



# Cumberland District Coordinating Council for Public Health

## BY-LAWS

09/16/2014

### ARTICLE I. Legislative Purpose, Name, Mission, and Vision

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#### Section 1. Legislative Purpose

The District Coordinating Council for Public Health, established under Title 22 MRS §412, is a representative district body of public health stakeholders for collaborative public health planning and coordination.

The District Coordinating Council for Public Health shall:

- (1) Participate as appropriate in district-level activities to help ensure the state public health system in each district is ready and maintained for accreditation; and
- (2) Ensure that the essential public health services and resources are provided in each district in the most efficient, effective, and evidence-based manner possible.
- (3) Assist the Maine Center for Disease Control and Prevention in planning for the essential public health services and resources to be provided in each district and across the State in the most efficient, effective, and evidence-based manner possible.

#### Section 2. Name

The name of the organization shall be the Cumberland District Public Health Council (the "Council").

#### Section 3. Mission

The Council's mission is to promote the health of all our communities by providing information, coordination, collaboration, and advocacy.

#### Section 4. Vision

The Council's vision is that communities in the Cumberland District are among the healthiest in the state.

## ARTICLE II. Role and Structure of the Council

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### Section 1. Council Role

The Council is responsible for providing overarching guidance and setting policy regarding activities that support the purpose and mission. In addition, the Council:

- a. elects Council Officers
- b. approves the work plan and District Public Health Improvement Plan
- c. votes on adoption of or changes to by-laws as needed
- d. approves creation of ad-hoc and standing committees
- e. Provides advice and feedback to Maine Center for Disease Control and Prevention and Statewide Coordinating Council

### Section 2. Council Size

Ideally, the Council is comprised of at least twenty-five (25) but not more than forty (40) voting members.

### Section 3. Founding members

The following organizations are founding members of the Council and as such will be considered permanent members, with one member each on the Council on an ongoing basis:

City of Portland, Health and Human Services Dept., Public Health Division  
Cumberland County Board of Commissioners  
Cumberland County Emergency Management Agency  
Mercy Health System of Maine  
Maine Medical Center/Maine Health  
Maine Center for Disease Control and Prevention  
Healthy Cumberland County

### Section 4. Regular members

Membership in the Council is sector-based, with an assurance of geographic representation. With the exception of the members listed in Article II, Section 3, and optional members listed below, Council membership shall be drawn from but not limited to the following sectors:

1. Maine Center for Disease Control and Prevention
2. county governments
3. municipal governments
4. tribal governments/health departments (Down East, Penquis and Aroostook)
5. city health departments
6. local health officers
7. hospitals
8. health systems
9. emergency management agencies
10. emergency medical services
11. Healthy Maine Partnerships
12. school districts
13. institutions of higher education
14. physicians and other health care providers
15. clinics and community health centers
16. voluntary health organizations
17. family planning organizations
18. area agencies on aging
19. mental health services
20. substance abuse services
21. organizations seeking to improve environmental health
22. other community-based organizations

#### Optional

1. Water District
2. home health providers
3. health professions training
4. CAP agency
5. immigrant/refugee organization
6. disability services
7. health policy services
8. other

Members shall demonstrate an interest in and commitment to public health, have the capacity for district-level decision-making, and the ability to share critical information with their sector peers.

#### Section 5. Interested Parties and Stakeholders

Stakeholders and interested parties are encouraged to attend and participate in all Council meetings, but do not have voting privileges.

#### Section 6. Selection of Members

A Membership Committee shall be established with the responsibility of developing nominees for regular membership of the Council. Nominees should be geographically representative of Cumberland County. Nominees shall be approved at the annual meeting by a simple majority vote. The Council may vote on vacancies that occur between annual meetings based on a proposal from the Membership Committee.

## Section 7. Council Terms

The term of office of each member is three (3) years. A member may serve an unlimited number of terms. All vacancies must be filled for the balance of the unexpired term in the same manner as the original appointment.

A Council member may resign from the Council by written notice to the Executive Committee.

A Council member may be removed at the discretion of a two-thirds (2/3) of the Council members.

## Section 8. Council Member Responsibilities:

Members shall regularly attend meetings of the Council and meetings of the Executive Committee or committees to which they are appointed. As the sector representative to the Council, to the extent possible each Council member shall routinely communicate decisions, discussions, and business of the Council to the member's sector/geography, and likewise communicate sector/geography information back to the Council.

Council members absent three (3) or more consecutive meetings may be asked to resign

The Executive Committee, in certain circumstances, on a case-by-case basis, may waive this requirement. In order to be considered, members shall send written notification—in advance, when possible—to the Executive Committee for consideration. The Executive Committee shall consider the member's circumstance and respond within two weeks of receiving written notification with a decision.

## ARTICLE III. Executive Committee

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### Section 1. Executive Committee Role

The Executive Committee will provide leadership for the Council, provide continuity and make decisions on Council activities, appoint committee chairs, and investigate complaints regarding activities of the Council or its members in the course of their role on the Council.

