

The Bylaws for Ramsey County Children’s Mental Health Collaborative

Article 1

Name and Purpose:

Section 1.1 Name: The name of the organization will be the Ramsey County Children’s Mental Health Collaborative and hereinafter will be referred to as “RCCMHC”.

Section 1.2 JPA Partners: RCCMHC was formed pursuant to a Joint Powers Agreement by and between RAMSEY COUNTY, through its Human Services and Community Corrections departments, the St. Paul – Ramsey County Department of Public Health; ST. PAUL PUBLIC SCHOOLS DISTRICT 625 (the “Joint Powers Agreement”), for the purpose as set forth therein.

Section 1.3 Minnesota Collaboratives and Purpose: In 1993, the State Legislature enacted legislation that established Collaboratives as special districts in Minnesota. Collaboratives are responsible for engaging systems and families to identify needs, develop systems of care, and assure that services cut across traditional system boundaries. Collaboratives promote promising prevention and early intervention strategies through an expansive public health approach encompassing all developmental dimensions of well-being (cognitive, social, emotional/behavioral, physical, environmental, economic, spiritual, and educational/vocational).

Collaboratives were envisioned to reduce fragmentation and enhance funding flexibility by creating a multi-agency system of care in which the family is a full partner. Minnesota Statutes directs children’s mental health collaboratives to establish an integrated mental health system that targets the complex, multisystem needs of youth with (or at risk for) mental health disorders and their families. Collaboratives report outcomes to the State.

1.3.1 State-Mandated Partners: Mandated partners for a children’s mental health collaborative are: one county, one school district or special education cooperative, one mental health entity, and one juvenile justice or corrections. Collaboratives who use Local Collaborative Time Study dollars (LCTS) must also include Public Health and any school district/county agency that participates in the time study for that Collaborative.

Section 1.4 Minnesota Statutes: Minnesota Collaboratives are governed by State Statute. Statutes that guide the work of children’s mental health collaboratives include but are not limited to:

- 1.4.1** Statutes directly related to Children’s Mental Health Collaboratives
- Minn. Stat. § 124D.23 FAMILY SERVICES AND COMMUNITY-BASED COLLABORATIVES
 - Minn. Stat. § 245.491 CITATION; DECLARATION OF PURPOSE.
 - Minn. Stat. § 245.492 DEFINITIONS
 - Minn. Stat. § 245.493 LOCAL CHILDREN'S MENTAL HEALTH COLLABORATIVE.
 - Minn. Stat. § 245.4931 INTEGRATED LOCAL SERVICE SYSTEM.

- Minn. Stat. § 245.4932 REVENUE ENHANCEMENT; AUTHORITY AND RESPONSIBILITIES
- Minn. Stat. § 245.495 ADDITIONAL FEDERAL REVENUES.

1.4.2 Statutes indirectly related to Children’s Mental Health Collaboratives

- Minn. Stat. § 4.045 CHILDREN'S CABINET
- Minn. Stat. § 245.4875 LOCAL SERVICE DELIVERY SYSTEM
- Minn. Stat. Ch. 13 MINNESOTA GOVERNMENT DATA PRACTICES ACT (MGDPA)
- Minn. Stat. § 471.59 JOINT EXERCISE OF POWERS
- Minn. Stat. § 179A.60 JOINT POWERS AGREEMENTS
- Minn. Stat. Ch. 13D OPEN MEETING LAW
- Minn. Stat. § 179A.03 DEFINITIONS (Public Employment Labor Relations)

Section 1.5 RCCMHC History and Purpose: RCCMHC was established in 1997 to engage systems and families in the development and sustainment of responsive, integrated, and coordinated service delivery for youth with Emotional Disturbance (ED) or Serious Emotional Disturbance (SED) in Ramsey County.

Today, RCCMHC brings stakeholders with mutual interests together to exchange information, plan jointly, align resources, and make systems-level decisions. RCCMHC builds on member strengths, addresses community challenges, and leverages resources and capabilities such as: funds, services, technologies, ideas, and expertise to coordinate and develop:

- cross-system services/supports that align with its core mission and goals
- family and community education, outreach, and engagement
- community capacity building and workforce development trainings for youth/family service providers and policy makers

1.5.1 Values: Core values provide the foundation which drives the work of RCCMHC. Services and supports should be: Accessible, Consumer-Directed, Culturally Affirming and Responsive; Linguistically Appropriate, Data-Driven, Individualized, Strengths-Based, Trauma-Informed, and Wellbeing- Focused.

1.5.2 Vision: Ramsey County youth will have the strengths, skills, relationships, supports, and opportunities that they need to experience mental health and wellbeing.

1.5.3 Mission: RCCMHC will work across systems and with families to meet the complex needs of youth with or at risk for emotional disturbance (ED) or serious emotional disturbance (SED).

1.5.4 Goals: The goals of the RCCMHC are: 1) A responsive children’s mental health delivery system; 2) health equity; and 3) youth and whole-family wellbeing.

