

LIVINGSTON COUNTY PUBLIC HEALTH CENTER

BOARD OF TRUSTEES BY-LAWS

LIVINGSTON COUNTY, MISSOURI

The Board of health Center Trustees of Livingston County, Missouri having been created by vote of the people of Livingston County, Missouri in accordance with Sections 205.010 to 205.150 Revised Statutes of Missouri, 1986, and amended Missouri election Laws 1978, of the 66th General assembly of Missouri do hereby establish these by-laws for their guidance and for operation of the Livingston County Public Health Center.

SECTION I - ORGANIZATION

ARTICLE 1. These by-laws shall become effective and binding upon the Board of Trustees immediately upon their adoption. Three affirmative votes shall be required for the adoption of these by-laws.

ARTICLE 2. Procedure to change any of the by-laws shall require discussion, recommendation and without delay tabled for a 30 day period. At the next regular meeting following the 30 day waiting period, any of the by-laws may be rescinded or amended by the Board of Trustees. Three affirmative votes shall be required for such action.

ARTICLE 3. The officers of the Board of trustees shall be a Chairman, Vice Chairman, Secretary and Treasurer. Election of officers shall be held at the May meeting of each year.

SECTION II - MEETINGS

ARTICLE 1. The regular meetings of the Board of Trustees shall be on the last Tuesday of each month. These meeting dates shall be published in the newspaper prior to the meeting. If such day should fall on a legal holiday, that meeting shall be held on the following Wednesday.

ARTICLE 2. Special meetings may be called by the Chairman at any time. All members must be notified at least three (3) days prior to such meeting.

ARTICLE 3. The Chairman shall preside at all meetings. In the absence of the chairman, the Vice-Chairman shall preside. In the absence of both the chairman and Vice-Chairman, the Secretary shall preside.

ARTICLE 4. All meetings shall normally be held at the Livingston County Health Center building, 800 Adam Drive, Chillicothe, MO.

ARTICLE 5. In the event a quorum is not present for any regular, or special, board meeting either of the following options can be chosen to conduct business of the health center in the most timely manner.

The meeting will be held at the next earliest date and time that a quorum can be present. Payroll will be paid as normally scheduled with other bills and employee reimbursement checks to be paid after approval at the re-scheduled meeting.

A board member may attend a regularly scheduled meeting electronically (by phone). Electronic attendance by a board member may not be used to qualify a quorum. Payroll and monthly expenses will be paid upon approval as at any other regular meeting.

ARTICLE 6 The secretary of the board shall be responsible that a complete record is kept of all proceedings of the Board. The actual recording and preparation of such record shall be the duty of a designated clerk of the Health Center, except when otherwise ordered. A copy of the proceedings shall be kept in the Health Center office.

SECTION III - FISCAL

ARTICLE 1. All vouchers and checks shall be prepared under the direction of the Administrator of the Health Center. Vouchers shall be authenticated by either the presiding Chairman, Vice-chairman or other board member. Each invoice amount will be initialed by the board members authenticating the voucher. Prepared checks shall be presented to the Board at their regular monthly meeting. Upon being accepted for payment by the Board, checks shall be signed by the Treasurer of the Board and the Administrator or in the absence of one or both of these, by two designated Board members.

ARTICLE 2 Payment for expenditures of personnel, travel, and personnel reimbursement may be approved by the Chairman or Treasurer without formal action by the Board of Trustees.

ARTICLE 3 Purchases shall be made in the following manner:

Less than \$10,000.00 at the judgment of the Administrator. Three quotes obtained for any product being purchased over \$10,000 limit.

Cost to determine amount being purchased is based on per item amount not total amount .

Over \$10,000.00 formal bid procedure with advertising in a local newspaper and formal bid opened by the Board of Trustees.

When so ordered by the Board of Trustees, contract for any item or service may be subject to competitive bid, regardless of the amount involved.

ARTICLE 4 Bills or invoices for purchases made under provisions of Article 3, above, shall be signed by the Administrator to indicate receipt of the item or service involved. These shall be transmitted to the Board of Trustees as described in Articles 1 and 2 above.

