

BY-LAWS
of
ST. CLAIR COUNTY
COMMUNITY MENTAL HEALTH AUTHORITY

SECTION I. NAME

The name of the Board shall be the “St. Clair County Community Mental Health Authority Board” hereinafter referred to as the Board.

SECTION II. MISSION STATEMENT

The overall mission of the Board is two-fold: 1) to implement the provisions of Public Act 258 (1974), as amended, commonly referred to as the Mental Health Code, within St. Clair County; and 2) promote opportunities for recovery and discovery.

SECTION III. PURPOSE

The purpose of the Board shall be to ensure a comprehensive array of mental health and substance use disorder services appropriate to conditions of individuals who are located within its geographic service area, regardless of an individual’s ability to pay.

Services shall promote the best interests of the individual and shall be designed to increase independence, improve quality of life, and support community integration and inclusion.

SECTION IV. MEMBERSHIP OF THE BOARD

- A. The Board shall consist of 12 members.
- B. The composition of the Board shall be representative of providers of mental health services, individuals that do or have received mental health services, agencies and occupations having a working involvement with mental health services, and the general public.
- C. At least one-third (1/3) of the membership shall be individuals that do or have received mental health services or family members of those individuals, and of that one-third (1/3) at least two (2) members shall be individuals that do or have received mental health services.
- D. Board members shall have their primary place of residence in the County they represent.

SECTION V. TERM OF OFFICE; VACANCY; COMPENSATION; ATTENDANCE

- A. The term of office of a Board member shall be three (3) years beginning April 1 of the year in which the member is appointed.
- B. A vacancy shall be filled for an unexpired term in the same manner as an original appointment.
- C. A Board member shall be paid a per diem and be reimbursed for necessary travel expenses for each meeting attended.
- D. The Chairman of the Board shall be notified by the Secretary of the Mental Health Services Board of non-attendance by a Board member of two (2) consecutive Board meetings or four (4) Board meetings in a year. The Executive Committee shall meet and determine what action, if any, needs to be taken. If action is warranted, a recommendation will be made to the full Board. If a Board vacancy occurs, the County Board of Commissioners shall be notified of the vacancy.
- E. A Board member may be removed from office by the appointing board of commissioners for neglect of official duty or misconduct in office after being given a written statement of reasons and an opportunity to be heard on the removal.

SECTION VI. OFFICERS AND ORGANIZATION OF THE BOARD

A. Officers

The officers of the Board shall be the Chairman, Vice-Chairman, Secretary/Treasurer and such other officers as the Board shall deem necessary, to be selected by a majority vote of the membership of the Board in attendance, their respective terms to be for a period of one (1) year from the date of election until elections are next regularly held, or to fill vacancies which might develop during the year.

B. Nominations

At a regular meeting held in February, a Nominating Committee of three (3) members shall be appointed by the Board Chairman. In April following appointments to the Mental Health Board by the County Board of Commissioners, this committee shall nominate candidates for the officer positions. Additional nominations from the floor shall be permitted. Elections will take place at the first meeting in April and the candidates selected shall assume their office immediately thereafter.

C. Officers' Term

A Board member shall serve in any one office for no more than three (3) consecutive years.

D. Vacancies

In the event of a vacancy in any office, a Nominating Committee of three (3) members shall immediately be appointed to suggest candidates for the office. The Board shall, within two (2) months, elect a successor to serve the balance of the term.

SECTION VII. DUTIES OF THE CHAIRMAN

The Chairman shall conduct the meetings of the Board, appoint all standing and special committees, and shall be an ex-officio member of all committees. The Chairman shall have the overall responsibility to direct and coordinate the activities of the Board so as to most effectively assume and carry out the duties of the Board as prescribed by Section 226 of said Act 258 of the Public Acts of 1974, as amended.

The Chairman shall sign, or at their discretion may delegate authority to the Chief Executive Officer to sign, in the name of the Board, any deeds, contracts, leases, grant applications and other instruments authorized by the Board; and the Chairman shall perform such other duties as are required by the Board.

