

DUNDEE TOWNSHIP MENTAL HEALTH BOARD BYLAWS

ARTICLE I - NAME, PURPOSE AND FUNCTION:

SECTION A.

NAME: The name of this organization shall be the Dundee Township Mental Health Board, hereinafter, referred to as the "Board". It is established under the provisions of the Illinois Community Mental Health Act (405 ILCS 20/0.1 et seq.), as amended, hereinafter referred to as the "Act".

SECTION B.

PURPOSE: The purpose of the Board is to aid individuals in the enhancement, maintenance, and/or restoration of their mental health within the context of their environment. As the local mental health authority for Dundee Township, hereinafter referred to as the "Township", the Board shall have the power to construct, repair, operate, maintain, regulate community Mental Health Board facilities and/or contract with providers of services for Township residents with, or at risk of:

1. Mental Illness
2. Developmental Disabilities
3. Substance Abuse/Dependence/Addictions

SECTION C.

FUNCTION: The function of the Board shall be to provide leadership in the promotion of mental health, strengthen the mental health producing factors in the environment and prevent the development of mental health-inhibiting factors. This shall be accomplished by developing and maintaining:

1. An on-going needs assessment and planning process involving the residents of Dundee Township and organizations serving the community.
2. A comprehensive continuum of effective services available to Township residents with, or at risk of, mental and emotional illness; developmental disabilities; and substance abuse/addictions.
3. An integrated network of mental health and human services, coordinated to provide intra- and inter-agency continuity of care.

4. A service delivery network or system which is accountable to both the public and its customers.

The specific service objectives are:

- a. Identification in early stages – to identify populations in need of service.
- b. Crisis stabilization - to assist those in crisis in returning to a state of equilibrium.
- c. Prevention - to establish a defense against an illness by elimination of an essential causative factor.
- d. Rehabilitation - to restore individuals to the highest level of independent activity of which they are capable.

ARTICLE II- MENTAL HEALTH BOARD:

SECTION A.

GOVERNING AUTHORITY: The affairs and business of this organization shall be governed by the Board as required by the Act.

SECTION B.

MEMBERSHIP: The Board shall initially consist of 7 members appointed by the Dundee Township Supervisor with the advice and consent of the Township Trustees. Members of the Board shall be residents of Dundee Township and shall include citizens, consumers, and representatives of community groups concerned with mental health, developmental disabilities, substance abuse/addictions, as well as representatives of interested organizations such as local health departments, medical societies, local comprehensive health planning agencies, hospital boards, and schools. Only one Board member shall be a member of the Board of Trustees of Dundee Township. No member of the Board may be a full-time or part-time employee of the Illinois Department of Human Services and the various divisions within the Department, or a board member, employee or individual receiving compensation from any facility, service or organization operating under contract to the Board.

The Dundee Township Supervisor may, upon the request of the Board, appoint up to two additional members to the Board. Such additions to the Board will begin on the 1st of the month following the appointment and will expire on the following June 30th.

SECTION C.

TERM OF OFFICE: The term of office shall be four years, provided, however, that of the initial members, two shall be appointed for a term of two years, two for a term of three years and three for a term of four years. Initial terms begin on July 1, 2020 and end June 30, 2022 for those initially appointed for two years, June 30, 2023 for those initially appointed for three years, and June 30, 2024 for those initially appointed for four years.

SECTION D.

REMOVAL OF BOARD MEMBERS: Any member of the community mental health board may be removed by the Township Supervisor for absenteeism, neglect of duty, misconduct or malfeasance in office, after being given a written statement of the charges and an opportunity to be heard thereon.

SECTION E.

VACANCIES: A vacancy in an unexpired term shall be filled for the unexpired term in the same manner as original appointments.

SECTION F.

RESIGNATIONS: Any member of the Board wishing to resign shall submit a letter of resignation to the President of the Board in advance of the effective date. The President of the Board shall then inform the Dundee Township Supervisor of the vacancy and request that the vacancy be filled.

SECTION G.

COMPENSATION: Members of the Board shall serve without compensation. Reasonable actual expenses incurred by any member in the performance of duties and of responsibilities of the Board may be reimbursed from the Community Mental Health Fund upon approval of the Board.

SECTION H.

MEETINGS:

1. Regular Meetings

Regular meetings shall be held at least quarterly, or as deemed necessary by the Board.

2. Special Meetings

Special meetings may be held upon the written request signed by at least two members of the Board and filed with the secretary or by call of the President of the Board.