SECTION IV - OPERATIONS AND ADMINISTRATION

ARTICLE 1. At the regular meeting of the Board of Trustees occurring in July each year, the administrator shall present the Strategic Plan outlining the major public health programs and activities to be undertaken during the following year. Such programs

may be revised by the Board of Trustees. These programs shall constitute the official directives of the Board of Trustees for the following years' operations. Activities may be added to or deleted from these directives at any time by the Board of Trustees.

ARTICLE 2. Each department (administrative, clerical, health education/promotion, nursing, environmental health) shall present to the Board of Trustees a summary, as related to the Strategic Plan and those specific programs funded through special grants. Such summaries shall be in narrative form and shall be presented at the regular meeting of the Board of Trustees. Summaries shall include any proposed changes in the Strategic Plan with such changes subject to Board approval before amending said Strategic Plan. Changes in any grant funded program will be subject to Board approval and grant source approval before being amended.

ARTICLE 3. Each year a report of the activities of the County Health Center, shall be prepared under the direction of the Administrator. Draft copy of such report shall be submitted to the Board of Trustees not later than the March meeting of the Board. Upon approval by the board this report shall be reproduced and distributed to interested persons and agencies as may be directed by the Board.

ARTICLE 4. No public health activity capable of having a controversial or disturbing influence upon any appreciable portion of the county shall be undertaken by any of the health center personnel without prior approval of the board of Trustees. This article shall not, however, restrict health department personnel from acting on their own initiative, in case of an emergency involving a direct threat to life or health.

ARTICLE 5. The Chairman of the Board of Trustees, or other designated member, shall visit the Health Center at least once a month. In order to facilitate this visit, the regular monthly board meeting shall be held at the health center building, unless otherwise specified by the Board of Trustees.

ARTICLE 6. The Administrator of the Livingston County Health Center shall be selected by the board of Trustees.

ARTICLE 7 The authority and responsibility of the Administrator shall include, but not necessarily be limited to, the following:

Administrative contracts with county commissions and health councils

Title of Administrator is to be used in all administrative matters, professional title to be used otherwise.

Responsible for management and control of day to day operations of the Health Center including:

Personnel

Clinic scheduling

Office equipment and supplies

Submission of requisitions

Receipt of merchandise.

Maintenance of property, building, equipment repair, etc

Janitor services

Inventories, etc.

Responsible for clerk keeping all administrative records for office as a whole, timesheet, payrolls, etc.

Approval of employee expense accounts with final approval by Board of Trustees.

Responsible for assembly of reports for unit as a whole, not for specialized field.

All correspondence being opened by a clerk, unless marked personal, and distributed to the Administrator.

In any case, the Administrator is not responsible for technical supervision of personnel of other professions.

ARTICLE 8 Staff personnel of the Livingston County Health Center may be hired and their salaries established by the Administrator, with Board approval, and discharged in like manner. Where a grievance is filed, the Board shall make all final decisions.

ARTICLE 9 All personnel of the Livingston County Health Center shall be subject to all rules, regulations and salary schedules as set forth in Manual of Personnel Procedures for Local Health Agencies Operating Under the Department of Health Personnel Standards and Procedures dated 07/01/91. Reference Rule 1 CSR 20-5, 010, and adopted by the Livingston County Health Center Board of Trustees.

ARTICLE 10 No trustee shall receive any compensation for service performed but may receive reimbursement for any cash expenditure actually made for personal expense incurred as such trustee, and an itemized statement of all such expenses and money paid out shall be made under oath by each

of such trustees and filed with the secretary and allowed only by the affirmative majority vote of the trustees present at a Board meeting.

ARTICLE 11 The Board of Trustees shall make and adopt such bylaws, rules, and regulations for their own guidance and for the government of the County Health Center 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 County health Center fund, and of the purchase of site or sites, the purchase of construction of any County Health Center buildings, and of the supervision, care, and custody of the grounds, room, or buildings purchased, constructed, leased, or set apart for that purpose and all programs and activities engaged in by the Health Center.

ARTICLE 12 All monies received for the County Health Center shall be deposited in the bank selected by the Board of Trustees in an account(s) of the Livingston County Health Center and paid out only upon checks, withdrawals or transfers in a manner approved by the Health Center Board of Trustees.

This policy applies to the investment of all operating funds of the Livingston County Health Center (LCHC) funds.