Article 2

The Governing Board: Structure and Responsibilities

- Section 2.1 Board Structure:** The Governing Board will be comprised of sixteen members who have been elected, nominated or appointed to represent the various constituents of the RCCMHC.
- Section 2.2 Board Authority:** The Governing Board is the ultimate decision-making body for the RCCMHC.
- Section 2.3 Major Duties of the Governing Board:** The major duties of the Governing Board include, but are not limited to, the following:
- 2.3.1** Define and safeguard the organizational mission, vision, and values of the RCCMHC.
 - 2.3.2** Assess needs and establish strategic direction.
 - 2.3.3** Develop policies and planning objectives.
 - 2.3.4** Monitor outcomes and metrics to evaluate RCCMCH impact with respect to: 1) cross-system services and supports; 2) family and community engagement; and 3) community capacity building/workforce development.
 - 2.3.5** Assure compliance with all statutes concerning Collaboratives as well as laws, regulations, and ethical practices, including review and approval of any external reporting done on behalf of RCCMHC.
 - 2.3.6** Oversee finances and protect assets, including development of the annual budget and operating plan.
 - 2.3.7** Account to constituents as identified in the Joint Powers Agreement and to the public for the services provided by the RCCMHC and for its expenditures of funds.
 - 2.3.8** Participate in RCCMHC fund and resource development.
 - 2.3.9** Engage in community relations by representing RCCMHC to stakeholders and acting as a “RCCMHC ambassador.”
 - 2.3.10** Select, support, direct, evaluate, and determine compensation for the Executive Director.
 - 2.3.11** Appoint committee chairs and recommend with the input of the Executive Director who will serve on committees.
 - 2.3.12** Chair or serve on committees and task groups and take on special assignments

Section 2.4 Board Member Characteristics and Qualifications:

2.4.1 Board members must support and champion the vision and values of RCCMHC.

2.4.2 Board members must perform the following service requirements:

1. Consistently attend Governing Board meetings and review Board documents (2-4 hours per month);
2. Participate in one annual Board retreat/strategic planning session;
3. Potentially chair a standing committee;
4. Potentially serve on the Executive Committee; and
5. Serve on a task group or committee as needed.

2.4.3 Board members must have the ability to work collaboratively.

2.4.4 Board members must value youth and caregivers as equal partners with providers and policy makers. Board members must be committed to engaging family and community members as invested stakeholders and systems builders.

Section 2.5 Board Membership: The Governing Board will vote to approve all new Board members. The Governing Board shall have 16 members as stated in Sections 2.5.1, 2.5.2, and 2.5.3.

2.5.1 Board Members-Appointed: The following Board positions will be appointed by their respective agencies, districts or boards:

1. One Ramsey County Commissioner;
2. One representative from Ramsey County Social Services;
3. One representative from Ramsey County Public Health;
4. One representative from Ramsey County Corrections;
5. One representative from Mounds View Public Schools, Independent School District No. 621;
6. One representative from North St. Paul-Maplewood-Oakdale, Independent School District No. 622;
7. One representative from Roseville Area Schools, Independent School District No. 623;
8. One representative from White Bear Lake Area Schools, Independent School District No. 624;
9. One representative from St Paul Public Schools, Independent School District No. 625; and
10. One representative from Northeast Metro Intermediate School District No. 916.

2.5.2 Board Members- Elected: The following Board positions will be elected by their respective committees:

1. Both co-chairs of the Family Services Committee (parent/caregiver);
2. The chair of the Advisory Council; and
3. The chair of the Cultural Outreach Committee.

2.5.3 Board Members- Nominated: The following Board members will be nominated by the Board or Nominating Committee:

1. One member from a children's mental health entity; and

2. One youth member (up to age 24).

2.5.4 Board Alternates:

- Governing Board members may choose to pre-designate an alternate. All alternates must be employees or active members of the agency, school district, or constituency group that is represented by the Board member. All designated alternates shall be filed in writing with RCCMHC. No Board member may send an alternate for more than 40 percent of the scheduled Governing Board meetings per year.
- Board members may not designate alternates to perform Board Officer tasks.

Section 2.6 Board Terms and Limits: Governing Board members will be appointed, elected, or nominated for a term of three years. The exception to this rule is that youth Board members may be nominated for a one-year term. Elected and nominated Board members shall have a term limit of two consecutive three-year terms.

Board members' terms will begin initially as one, two, or three-year terms that transition into three-year staggered terms on the following schedule:

December 2017 to January 2019 (1-year term)	January 2018 to January 2019 (1-year term)	December 2017 to January 2020 (2-year term)	January 2018 to January 2021 (3-year term)
Ramsey County Commissioner	Youth (up to age 24)	Ramsey County Social Services	Co-chair #2 of the Family Service Committee
Ramsey County Public Health		Co-Chair #1 of the Family Service Committee	Ramsey County Corrections
Mounds View Public Schools District No. 621		North Saint Paul Maplewood Oakdale School District No. 622	Chair of the Advisory Council
Roseville Area School District No. 623		White Bear Lake Area Schools District No. 624	Chair of the Cultural Outreach Committee
St Paul Public Schools District No. 625		Northeast Metro Intermediate School District No. 916	Children's mental health entity

Section 2.7 Officers of the Board: Officers of the Board will act only in service to the Board and no individual officer may act in place of the Board except when acting together as the Executive Committee in accordance with these Bylaws. The Officers of the Board will be comprised of Board members who have agreed to serve in the following positions each of whom will be elected by the Board to serve for a one-year term and may be re-elected.

