

## **Madison County Mental Health (708) Board**

### **By-Laws**

#### **ARTICLE I – PURPOSE**

The purpose of the Madison County Mental Health (708) Board shall be to carry out the intent of the Community Mental Health Act (HB 708 as Amended) to provide mental health, substance **abuse use disorder** and developmental disability services for the citizens of Madison County.

#### **ARTICLE II- POWERS OF THE BOARD**

In consultation with the Illinois Department of Human Services appropriate public agencies, and subject to the provisions of HB 708 as amended, the Board shall have these powers: to construct, repair, operate, maintain and regulate mental health facilities; to provide mental health services as defined by the local community mental health board, including services for **individuals with a behavioral health or developmental/intellectual disability the mentally ill, the substance abuser, and the developmentally disabled**, for residents thereof and/or to contract therefore with any private entity which provides such facilities and services, either within or without Madison County; to promote the development of the community's own capacity to generate such services; and to conduct all other such activities as may be reasonably necessary to carry out the aforementioned within the scope of the authority granted in the Community Mental Health Act as in effect at this date and it may from time to time be amended. The Board shall also develop a three year plan for the county which incorporates a one year plan. Each plan shall be reviewed yearly at the annual meeting.

#### **ARTICLE III- BOARD COMPOSITION AND MEMBERSHIP**

##### **A. MEMBERSHIP**

The 708 Board shall be composed of **seven (and up to nine) (9)** members appointed by the Chairperson of the governing body of the County and shall be as nearly as possible representative of interest groups of the community such as local health departments, medical societies, local welfare boards, hospital boards, school boards, lay associations concerned with mental health, substance **abuse-use disorder**, or developmental disabilities as well as labor, business, and civic groups or the general public. Geographic representation should be widespread.

##### **B. TERMS OF OFFICE**

The term of office of each Member of the Board shall be four years and shall commence on the first day of January following the appointment.

##### **C. VACANCIES ON THE BOARD OF THE UNEXPIRED TERM**

1. Vacancies shall be filled for the unexpired term in the same manner as the original appointment.
2. Vacancies shall be deemed to exist when a Member dies, resigns, or moves from the County or in any other way is unable to serve full capacity.
3. If a member is absent from three consecutive meetings then the President of the Board shall advise said member in writing that continued absence may be cause for removal from the Board. In the official minutes of each board meeting a notation shall be made in the attendance section to signify which board members were absent-notified (notified office prior to board meeting) or absent-not notified (didn't notify office prior to meeting).

4. A Board member may be removed by the appointing authority for neglect of duty, misconduct, or malfeasance in office after being given a written statement of the charges and an opportunity to be heard thereon.

#### D. CONFLICT OF INTEREST

1. No member of the Mental Health (708) Board may be a full-time or part-time employee of the Illinois Department of Human Services.

2. No 708 Board Member shall be or have a parent, child, sister, brother, or spouse who is on the board of directors or who is an employee of any funded agency.

3. Members of the Board shall not personally benefit in any way from gifts, bequests, grants, and/or other funds that may become available to carry out the intent and purposes of the Community Mental Health Act.

#### E. QUORUM

1. A quorum shall consist of a simple majority of Board Members servicing, one of whom shall be an officer.

#### F. MEETINGS

The Board shall meet as often as is necessary to conduct its business but not less than quarterly. A meeting will be held in January of each year and shall serve as the Annual Meeting.

1. At the Annual Meeting the Board shall:

a. Elect new officers.

b. Review by-laws and procedures.

c. Review the one and three year plans.

d. Transact such business as may properly come before the Board.

2. At the November Meeting the Board shall:

a. Approve the calendar of meetings for following year.

3. The Board Secretary shall instruct the Board staff, approximately seven (7) days in advance, to mail to each member written notice of each regular meeting. All meeting agendas shall be provided to the County Clerk for posting on the Madison County Government Calendar of Meetings and to the Madison County Information Technology Department for posting on the Mental Health Board's website. Prior to the meeting time, the Secretary and the Board staff will distribute to the Board copies of minutes of previous meetings, pertinent correspondence, claims and document other than routine business matters which may require Board action.

4. The minutes of all official meetings of the Board shall be considered public record.

5. The meetings of the Board shall be open to the public. Special/Emergency meetings shall be held upon written request of at least two Board members and shall be filed with the Secretary. Each Board Member shall be notified by mail or telephone five days prior to any such meeting.

6. All meetings of the Board (regularly scheduled and special/emergency meeting) must be in compliance with the Open Meeting Act of the State of Illinois. If conditions are met for attendance via telephone conference call (when a quorum of the members of the public body is physically present), then a majority of the Mental Health Board body

may allow another member to attend by telephone conference if the member is prevented from physically attending because of (1) personal illness or disability; (2) employment purposes or the business of the public body; or (3) a family or other emergency. If a member needs to attend the meeting by telephone conference, he or she must also notify the Office Manager or Executive Director before the meeting. Conference call attendance of Mental Health Board meetings may then occur for any open session portions of meetings. Any executive session portion of meetings would not be available to Members who are not physically present at the meeting site.

7. Voting on business issues presented at the meetings of the Board shall be by voice vote.

#### G. COMPENSATION OF THE BOARD

The expenses incurred by the Mental Health Board Members in the performance of duties as imposed by HB 708 and/or other legislative acts may be paid out of the Community Mental Health Fund and/or other funds established for the same or similar purpose. No member shall receive payment, except expenses, for service on the Board.

