

## MCHEMRY COUNTY MENTAL HEALTH BOARD

**POLICY NAME:** BY-LAWS

**POLICY CODE:**

**VERSION #: 4**

**CARF SECTION:** SECTION 1: ASPIRE

**DOCUMENT CREATOR:** Karin Frisk (Compliance and Operations Manager) **DATE CREATED:** 11/10/2011

**APPROVED BY:** Leonetta Rizzi (Executive Director) Per Board Action **APPROVAL DATE:** 05/28/2024

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### ARTICLE I

#### NAME

Section 1. NAME. The name of the organization shall be McHenry County Mental Health Board, hereinafter referred to as "Mental Health Board".

### ARTICLE II

#### PURPOSE

Section 1. PURPOSE. The Mental Health Board was created under the authority of the Community Mental Health Act (405 ILCS 20) by the McHenry County Board of Supervisors pursuant to a public referendum. It is the purpose of the Mental Health Board to provide residents of McHenry County, Illinois, directly or by contract with private and public entities community mental health facilities and services including services and facilities for the treatment of mental illness, intellectual and developmental disabilities, and substance abuse pursuant to the authority granted in the Community Mental Health Act.

### ARTICLE III

#### GOVERNING AUTHORITY

Section 1. MEMBERS/TERM OF OFFICE. There shall be nine (9) members of the Mental Health Board who shall be appointed by the Chair of the McHenry County Board with the advice and consent of the McHenry County Board pursuant to the requirements of the Community Mental Health Act for four (4) year terms. One (1) of the nine (9) members of the Mental Health Board may be a member of the McHenry County Board. All terms shall be measured from the first day of the year of appointment; however, the term of membership of any McHenry County Board member shall run concurrently with the elected term of the McHenry County Board member.

Section 2. APPOINTMENTS/VACANCIES. In accordance with Community Mental Health Act, the Mental Health Board shall provide advice to the Chair of the McHenry County Board and has established a policy and procedure for the acceptance and review of applications from residents interested in serving as a member of the Mental Health Board, as follows:

- More than 60 days prior to the expiration of the term, a member of the Mental Health Board shall notify the President of the Mental Health Board whether the member is interested in reappointment to the Mental Health Board.
- Sixty days prior to a vacancy or upon learning of a vacancy, whichever is later, the Mental Health Board will issue a press release and post on its website notifying residents of the vacancy and its associated term and the general requirements of members of the Mental Health Board along with a deadline for accepting applications. Applications will be accepted by the Mental Health Board on McHenry County's administration application portal as indicated in the press release and will request the following

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information from candidates:

1. The candidate's personal interest in the Mental Health Board's vision, mission, values, and principles which are described at [www.mc708.org](http://www.mc708.org).
2. If the candidate has a background of lived or professional experiences with mental health, intellectual/developmental disability services and/or substance use services, such as childhood mental health, disability caregiver, trauma-informed care, or crisis response.
3. How the candidate's experience (including any experience as a member of the Mental Health Board), skills, and viewpoint would increase the ability of the Mental Health Board to understand and support specific mental health needs in McHenry County.

c. Members of the Mental Health Board shall be appointed with the following considerations:

1. That he/she is a resident of McHenry County, Illinois.
2. That he/she has demonstrated his/her interest in the field of mental health and that he/she is representative of the interest groups of McHenry County such as local health departments, medical societies, comprehensive health planning agencies, hospital boards, lay associations concerned with mental health, developmental disabilities, and substance abuse, as well as the general public.
3. No member of the Mental Health Board shall be a board member, director, employee, agent, under contract with, a representative of, or an individual receiving compensation from any agency, facility or services operating under contract to the Mental Health Board or the Department of Human Services.

Upon completion of review of the applications, the President of the Mental Health Board shall provide a written recommendation regarding the appointment or reappointment, as the case may be, for filling the vacancy to the Chair of the McHenry County Board outlining the reasons for the recommendation. All applications that were received will be provided to the Chair of the McHenry County Board along with the recommendation. Section 3. COMPLAINTS. Any complaint that a member of the Mental Health Board is guilty of neglect of duty, misconduct or malfeasance in office shall be referred to the President of the Mental Health Board for investigation, and, on the advice and consent of the Mental Health Board, after being given a written statement of the charges and an opportunity to be heard thereon, referred to the Chair of the McHenry County Board for removal pursuant to the provisions of Section 20/3c of the Community Mental Health Act.

