



OPERATING RULES

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ARTICLE I. NAME OF THE BOARD

The Board is the Alcohol, Drug Addiction and Mental Health Service District Board for Montgomery County and shall be known as the Alcohol, Drug Addiction, and Mental Health Services Board for Montgomery County.

ARTICLE II. COMPOSITION OF BOARD

Section 1. The Board shall consist of eighteen (18) members, all of whom must be residents of the district.

Section 2. A member may resign by tendering a resignation to the remaining members.

ARTICLE III. MEETING OF BOARD AND DUTY OF ATTENDANCE

Section 1. Regular meetings of the Board shall be held at least once a month at such time and place as may be determined by the Board.

Section 2. There will be an annual meeting of the Board. Generally, this meeting will be held in June or upon such date as the Chairperson or Vice-Chairperson may determine.

Section 3. The Board may, by resolution, provide for regular meetings of the Board. Special meetings of the Board may be held upon call of the Chairperson, Vice-Chairperson, or any eight members of the Board.

Section 4. Written notice of the time and place of each meeting of the Board shall be mailed to each member at the member's last given address at least five (5) days prior to the date of such meeting, or in the event that there is not sufficient time between the call and the meeting, such notice may be personally delivered. In the event that reasonable efforts at personal notice are unsuccessful, notice may be given by registered mail and shall be complete upon mailing.

Section 5. A majority of the members of the Board shall constitute a quorum, provided all members had notice of the meeting. Any action taken by a majority of the quorum constitutes formal action of the Board, except in the instances where the Ohio Revised Code or these Rules require more than a majority, in which case the specific requirement shall control. The presiding officer of the Board may elect to vote last.

ARTICLE IV. OFFICERS

Section 1. The officers of the Board shall be the Chairperson, Vice-Chairperson, Secretary and Treasurer.

Section 2. The nominating committee shall present a slate of candidates for consideration by the Board; in addition, should any office become vacant prior to the expiration of its term, the nominating committee shall nominate a replacement for consideration by the Board. All nominations by the committee shall be in writing and mailed to the Board members at least one (1) week prior to the time that the Board is to act upon the nominations. Additional candidates may be nominated by petition by five (5) members of the Board. Officers shall be elected at the regular June meeting.

Section 3. Officers shall hold office from July 1st to June 30th or until their successors are elected.

Section 4. The Board may remove any officer at any time, with or without cause, by a majority vote. The Board shall fill any vacancy occurring from whatever cause.

ARTICLE V. DUTIES OF OFFICERS

Section 1. The Chairperson shall preside at all meetings of the Board and the Executive Committee. The Chairperson shall be an ex-officio member of all committees of the Board, with the exception of the nominating committee. The Chairperson shall have general supervision and control of all the Board's affairs, subject to the direction of the Board. The Chairperson shall perform such other and further duties as may from time to time be required of the Chairperson of the Board. The Chairperson may designate the Vice-Chairperson to sit in the place of the Chairperson upon any committee.

Section 2. The Vice-Chairperson shall perform the duties of the chairperson during the absence of the Chairperson or the inability of the Chairperson to discharge the duties of office, and shall perform such other duties as the Board may, from time to time direct.

Section 3. The Treasurer, in the absence of the Chairperson and Vice-Chairperson, shall preside at all meetings of the Board and the Executive Committee. The Treasurer shall supervise the accounts, books, records and property of the Board and shall do with the same as may from time to time be required by the Board. The Treasurer shall perform such other and further duties as may from time to time be required of the Treasurer by the Board. The Treasurer shall be responsible for establishing and maintaining sound fiscal policies with regard to the recording and

reporting of receipts, expenditures and balances of funds.

Section 4. The Secretary, in the absence of the Chairperson, Vice-Chairperson and Treasurer, shall preside at all meetings of the Board and the Executive Committee. The Secretary shall cause notice of all meetings to be given and shall cause the minutes of all proceedings of the Board to be recorded, transcribed and attested. The Secretary shall also perform such other and further duties as may from time to time be required of the secretary by the Board.

Section 5. The Chairperson may appoint assistant officers as needed and they shall be vested with all of the powers or be required to perform any of the duties of their superior officers in the absence of the superior officer. The assistant officers shall perform such other and further duties as may from time to time be required of them by the Board.

ARTICLE VI. STANDING COMMITTEES

Section 1. The Chairperson shall appoint the members of the Board to the standing committees. Members of standing committees shall serve from the time of their appointment for a period of one (1) year, until their term on the Board expires or until the next annual meeting, whichever occurs first.

