

Chapter Title	Section #		Subject #
Governance	G		200
Subject Title	Adopted	Last Revised	Reviewed
<b>Board Bylaws</b>	06/28/99	07/25/16	09/30/02; 05/29/07; 03/09/10; 02/25/13; 06/30/14; 05/18/15; 05/23/16; 07/25/16; 10/17/16; 2/26/18

**Ionia County Community Mental Health AUTHORITY BOARD Bylaws. DBA The Right Door for Hope, Recovery and Wellness**

**Preamble**

Recognizing the Responsibility of the Ionia County Board of Commissioners to provide suitable mental health service to the above-named county, the Board of Commissioners have duly appointed a Community Mental Health Services Authority Board according to the Mental Health Code, PA 258 of 1974 as amended.

Recognizing further the responsibility of this Authority in upholding the interest of the citizens through concerned effort in providing and maintaining mental health services in accordance with PA 258 of 1974 as amended, the Ionia County Community Mental Health Authority, DBA The Right Door for Hope, Recovery and Wellness hereby organizes in conformity with the Bylaws and regulations stated herein.

**1.0 Definitions**

Authority: The Ionia County Community Mental Health Authority, DBA The Right Door for Hope, Recovery and Wellness.

Board: Individuals appointed to the governance body of Ionia County Community Mental Health Authority, DBA The Right Door for Hope, Recovery and Wellness, by the Ionia County Board of Commissioners.

For the purpose of these Bylaws, whenever the term “Board” shall appear, it shall be interpreted to mean the Ionia County Community Mental Health Authority members, who shall have authority in the governance of the Ionia County Community Health Authority, DBA The Right Door for Hope, Recovery and Wellness. Whenever the term “Department” is used, it shall be interpreted to mean the Michigan Department of Health and Human Services.

**2.0 Article II: Name**

The name of this Authority shall be the **Ionia County Community Mental Health Authority, DBA The Right Door for Hope, Recovery and Wellness.**

**3.0 Article III: Purpose**

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The purpose of this Authority shall be to implement the provisions of PA 258 of 1974 as amended. Priority services shall be directed to:

- 3.1 Individuals (with) severe mental illness
- 3.2 Individuals (with) a Developmental Disability
- 3.3 Individuals (with) severe emotional disturbance
- 3.4 Individuals (with) Substance Use Disorders
- 3.5 And other populations as required by CCBHC standards

#### 4.0 Article IV: Duties

This Authority Board shall:

- 4.1 Establish mission, vision, and values and guide the governance of this Authority.
- 4.2 Examine and evaluate the behavioral health and developmental disability needs of the populations it serves and the public and non-public services necessary to meet those needs.
- 4.3 Review and approve an annual plan and budget for the populations served. The format and documentation of the annual plan and budget shall be specified by the Department.
- 4.4 Submit the annual plan and budget to the Department by such date as is specified by the Department. Such submission shall constitute the Authority's official application for State funds.
- 4.5 Provide and advertise a public hearing on the annual plan and budget.
- 4.6 Submit to the Board of Commissioners an annual request for funds to support the county program. Such request shall be in the form and at the time determined by the County Board of Commissioners.
- 4.7 Take such actions as it deems necessary and appropriate to secure private, federal, and other public funds to help support the Authority.
- 4.8 Approve and authorize all provisions of services.
- 4.9 Review and evaluate the quality, effectiveness and efficiency of services being provided.
- 4.10 Appoint a Chief Executive Officer who shall meet standards of training and experience established by the Department. The Department shall establish standards for individuals who are physicians and for individuals who are not physicians. The choice of appointing a physician or non-physician as Chief Executive Officer shall rest with the Board, and in making such choice the Board shall consider the duties that the Chief Executive Officer can be expected to perform.
- 4.11 Establish general policy guidelines within which the Chief Executive Officer shall execute the program.

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4.12 Have all privileges, rights and responsibilities of a mental health authority as outlined in Chapter 2, Section 205 of PA 258 of 1974 as amended.

## 5.0 Article V: Membership

### 5.1 Appointment of Authority Board members

The Ionia County Board of Commissioners shall appoint 12 members to govern the Authority in compliance with the Michigan Mental Health Code.