Section 4. ABSENTEEISM. Members of the Mental Health Board are expected to regularly attend regular meetings and meetings of committees of which they are members. An attendance report will be run bi-annually to determine absenteeism. The term absenteeism shall mean absence from two consecutive regular meetings (excluding special board meetings) or absence from three total board or committee meetings in a period of six months. Issues of absenteeism within committees will be addressed by the respective committee chair with escalation to the Mental Health Board President if necessary. After investigation by the President, and, on the advice and consent of the Mental Health Board, after the member has been given a written statement of the charges and an opportunity to be heard thereon, the member may be referred to the Chair of the McHenry County Board for removal pursuant to the provisions of Section 20/3c of the Community Mental Health Act. Issues of absenteeism within the regular meetings will be addressed by the Mental Health Board President, and, after investigation by the President, and, on the advice and consent of the Mental Health Board, after the member has been given a written statement of the charges and an opportunity to be heard thereon, the member may be referred to the Chair of the McHenry County Board for removal pursuant to the provision of the Section 20/3c of the Community Mental Health Act.

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#### **ARTICLE IV**

##### **BUDGET**

Section 1. ANNUAL PUBLIC ACCOUNT. The Mental Health Board will account for all monies raised and disbursed through its efforts and shall make an annual public accounting of such monies in accordance with Section 20/3e of the Community Mental Health Act.

Section 2. YEARLY BUDGET. The Mental Health Board shall prepare a proposed yearly budget which will be presented to the McHenry County Board not later than September 15th.

Section 3. PERSONNEL. The Mental Health Board is authorized to hire such personnel as may be necessary to carry out the purposes of the Community Mental Health Act and to prescribe the duties of and establish salaries and provide other compensation for such personnel.

Section 4. COMPENSATION. Members of the Mental Health Board shall serve without compensation, but expenses incurred by any member in the performance of their duties shall be directly reimbursed from mental health funds.

#### **ARTICLE V**

##### **OFFICERS OF THE BOARD**

Section 1. OFFICERS. The Officers of the Mental Health Board shall be a President, one or more Vice- Presidents (the number thereof to be determined by the Mental Health Board), a Treasurer, a Secretary, and such Assistant Treasurers, Assistant Secretaries or other officers as may be elected by the Mental Health Board. Officers whose authority and duties are not prescribed in these By-Laws shall have the authority and perform the duties prescribed, from time to time, by the Mental Health Board. Any two or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. ELECTION AND TERM OF OFFICE. The officers of the Mental Health Board shall be elected annually by nominations from the floor by the Mental Health Board at the regular annual meeting of the Mental Health Board in June for a term of one year from July 1st to June 30th. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. Vacancies may be filled, or new offices created and filled at any meeting of the Mental Health Board. Each officer must be a Mental Health Board member and shall hold office until their successor shall have been duly elected and shall have qualified or until their death or until they shall resign or shall have been removed in the manner hereinafter provided.

Section 3. REMOVAL. Any officer elected or appointed by the Mental Health Board may be removed by the Mental Health Board whenever in its judgment the best interests of the Mental Health Board would be served thereby.

Section 4. PRESIDENT. The President shall be the principal executive officer of the Mental Health Board. Subject to the direction and control of the Mental Health Board, they shall be in charge of the affairs of the Mental Health Board; they shall see that the resolutions and directives of the Mental Health Board are carried into effect except in those instances in which that responsibility is assigned to some other person by the Mental Health Board; and, in general, they shall discharge all duties incident to the office of President and such other

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duties as may be prescribed by the Mental Health Board. They shall preside at all meetings of the Mental Health Board. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Mental Health Board or a different mode of execution is expressly prescribed by the Mental Health Board or these By-Laws, they may execute for the Mental Health Board any contracts or other instruments which the Mental Health Board has authorized to be executed and they may accomplish such execution either individually or with the Secretary, any Assistant Secretary, or any other officer thereunto authorized by the Mental Health Board, according to the requirements of the form of the instrument. The President shall have the power to: (1) appoint members of the Mental Health Board to serve on various committees set forth in Article VII, Section 1, of these By-Laws and to appoint one of the so appointed board members as the chair of the applicable committee; and (2) appoint residents of McHenry County to any ad hoc committee created pursuant to Article VII, Section 1(f) of these By-Laws.

