AAA Governance Crosswalk:

Advisory Council vs. Governing Board

Topic	Advisory Council	Governing Board	Same / Different
Legal Basis	Federally required under 45 CFR 1321.63	Required only for nonprofit/JPA AAAs	Different
Core Purpose	Provides advice and public input	Policymaking and oversight authority	Different
Authority	Advisory only; may not act as board	Full governing authority	Different
Area Plan Role	Reviews and comments before submission; ensures the plan is publicly available	Approves plan and budget	Related but different
Membership Requirements	>50% older adults; stakeholder mix-tribal, healthcare and service provider representatives, caregivers; no staff	Defined in Bylaws; local appointments	Different
Bylaws Requirements	Advisory function, FOIA, quarterly meetings	Duties, committees, ED relationships, FOIA	Similar structure
Community Role	Ensures public concerns are understood	Represents community and organization	Similar
Oversight Responsibilities	No operational oversight	Full legal, strategic, and financial oversight	Different
Leadership Role	No role in ED supervision	Hires and evaluates ED	Different
Financial Responsibilities	None beyond area plan review	Budget, audits, expenditures, planning	Different
Liability Exposure	Limited exposure (advisory)	Formal liability & insurance requirements	Different
Fiduciary Duties	None formally assigned	Duties of loyalty, obedience, care	Different
Compensation	Unpaid; travel reimbursable	Same	Same

Key Takeaways

- Advisory Councils *advise*; Governing Boards *decide*.
- Councils ensure public input; Boards ensure organizational accountability.
- Councils have statutory composition requirements; Boards have bylaw-determined structure.
- Boards carry fiduciary and legal liability; Councils do not.
- Both bodies serve the community and must comply with Virginia FOIA and volunteer governance norms.