

ALCOHOL, DRUG ADDICTION, AND MENTAL HEALTH SERVICES BOARD OF WOOD COUNTY

JANUARY BYLAW AD HOC COMMITTEE

JANUARY 26, 2024

Committee Members Present:

Erica Parish, Chair	Dan Lambert (Absent)
Katina Bostic	Leslie Miller

BOARD STAFF: Britni Fackler and Kathryn Shackleton

GUEST: Frank McLaughlin

REVIEW BOARD BYLAWS: The meeting began at 10:25 am. The committee reviewed current bylaws and discussed changes to the articles. Changes include referring to ORC 340 in a consistent way, removing duplicative statements and instead linking to appropriate ORC references, and consolidating where information is stated in articles. Further changes include consistent names. There was a discussion of removing the Secretary as an officer of the board, as there are no duties assigned, and a board staff function as the board secretary. There was concern that removing the secretary would reduce the executive committee's size, which would have a negative effect. Erica does not believe we are using the Secretary; it is an unnecessary position without duties for this officer. Frank would like to give this more of a function. Frank would like to talk to the whole Board, so he asks if we can leave and have a discussion on this. There is agreement that there needs to be a change regarding the Secretary. Leslie holds that this makes the Executive Committee really small, and Erica returns that we are reducing the size of the Board, so this may be something to consider. This will be an agenda item at the next Board meeting. There was discussion regarding the duties of the Treasurer and giving the Treasurer the power and authority to approve bills before staff pays them. The committee asked staff if this was realistic, and Britni stated no and provided an example. Erica states she doesn't understand the issue, as the Board has approved the budget. Kathryn added that the authority had been delegated to Amanda further in the bylaws to do this, and she is responsible for reporting. Erica asked if there was concern about the way money was being spent because there is a reason we are micromanaging this process. Frank states he doesn't feel it is micromanaging, and it is a Board function that shouldn't be delegated. Erica disagrees because the budget is approved, so why do we have to approve the bills? Frank is worried and concerned that this hasn't been picked up by auditors. Frank would like clarification and is uncomfortable with a blanket approval based on the budget. Erica asked if we know all of our vendors, and what we pay every month. Kathryn states these are all lines in budgets, and money isn't spent outside of that. Erica and Frank agree to have the Treasurer meet with the Executive Director and approve bills every two weeks. Frank states there are other County agencies that do it this way, and they meet every other month to review and approve bills, and nothing has been paid until then. They are willing to write in exceptions. Frank states the Executive Director has been given approval in the bylaws for certain types of exceptions, and this hasn't been a problem, and he doesn't want to make it sound like there has been a problem or they expect a problem. Frank is just worried about Audits. The committee removed Article IV Liability Insurance, Article X Member Duties, and Article XII Executive Director. Discussion was had about adding Article XII to the job description, and Britni states it may also be a policy moving forward in COQ.

The committee has gone through every page and suggested revisions/changes. Frank states they have cleaned it up and he feels pretty good about it. There are still some questions regarding officers and committees, which will be discussed by the full board. Frank thinks we removed a lot of things that didn't need to be in there. The last time these were done, a board member did some attorney work on the side, and that's where a lot of this came from.

ADJOURN: The meeting was adjourned at 11:28 a.m.

Approved by: 
Erica Parish, Committee Chair, Wood County ADAMHS Board

10/7/24
Date

Submitted by: Kathryn Shackleton, Executive Assistant