



MIDDLE PENINSULA NORTHERN NECK COMMUNITY SERVICES BOARD

BY-LAWS

ARTICLE I (1) – NAME

The name of this Board shall be the Middle Peninsula Northern Neck Community Services Board, hereinafter referred to as the “Board.”

ARTICLE II (2) – PURPOSE

The purpose of this Board shall be:

- a. To act as the agency of Essex, Gloucester, King & Queen, King William, Lancaster, Mathews, Middlesex, Northumberland, Richmond, and Westmoreland Counties, Virginia, in the establishment and operation of community mental health, intellectual and developmental disabilities, and substance abuse programs as provided for in Chapter 5 of Title 37.2 of the *Code of Virginia* (1950) as amended, relating to the Virginia Department of Behavioral health and Developmental Services, hereinafter referred to as the “Department.”
- b. To provide a system of comprehensive community mental health, intellectual and developmental disabilities, and substance abuse services which relate to and are integrated with existing and planned programs within the limits of aforesaid jurisdictional boundaries.

ARTICLE III (3) – MEMBERSHIP

Section 1. The membership of the Board shall consist of not less than six nor more than ten persons. One member shall be approved and appointed by each of the Board of Supervisors of Essex, Gloucester, King & Queen, King William, Lancaster, Mathews, Middlesex, Northumberland, Richmond, and Westmoreland Counties. Appointments to the community services board shall be broadly representative of the community. “One-third of the appointments to the board shall be individuals who are receiving or who have received services or family members of individuals who are receiving or who have received services, at least one of whom shall be an individual receiving services. One or more appointments may be nongovernmental service providers. Sheriffs or their designees also shall be appointed, when practical. No employee of the community services board or employee or board member of an

organization that receives funding from any community services board shall be appointed a member of that board. No community services board shall be composed of a majority of local government officials, elected or appointed, as members, nor shall any county be represented on a board by more than two officials, elected or appointed. Notwithstanding anything in this section to the contrary, members shall be appointed in accordance with Chapter 5, §37.2-501 of the Code of Virginia as amended.

Section 2. A member of the Board shall be appointed for a term of three years from the first of January of the year of appointment.

Section 3. In accordance with § 37.2-502 of the Code of Virginia as amended, vacancies shall be filled for unexpired terms in the same manner as original appointments. No person shall be eligible to serve more than three full terms; however, a person first appointed to fill an unexpired term may serve three additional full three-year terms. The remainder of a term to which a member is first appointed to fill a vacancy shall not constitute a term in determining the member's eligibility for reappointment. However, after a one-year period has elapsed since the end of the member's last three-year term, the governing body may reappoint that member.

Section 4. Ex-officio members may be appointed by this Board. Such members shall serve in an advisory capacity with no voting privilege.

Section 5. Any member of the Board may be removed by the appointing authority for cause after being given a statement of the causes and an opportunity to be heard thereon.

Section 6. It shall be the responsibility of each Board member to keep their Appointing Authority (Board of Supervisors) informed of their activities.

Section 7. It shall be the responsibility of the Executive Director to meet with newly appointed Board members for the purpose of orientation in Board programs, and Board approved policies & procedures. This meeting shall include a conducted tour of at least two program sites.

ARTICLE IV (4) – POWERS AND DUTIES

The Board, as a direct agent of the governmental entities which established it, shall be subject to the laws and regulations relating to such agencies of those governments and shall have the general powers, duties, and responsibilities of a Board as outlined in Chapter 5, § 37.2-504A (As may be amended from time to time.) as it relates to a

designated operating board, or as said Section may be amended in the future, including but not limited to the following:

