment or from whom the public official receives benefits arising from that individuals' employment; or

2. Procedures

- a. When a member of the *Residential Ombudsman and Public Guardianship Advisory Board* is involved in an actual or potential conflict of interest

he/she must announce publicly the nature of the conflict prior to taking any official action thereon as a member of the *Board*.

- b. When a member of the *Board* gives public notice of an actual or potential conflict of interest, the actual or potential conflict will be recorded in the minutes of the meeting. A notice of the actual or potential conflict and how it was disposed of may in the discretion of the *Board* be provided to the Oregon Government Standards and Practices Commission within a reasonable period of time.
- c. After declaring an actual conflict of interest, a member of the *Board* will not be entitled to participate in discussion, debate, or vote, except that the member may vote if such vote is necessary to constitute a quorum.
- d. After declaring a potential conflict of interest, a member of the *Board* will not be entitled to vote, unless the pecuniary benefit or detriment which would arise out of any action in his/her capacity as a member of the *Board* would affect a class to the same degree.
- e. Where it is unclear whether the pecuniary benefit or detriment which would arise out of the action of a member of the *Board* would affect a class to the same degree, the Chair will rule and identify those instances where the potential conflict of interest need not be recorded in the minutes of the meeting or when a member of the *Board* is entitled to vote.

SECTION V

ADOPTION & AMENDMENT OF *BOARD* BYLAWS

1. Amendments to Bylaws will be submitted to members in writing fifteen days in advance of any regularly scheduled meeting.
2. Amendments will be discussed at one regularly scheduled meeting and voted upon at the next regularly scheduled meeting.