#### **ARTICLE IV- OFFICERS**

A. The officers of the Board shall be President, Vice President, and Secretary who shall be elected to two (2) year terms to begin March 1 following the scheduled January election. In addition to the election process, members themselves may opt to rotate through the Board offices every two years while not excluding any member who otherwise wishes to make a nomination for specific offices. Vacancies among officers may be filled at any regular meeting. No officer shall serve more than two (2) successive terms in a specific office.

B. The President will preside at all meetings of the Board and shall perform all duties ordinarily incident to that office and shall officially represent the Board on public occasions. The President may vote on all issues.

C. The Vice President shall act as President in the absence of the President, possessing all powers of that office. The Vice President shall perform such other duties as the President and Board may designate. When Vice President assumes the role of President in board meetings, he the Vice President shall continue presiding over meeting to its adjournment even in circumstances where President has arrived late to meeting.

D. The Secretary shall supervise the keeping of minutes of all meetings, see to the provision of notice of meetings and the agenda of items for consideration to Board Members as noted in Article III, F-3.

#### **ARTICLE V- COMMITTEES**

The Board shall establish three (3) standing committees. Other committees may be appointed on an ad hoc basis. Appointments will be made by the President of the Mental Health Board.

##### A. Finance Committee

The Finance Committee shall be composed of three (3) Board Members who at a minimum will meet once annually. The Chairperson will be the President. The Executive Director shall be an ex officio member of the committee. Members shall serve a term of two years and until their successors are appointed, but may be reappointed. Meetings of the Finance Committee will be held prior to the scheduled County Board meetings, and as necessary.

Responsibilities of the Finance Committee shall include the following:

- Continuous review of expenditures against approved budgeted amounts.
- Policy development and procedural recommendations relative to fiscal operations of the Board.
- Budget formulation and publication of the annual budget.

- Publication of an Annual Revenue and Expense Report.
- Review of the 708 portion of the County Audit.
- Long and short range financial planning.
- Review and recommendations to the full Board of funding applications from eligible community agencies.

#### B. Personnel, By-laws, and Policies Committee

The Personnel, By-Laws, and Policies Committee shall be composed of Three (3) Board Members. The Chairperson shall be Vice President, and the second and third members shall be appointed every two years by the President of the Community Mental Health Board. Meetings will be called as needed or at a minimum of once annually.

- Responsibilities of the Personnel, By-Laws, and Policies Committee shall include the following:
  - Determine and recommend the number and type of employees, along with their salaries and personnel benefits, in cooperation with Madison County Personnel Department and Administration.
  - Recommend the employment of such personnel, including legal counsel, as may be necessary to carry out the purposes of the Act and prescribe the duties of and establish salaries and provide other compensation for such personnel.
  - Develop a system of personnel evaluations and make annual performance review of Executive Director. Committee members will also review and discuss personnel evaluations of staff as reported by the Executive Director.
  - Establish and recommend a fair and equitable system for salary increases based on merit and cost of living adjustments, in cooperation with Madison County Personnel Department and Administration.
  - Prepare personnel policies to govern all Board action including the following: hiring, suspension, promotion and dismissal of employees, grievance procedures and Affirmative Action Plan, in cooperation with Madison County Personnel Department and Administration.
  - Recruit appropriate candidates for recommended appointment to the Board at the request of the appointing authority.
  - Develop other policies as needed.
  - Review the by-laws on a yearly basis and report recommendation, if any, at the annual meeting.
  - Serve as the Nominating Committee for new committee assignments.

#### C. Planning Committee

The planning committee shall be composed of the Secretary as Chairperson, and two members appointed by the President of the Mental Health Board every two years. Meetings will be called as needed or at a minimum once annually.

Responsibilities shall include the following:

- Oversee the one and three year plans and make recommendations to the Board yearly.

- Establish a yearly community education plan; evaluate and report its effect yearly to the Board.
- Address system-wide needs.
- Serve as a liaison with agencies and services in the service areas not funded by the Board.

#### D. County Board Liaison

One Board member shall be appointed by the County Board Chairperson from the membership of the County Board upon the retirement or change in County Board membership following an election.

Responsibilities shall include the following:

- Review of proposed State legislation and recommended Board comment on selected bills pertinent to the work of the Board.
- Liaison/advocacy with area legislators on behalf of the community mental health system.
- Assure that legal requirements of HB 708 as amended are met.

#### **ARTICLE VI- BOOKS AND RECORDS**

A. The Board shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members. The Board shall keep at the principal office a record giving names and addresses of the members. All books and records of the 708 Board may be inspected by any member of the Board for proper purpose at any reasonable time.

B. All books and records of the 708 Board shall be retained for a period of seven (7) years.

#### **ARTICLE VII- FISCAL YEAR**

The Fiscal Year of the Board shall be December 1 to November 30.

#### **ARTICLE VIII- PARLIAMENTARY AUTHORITY**

The most recent edition of Roberts Rules of Order Revised shall govern the conduct of business in all cases where they are applicable and not inconsistent with the Act, these By-laws, or policies approved by the Board.

#### **ARTICLE IX- AMENDMENTS**

These By-laws may be altered, amended, or repealed in whole or in part by a two thirds (2/3) vote of the members present at a regular or special meeting provided that at least thirty days written notice is given of the intention to later, amend, repeal or adopt new rules at such meeting.

Approved April 9, 1991

Amended January 11, 1998

Amended March 8, 2000

Amended January 10, 2001

Amended April 10, 2013

Amended January 13, 2014

Amended March 8, 2017

Proposed Changes to By-Laws Posted for 90 Day Public Review on June 29, 2018