JCCMHFB Quartely Meeting

AGENDA

Meeting Date: March 9, 2020  Time:  9:00 am  Location:  Arnold Cafe

1. Approval of Agenda

2. Approval of Meeting Minutes
   a. December 9, 2019 Board Meeting
   b. January 16, 2020 Worksession
   c. February 19, 2020 Special Board Meeting

3. Financial Report

4. Approval of COMTREA Board Actions

5. By Laws
   a. Status of Legal Review
   b. Next Steps

6. Adjournment
JCCMHFB Quarterly Board Meeting Minutes

Meeting Date: December 9, 2019  Time: 8:30 am  Location: Festus 2nd Floor Conference Room

Board Attendees: Jerry Rogers; Mark Mertens; Audrey Mitchell; Dr. Josh Isaacson; Kelly Steffens and Dennis Gannon

Staff in Attendance: Sue Curfman, CEO and Amy Rhodes, CFO

Not in Attendance: Dr. Steven Crawford

The JCCMHFB Meeting was called to order by Josh Isaacson, Interim Chair at 8:41 am with a quorum of members present.

1. Approval of Agenda

The December 9, 2019 board meeting agenda was reviewed with no changes requested. 

Recommendations: “I, Audrey Mitchell, move that the December 9, 2019 agenda be approved as presented.” Jerry Rogers seconded the motion. The motion carried.

2. Approval of Minutes

The November 11, 2019 meeting minutes were reviewed with no changes requested. 

Recommendations: “I, Mark Mertens, move that the November 11, 2019 meeting minutes be approved as presented.” Kelly Steffens seconded the motion. The motion carried.
3. Financial Report
Amy Rhodes went over the financial report through October. The report shows what has been allocated to date. The amounts received to date is shown also. The county will release more funds as they receive.
Recommendations: “I, Audrey Mitchell, move that the JCCMHFB approve the financial report as presented.” Dennis Gannon seconded the motion. The motion carried.

4. Approval of COMTREA Board Actions
Recommendations: “I, Mark Mertens, move that the JCCMHFB approve the COMTREA Board Actions through December 9, 2019 as presented.” Kelly Steffens seconded the motion. The motion carried.

5. 2019 End of Year Funding Updates
The LFCS was the only award granted in CY2019, Lisa Wigger reported that they utilized all of their funds available.

6. Work Group / Future Work Date Options
The Thursday, January 16th 7-10am option was chosen for the upcoming work session of the JCCMHFB. Lisa Wigger will try and schedule in Festus. Josh Isaacson spoke of the bylaws in the packet that have some highlights and asked that everyone start looking at those for that review. That work session needs to be working through the bylaws.
   a. Option 1: Wednesday, January 8th, 7-10am
   b. Option 2: Wednesday, January 8th, 4-7pm
   c. Option 3: Thursday, January 16th, 7-10am
   d. Option 4: Thursday, January 16th, 4-7pm
(The Bylaws that previous mark ups were started in are provided for you to review, The revisions will be discussed at the January work session)

7. Motions for guests to attend the work group sessions
Josh Isaacson suggested that there be an hour devoted to guests, it was requested that Amy Rhodes and Sue Curfman be at the meeting. Mark Mertens spoke about having the gentlemen from Catholic Charities but Jerry Rogers felt it was too early. Dennis Gannon stated that it may be beneficial of having the accounting auditor who pays the mental health.
Amy Rhodes stated that she sends over a detailed statement to the county monthly for payment. Josh Isaacson stated if anyone has any suggestions for individuals to let himself or Lisa Wigger. Josh Isaacson stated that the state statutes need to be reviewed. The changes could be made to have the separation but also that preference and that whatever is done needs to be documented very well. There may be a time for a public community forum telling people what the board is about. Dennis Gannon stated that individuals that are passive may continue to be passive. Josh Isaacson stated that there could be issues with having COMTREA individuals in the work session but at the next meeting it is appropriate to have COMTREA staff at the meeting. Audrey Mitchell spoke that financially COMTREA provides the administrative/financial help to the board and this could be costly. Josh Isaacson asked if Dennis Gannon could look in to whether the funds can be used to pay for administrative fees. There was discussion that even the audit is combined at this time. Jerry Rogers stated that if this is going to be contracted it makes sense to contract with COMTREA since they already do that. Mark Mertens stated that the county treasurer should be keeping financials and that the county should be doing the activities like the financials and the minutes. Josh Isaacson stated during the work session this can be brain stormed on and those will be explored.

Dennis Gannon spoke regarding the open spots on the board and stated that he may have a person for the Arnold area. It was brought up that some individuals can not adjust their schedules for flexibility. Josh Isaacson stated that the date and time could be discussed during the work session time in January.

8. Adjournment

With no other business to discuss.

Recommendations: “I, Mark Mertens move to adjourn.” Audrey Mitchell seconded the motion. The motion carried.

