

South Central Louisiana Human Services Authority

Bylaws

ARTICLE I NAME

The name of this organization shall be the "South Central Louisiana Human Services Authority," and may be referred to as "SCLAHSA," or the "Authority." The creation of this Authority is authorized by Senate Bill No. 125 (Duplicate of House Bill No. 626) of the regular session of 2006 of the Louisiana Legislature. The domicile of the Authority shall be Houma, Louisiana. Source LA R.S. 28:871 (1), LA R.S. 28:872 B.

ARTICLE II PURPOSE

The South Central Louisiana Human Services Authority is hereby created as a special authority which, through its board, shall direct the operation and management of community-based programs and services relative to mental health, developmental disabilities and substance abuse services for the parishes of Assumption, Lafourche, St. Charles, St. James, St. John the Baptist, St. Mary, and Terrebonne. Source LA R.S. 28:872 A.

ARTICLE III MEMBERSHIP

1. **Number:** The authority shall be governed by a board of nine (9) members. The board shall include two (2) residents from the parishes of Lafourche and Terrebonne and one (1) resident each from the parishes of Assumption, St. Charles, St. James, St. John the Baptist, and St. Mary. Source LA R.S. 28:873 A.
2. **Appointment:**
 - a. The members shall be appointed by the governing authority of each parish. All appointments shall require ratification by a plurality of the legislative delegation representing the seven (7) parishes which are included in the authority. The initial appointments shall be made no later than January 1, 2007. Source LA R.S. 28:873 B. (1).
 - b. Parishes with two (2) board members shall be represented by one (1) practitioner and one (1) advocate or consumer. Both shall have a history of involvement in one (1) or more of the three (3) areas of service. The advocates shall have demonstrated an active history of support and involvement in one (1) or more of the service areas. Consumers shall have received services in one (1) or more of the three (3) service areas provided by the authority. Source LA R.S. 28:873 B. (2).
 - c. The appointments shall be professionals or active advocates in the fields of mental health, developmental disabilities, or substance abuse services. Source LA R.S. 28:873 B. (3).

3. Terms:

- a. The initial terms of office for the appointees from the parishes of Lafourche and Terrebonne shall be two (2) years. The initial terms of appointees from the parishes of Assumption, St. Charles, St. James, St. John the Baptist, and St. Mary shall be one (1) year. Source LA R.S. 28:873 C. (1).
- b. All subsequent appointees shall serve terms of three (3) years. No board member shall serve more than two (2) consecutive three (3) year terms after his initial term. Source LA R.S. 28:873 C. (2).

4. Compensation:

- a. Each board member shall serve without compensation but shall be reimbursed for expenses and mileage at the same rate set by the division of administration for state employees for each day in actual attendance at board meetings or for representing the board in an official board-approved activity. Source LA R.S. 28:873 E.
- b. No member of the board or of his immediate family shall own or have any interest or part in any public or private organization, business, company, or entity conducting business of any kind with the authority. Source LA R.S. 28:873 F.

5. Removal: The following circumstances shall constitute grounds for removal of any board member:

- a. Conviction of a felony. Source LA R.S. 28:873 G. (2).
- b. Violation of any provision pertaining to Code of Governmental Ethics or conflict of interest. Source LA R.S. 28:873 I.
- c. Absence of two (2) consecutive regular meetings or a total of four (4) meetings in any calendar year.

Upon the occurrence of any of the above circumstances, the Chairman shall notify the appropriate appointing authority of said circumstances and request the appointment of the offending member be rescinded. A copy of that letter shall be sent to the specific Board Member and the governing authority. No member removed by virtue of the above provisions shall be eligible for reappointment.

6. **Vacancies:** Procedures for filling a vacancy created by the removal, resignation, or death of any board member prior to the end of the board member's term shall follow those used for initial appointments. Source LA R.S. 28:873 H.

ARTICLE IV OFFICERS

The officers of the Board shall be a Chairperson, a Vice Chairperson and any such officers as the Board may elect from time to time to carryout the affairs of the Board.