The primary objectives, in priority order of investment activities shall be safety, liquidity, and yield:

Safety

Safety of principal is the foremost objective of the investment program. Investments shall be undertaken in a manner that seeks to ensure the preservation of capital in the overall portfolio. The objective will be to mitigate credit risk and interest rate risk.

Credit Risk

The Livingston County Health Center will minimize credit risk, the risk of loss due to the failure of the security issuer or backer by

Pre-qualifying the financial institutions, broker/dealers, intermediaries, and advisors with which the LCHC will do business.

Diversifying the portfolio so that potential losses on individual securities will be minimized.

Interest Rate Risk

The LCHC will minimize the risk that the market value of securities in the portfolio will fall due to changes in general interest rate by:

Structuring the investment portfolio so that securities mature to meet cash requirements for ongoing operations, thereby avoiding the need to sell securities on the open market prior to maturity.

Investing operating funds primarily in shorter-term securities.

Liquidity

The investment portfolio shall remain sufficiently liquid to meet all operating requirements that may be reasonably anticipated. This is accomplished by structuring the portfolio so that securities mature concurrent with cash needs to meet anticipated demands (state liquidity). Furthermore, since all possible cash demands cannot be anticipated, the portfolio should consist largely of securities with active secondary or resale markets (dynamic liquidity). A portion of the portfolio also may be placed in bank deposits or repurchase agreements that offer same-day liquidity for short-term funds.

Yield

The investment portfolio shall be designed with the objective of attaining a market rate of return throughout budgetary and economic cycles, taking into account the investment risk constraints and liquidity needs. Return on investment is of secondary importance compared to the safety and liquidity objectives described above. Securities shall not be sold prior to maturity with the following exceptions:

A security with declining credit may be sold early to minimize loss of principal.

A security swap would improve the quality, yield, or target duration in the portfolio.

Liquidity needs of the portfolio require that the security be sold.

STANDARDS OF CARE

Prudence

All participants in the investment process shall act responsibly as custodians of the public trust. The standard of prudence to be applied by the personnel of the Investment Division is the "prudent investor" rule, which states, "Investments shall be made with judgment and care, under circumstances then prevailing, which persons of prudence, discretion and intelligence exercise in the management of their own affairs, not for speculation, but for investment, considering the probable, safety of their capital as well as the probable income to be derived".

Internal Controls

The concept of reasonable assurance recognized that 1) The cost of control should not exceed the benefits likely to be derived and 2) the valuation of costs and benefits require estimates and judgements by management.

The internal controls shall address the following points:

Control of collusion.

Separation of transaction authority from accounting and record keeping.

Custodial safekeeping

Avoidance of physical delivery securities.

Clear delegation of authority to subordinate staff members.

Written confirmation of transactions for investment and wire transfers.

SUITABLE AND AUTHORIZED INVESTMENTS

Investment Types

In accordance with and subject to restrictions imposed by current statutes, the following list represents the entire range of investments that LCHC will consider, and which shall be authorized for the investments of funds by the LCHC.

Security Selection

The following list represents the entire range of United States Agency Securities that LCHC will consider, and which shall be authorized for the investment of funds by LCHC.

US Govt. Agency Coupon and Zero-Coupon Securities.

US Govt. Agency Discount Notes. Purchased at a discount with a maximum maturity of one year.

US Govt. Agency Callable Securities. Restricted to securities callable at par only with final maturities of five years or less.

Investment Restrictions and Prohibited Transactions

To Provide for the Safety and liquidity of the LCHC funds, the investment portfolio will be subject to the following restrictions:

Borrowing for investment purposes is prohibited.

Instruments known as variable rate demands, notes, floaters, inverse floaters, leveraged floaters, and equity-linked securities are not permitted. Investment in any instrument, which is commonly considered a "derivative" instrument (e.g. options futures, swaps, caps, floors, and collars), is prohibited.

Contracting to sell securities not yet acquired in order to purchase other securities for the purpose of speculating on developments or trends in the market (Investment Restrictions and Prohibited Transactions Cont.) is prohibited.

Collateralization

Collateralization will be required on two types of investments: certificates of deposit and repurchase agreements. The market value (including accrued interest) of the collateral should be at least 100%.

