



# CLAY COUNTY PUBLIC HEALTH CENTER



**Title: By-Laws of the Clay County Public Health  
Center Board of Trustees**

<b>Appendix #:</b>	<b>1.010.1A-1</b>
<b>Date Developed:</b>	<b>Prior to 1980</b>
<b>Date Last Reviewed:</b>	<b>Aug 13, 2020</b>
<b>Date Last Revised:</b>	<b>Aug 20, 2020</b>
<b>Number of Pages:</b>	<b>13</b>

The Board of Health Center Trustees of Clay County, Missouri, hereinafter referred to as the "Board" in accordance with Sections 205.010 to 205.150 Revised Statues of Missouri, 1949, as amended by House Bill No. 307, of the 66<sup>th</sup> General Assembly of Missouri, do hereby establish these By-Laws for their guidance and for the operation of the Clay County Public Health Center hereinafter referred to as CCPHC.

## SECTION I – ORGANIZATION/ POWERS and DUTIES

**ARTICLE 1.1** The Board shall make and adopt such By-Laws, rules, and regulations for their own guidance and for the governance of the CCPHC as may be deemed expedient for the economic and equitable conduct thereof. They shall have the exclusive control of the expenditures of all monies collected to the credit of the CCPHC fund, and of the purchase of site or sites, the purchase and construction of any CCPHC buildings, and of the supervision, care, and custody of the grounds, rooms, or buildings purchased, constructed, leased, or set apart for that purpose. At a minimum this includes but is not limited to the following:

- 1.1.1 Conduct an annual review of the by-laws.
- 1.1.2 Conduct an annual self-assessment and implement an action plan on identified areas of improvement.
- 1.1.3 Develop and adopt an Annual Calendar of Events to be implemented each fiscal year.
- 1.1.4 Adopt an evidenced based strategic plan to guide the organization and meet its identified mission.

**ARTICLE 1.2** These By-Laws shall become effective and binding upon the Board immediately upon adoption. Three affirmative votes shall be required for the adoption of these By-Laws.



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**ARTICLE 1.3** Any of the By-Laws may be rescinded or amended at any regular meeting of The Board. Three affirmative votes shall be required for such action.

**ARTICLE 1.4** The officers of the Board shall be a Chair, Vice-Chair, Secretary, Treasurer, and other officers as deemed necessary by the Board. Election of officers shall be held annually at the April meeting and these officers shall serve for a one-year term.

**ARTICLE 1.5** The Treasurer shall be responsible for all funds received by the CCPHC. He/she shall maintain such depositories as deemed necessary by the Board. He/she shall give to the Board at each monthly meeting a report of the financial status of the CCPHC.

## **SECTION II - MEETINGS**

**ARTICLE 2.1** The Board shall hold meetings at least once each month.

**ARTICLE 2.2** A quorum (which consists of at least 3 board members) must be present for a board meeting to be held.

**ARTICLE 2.3** Special meetings may be called by the Chair at any time. All members must be notified of such special meeting at least 48 hours in advance of such meeting.

**ARTICLE 2.4** The Chair shall preside at all meetings. In the absence of the Chair, the Vice-Chair shall preside; in the absence of both the Chair and Vice-Chair, the Secretary shall preside.

**ARTICLE 2.5** All meetings shall normally be held at the CCPHC and shall be called to order at 6:00PM or at any other regularly scheduled time on a temporary basis as may be prescribed by the Board.



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**ARTICLE 2.6** All meetings shall be conducted in accordance with Missouri Revised Statutes, Chapter 610- Governmental Bodies and Records also known as the “Missouri Sunshine Law”.

**ARTICLE 2.7** The Secretary of the Board shall be responsible for ensuring that a complete record is kept of all proceedings of the Board. The Director of Public Health shall be responsible for assuring that accurate and timely recording and preparation of the Board’s records occurs.

**ARTICLE 2.8** Personnel of the CCPHC shall be present at meetings of The Board upon request of the Board.

**ARTICLE 2.9** Communications and Decorum.

**2.9.1 Communications from the Audience** - A time shall be designated on each meeting agenda for the Board to receive communications from the audience. Communications from the audience shall not be allowed at any other time during the meeting unless public testimony is being received on a particular matter. Any person addressing the Board shall first obtain the recognition of the presiding officer. The following rules shall govern communications.

