

**BYLAWS OF THE  
CHESAPEAKE INTEGRATED BEHAVIORAL HEALTHCARE  
BOARD OF DIRECTORS**

**ARTICLE I – CREATION AND FUNCTION**

The City of Chesapeake (“City”), pursuant to the authority granted in § 37.2-501 of the Code of Virginia, 1950, as amended, created a community services board. The Chesapeake Community Services Board, which was created by prior ordinance effective January 1, 1982, and was designated an “administrative policy” board on July 1, 1998, is named the Chesapeake Integrated Behavioral Healthcare (“CIBH”).

CIBH shall function as an administrative policy community services board as defined in §§ 37.2-100 and 37.2-500 of the Code of Virginia, 1950, as amended, and related statutes. Chesapeake Integrated Behavioral Healthcare’s board shall have those powers and duties set out in §§ 37.2-504(A) and 37.2-505 of the Code of Virginia, 1950, as amended, and related statutes.

**ARTICLE II – PURPOSE**

The function and purpose of the CIBH Board of Directors (“Board”) is to establish, maintain, and promote the development of a comprehensive system to provide the citizens of Chesapeake mental health, developmental, and substance abuse services pursuant to regulations promulgated by the Department of Behavioral Health and Developmental Services (“DBHDS”) and § 37.2-500 et seq. of the Code of Virginia, 1950, as amended.

Pursuant to §37.2-500 of the Code of Virginia, 1950, as amended, the core services of CIBH shall include:

- a) Emergency services.
- b) Same-day mental health screening services.
- c) Outpatient primary care screening and monitoring services for physical health indicators and health risks and follow-up services for individuals identified as needing assistance with overcoming barriers to accessing primary health services, including developing linkages to primary health care providers; and
- d) Subject to the availability of funds appropriated for them, case management services.

- e) Subject to the availability of funds appropriated for them, the core of services may include a comprehensive system of inpatient, outpatient, day support, residential, prevention, early intervention, and other appropriate mental health, developmental, and substance abuse services necessary to provide individualized services and supports to persons with mental illness, developmental disabilities, or substance abuse. CIBH may establish crisis stabilization units that provide residential crisis stabilization services.
- f) To provide comprehensive mental health, developmental, and substance abuse services within a continuum of care, CIBH shall function as the single point of entry into publicly funded mental health, developmental, and substance abuse services.
- g) CIBH may enter into contracts with private providers to ensure the delivery of services pursuant to this article.

### ARTICLE III – APPOINTMENT, MEMBERSHIP, AND DUTIES OF FISCAL AGENT

Section 1. Terms, conditions, and standards relating to Board membership are determined by state law, including § 37.2-501 of the Code of Virginia, 1950, as amended, and by local ordinance enacted in accordance with state law, which provides as follows:

The Board membership of CIBH shall consist of twelve (12) persons, approved and appointed by the City Council of Chesapeake.

- a) The membership shall be broadly representative of the community.
- b) One third of the Board shall be identified as individuals who are receiving or who have received services or family members of individuals who are receiving or who have received services, at least one of whom shall be an individual receiving services.
- c) One or more appointments may be nongovernmental service providers.
- d) Sheriffs or their designees also shall be appointed, when practical.
- e) No employee of the community services board or employee or board member of an organization that receives funding from any community services board shall be appointed a member of that board.
- f) The Board shall not be composed of a majority of local government officials, elected, or appointed, as members, nor shall any county or city be represented on a board by more than two officials, elected or appointed.

- g) The Board appointed pursuant to this section shall be responsible to the governing body of each county or city that established it.
- h) The Board shall receive an independent annual audit of the total revenues and expenditures of the Board, a copy of which shall be provided to the DBHDS and designate an official to act as fiscal agent for the board.