3. Notice of Meetings

Written notice stating the place, day and time, and purpose of any meeting of the Board shall be delivered, either personally, by mail or e-mail, to each Board member not less than 48 hours prior to each meeting. In addition, written notice of meetings, stating place, day and time, and purpose, shall be provided in accordance with the Open Meetings Act.

4. Attendance

Attendance at all regularly scheduled meetings is required. A member may participate by teleconference if circumstances warrant, and provided that the meeting maintains a physical quorum. A member participating by teleconference shall be deemed present and not absent if the member gives at least 48 hours advance notice to the President. Any member of the Board who is absent from four (4) consecutive regular Board meetings without prior notification to the President or the officers of the Board may be removed by the Township Supervisor upon request of the Board or the President of the Board.

5. Open Meetings

All regular and special meetings of the Board shall be open to the public. Closed executive sessions shall be held in accordance with the Open Meetings Act.

6. Publication of Draft Board Documents

The Board shall provide drafts of the following documents to the public no less than 48 hours prior to the Board meeting in which they will be discussed. Such documents include, but are not limited to: Agenda, Minutes, Annual Reports, Bylaw amendment(s), inter alia; and any unlisted documents will require a majority quorum vote for one-time

publication. These draft postings will be made available electronically on the Dundee Township Mental Health Board website.

SECTION I

QUORUM AND VOTING:

1. A simple majority of the Board shall constitute a quorum for the transaction of business.
2. Each member shall be entitled to one vote. A member must be present to vote. No proxies will be valid. No electronic votes will be valid. For the purposes of this section, a member participating by teleconference shall be deemed present at the meeting, if member gives at least 48 hours advance notice that they will be participating by teleconference.
3. A simple majority of the votes cast shall carry a motion provided a quorum is present, except as provided in Article VII below, and/or as otherwise required by law regarding normal business.
4. The following decisions shall require a roll call vote for approval of:
 - a. all ordinances and resolutions;
 - b. all motions that create any liability against the Mental Health Board and/or involve the expenditure and/or appropriation of funds;
 - c. all motions to adjourn to or from any executive session (i.e. closed session);
 - d. when requested by any member of the Mental Health Board; and
 - e. as otherwise required by law.

ARTICLE III - DUTIES AND RESPONSIBILITIES OF THE BOARD

SECTION A.

GENERAL CONDITIONS: The Board shall establish objectives and policies concerning the provisions of services and operation of facilities which it directs, supervises, or funds. The Board shall:

1. Review and evaluate community mental health services and facilities, including services and facilities for the treatment of alcoholism, substance abuse disorders, developmental disabilities, and intellectual disabilities.
2. Develop and submit to the Township Supervisor and Trustees and other interested entities an annual and three-year written service plan for community mental health services and facilities, including services and facilities for persons with a mental illness, developmental disability, or a substance abuse disorder.
3. Within amounts appropriated, execute such programs and/or maintain such services and facilities as may be authorized under such appropriations.
4. Authorize the disbursement of money from the community mental health fund for payment for the ordinary and contingent expenses of the Board.
5. Develop, approve and publish an annual budget and report to effectively administer the Community Mental Health Fund within 120 days after the end of the fiscal year and in accordance with the Illinois Community Mental Health Act.
6. Consult with local private and public agencies in the development of local plans for the most efficient delivery of mental health, developmental disabilities, and substance abuse disorder services for residents of Dundee Township.
7. Act as may be necessary or proper to carry out the purposes of the Act.

SECTION B.

The Board may also,

1. Enter into contracts for provision of services, operation of facilities, and educational programs.
2. Arrange through intergovernmental agreements or intragovernmental agreements or both for the rendition of services and operation of facilities by other agencies or departments of Dundee Township or the County of Kane with the approval of the Township Board of Trustees.
3. Employ, establish compensation for, and set policies for its personnel, including legal counsel, as may be necessary to carry out the purposes of the Act and prescribe the duties thereof. The Board may enter into multiple-year employment contracts as may be necessary for the recruitment and retention of personnel and the proper functioning of the Board.

