



## **WASHINGTON COUNTY COMMUNITY HEALTH ADVISORY COMMISSION**

### **BYLAWS**

#### **BYLAW ONE**

##### **NAME**

The name of the Commission shall be "COMMUNITY HEALTH ADVISORY COMMISSION" (the "Commission" herein).

#### **BYLAW TWO**

##### **PRINCIPAL OFFICE**

The principal office of the Commission shall be c/o the Board of County Commissioners of Washington County, Maryland (the "Board" herein), 100 West Washington Street, Room 1101, Hagerstown, Maryland 21740.

#### **BYLAW THREE**

##### **PURPOSE**

A. To provide County Leadership with accurate information and expert insight regarding a variety of population health topics through a diverse group of actively engaged professionals within our community.

B. To function as a collaborative group of professionals that, through synergistic processes, serves as a relatively comprehensive population health resource to County Leadership.

C. To be available on short notice at County Leadership's request whenever situations arise that impact the health and well-being of the population within our community and that require the awareness or involvement of County Leadership.

D. To complement, not replace, the knowledge and resources available through the Washington County Health Department, the Maryland Department of Health and Mental Hygiene, and the Maryland Department of the Environment.

#### **BYLAW FOUR**

##### **MEMBERSHIP**

A. The Commission shall consist of nine (9) voting members who shall be appointed by the Board. In addition to the nine (9) voting members, the Board may appoint various department heads from County government to serve as non-voting, ex-officio members of the Commission for various terms of office and for various differing purposes as determined at the sole discretion of the Board.

B. The original term of three (3) of the members shall be for one (1) year; the original term of three (3) of the members shall be for two (2) years; and the original term of three (3) of the members shall be for three (3) years. The Board shall determine the length of term of each appointed member at the time of each member's appointment to serve the original term. Members of the Commission shall be eligible for reappointment for one (1) additional term only. Each term of reappointment shall be for three (3) years regardless of the length of the original term. A member

who has served the original term and one term of reappointment shall be eligible for reappointment only following an intervening three (3) year period. Standing ex-officio members are not term-limited.

C. Members of the Commission may receive compensation and reimbursement for expenses in amounts as may be set forth from time to time by the Board.

D. Vacancies occurring in the Commission for any reason shall be filled for the unexpired term by the Board. The Board shall have the authority to remove any member of the Commission when the Board, in its sole discretion, determines that the best interests of the community shall be served thereby. If a member fails to attend three (3) consecutive meetings, such failure of attendance shall result in the member's automatic removal from the Commission and shall result in a vacancy subject to fill by the Board pursuant to these Bylaws.

E. The members of the Commission shall elect from among the Commission's members a Chair and a Vice-Chair and shall also elect a secretary, who may or may not be a member of said Commission. No two of such offices may be held by one member. The officers shall have the duties and powers usually attendant upon such officers, and such other duties and powers not inconsistent herewith as may be provided by the Commission.

F. Each active member shall be entitled to one (1) vote in the affairs of the Commission except for ex-officio members who shall be non-voting members.

G. Membership in the Commission may terminate by voluntary withdrawal as provided in these Bylaws. All rights, privileges, and interests of a member in or to the Commission shall cease on termination of membership. Memberships shall be nontransferable. Any member may, by giving written notice of such intention, withdraw from membership. Withdrawals shall be effective on fulfillment of all obligations to the date of withdrawal.

## **BYLAW FIVE MEETINGS**

A. **Annual Meeting.** There shall be an annual meeting of the Commission during the month of October each year, unless otherwise ordered by the Commission, for election of officers, receiving reports, and the transaction of other business. Meetings shall be subject to the Open Meetings Act and members of the public shall be entitled to attend all meetings of the Commission. Reasonable advance notice of such meetings shall be made publicly and posted by the secretary at least one (1) week prior thereto, utilizing notice methods likely to reach the Commission's constituency, and including, at a minimum, the time, date, and place of the meeting, and an alert as to whether the Commission expects to close part of the meeting to the public. Notice of such meetings to Commission members shall be issued by the secretary to the last recorded address of each Commission member at least one (1) week before the time appointed for the meeting. Commission members are responsible for giving written notice to the secretary of address changes so that Commission records are kept current at all times.

B. **Monthly Meetings.** Regularly scheduled monthly meetings of the Commission may be established if determined as necessary by the Commission or the Board. Notice of any such regularly scheduled monthly meetings shall be given in the same manner as notice is required to be given for annual meetings in these Bylaws.

C. **Quorum.** A majority of the active members of the Commission, when present at any meeting, shall constitute a quorum; and in case there are less than this number, the presiding officer

may adjourn from time to time until a quorum is present.