### Section 2. Executive Committee Members

The Executive Committee is composed of officers elected to this body from the full Council, chairs of all standing committees, and the Maine Center for Disease Control and Prevention District Liaison. The chair of the Healthy Cumberland standing committee may designate another member of the committee to serve in their place on the Executive Committee. The designee must be a member of the Council and in good

standing.

### Section 3. Officers

At a minimum, the Council shall elect a Chair, Vice Chair, and Representative to the State Coordinating Council for Public Health. Additional officer positions may be created at the discretion of the Council. The Executive Committee, through the Chair, will convene regularly schedule Council meetings.

The Chair shall preside at Council meetings. The Chair shall provide leadership in preparing agendas for Council meetings and provide guidance and support to appointed committees. The Chair shall also designate another member of the Executive Committee as the Alternate Representative to the State Coordinating Council for Public Health.

The Vice Chair shall convene regularly scheduled Council meetings and preside at Council meetings in the absence, or at the request, of the Chair. The Vice Chair shall also chair special ad hoc committees as designated by the Chair.

The Representative to the State Coordinating Council shall ensure the District is represented at the State Coordinating Council, report to the State Coordinating Council on District matters, and report back to the Executive Committee and Council on State Coordinating Council proceedings.

In addition, the Council will elect two additional officers, a Treasurer and Secretary.

The Treasurer shall issue a finance report to the Council at each regular meeting, and shall work with the Council's fiscal agent to remain abreast of financial activities.

The Secretary shall ensure that accurate records are maintained of Council actions, adequate notice is sent regarding Council meetings, and maintain records of active membership for purposes of establishing quorum.

### Section 4. Executive Committee Size

The size of the Executive Committee is comprised of a minimum of five (5) members and described in in Article III, Sections 2 and 3 above.

### Section 5. Election of Officers

The Membership Committee established in Article II, Section 6, shall be responsible for developing a list of nominees for Council officers. Nominees shall be approved at the annual meeting by a simple majority vote. The Council, based on a proposal from the Membership Committee, may vote on vacancies that occur between annual meetings.

### Section 6. Executive Committee Terms

Council Officer terms shall be two (2) years and may be renewed by Council vote; however, no Council Officer shall serve more than three (3) consecutive terms, with the exception of the Maine Center for Disease Control and Prevention District Public Health Liaison.

Council terms will be staggered by one and two years. The Council Chair and Secretary shall be the odd terms (1 year). The Vice Chair, Treasurer, and Representative to the State Coordinating Council shall be the even terms (2 years). If in the event an officer is no longer associated with the member organization they represent, the officer shall be removed from the office and the Council and a new officer shall be elected by the Council.

#### Section 7. Executive Committee Responsibilities

Executive Committee Members will regularly attend meetings of the Council and meetings of the Executive Committee.

In cooperation with the Council Chair, the Maine Center for Disease Control and Prevention District Liaison shall be responsible for Council internal communications. Any public comment shall be coordinated with the Executive Committee with respect for the potential conflicts

#### Section 8. Executive Committee Meetings

The Executive Committee shall meet on a regular schedule that it deems necessary and appropriate in order to fulfill its responsibilities as set forth in the Bylaws. Notice of all regular Executive Committee meetings shall be communicated via electronic mail to all members of the Committee at least five days prior to the meeting.

Special or emergency meeting of the Executive Committee may be called as needed by the Executive Committee leadership. Notice of special or emergency meeting shall be sent via electronic mail with as much notice as possible.

### ARTICLE IV. Council Meetings

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#### Section 1. Time and Place of Meetings

The Council will meet, at a minimum, quarterly. The Executive Committee shall determine meeting times and locations of all Council meetings.

#### Section 2. Agenda

The Chair or his/her designee shall prepare an agenda of items requiring Council action, and shall add items of business as may be requested by Council members and/or the Executive Committee.

### Section 3. Notice

Council members shall be sent electronic mail notice of the time and date of the meetings at least twenty (20) business days before a regular Council meeting. In the event of an emergency, the Executive Committee may call a meeting with a simple majority vote of the Executive Board and shall give as much notice as possible.

### Section 4. Rules of Order

Robert's Rules of Order shall govern regular Council meetings unless the Council adopts other rules of order. Council meetings are open to all interested parties.

### Section 5. Council Meeting Minutes

The responsibility of Council minutes rest with the Executive Committee. Minutes recording all motions and subsequent action including the number of yeas, nays or abstentions shall be recorded. Minutes of all meetings shall be maintained by the Secretary or his/her designee and made available on the Council website.

### Section 6. Quorum

A quorum of the Council shall consist of a simple majority of the voting membership or eleven voting members, whichever is smaller. In the absence of a quorum, a Council meeting may continue discussion; however, no formal actions shall be taken, except a vote to adjourn the meeting to a subsequent date.