#### ARTICLE IV –BOARD MEMBERS, TERM OF OFFICE, VACANCIES, AND REMOVAL

Section 1. The terms, conditions, and standards relating to Board member terms, vacancies, and removals are determined by state law and by local ordinance, including § 37.2-502 of the Code of Virginia, 1950, as amended, which provides as follows:

- a) The term of office of each member of the Board shall be for three (3) years from January 1 of the year of appointment or, at the option of Chesapeake City Council, from July 1 of the year of appointment, except that of the members first appointed, three (3) shall be appointed for terms of one (1) year each, four (4) for terms of two (2) years each, and four (4) remaining members of the Board for terms of three (3) years each.
- b) The appointment of members for one-year, two-year, and three-year terms shall be as nearly equal as possible regarding the total number of members on the Board.
- c) If the Chesapeake City Council has appointed members for terms commencing January 1 or July 1 but desires to change the date on which the terms of office commence, the Chesapeake City Council may, as the terms of the members then in office expire, appoint successors for terms of two and one-half or three and one-half years, so that the terms expire on June 30 or December 31.
- d) No person shall be eligible to serve more than three full terms; however, a person first appointed to fill an unexpired term may serve three additional full three-year terms.
- e) The remainder of a term to which a member is first appointed to fill a vacancy shall not constitute a term in determining the member's eligibility for reappointment.
- f) After a one-year period has elapsed since the end of the member's last three-year term, the Chesapeake City Council may reappoint that member.

- g) Vacancies shall be filled for the unexpired terms in the same manner as the original appointment.
- h) Any member of a Board may be removed by the Chesapeake City Council for cause, after being given a written statement of the causes and an opportunity to be heard thereon.
  - 1) Regarding attendance, failure of a member to attend at least seventy-five percent (75%) of the regularly scheduled meetings of the Board held within any calendar year shall automatically constitute cause for removal; provided, however, that the same requirements of notice and opportunity for hearing shall apply.

Section 2. While the Board is without authority to expand or alter its membership, it may solicit advisory personnel to assist in achieving its objectives in accordance with the Board's approved programs.

#### ARTICLE V - POWERS AND DUTIES

Pursuant to §37.2-504 of the Code of Virginia 1950, as amended, the Board shall have the following powers and duties:

- a) Review and evaluate public and private community mental health, developmental disability, and substance abuse disorder services and facilities that receive funds from it and advise the governing body of each city or county that established it as to its findings.
- a) Pursuant to § 37.2-508 of the Code of Virginia, 1950, as amended, submit to the Chesapeake City Council an annual Performance Contract for community mental health, developmental, and substance abuse services for its approval prior to submission of the contract to the (DBHDS).
- b) To provide such services as may be authorized under such performance contract within amounts appropriated therefore.
- c) To enter into contracts for rendition or operation of services or facilities in accordance with its approved performance contract.
- d) To make rules, policies or regulations concerning the rendition or operation of services and facilities under its direction or supervision, subject to applicable standards, policies or regulations promulgated by the DBHDS.
- e) To participate with local government in the appointment and annual performance

evaluation of an Executive Director responsible for community mental health, developmental disability, and substance abuse services, according to minimum qualifications established by DBHDS, and prescribe his or her duties. The compensation of such Executive Director shall be fixed by local government in consultation with the Board within the amounts made available by appropriation, therefore.

