

Capital Area Human Services District BYLAWS

Article I NAME

The name of this organization shall be the “Capital Area Human Services District”, and may be referred to as “CAHSD”, or the “District”. The creation of the District is authorized by Act 54 of the First Extraordinary Session of 1996. The domicile of the District shall be Baton Rouge, Louisiana.

Article II PURPOSE

The Capital Area Human District is created to direct the operation and management of community-based programs and services relative to public health, mental health, developmental disabilities, and addictive disorders services for the parishes of Ascension, East Baton Rouge, Iberville, Pointe Coupee, West Baton Rouge, East Feliciana and West Feliciana as provided for by law.

Article III MEMBERSHIP

A. Number: The District shall be governed by a board of seventeen members. The membership shall include two residents of each of the parishes of Ascension, Iberville, Pointe Coupee, West Baton Rouge, East Feliciana and West Feliciana. Five members shall be residents of East Baton Rouge.

B. Appointment: The members shall be appointed by the governor from a list of four qualified candidates nominated by the governing authority of each parish, or in the case of Ascension, by its Parish President for each board position available to a resident of that parish.

C. Terms: Following initial appointments to the board, each member shall be appointed for a term of three years.

D. Compensation: Each board member shall serve without compensation, but shall be reimbursed for expenses and mileage at the same rate set by the division of administration for state employees for each day in actual attendance at board meetings or for representing the board in an official board-approved activity.

E. Removal:

1. The following circumstances shall constitute grounds for removal of any board member:

- a. Conviction of a felony.
- b. Absence of three consecutive regular meetings or a total of five meetings in a calendar year.

Upon the occurrence of any of the above circumstances, the Chairman shall notify the Governor's Office of Boards and Commissions of said circumstances and request the appointment of the offending member be rescinded. A copy of that letter shall be sent to the specific Board Member and the Governor. No member removed by virtue of the above provisions shall be eligible for re-appointment.

2. The following circumstances may constitute grounds for removal of any board member:

- a. The violation of any provision of the Code of Governmental Ethics or Article X herein.
- b. The violation of any provision of the CAHSD Board Governance Policy Manual.

If the Chairman or Vice-Chairman receives information or knowledge that in his or her opinion indicates any of the circumstances in Section 2 have occurred, the Chairman or Vice-Chairman shall first provide notice of the allegation to the accused Board member. The notice shall be in writing and shall contain a clear statement of the alleged violation. The confidentiality of the person reporting the alleged violation shall remain confidential if possible. A notice shall be placed on the agenda of the next Board meeting, which is at least 10 days following the notice given to the Board member, at which time the matter shall be discussed. The board member may request that the discussion be held in private.

At the designated Board meeting, the Board shall determine if it is necessary to refer the allegations to a Sub-Committee to fully investigate the allegations. The investigation shall include the review of any and all information submitted by the accused Board member. Such Sub-Committee shall be appointed by the Board and shall consist of parties, such as the CAHSD attorney or DHH legal staff, who are not members of the Board or CAHSD staff.

If the State Ethics Commission has investigated the allegations and issued final recommendations the Board shall accept the Commission's

recommendations and act in accordance with those recommendations. When the Sub-Committee has concluded its investigation it shall report its findings and recommendations to the Board for consideration. The Board shall determine what findings and recommendations, if any, shall be reported to the Governor's Office of Boards and Commissions by the Chairman or Vice-Chairman.

F. Vacancies: Any vacancy occurring prior to the expiration of a duly appointed member's term shall be filled for the remainder of said term following the procedures set forth in sections B. and C. above.

Article IV OFFICERS

The officers of the Board shall be a Chairperson, a Vice Chairperson and such other officers as the Board may elect from time to time, to carry out the affairs of the Board.

