

**BYLAWS FOR THE AFRICAN AMERICAN HOLISTIC WELLNESS AND RESOURCE HUB AD HOC
TRANSITIONAL COMMUNITY ADVISORY BODY (T-CAB)**

**Contra Costa County
African American Holistic Wellness and Resource Hub
Ad Hoc Transitional Community Advisory Body (T-CAB)**

BYLAWS

I. NAME

The name of this committee is the Contra Costa County African American Holistic Wellness and Resource Hub Feasibility Study Ad Hoc Transitional Community Advisory Body (“T-CAB”). The T-CAB is governed by the California Ralph M. Brown Act (“Brown Act”) and the Contra Costa County Better Government ordinance (“BGO”).

II. AUTHORITY

The T-CAB was established by the Contra Costa County Board of Supervisors (“Board”) on August 12, 2025 and is governed by these bylaws. The purpose and function of these bylaws are to provide structure and consistency around governance of its members and the regulation of its affairs.

III. PURPOSE

The purpose of the T-CAB is to carry out the following tasks related to the establishment of the African American Holistic Wellness and Resource Hub:

- a. Review and provide feedback on eligibility and selection criteria for Implementation Lead entity. The entity will coordinate the African American Holistic Wellness and Resource Hub, a network of service provider partners. The entity will facilitate collaboration and communication among County, community-based, and other partners to align and integrate programs and services offered via mobile, pop-up, and satellite sites. Once an implementation lead is selected, among its first tasks will be to create an independent 501(c)(3) nonprofit organization, hire an executive director and core staff, and recruit both a Board of Directors and Community Council.
- b. Review and provide feedback on eligibility and selection criteria for Executive Director. The Executive Director will provide leadership and vision for the African American Wellness and Resource Hub and ensure that the Hub effectively serves the African American community and addresses their unique health and wellness needs. They will build alignment across stakeholders and lead fundraising efforts. They will hire

and support all staff to develop the Hub's operations and programming. The Executive Director will report to the Board of Directors and work closely with the Community Council (see below).

- c. Review and provide feedback on eligibility and selection criteria for Board of Directors. The Board of Directors will partner with the Executive Director to develop and sustain the AAHWRH mission, vision, and values; set and uphold policies; participate in short- and long-term strategic planning while ensuring community input; approve the annual organizational budget and monitor financial performance; assist with fundraising and sustainability; select and evaluate the AAHWRH Executive Director; and serve as ambassadors and champions for the AAHWRH within the community and with key partners. The Board will be composed of thirteen (13) seats: six institutional seats and seven community seats. Directors will commit to serve at least a two-year appointment period to build continuity. The T-CAB, Office of Racial Equity and Social Justice, and implementation lead entity will collectively determine the process of selection and appointment of the Board of Directors.
- d. Review and provide feedback on eligibility and selection criteria for Community Council. The Community Council will advise the Board of Directors and AAHWRH leadership on real-time concerns and issues within local the Black community and provide guidance around community engagement, improved service delivery, and innovative partnership opportunities. The Community Council will be comprised of people with both lived experience and professional expertise and who represent highly vulnerable and marginalized community members, including those most harmed by inequities in medical, mental health, housing, criminal legal, education and/or economic systems. The final determination of Community Council members will be a collective decision by the lead entity, executive director, and Board of Directors.
- e. Review and provide feedback on eligibility and selection criteria for rapid response service providers. Rapid response service providers will deliver direct services in collaboration with County services, while receiving coordination support, technical assistance, and capacity building opportunities from the contracted lead entity. Services will aim to expand access to effective health and social service opportunities, strengthen navigation and service linkage processes, and improve health and well-being in African American and other vulnerable communities.

- f. Support outreach and recruitment efforts for interested and qualified candidates for all positions/roles described above

This is a temporary advisory body with an anticipated timeline of August 2025 through August 2026. The Equity Committee may make recommendations to extend the timeline for this body's work. It is intended that the T-CAB will sunset once the Implementation Lead Entity establishes itself as a 501(c)(3) organization and the Board of Directors and Community Council are established.