1. **Duties:** The officers shall perform the duties prescribed by law, these Bylaws, the parliamentary authority adopted herein, and those assigned by the Board or which normally pertain to the office. The duties shall include, but not be limited to the following:

- a. **The Chairperson**
 - i. Shall be the principal officer of the Board;
 - ii. Make all necessary decisions regarding the operations of the Board itself as delineated in Board Policy and practices including preparation of the agenda and presiding at all meetings of the Board and Executive Committee.
 - b. **The Vice Chairperson**
 - i. Shall assume the duties as may be assigned by the Chairperson or the Board;
 - ii. In the absence of the Chairperson, shall preside at all Board meetings and execute all the duties of the Chairperson.
2. **Election:**
- a. **Nomination Committee:** The Chairperson shall appoint a nominating committee of at least three (3) members at the regular meeting prior to the annual meeting. It shall be the duty of the nominating committee to nominate one or more nominees for Chairperson and Vice Chairperson at the annual meeting.
 - b. **Nominations from the Floor:** After nominations of the Nominating Committee have been placed before the members, the Chairperson shall call nominations from the floor. Nominations from the floor must be made and seconded by voting members in good standing, and agreed to by the nominee.
 - c. **Voting:** All elections shall be determined by plurality vote, and no member shall be entitled to vote by proxy.
3. **Term:** The term of office for any officer appointed by the board shall be for one (1) year and shall begin at the close of the annual meeting. No officer may serve more than two (2) consecutive full terms in the same office.
4. **Removal:** The subject of removal of any officer must be placed on the agenda of any regular or special meeting to be considered. Any officer may be removed from office by a vote of two-thirds of the board.

ARTICLE V MEETINGS

All meetings of the Board and its committees shall be open to the public except where Executive Sessions are permitted under the Louisiana Open Meetings Law.

1. **Regular Meeting:** The regular meeting of the Authority shall be held on the second Thursday of each month unless otherwise authorized by the Board. Notice of all regular meetings shall be given no less than 48 hours prior to the meeting.
2. **Special Meetings:** Special meetings may be called by the Chairperson or at the request of three (3) members of the Board. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least 24 hours notice shall be given.
3. **Annual Meeting:** The annual meeting shall be the first regular meeting of each calendar year.

**ARTICLE VI
QUORUM**

A quorum of at least five (5) commissioned members shall be required to conduct official business of the Authority.

**ARTICLE VII
MINUTES**

Minutes shall be taken at all Board and Board Committee meetings by the Chairperson or a person designated by the Chairperson which shall include the following:

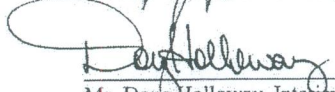
- a. Date, time and place;
- b. Members attending and absent;
- c. Agenda discussed;
- d. Decisions;
- e. Actions;
- f. Dates of implementation;
- g. Reports.

**ARTICLE VIII
COMMITTEES**

1. **Standing Committees:** Standing committees shall consist of the Executive Committee and the Bylaws Committee and any other committees deemed necessary by the Board.
 - a. The Executive Committee shall consist of five (5) members, The Chairperson, Vice Chairperson and three (3) members elected from the Board under the same provisions of Article IV, with the exception that nominations will only be accepted from the floor.
 - b. The Bylaws Committee shall consist of three (3) members. It shall consist of a Chairperson and two (2) members appointed by the Chairperson of the Authority.
2. **Special Committees:** The Chairperson shall appoint special committees as necessary to carry out the mission of the Authority and mandate of the Board. Each committee shall consist of a specific number of members set by the Chairperson and be given a specific charge. After the work of the special committee is completed and a report made to the Board, it shall dissolve without action of the Chairperson or the Board.
3. **Amendment of Bylaws:** These bylaws may be amended by a two third vote of the Board with a notice 30 days prior of a regular or special meeting.

These bylaws adopted this 10th day of May, 2007.


Mr. Bob Dietz, Interim Chairperson


Mr. Doug Holloway, Interim Vice Chairperson

Amendment to By-Laws

South Central Louisiana Human Services Authority

**ARTICLE I
NAME**

The name of this organization shall be the "South Central Louisiana Human Services Authority," and may be referred to as "SCLHSA," or the "Authority." The Creation of this Authority is authorized by Senate Bill No. 125 (Duplicate of House Bill No. 626) of the regular session of 2006 of the Louisiana Legislature. The domicile of the Authority shall be Houma, Louisiana. Source LA R.S. 28:871 (1), LA R.S. 28:872 B.