A. Duties: The officers shall perform the duties prescribed by law, these bylaws, the parliamentary authority adopted herein, and those assigned by the Board or which normally pertain to the office. The duties shall include, but not be limited to the following:

1. The Chairperson

- a. Shall be the principle officer of the Board.
- b. Make all necessary decisions regarding the operations of the Board itself as delineated in Board Policy and practices including preparing, and or approving the draft agenda, and presiding at all meetings of the Board and Executive Committee.

2. The Vice Chairperson

- a. Shall assume such duties as may be assigned by the Chairperson or the Board.
- b. In the absence of the Chairperson, shall preside at all Board meetings and execute all the duties of the Chairperson.

B. Election

1. Nomination Committee

The chairperson shall appoint a nominating committee of at least three members at the regular meeting prior to the annual meeting. It shall be the duty of the Nominating Committee to nominate one or more nominees for Chairperson and Vice Chairperson at the annual meeting.

2. Nominations from the Floor

After nominations of the Nominating Committee have been placed before the members, the Chairperson shall call nominations from the floor. Nominations from the floor must be made and seconded by voting members in good standing, and agreed to by the nominee.

3. Voting

All elections shall be determined by plurality vote, and no member shall be entitled to vote by proxy.

C. Term: The term of office for any officer appointed by the board shall be for one year and shall begin at the close of the annual meeting. No officer may serve more than two consecutive full terms in the same office.

D. Removal: The subject of removal of any officer must be placed on the agenda of any regular or special meeting to be considered. Any officer may be removed from office by a vote of two-thirds of the board.

ARTICLE V MEETINGS

All meetings of the Board and its committees shall be open to the public except where Executive Sessions are permitted under the Louisiana Open Meetings Law.

A. Regular Meeting: The regular meeting of the District will be held on the First Monday of each month unless otherwise set by the board to avoid official holidays. Notice of all regular meetings shall be given not less than seven (7) days prior to the meeting.

B. Special Meetings: Special meetings may be called by the Chairperson or at the request of three (3) members of the District. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three day's notice shall be given.

C. Annual Meeting: The annual meeting shall be the first regular meeting of each **fiscal (July)** year.

ARTICLE VI QUORUM

A quorum of a majority of the commissioned members serving shall be required to conduct official business of the District.

ARTICLE VII MINUTES

Minutes shall be taken at all Board and Board Committee meetings by the chairperson or a person designated by the chairperson and shall include the following:

- Date, time and place
- Members attending and absent
- Agenda discussed
- Decisions
- Actions
- Date of implementation
- Reports

ARTICLE VIII COMMITTEES

A. The Board does not require itself to govern thru standing committees, but will establish ad hoc committees to address specific needs as they arise.

1. Action to establish these committees will be made by the majority of the members present at a Board meeting.

2. Membership of these committees will be determined by the Board members and based on specific member expertise and representing the interests of all parishes.

B. After the work of the committee is completed and a report made to the Board, it shall dissolve without action of the chairperson or the board.

ARTICLE IX EXECUTIVE DIRECTOR

The Executive Director shall be the Chief Executive of the District and shall serve at the pleasure of the Board. The Executive Director is responsible for

overseeing the operations of the District and is responsible for the administration and management of all aspects of the District. The Executive District shall function under the general supervision of the Board as a whole.

**ARTICLE X
ETHICS & CONFLICT OF INTEREST**

All members of the Board and employees of the District shall be subject to the State Code of Governmental Ethics.

If it is determined by the State Ethics Commission that a member of the Board has violated the State Code of Governmental Ethics the Board shall take appropriate action and report the violation to the Governor's Office of Boards and Commissions in accordance with Article III herein.

**ARTICLE XI
PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the District in all cases to which they are applicable and in which are not inconsistent with these bylaws and special rules of order the District may adopt.

**ARTICLE XII
AMENDMENT OF BYLAWS**

These bylaws may be amended at any regular meeting of the District by a majority of the quorum present, provided that the amendment has been submitted in writing at the previous regular meeting.

Adopted _____
Implemented _____

Revised 06-01-09