### 5.2 Composition

The composition of the Authority Board shall be representative of:

- 5.2.1 Recipients or primary consumers of mental health services.
- 5.2.2 Providers of mental health services (see 5.4).
- 5.2.3 Agencies and occupations having a working involvement with mental health services and the general public (see 5.4).
- 5.2.4 At least 1/3 of the membership shall be primary consumers or family members, and of that 1/3, at least 2 members shall be primary consumers.
- 5.2.5 All Board members shall be 18 years of age or older.

Not more than 4 members of the Authority Board may be County Commissioners. No more than half of the total Authority Board members may be state, county or local public officials. For purposes of this section, public officials are defined as persons serving in an elected or appointed public office or employed more than 20 hours per week by an agency of federal, state, city or local government.

An Authority Board member shall have his/her primary place of residence in Ionia County. An employee of the Department, an employee of the Authority or an employee having a contractual relationship with the Authority may not be appointed to serve on the Authority Board.

### 5.3 Code of Ethics

Each Authority Board member shall sign a Code of Ethics statement.

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#### 5.4 Conflict of Interest

No Authority Board member shall in any way be a contractor for the purposes of remuneration from this Authority or its contracting agencies. When any Authority Board member considers himself/herself in conflict, a conflict shall be declared, and he/she shall abstain from voting. Any Authority Board member may raise the question of conflict of interest, and the presiding officer of the Authority Board shall make a declaration prior to the vote being taken. Authority Board members shall sign a declaration of Conflict of Interest annually.

#### 5.5 Terms; Vacancies; Removal of Member

The term of office of an Authority Board member shall be 3 years from April 1 of the year of appointment. Vacancies shall be filled for unexpired terms in the same manner as original appointments. An Authority Board member may be removed from office by the appointing Board of Commissioners for the neglect of official duty or misconduct in office. An Authority Board member may resign to the Authority Board Chairperson and, upon acceptance, the resignation shall be forwarded to the Ionia County Board of Commissioners.

### 6.0 Article VI: Officers

#### 6.1 Officers; Elections; Terms of Office

The officers of this Authority Board shall consist of a Chairperson, Vice-Chairperson and Secretary, who shall perform the duties usually pertaining to such offices or as provided by the Authority Board. Officers shall serve no more than two (2) consecutive terms in the same office, except to complete part of a previous term. All officers shall be elected for a term of one year, such election to be held at the last regular meeting of each calendar year. Terms of Office shall be effective January 1<sup>st</sup>.

#### 6.2 Duties

Chairperson: The Chairperson shall be the presiding officer at all meetings of the Authority Board; shall be an ex-officio member of all Board committees; shall appoint Chairpersons of the ad-hoc and/or special Board committees; shall sign and execute in

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the name of the Authority; shall call meetings of the Authority Board; and shall perform such other duties as are required by the Authority Board.

Vice-Chairperson: The Vice-Chairperson, in the event of the incapacity or absence of the Chairperson, shall assume the duties prescribed to the Chairperson.

Secretary: The Secretary or his/her designee shall take attendance at full Authority Board and Special Board meetings; shall record and retain minutes of closed meetings and certify special meetings; shall assume the duties prescribed to the Vice-Chairperson if the Vice-Chairperson is absent.

### 6.3 Additional Officers

The Authority Board may elect or appoint such officers or agents as it may deem necessary for the transaction of business of the Authority, and for terms to expire the same as other officers provided for in these Bylaws.

## 7.0 Article VII: Meetings

### 7.1 Committee of the Whole

The Ionia County Community Mental Health Authority Board, DBA The Right Door for Hope, Recovery and Wellness, shall hold a Committee of the Whole meeting at a time and place approved by the Authority Board. All meetings of the Authority Board shall be open to the public and shall be held in a place available to the general public. All meetings shall be held in accord with the Open Meetings Act, PA 267 of 1976. Within ten (10) days after the first meeting of the Authority Board in each calendar year, a public notice stating the dates, times and places of its regular meetings shall be posted.

The Agenda for Committee of the Whole meetings of the Authority Board shall include the following:

- Call to Order
- Roll Call
- Determination of a Quorum
- Public Comment
- Approval of Meeting Agenda

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Board Member Comments  
Adjournment

## 7.2 Regular Meetings

The Ionia County Community Mental Health Authority Board, DBA The Right Door for Hope, Recovery and Wellness, shall hold regular meetings at a time and place approved by the Authority Board. All meetings of the Authority Board shall be open to the public and shall be held in a place available to the general public. All meetings shall be held in accord with the Open Meetings Act, PA 267 of 1976. Within ten (10) days after the first meeting of the Authority Board in each calendar year, a public notice stating the dates, times and places of its regular meetings shall be posted.