4. Develop strategic partnerships that build advocacy around mental health issues, including issues related to developmental disabilities and substance abuse/addictions.
5. Enter into multi-year joint agreements, which shall be written, with other contiguous mental health boards and boards of health to provide jointly agreed upon community mental health facilities and services and to pool such funds as may be deemed necessary and available for this purpose.
6. Organize a not-for-profit corporation for the purpose of providing direct patient services. Such corporations shall have, in addition to all other lawful powers, the power to contract with persons to furnish services for patients of the corporation's facilities, including psychiatrists and other physicians licensed in this state of Illinois to practice medicine in all its branches. Such physicians shall be considered independent contractors, and liability for any malpractice shall not extend to such corporation, nor to the Board, except for gross negligence in entering such a contract.

The Board shall not operate any direct services when such services are being provided in Dundee Township, but shall encourage, by financial support, the development of private agencies to deliver such needed services, pursuant to the policies of the Board.
7. Enter into multiple-year joint agreements with other governmental units located within Dundee Township. Such agreements shall be written and shall provide for the rendition of services by the Board to the residents of Dundee Township.
8. Receive monies from private sources, and federal, state, and local funds for purposes consistent with the provisions of the Act.
9. Own real property, lease real property as lessee, or acquire real property by purchase, construction, lease-purchase agreement, or otherwise; Take title to the property in the Board's name; Borrow money and issue debt instruments, mortgages, purchase-money mortgages, and other security instruments with respect to the property; Maintain, repair, remodel or improve the property. All these activities must be for purposes consistent with the Act as may be reasonably necessary for the housing and proper functioning of the Board. The Board may use moneys in the Community Mental Health Fund for these purposes.
10. Organize a not-for-profit corporation for the purpose of raising money to be distributed by the Board for providing community mental health services and facilities for the treatment of alcoholism, drug addiction, developmental disabilities, and mental retardation, or, for other purposes not inconsistent with the Act.

SECTION C.

ANNUAL BUDGET: The Board shall prepare and submit, for informational purposes in the appropriations process, to the Dundee Township Board of Trustees, its annual budget

showing the estimated receipts and intended disbursements for the fiscal year beginning the next July 1st at least 60 days prior to the start of the fiscal year.

SECTION D.

ANNUAL REPORT: Not more than 90 days following the end of the fiscal year, the Board shall submit to the Dundee Township Supervisor and Board of Trustees, an annual report detailing the income received and disbursements made during the previous year.

SECTION E.

MENTAL HEALTH LEVY: In its annual budget the Board shall recommend an annual tax revenue based on all the taxable property of Dundee Township at the value thereof, as equalized and assessed by the Department of Revenue. Such tax shall be levied and collected in the same manner as other township taxes but shall not be included in any limitation otherwise prescribed as to the rate or amount of governmental unit taxes, but shall be in addition thereto and in excess, thereof. When collected, such tax shall be paid into a special fund to be designated as the "Dundee Township Community Mental Health Fund", which shall, upon authorization of the Dundee Township Board of Trustees, be administered by the Board and used only for the purposes specified in the Act.

ARTICLE IV - OFFICERS

SECTION A.

The Officers of the Board shall be: President, President Pro Tempore and Secretary.

Their duties shall be those specified in these bylaws, in addition to such duties as the Board may prescribe.

SECTION B.

TERM OF OFFICE: The Mental Health Board shall elect from its members the below described officers at a regular or special Board meeting prior to July 1, of each year for the ensuing year beginning July 1. Each office shall be elected for a term of one year. Officers shall be elected by a simple majority providing a quorum is present.

SECTION C.

DUTIES OF THE OFFICERS:

1. President - The President shall preside at all regular and special board meetings as a voting member; shall serve as ex officio member of all committees, having all the privileges of other committee members, excluding the right to vote; shall be required to sign vouchers to authorize payment. The President shall appoint all committee Chairpersons and members.
2. President Pro Tempore - The President Pro Tempore shall perform all the duties of the President if the President is unable to act, or in the event of a vacancy in that office.
3. Secretary - The Secretary shall record and prepare minutes of all Board and special meetings; shall perform all duties of the President and President Pro Tempore in the event of absence or inability of the President or President Pro Tempore to act. In the event the Secretary is absent at any meeting, the President shall appoint an Acting Secretary with full authority.

SECTION D.

REMOVAL OF OFFICER: An officer may be removed by a two-third's majority vote of the entire Board (not a quorum).

ARTICLE V - COMMITTEES

The Board may consider pertinent issues recommended by standing committees and ad hoc committees.

SECTION A.

STANDING COMMITTEES: The Board may establish such Standing Committees as it deems necessary.

SECTION B.

AD HOC COMMITTEES: To be appointed by President as needed.

SECTION C.