3/31/11

Date



Ray Nicholas

SCLHSA Board Chairman

Witnesses:

Jodi Jakes



Notary Public

La Bar 7211

Marcus Palmieri

Amendment to By-Laws

South Central Louisiana Human Services Authority

**ARTICLE III
MEMBERSHIP**

3. Terms:

- a. The initial terms of office for the appointees from the parishes of Lafourche and Terrebonne shall be two (2) years. The initial terms of appointees from the parishes of Assumption, St. Charles, St. James, St. John the Baptist, and St. Mary shall be one (1) year. Source LA R.S. 28:873 C. (2). The initial term of appointment shall begin upon the swearing in of the new member.
- b. All subsequent appointees shall serve terms of three (3) years. No board member shall serve more than two (2) consecutive three (3) year terms after his initial term. Source LA R.S. 28:873 C. (2).

5. Removal: The following circumstances shall constitute grounds for removal of any board member:

- a. Conviction of a felony. Source LA R.S. 28:873 G. (2).
- b. Violation of any provisions pertaining to Code of Government Ethics or conflict of interest. Source LA R.S. 28:873 I.
- c. Absence of two (2) consecutive regular meetings except for extenuating circumstances, e.g. death of immediate family member or member's hospitalization, as defined in Article X, or a total of four (4) meetings in any calendar year. It is the Board Member's responsibility to notify the Chairman of extenuating circumstances of an absence from a regular meeting.


Upon the occurrence of any of the above circumstances, the Chairman shall notify the appropriate appointing authority of said circumstances and request the appointment of the offending member be rescinded. A copy of that letter shall be sent to the specific Board Member and the governing authority. No member removed by virtue of the above provisions shall be eligible for reappointment.

3/31/11
Date


Ray Nicholas
SCLHSA Board Chairman

Witnesses:

Jodi Tucker


Notary Public

Marian Pelmon

**Amendment to By-Laws
South Central Louisiana Human Services Authority**

**ARTICLE III
MEMBERSHIP**

5. Removal: The following circumstances shall constitute grounds for removal of any board member:

- a. Conviction of a felony. Source L.A.R.S. 28:873 G (2).
- b. Violation of any provision pertaining to Code of Governmental Ethics or conflict of interest. Source L.A.R.S. 28:873 I.
- c. Absence of two (2) consecutive regular meetings or a total of four (4) board meetings in any calendar year.
- d. Violation of SCLHSA by-laws and/or policies.
- e. Direct interference with any employee or contract employee of the authority.

Upon the occurrence of any of the above circumstances, the Chairman shall notify the appropriate appointing authority of said circumstances and request the appointment of the offending member be rescinded. A copy of that letter shall be sent to the specific Board Member and the governing authority. No member removed by virtue of the above provisions shall be eligible for reappointment.

July 9, 2009
Date

Douglas Holloway
Douglas Holloway
SCLHSA Board Chair

Witnesses:

Trudy Frank

Donna Cobb
Donna Cobb
Notary Public

Julia Thersue

Amendment to By-Laws

South Central Louisiana Human Services Authority

ARTICLE IV OFFICERS

The officers of the Board shall be a Chairperson, a Vice Chairperson, a Treasurer, a Secretary, and any such officers as the Board may elect from time to time to carryout the affairs of the Board.

1. **Duties:** The officers shall perform the duties prescribed by law, these Bylaws, the parliamentary authority adopted herein, and those assigned by the Board or which normally pertain to the office. The duties shall include, but not limited to the following:
 - a. **The Chairperson**
 - i. Shall be the principal officer of the Board;
 - ii. Make all necessary decisions regarding the operations of the Board itself as delineated in Board Policy and practices including preparation of the agenda and presiding at all meetings of the Board and Executive Committee.
 - b. **The Vice Chairperson**
 - i. Shall assume the duties as may be assigned by the Chairperson or the Board;
 - ii. In the absence of the Chairperson, shall preside at all Board meetings and execute all the duties of the Chairperson.
 - c. **The Treasurer**
 - i. Board Member or designee who shall advise the Chairperson of the legally fiscal duties of the Board (such as audits, reports, taxes, etc.) maintaining close communication with the Executive Director.
 - ii. Shall review the Authority's financial ledgers to advise the Chairperson and Board as to whether the Authority is operating within budget; profitability statements, etc.
 - d. **The Secretary**
 - i. Board Member or designee who shall have custody of the records of the Board, maintain a record of actions by the Board, and be responsible for giving and serving all notices of meetings of the Board.
 - ii. Shall act as a record keeper and maintain minutes of regular meetings to include the following:
 - a) Date, time and place
 - b) Members attending and absent
 - c) Agenda discussed
 - d) Decisions
 - e) Actions
 - f) Date of implementation
 - g) Reports

- iii. Shall maintain a current membership roster which denotes membership standing.
- iv. Shall give, or cause to be given, notice of all meetings of the members of the Board to the members and to the public, and shall perform such other duties as may be prescribed by the Board.