If there is a change in the schedule of a regular meeting of the Authority Board, there shall be posted, within three days after the meeting at which the change took is made, a public notice stating the new dates, times and places of its regular meeting.

Upon written request, at the same time a public notice of meeting is posted, a copy of the public notice of that meeting shall be posted to any newspaper published in the state and to any radio and television station located in the state, free of charge.

Other requirements pertaining to regular meetings of the Authority Board contained in PA 267 of 1976 shall be adhered to.

The Agenda for regular meetings of the Authority Board shall include the following:

- Call to Order
- Roll Call
- Determination of Quorum
- Public Comment
- Approval of Minutes
- Approval of Closed Meeting Minutes (if necessary)
- Approval of Meeting Agenda
- Quality Improvement
- CEO Report
- Adjournment

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7.3 Special Meetings

Special meeting of the Authority Board may be called by the Chairperson or upon written consent of any three members of the Authority Board filed with the Secretary. Notices of special meetings shall be given by one of the following means:

- 7.3.1 Personal notice by telephone or otherwise to each Authority Board member at least 24 hours before such meeting.
- 7.3.2 Public notice at least 18 hours before such meeting stating: Date, time and place as required by the Michigan Open Meetings Act.
- 7.3.3 As otherwise determined by the Chairperson

Each notice of a special meeting shall state the time, place and purpose thereof.

The Agenda for special meetings shall be as follows:

- Call to Order
- Roll Call
- Determination of a Quorum
- Public Comment
- Statement of Purpose of Meeting
- Transaction of Business according to Stated Purpose
- Adjournment

7.4 Closed Meetings

A 2/3 roll call vote of appointed Authority Board members shall be required to call a closed session, except as permitted in PA 267 of 1976, Section 8. The roll call vote and the purpose or purposes for calling the closed meeting shall be entered into the minutes of the meeting at which the vote is taken. Closed meetings shall comply with the requirements of the Open Meetings Act.

7.5 Minutes

The Authority Board shall keep minutes of each meeting showing the date, time, place, members present, members absent, any decision made at a meeting open to the public

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and the purpose or purposes for which a closed session is held. The minutes shall include all roll call votes taken at the meeting.

Minutes of open meetings shall be public records open to public inspection and shall be physically and electronically available at the address designated on posted public notices pursuant to Section 1. Copies of the minutes shall be available to the public at a reasonable estimated cost for printing and copying. Proposed minutes shall be available for public inspection not more than eight (8) days after the meeting to which the minutes refer. Approved minutes shall be available for public inspection not later than five (5) business days after the meeting at which the minutes are approved by the Board.

Minutes of closed meetings shall be taken by the Secretary or his/her designee at the closed meetings which shall not be available to the public and shall only be disclosed if required by a civil action filed under Sections 10, 11 or 13 of PA 267 of 1976. These minutes may be destroyed one year and one day after approval of the minutes of the regular meeting at which the closed meeting was approved.

#### 7.6 Materials to be Furnished to Authority Board Members

Insofar as possible, all members of the Authority Board shall be sent a copy of the proposed agenda and copies of all material to be considered at regular Authority Board meetings in advance of such meetings, unless this requirement shall be waived by unanimous consent of Authority Board members present at any regular meeting provided, however, that only Authority Board members or the Chief Executive Officer may place an item on the agenda by requesting the Chairperson to include such item or items.

Insofar as possible, all members of the Authority Board shall be furnished with copies to the agenda to be considered at special meetings, unless this requirement shall be waived by unanimous consent of all Authority Board members.

#### 7.7 Quorum and Voting

7.7.1 Presence of more than half of the currently appointed Authority Board members is necessary to constitute a quorum at any scheduled meeting of the Authority Board or its Committees. The affirmative vote of a simple majority of



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the votes cast shall be required for the passage of any motion or resolution at any meeting of the Authority Board. The Chairperson of the Authority Board may vote only if his/her vote will change the outcome.

