

# **BY-LAWS**

## **CoastalCare**

### **ARTICLE I**

#### **Name, Creation, and Purpose**

**Section 1. Name of Area Authority**

CoastalCare is the name of the multi-county Area Authority created to assist individuals with a need for mental health, developmental disability, and/or substance abuse services in the catchment area of Brunswick, Carteret, New Hanover, Onslow, and Pender Counties of North Carolina (the "Area Authority"). The Area Authority is a local political subdivision of the State of North Carolina.

**Section 2. Creation of the Area Authority**

The Area Authority was formed by the boards of county commissioners of Brunswick, Carteret, New Hanover, Onslow, and Pender Counties and has been approved by the Secretary of the North Carolina Department of Health and Human Services (NC DHHS).

**Section 3. Purpose of the Area Authority**

By virtue of powers contained in Chapter 122C of the North Carolina General Statutes, the Area Authority serves as a comprehensive planning, budgeting, implementation, and monitoring entity for community based mental health, developmental disabilities, and substance abuse programs in the catchment area of the Area Authority. The Area Authority shall operate as the Local Management Entity (LME).

### **ARTICLE II**

#### **Area Board**

Except as otherwise provided by law or these By-Laws, CoastalCare shall be governed by the Area Board. All powers, duties, functions, rights, privileges, or immunities conferred on the Area Authority may be exercised by the Area Board. The size, composition, and tenure of the Area Board shall be consistent with Chapter 122-C of the North Carolina General Statutes.

**Section 1. Responsibilities of Area Board**

The Area Authority shall do all of the following through the Area Board:

- (1) Engage in comprehensive planning, budgeting, implementing, and monitoring of community-based mental health, developmental disabilities, and substance abuse services.
- (2) Ensure the provision of services to clients in the catchment area, including clients committed to the custody of the North Carolina Department of Juvenile Justice and Delinquency Prevention (NC DJJDP).
- (3) Determine the needs of the Area Authority's clients and coordinate with the NC DHHS Secretary and with the NC DJJDP the provision of services to clients through area and state facilities.
- (4) Develop plans and budgets for the Area Authority subject to the approval of the Secretary. The Area Authority shall submit the approved budget to the boards of county commissioners and the county managers of the represented counties and provide quarterly reports on the financial status of the program.
- (5) Assure that the services provided by the represented counties through the Area Authority meet the rules of the North Carolina Commission for Mental Health, Developmental Disabilities, and Substance Abuse Services and the NC DHHS Secretary.
- (6) Comply with federal requirements as a condition of receipt of federal grants.
- (7) Appoint an Area Director in accordance with N.C. General Statute 122C-121(d). The appointment is subject to the approval of the boards of county commissioners of the represented counties, except that one of more boards of county commissioners may waive its authority to approve the appointment. The appointment shall be based on a selection by a Search Committee of the Area Authority Board. The Search Committee shall include consumer board members, a county manager, and one or more county commissioners. The NC DHHS Secretary shall have the option to appoint one member to the Search Committee.
- (8) Develop and submit to the board of county commissioners of the represented counties for approval; the business plan required under G.S. 122C-115.2. The boards of county commissioners of the represented counties shall jointly submit one approved business plan to the NC DHHS Secretary for approval and certification.
- (9) Perform public relations and community advocacy functions.
- (10) Recommend to the boards of county commissioners of the represented counties the creation of local program services.
- (11) Submit to the NC DHHS Secretary and boards of county commissioners of the represented counties, service delivery reports on a quarterly basis that assess the quality and availability of public services within the Area Authority's catchment area. The service delivery reports shall include the types of services delivered, number of recipients served, and services requested but not

delivered due to staffing, financial, or other constraints. In addition, at least annually, a progress report shall be submitted to the NC DHHS Secretary and the boards of county commissioners of the represented counties. The progress report shall include an assessment of the progress in implementing local service plans, goals, and outcomes. All reports shall be in a format and shall contain any additional information required by the Secretary or boards of county commissioners.