- f) To prescribe a reasonable schedule of fees for services provided by personnel or facilities under the jurisdiction or supervision of the Board. To establish procedures for collection of the same, provided, however, that all fees collected from Board administered programs shall be deposited with the Treasurer of the City of Chesapeake. All fees collected shall be included in the Performance Contract submitted to the local government, and shall be used only for community mental health, intellectual disability, and substance abuse purposes.
- g) To institute a reimbursement system to maximize the collection of fees from individuals receiving services under its jurisdiction or supervision, consistent with the provisions of § 37.2-511, and from responsible third-party payors. Boards shall not attempt to bill or collect fees for time spent participating in commitment hearings for involuntary admissions pursuant to Article 5 (§ 37.2-814 et seq.) of Chapter 8.
- h) To accept or refuse gifts, donations, bequests or grants of money or property from any source and utilize the same as authorized by the City Council of the City of Chesapeake.
- i) To seek and accept funds through federal, state, and/or other public or private grants; provided however in accepting such grants, the Board shall not bind the City Council of the City of Chesapeake to any expenditures or conditions of acceptance without the prior approval of City Council.
- j) To exercise authority, notwithstanding any provision of law to the contrary, to disburse funds appropriated to it in accordance with such regulations as may be established by the City Council of the City of Chesapeake.
- k) To apply for and accept loans as authorized by the City Council of the City of Chesapeake.
- l) To develop joint written agreements consistent with policies and procedures established by the DBHDS.
- m) To develop and submit to the City Council of the City of Chesapeake and DBHDS the necessary information for the preparation of the Comprehensive State Plan, pursuant to §

37.2-315 of the Code of Virginia.

- n) To take all necessary and appropriate actions to maximize the involvement and participation of consumers and family members of consumers in policy formation and services planning, delivery and evaluation.
- o) To institute a dispute resolution mechanism that is approved by DBHDS and enables consumers and family members of consumers to resolve concerns, issues, or disagreements about services without adversely affecting their access to or receipt of appropriate types and amounts of current or future services from the Board.
- p) Notwithstanding the provisions in the Code of Virginia or any regulations promulgated thereunder, release data and information about individual consumers to DBHDS, so long as the Department implements procedures to protect the confidentiality of such information.
- q) To carry out other duties and responsibilities as assigned by the governing body of each political subdivision that established it.

#### ARTICLE V – OFFICERS OF THE BOARD AND THEIR DUTIES

Section 1. The officers of the Board shall consist of a Chairman, Vice-Chairman, and Secretary, who shall be elected by the Board and serve at the pleasure of the Board.

Section 2. The duties of the Chairman shall be:

- a) To preside at all meetings of the Board and the Executive Committee.
- b) To appoint committees necessary for operation of the Board.
- c) To work closely with the Executive Director of Integrated Behavioral Healthcare
- d) To perform any other duties determined by the Board.
- e) To keep the Virginia Department of Behavioral Health and Developmental Services and the City Council of the City of Chesapeake informed of the activities of the Board.

Section 3. The Vice-Chairman shall, in the absence of the Chairman, perform the duties of the Chairman and any other duties assigned by the Board.

Section 4. The Secretary shall assure that accurate records of all meetings of the Board and Executive Committee are maintained. The Secretary shall assure that notices of meetings of the Board and Executive Committee are distributed and shall perform other duties as requested by the Board. In the absence of the Chairman and Vice-Chairman, the Secretary shall preside at Board meetings.

#### ARTICLE VI – NOMINATIONS, ELECTIONS AND TERMS OF OFFICE

Section 1. A Nominating Committee will propose to the board members their nominations to serve as officers of the Board for the following year. The Nominating Committee will be chaired by the At-Large member of the Executive Committee and shall consist of minimum of three (3) board members who are not current officers. They will meet in October and present their slate to the Board at the November meeting.

Section 2. The term of office shall be for one (1) year. No officer may serve more than two consecutive terms in the same office. The election shall be a ballot if there is more than one nominee for the same office. A quorum must be present and voting in order to constitute an election.

Section 3. Any vacancy occurring among the officers shall be filled by the Board.

#### ARTICLE VII – MEETINGS AND VOTING

Section 1. All meetings of the Board shall be open, except as provided in § 2.2-3711, Code of Virginia, 1950, as amended, for a closed meeting authorized for certain limited purposes.

Section 2. No meeting shall be conducted through telephonic, video, electronic or other electronic communication means where the members are not physically assembled to discuss or transact public business, except as provided in § 2.2-3708.2, Code of Virginia, 1950, as amended.

Section 3. Regular monthly meetings shall be held at a time to be determined by the Board.