1. Review and evaluate public and private community mental health, intellectual and developmental disabilities, and substance abuse services and facilities that receive funds from it and advise the governing body of each county that established it as to its findings.
2. Pursuant to § 37.2-508, submit to the governing body of each county that established it an annual performance contract for community mental health, intellectual and developmental disabilities, and substance abuse services for its approval prior to submission of the contract to the Department of Behavioral Health and Developmental Services herein referred to as "Department".
3. Within amounts appropriated for this purpose, provide services authorized under the performance contract.
4. In accordance with its approved performance contract, enter into contracts with other providers for the delivery of services or operation of facilities.
5. Make policies or regulations concerning the delivery of services and operation of facilities under its direction or supervision, subject to applicable policies and regulations adopted by the Board.
6. Appoint an executive director of community mental health, intellectual and developmental disabilities, and substance abuse services, who meets the minimum qualifications established by the Department, and prescribe their duties. The compensation of the executive director shall be fixed by the board within the amounts made available by appropriation for this purpose. The executive director shall serve at the pleasure of the board and be employed under an annually renewable contract that contains performance objectives and evaluation criteria. The Department shall approve the selection of the executive director for adherence to minimum qualifications established by the Department and the salary range of the executive director.
7. Prescribe a reasonable schedule of fees for services provided by personnel or facilities under the jurisdiction or supervision of the board and establish procedures for the collection of those fees. All fees collected shall be included in the performance contract submitted to the local governing body or bodies pursuant to subdivision 2 of this section and § 37.2-508 and shall be used only for community mental health, intellectual and developmental disabilities, and substance abuse purposes. Every board shall institute a reimbursement system to maximize the collection of fees from persons receiving services under its jurisdiction or supervision, consistent with the provisions of § 37.2-511, and from responsible third-party payors. Boards shall not attempt to bill or collect fees for time spent participating in commitment hearings for involuntary admissions pursuant to Article 5 (§37.2-814 et seq.) of Chapter 8.

8. Accept or refuse gifts, donations, bequests, or grants of money or property from any source and utilize them as authorized by the governing body of each county that established it.
9. Seek and accept funds through federal grants. In accepting federal grants, the board shall not bind the governing body of any county that established it to any expenditures or conditions of acceptance without the prior approval of the governing body.
10. Notwithstanding any provision of law to the contrary, disburse funds appropriated to it in accordance with such regulations as may be established by the governing body of each county that established it.
11. Apply for and accept loans as authorized by the governing body of each county that established it.
12. Develop joint written agreements, consistent with policies adopted by the Board, with local school divisions; health departments; boards of social services; housing agencies, where they exist; courts; sheriffs; area agencies on aging; and regional offices of the Department for Aging and Rehabilitative Services. The agreements shall specify the services to be provided to individuals. All participating agencies shall develop and implement the agreements and shall review the agreements annually.
13. Develop and submit to the Department the necessary information for the preparation of the Comprehensive State Plan for mental health, intellectual and developmental disabilities, and substance abuse services pursuant to § 37.2-315.
14. Take all necessary and appropriate actions to maximize the involvement and participation of individuals receiving services and family members of individuals receiving services in policy formulation and services planning, delivery, and evaluation.
15. Institute, singly or in combination with other community services boards or behavioral health authorities, a dispute resolution mechanism that is approved by the Department and enables individuals receiving services and family members of individuals receiving services to resolve concerns, issues, or disagreements about services without adversely affecting their access to or receipt of appropriate types and amounts of current or future services from the community services board.
16. Notwithstanding the provisions of § 37.2-400 or any regulations adopted thereunder, release data and information about each individual receiving services to the Department so long as the Department implements procedures to protect the confidentiality of that data and information.
17. In the case of an operating board, have authority, notwithstanding any provision of law to the contrary, to receive state and federal funds directly from

the Department and act as its own fiscal agent, when authorized to do so by the governing body of each county that established it.

ARTICLE V (5) – OFFICERS OF THE BOARD AND THEIR DUTIES

Section 1. Officers

The officers of the Board shall consist of a Chairperson and Vice-Chairperson, who shall be elected by the Board and service at the pleasure of the Board. All officers shall be members of the Board.

Section 2. Chair

The duties of the Chairperson shall be:

- a. To preside at all meetings of the Board.
- b. To appoint members of all Standing Committees, and members of such other Ad hoc Committees deemed necessary for the operation of the Board. The Chairperson shall be an ex-officio member of all standing committees.
- c. To work closely with the Executive Director to assure that the Department is regularly advised of the activities of the Board.
- d. To perform any other duties determined by the Board.