Section 2. The standing committees of the Board shall be: Mental Health Services Committee, Alcohol and Drug Addiction Services Committee, Nominating Committee, Personnel Committee, Executive Committee, Finance Committee, and the Legislative Committee. Special functions of each of the committees may be found in these Operating Rules but the function of the committees shall not be so limited.

Section 3. The Executive Committee shall consist of the Chairperson, Vice-Chairperson, Secretary, Treasurer and such assistant officers as may be from time to time appointed. The Executive committee shall perform an annual evaluation of the Executive Director's performance of duties and responsibilities assigned to the Executive Director. The Executive committee shall consider, act upon, and reduce to writing all matters of policy. The Board shall act upon all matters of policy only after hearing the recommendations of this committee. All policies adopted by the Board shall be binding until rescinded or amended by the same procedure necessary to adopt them.

Section 4. The Nominating Committee shall consist of a chairperson and no fewer than two (2) additional Board members. The Nominating Committee shall nominate a slate of officers for consideration by the board and in addition, should any office become vacant prior to the expiration of the term of office the Nominating Committee shall nominate a replacement for consideration by the Board.

Section 5. The Personnel Committee shall consist of no fewer than a chairperson and two (2) additional Board members. The Personnel Committee should be established to be responsible with the Executive Director for the development, recommendation and review of personnel policies and practices. Some of its specific functions shall include the establishment of salary ranges for all employed staff and consideration of staff recommendations for changes and revision of personnel practices.

Section 6. The Alcohol and Drug Addiction Services Committee is a statutorily created committee and its membership and duties shall be as provided in 340.02.2 of the Ohio Revised Code, as it may from time to time be amended. (A copy of Section 340.02.2, as it currently exists, is attached hereto as Exhibit "A".)

Section 7. The Mental Health Services Committee shall consist of no fewer than eight (8) members. Included among the eight members shall be the four (4) Board Members who have been appointed by the Department of Mental Health, two (2) Board Members who shall be appointed by the Chairperson of the Board, a primary consumer, and a secondary consumer. The Chairperson of the Board shall appoint a chairperson for the Committee. The Committee shall be responsible for evaluating all finance, program, and planning issues which are, or should be, considered by the Board. The Committee shall make recommendations to the Board after evaluating an issue.

Section 8. The Finance Committee shall consist of the Treasurer, who shall be its Chairperson, and no fewer than two (2) additional Board Members who shall be appointed by the Chairperson of the Board. The Committee shall develop and recommend for approval long range financial plans, the Board's annual budget, financial policies and procedures, and shall review, analyze, and take appropriate actions with regard to issues affecting the contract agencies of the Board, as well as the reports from audits which have been conducted by the Board, and shall provide guidance to the Business Operations Division of the Board. Responsible for ensuring that the Board complies with the County policy specifying ending cash reserve requirements for Levy agencies.

Section 9. The Legislative Committee shall consist of at least three (3) members of the Board. The Committee shall be responsible, along with the Executive Director, for keeping abreast of all legislation which affects the Board, shall make recommendations to the Board with regard thereto, and once the Board has adopted a position thereto, shall present the Board's position on such issues to third parties and the public.

ARTICLE VII. AD HOC COMMITTEES

Section 1. The Board, by resolution, may create such ad hoc committees as it may, from time to time, deem necessary. The board shall, at the time of the creation of an ad hoc committee, charge the committee with specific responsibilities and state the term of existence of the committee, which, in no event, shall conclude later than the end of the then current operating year. Should the Board deem it to be appropriate, the Board may, on July 1st, provide for the continuing existence of an ad hoc committee which was created in a prior operating year.

Section 2. The Chairperson shall appoint persons to serve on ad hoc committees. While it shall be permissible for the Chairperson to appoint persons other than members of the Board to serve on ad hoc committees, the Board shall be mindful of the fact that only the Board itself can exercise its statutory duties.

ARTICLE VIII. OPERATING AND FISCAL YEARS

Section 1. The fiscal year of the Board shall be from January 1st of each year to December 31st of the same year. The official operating years shall be July 1st of each year to June 30th of the following year.

ARTICLE IX. TRANSFER OF FUNDS

The Board's funds may be transferred only by vouchers. The Executive Director is authorized to sign those vouchers and to release them for payment for:

- A. All Contract vouchers involving contracts previously approved by the Board.
- B. All purchase order vouchers and direct payment vouchers for items costing \$2,000 or less. (This category includes Montgomery County vouchers.)
- C. Those vouchers requiring Board action before disbursement would be limited to those purchase orders exceeding \$2,000 and to the Direct payment vouchers to be paid to the Executive Director.

