

**BYLAWS
OF
Partnership4Health Community Health Board**

**Article I
Name/Purpose**

Section 1: The name of the Community Health Board shall be Partnership4Health Community Health Board (P4HCHB), as established in the Joint Powers Agreement between the Counties of Becker, Clay, Otter Tail, and Wilkin to establish a joint entity Community Health Board.

Section 2: Partnership4Health is organized for the purpose of providing public health services pursuant to Minnesota Statute 145A, and the foundation for a strong local public health system to meet the challenges of the future. As outlined in the National Association of Local Boards of Health, the six functions of public health governance are:

1. Policy Development: to lead and contribute to the development of policies that protect, promote, and improve public health while ensuring that the CHB and its joint participants remain consistent with the laws and rules to which it is subject.
2. Resource Stewardship: to assure the availability of adequate legal, financial, human, technological, and material resources to perform essential public health services.
3. Legal Authority: to exercise legal authority as applicable by law and understand the roles, responsibilities, obligations, and functions of the governing body, health officer, and contracted agents/staff
4. Partner Engagement: to build and strengthen community partnerships through education and engagement to ensure the collaboration of all relevant stakeholders in promoting and protecting the community's health.
5. Continuous Improvement: to routinely evaluate, monitor, and set measurable outcomes for improving community health status and the public health departments/governing body's own ability to meet its responsibilities.
6. Oversight: to assume ultimate responsibility for public health performance in the community by providing necessary leadership and guidance in order to support the public health departments in achieving measurable outcomes.

Section 3: The CHB parties agree to abide by the terms and conditions of the Joint Powers Agreement, bylaws, policies, delegation agreements, and procedures adopted by the CHB.

Article II

Membership

Section 1: The CHB shall be governed by a five member board made up of the following:

1. One County Commissioner and one alternate shall be appointed from each of the four represented counties.
2. One At Large community member who may be recommended by the respective Public Health Director and be appointed by the respective county board of the Joint Participants.

Section 2: The appointment of all members to the CHB shall be by the respective appointing authority, and shall be made by January 31st of each year.

Section 3: Terms for the County Commissioners on the CHB shall be for one year with no term limits. Term for At Large community member shall be a three year term and rotated among the 4 counties.

Section 4: County Commissioner Board members shall receive per diem allowance and travel allowance through their respective appointing entity. At Large community member shall receive per diem allowance and travel allowance as the Community Health Board may determine and which is consistent with Minnesota law.

Article III Officers/Decision-making

Section 1: There shall be a chairperson and a vice-chairperson each of whom shall be elected annually at the first meeting of the calendar year.

Section 2: The chairperson shall preside at all Community Health Board meetings. The chair shall be responsible for representing official positions and statements formulated by the CHB. The chair shall also perform all duties common to the office of chairperson and as the CHB may designate.

Section 3: The Vice Chair shall assume the powers and duties of the chairperson during periods of his/her absence and shall perform such additional duties and functions as the CHB may direct.

Section 4: The recording secretary shall be ~~furnished by the public health department of the appointed administrative agency~~ **appointed by the P4H Directors**. The ~~administrative agency appointed under the~~ **recording secretary** ~~appointed~~ CHS Administrator shall keep the minutes of the CHB meetings and shall attend to the delivery of notices and agenda for CHB meetings and perform such additional duties as the CHB may direct.

Section 5: Each Community Health Board member shall be entitled one (1) vote on the CHB. Votes shall be cast in person by the member or an alternate. Voting shall be by voice vote. A quorum shall consist of members representing three (3) counties. All CHB actions shall be determined by a simple majority of the votes cast at a meeting of the CHB.

Section 6: Vacancies, due to resignation or other reasons, shall be filled by appointment of the county boards. Officer vacancies will be filled by election at the next scheduled meeting.

Article IV General/Special/Annual Meetings

Section 1: All meetings of the CHB shall be conducted in a manner consistent with the Minnesota Open Meeting Law Chapter 13 D. There shall be a minimum of two meetings per year on such dates and at such times and places as the CHB shall determine. The ~~first~~ **last** meeting of the year will be the annual meeting with elections and appointments. Special meetings or emergency meetings under Chapter 13 D may be called by the chairperson or upon request of two (2) or more counties. Notice of regular meetings shall be provided to each CHB member at least seven (7) calendar days prior to the date of the meeting and posted in accordance with the open meeting law. Notices shall include an agenda. All proceedings of the CHB shall be open to the public unless appropriately closed pursuant to law. All votes taken of members of the CHB shall be recorded and shall become matters of public record.