☐ Minutes approved ___________________________  ___________

(Signature of JCCMHFB President)  (Date)
JCCMHFB Worksession Minutes
Meeting Date: January 16, 2020 Time: 7:00 am Location: Festus 2nd Floor

Board Attendees: Jerry Rogers; Mark Mertens; Audrey Mitchell; Dr. Josh Isaacson; Kelly Steffens; Dennis Gannon
Staff in Attendance: Sue Curfman, CEO and Amy Rhodes, CFO
Not in Attendance: Dr. Steven Crawford;

1. Open Meeting

The JCCMHFB Worksession was called to order by Josh Isaacson, Interim Chair at 7:11am.

2. Approval of Agenda

The January 16, 2020 work session agenda was reviewed with no changes requested.

Recommendations: “I, Mark Mertens, move that the January 16, 2020 agenda be approved as presented.” Dennis Gannon seconded the motion. The motion carried.

3. Work session on bylaws

Josh Isaacson went over that this is a 3 hour session and asked that everyone write down on the white card the goals for what they would like to come out of today’s work session.

There was a review of the materials, Josh Isaacson asked if there was questions regarding the materials or clarification.
3 options the board has:

1. To leave status quo
2. Middle ground
3. Total separation

What should the mental health board look like and be able to do:

- It can be separated out and hire individuals to run it such as an Executive Director the board would follow the same mechanics as now but COMTREA would not be part of the board.

The first step is to go through the current bylaws, the funding from the sources is available because of COMTREA, they worked to put this in place. Josh Isaacson has materials from a group doing this in St. Charles County.

Jerry Rogers asked who will benefit from option 3, Josh Isaacson feels that will benefit the citizens of the county of course the impact of total separation will take some of the funds that are going directly to benefit services, there will be a need for an office space and paying for an Executive Director.

Josh Isaacson asked where is the balance and COMTREA should be aware that they are the best at the services. Josh Isaacson stated that opening up the $250,000 RFP’s was a start towards the 2nd and 3rd option.

Josh Isaacson questioned how well will option 2 work and with how things are running its well but down the line how will things be and maybe opens up to option 3 down the road.

Jerry Rogers asked what does the middle ground look like, is it a change in bylaws and restricting who is on the COMTREA board. Josh Isaacson stated that there is a COMTREA contract still in place. He would like feedback and break down to chunks and highlight some
items that may be conflicts in the bylaws and seeing if that is enough to resolve the issues and look at the third document to see what a full change would be. The reason Josh Isaacson went already to the 3rd to show it’s a possibility but it’s a substantial change. There is a focus on conflict of interest area on the document is significant and that will be shown in the sample. Josh Isaacson stated that in what he knows he feels unless there are substantial changes it may not be resolved and the public perception will not be changed. Dennis Gannon brought up even in the written documents its been hard to figure out since COMTREA has been the one that has been listed on this. Dennis Gannon stated that the way the commission approved the ballot back in the beginning COMTREA was worded on. Josh Isaacson believes the pressure is going to grow on this. Josh Isaacson referred to the Jefferson Foundation and the award they gave to a MH provider and if these are changed there will be other competitors. Mark Mertens stated that Mercy will be trying to get funds too if they are available. With the St. Charles fund they are distributing these to many agencies.

Jerry Rogers asked regarding sustainability for programs when you have to apply every year. There would be rules on how much of funding could be applied for. Mark Mertens asked how much is supported by this at COMTREA right now, Amy Rhodes stated about 18% (9% MIL tax and 9% childrens tax) and Sue Curfman stated that there is about $3 for every dollar invested so there is a good return and Josh Isaacson stated that others will have to show what they can provide and compete.

The current and marked up bylaws along with the sample bylaws were reviewed and highlighted by all participants.

There was a discussion on the two bylaws. Comments made by each participant are listed below:

- Audrey
Concerns about the money diverted for the office space and administrative costs and how will that cut into the funds, there was conversation on the administrative budget of 300,000-400,000 and her concern is that takes away funds that could be used for services.

The county executive would have sole decision – it was confirmed that the council does have to approve. Concerns that people may not want to be part of this because it seems to be getting more political.

More time involved going to a monthly meeting and is that really necessary. Josh felt that was valid, and agreed that sometimes it’s a struggle on schedules.

From this meeting will we be able to respond to Senator Weiland and give him an update. Sue spoke of the previous communications.

Josh

Brought up that the county executive is an automatic member and that was brought up.

There needs to be an evaluation of the needs, Mark stated that the ballot language is needed in there, there were also things distributed and Amy brought up there would be a strategic plan.

Josh spoke of his interview with Dr. Huss and how COMTREA is the community health provider with the FQHC and spoke of aspects that can be put in on the requirements and there are areas in the sample bylaws that would strengthen.

Dennis

We are asking people to volunteer their time for these boards.

