

MEETING MINUTES
Madison County Mental Health Board
Personnel, By-Laws & Policies Committee Meeting
Meeting Place: Administration Building Suite 380
March 7, 2012 4:30 P.M.
Mental Health Office Phone: 296-4358

Those present: Charlotte Charbonnier, Harold Johnson, Jennifer Roth
Those absent: Christine Wallace, Chair

The committee meeting was called to order at 4:30 pm. Ms. Roth provided each committee member with a binder containing pertinent committee and Board materials including: meeting calendar, by-laws, mental health act, the 708 act, committee assignments, etc.

At this initial meeting, the by-laws were reviewed section by section with discussion. Ms. Roth kept notes of the discussion and recommendations for presentation to the full Mental Health Board.

The following changes are to be recommended to the full Board, as follows:

ARTICLE III – BOARD COMPOSITION AND MEMBERSHIP, Section C. VACANCIES ON THE BOARD OF THE UNEXPIRED TERM, Item 3. “If a member is absent from three consecutive meetings without approval of the Board and without a legitimate excuse then the President of the Board shall advise said member in writing that continued absence may be cause for removal from the Board”.

It is being recommended that in the official minutes of each board meeting that a notation is made in the attendance section to signify which board members are “absent-excused” (notified office prior to board meeting) or “absent unexcused” (didn’t notify office prior to meeting). It has also been discussed that this section lacks specificity of procedure, and what defines legitimate versus not legitimate.

In Item 4. Of the above stated section, it currently reads: “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.”

It has been discussed that this section lacks specificity of procedure and the final say in decisions of removal.

Section F. MEETINGS, Item 1. “At the Annual Meetings the Board shall:” Letter e. “Approve the calendar of meetings for the current year.”

It was discussed and recommended that this letter be removed from the list of tasks to be completed at the Annual Meeting in February, since the calendar begins with the January meeting. It was suggested that this item be moved to become a separate item under the current MEETINGS Section and be reworded to reflect a November approval time.

In Item 4. under MEETINGS, it states “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.”

It was discussed that a sentence should be added to cover situations when quorum is not met that a special meeting should be called to enable board business to be conducted that month and not held over to the next month.

In Item 6. under MEETINGS, it states “Voting on business issues presented at the meetings of the Board shall be by voice vote. In instances where action of the Board is required prior to the next scheduled meeting, a ballot shall be mailed to all members of the Board, stating the motion to be considered and providing a mechanism for the Board member to cast his/her vote. Mail ballots must be signed and dated prior to return to the Board Office.”

It is recommended that all information beyond the first sentence be deleted due to its non-compliance with the Open Meetings Act.

ARTICLE IV – OFFICERS, Section A. states that “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 February election. Vacancies among officers may be filled at any regular meeting. No officer shall serve more than two (2) successive terms in a specific office.”

It was discussed that we currently do not follow this procedure of electing individuals to the different Board offices, rather we use a “rotation” method. It is recommended that the Board reconsider the process and return to a nominating process.

Section C under OFFICERS, states that “The Vice President shall act as President in the absence of the President, processing all powers of that office. The Vice President shall perform such other duties as the President and Board may designate.

It was discussed/recommended that a procedural note be added to this section to avoid confusion; when the Vice President, acting as President calls a meeting to order, he should continue as acting President throughout the meeting, even when the President joins the meeting at a later time.

ARTICLE V COMMITTEES, states that “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.”

It was discussed that there should be added to this paragraph some minimum meeting frequency requirements (such as twice a year, etc.) as well as something stating that any member and not just the committee chair may request a committee meeting.

Under COMMITTEES, Section A. Finance Committee, states that “The Finance Committee shall be composed of three (3) Board Members. The Chairperson will be the President. The Executive Director shall be an ex officio member of the Committee. Members shall serve a term of one (1) year 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.”

It was discussed that the term of one (1) year for committee membership should be changed to two (2) years for there to be adequate understanding of responsibilities and possibility for task accomplishment within the committee structure. Informally and contrary to the current wording – committee members are only “rotated” every two years. It was also discussed that there needed to be a formalization of procedure in this section, in regards to the committee responsibilities.

ARTICLE V – COMMITTEES, Section B. Personnel, by-laws and Policies Committee, under the responsibilities of the committee, it states “Determine and recommend the number and type of employees, along with their salaries and personnel benefits...”

A discussion was had regarding the current staffing pattern and whether we are adequately staffed to provide continuity in the Executive Director position.

At 6:15 pm. it was decided that committee members and director would stop for the evening, with the intent of returning to further discuss the rest of the by-laws. The meeting was adjourned.