IV. **MEMBERSHIP**

The T-CAB will be composed of thirteen (13) members that each possess personal and professional lived experiences that reflect the needs, concerns and priorities of vulnerable African Americans in Contra Costa County. There will be a balanced representation of geographic, social, and cultural categories to ensure a broad and diverse spectrum of perspectives are included in all T-CAB deliberations and decision-making. All members of the T-CAB are appointed by and serve at the pleasure of the Board.

The T-CAB shall select a Chair and Vice-Chair for purposes of officiating meetings. The Chair shall preside at all meetings and shall proceed with the business of the Advisory Body in a manner prescribed in these bylaws and in the Advisory Body Handbook. If the Chair is not present at a meeting, the Vice Chair shall preside.

The T-CAB shall also have three (3) Alternate Members. Alternate Members are non-voting members of the T-CAB appointed by the Board of Supervisors that have all the duties, rights, and responsibilities of other Appointed Members, except voting privileges and they do not count towards a quorum. The Chair may designate an Alternate Member to represent an absent Member. When an Alternate Member is designated to represent an absent Member, the Alternate Member has all the duties, rights, and responsibilities of the member they represent, including voting privileges and counting towards a quorum. The Alternate Member's designation to represent an absent Member shall apply only for the duration of the specific T-CAB meeting in which such designation occurs. In filling an unscheduled vacancy of a Member, preference shall be given to any Alternate Member with a consistent record of meeting attendance and participation.

The T-CAB may establish volunteer ad hoc working groups, comprised of fewer members than a quorum, in order to secure specific areas of expertise necessary to meet the objectives of the T-CAB.

V. **CONFLICT OF INTEREST**

To ensure there are no conflicts of interest, T-CAB members cannot have professional affiliations or close personal relationships with, or financial interests in any organizations or persons applying for and/or serving in any of the following capacities for the African American Holistic Wellness and Resource Hub: Implementation Lead Entity, Executive Director, Board of Directors and Community Council. No member shall participate as a member in any discussion or voting if doing so would constitute a perceived or actual conflict of interest, and in accordance with the California Political Reform Act of 1974 and Government Code section 1090 et seq.

Whenever a member has a personal or financial interest in any matter coming before the T-CAB, the member shall ensure that:

- a. The interest of such member is fully and publicly disclosed to the T-CAB; and
- b. The member is recused from discussing and voting on the matter after public identification of the conflict of interest has been provided.

No interested member may vote on or discuss the matter or be counted in determining the existence of a quorum at the meeting of the T-CAB at which such matter is voted upon. Any transaction in which a member has a personal or financial interest shall be duly approved by remaining members of the T-CAB not so interested or connected as being in the best interests of the T-CAB.

VI. **QUORUM, VOTING AND DECISION-MAKING**

All members will have an equal voice in the decision-making process. Each member is entitled to one vote.

- a. A quorum is established when seven (7) of the thirteen (13) T-CAB members are present.
- b. A vote of action approved by a majority of the T-CAB members present, unless otherwise specified herein, is required for the adoption of any option, resolution or order and to take any other action deemed appropriate to carry forward the objectives of the T-CAB.

VII. **RESIGNATION**

A member may resign from the T-CAB at any time by submitting written notice to the County staff ("Staff") at the Office of Racial Equity and Social Justice, which has been appointed by the Board to manage and support the T-CAB. The resignation will be effective upon receipt of the written request. Staff shall notify the Board as soon as possible regarding the vacancy.

VIII. FILLING VACANCIES

Vacancies will be filled as soon as practicable in accordance with Contra Costa County policies and procedures regarding filling commission vacancies.

- a. In the case of resignations and vacancies, the T-CAB is able to continue in its role and function as long as a quorum of seven (7) members is met; staff will work with all due diligence to fill the vacancy as soon as possible by working with the Equity Committee and the Board in identifying a replacement, while keeping the T-CAB apprised of progress with regular updates.