One component that needs to be covered is the funding and the providers. How do you give treatment to those in the county over those out of the county and employ a certain % of staff in the county.
o Asked regarding the taxes and Amy confirmed they all go to the county and they are billed from COMTREA. Sales tax was listed and MIL tax was not stated in the bylaws. Jerry spoke that sometimes the county is not prompt in sending the funding out. Amy mentioned that the delays are with the fiscal years the county and COMTREA are on different fiscal years. Josh stated that they are also carrying funds and investing funds and the concern was that funds are held are services not being provided. The concern would be the first year and holding the funding.

o All the county does is collect the money and pass it on and the county executive appoints the members.

- Amy

  o Spoke of funding and how it works and Josh spoke of how to do a job well and there might be additional funds and Amy stated that needs change and if they have been met then the needs may need to be changed. Jerry spoke of groups complaining about the MH services and the children not receiving services and how the Foundation awarded out of state. Josh stated that is COMTREA is doing everything well and the dollars are going further it shouldn't be a concern.

- Jerry

  o Asked if anyone thinks the option to use the bylaws and separate is really the way to go, Mark Mertens brought up that there are things that aren’t stated for example the services that need to be provided are not stated.

  o Jerry asked Sue is $350,000 was lost in funding, the school liaisons would be eliminated, the shelter, portion of CAC and a part of the welcome center. Josh the MHFB could decide how the services will be awarded, ex services in the school.
Jerry asked how difficult is it to plan not knowing from year to year, it was discussed that the funding needs to be 3 years at least to allow for planning for organizations.

Stated that it is difficult to give up the funding and trust the MH Board completely. Josh stated that are methods of writing the bylaws to not be so open and he doesn’t think the pressure will subside. Dennis Gannon asked Senator Weiland to be patient and the matters would be discussed thoroughly and he thinks he will be patient.

- **Mark**
  
  Spoke of the first meeting he attended there was judges and lawyers and at that time the judges controlled the board and the prosecuting attorney (controlled really by the court systems) Amy agreed and it was before psych care was really needed.

  Mark asked what an Executive Director would do. There was discussion on financials and RFP’s and visits. Dennis stated that county does not need to be the administrator.

- **Kelly**
  
  Why shouldn’t COMTREA and the % be stated in the bylaws if the new bylaws, Amy stated that the statue could allow the board to contract with one sole provider. Amy thinks the one provider option could be in the bylaws. Josh felt that might be an issue, the new bylaws leave it open to the state statue.

- **Sue**
  
  Services in the county need to be identified and what is needed. Some of the services COMTREA programs will be the only ones to provide the services. Josh didn’t include that service specific language because the MH language
was included here. What do we want to provide and what is required. The A through N in the current bylaws is not part of the ballot language its not a requirement just an interpretation that someone made when they were created. Sue stated that this decision is a high risk for COMTREA.

- As she plans for the upcoming strategic plan she has been researching BH more. The 360 view of MH needs to be kept Missouri has some of the best access and better than most states and surrounding areas. National and State bench marking needs to be looked at.

Josh would like everyone to take the sample bylaws and strike out all the items that could be taken out and then take the 2nd document that Lisa revised and see what needs to stay in there. The status quo is not being looked at and the end result needs to be mixed.

Mark spoke of how many MHFB members should still be on the COMTREA board. Dennis Gannon spoke regarding the word shall. Selected service provider may have “#” individuals on the board. Amy Rhodes stated that an individual from the MH Board must be on any person that receives funds from them. This would limit how many people would apply.

Mark brought up that individuals cant be on school boards. Josh suggested that a letter go to the Senator on the progress, Sue agrees as there needs to be a separation. Sue brought up the contract it must go to an administrative agency of the state. Dennis Gannon stated that would be significant component to put in. Suggested that there is a reference to the state statute. Sue spoke of the administrative responsibilities. Sue asked if the statute is there to protect the dollars. The language says may so this allows COMTREA to get the funds but does not require.

Everyone needs to digest the information and make some comments, the consensus appears to be the middle ground. Kelly stated that with the time and energy and you have to separate
anyway you might as well. Amy stated that #3 could be modified enough to follow state statute. The conflict of interest was strict.

Josh stated that this needs to not be unclear to people in the future.

**Action Items –**

- Josh to send an update to the Senator
- Two weeks send Lisa notes and she will compile and a meeting a month out it was suggested maybe Monday, February 17th in the afternoon.
- Josh to send dates to Lisa for the next work session.
- Josh asked that Dennis look into pulling the MIL tax wording he has not been able to obtain from the county

4. **Adjournment**

With no other business to discuss.

**Recommendations:** “I, Mark Mertens move to adjourn.” Kelly Steffens seconded the motion. The motion carried.

☐ Minutes approved ____________________________  __________

(Signature of JCCMHFB President)  (Date)
JCCMHFB Special Board Meeting Minutes

Meeting Date: February 19, 2020 Time: 8:00 am Location: Festus 2nd Floor Conference Room

Board Attendees: Jerry Rogers; Mark Mertens; Dr. Josh Isaacson; and Dennis Gannon
Staff in Attendance: Sue Curfman, CEO and Amy Rhodes, CFO
Not in Attendance: Dr. Steven Crawford; Audrey Mitchell and Kelly Steffens

1. Open Meeting
The JCCMHFB Meeting was called to order by Josh Isaacson, Interim Chair at 8:15 am with a quorum of members present.

