

**GREEN RIVER REGIONAL HEALTH COUNCIL
BYLAWS**

ARTICLE I - NAME

This body shall be known as the Green River Regional Health Council, hereinafter referred to as the Health Council.

ARTICLE II - PURPOSE

Section 2.1 – Purpose The purpose of the Health Council is to assist the seven county GRADD region and the Cabinet for Health in meeting its health planning responsibilities required under both federal and state initiatives.

Section 2.2 – Responsibilities The Health Council will work to maintain and improve the health status of the region; thereby improving the quality of life for the citizens in the region. The Health Council will work to help reduce unnecessary suffering, illness, disability, and death by promoting good health practices and by developing and implementing preventive strategies to educate and improve the health of the citizens in the region. The Health Council will do this by engaging in the following activities:

1. Identification of gaps in services and identification of unmet needs.
2. Establish and maintain a communication network to provide a better informed public.
3. Hold public forums to solicit information and feedback from the public regarding health issues and to disseminate information regarding the general status of health of the citizens in the district.
4. Develop, plan, implement, and coordinate action plans to address unmet needs as appropriate. All action plans shall be approved by the Health Council.

ARTICLE III – GEOGRAPHIC AREA

Section 3.1 – Area The area to be served by the Health Council shall include Daviess, Hancock, Henderson, McLean, Ohio, Union and Webster Counties.

ARTICLE IV - MEMBERSHIP

Section 4.1 – Membership Membership will be composed of organizations and individuals that are committed to improving health of area residents. Membership will be divided into the following categories, each having their own prerogatives and requirements: Sustaining, Associate, and Individual.

Section 4.2 – Sustaining Membership is reserved for health-care and non-health care related organizations, committed to improving health of area residents, and interested in investing time and energy on council purposes. There is no limit to the number of sustaining memberships

allowed.

Requirements: An interested organization should complete the Sustaining membership application and have it signed by the CEO. The organization must be active within at least one of the seven GRADD counties. Each of the seven GRADD counties must be represented by at least one Sustaining Member. Failure to have representation from four of seven GRADD counties is grounds for dissolution of the Health Council. It is expected that a representative from a Sustaining Member should attend and actively participate in at least fifty percent (50%) of Health Council meetings.

Representative: The CEO of each organization will be the default representative of the organization. The CEO may identify, in writing, an alternative individual to represent the organization's interest and participate in regular and special meetings of the Health Council.

Prerogatives: Sustaining Members may vote, hold office, and participate on committees. Each Sustaining Member may have one – and only one – vote on all Council matters. At least fifty percent (50%) of the Sustaining Members must be present at any Health Council meeting in order to conduct business.

Dues: Sustaining Members shall pay annual dues as approved by the Council.

Section 4.3 -- Associate Membership is reserved for other health-care and non-health care related organizations, committed to improving health of area residents. There is no limit to the number of Associate memberships allowed.

Requirements: The organization must be active within at least one of the seven GRADD counties. Interested organizations should complete the Associate membership application and have it signed by the CEO.

Representative: Representatives of an Associate organization may attend and participate in regular Health Council meetings. There are no attendance requirements.

Prerogatives: Associate members may NOT vote, nor hold office, but may participate on Council committees.

DUES: Associate Members do not pay dues.

Section 4.4 – Individual Membership is reserved for individuals, not associated with a particular business or organization. There is no limit to the number of Individual Memberships allowed.

Requirements: The individual must reside within one of the seven GRADD counties. An interested individual should complete the Individual Membership application and have signed it.

Prerogatives: Individual members may attend and participate in Health Council meetings and serve on Council committees. However they may NOT vote, nor hold office. There are no attendance requirements.

Dues: Individual Members do not pay dues.

Section 4.5 – Conflict of Interest Any member of the Health Council having a direct or indirect interest, beyond being a Council member, in any issue before the Health Council or any of its committees, shall disclose the interest and shall refrain from voting on the issue and shall not be counted in determining the quorum for voting on the issue. In any matter where a conflict of interest is disclosed, the names and voting preference of members shall be recorded. Discussion from any member of the Health Council having a direct or indirect interest shall be permitted.