SECTION VIII. DUTIES OF THE VICE-CHAIRMAN

The Vice-Chairman shall assume all duties and responsibilities of the Chairman in his absence.

SECTION IX. DUTIES OF THE SECRETARY/TREASURER

The Secretary/Treasurer shall:

- A. Record or have recorded the minutes of all meetings, financial transactions, orders, resolutions and other proceedings of the Board in proper records, to be kept at the Board office.
- B. Give or cause to be given prescribed notice of meetings and elections of the Board.
- C. Conduct meetings in absence of Chairman and Vice Chairman.

SECTION X. ROLE AND DUTIES OF THE BOARD

A. Role:

The primary role of the CMH Board is that of making policy to ensure that CMH achieve its purposes. Administration of those policies rests in the Office of the Chief Executive, whose duties have been determined and assigned by the Board.

B. Duties:

The Board shall:

- A. Annually conduct a needs assessment to determine the mental health needs of the residents of the County.
- B. Annually review and approve the needs assessment report, annual plan and request for new funds for community mental health services programs.
- C. Provide and advertise a public hearing on the needs assessment annual plan and request for new funds.
- D. Submit the needs assessment report, annual plan and request for new funds to the Michigan Department of Health and Human Services and to the Board of Commissioners.
- E. Submit to the Board of Commissioners for its approval a request for county funds to support this program.
- F. Annually approve the Community Mental Health program operating budget for the year.
- G. Take those actions it considers necessary and appropriate to secure private, federal, and other public funds to support the community mental health services program.
- H. Approve and authorize all contracts for the provision of services.
- I. Review and evaluate the quality, effectiveness, and efficiency of services being provided by the Community Mental Health Services programs.
- J. Appoint a Chief Executive Officer of the Community Mental Health Services Program who meets the standards of training and experience

established by the Michigan Department of Health and Human Services.

- K. Establish general policy guidelines within which the Chief Executive Officer (CEO) shall execute the Community Mental Health Services program.

SECTION XI. CHIEF EXECUTIVE OFFICER

The CEO shall execute and administer the program in accordance with the approved annual plan and operating budget, the general policy guidelines established by the Board, the applicable procedures and policies, and the provisions of the Mental Health Code. The CEO has the authority and responsibility for supervising all employees. The terms and conditions of a CEO's employment, including tenure of service, shall be mutually agreed upon by the Board and the CEO and shall be specified in a written contract. The CEO shall appoint a Medical Director who is a psychiatrist. The Medical Director shall advise the CEO on medical policy and treatment issues.

SECTION XII. MEETINGS

A. Regular Meetings

The Board shall hold regular meetings which shall be preceded by public notice according to law.

B. Special Meetings

Special meetings may be called in accordance with the Open Meetings Act, Public Act 267 of the Public Acts of 1976, as amended.

C. Closed Sessions

Closed Sessions may be called in accordance with the Open Meetings Act, Public Act 267 of the Public Acts of 1976, as amended.

D. Board Meeting Participation

Participation at Board meetings is extremely important to conduct the business of the Community Mental Health Board. Board members are expected to be physically present at regular scheduled meetings. Members with frequent absences not due to extenuating circumstances such as out-of-town travel, job duties, sickness, may be asked to resign their position to open the position for active participation by another member. The appointing County Commissioner will be notified of this request for resignation.

A member may participate in a meeting electronically, by telephonic or video conferencing, in accordance with the Open Meetings Act, Public Act 267 of the Public Acts of 1976, as amended. Participation by a member by electronic means shall be conducted in such a way that members of the Board can hear and be heard by other members of the Board and public participants; and so that public participants can be heard by the Board and other participants during public comment. After January 1, 2021 through December 31, 2021, members shall only be permitted to attend Board meetings electronically due to military duty, a medical condition, or a statewide or local state of emergency or state of disaster as those terms are defined in the Open Meetings Act, Public Act 267 of the Public Acts of 1976, as amended. After December 31, 2021, members shall only be permitted to attend Board meetings electronically due to military duty as defined in the Open Meetings Act. A member participating by remote communication will be considered present for the purposes of a quorum and will be entitled to vote.