2. Approval of Agenda
The February 19, 2020 board meeting agenda was reviewed with no changes requested.
Recommendations: “I, Mark Mertens, move that the February 19, 2020 agenda be approved as presented.” Dennis Gannon seconded the motion. The motion carried.

3. Work session on Bylaws
The bylaws were reviewed by each article and changes made during the discussion. Jerry Rogers brought up that COMTREA should be fighting for the funding. There was discussion on why changes need to be done and Josh Isaacson stated that with the awareness brought about changes need to be made. Jerry Rogers spoke of the schools and the SL and how that was a promise made at the time to get the funding. Mark Mertens stated that the board was set up years ago and was a conflict of interest. Jerry Rogers stated that he does not see
the conflict, COMTREA’s clientele have to go to the courts. Dennis Gannon stated that COMTREA was clearly in the ballot language and drive to get the funding. Sue Curfman spoke of the internal resources and energy to devote and its felt that no more can be added to plates. Sue Curfman does not want to divert internal or legal resources. Josh Isaacson stated how does the future board look and having the historical documents available for future boards. There is no guarantee that COMTREA will receive any of the funding and Sue Curfman stated that programs are under risk and ASP cannot support without these funds. Dennis Gannon asked when the RFP’s are done how they can be done to limit the applicants. The administrator is COMTREA and this needs to be brought up for the legal review. Jerry Rogers stated that he hates what is happening. Sue Curfman stated that her concern is that individuals that are not aware of what COMTREA does are making decisions.

4. Vote to present amended Bylaws for legal review

Josh Isaacson would like thoughts on who should do the legal review and how will this be funded. There was discussion on maybe sending some preliminary bylaws and that they are being submitted for legal review. Josh Isaacson mentioned trying to get pro bono work on the legal review and would anyone be willing to approach anyone to ask this. Dennis Gannon suggested Kevin Roberts’s firm. There was discussion on Dennis Tessero, Forest Wegge, and Mike Turlie as possibility. Josh Isaacson asked that everyone send him any additional recommendations. Mark Mertens and Josh Isaacson will reach out to some of the individuals recommended and Dennis Gannon will have the county legal counsel review. Recommendations: “I, Mark Mertens move for the JCCMHFB to send the revised bylaws for legal review.” Jerry Rogers seconded the motion. The motion carried.

5. Adjournment

There was a discussion on giving the Senator an update. Sue Curfman mentioned whether the bylaws could keep a dedicated funding stream for some programs to protect some programs. Example ASP. Dennis Gannon stated that this needs to be discussed with the attorney and a list needs to be developed on what programs need to be protected. There was discussion that Amy Rhodes or Sue Curfman may need to be at the discussion meeting with the counsel to give some of the historical information. Amy Rhodes brought up again that COMTREA is the only place that has the designation from DMH that the statute states.
With no other business to discuss.

**Recommendations:** “I, Mark Mertens move to adjourn.” Dennis Gannon seconded the motion. The motion carried.

☐ Minutes approved ___________________________ _________

(Signature of JCCMHFB President) (Date)
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### Community Treatment Inc

#### MIL Tax and Sales Tax Request to JCCMFB

**FISCAL YEAR 2020 - January**

#### COMMUNITY SERVICES (MENTAL HEALTH SERVICES ONLY)

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**Cost associated with division of boards/administration**

**COMTREA administration of funds/board**

**R7 Division Program**

**Reserved for outside RFP**

**Tails with Tales**

**CAC - request for Jefferson County Location**

**School Liaison Services**

**A Safe Place**

**COMMUNITY SERVICES (MENTAL HEALTH SERVICES ONLY)**

**FISCAL YEAR 2020 - January**

**MIL Tax and Sales Tax Request to JCCMFB**

Community Treatment Inc
BY-LAWS

Jefferson County Community Mental Health Fund Board

(Draft Revision of Amendments for Review/Consideration-February 19, 2020)

ARTICLE I

NAME; OFFICES; BOOKS AND RECORDS; AUTHORITY

SECTION 1.1. Name. The legal Name of this Board is Jefferson County Community Mental Health Fund Board (herein referred to as the JCCMHFB).

SECTION 1.2 Offices. The JCCMHFB shall maintain a principal office in Jefferson County, Missouri.

SECTION 2.1.3 Books and Records. The books and records of the JCCMHFB shall be kept at its principal office and/or at such other place or places as the Board of Directors shall from time to time determine. The JCCMHFB shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, board of directors and committees having any of the authority of the board of directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the corporation may be inspected by any member, or his/her agent or attorney for any proper purpose at any reasonable time.