Section 4.6 – Termination Any Sustaining Member who fails to pay their dues will lose their membership status after 120 days delinquency. Such members will be notified in writing of the termination. Subsequently, if such terminated member repays outstanding dues, they shall be reinstated as a Sustaining member, without completing a new application.

ARTICLE V - ORGANIZATION

Section 5.1 – Officers The officers of the Health Council shall include: Chairman, Vice Chairman, and Secretary.

Section 5.2 – Chairman The Chairman of the Health Council shall preside at all meetings of the Council and shall serve as a representative of the Council on the GRADD Board of Directors and will report to the GRADD Board of Directors on activities of the Council.

Section 5.3 – Vice Chairman The Vice Chairman shall assume all duties of the Chairman in his/her absence.

Section 5.4 – Secretary The Secretary shall be responsible for maintaining the minutes of the meetings.

Section 5.5 – Terms of Office Officers shall be elected or appointed for a term of two (2) years, and may be reelected or reappointed at the end of their term.

Section 5.6 – Election of Officers The Chairman of the Health Council will be appointed every two (2) years by the GRADD Board. Recommendations for Chairman of the Health Council will be made to the GRADD Board by the Health Council. The Vice Chairman and Secretary shall be elected every two (2) years from the membership.

ARTICLE VI – COMMITTEES

Section 6.1 – Executive Committee The Executive Committee shall be composed of the Chairman, Vice Chairman, Secretary and selected members to be appointed from the Health Council sustaining membership with at least one representative from each county in the Green River Area Development District. In addition, the Chairs of the Community Health Report Card Subcommittees shall be on the Executive Committee. The Executive Committee shall meet at times between regularly scheduled meetings of the Health Council. Minutes of the Executive

committee meetings shall be presented to the Health Council at the next regularly scheduled meeting. Meetings of the Executive Committee meetings shall be held on an on-call basis with sufficient notice to be given to the members.

Section 6.2 – Nominating Committee The nominating committee shall be appointed by the Chairman of the Health Council and approved by the Health Council. No more than five (5) members shall be on the nominating committee. The Chair of the nominating committee shall either be the Chairman of the Health Council or another member appointed by the Chairman of the Health Council.

Section 6.3 – Ad Hoc Committees The Chairman of the Health Council may appoint ad hoc committees as necessary. The Chair of the committee shall be appointed by the Chairman of the Health Council from the membership. Membership to the committee may not be limited to the Health Council members, but may include other interested parties. The committee shall establish goals toward meeting specific purpose for which appointed. The committee shall report periodically to the Health Council. When purpose for which appointed has been completed, committee shall be disbanded following final report to Health Council.

ARTICLE VII - MEETINGS

Section 7.1 – Meetings Meetings of the Health Council shall be at least bimonthly, and as needed. The time and place of the meeting will be announced not less than one week in advance of such meetings.

Section 7.2 – Special Meetings Special meetings shall be called by the Chairman or by request by one-third of the sustaining membership at any time or place by giving sufficient notice to the Health Council.

Section 7.3 – Quorum A quorum for any meeting of the Health Council shall consist of 51 percent (51%) of the sustaining members.

Section 7.4 – Roberts Rules All meetings shall be conducted with the most recent version of Roberts Rules of Order.

Section 7.5 – Open Meetings All meetings shall be conducted in accordance with the Open Meetings Law.

ARTICLE VIII - AMENDMENTS

Section 8.1 – Amendments to Bylaws Any council member may propose a specific amendment to the Bylaws to the Council. A proposal to amend the Bylaws shall be distributed to the Health Council sustaining members with a notice of the meeting in which the proposed amendment is to be considered, at least thirty (30) days prior to the said meeting. The Council shall approve the proposed amendments by a two-thirds (2/3) majority vote of those members present.

Section 8.2 – Final Approval The approved amendment shall be communicated to the Board of the Green River Area Development District for final approval at least thirty (30) days before its

regular meeting.