2.7.1 Board Chair: The Chair presides over Board activities to ensure that the Board follows its own rules and those imposed upon it by statute or regulation. The Chair has the following responsibilities:

- Oversees Executive Committee meetings and serves as a member of the Executive Committee;
- Offers input on the agenda to the Executive Director;
- Acts as a check signer for the RCCMHC bank account;
- Signs RCCMHC contracts;
- Approves the Executive Director's timesheet;
- Works in partnership with the Executive Director to make sure Board resolutions are carried out;
- Calls special meetings if necessary;
- Oversees searches for a new Executive Director;
- Coordinates the Executive Director's annual performance evaluation with the Executive Committee;
- Works with the Nominating Committee to recruit new board members;
- Acts as a spokesperson for the RCCMHC;
- Periodically consults with Board members on their roles and helps them assess their performance; and
- Serves as an ex-officio member of all committees.

2.7.2 Vice-Chair: It will be presumed, but not required, that the Vice-Chair will be elected to the position of Board Chair following the expiration of the final term of the preceding Chair. The Vice-Chair has the following responsibilities:

- Serves as a member of the Executive Committee;
- Acts as a check signer for the RCCMHC bank account;
- Carries out special assignments as requested by the Board Chair;
- Understands the responsibilities of the Board Chair and performs these duties in the Chair's absence; and
- Participates as a vital part of the Board leadership.

2.7.3 Treasurer: The Treasurer will monitor the financial activities of RCCMHC and ensure that complete and accurate records are kept of all RCCMHC financial matters in accordance with appropriate and financially sound record keeping and accounting practices. The Treasurer has the following responsibilities:

- Understands financial accounting- especially for government entities;
- Serves as a member of the Executive Committee;
- Serves as the Chair of the Finance Committee;
- Manages, with the Finance Committee, the Board's review of and action related to the Board's financial responsibilities;
- Works with the Executive Director and the Office Manager to ensure that appropriate financial reports are made available to the Finance Committee and Board as needed;
- Presents monthly Treasurer's reports to the Board;
- Presents the annual budget to the Board for approval;
- Reviews the annual audit with the Executive Director and answers Board members' questions about the audit; and
- Participates as a vital part of the Board leadership.

2.7.4 Secretary: The Secretary will ensure that all secretarial functions are performed for the Board and Executive Committee. The Secretary has the following responsibilities:

- Serves as a member of the Executive Committee;
- Announces if quorum has been met with respect to Board and Executive Committee meetings (conducts roll call as needed);
- Ensures the safety and accuracy of all Board records;
- Takes minutes of Board and Executive Committee meetings and submits the minutes to the Executive Director in a timely manner;
- Assumes responsibilities of the Chair in the absence of the Board Chair, Vice-Chair, or Past Board Chair;
- Works with the Executive Director to ensure minutes, agendas and meeting notices are distributed and posted online in a timely manner; and
- Participates as a vital part of the Board leadership.

2.7.5 Past Board Chair: The most immediate Past Board Chair will advise the current Board, Board Chair, and Executive Director on RCCMHC history and procedure. The Past Board Chair has the following responsibilities:

- Serves as a member of the Executive Committee;
- Chairs the Nominating Committee;
- Carries out special assignments as requested by the Board Chair;
- Assumes responsibilities of the Chair in the absence of the Board Chair or Vice-Chair; and
- Participates as a vital part of the Board leadership.

Article 3 Committees of the Board

Section 3.1 Function of Standing Committees: Committees serve an advisory function to the Board. They are tasked by the Board to support the work of the RCCMHC. They do not speak or act for the Board unless such authority is delegated, time-limited and for a specific purpose. Committees have no authority to direct staff although they may ask the Board to allocate resources to support committee activities. Committees isolate the key issues requiring Board consideration, propose alternative actions, present implications and make recommendations to the Board for a decision.

Section 3.2 Composition of Standing Committees: The Board will appoint a Board member as the Chair of the Impact and Outcomes Committee and the Appropriations Committee. The Advisory Council, Family Service Committee, and Cultural Outreach Committee will elect their own chairs/representatives to the Board pending final Board approval.

The composition of the committees will be representative of the Board and where possible of the members of the community at large. The Board will appoint members to the Nominating Committee, Finance Committee, Impact and Outcomes Committee, and Appropriations Committee for one-year terms. The Cultural Outreach Committee, Family Services Committee, and Advisory Council will be open committees. These open committees may self-limit membership and determine the use of stipends with oversight and approval of the Board.

Section 3.3 Ad Hoc Committees: In addition to the Standing Committees set forth below, the Board may establish ad hoc committees, which will serve as temporary committees formed for specific needs.