7.7.2 Electronic Meetings

If a quorum of members is present on site of a duly authorized meeting, any member connected electronically may participate in real time consistent with Roberts Rules of Order, Newly Revised.

**8.0 Article VIII: Committees**

8.1 The Authority Board shall operate as a Committee of the Whole.

8.2 A Recipient Rights Advisory Committee (RRAC) shall be appointed and shall perform such functions as required. This committee shall recommend, review and monitor the implementation of policies and procedures to protect the rights of its service recipients within the guidelines of the Michigan Department of Health and Human Services and PA 258 of 1974 as amended. A member of this Committee shall serve as an Authority Board representative to the Regional Recipient Rights Advisory Committee and others as deemed necessary.

This committee, as stated in Section 757 of PA 258 of 1974 as amended, shall consist of at least 6 members. The membership of the committee shall be broadly based so as to best represent the varied perspectives of the community mental health services program's geographic area. At least 1/3 of the membership shall be primary consumers or family members, and of that 1/3, at least 1/2 shall be primary consumers.

8.3 The Authority Board may establish committees as it deems proper. The Chairperson of the Authority Board shall appoint the Chairperson and members of special and/or ad-hoc committees, subject to the approval of the Authority Board.

8.4 The Chairperson of the Authority Board and the Chief Executive Officer shall be ex-officio members of all Authority Board established committees. The appointed Chairperson of the committee shall be a voting member of the committee. In the event that one or more committee members are absent from a committee meeting, the Authority Board Chairperson shall become a voting member of the committee for that meeting. All committees shall meet upon the call of the Authority Board Chairperson or Chief Executive Officer to consider whatever business is before said committee in order to recommend appropriate action to the Authority Board.

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- 8.5 Nothing contained in the article herein above shall be construed to deny any Authority Board member the right to attend any Board established meeting of any special or ad-hoc committee as an ex-officio member thereof unless their attendance creates a quorum of the Authority Board as defined in section 7.6.
- 8.6 Notices to the public regarding committee meetings shall be posted pursuant to PA 267 of 1976, Section 5 and Article VI of these Bylaws.

**9.0 Article IX: Chief Executive Officer of Community Mental Health Services**

The Chief Executive Officer of Community Mental Health Services shall be appointed by the Authority Board. The Chief Executive Officer shall be given the necessary authority and responsibility to operate all mental health services and carry out all policies as adopted by the Authority Board or any of its committees to which it has delegated authority. The Chief Executive Officer shall represent the Authority Board in all areas in which the Authority Board has not formally designated some other person to act.

**10.0 Article X: Miscellaneous**

10.1 Amendment and Adoption of Bylaws

- 10.1.1 In order for change to be made to the bylaws, a committee shall be appointed by the Authority Board Chairperson for the sole purpose to review and make recommendations to the Authority Board at a regular meeting. This shall constitute the first reading.
- 10.1.2 A second meeting shall occur at the next regular meeting. Recommendations for consideration by the Authority Board of revisions to the Bylaws may originate with the Authority Board members or the Chief Executive Officer.
- 10.1.3 Bylaws shall have two consecutive readings (inclusive of 10.1.1, 10.1.2, and 10.1.3) without additional changes at regularly scheduled Authority Board meetings before a vote to accept revised bylaws may be taken.

10.2 Rules of Order

Roberts Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure not specifically covered by governmental authorities to whom the Authority Board is accountable, the Bylaws or by specific rules or procedures adopted by this Authority Board.

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10.3 Suspension of Bylaws

The rules governing all matters of procedure of the Authority Board provided in the Bylaws and in subsequent governing resolution may be temporarily suspended at any time by the unanimous consent of the members present to facilitate the accomplishment of any objectives deemed essential to the integrity of the Vision and Mission of the Authority Board.

10.4 Per Diem

There shall be an Authority Board per diem and expense reimbursement policy.

10.5 Assurances

With respect both to employment practices and services rendered, the Authority Board will not discriminate against persons on the basis of race, color, religion, national origin, age, sex, height, weight, marital status, political affiliations or beliefs, sexual preference or disability as required by law.

10.6 Liability

Ionia County Community Mental Health Authority, DBA The Right Door for Hope, Recovery and Wellness, will provide errors and omissions liability insurance for its Authority Board members.

Nancy Patera, Board Chairperson	Date		