ARTICLE II

STATEMENT OF PURPOSE; MISSION AND VALUES; INDIVIDUALS SERVED

SECTION 2.1. Purpose. The JCCMHFB was created for the purpose of administration, allocation, and distribution of any taxes or fees authorized by the voters and collected hereafter for the purpose of providing necessary funds to establish, operate, and maintain community mental health services (Property Tax approved August 5, 1986-to help people with personal or family problems, mentally ill persons, victims of child abuse, incest or spouse abuse and for the purpose of providing counseling, family support) and to provide services which promote the well-being and safety of children and youth and to strengthen families (2004 Community Children’s Services Fund).
SECTION 2.2. **Mission Statement.** The mission of the JCCMHFB is: Maximizing community resources to build and sustain a comprehensive system of services for individuals in need.

SECTION 2.3. **Vision Statement.** The vision of the JCCMHFB is: Preparing all individuals to realize a better tomorrow.

SECTION 2.4. **Values.** In pursuit of its mission, the JCCMHFB practices the following values:

Collaboration: The JCCMHFB will encourage collaboration and integration of mental health services and public funds to deliver services that are effective, efficient, and continually improved.

Accountability: The JCCMHFB will ensure that funded agencies have developed accountable service delivery systems that are responsive to the service needs of individuals serviced.

Strength Based: The JCCMHFB will encourage service providers to be strength-based in their approach to providing services to individuals.

SECTION 2.5. **Individuals Served.** Agencies funded through JCCMHFB shall use those funds to provide programs and services to residents of Jefferson County, Missouri.

**ARTICLE III**

**POWERS OF THE BOARD**

SECTION 3.1. The JCCMHFB shall have the powers set forth in Jefferson County including the following:

The power to set the spending and services priorities of the JCCMHFB each year in accordance with Revised Missouri State Statute sections 210.860, 210.861, and 67.1775.

The power to contract with any agency that meets the criteria set in Sections 8.11 and 8.12 of these By-laws.

The JCCMHFB has the right to solicit donations and contributions from the community.

**ARTICLE IV**

**MEMBERS**

SECTION 4.1. The JCCMHFB shall not have members.
ARTICLE V

BOARD OF DIRECTORS

SECTION 5.1. Management by the Board of Directors. The Board of Directors shall manage the business, purpose, and affairs of the JCCMHFB.

SECTION 5.2. Appointment, Qualifications and Composition. The County Executive, with the advice and consent of the County Council, shall appoint all Board members. The JCCMHFB shall consist of nine (9) appointed members.

a) All appointees and board members must be registered voters and residents of Jefferson County, Missouri for a period of no less than one (1) year.
b) No more than one-third of the Board members shall represent public or private entities involved in the provision of services as provided by State Statutes sections 205.975 to 205.990. At least one-third of the members shall represent consumers of psychiatric services or the families or such consumers.
c) Employees of public and private entities which are recipients of funds pursuant to State Statutes sections 205.975 to 205.990 are prohibited from serving on the board.
d) The composition of the board shall be representative of the residents of the county with at least one Board member representing each county council district. At least one Board member shall be a licensed physician and at least one Board member will be a representative of the Jefferson County school superintendents. At least one-half of members of such body shall be individuals who are not providers of health care.

SECTION 5.3. Terms. Unless appointed to complete the term of another Board member, one-third of the members shall be appointed for one year, one-third for two years, and one-third for three years, effective January 1st. Board members may be reappointed at the discretion of the County Executive with the advice and consent of the County Council.

SECTION 5.4. Regular and Special Meetings. Regular meetings of the JCCMHFB shall be held at minimum quarterly. The JCCMHFB, with due notice, may schedule special meetings of the JCCMHFB.

SECTION 5.5. Attendance at Meetings. Attendance at each board meeting is very important in order for the JCCMHFB to carry out its mission. A board member who is going to be absent from a board meeting shall so notify the Executive Director.

SECTION 5.6. Notice. Written notice stating the place, date, and time of any regular or special meeting of the Board of Directors shall be posted in at least three (3) locations on County property. These public notices need to be posted for at least 24 hours prior to the scheduled
meeting time, and must list the meeting’s agenda. Should proper notice not be given, the meeting shall be cancelled in accordance with Missouri State Sunshine Laws.

SECTION 5.7. **Agenda.** The JCCMHFB Executive Director and/or the Board Chair in the absence of the Executive Director shall prepare an agenda for each regular and special meeting of the board.

SECTION 5.8. **Quorum.** A quorum for the transaction of business at any meeting of the board of directors shall consist of the majority of the directors. If less than a majority of the directors present at any meeting, no votes or actions may be taken.

SECTION 5.9. **Manner of Acting.** The Act of the majority of the directors present at a meeting of the Board at which a quorum is present shall be the act of the board of directors, unless the affirmative vote of a greater number is required by law or by these by-laws.