For certificates of deposit, the market value of collateral must be at least 100% or greater the amount of certificates of deposit plus demand deposits with the depository, less the amount, if any, which is insured by the Federal Deposit Insurance Corporation, of the National Credit Unions Share Insurance Fund.

The LHCH shall be a depository contract and pledge agreement with each safekeeping bank that will comply with the Financial Institutions, Reforms, Recovery, and Enforcement Act of 1989 (FIRREA). This will ensure that the LCHC security interest in collateral pledged to secure deposits is enforceable against the receiver of a failed financial institution.

Repurchase Agreements

These securities for which repurchase agreements will be transacted will be limited to US Treasury and government agency securities that are eligible to be delivered via the Federal Reserve Fedwire book entry system. Securities will be delivered the LCHC's designed Custodial Agent. Funds and securities will be transferred on a delivery vs. payment basis.

INVESTMENT PARAMETERS

Diversification

The investments shall be diversified to minimize the risk of loss resulting from over concentration of assets in specific maturity, specific issuer, or specific class of securities. Diversification strategies shall be established and periodically reviewed. At a minimum, diversification standards by security type and issuer shall be:

US treasuries and securities, having principal and/or interest guaranteed by the US Govt.....100%

Collateralized time and demand deposits....100%

US Govt. agencies, and government sponsored enterprises...no more than 70%

US Govt. agency callable securities...no more than 50%

Maximum Maturities

To the extent possible, the LCHC shall attempt to match its investments with anticipated cash flow requirements. Because of inherent difficulties in accurately forecasting cash flow requirements, a portion of the portfolio should be continuously invested in readily available funds such as bank deposits or overnight repurchase agreements to ensure that appropriate liquidity is maintained to meet ongoing obligations.

REPORTING

Methods

The investment officer shall prepare an investment report at least quarterly. The report should be provided to the governing body of the LCHC. The report will include the following:

Listing of individual securities held at the end of the reporting period.

Realized and unrealized gain or losses resulting from appreciation of depreciation by listing the cost and market value of securities over one year duration.

Listing of investment by maturity date.

Market to Market

The market value of the portfolio shall be calculated at least quarterly and a statement of the market value of the portfolio shall be issued at least annually to the governing body of the LCHC. This will ensure that review of the investment portfolio, in terms of value and price volatility, has been performed.

Policy Considerations

Exemption

Any investment currently held that does not meet the guidelines of this policy shall be exempt from the requirements of this policy. At maturity or liquidation, such monies shall be reinvested only as provided by this policy.

ARTICLE 13 In the event any elected Board Member does not attend four (4) consecutive regular, monthly board meetings without notification, that Board Member's position shall be considered vacant, and the County Commission shall be notified and request the appointment of a person to serve on the Board according to County Health Center Law (205.031 RSMo).

ARTICLE 14 The Board of Trustees 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, except as hereafter prohibited.

ARTICLE 15 The Board of Trustees shall not enter into contracts for the private practice of medicine, nor shall any of its personnel practice medicine nor 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 between the Board and County Commission or Commissions for the care of the indigent for who

the County Commission or Commissions may be responsible, or except in furtherance of diagnostic and communicable disease control programs.

ARTICLE 16 Any person, firm, organization, society or corporation desiring to make donations of money, personal property or real estate for the benefit of such Health Center, shall have the right to vest title of such property so donated in the county or counties, to be controlled when so accepted by the Board of Trustees according to the terms of deed, gift, devise or bequest of such property.

ARTICLE 17 On or before the seventh (7) day of January in each year, the Board of trustees shall file with the county Court a report of their proceedings with reference to the County Health Center and a sworn statement of all receipts and expenditures during the preceding calendar year.

ARTICLE 18 The Board of Trustees shall prepare and submit to the county budget officer, a budget for the ensuing year at the time and in the manner provided by the county budget law applicable to such county.

ARTICLE 19 The Board of Trustees shall at its regular July Meeting determine the rate of the tax levy, except that the rate so determined shall not exceed the maximum rate authorized by the vote of the people of the county.

Revised 06/24/2014

Adopted and approved by the Livingston County Health Center Board of Trustees this twenty-eighth day of June, 2014.

Signed:

Chairperson, Board of Trustees

Secretary/Treasurer