Section 3.4 Standing Committees and Committee Charges: With the understanding that a Standing Committee is one with a continued existence and is formed to do its assigned work on an ongoing basis, the RCCMHC, acting through the Board will maintain the following standing committees:

3.4.1 The Executive Committee:

Purpose:

- As tasked by the Board, the Executive Committee may act on behalf of the Board in between Board meetings.
- It is responsible for supervision of the day to day activities of the RCCMHC; including the activities of the Executive Director.

Structure:

- The Executive Committee has closed-membership. It is comprised of the officers of the Board-Chair, the Vice-Chair, the Secretary, and the Treasurer as well as the Past-Chair.
- The Board Chair chairs the Executive Committee.

Responsibilities/ Tasks:

- Assists the Executive Director in conducting new Board member orientation.
- Conducts the annual evaluation of the Executive Director.

Minutes and Agendas:

- RCCMHC staff will create an agenda with input from Committee members and the Committee Chair. Executive Committee meeting reminders and announcements will be sent out by the Secretary or RCCMHC staff. Minutes of Executive Committee meetings will be taken by the Secretary or by an appointed recording secretary. Copies of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of three Executive Committee members must be present for a quorum to be convened. RCCMHC Staff are not to be considered part of the quorum.

3.4.2 The Nominations Committee:

Purpose:

- The Nominations Committee is responsible for developing and recommending to the Board potential candidates for election to the Board that have the appropriate skill set, experience and diversity necessary to ensure balanced community representation as required by the Joint Powers Agreement and effective governance.

Structure

- The Past Chair of the Board chairs the Nominations Committee.
- The Board will annually appoint the other members of the Nominations Committee, which should include both Board members, and members from the community at large.

3.4.3 Impact and Outcomes Committee:

Purpose:

- The Impact and Outcomes Committee advises the Governing Board on current and future RCCMHC-funded services and supports using both qualitative and quantitative data.

- It also advises the Governing Board on how to implement data-driven and practice-informed services that produce best outcomes for youth and families.

Structure

- The Governing Board will appoint a Board member as the Impact and Outcomes Committee Chair.
- The Board will annually appoint the other members of the Committee, which should include both Board members, and members from the community at large.

Responsibilities/ Tasks

- The Committee will work with RCCMHC staff to develop data collection and evaluation tools.
- The Committee will be responsible for supervising and monitoring data collection and data management by RCCMHC staff and other committees.
- The Committee will work with RCCMHC staff or a contracted research/evaluation team to conduct evaluation and analysis of data.
- The Committee will work with RCCMHC staff or a contracted research/evaluation team to review and monitor progress and outcomes reports from RCCMHC grantees. The Committee will report grantee progress and make recommendations to the Governing Board.
- At least one member of the Impact and Outcomes Committee must serve on the Appropriations Committee
- The Committee will work with RCCMHC staff or a research/evaluation team to develop impact/outcomes reports for the Governing Board, wider membership, and the community.
- The Committee will use RCCMHC's strategic plan, input from the community, and current research to make recommendations to the Board on services/activities that RCCMHC should fund/support.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Committee or RCCMHC staff. Minutes of Committee meetings will be taken by a Committee member or by an appointed recording secretary. Copies of the agendas and minutes will be maintained at the RCCMHC office.

Quorum

- A minimum of three committee members must be present for a quorum to be convened. RCCMHC staff are not considered part of the quorum.

3.4.4 Cultural Outreach Committee:

Purpose:

- The Cultural Outreach Committee advises the Governing Board on services, policies, procedures, and systems-building practices to ensure they are culturally affirming and responsive as well as linguistically appropriate.

Structure:

- The Cultural Outreach Committee will elect a Committee Chair who will also serve as a voting member of the Governing Board with a three-year term.
- The Cultural Outreach Committee is an open committee. As such, its members may self-limit membership and determine the use of stipends with oversight and approval of the Board.

Responsibilities/ Tasks:

- The Committee will engage cultural communities including: ethnic groups, faith groups, civic groups, and other similar types of communities.
- The Committee will work with local providers and cultural communities to identify needs, to analyze results, and to develop recommendations for addressing service gaps.
- The Committee will work to enhance cultural humility among community providers through outreach and education, including conferences, dialogues, publications, and trainings.
- The Committee will advise the Governing Board on evidence-based, practice-informed, and community-defined approaches, including promising practices which may be new or emerging.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Committee or RCCMHC staff. Minutes of Committee meetings will be taken by a Committee member or by an appointed recording secretary. Copies of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of three Committee members must be present for a quorum to be convened. RCCMHC staff are not considered part of the quorum.

3.4.5 Finance Committee:

Purpose:

- The Finance Committee advises the Governing Board on RCCMHC finances.
- The Committee is responsible for supervising the fiscal management activities of the RCCMHC staff, monitoring the budget and independent auditors, and making budget recommendations to the Board.

Structure:

- The Treasurer of the Governing Board will serve as the Committee Chair
- The Board will annually appoint the other members of the Committee, which should include both Board members, and members from the community at large.