Section 4. Notice of the date, time, and location of its meetings shall be given to the public

by:

- a) Posting such notice on its official public government website, if any;
- b) Placing such notice in a prominent public location at which notices are regularly posted; and
- c) Placing such notice at the office of the City Clerk.
- d) The notice shall be posted at least three (3) working days prior to the meeting.
- e) Notice, reasonable under the circumstance, of special, emergency, or continued meetings shall be given contemporaneously with the notice provided to the members of the public body conducting the meeting.

Section 5. Special meetings of the Board may be called by the Chairman or upon written request of three members.

Section 6. The quorum for all Board meetings shall be a majority of its currently filled board member positions, including the Chairman, or Vice-Chairman, or Secretary.

Section 7. The Executive Committee shall meet at the discretion of the Chairman.

Section 8. The quorum for all Executive Committee meetings shall be a majority of the Committee.

Section 9. The quorum for all standing committee meetings shall be a majority of the committee members.

Section 10. Official action shall be taken by the Board only when a quorum is present.

Section 11. Any vote by the Board on any issue shall have no force or effect unless or until taken in open session in a manner in which the decision of each member can be publicly observed.

Section 12. Any motion made by a member of the Board in regard to any matter must receive a second from another member in order for any vote to be taken on such motion. When a motion is made and receives no second, the motion shall be deemed dismissed from consideration.



Section 13. Every member of the Board present at a meeting of the Board shall vote on each matter placed before the Board for a vote, unless the matter involves consideration of that member's own official conduct or where that member's financial interests are involved or where that member is otherwise prohibited by law from voting on the matter. Should a member have such an interest or be so prohibited by law, he or she shall specifically cite the conflicting interest or the legal prohibition at the time his or her vote is required.

Section 14. Minutes shall be recorded at all open meetings.

Section 15. Minutes shall be in writing and shall include (a) the date, time, and location of the meeting; (b) the members of the public body recorded as present and absent; and (c) a summary of the discussion on matters proposed, deliberated, or decided, and a record of any votes taken. In addition, for electronic communication meetings conducted in accordance with § 2.2-3708.2, minutes of state public bodies shall include (1) the identity of the members of the public body at each remote location identified in the notice who participated in the meeting through electronic communication means, (2) the identity of the members of the public body who were physically assembled at the primary or central meeting location, and (3) the identity of the members of the public body who were not present at the locations identified in clauses (1) and (2) but who monitored such meeting through electronic communication means.

Minutes, including draft minutes, and all other records of open meetings, including audio or audio/visual records shall be deemed public records and subject to the provisions of this chapter.

#### ARTICLE IX –REMOTE PARTICIPATION BY BOARD MEMBERS

The Code of Virginia authorizes limited exceptions to the general rule which requires that meetings of public bodies be in person. Such regulations are found at §§ 2.2-3707 and 2.2-3708.2, of the Code of Virginia, 1950, as amended.

Section 1. Board members may participate remotely in Board Meetings under two exceptions:

- a) Such member is unable to attend the meeting due to (i) a temporary or permanent disability or other medical condition that prevents the member's physical attendance or

(ii) a family member's medical condition that requires the member to provide care for such family member, thereby preventing the member's physical attendance; or

- b) Such member is unable to attend the meeting due to a personal matter and identifies with specificity the nature of the personal matter. Participation by a member pursuant to this subdivision b is limited each calendar year to two meetings or 25 percent of the meetings held per calendar year rounded up to the next whole number, whichever is greater.

**Section 2. Conditions for use of the remote participation include the following:**

- a) All board members should have access to the exemptions.
- b) On or before the day of a meeting, the board member notifies the Board chair of their use of either of the exceptions.
- c) If the remote participation would not meet the public body's written policy or statutory parameters and is consequently denied, that denial must be recorded in the minutes with specificity.
- d) A quorum of the public body must be physically assembled at the primary meeting location, which must be open to the public.
- e) The voice of the remote member must be heard by all persons at the primary or meeting location.
- f) The public body must record in its minutes the remote location from which the member participated, although the member need not open that location to the public.
- g) The public body must record in its minutes the fact that the member participated through electronic communication means due to their temporary or permanent physical disability or medical condition that prevents that member from physically appearing at the meeting or a family member's medical condition that requires the member to provide care for such family member, thereby preventing the member's physical attendance, or due to a personal matter and identifies with specificity in the minutes, the specific nature of the personal matter cited by the member.