SECTION 5.10. **Public Meetings, Records, Custodian of Records.** All meetings and records of the board shall be open to the public, except otherwise authorized under the provisions of section 610.010 to 610.030, RSMO.2, the “Sunshine Law.” The Executive Director shall be the custodian of records of the JCCMHFB.

SECTION 5.11. **Compensation.** The board of directors shall not receive compensation for their services, but may be reimbursed for their actual and necessary expenses, according to JCCMHFB policies.

SECTION 5.12. **Removal from Office.** The County Executive holds the power and authority not to re-appoint any board member when their term expires.

SECTION 5.13. **Vacancies.** Vacancies in the board occasioned by resignation or otherwise shall be reported to the County Executive. The position shall be filled in as stated in Section 5.2. of these by-laws.

ARTICLE VI

**COMMITTEES**

SECTION 6.1. **Standing or Ad Hoc Committees.** The Chairperson of the board, by resolution, may establish one or more standing committees or ad hoc committees as deemed necessary. Membership on a committee shall not exceed a majority of the Board.

SECTION 6.2. **Authority.** A Standing committee or ad hoc committee shall undertake advisory and administrative functions only, and no such committee shall have or exercise the authority of the board of directors in the management of the JCCMHFB.

ARTICLE VII

**OFFICERS**
SECTION 7.1. Number. The board shall elect a chairperson, vice chairperson, treasurer, secretary, and such other officers, as deemed necessary by the board.

SECTION 7.2. Terms. The terms of each officer shall be for one (1) year from the election at the January meeting of the board. Officers may be re-elected.

SECTION 7.3. Election. Nominations are made for officer positions at the January board meeting, starting with the chairperson. In any case in which there is more than one nomination for an office, a secret ballot shall be taken. The nominee receiving the majority of votes shall be officer. In the case of only one (1) nomination, the majority vote of the board of directors shall determine the officer.

SECTION 7.4. Removal from Office. Any officer may be recommended to the County Executive for removal for cause during the term of office by two-thirds (2/3) vote of all members of the board upon due and reasonable notice and hearing. Inefficiency, violation of the law or rules governing the JCCMHFB, or physical or mental conditions that incapacitate such officer from performing the duties of the office, shall be cause for removal from office.

SECTION 7.5. Vacancies. The board of directors at the next available meeting of the board of directors shall fill a vacancy in any office, however arising. An officer elected to fill a vacancy shall serve for the unexpired term of such officer’s predecessor in office.

SECTION 7.6. Control by Board. Except to the extent otherwise provided by law, the powers and duties of the officers of the JCCMHFB as prescribed in these by-laws are subject to alteration or suspension by the board of directors from time to time in general or specific instances or for specific purposes, all as set in the resolution of the board effecting such alteration and suspension.

SECTION 7.7. Chairperson. The Chairperson of the JCCMHFB shall preside at all meetings of the board of directors. The Chairperson, or any other officer so authorized by resolution of the board, shall have the power to sign contracts. The Chairperson shall assign members to committees. The Chairperson is authorized to sign checks authorized by the board of directors.

SECTION 7.8. Vice Chairperson. In the absence of the Chairperson, the Vice Chairperson shall preside at meetings of the board of directors. The Vice Chairperson is authorized to sign checks and contracts authorized by the board of directors in the Chairperson’s absence.

SECTION 7.9. Treasurer. In the absence of the Chairperson and the Vice Chairperson, the treasurer shall preside at meetings of the board of directors. The Treasurer is authorized to sign checks authorized by the board of directors. The treasurer shall be bonded in an amount as may be required by a resolution of the Board.

SECTION 7.10. Required Signatures. Two signatures from the Chairperson, Vice Chairperson, Treasurer and/or other board member who is authorized with the bank to sign checks are required on all checks paid by the JCCMHFB.
ARTICLE VIII

FISCAL YEAR; FUNDING

SECTION 8.1. Fiscal Year. The fiscal year of the JCCMHFB shall begin on the first day of January and end on the thirty-first day of December each year.

SECTION 8.2. Funding. Except as provided in Section 8.5 of these by-laws, funding by the JCCMHFB shall be as per fiscal year of the JCCMHFB.

SECTION 8.3. Applications for Funding. The board of directors shall issue to agencies Applications for Funding in or about July of each calendar year. Completed forms shall be submitted to the JCCMHFB office in or about September. The board of directors shall make decisions on funding requests in or about November of each calendar year for operations and capital equipment. The board, at its discretion, may make funding decisions at other times.

SECTION 8.4. Year-to-Year Contracts. Funding by the JCCMHFB is based on a fiscal year contract. The JCCMHFB reserves the right to renew or not renew each such contract.