3/31/11
Date

Ray Nicholas
Ray Nicholas
SCLHSA Board Chairman

Witnesses:

Jodi Jakub

Anna Hoff
Notary Public

Marian Palmieri

La. Bar 4211

Amendment to By-Laws

South Central Louisiana Human Services Authority

**ARTICLE IV
OFFICERS**

3. **Term:** The term of office for any officer appointed by the board shall be for one (1) year and shall begin at the close of the annual meeting. Additional terms may be sought for the same office at the discretion of the board and with a majority approved vote.

7/14/11
Date

Ray Nicholas
Ray Nicholas
SCLHSA Board Chairman

Witnesses:

Maheshwari

Anna C. Bartlett
Notary Public

Marian Palmeri

Amendment to By-Laws

South Central Louisiana Human Services Authority

**ARTICLE VIII
COMMITTEES**

1. Standing Committees: Standing committees shall consist of the Executive Committee and the Bylaws Committee and any other committees deemed necessary by the Board.
 - a. The Executive Committee shall consist of five (5) members, The Chairperson, Vice Chairperson, Treasurer, and two (2) other members elected from the Board under the same provision for Quorum of Article VI, with the exception that nominations will only be accepted from the floor.
 - b. The Bylaws Committee shall consist of three (3) members. It shall consist of a Chairperson and two (2) members appointed by the Chairperson of the Authority.

3/31/11


Date



Ray Nicholas
SCLHSA Board Chairman

Witnesses:

Joni Jakub


Notary Public
Notary 4211


Morgan Palmason

**Amendment to By-Laws
South Central Louisiana Human Services Authority**

**ARTICLE IX
EXECUTIVE DIRECTOR**

The Executive Director shall be the Chief Executive of the Authority and shall serve at the pleasure of the Board. The Executive Director of the South Central Louisiana Human Services Authority is responsible for overseeing the operations of the Authority and is responsible for the administration and management of all aspects of the Authority. The Executive Director shall function under the general supervision of the Board as a whole. LA R.S. 28:382.2 (6).

4/22/09
Date


Douglas Holloway
SCLHSA Board Chair

Witnesses:

Ray M. Jovella
Patricia Dennis

Donna L. Cobb, Bar No 4211
Donna Cobb
Notary Public

**Amendment to By-Laws
South Central Louisiana Human Services Authority**

**ARTICLE X
ETHICS AND CONFLICT OF INTEREST**

All members of the South Central Louisiana Human Services Authority Board and employees of the Authority shall be subject to the Code of Governmental Ethics.

No member of the SCLHSA Board, employee of the Board or their immediate family shall own or have any interest or part in any public or private organization business, company, or entity conducting business of any kind with the Authority.

“Immediate family” shall be defined as the person’s children, the spouse of his/her children, brothers, sisters, parents, spouse, and the parents of the spouse.

4/22/09
Date


Douglas Holloway
SCLHSA Board Chair

Witnesses:

Patricia Dennis

Donna Cobb
Donna Cobb
Notary Public

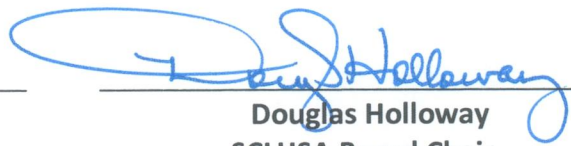
Ray M. [Signature]

**Amendment to By-Laws
South Central Louisiana Human Services Authority**

ARTICLE XI

The South Central Louisiana Human Services Authority Board members may act only as a body and not through the individual actions of any individual board member, unless the board member is given explicit authority by a majority vote of the board to carry out a specific function, or the function is reasonably required of a board member serving as an officer of the board. Under penalty of removal, no board member shall, directly or indirectly, provide direction to or interfere with any employee of the authority.

4/22/09
Date


Douglas Holloway
SCLHSA Board Chair

Witnesses:


Patricia Dennis


Donna Cobb
Notary Public


Ray M. Newlon