(a) Written communications. Interested persons or their representatives may address the Board by written communications in regard to any matter concerning CCPHC business by delivering a copy of such communication to the chair, either before the Board meeting commences or at a recess of such Board of Trustees meeting, or by reading the written communication themselves.



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(b) Oral communications. Interested persons, or their representatives, may address The Board by oral communications with regard to any matter concerning CCPHC business.

**2.9.2 Manner of addressing Board of Trustees** - Each person addressing the Board shall give his/her name and address in an audible tone of voice for the records and, unless further time is granted by the Board, shall limit his/her address to five minutes. All remarks shall be addressed to the Board as a body, and not to any member thereof. No person, other than the Board and the person having the floor shall be permitted to enter into any discussion without the permission of the presiding officer. No question shall be asked of a member of the Board except through the presiding officer.

## SECTION III – FISCAL

### **ARTICLE 3.1 Annual Budget**

**3.1.1** Each year no later than August 31<sup>st</sup> the Board will adopt its annual tax levy rate for the following fiscal year at a public meeting. During that meeting but prior to adoption of the levy rate the Board shall conduct a public hearing allowing for public comment on the proposed levy rate.

**3.1.2** At the regular November meeting of the Board, the Director of Public Health shall present to the Board a proposed annual budget for the coming year, along with an outline describing all activities to be undertaken, including an update of the CCPHC’s Strategic Plan.



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The Board may revise the budget and/or programs as they deem necessary. The Board shall also, as part of the annual budget, designate sums in the following manner:

a) **Emergency Reserve** - Established to provide a financial cushion to cover revenue shortfalls resulting from unexpected economic changes, recessionary periods, or to provide funds in the event of major unplanned expenditures CCPHC could face as a result of landslides, tornado or other natural disasters. The Emergency Reserve will be no less than 2 months of the total annual budget as outlined in the CCPHC Board of Trustees By-Laws. The CCPHC Board of Trustees will, by formal action, approve the use of the Emergency Reserve.

b) **Debt Service Reserve** - Established to ensure timely payment of interest and principal on the Health Center’s long-term debt obligations. The CCPHC Board of Trustees will designate a sum of the total budget for Debt Service each fiscal year.

**Minimum Unassigned Fund Balance** - It is the goal of CCPHC to achieve and maintain an unassigned fund balance in the general fund at fiscal year-end of not less than 20% of actual current year revenues. If the unassigned fund balance at fiscal year-end falls below the goal, CCPHC will develop a restoration plan to achieve and maintain the minimum fund balance.

c) **Capital Renewal Fund** - Established to protect investments in the building, equipment and other capital investments. The fund includes the replacement and/or improvement to existing infrastructure and is driven by the anticipated longevity and age of the systems. Funding will be determined during the annual budget process, with the



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minimum amount set at funding to one half of the amount required to fully fund the reserve within any given fiscal year. The target amount set for the reserve is equal to the amount required to fully fund the reserve within any given fiscal year.

The Board shall adopt its annual budget prior to the beginning of each fiscal year but no later than December 31st. The CCPHC budget is considered an appropriation budget with all items approved for expenditure within the parameters outlined.

**3.1.3** The budget will provide for adequate maintenance of the plant equipment and for orderly replacement. The budget will provide adequate funding of retirement systems (SS and LAGERS). The Director of Public Health will maintain a budgetary control system to help adhere to the budget. The Director of Public Health will prepare monthly reports comparing actual revenues and expenditures. Each year, The Director of Public Health will provide an update of revenue projections for the next year. The total budget (projected expenditures) shall not exceed the projected revenue. Where possible, The Director of Public Health will integrate strategic planning initiatives including performance measurement and health outcomes with the budget.

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**ARTICLE 3.2** The CCPHC will pay for all current expenditures with current revenues. When/if the revenues exceed expenditures at the end of the fiscal year, for the year, the extra balance may be held in the Working Cash Fund. The CCPHC will expend no more than is received as revenue or designated from the working cash fund for such expenditures. Emergency Reserve funds will be used in extreme emergencies and can only be approved by the Board of Trustees. The CCPHC will follow a policy of full disclosure of its expenditures in its monthly financial reports.