Section 2: The CHB shall assure public input on public health matters relating to the development, maintenance, funding and evaluation of community health services via community member representation on the CHB and staff participation on community coalitions and workgroups.

Article V Agents

Section 1: The CHB may appoint and authorize agents to act on the CHB's behalf and bind the CHB for the following purposes:

- A. To serve as the CHB's agents according to Minnesota Statutes 145A in communicating with the Commissioner of Health between Community Health Board meetings, including receiving information from the Commissioner and disseminating information to the Commissioner on the CHB's behalf.
- B. To sign and submit to the Commissioner the established local public health priorities and the mechanism to address the priorities and achieve statewide outcomes within the limits of available funding according to Minnesota Statutes. 145A.

- C. To sign and submit to the Commissioner the CHB's annual budget, revisions to the budget, and expenditure reports submitted according to Minnesota Statutes. 145A.
- D. To sign and execute, on behalf of the CHB, contracts for funding under Grants Contracts administered by the Commissioner of Health or other entities as deemed appropriate by the CHB.
- E. To appoint one representative and one alternate to serve on the State Community Health Services Advisory Committee (SCHSAC).

Article VI

Administrative and Program Management

Section 1: Administration and Legal Consultant: Prior to December 1st of each year, the Community Health Board shall appoint one of the Joint Participants to serve as the CHS Administration and Legal Consultant agency for the Community Health Board for the next calendar year. The duties and responsibilities of the Administration and Legal Consultant Agency, and the relevant county officials shall be set forth in a separate document between the Community Health Board and the Governing Board of the appointed agency.

Section 2: Finance: Prior to December 1st of each year the Community Health Board shall appoint one of the Joint Participants to serve as the Fiscal Agent for the Community Health Board, in cooperation with its Auditor for the next calendar year. The duties and responsibilities of the Fiscal Agent, and the relevant county officials shall be set forth in a separate document between the Community Health Board and the Governing Board of the appointed agency.

Section 3: Assessment and Planning: Prior to December 1st of each year, the Community Health Board shall appoint one of the Joint Participants to serve as the CHS Assessment and Planning Agency for the next calendar year. The duties and responsibilities of the CHS Assessment and Planning Agency shall be set forth in a separate document between the Community Health Board and the Governing Board of the appointed agency.

Section 4: Performance Management: Prior to December 1st of each year the Community Health Board shall appoint one of the Joint Participants to serve as the CHS Performance Management Agency for the Community Health Board for the next calendar year. The duties and responsibilities of the CHS Performance Manager Agency shall be set forth in a separate document between the Community Health Board and the Governing Board of the appointed agency.

Article VII

Records, Accounts, and Reports

Section 1: The books and records, including minutes and the originally executed Agreements, of the CHB shall be subject to the provisions of Minn. Stat. Ch.13. They shall be maintained by the Administrative/Legal and the Fiscal Agents for the CHB.

Section 2: The CHB will ensure strict accountability for all funds of the organization and will require reports on all receipts and disbursements made to, or on behalf of the CHB. All funds shall be accounted for according to generally accepted accounting principles and shall be subject to an annual audit by the State Auditor.

Section 3: An audit for the CHB will be completed in accordance with auditing procedures for the joint participant acting as the Fiscal Agent for the Board.

Article VIII Budget and Accounting Services

Section 1: Each public health department shall prepare and obtain approval of their respective budget and submit to the CHB Fiscal Agent. The budget preparation shall account for funding required as match for grants and projects; shared costs incurred for operation of the CHB or joint projects, and for the unique programs provided by the respective public health department.

Section 2: In recognition of direct and indirect support services provided by each county for the cross-jurisdictional functions including administrative, accounting, auditing, legal services, community assessment, planning and performance management and administrative fee will be determined annually during the budget process.

Section 3: The CHB shall obtain and maintain liability insurance and may obtain such other insurance it deems necessary.

Section 4: The CHB will develop an annual budget, dependent upon budget reserves and/or anticipated continued grants, project funding, fees, contracts, and tax allocations. The budget may be modified as needed to meet the actual grant or funding amounts and requirements.

Article IX Bylaws Review & Amendment

Section 1: These Bylaws will be reviewed yearly at the Annual meeting.

Section 2: These Bylaws may be amended by a vote of the majority of the members of the CHB at any meeting of the CHB, provided that notice of such proposed amendments shall have been

given in writing at least ten (10) days in advance to all members. The CHB shall forthwith notify the members of any and all amendments adopted.

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