IX. MEETINGS AND ATTENDANCE

Members of the T-CAB shall attempt with all due diligence to attend all meetings. If any member of the Committee is unable to attend, they must make reasonable efforts to notify Staff prior to the meeting.

- a. T-CAB meetings will take place at a mutually agreed upon date and time, and will take place at the County Administration Building B at 1026 Escobar Street, Martinez, CA 94553, and other publicly accessible locations posted on the agenda. If a quorum is not available for a regular meeting, Staff may approve the cancellation of that meeting.
- b. Additional remote meeting locations throughout the County may be designated, as permitted by the Brown Act and approved by the Board. Regardless of the number of locations for any given meeting, a quorum of the T-CAB (i.e., 7 members) must participate at all meeting locations in accordance with applicable state law.
- c. The Brown Act permits individual members of the T-CAB to participate in committee meetings by teleconference for “just cause” or due to “emergency circumstances” when certain requirements are met. If any member must attend a meeting virtually (i.e., via Zoom) for a “just cause” or “emergency circumstance” reason, that member must notify Staff prior to the meeting. Members can use this option up to two times throughout the year. If a committee meeting takes place at multiple locations and less than quorum (i.e., 7 members) is at a single location, then no member will be able to use “just cause” or “emergency circumstance” and participate virtually.

X. AGENDA, ADDING ITEMS, URGENCY ITEMS, ORDER OF BUSINESS

The agenda and agenda packet for regularly scheduled meetings will be posted on the County’s website and announced and shared via email 96 hours in advance of each meeting. The agenda and agenda packet will also be available for public

viewing during the meeting. At a minimum, the agenda must contain the date, time, and locations of the meeting and the items of business to be considered.

- a. Members may add subjects for inclusion in the agenda so long as they notify the Chair at least one week prior to the meeting. Those subjects will be added to the agenda accordingly by the Chair, either as items that require discussion and action/approval or as informational items for review and acceptance.
- b. A typical Order of Business at all regular meetings of the T-CAB will include:
 - Welcome/Roll Call
 - Public Comment
 - Approval of previous meetings notes (i.e. "Record of Action")
 - Discussion of items for action/approval
 - Review and acceptance of informational items
 - Miscellaneous items
 - Board of Directors and Community Council Transition Update
 - Funding Allocation Review
 - Confirmation of next meeting logistics
 - Adjournment

XI. PUBLIC PARTICIPATION

All regular meetings of the T-CAB shall be open to the public in accordance with the Brown Act and BGO. Members of the public may address the T-CAB during public comment portions of the meeting agenda.

- a. Public comment is limited to two (2) minutes per speaker unless an extension is granted by the Chair. If a speaker requires language translation, whether provided by the County or by the speaker, an additional 3 minutes will be given.

XII. COMPENSATION

Members volunteer to serve on the T-CAB. Members will not receive any compensation for their service.

XIII. COUNTY STAFF SUPPORT

To the extent possible, Staff will provide technical and administrative support to the T-CAB.

- a. Such support may include serving as secretary of the T-CAB, keeping accurate and sufficient records of all proceedings; receiving and transmitting all correspondences; maintaining files for all reports, and such other duties as are usually incidental to the staff.

- b. Staff will keep a record of action of each meeting and offer them for the T-CAB's approval at a subsequent meeting.
- c. Staff will reserve meeting locations and ensure that adequate facilities are provided and in compliance with the Brown Act and BGO, inclusive of all amendments.

XIV. AMENDMENT OF BYLAWS

These bylaws may be amended based on the recommendation of the T-CAB and subject to the approval of the Equity Committee and the Board. Written notice of proposed amendments will be submitted to all members of the T-CAB at least one week prior to the meeting at which the proposed amendment will be considered. Written notice of the proposed amendment is not required if the proposed amendment is submitted to the T-CAB at a regular meeting prior to the meeting at which the amendment is considered.

- a. Amendments require an affirmative vote of seven (7) members of the T-CAB.

ADOPTION AND CERTIFICATION

The above bylaws were approved by the Board on November 4, 2025.