

# Disability Rights California

## MEMORANDUM

TO: The Honorable Arnold Schwarzenegger, Governor  
The Honorable Karen Bass, Assembly Speaker  
The Honorable Darrell Steinberg, Senate Pro Tempore  
Terri Delgadillo, Director Department of Developmental Services  
Dr. Stephen Mayberg, Director Department of Mental Health  
Tony Sauer, Director Department of Rehabilitation  
Marcie Good, Chair State Council on Developmental Disabilities  
Ann Arneill-Py, Executive Officer, Mental Health Planning  
Council  
Federal and State Funding Agencies  
Other Interested Disability Groups

FROM: Dianne Millner, President

RE: Proposed Revisions to Bylaws

DATE: January 13, 2010

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Disability Rights California is the protection and advocacy agency established under federal law to protect and advocate for the rights of Californians with disabilities. The Disability Rights California Board of Directors voted to approve proposed changes to its Bylaws. Pursuant to Section 8.2 of the Bylaws, the Board is providing 30 days notice of these proposed changes. This memo includes a summary of the proposed changes. A copy of the draft proposed Bylaws is attached.

### **Summary of Proposed Bylaws Changes**

#### **Section 1.1 Name**

Revises the description of Disability Rights California to be more inclusive of the disability groups we assist.

### **Section 3.1 Composition**

### **Section 3.3 Appointments and Terms of Office**

Change the size of the Board to 13 to 17 members as opposed to the current 15 to 19 members. Because of the federal requirements that Board positions be filled within 60 days of a vacancy, this somewhat smaller size will give more flexibility in the timeline for appointing new members. The change is also fiscally prudent in that a somewhat smaller maximum size will ensure that the Board expenses can be maintained within the current budget.

### **Section 3.2 Conflict of Interest**

Clarifies Conflict of Interest provisions to ensure compliance with state and federal requirements and include provisions for disclosure of any actual or possible conflict prior to the Board taking action on the matter and preclude the member from deliberating on and voting in any action which causes the conflict. The revisions also allow the Board to take appropriate disciplinary action if a member has failed to disclose an actual or possible conflict of interest.

### **Section 3.3 Appointments and Terms of Office**

The revision states that Board positions must be filled within 60 days of a vacancy as required by federal law.

### **Section 3.6 Duties**

Adds to the Board's duties, the responsibility to annually review and approve the Agency's budget, financial statements, Independent A 133 Audit, Form 990 Return of Organization Exempt from Income Tax and independent audit as a means of ensuring fiscal oversight.

### **Section 6.1 Designation of Committees**

The revision clarifies that the Board, rather than the President, designates Committees. The revision also deletes a requirement that the Chairs of the Board Committees reflect the diversity of the Board. This requirement is unnecessary as the Board requires that the Board reflect the diversity of the state and the Chairs are selected from the diverse Board members.

**Section 9.1 Authority to Initiate Lawsuits**  
**Section 9.2 Approval by the Board of Directors**

These provisions provide the authority to initiate or participate in lawsuits. The revision deletes the requirement that the Board approve any contract providing for the initiation of or participation in lawsuits. This provision no longer is necessary because the Board annually approves our Advocacy Plan which sets forth our work for the year. The Board also approves the budget each year and approves any sole source contract in an amount exceeding \$50,000.

**Comments to the Proposed Bylaws Changes**

Disability Rights California's Bylaws require a 30 day notice of any proposed changes. Comments to these proposed changes should be received by Disability Rights California's Executive Director no later than February 12, 2010 at the address or email identified below.

Catherine Blakemore, Executive Director  
Disability Rights California  
100 Howe Ave. Suite 185N  
Sacramento, CA 95825

[Catherine.Blakemore@disabilityrightsca.org](mailto:Catherine.Blakemore@disabilityrightsca.org)

The Board will consider the comments and take final action regarding the proposed revisions at its March 6, 2010 meeting.

If you have questions about the proposed changes, please contact Catherine Blakemore or Cara Armstrong, Office Manager at (916) 488-9955.