**ARTICLE 3.3** The CCPHC will maintain a diversified and stable revenue system to shelter it from short-run fluctuation in any one revenue source. The Director of Public Health will estimate its annual revenues by an objective, analytical process. The Director of Public Health will project revenues for the next three (3) years, however each existing and potential revenue source will be re-examined annually.

**ARTICLE 3.4** If it becomes necessary, the Board will establish user charges and fees at a level related to the cost of providing the service (See Statutory Requirements). Such fees shall be reviewed annually. Inter-governmental revenues and grants shall be renewed annually by contract or agreement so as to assure the revenue source.

**ARTICLE 3.5** Disbursement, collection, and deposit of all funds will be scheduled to ensure maximum cash availability. The Finance Manager of CCPHC, in consultation with The Treasurer, will invest the Working Cash Fund Balance beyond that required for its monthly operational expenditures on a continuous basis. The Treasurer of the Board will ensure market conditions and investment securities are monitored and analyzed to determine what yield can be obtained for the best possible return. All cash investments shall be ratified by the Board.

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**ARTICLE 3.6** The monthly financial reports provided to the Board will contain the most current information concerning cash position and investment performance.

**ARTICLE 3.7** The CCPHC will make arrangements with financial institutions on a contractual basis for a specified period of time with a specified fee for services rendered. The Board shall routinely, at its discretion, implement a Request for Proposal (RFP) process to secure the lowest and best financial institution is selected for these services.

**ARTICLE 3.8** The CCPHC will establish and maintain a high standard of accounting practices. The accounting system will maintain records on a basis consistent with accepted standards for local government accounting including Government Accounting Standards Board (GASB) requirements. Regular monthly and annual financial reports will present a summary of financial activity, including the cost of services by type of expenditure. The CCPHC will have an independent public accounting firm perform an annual audit and publicly issue a financial opinion.

**ARTICLE 3.9** All checks in payment of expenditures for the CCPHC shall be prepared in such manner as agreed upon by the Board.

**ARTICLE 3.10** Checks above the Director of Public Health’s purchasing limit shall be signed by any two members of the Board, one of which should include The Treasurer and/or The Board Chair. Checks below the purchasing limit shall be signed by the Director of Public Health or in his/ her absence by the Deputy Director.

**ARTICLE 3.11** A Health Center petty cash account shall be maintained in the amount of \$100.00. This fund shall be controlled by the Finance Manager of the CCPHC. The Director of Public Health shall submit to the Board an itemized account with documentation for reimbursement of expenditures from this fund, together with receipts for all such expenditures as requested by the Board.

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**ARTICLE 3.12** Purchases shall be made in the following manner:

**3.12.1** Less than \$15,000 at the judgment of the Director of Public Health.

**3.12.2** Over \$15,000.00 – Purchases of equipment or professional services over \$15,000 require a formal bid process with advertising in a local newspaper and formal bid approved by the Board. Bids may be opened by the Director of Public Health prior to the Board Meeting, for review and analysis for recommendation to the Board. When so ordered by the Board contract for any item or service may be subject to competitive bid regardless of the amount involved.

**3.12.3** Unless otherwise required by law, the Director of Public Health may waive the requirement of competitive bids or proposals for supplies when he/she has determined that:

- a) a threat to life, property, public health, or public safety exists;
- b) an immediate expenditure is necessary for repairs to county property in order to protect against further loss of, or damage to county property;
- c) it's necessary to prevent or minimize serious disruption in county services;
- d) it's necessary to ensure the integrity of county records. Emergency procurements shall be made with as much competition as is practicable under the circumstances. After an emergency procurement is made by the Director of Public Health, the nature of the emergency and the vote approving the procurement shall be noted in the minutes of the next regularly scheduled meeting.

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**ARTICLE 3.13** Bills for invoices for purchases made under provisions of Article 3.1.3 above shall be signed by the Director of Public Health or his designee to indicate receipt of the item or service involved. These shall be transmitted to the Board as prescribed in Articles 11 and 12 above.

## SECTION IV – OPERATIONS AND ADMINISTRATION

**ARTICLE 4.1** Annually the Board, at its regularly scheduled monthly meetings, shall receive continuing education and training. Education and training sessions should integrate Public Health Accreditation Board (PHAB) Standards and National Public Health Performance Standards (NPHPS) and include but not be limited to Ethics, Fiscal Operations, Performance Management, Emergency Response, and Legal/Regulatory Review.