Additionally, should it be deemed necessary under extraordinary circumstances a meeting may be held entirely by means of telephonic or other means of remote communication ensuring all persons participating can hear each other and communicate adequately with each other during the meeting. Members participating by remote communication will be considered present for the purposes of a quorum and will be entitled to vote.

SECTION XIII. QUORUM

Seven (7) members of the Board constitute a quorum (including audio or video participation). In the event of an unfilled Board vacancy, a quorum shall be ½ plus one (1) of the current Board membership.

SECTION XIV. COMMITTEES

A. Executive Committee

1. The Executive Committee shall consist of the following members:

- a) Board Chairman
- b) Board Vice-Chairman
- c) Board Secretary/Treasurer
- d) Past Chairman

The Executive Committee shall be chaired by the Board Chairman. The CEO or his/her designee shall be the staff person assigned to work with this Committee.

2. The Executive Committee shall make recommendations to the Board, shall have general supervision of the affairs of the Board between regular monthly meetings, and shall perform such other duties as are specified in these Rules. The Executive Committee shall be subject to the orders of the Board as a whole, and none of its acts shall conflict with the action taken by the Board.
3. Special meetings of the Executive Committee can be called by the Chairman or by the request of three (3) members of the Executive Committee.

B. Recipient Rights Advisory Committee

The Board shall appoint a Recipient Rights Advisory Committee consisting of at least six (6) members. Membership of the committee shall be broadly based so as to best represent the varied perspectives of the community mental health services programs geographic area. At least one-third (1/3) of the membership shall be individuals that do or have received mental health services or the individual's family members and of that at least one-half (1/2) shall be individuals that do or have received mental health services

1. The Recipient Rights Advisory Committee shall meet at least semi-annually.
2. Maintain a current list of members.
3. Maintain a current list of categories represented by each individual.
4. Protect the office of recipient rights from pressures that could interfere with the impartial, even-handed, and thorough performance of its functions.
5. Recommend candidates for director of the office of recipient rights to the CEO, and consult with the CEO regarding any proposed dismissal of the director of the office of recipient rights.
6. Service in an advisory capacity to the CEO and the director of the office of recipient rights.
7. Review and provide comments on the annual report submitted by the CEO to the Board.
8. Serve as the appeals committee for a recipient's appeal.

C. Standing Committees

The Board shall establish standing committees as it may deem necessary. The functions and duties of these committees shall be designated by the Board.

D. Ad Hoc Committees

The Board may establish such other Special or Ad Hoc Committees as it deems necessary and proper.

SECTION XV. PARLIAMENTARY PROCEDURES

Unless otherwise provided in the Board's By-Laws, the Board shall conduct all its meetings in accordance with Robert's Rules of Order, as revised.

SECTION XVI. AMENDMENT OF BY-LAWS

These By-Laws may be amended, altered, changed, added to, or repealed by two-thirds (2/3) vote of the current Board membership, if notice of the proposed amendment, alteration, change, addition or repeal be contained in a written notice of the meeting, such notice shall be given at least 14 calendar days prior to such meeting by ordinary mail.

SECITON XVII. SUSPENSION OF BY-LAWS

These By-Laws may be temporarily suspended at any time by unanimous consent of the members present to facilitate the accomplishment of any legal objective of the Board, so long as the number of members present constitutes a quorum as previously defined.

REVISIONS & ADOPTIONS:

September 6, 2016 CMH Board Meeting (Section V. Term of Office; Vacancy; Compensation; Attendance)

July 18, 2017 CMH Board Meeting (Section XIII. Quorum)

October 17, 2017 CMH Board Meeting (Section XII.D. Meetings)

August 6, 2019 CMH Board Meeting (Section V. Term of Office; Vacancy; Compensation; Attendance;
Section XII. Meetings)

November 3, 2020 CMH Board Meeting (Section V. Removal from Office; Section X. Duties of the Board;
Section XI. Chief Executive Officer; Section XII. Meeting Participation; Section XIV. Recipient Rights
Advisory Committee)