Responsibilities/ Tasks:

- The Committee will review detailed RCCMHC financial statements monthly and work with the Executive Director and Office Manager to ensure that appropriate financial reports are made available to the Board.
- The Committee will review and monitor expense reports from RCCMHC grantees.
- At least one member from the Finance Committee must serve on the Appropriations Committee.
- The Committee will approve a Treasurer's Report to be presented to the Board on a monthly basis.
- The Committee will work with the Executive Director and Office Manager to conduct a mid-year budget review and report to the Board.
- The Committee will develop the annual budget for Board approval.
- The Committee will review the annual audit with the Executive Director and Office Manager.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Committee or RCCMHC staff. Minutes of Committee meetings will be taken by a Committee member or by an appointed recording secretary. Copies

of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of three Committee members must be present for a quorum to be convened. RCCMHC staff are not considered part of the quorum.

3.4.6 Family Service Committee:

Purpose:

- The Family Service Committee advises the Governing Board on services, policies, procedures, and systems-building practices that affect youth and families.
- The Committee provides a youth/caregiver perspective on effective mental health services that are strength-based, trauma-informed, and family-centered.

Structure:

- The Family Services Committee will elect two Committee Co-Chairs who will both serve as voting members of the Governing Board with three-year terms.
- The Family Service Committee is an open committee. As such, its members may self-limit membership and determine the use of stipends with oversight and approval of the Board.

Responsibilities/ Tasks:

- The Committee will work with RCCMHC staff to coordinate and develop family and community engagement workshops and trainings, legislative advocacy, education, and outreach.
- The Committee will periodically conduct or participate in the coordination of needs assessments.
- The Committee will advise the Governing Board on evidence-based, practice-informed, and community-defined approaches, including promising practices which may be new or emerging.
- The Committee will provide recommendations for specific services, policies, or procedures as directed by the Governing Board.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Committee or RCCMHC staff. Minutes of Committee meetings will be taken by a Committee member or by an appointed recording secretary. Copies

of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of three committee members must be present for a quorum to be convened. RCCMHC staff are not considered part of a quorum.

3.4.7 Advisory Council:

Purpose:

- The Advisory Council is an opportunity for the community (providers, leaders, and families) to guide and inform the work of the RCCMHC through recommendations to the Governing Board.

Structure:

- The Advisory Council will elect a Committee Chair who will also serve as a voting member of the Governing Board with a three-year term.
- The Advisory Council is an open committee. As such, its members may self-limit membership and determine the use of stipends with oversight and approval of the Board.

Responsibilities/ Tasks:

- The Advisory Council will advise the Governing Board on evidence-based, practice-informed, and community-defined approaches, including promising practices which may be new or emerging.
- The Advisory Council will work to identify needs and develop recommendations for addressing service gaps.
- Advisory Council members will network and share information with each other. Members will collaborate in cross-disciplinary training to increase commonality in purpose and improve service coordination and integration.
- Advisory Council members will collaborate to identify and share resources across systems.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Advisory Council or RCCMHC staff. Minutes of Advisory Council meetings will be taken by an Advisory Council member or by an appointed recording secretary. Copies of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of three Advisory Council members must be present for a quorum to be convened. RCCMHC staff are not considered part of a quorum.

3.4.8 Appropriations Committee:

Purpose:

- The Appropriations Committee will review funding requests and proposals as well as any supplementary financial or program materials in order to make informed funding recommendations to the Governing Board.

Structure:

- The Governing Board will appoint a Board member to serve as the Chair of the Appropriations Committee.
- The Board will annually appoint the other members of the Committee, which can include but are not limited to:
 - Representatives from RCCMHC system partners – school districts, Ramsey County Corrections, Ramsey County Public Health, Ramsey County Social Services, and a children’s mental health entity;
 - A minimum of two caregivers of youth with ED or SED, two youth with ED or SED, or a combination of youth and caregivers;
 - A member of the Impact and Outcomes Committee; and
 - A member of the Finance Committee.

Responsibilities/ Tasks:

- The Appropriations Committee will review, discuss, and score funding requests or proposals collectively.
- If necessary, Appropriations Committee members will individually and privately review and score funding requests or proposals prior to Committee meetings. Members will also review any supplementary financial or program materials necessary to make an informed decision.
- If necessary, the Appropriations Committee may conduct on-site visits with agencies that are requesting funding.
- The Appropriations Committee will make funding recommendations to the Governing Board.

Minutes and Agendas:

- RCCMHC staff will create agendas with input from Committee members and the Committee Chair. Meeting reminders and announcements will be sent out by a member of the Committee or RCCMHC staff. Minutes of Committee meetings will be taken by a Committee member or by an appointed recording secretary. Copies of the agendas and minutes will be maintained at the RCCMHC office.

Quorum:

- A minimum of six Committee members must be present for a quorum to be convened. RCCMHC staff are not considered part of a quorum.

Article 4

Policies of the Board and RCCMHC

Section 4.1 Board Attendance: Effectively carrying out the work of the Governing Board requires a commitment to attend all regularly scheduled monthly meetings of the Board. Elected and nominated Board members who are absent without prior notice and excuse, from 50% of scheduled meetings during any 12-month period will automatically be deemed to have resigned their position as a Board member. In the event such Board member wishes to be reinstated, a letter requesting such reinstatement must be sent to the Board within 10 days of receipt of the notice of deemed resignation from the Board. A decision on whether to allow such reinstatement will be voted on at the next meeting of the Board.