MEMBERSHIP OF COMMITTEES: Board members, in addition to community volunteers, may serve as members on any committee as appointed by the Board Chairperson. Such appointed volunteers need not be a resident of Dundee Township. No committee member may be a full-time or part-time employee of the Illinois Department of Human Services and the various divisions within the Department, or a board member, employee or individual receiving compensation from any facility, service or organization operating under contract to the Board.

SECTION D.

MEETINGS: Committee meetings shall be held at the discretion of the Committee Chairperson and/or by Board direction.

SECTION E.

VOTING: The method of general consent shall be used with all issues when there is no objection to the question, or unless a roll call vote is required by law and/or under these Bylaws (Article II, Section I, Quorum and voting). When there is an objection, a vote must be taken to make recommendations to the Board.

ARTICLE VI - INDEMNIFICATION

SECTION A.

To the extent permitted by law and further subject to the limitations and restrictions set forth herein, the Mental Health Board shall indemnify a Board member for acts and/or omissions performed within the scope of his or her duties of office on behalf of the Mental Health Board, or a committee and/or advisory body thereof, expressly contingent upon such expenses and/or liability being covered by the Mental Health Board's insurance/risk management association provider and the Insurance Provider agreeing to provide coverage relative to such act and/or omission and not to exceed payments made by the Insurance Provider relative to the defense of such claim or action, court costs, reasonable attorney's fees, judgments, compromise or settlement of such claim or action, and further subject to appropriations for such expenditures and approval of such expenses by the Board in accordance with applicable law; provided however, that in no event shall

any indemnification and/or any other payment, reimbursement or any consideration of any kind be provided for any acts and/or omissions set forth in Section B below.

SECTION B.

No Board member shall be indemnified for any of the following:

1. The Board member did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interest of the Mental Health Board.
2. The Board member engaged in any criminal, fraudulent, dishonest, malicious, or unlawful acts or omissions including but not limited to, criminal official misconduct and/or conflict of interest violations.
3. Any liability of a Board member who obtains remuneration or financial gain to which he or she was not legally entitled.
4. Any breach of a contractual obligation.
5. Any knowing violation of any statute, law, act, or ordinance, whether federal, state, or local.
6. Any payment of any punitive or exemplary damages.

SECTION C:

Any indemnification provided for hereunder (unless ordered by a court) shall be made by the Mental Health Board only as authorized in the specific case, upon a determination that indemnification of the Board member is proper in the circumstances because he or she has met the applicable standard of conduct and requirements of Section A of this Article (including but not limited to coverage for such indemnification expense and liabilities by the Insurance Provider), and is not prohibited from being indemnified pursuant to Section B herein and/or otherwise prohibited by law. Such determination shall be made with respect to a person who is a Board member at the time of the determination: (1) by the majority vote of the Board members who are not parties to such action, suit or proceeding, even though less than a quorum or (2) if there are no such Board members, or if the Board members so direct, by independent legal counsel in a written opinion. In no event shall any Board member be permitted to vote to indemnify himself or herself or to otherwise vote on any matter in which said Board member has a financial interest, directly or indirectly and/or is otherwise required by law to abstain from voting. The purpose of this provision is to avoid even the appearance of any conflict.

ARTICLE VII - AMENDMENTS TO THE BY-LAWS:

Any Board member may propose a by-law amendment. Such proposals may be discussed and voted upon at any regular or special meeting of the Board and may be adopted with a two-third's majority of the Board. Written notice of the proposed amendment(s) shall be sent by the President to all members of the Board at least five days in advance of consideration of action. No proxy votes may be employed in voting related to amendments to the by-laws.

ARTICLE VIII- FISCAL YEAR

The fiscal year shall be July 1st through June 30th.

ARTICLE IX -PARLIAMENTARY PROCEDURE:

- A. Unless inconsistent with these by-laws, or otherwise decided by the Board, all Board and committee meetings shall be conducted in accordance with Robert's Rules of Order most recently revised edition.
- B. All Board and committee meetings (including, but not limited to, all meetings of advisory bodies to the Board) shall comply with the Open Meetings Act (5 ILCS 120/1 et seq.).
- C. Pursuant to the Illinois Open Meetings Act, any person who desires to address the Mental Health Board or any committee and/or advisory body of the Mental Health Board shall be permitted to address the Board, committee, or advisory body (as the case may be) for a time period not to exceed 3 minutes. The Board shall place a "comments from the public" item on the agenda for each meeting.