D. **Order of Business.** The order of business at the annual meeting shall be as follows:

- (1) Call to order.
- (2) Reading of the minutes of previous meeting.
- (3) Receiving communications.
- (4) Reports of officers.
- (5) Reports of committee heads.
- (6) Unfinished business.
- (7) New business.
- (8) Election of officers.
- (9) Adjournment.

The order of business may be altered or suspended at any meeting by a majority vote of the members present. The usual parliamentary rules as set forth in the latest edition of Robert's Rules of Order shall govern, when not in conflict with these Bylaws.

E. **Special Meetings.** A special meeting of the Commission may be called by the chair at any time and must be called at any time by the chair, or by the vice-chair or the secretary in the chair's absence, upon the written request of five (5) members of the Commission or at the request of the Board. Reasonable advance notice shall be given by the secretary in the same manner as public notice required to be given of annual meetings as set forth in these Bylaws. The secretary shall give Commission members notice one (1) week prior to any special meeting and in the same manner as notice required to be given to Commission members of annual meetings, except that the notice shall also state the purpose of the meeting.

## **BYLAW SIX REPRESENTATION**

A. The Commission membership shall be comprised of the following representatives who shall be voting members:

- |    |                             |  |
|----|-----------------------------|--|
| 1. | Medical Community (2 reps)  | Population Health/Family Medicine          |
| 2. | Dental Community            | Washington County Dental Society           |
| 3. | Veterinary Community        | Washington County Veterinary Society       |
| 4. | Board of Education          | School Health Council & Board of Education |
| 5. | Behavioral Health Community | Healthy Wash. County & Core Serv. Agency   |
| 6. | Business Community          | Economic Development Coalition (EDC)       |
| 7. | Builder/Developer Community | Suggest medium-sized local builder         |
| 8. | Civil Engineering Firm      | Frederick Siebert, etc.                    |

B. Membership shall include the following non-voting, ex-officio members:

1. County Health Officer (*County department leader*)

2. Division of Environmental Management (*County department leader*)
3. Division of Plan Review and Permitting (*County department leader*)
4. Division of Construction (*County Code Official or designee*)
5. EMS/Law Enforcement (*County Director of Emergency Services or designee*)

## BYLAW SEVEN OFFICERS

A. **Elective Officers.** The elective officers of the Commission shall be a chair, vice-chair, and secretary. Other offices and officers may be established and appointed by the members of the Commission at the annual meeting.

B. **Terms.** The chair, the vice-chair, and the secretary shall take office immediately upon election to office and shall serve for a term of one (1) year, subject to the termination provisions of these bylaws. Officers are eligible for re-election at the next annual meeting, if serving an original one (1) year term or a three (3) year term of reappointment. Vacancies in any office must be filled for the balance of the term of such office by the Commission at a special meeting.

C. **Chairman.** The chair shall be the chief officer of the organization and shall be present at meetings of the Commission. The chair shall be a member ex-officio of all committees. The chair shall communicate to the Commission such matters and make such suggestions that may, in the chair's opinion, tend to promote the welfare and increase the usefulness of the Commission, and shall perform such other duties as are necessarily incidental to the office.

D. **Vice-Chair.** The vice-chair shall perform all duties of the chair during the absence of the chair. The vice-chair shall be a member ex-officio of all committees.

E. **Secretary.** The administration and management of the Commission shall be vested in the secretary. The secretary shall direct the activities of the Commission and perform such other duties as may be defined by the Commission. The secretary's duties shall be as follows:

1. To give notice of and attend all meetings of the Commission and all committees and to make provision for the keeping of a record of proceedings and ensuring that meeting minutes are kept for a minimum of five (5) years;
2. To conduct correspondence and to execute all orders, votes, resolutions not otherwise committed;
3. To keep a current list of the members of the Commission, including address, phone, and electronic contact information.

## BYLAW EIGHT ELECTIONS

The election of the Commission officers shall take place annually at the time and place of the annual meeting. Candidates who receive a majority of votes so cast shall be elected.

## BYLAW NINE AMENDMENTS

These bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote at any duly organized meeting of the Commission, subject to the approval of the Board.

**BYLAW TEN  
LIABILITIES**

Nothing in these Bylaws shall constitute members of the Commission as partners for any purpose. No member or officer, and agent or employee of any member or officer, shall be liable for the act or failure to act of any other member or officer, and agent or employee of any member or officer. No member or officer, or agent or employee of any member or officer, shall be liable for his or her act or failure to act under these Bylaws, except only for acts or omissions arising out of willful misfeasance.

ATTEST:

  
\_\_\_\_\_  
Krista L. Hart, County Clerk

APPROVED BY:

BOARD OF COUNTY COMMISSIONERS  
OF WASHINGTON COUNTY, MARYLAND

  
\_\_\_\_\_  
Jeffrey A. Cline, President