### Section 7. Voting

Each Council member shall have one vote, once quorum is established. As the district-wide representative body for collaborative planning and decision-making for public health, the Council will seek consensus through well-structured and staged processes. If a consensus decision cannot be reached, all business conducted with a simple majority vote of the quorum shall stand as official action of the Council. By formal agreement of the Council, voting may be conducted electronically.

## ARTICLE V. Committees

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### Section 1. Creation of Committees

The Council or its Executive Committee shall have the power to create standing and ad-hoc committees and work groups. Committees created by the Executive Committee between Council meetings shall be voted upon at the next scheduled meeting of the Council. The Council Chair, in coordination with the Executive Committee, shall appoint and charge each committee with its responsibilities and shall appoint the chair of the committee.

### Section 2. Membership

Membership on a committee or work group, with the exception of the Executive Committee, is not limited to (voting) members of the Council. The Council, Executive Committee and other committees may call on non-Council members as advisors to provide information and guidance.

At least one member of the Executive Committee will serve on each of the Council's committees and work groups.

Committee Chairs shall bring proposed activities to the Council for discussion and approval. The Council may accept recommendations of committees/work groups as part of a consent agenda; however, if any Council member finds that he/she has a significant issue with a committee/work group recommendation, he/she shall say so at the Council meeting and bring it for further discussion and separate vote at the Council level.

### Section 3. Standing Committees

Standing Committees and work groups may be established by the Council or its Executive Committee. Standing committees shall be recorded in the Council By-Laws. The current standing committees are the following:

- Advocacy
- Communications
- Finance & Fundraising
- Health Data
- Healthy Cumberland
- Membership

#### Section 4. Committee Chairs

The Committee Chair shall be responsible for scheduling meetings, assigning specific tasks within the mandate of the committee, and reporting to the Executive Committee and the Council concerning the work of the committee. Standing Committee Chairs shall be members of the Council. The Committee Chair of the Healthy Cumberland Committee may designate another member of the committee to serve in their place on the Executive Committee. The designee must be a member of the Council and in good standing.

#### ARTICLE VI. Non-Partisan Activities

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The Council shall be non-partisan. No part of the activities of the Council shall consist of the publication or distribution of materials or statements with the purposes of attempting to influence or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE VII. Conflict of Interest

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A conflict of interest is defined as any personal or organizational financial or other interest which prevents or appears to prevent an impartial action or decision on the part of a Council member or member of any Council committee. A conflict occurs when a financial or other interest could:

- a. Significantly impair the individual's objectivity.
- b. Create an unfair competitive advantage for any person or organization.
- c. Provide a direct or indirect fiduciary interest of financial gain for that individual or organization.

Should a matter before the Council present a known, or a potential conflict of interest, Council members are required to disclose such potential conflict to the Executive Committee at the earliest point possible. Once a conflict or potential conflict is disclosed, the Chair shall lead the rest of the members in deciding how the member with the conflict or potential conflict may participate in discussions or voting.

#### ARTICLE VIII. Fiscal Agent

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The Council shall designate a fiscal agent or agents as necessary. The Council and fiscal agent shall enter into an agreement that is documented and designates the roles and responsibilities of both organizations.

ARTICLE IX. Fiscal Calendar

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The fiscal year of the Council will be July 1 to June 30. The fiscal year of the Council may additionally follow the fiscal calendar designated in any funding program the Council receives.

ARTICLE X. Reporting

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The Council will submit quarterly progress reports to the State Coordinating Council for Public Health according to the State Coordinating Council's format. The quarterly reports will be sent to the Council membership and interested parties, and posted on the State Coordinating Council for Public Health website.

ARTICLE XI. By-Law Amendments

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The District Coordinating Council for Public Health bylaw document serves as uniform guidance in all Public Health Districts. To address specific district needs, districts may draft additional addendums in the following areas:

- a. Council mission and vision
- b. Additional membership requirements to:
  - i. have at least one member who is a recognized content expert in each of the essential public health services
  - ii. have representation from populations in the State facing health disparities
- c. Council Standing Committee structure
- d. Policies that help instruct the function of the Council

The Council may amend these by-laws. Before consideration, the amendment must be submitted in writing to the Council and posted on the Council agenda according to the guidelines in Article IV., Section 3 (Notice). Prior to an amendment of the by-laws, the Council may request a recommendation from the Executive Committee. Votes to approve by-law amendments follow the guidelines set forth in Article IV., Section 6 (Quorum), and Section 7 (Voting).

Any bylaw amendments will be submitted to the State Coordinating Council for Public Health within sixty (60) days after Council approval.

Adopted this \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

Signed this \_\_\_\_ day of \_\_\_\_\_, 20\_\_.

Council Chair, acting on behalf of  
Cumberland District Public Health Council:

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State Coordinating Council Chair, acting on behalf of  
State Coordinating Council For Public Health:

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Director, Maine Center for Disease Control and Prevention, acting on behalf of the  
Maine Center for Disease Control and Prevention:

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