

**MENTAL HEALTH COMMISSION
AD HOC BYLAWS COMMITTEE
MEETING MINUTES
Friday July 28, 2017 – FINAL
At: 2425 Bisso Lane in Concord**

Agenda Item / Discussion	Action / Follow-Up
<p>I. Call to Order / Introductions Commission Chair Duane Chapman called the meeting to order at 4:04pm.</p> <p><u>Members Present:</u> Duane Chapman, District I Sam Yoshioka, District IV Gina Swirsding, District I Meghan Cullen, District V</p> <p><u>Other Attendees:</u> Liza A. Molina-Huntley, Executive Assistant for the Mental Health Commission</p>	<p>EA-Transfer recording to computer</p>
<ul style="list-style-type: none"> • Duane- An agenda was not created, for the first meeting. The purpose of the initial meeting was to explain why it is necessary to form the AD HOC BYLAWS COMMITTEE. Handed out a “Proposed-draft Bylaws” to the Committee members, to review and edit. Aware that everyone will not agree and realizes that there are differences. Some of the “proposed” items are the same, but worded differently. A primary change is “ARTICLE IX-DUTIES OF OFFICERS AND OTHER BOARD POSITIONS;” adding that the “Chair will serve as a spoke person for the Commission in most matters related to all business of the Mental Health Commission, like all Commissioners, the Chair has an affirmative duty, to carry out the responsibilities of the office in the best interests of the Mental health Commission.” • Sam- asked where Duane obtained the proposed bylaws. • Duane- obtained ideas from neighboring county’s board’s bylaws. Gave recognition to Sam and Gina, because both have previous experience on a Mental Health Commission Bylaws Task Force. Another resource used to create the “Proposed bylaws,” was the California Association of Local Behavioral Health Boards (CALBHBC). Encourages everyone to compare the current bylaws, with other Commission’s bylaws from other counties throughout the State. In the 	

current bylaws, it is stated that the Chair is responsible for everything and does not agree that the sole responsibility should fall completely on the Chair. The responsibilities and duties should be shared by the Chair and Vice Chair to best support one another's strengths and weaknesses. Asked the members if this statement should be added to the new bylaws or if they would prefer to allow each Committee Chair to make the decision?

- **Duane-** in the current bylaws, it does not state that the Vice Chair will assist the Chair in all matters; I have included the statement in the "proposed bylaws."
- **Gina-** recalls that the Vice Chair and Chair usually do work together, as they should. The Commission, as a whole, should share some of the duties as well.
- **Duane** did not agree because it has not been always the case and it should be stated, in writing, moving forward. Another item that needs to be addressed is how the Executive Board is formed. Currently, there are five people on the Executive Committee my proposed change is to include the previous Chair and the current Chair of the Commission to be members of the Executive Committee, the Vice Chair and two additional members from the Commission.
- **Sam and Gina disagree with the proposed changes**
- **Sam stated that new members should be part of the Executive Committee**
- **Sam** states that all the items need to be discussed and disapproves of the "PROPOSED DRAFT-BYLAWS."
- **Sam** – suggested that the "PROPOSED DRAFT-BYLAWS" be thrown away and the ad hoc Committee do their own investigation and create a new document
- **Sam-** noted that Duane is the Chair of the full Commission, not of the ad hoc Committee and not in agreement for Duane to be the Chair of both.
- **Gina-** there should be a variety of people in the Executive Committee, agrees that there should be a Chair and a Vice Chair, does not agree that one of the seats should be designated for a previous Chair and it should be voted in by the Commission, as done previously.
- **Duane-** informed that most boards around the State does include the previous Chair and disagrees with Gina's statement. Reiterated that the document he provided was only a "PROPOSAL" and his only intention was to help speed up the process, a starting document, to be reviewed and edited a place to start the work of the Committee.
- **Duane and Sam-** strongly disagree on how the Committee should be handled.