SECTION 8.5. Emergency Funding Requests. Agencies may make emergency funding requests to the JCCMHFB at any time during the year. An emergency is defined as an unforeseen combination of circumstances calling for immediate action. There should be some sort of root cause or event that can be identified, and as such, is not the result of poor planning. A written request with justification of need must be submitted to the JCCMHFB. The JCCMHFB requires at least 3 bids should any capital, equipment, technology, or other necessary items exceed $1,000.00. In addition to the application and submission of bids, an agency board resolution is required. The JCCMHFB will review the emergency request at its next scheduled board meeting, and may or may not approve the expenditure, per a majority vote of the Board members present, dependent on available funds and the nature of the emergency. Time sensitive requests may require a board decision via email or phone.

SECTION 8.6. Types of Funding. Except as otherwise provided the JCCMHFB shall fund operations and capital. The board of directors, by resolution, may, but shall not be required to, make exceptions to the scope of funding.

SECTION 8.7. Board Ownership. If an agency ceases to be funded by the JCCMHFB or ceases to provide programs and services for Jefferson County children or those with mental health needs, all capital equipment, materials, and buildings purchased through funds provided by the JCCMHFB shall be returned to the JCCMHFB in compliance with the Capital Funding Policy or other unless so otherwise approved by a majority of the Board members. In addition, if the agency no longer uses capital equipment, materials, and buildings purchased with JCCMHFB funds for its original intent, the agency will need JCCMHFB approval to redirect its use.
**Section 8.8. Collection of Funds.** Sales tax and MIL tax revenues are collected by Jefferson County and held in a dedicated account called the Jefferson County Community Mental Health Fund. The Department of Revenue of Missouri will charge a ___% processing fee to the JCCMHFB on all dollars collected, which will be deducted from the total sales tax revenue amount. Jefferson County will send the JCCMHFB a monthly Statement of Accounts including a statement of interest earned and commission fees to inform the JCCMHFB of its current balance.

**SECTION 8.9. Monthly Financial Report.** At each regularly scheduled board meeting, the treasurer shall present to the board a monthly financial statement prepared by the accountant. This report will include, but is not limited to: tax receipts, monthly and year-to-date expenditures, and year-to-date variances to budgets.

**SECTION 8.10. Yearly Audits.** On an annual basis, the board shall have a financial audit performed by an independent accounting firm. The board will address any variances identified in these audits in writing. These reports will be kept with the financial audit reports.

**SECTION 8.11. Agency Qualifications.** In order to qualify for funding from the JCCMHFB, an agency must be incorporated or authorized to do business in the State of Missouri as a not-for-profit corporation or be a government entity. Must require employees and volunteers of the agency to maintain the confidentiality of any information that would identify individual served by the agency; must require that services provided by the agency regardless of race, religion, national origin, sex, sexual orientation, gender or age; and must require that employees and volunteers of the agency who work with children be screened for past incidents of child abuse and neglect.

**SECTIONS 8.12. Application Requirements.** Any agency that meets the criteria listed in Section 8.11 may apply for funding to the JCCMHFB. All applications must include at least the following information in order to be considered for funding; evidence that the agency is incorporated or authorized to do business in the State of Missouri as a not-for-profit corporation or a government entity; a list of directors or trustees of the corporation; a proposed budget of the agency for the past year as well as the year for which they are applying, an annual financial audit conducted by an independent organization, a summary of the service has proposed to be offered, an estimate of the number of persons to be served. The JCCMHFB has the right to request additional information it deems necessary from applying agencies in a form the JCCMHFB designates.

**SECTION 8.13. Notification.** When agencies submit a) their annual application, b) a letter of inquiry to submit a funding application, c) the mid-year and finance final reports, and d) the annual financial audit, they will receive an electronic response confirming the receipt of such documentation.

**SECTION 8.14. Approval.** The JCCMHFB will provide the Jefferson County Council with a distribution budget each year. The JCCMHFB will enter into contracts with agencies that will receive funding.
SECTION 8.15. Other Required Reporting. An agency that receives funds from the JCCMHFB must file an annual service report to the JCCMHFB on or before the fifteenth (15th) day of February for the year following the year in which funds were received.

An agency that receives funds from the JCCMHFB must submit a copy of its annual financial audit within six (6) months after the close of that agency’s fiscal year. Funds over $10,000 performed by an independent individual or firm licensed by the Missouri State Board of submit a

Accountancy. A program unit price must be submitted for the program(s) funded through the JCCMHFB. If the audit is not completed, a request for extension of the audit must be submitted to the JCCMHFB. If the agency shows good cause why the agency cannot submit the audited financial statement, the JCCMHFB shall make an award contingent upon the submission of the audit. The funds may be allocated and may not be disbursed until the audited financial statement is submitted to the JCCMHFB.

SECTION 8.16. Investment Policy. It is a policy of the JCCMHFB to invest available funds in the Jefferson County Mental Health Fund (JCCMHF) for the purpose of earning additional funds for mental health and children. Monthly sales and MIL tax revenues collected by the Missouri Department of Revenue and property taxes collected by Jefferson County are distributed to the JCCMHFB. Funds may be placed in an interest bearing account.