Section 3. Vice-Chair

- a. The duties of the Vice-Chairperson shall, in the absence of the Chairperson, perform the duties of the Chairperson.
- b. To perform any other duties as assigned by the Board or Chairperson.

ARTICLE VI (6) – OFFICERS' NOMINATION, ELECTION, AND TERMS OF OFFICE

Section 1. Nomination and Election

Election of officers shall occur at the last meeting of the calendar year following the report of the nominating committee. This meeting shall also be the annual meeting of the Board of Directors. Prior to the election, additional nominations from the floor shall be permitted for all offices provided the nominee has given prior consent. Officers shall begin their terms on January 1 commencing after their election.

Section 2. Term of Office

The term of office for the chairperson may be for one year. The term of office for the vice-chairperson may be for one year. No officer may serve more than two consecutive terms in the same office except by unanimous consent of the Board. A quorum must be present and voting in order to constitute an election. Any officer may be removed from office by a two-thirds majority vote at any meeting where a quorum is present. Upon removal of any officer, the Board shall elect their successor. If the Chairperson of the Board is removed, the Vice-Chairperson shall serve in their place until a new Chairperson is elected.

Section 3. Vacancies

A vacancy in any office arising from any cause may be filled for the unexpired portion of the term as authorized by the board.

ARTICLE VII (7) – MEETINGS**Section 1. Regular**

Regular meetings shall be held on schedule and at times determined by the Board of Directors. Meetings shall be held bi-monthly or no less than quarterly. These meetings are open to the public and consumer input is encouraged. Any citizen wishing to place an item on the agenda can do so by contacting the Executive Director.

Section 2. Special

Special meetings may be called by the Chair or upon the request of three members of the board or the Executive Director. With agreement of the majority of board members, a special meeting may be convened. Public notice shall be given in accordance with the Virginia Freedom of Information Act.

Section 3. Meeting Notice

Written notice of all meetings of the Board shall be given at least five (5) days prior to the holding of the meeting, unless there is an emergency.

Section 4. Quorum

In order to transact business which requires a vote of the board, a quorum must be present. A quorum is six (6) members of the board.

Section 5. Absences

In the absence of the Chair and Vice-Chair from any meeting, the board shall select one of its members to act in such a capacity during that meeting.

ARTICLE VIII (8) – ATTENDANCE

Section 1. Board of Directors are expected to regularly attend all Board meetings, and to participate in all the meetings of Committees of the Board to which they have been appointed to the fullest extent possible.

Section 2. Board of Directors having two consecutive absences shall be notified by the Board Chairperson that an additional absence requires notification to the appropriate Board of Supervisors.

Section 3. The Chair will notify the Clerk to the Board of Supervisors if any Board of Director misses three (3) consecutive board meetings and this may serve as grounds for removal. Members may be removed from the board in accordance with the appointing authority policies and procedures governing removal from Boards, provided that such policies and procedures are consistent with the requirements of State Code.

Section 4. Board of Directors agree to attend the meetings of the Board, and the meetings of Committees of the Board to which they have been appointed. Members should comply with ordinances as promulgated by the appointing bodies. A member of this Board is a person having the right to full participation in its proceedings—that is the right to make motions, to speak in debate on them and to vote.

Section 5. Board members anticipating prolonged absences shall notify the Board Chairperson of their inability to participate as needed and provide such notification to the appointing County.

ARTICLE IX (9) – EXECUTIVE COMMITTEE

Section 1. The elected officers plus two (2) members of the board, elected by the Board of Directors, shall constitute the Executive Committee of which the Chairperson of the Board shall be Chairperson. The Executive Director shall serve as an *ex officio*, non-voting member of the Executive Committee.

Section 2. During intervals between meetings of the Board, the Executive Committee shall conduct the business of the Board, subject to the authority and approval of the Board of Directors, except for those duties stated in Article IV, Powers and Duties, as

being duties of the full Board of Directors. The Executive Committee shall report its activities to the Board of Directors.

Section 3. The Executive Committee shall continuously evaluate rules, policies, and regulations concerning the rendition or operation of services and facilities under direction of the Middle Peninsula – Northern Neck CSB.