- **Gina-** The previous Chair may not want to return to be part of the Executive Committee and should not have to return, they should have the option. The Executive Committee should be the current Chair, Vice Chair and the other three members voted in, as previously done.
- **Duane-** as previously stated, changes are being “proposed,” in an effort to save time. Nothing is set in stone, nothing has been finalized. The ad hoc Committee members can agree to disagree and work together, as a team. Previously there were members that were not working as a team and do not want the negative precedence to repeat itself.
- **Gina-** does agree with Duane’s statement, stating that there was a lack of transparency, and it did cause friction amongst the Commission members. Does agree that the current Commission is improving on communication. Although, the most recent incident involving the Grand Jury, was not a transparent action, and does feel that a Commission member did submit a document to the Grand Jury, acting on their own. There are boundaries that should be set, for members, regarding their actions.
- **Duane-** his goal is to assure that everyone is involved, works together, and that members should not act, as individuals, while serving as a Mental Health Commissioner, which has happened several times in the past. These acts can seem unfair and unsettling to the rest of the members. A change is stated in the proposed bylaws, so these types of incidents do not reoccur. The CALBHBC addresses issues regarding what can and cannot be done.
- **Gina-** Family members, Consumers and Members-at-Large should all be equally represented on the Executive Committee. At least 50% have to be Family members and Consumers on the Commission and there should be representation of everyone on the Executive Committee and all Committee, to be fair and balanced.
- **Duane-** as per the law, Consumers, Family and Members-at-Large, three from each county district, need to serve on the Commission. Referenced the Welfare and Institutions Code 5604 (a) (2) “Fifty percent of the board membership shall be consumers or the parents, spouses, siblings, or adult children of consumers, who are receiving or have received mental health services. At least 20 percent of the total membership shall be consumers, and at least 20 percent shall be families of consumers.” As the Chair he tries to stay within the law and feels that there are discrepancies between the law and the current bylaws.
- **EA/Liza-** read page nine of the current Mental Health Commission’s bylaws, Article VIII, section 5 regarding, “AD

HOC COMMITTEES”

- **Gina** –strongly upholds her stance regarding equal and fair membership in all Committees.
- **Duane**- everyone has the right to state their preference, the proposed is from other boards around the state.
- **Sam**- Duane’s conception, knowledge of the representation of consumers, family members on the Commission is not correct. Currently, there are four Consumers (out of a possible five total), on the Commission and there are only two Family Members on the Commission, with three vacancies. There is a lack of membership. What is the Chair doing about filling these positions?
- **Duane**- Is currently working, with the Board of Supervisors, to fill the vacant seats. (One Consumer seat for district three was recently filled and a Family Member Seat, is in process, for district one and there are three additional members interested in becoming members). Asks Sam what he would do or has done?
- **Sam**- work with the Board of Supervisors because they are appointing authority
- **Gina**- still feels that meetings should be equally distributed across the county, to be fair to members that live in different districts
- **Duane**- agrees and meetings have been held in different areas of the county. There are three district members, on the Commission, that could be more active in their area and report back to the Commission to update.
- **Gina**- some Commission members that are “Members-at-Large,” when they should be in Consumer seats or Family member. Uncertain why different members were appointed in different seats by the district Supervisor? This is the best that the Commission has been.
- **Duane**- This is a “PROPOSED draft,” the only thought was to help and get the Committee started.
- **Gina**- asked if the “Proposed draft” has some of the original articles or is the whole document “proposed”.
- **Duane**- it has some of the current bylaws and along with changes.
- **Sam**-the approach in setting up the agenda is very different than what was done before. The previous “Bylaws Task Force” a blank sheet was given and each member was given the current bylaws and asked which section of the current bylaws needed changes and the Committee went through the bylaws, section by section, through each recommendation and suggestions. A final draft was not given, the final draft that was done, edited and revised together. Each version was noted. The “proposal” does not.