**Section 5. VICE PRESIDENT.** The Vice-President (or in the event there be more than one Vice-President, each of the Vice-Presidents) shall assist the President in the discharge of their duties as the President may direct and shall perform such other duties as from time to time may be assigned to him or her by the President or by the Mental Health Board. In the absence of the President or in the event of their inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents, in the order designated by the Mental Health Board, or by the President if the Mental Health Board has not made such a designation, or in the absence of any designation, then in the order of their seniority or tenure) shall perform the duties of the President and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Mental Health Board or a different mode of execution is expressly prescribed by the Mental Health Board or these By-Laws, the Vice-President (or any of them if there are more than one) may execute for the Mental Health Board any contracts or other instruments which the Mental Health Board has authorized to be executed, and they may accomplish such execution either individually or with the Secretary, any Assistant Secretary, or any other officer thereunto authorized by the Mental Health Board, according to the requirements of the form of the instrument.

**Section 6. SECRETARY.** The Secretary shall record the minutes of the meetings of the Mental Health Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; be custodian of board records; keep a register of the post office address of each member which shall be furnished to the Secretary by such member; and perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the President or by the Mental Health Board.

**Section 7. TREASURER.** The Treasurer shall be the principal accounting and financial officer of the Mental Health Board. They shall: (a) have charge of and be responsible for the maintenance of adequate books of account for the Mental Health Board; (b) have charge and custody of all funds and securities of the Mental Health Board, and be responsible therefore, and for the receipt and disbursement thereof; and (c) perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Mental Health Board. If required by the Mental Health Board, the Treasurer shall give a bond for the faithful discharge of their duties in such sum and with such surety or sureties as the Mental Health Board shall determine.

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Section 8. ASSISTANT TREASURERS AND ASSISTANT SECRETARIES. The Assistant Treasurers and Assistant Secretaries shall perform such duties as shall be assigned to them by the Treasurer or the Secretary, respectively, or by the President or the Mental Health Board. If required by the Mental Health Board, the Assistant Treasurers shall give bond for the faithful discharge of their duties in such sums and with such sureties as the Mental Health Board shall determine.

Section 9. ABSENCES. The Mental Health Board may appoint a President, Vice-President, Treasurer or Secretary pro-tempore in the event that the President, Vice-President, Treasurer or Secretary is unable to perform their duties or is absent from the county or fails to attend a meeting. The duties and terms of the officer pro-tempore shall be designated by resolution of the Mental Health Board.

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## **ARTICLE VI**

### **MEETINGS**

Section 1. REGULAR MEETINGS. Regular meetings of the Mental Health Board shall be held throughout the year at such time and place as may be provided by resolution of the Mental Health Board. Any Mental Health Board meeting may be canceled by a majority vote of the members present at the previous meeting if deemed unnecessary. A meeting schedule for the year shall be established at the annual meeting.

Section 2. SPECIAL MEETINGS. Special meetings of the Mental Health Board may be held at the call of the President or upon the written request of two members of the Mental Health Board, filed with the Secretary.

Section 3. OPEN MEETINGS ACT. All regular, special, and closed meetings of the Mental Health Board or any of its committees shall comply with the Illinois Open Meetings Act.

Section 4. QUORUM. A quorum for a Mental Health Board Meeting shall consist of a majority of appointed members who are serving on the Mental Health Board or in the case of a committee meeting, shall consist of a majority of the appointed members who are serving on the committee.

Section 5. AUDIO OR VIDEO CONFERENCE.

#### **a. ILLNESS, EMPLOYMENT, OR EMERGENCY**

The Mental Health Board members and its committee members may be allowed to attend any meeting (regular meeting, special meeting, or committee meeting) by audio or video conference if the following conditions are met:

1. A quorum of the Mental Health Board or Mental Health Board committee shall be physically present at the location of an open or closed meeting.
2. The Mental Health Board member who wishes to be considered present at a meeting by audio or video conference shall make such a request to the Mental Health Board by notifying the recording secretary via the Executive Director or their designee 48 hours prior to the meeting, unless advance notice is impractical, that the Mental Health Board member cannot physically attend the meeting for one of the following reasons:
  - i. Personal illness or disability
  - ii. Employment purposes or Mental Health Board business
  - iii. A family or other emergency

iv. Unexpected childcare obligations

The recording secretary or other designated person shall record in the minutes of every meeting the members physically present, absent and present by audio or video conference.