**ARTICLE 4.2** The Board may enter into contracts and agreements with federal, state, county, school and municipal governments and with private individuals, partnerships, firms, associations and corporations for the furtherance of health activities in Clay County.

**ARTICLE 4.3** The Board shall develop and implement programs and activities of all kinds, not inconsistent with law that may be deemed necessary or desirable for the control of communicable disease as well as for the promotion and protection of the health, safety, and welfare of the residents of Clay County.

**ARTICLE 4.4** The Director of Public Health shall, at his/her discretion, require the staff to present summaries of their activities. The Director of Public Health shall present to the Board, at the regular meeting, a summary of activities for the preceding month or other such information as may be required by the Board.

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**ARTICLE 4.5** An annual report of the activities of the CCPHC, for each calendar year, shall be prepared under the direction of the Director of Public Health. A Draft copy of such report shall be submitted to the Board by the March meeting of the Board. Upon approval by the Board, this report shall be reproduced, be made available to the public through various communication means and be distributed to interested persons and agencies as may be directed by the Board.

**ARTICLE 4.6** The Director of Public Health of the CCPHC shall be selected by the Board based on education and experience. His/her salary shall be commensurate with such education and experience, and the appointment shall be an unclassified (exempt) appointment.

**ARTICLE 4.7** The authority and responsibility of the Director of Public Health is not necessarily limited to, but shall include, the following:

- 4.7.1.** Function as the Health Officer for the CCPHC.
- 4.7.2.** Responsible for all general administrative functions including management of the day to day operations of the center.
- 4.7.3.** On behalf of the Board, the Director of Public Health *is* authorized to enter into administrative and/or public health program contracts necessary to carry out the mission and responsibilities of The Board.
- 4.7.4.** Authorized to represent the Board in all media contacts regarding CCPHC activities, with the exception of those responsibilities listed below in Article 10.
- 4.7.5.** Title of Director of Public Health is to be used in all administrative matters.

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**ARTICLE 4.8** Staff for CCPHC may be hired and their salaries established by the Director of Public Health and discharged in like manner. Where a grievance is filed, the CCPHC Personnel Policies Manual shall be followed.

**ARTICLE 4.9** CCPHC shall establish its own rules and regulations and salary schedules as set forth by the Board.

**ARTICLE 4.10** All contacts from media relative to Board Actions or CCPHC policy shall be referred to Chair of the Board, and all releases to media shall go through the Chair of the Board or his/her representative.

**ARTICLE 4.11** No Board Trustee shall receive any compensation for his/her services performed, but he/she may receive reimbursement for any cash expenditures actually made for personal expenses incurred as such Board Trustee, and an itemized statement of all such expenses and money paid out shall be made under oath by each of such Board Trustee and filed with the Board Secretary and allowed only by the affirmative vote of all of the Board Trustees present at a meeting of the Board. No Trustee may apply or accept employment with the CCPHC for a period of one year following the expiration of said trustee’s term of office.

**ARTICLE 4.12** The Board may appoint or remove such personnel as may be necessary and fix their compensation and adopt rules and regulations for the good of the service of the Department. The qualifications of all persons employed in the operation of CCPHC shall be at least equal to the minimum standard of qualifications as set forward by the department of health or its successors for positions of like importance and responsibilities.

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**ARTICLE 4.13** The Board shall not enter into contracts for the private practice of medicine, nor shall any of its personnel practice medicine or dispense drugs, vaccines, or serums for personal gain, nor shall its facilities be used for such purpose in any way except as it may be necessary and agreed upon by the Board including the furtherance of diagnostic and communicable disease control programs.

**ARTICLE 4.14** Any person, firm, organization, society, or corporation desiring to make donations of money, personal property, or real estate for the benefit of the CCPHC shall have the right to vest title of such property so donated to be controlled when so accepted by the Board, according to the terms of deed, gift, devise, or bequest of such property.

Revised and approved by the Board this 20<sup>th</sup> day of August 2020.

Pat Dixon, Chair  
Clay County Public Health Center  
Board of Trustees

Courtney Cole, Secretary  
Clay County Public Health Center  
Board of Trustees

By-Laws Revised and Adopted: March 12, 2004

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