Section 4.2 Board and Committee Meeting Guidelines: The RCCMC Board will annually approve a meeting schedule. Meeting time and place will be determined in advance and circulated to all Board members. Board meetings will follow Robert's Rules of Order as agreed upon by the Board. RCCMHC Committees will set their own meeting schedules pending final approval by the Board. RCCMHC staff will create agendas with input from Board/Committee members and the Board/Committee Chairs.

Section 4.3 Board Member Removal: Any Board member, including the Chair, may be removed from the Governing Board with cause by the affirmative vote of 66 percent of all Board Members in attendance. Any vacancy occurring as a result of such removal will be filled by the appointment or election of a new Board member in accordance with the provisions of the Joint Powers Agreement regarding the appointment and election of Board members.

Section 4.4 Board Orientation: Board members are responsible for safeguarding the RCCMHC's mission and for developing/maintaining strategic direction, policies, and planning objectives. Board members are also responsible for the ongoing financial health of the RCCMHC and should understand the content and significance of the RCCMHC's financial statements and audit.

New Board members must complete a Board orientation with the Executive Director and at least one member of the Executive Committee. New Board Officers must complete an Officer Orientation with the Executive Director.

- Board members will receive the RCCMHC Policies and Procedures Manual and a brief orientation on its contents.
- Board members will also receive a brief orientation on how to read RCCMHC financial reports.

Section 4.5 Board Voting and Quorum Requirements.

4.5.1 Quorum: A quorum will be considered 50 percent of sitting Board members (filled positions).

4.5.2 Board Action: Any decision or action by the Board will require the approval of 66 percent of those Board members in attendance, once a quorum is present.

4.5.3 Voting: Voting and discussions will be conducted per Robert's Rules of Order as agreed upon by the Board.

- Every Governing Board member will have one vote.
- A member must be present (either in person or by interactive TV if conducted in accordance with Minnesota Statutes Section 13D.02) to cast a vote.
- No member may cast a vote on behalf of another member.

Section 4.6 Code of Conduct and Ethics: The Board will prescribe and adopt a code of conduct that encourages the development of a spirit of collective decision-making, shared objectives, and shared ownership of the purpose and mission of the RCCMHC. All Board members will sign the code of conduct annually and will be expected to fully comply with such code of conduct.

Section 4.7 Conflict of Interest Policy: The Board will adopt a formal conflict of interest policy to identify potential and perceived conflicts of interests and a procedure for dealing with them and will periodically review and update or modify such policy to ensure the achievement of those objectives.

All Board members and the Executive Director will sign the conflict of interest policy annually and must provide a full written disclosure of all direct or indirect fiscal interests that could potentially result in a conflict of interest. This written disclosure will be kept on file and will be updated as needed. Board members and the Executive Director must disclose any interests in a proposed transaction or decision that may create a conflict of interest. After disclosure, the Board member or the Executive Director will not be permitted to participate in the transaction or decision.

Should there be any dispute as to whether a conflict of interest exists, the Board will make a determination as to whether a conflict of interest exists with respect to the Board member or the Executive Director and will determine the appropriate response.

Section 4.8 Confidentiality Policy: The Board will prescribe and adopt a confidentiality policy. Occasionally, private or confidential information concerning RCCMHC, donors, staff or clients/consumers may be included in Board discussions. Board members should not disclose private or confidential information to anyone. All Board members will sign the confidentiality policy annually and will be expected to fully comply with this policy.

Section 4.9 Gift Policy: The RCCMHC requires that all Board members/officers, committee members/officers, and RCCMHC employees sign a Gift Policy form which indicates that they will decline to accept certain gifts, consideration, or remuneration from individuals or companies that seek to do business with RCCMHC or are a competitor of it. Exceptions exist for gifts of a value less than \$50 which could not be refused without discourtesy and any gift approved by the Board. All Board members/officers, committee members/officers, and RCCMHC

employees will provide a signed statement at the end of each calendar year certifying they have not received any such gifts, entertainment, or other favors during the preceding year.

Section 4.10 Grievance Policy: In the event of a disagreement between two or more RCCMHC members, the parties must abide by the following dispute resolution protocol:

Step 1: Direct Communication: The parties in disagreement will attempt to work out the dispute through direct communication with each other. If the dispute is not resolved, then:

Step 2: Seek Formal Review: Either of the grieving parties may notify the Board, in writing, of the nature of the dispute and request the Board to hear the dispute at its next regular meeting and seek resolution at the meeting. The meeting will be subject to the Open Meeting Law, Minnesota Statutes Chapter 13D. If the dispute is not resolved at this step, then:

Step 3: Board to Recommend Solution: The Board will take the matter under advisement and, at its following regular meeting, recommend a solution for the participants in disagreement.