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- b. DISASTER DECLARATION RELATED TO PUBLIC HEALTH CONCERNS. The Mental Health Board or its committees may conduct a meeting by audio or video conference, without the physical presence of a quorum of the members, so long as the requirements of the Open Meetings Act, 5 ILCS 120/7(as may be amended), have been met.

**ARTICLE VII**  
**COMMITTEES**

Section 1. COMMITTEES. The Mental Health Board may have the following committees:

- a. Executive/Personnel Committee.
- b. Finance and Audit Committee.
- c. Building and Grounds Committee.
- d. Ethics and Compliance Committee.
- e. By-Laws Committee.
- f. Such other standing or ad hoc committees as from time to time established by the President with the advice and consent of the members of the Mental Health Board.

Section 2. GENERAL DUTIES. The general duties of the committees shall be as follows:

- a. Executive/Personnel Committee. On an as needed basis, as requested by the President, to study, advise and make recommendations relative to the management of business and affairs of the Mental Health Board.
- b. Finance and Audit Committee. On an as needed basis, as requested by the President, to study and recommend procurement of funds from all sources, public and private; to advise in planning and development of budget; to account for all income and expenditures; to participate in evaluation of financial aspects of the operations of the Mental Health Board; when deemed appropriate, recommend the selection of an independent external auditor, determine the scope and approach of the audit, review and report to the Board any serious difficulties or disputes encountered during the audit, and review and report to the Board the results of the audit, making any recommendations deemed necessary in response to the audit.
- c. Building and Grounds Committee. On an as needed basis, as requested by the President, to study, advise and make recommendations relative to the planning, development and maintenance of existing and future buildings and grounds.
- d. Ethics and Compliance Committee. To meet on a quarterly basis, and as requested by the President, to investigate and advise the Mental Health Board relative to any ethical issues which come before the Mental Health Board.
- e. By-Laws Committee. To meet at least once a year, and as requested by the President, to study and make recommendations relative to any revisions of the Mental Health Board By-Laws.
- f. Other Standing or Ad Hoc Committees: On an as needed basis, as requested by the President, to execute the specific committee assignment.
- g. The duties of any committee provided for in this Section 2 shall be as specified in the subsection or as otherwise set forth in a resolution of the Mental Health Board.

Section 3. APPOINTMENT. The President in any Mental Health Board meeting may: (1) appoint members of the Mental Health Board to serve on various committees set forth in Article VII, Section 1, of these By-Laws and to appoint one of the so appointed board members as the chairman of the applicable committee; and (2) appoint residents of McHenry County to any ad hoc committee created pursuant to Article VII, Section 1(f) of these By-Laws.

Section 4. MEMBERS/TERM OF OFFICE. There shall be five (5) members of each committee; however, an ad hoc committee may have more than five (5) members as determined by the President when such a committee is formed. Each member of a committee shall hold office from January – December of each year or until the member shall cease to be a member of the board or until the member's death, resignation, or removal or until the President shall dissolve the committee.

Section 5. REMOVAL OF MEMBERS, DISSOLUTION. Any member of a committee may at any time be removed, with or without cause, and a committee itself may, at any time, be dissolved by the President.

Section 6. VACANCIES. If any vacancy shall occur in a committee by reason of death, resignation, removal or otherwise, such vacancy may be filled by the President at any meeting of the Board of Directors.

Section 7. MINUTES. Each committee shall keep minutes of its proceedings and shall report the same to a meeting of the Mental Health Board as soon as practicable.

#### **ARTICLE VIII** **AMENDMENTS**

Section 1. AMENDMENTS. Amendments to the By-Laws shall be adopted or amended by 2/3 vote at any duly constituted meeting of the Mental Health Board, provided that each Mental Health Board member shall have received a notice of the meeting and a copy of the Amendment at least seven (7) days prior to the meeting.

#### **ARTICLE IX** **PARLIAMENTARY AUTHORITY**

Section 1. PARLIAMENTARY AUTHORITY. The rules contained in the most current edition of Robert's Rules of Order Newly Revised shall govern the Mental Health Board or any of its committees in all cases to which they are applicable and in which they are not inconsistent with either these By-Laws or the laws of the State of Illinois and any special rules of order the Mental Health Board or any of its committees may adopt.