ARTICLE IX

CONFLICTS OF INTEREST

SECTION 9.1. JCCMHFB Policies. The policies of the JCCMHFB shall adhere to applicable Ethic Laws in the State of Missouri.


Section 1-Declaration of Policy

The proper operation of the JCCMHFB requires that board members and employees be independent, impartial and responsible to the people; that decisions and policy be made in the proper channels of the JCCMHFB structure; and not be used for personal gain; and that the public have confidence in the integrity of the JCCMHFB. In recognition of these goals, there is hereby established a procedure for disclosure by JCCMHFB members and the Executive Director of private financial or other interests in matters affecting the JCCMHFB.

Section 2-Conflicts of Interest

a. All JCCMHFB-appointed members as well as the Executive Director of the JCCMHFB must comply with section 105.454 of Missouri Revised Statutes on conflicts of interest.

b. Any member of the governing body of the JCCMHFB who has a "substantial or private interest" in any proposed or pending financial decision before such governing body must
disclose that interest to the Board Chair and such disclosure shall be recorded in the following month’s JCCMHFB minutes.

Substantial or private interest is defined as ownership by the individual, his or her spouse, or his or her dependent children, whether singularly or collectively, directly, or indirectly of 1) an interest having a value of $10,000 or more or 2) the receipt of a salary, gratuity, or other compensation or remuneration of $5,000 or more, per year from any JCCMHFB funded agency.

Section 3-Disclosure Reports

Each JCCMHFB member shall disclose the following information by May 1, or the appropriate deadline as referenced in Section 105.487 RSMo, if any such transactions occurred during the previous calendar year:

a) For the JCCMHFB members, and all persons within the first degree of consanguinity or affinity of such person, the date and the identities of the parties to each transaction with a total value in excess of five hundred dollars, if any, that such person had with the JCCMHFB, other than compensation received as an employee or payment of any tax, fee or penalty due to the JCCMHFB, and other than transfers for no consideration to the JCCMHFB.

b) The date and the identities of parties to each transaction known to the person with a total value in excess of five hundred dollars, if any, that any business entity in which such person had a substantial interest, had with the JCCMHFB, other than payment of any tax, fee or penalty due to the JCCMHFB, and other than transfers for no consideration to the JCCMHFB.

c) The name and address of each nonprofit agency for which a JCCMHFB member served in the capacity as a director, officer, or receiver.

d) The Executive Director also shall disclose by May 1, or the appropriate deadline as referenced in Section 105.487, RSMo., the following information from the previous calendar year:

i) The name and address of each of the JCCMHFB members from whom income of one thousand dollars or more was received during the year covered by the statement;

ii) The name and address of each sole proprietorship owned by the Executive Director; the name, address, and the general nature of the business conducted of each general partnership and joint venture in which he/she was partner or participant; the name and address of each partner or co-participant for each partnership or joint venture with the secretary of state; the name, address, and the general nature of the business conducted of any closely held corporation or limited partnership in which the Executive Director owned ten percent or more of any class of the outstanding stock or limited partnership units; and the name of any publicly traded corporation or limited partnership that is listed on a regulated stock exchange or automated quotation system in which the person owned two
percent or more of any class or outstanding stock, limited partnership units or other equity interests;

iii) The name and address of each nonprofit agency for which the Executive Director served in the capacity of a director, officer, or receiver.

Section 4-Filing of Reports

a) The financial interest statements shall be filed at the following times, but no person is required to file more than one financial interest statement in any calendar year;

i) Every JCCMHFB member and the Executive Director is required to file a financial interest statement and file the statement annually no later than May 1 and the statement shall cover the calendar year ending the immediately preceding December 31.

ii) Each JCCMHFB member and the Executive Director shall file the statement within thirty days of such appointment or employment covering the calendar year ending the previous December 31.

SECTION 9.3. Directors, Officers, and Employees. Each director officer, and employee of the JCCMHFB shall adhere to applicable Ethics Laws.

SECTION 9.4. Employment. Individual board members shall not be eligible for employment by the board within twelve (12) months of termination of services as a member of the board. No person may be employed by the board who is related within the third degree by blood or by marriage to any member of the board.

SECTION 9.5. Questions. The board of directors, by resolution, may refer questions arising under Ethics Laws in relation to JCCMHFB policies or the actions of a director, officer, or employee to the appropriate authority.

SECTION 9.6. Other Relationships. Board members, officers, and employees are not allowed to serve in any capacity, as an employee, board member, or volunteer, with any agency that the JCCMHFB has funded. Board members are allowed to serve in a volunteer capacity for up to twelve (12) hours per year with an agency that is being funded, and may make financial contributions to any agency of their own choosing.

ARTICLE X

BY-LAWS

SECTION 10.1. These by-laws may be altered, amended, or repealed and new by-laws provided by a majority of the board of directors at a board meeting where notice is given of such changes. However, no alteration, amendment, or repeal shall permit the board of directors to carry on an activity or do any act not permitted by or contrary to county, state, or federal law.