Step 4: Mediation or Arbitration: If the grieving parties do not accept the recommendation by the Board, the parties may mutually submit the dispute to a third-party mediator or agree to submit the dispute to binding arbitration. If the parties cannot mutually agree to submit the dispute to binding arbitration, or the mediation does not resolve the dispute, then either party will be free to seek whatever remedies may be available to it under applicable law.

Step 5: Final Communication: With the parties' consent, upon resolution of the dispute, a joint communication will be issued by the Board to all affected parties.

Section 4.11 Insurance: Whereas a collaborative organized as a separate legal entity may choose to procure its own insurance; RCCMHC will use its status as a Joint Powers Entity to procure and maintain its own General Liability and Directors/Officers' Liability Insurance.

Section 4.12 Minnesota Government Data Practices Act: The RCCMHC is subject to the Minnesota Government Data Practices Act, Minnesota Statutes Chapter 13 and must comply with the Act.

4.12.1 Financial Records: The financial records of the RCCMHC are public information and will be made available to the membership, the Governing Board, RCCMHC Committees, and the public.

4.12.2 Books and Records: All books and records of the RCCMHC will be open for inspection provided that personnel records of the staff or contractors, private confidential records on any individual, or other information subject to the regulations of the Minnesota Government Data Practices Act or other laws

governing the release of private or confidential data, will not be disclosed except in accordance with such laws.

Section 4.13 Open Meeting Law: The RCCMHC is subject to the Open Meeting Law, Minnesota Statutes Chapter 13D which generally applies to meetings of a quorum or more members of a governing body at which members “discuss, decide, or receive information” on issues relating to the official business of that governing body.

Section 4.14 Statutes, Regulations, and Rules: The RCCMHC will comply with any applicable state or federal statutes, regulations, and rules. These include, but are not limited, to the statutes set forth in Section 1.3 of these Bylaws.

Article 5 RCCMHC Staff

Section 5.1 Executive Director Purpose: The Executive Director will work, as directed by Governing Board to coordinate the day-to-day operations of the RCCMHC and to provide the primary interface between the RCCMHC staff and the Governing Board. The Executive Director will serve at the pleasure of the Board for such compensation as the Board may determine. Duties and responsibilities of the Executive Director will be outlined in an Executive Director job description to be developed and reviewed by the Executive Committee.

Section 5.2 Executive Director as Ex-Officio Observer: The Executive Director may attend all Board and committee meetings as an ex-officio non-voting member to ensure the coordination of staff operations with the policies and procedures envisioned by the Board and its committees.

Section 5.3 Removal of the Executive Director: The Executive Director serves at the discretion of the Board. The Executive Director will be notified at least 10 days in advance of a Governing Board meeting at which termination of the Director’s appointment, employment, or contract is to be considered, and the Director will have the right to address the Governing Board at such meeting, prior to a vote on the Director’s dismissal. Dismissal may be with or without cause.

Section 5.4 RCCMHC Staff: The duties of the RCCMHC staff will be to work as directed by the Executive Director with the Board, committee chairs, and community members to support the coordinated operations of the RCCMHC. The RCCMHC staff will be subject to RCCMHC employment policies and practices and will be compensated as agreed by the Board.

Article 6 Human Resources Management

Section 6.1 Employment Services and Human Resources Management: Whereas a Collaborative organized as a separate legal entity may choose to set up its own administrative capacity; RCCMHC will use its status as a Joint Powers Authority to manage its own payroll, benefits, employment services, and human resources.

- 6.1.1 Payroll Management:** The Executive Director will work with the Executive Committee and the Finance Committee to direct the payroll activities of the RCCMHC Office Manager/Bookkeeper and the contracted payroll/HR agency.
- 6.1.2 Benefits Management:** The Executive Director will work with the Executive Committee and the Finance Committee to secure benefits contracts and manage RCCMHC staff benefits.
- 6.1.3 Employment Services and HR:** The RCCMHC will manage its own Employment Services and Human Resources. The Executive Director will work with the Executive Committee to direct the work of the contracted payroll/HR agency.
- 6.1.4 Policies and Procedures:** The Executive Director will work with the Executive Committee and other committees (as needed) to establish RCCMHC policies and procedures including an employee handbook or personnel policy.

Article 7 Fiscal Management

- Section 7.1 Fiscal Management:** Whereas a collaborative organized as a separate legal entity may choose to set up its own administrative capacity; the RCCMHC will use its status as a joint powers authority to set up its own fiscal management. As such, the RCCMHC will hold its own funds. The RCCMHC staff will take responsibility for the fiscal duties of the RCCMHC including developing and maintaining an accounting and fiscal management system to support all claims for federal reimbursement, as well as a clear audit trail. The RCCMHC staff will report, claim, and receive payments, and will expend monies as directed by the Governing Board.
- Section 7.2 Fiscal Duties and Responsibilities:** The RCCMHC will maintain an Office Manager/Bookkeeper. Immediate oversight of this person will be by the Executive Director and the Finance Committee. Transparency and fiscal accountability will be ensured through regular reporting, adherence to financial control procedures, and an annual independent audit.
- Section 7.3 Financial Control Procedure:** The RCCMHC Executive Director, Board Chair, Vice Chair, and Treasurer are authorized check signers. Checks up to \$1,000 require signature by the Executive Director and regular oversight by the Finance Committee. Checks over \$1,000 and up to \$10,000 require two signatures. All checks over \$10,000 require three signatures.
- Section 7.4 Receipt of County and Federal Funds:** Ramsey County is designated by the State as the grantee agency for various grant funds including the Children’s Mental Health Combined Grant and the Local RCCMHC Time Study (LCTS) monies. These various grants and LCTS monies are designated for payment of services under the governance of the RCCMHC. Therefore, the County will contract directly with the RCCMHC to distribute these funds and monies to RCCMHC.