All vouchers approved for payment either by the Executive Director, on behalf of the Board, or by the Board directly, shall be within the confines of the approved Mental Health Board budget and within the expenditure limits provided for in the comprehensive community mental health plan as approved by the Ohio Department of Mental Health, or in the alcohol and drug addiction services plan, as approved by the Department of Alcohol and Drug Addiction Services.

ARTICLE X. INDEMNIFICATION

Section 1. The Board is given the power, pursuant to Section 340.11(A) of the Ohio Revised Code to procure insurance policies insuring board members and employees against liability arising from the performance of their official duties. The Board has accordingly acquired directors and officers liability insurance and shall exercise its best efforts to maintain such insurance.

Section 2. In the event that the board is not able to maintain such insurance coverage, or to the extent that such insurance does not insure employees of the Board, if the insurer for any reason declines or refuses to provide coverage or defend against a claim, or if the amount of insurance the Board has procured is insufficient to cover the amount of a claim, the Board shall indemnify a board member or employee:

(a) for any action or inaction in that person's capacity as a board member or employee, or at the request of the Board, whether or not such action or inaction is expressly authorized by the Ohio Revised Code if:

(i) the board member or employee acted in good faith and in a manner which the person reasonably believed was in or was not opposed to the best interests of the Board; and

(ii) with respect to any criminal action or proceeding the board member or employee had no reason to believe such conduct was unlawful.

(b) against any expenses, including attorney fees, the board member or employee actually and reasonably incurs as a result of a suit or other proceedings involving the defense of any action or inaction in the person's capacity as a board member or employee, or at the request of the Board, or in defense of any claim, issue, or matter raised in connection with the defense of such an action or inaction, to the extent that the board member or employee is successful on the merits or otherwise.

Section 3. In addition, in the event that the Board is not able to maintain such insurance coverage, or to the extent that such insurance does not insure employees of the Board, if the Insurer for any reason declines or refuses to provide coverage or defend against a claim, or if the amount of insurance the Board has procured is insufficient to cover the amount of a claim, and to the extent that Section 2744.07 of the Ohio Revised Code is applicable to board members or employees of the Board, the Board shall

(a) provide for their defense in any state or federal court, in any civil action or

proceeding to recover damages for injury, death or loss to persons or property allegedly caused by an act or omission of a board member or employee in connection with a governmental or proprietary function (as said terms are defined in Chapter 2744 of the Ohio Revised Code) if the act or omission occurred or is alleged to have occurred while the board members or employee was acting in good faith and not manifestly outside the scope of his or her official responsibilities or employment.

(i) the duty to provide for the defense of an employee or board member does not apply in a civil action or proceeding that is commenced by or on behalf of a political subdivision.

(b) shall indemnify and hold harmless a board member or an employee in the amount of any judgement, other than a judgement for punitive or exemplary damages, that is obtained against the board member or employee in a state or federal court or as a result of a law of a foreign jurisdiction and that is for damages for injury, death, or loss to persons or property caused by an act or omission in connection with a governmental or proprietary function (as said terms are defined in Chapter 2744 of the Ohio Revised Code) if at the time of the act or omission the board members or employee was acting in good faith and within the scope of his or her official responsibilities or employment.

ARTICLE XI. AMENDMENTS

These Operating Rules may be amended or repealed by a two-thirds (2/3) vote of the members present and voting at a duly called meeting of the Board, the notice for which sets forth the amendments under consideration. The notice shall set forth the entire section or article to be amended as well as the proposed amendments.

ARTICLE XII. PROCEDURE AT MEETINGS

The procedural rules which shall govern all meetings of the Board shall be those permitted in the current edition of Robert's Rules of Order. The Chairperson shall appoint a parliamentarian to make procedural rulings in accordance with Robert's Rules of Order.

HISTORY

Revised Article X October 26, 1988 per Resolution #88-235

Revised Article VI (Revised Section 2 and added Section 8) January 25, 1989 pr Resolution 89-17

Revised Article I October 25, 1989 per Resolution 89-140

Revised Article VI, Section 2, deleted what was Section 5, revised the subsequent section numbers, added Sections 8 and 9, and revised the last paragraph of Article IX May 23, 1990 per Resolution 90-64.

Revised Article VI by adding Section 10 April 24, 1994 per Resolution 91-65.

Revised Article VI by revising Section 2, deleting Sections 6 and 7, adding a new section at the end of the Article, and renumbering, December 11, 1991 per Resolution number 91-214.

Revised Article VI by revising Section 8 per Resolution #06-005.