Section 4. The Executive Committee shall conduct an annual performance evaluation of the Executive Director in accordance with the Performance Contract and make recommendations to the Board of Directors.

ARTICLE X (10) – STANDING COMMITTEES

The Chairperson of the Board shall have the authority to appoint Standing Committees and Ad Hoc Committees, such committees consisting of not less than three (3) members including a chairperson. Terms shall be one year for Standing Committees. The Standing Committees Committee shall report its activities to the Board of Directors. The Executive Director shall serve as an *ex officio*, non-voting member of all Standing Committees. The Standing Committees and their responsibilities are:

Section 1. The Finance Committee- Shall review and monitor the fiscal stability of the agency and make recommendations to the Board of Directors as necessary. Membership shall include the Executive Director, lead management staff, and other personnel as deemed necessary.

Section 2. The Human Resources Committee- Shall review and recommend to the Board of Directors all proposed personnel policies or changes thereto. It shall also monitor and evaluate those policies or changes on an on-going basis.

Section 3. The Community Advocacy Committee- Shall plan and coordinate, with the approval of the Board, a comprehensive plan to mobilize support for agency services or funding initiatives at the local and state level. The Community Advocacy Committee shall work with the Executive Director in planning legislative advocacy efforts.

Section 4. The Program Committee- Shall monitor and evaluate all ongoing programs of the Board and shall, as necessary, work with the Executive Director in recommending deletion, continuation, or expansion of such programs. It shall also undertake long range planning and so advise the Board of Directors.

Ad Hoc Committees shall be appointed and discharged by the Chairperson of the Board as needed and shall report its activities to the Board of Directors. The Executive Director shall serve as an *ex officio*, non-voting member of all Ad Hoc Committees.

ARTICLE XI (11) – PARLIAMENTARY PROCEDURES

The *Code of Virginia*, as amended, these bylaws, and Roberts' Rules of Order Newly Revised, latest edition, shall govern the Board in all cases to which they are applicable. In the event that Roberts' Rules of Order Newly Revised, latest edition, are inconsistent with these bylaws, these bylaws will govern. If these bylaws are inconsistent with the *Code of Virginia*, as amended, then the *Code of Virginia*, as amended, shall govern.

ARTICLE XII (12) – AMENDMENT OF BY-LAWS

These By-Laws may be amended at any regular Meeting of the Board by two-thirds (2/3) vote of those present and voting, notice of the proposed amendment having been submitted in writing to all Board of Directors at the previous regularly scheduled meeting.

ARTICLE XIII (13) – LIABILITES

The membership of the Board will not be personally liable for the debts, liabilities, or other obligations of the Board.

ARTICLE XIV (14) – NON-DISCRIMINATION

The Board shall conduct all programs in such a manner that no person will be excluded from participation in, be denied the benefits of, or be otherwise subject to discrimination under such programs on the grounds of race, color, national origin, sex, religion, age, or basis of disability.

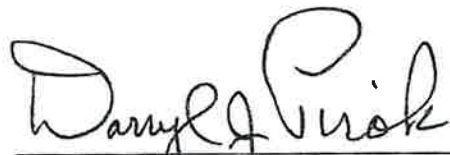
ARTICLE XV (15) – CONFLICT OF INTEREST

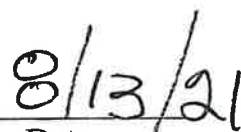
A member of the Board shall not vote upon any action with respect to which he or she has a personal or private interest in a matter brought before the Board.

ARTICLE XVI (16) – DISSOLUTION STATEMENT

Upon the dissolution of the organization and after paying or making provisions for payment of all liabilities of the organization, the remaining assets of the organization

will escheat to the Federal, State, or Local government exclusively for the purposes of the organization, in such manner, as to be used exclusively for public purposes.


Chairperson


Date

- ADOPTED: 08/17/1999
- REVISED: 06/26/2001
- REVISED: 01/15/2002
- REVISED: 09/30/2003
- REVISED: 08/20/2013
- REVISED: 04/09/2021
- ADOPTED: 06/15/2021