Section 7.5 Policies and Procedures: The RCCMHC will establish and maintain a set of Fiscal Policies and Procedures which will be incorporated into a Fiscal Policy and Procedure Manual and will be reviewed annually by Finance Committee.

Section 7.6 Annual Budget: The Governing Board must approve the RCCMHC budget, and all expenditures must be within the budget. The Board must approve any change in major budget line items that are over \$500. Regular reports are required to be submitted to the Board showing income, expenditures, and pending income.

Section 7.7 Fiscal Year: The fiscal year of the RCCMHC is January 1 – December 31 of each calendar year.

Article 8 Family and Community Engagement

Section 8.1 Definition: “Youth-Guided and Family-Driven Care” means that young people and families have the right to be empowered, educated, and given a primary decision-making role in the planning and delivery of their own services as well as the policies and procedures governing care in their communities. Going beyond mere input, “Family and Community Engagement” means that youth and caregivers are valued as equal partners with providers and policy makers and are actively engaged as invested stakeholders and systems builders in Ramsey County.

Section 8.2 Family and Community Involvement: RCCMHC will work across systems and with families/community at every level.

Individual Level:

- The RCCMHC will empower, educate, and provide resources and community connections so that caregivers and youth feel knowledgeable, supported and hopeful as they make mental health decisions.

Family and Community Level:

- The RCCMHC will engage families/community and work across systems to support and coordinate children’s mental health outreach, education, training, and advocacy.

Systems Level:

- The RCCMHC will engage community leaders and promote community/family participation as equal voting partners on state and local oversight, advisory, and policy making groups- especially the RCCMHC’s Governing Board, committees and related work groups.

Section 8.3 Caregiver Definition: Caregiver definitions and qualifications will vary based on the service or activity.

8.3.1 Board and Committees: To participate on a RCCMHC Board or a committee, the term “Caregiver” is operationally defined as “any Ramsey County parent, foster parent, or guardian of youth (birth to age 24) who has a mental health disorder.”

Caregivers who have permanently lost custody of their child are not eligible to participate.

8.3.2 Outreach, Education and Respite Events: To participate in RCCMHC monthly trainings, outreach, education, and social/respice events, the term “Caregiver” is operationally defined as “any Ramsey County parent, foster parent, or guardian of youth (birth to age 24) who has a mental health disorder.” Caregivers who have permanently lost custody of their child are not eligible to participate.

8.3.2 Advocacy Events: To participate in Advocacy events such as Children’s Mental Health Day at the Capitol, the term “Caregiver” is operationally defined as “any Ramsey County parent, foster parent, or guardian of youth (any age) who has a child with a mental health diagnosis or is at risk for developing a mental health disorder.”

Section 8.4 Compensation: The RCCMHC may develop caregiver and youth stipend and reimbursement policies to provide incentives and support to caregivers and youth participating in the RCCMHC. The RCCMHC will review and adopt compensation guidelines annually.

Article 9 Integrated Fund

Section 9.1 Integrated Fund Definition and Purpose: It is the intent of RCCMHC to establish and develop an Integrated Fund as required by State legislation (Minnesota Statutes Sections 245.491 to 245.495). The Integrated Fund is a pool of both public and private local, state, and federal resources as well as in-kind donations and services which are consolidated at the local level and used to develop and implement cross-system and integrated services or supports that meet locally agreed-upon goals for youth with mental health disorders and their families.

Section 9.2 Participation in the Integrated Fund: Each member agency must commit a portion of its funds, resources, or services annually to the Integrated Fund. Donations must directly benefit children or families involved in the RCCMHC. All contributions to the Integrated Fund must be authorized by the RCCMHC. Contributions will be under the control of the RCCMHC and are non-refundable. The RCCMHC will create and maintain Board-approved policies and procedures to guide fund and resource development.

Article 10 Amendments and Dissolution

Section 10.1 Amendment of Bylaws: These Bylaws may be amended as needed by a two-thirds vote of the full membership of the Governing Board. Notice of the meeting and proposed changes must be provided in writing to all Governing Board

members not less than 10 days but not more than 30 days before the changes to the Bylaws are to be adopted.

Section 10.2 Dissolution of the RCCMHC: In the event that the RCCMHC is dissolved or terminates, it is agreed that the RCCMHC will follow the guidelines stated in the Minnesota Department of Human Services Memo dated April 27, 2009 regarding “Dissolution of Collaboratives,” as it may be amended from time to time.