**ARTICLE X – EXECUTIVE COMMITTEE**

**Section 1. The elected officers plus one member of the Board shall constitute the Executive Committee. The Board Chairman and Secretary shall be, respectively, Chairman and Secretary. The at-large member of the Executive Committee should be the**

immediate past Chairman, if available. If not, an at-large member shall be appointed by the Chairman and approved by the Board.

**Section 2. Duties include:**

- a) Conduct all necessary CSB business between meetings of the Board.
- b) With input from the other standing committees and the Executive Director, develop the Executive Director's annual City of Chesapeake Performance Appraisal for submission to and approval by the Board.
- c) All actions taken by the Committee must be presented for ratification by the Board at its next regularly scheduled meeting.

**ARTICLE XI – STANDING COMMITTEES**

The Board shall establish the following standing committees, which shall have duties as specified in the Policies and Procedures Manual of the Board:

**Section 1. Administration and Finance Standing Committee–Duties include:**

- a) Review, comment, and make recommendations to the Board on CIBH budget proposals presented to the City.
- b) Review, comment, and make recommendations to the Board on the annual performance contract between the CIBH and the DBHDS.
- c) Annually solicit public input on the performance contract between CIBH and the DBHDS.
- d) Incorporate public comment on the performance contract into the proposal presented for Board approval.
- e) Review and recommend to the Board a reasonable schedule of charges for services provided and sliding fee scales to be used with these charges.
- f) Provide policy guidance, advice, and assistance to the executive director and the Board regarding CIBH administration.

- g) Review and make recommendations to the Board on CIBH's Policies and Procedures Manual.

**Section 2. Program and Services Standing Committee – Duties include:**

- a) Plan for, review, and make recommendations to the Board regarding CIBH's input on the State's Comprehensive Plan.
- b) Annually review the Board's Bylaws and make recommendations to the Board.
- c) Provide recommendations to the Board regarding contractual services that affect consumer services.
- d) Review grant proposals and make recommendations to the Board.
- e) Make recommendations to the Board regarding the acceptance or refusal of gifts, donations, bequests, or grants of money or property that exceed \$1,000 in value.
- f) Make recommendations to the Board regarding strategic and long-term planning.

**Section 3. Community and Governmental Relations Standing Committee–Duties include:**

- a) Develop, recommend to the Board, and implement an annual program for educating elected officials about CIBH, its roles and missions, and support requirements.
- b) Develop, recommend to the Board, and implement a program of community and consume education and involvement.
- c) Recruit and make recommendations to the Board regarding appointments to CIBH affiliate corporations and other entities as required or requested.

**ARTICLE XII**

Robert's Rules of Order, Newly Revised, 12<sup>th</sup> Edition, as revised, shall be used as a guide in conducting Board business. All issues of parliamentary procedure shall be referred to the Chairman or to the Officer presiding in the absence of the Chairman, where decisions shall be final and binding.

### ARTICLE XIII

The terms and provisions of these Bylaws which are within the control and discretion of this Board may be amended at any regular meeting of the Board by a two-thirds vote of those present and voting. Notice of any proposed amendment to the Bylaws must be submitted to all Board members in writing and received by them two weeks prior to the meeting. Those terms and provisions, which are mandated by state or local laws or regulations and are beyond the control and discretion of the Board shall automatically be altered at such time as such laws or regulations are modified by the appropriate authority.

Adopted at a regular meeting of the Board held on July 11, 2022 by a vote of 6 in favor and 0 (zero) opposed.

  
Board Secretary