<p>Throughout the process, the Bylaws Task Force, reported back to the Commission, as they completed section by section.</p> <ul style="list-style-type: none"> • Gina- The previous process showed what the original section was and the new change, side by side, and allowed for input at the Committee and Commission meetings and discussed it and approved or disapproved and then moved forward to the next section. • Duane- The last time the bylaws were revised was in September 2014, who started the changes? • Meghan- who started the suggestion that the bylaws needed to change? • Gina- the bylaws needed to change because the system changed • Duane- is there a policy and procedure for changing the bylaws? • Gina- that is what the Committee is doing • Duane- What I am trying to do is speed the matter along, so it does not take over a year, because in the past, it has taken over a year to get done. • EA/Liza- read, again, the previously read bylaws section • Meghan- it is nice that “proposed bylaws” were provided but it does not mean that the Committee needs to keep every single word. The Committee can chose to start from scratch and take out what is they are not in agreement with, did start editing the document, instead of wasting more time on “how to get started.” We can remove and add as we decide, it doesn’t have to start. • Duane- asked for a nomination for a Chair of the Committee. • Sam- Meghan • Gina- Meghan • Duane- agreed and turns over the ad hoc Committee to the new Chair, who was just appointed by the full AD HOC BYLAWS COMMITTEE, and accepted by Meghan Cullen. The new Chair will select a Vice Chair. Both Duane and Sam volunteered. Duane declined and agreed for Sam to be the Vice Chair. 	
<p>V. The AD HOC BYLAWS COMMITTEE members appointed Meghan Cullen, as the Chair of the ad hoc Bylaws Committee, both Sam and Duane volunteered to be the Vice Chair of the Committee, Duane withdrew and it was decided that Sam would be the Vice Chair of the Committee. Duane motion, Gina seconded.</p> <ul style="list-style-type: none"> • VOTE: 4-0-0 • Present- YAYS: Duane, Gina, Sam, Meghan, • NAYS: none ABSTAIN: none • ABSENT: none 	

<p>VIII. Duane motioned for the “Ad Hoc Bylaws Committee” to set a date to finalize the new bylaws, suggested within 90 days</p> <ul style="list-style-type: none"> • Gina/Sam- agreed that it will not be completed in 90 days • Gina- not all the bylaws need to be changed. Recognizes that there are changes that are needed, but does not believe that it will take an entire year to complete, nor 90 days. Suggests to get started, first, and to see how it • Sam- It is reasonable to come up with a deadline after the Committee has met at least, three to four times, to get an idea. • EA/Liza-Duane- the draft has to be presented to the Executive Committee, the full Commission, County Counsel and the Board of Supervisors. • Duane- after the Committee puts the document together, and then pushes it through, because the next steps do take an extended period of time. • Sam- the previous process took a couple of months before approval was received. • Duane- the most recent changes, to the bylaws, took County Counsel, almost a year to respond. This update will take even longer. • Meghan- Wants the Committee to start as soon as possible. Assigned Committee members to review the first four articles, of the proposed document, and to edit and/or remove wording as deemed appropriate and be ready to discuss at the next meeting. The Chair will research the bylaws of other counties. • Originally agreed to start on Monday, July 31, 2017 but not enough time was allowed to post the agenda. New date and time was agreed for the following week to adhere to the Brown Act Regulations. 	<p>*Next meeting was set for Monday, August 7 at 2:45pm at 1340 Arnold Drive, Suite 200 in Martinez, large conference room</p> <p>*EA/Liza- will check to see if the Administrative offices large conference room is available for the meeting and reserve.</p> <p>*Chair will provide an agenda for the EA/Liza to post</p>
<p>IX. Adjourn Meeting The meeting was adjourned at 5:17pm.</p>	

Respectfully submitted,
Liza Molina-Huntley
Executive Assistant to the Mental Health Commission
CCHS Behavioral Health Administration
FINAL MINUTES APPROVED 9/14/17