- (12) Comply with any applicable: (i) laws and regulations and (ii) rules adopted by the Secretary for the development and submission of, and compliance with, the Area Authority Business Plan.
- (13) Coordinate with Treatment Accountability for Safer Communities for the provision of services to criminal justice clients.
- (14) Maintain a 24-hour a day, seven days a week crisis response service to include telephone and face-to-face capabilities.
- (15) Establish technical and professional standards for personnel which must be approved by the Department of Human Resources. For purposes of personnel administration, Chapter 126 of the General Statutes applies unless otherwise provided in the statutes.
- (16) Appoint a budget officer to serve at the pleasure of the Area Board pursuant to N.C. General Statutes 159-9.
- (17) Appoint a finance officer to serve at the pleasure of the Area Board pursuant to N.C. General Statutes 159-24.

## Section 2. **Appointment**

Members of the Area Board shall be appointed in a manner consistent with Chapter 122C of the North Carolina General Statutes as follows: one-fifth (1/5) by the Brunswick County Board of Commissioners, one-fifth (1/5) by the Carteret County Board of Commissioners, one-fifth (1/5) by the New Hanover County Board of Commissioners, one-fifth (1/5) by the Onslow County Board of Commissioners, one-fifth (1/5) by the Pender County Board of Commissioners. The board of commissioners from each represented county shall appoint one county commissioner from their membership to be a member of the Area Board. In addition, the board of commissioners of each represented county shall appoint three (3) additional individuals to represent that county as a member on the Area Board. Accordingly, each represented county shall have equal representation on the Area Board.

Members of the Board who are county commissioners shall serve in an ex officio capacity.

Any vacancy on the Area Board occurring prior to the expiration of the term of office shall be filled by the board of commissioners of the county that made the original appointment. Vacancies on the Area Board shall be filled before the end of the term of the vacating member or within ninety (90) days of the event creating the vacancy, whichever occurs first, and such appointment shall be valid for the remainder of the unexpired term.

Section 3. **Removal**

A member may be removed with or without cause by the board of county commissioners that made the appointment.

Section 4. **Attendance**

Failure of a member of the Area Board to attend at least three (3) scheduled meetings of the Area Board in any twelve (12) month period, without justifiable excuse, shall be reported by the Area Board Chairperson to the appointing authority for consideration as cause for removal and replacement. The appointing authority shall notify the Area Board in the event it elects to remove and replace such individual. Justifiable excuse is any excuse deemed to be as valid and satisfactory in the sole discretion of a majority of the Executive Committee of the Area Board. Ex-officio members of the Area Board are not bound by this requirement.

Section 5. **Size of Area Board**

The Area Board shall consist of twenty (20) members with equal representation from each county in the catchment area.

Section 6. **Limitation on Representation on Board**

No more than fifty (50) percent of the members of the Area Board shall represent the following.

- (a) A physician licensed under Chapter 90 of the General Statutes to practice medicine in North Carolina who, when possible, is certified as having completed a residency in psychiatry.
- (b) A clinical professional from the fields of mental health, developmental disabilities, or substance abuse.
- (c) A family member or an individual from a citizen's organization representing the interests of individuals with mental illness and developmental disabilities, and in recovery from addiction.
- (d) Openly declared consumers with mental illness and with developmental disabilities and in recovery from addiction.

The remaining members shall include: At least two individuals with financial expertise, one county commissioner from each county in the catchment area, an individual with expertise in management or business, and an individual representing the interest of children.

Consideration should be given to the following factors for representation on the Area Board:

- (a) Sufficient citizen participation;
- (b) Representation of the disability groups; and
- (c) Equitable representation of participating counties.

Section 7. **Terms**

Except as otherwise provided by law of these By-Laws, the term of a member on the Area Board shall be for a period of three (3) years. Provided, however; upon the initial formation of the Area Board, members other than county commissioners or county managers (if any) shall be appointed as follows: one-third (1/3) for one year, one-third (1/3) for two years, one-third (1/3) for three years. Members other than county commissioners or county managers shall not be appointed for more than two (2) consecutive terms.

Except as otherwise provided by law or these By-Laws, a term of membership on the Area Board shall begin on July 1 of the year of appointment and end on June 30<sup>th</sup> of the year of expiration, unless the member dies, resigns, or is removed from the Area Board, or the member is replacing someone who has died, resigned, or been removed.

The term of a member of the Area Board who is a county commissioner or county manager (if any), who is appointed to serve in such individual's official capacity, shall not extend beyond that individual's term as a county commissioner or county manager.

Section 8. **Conditions for Area Board Membership**

- (a) A member of the Area Board shall disclose if such member is related to any staff of the Area Authority. A member of the Area Board shall disclose if such individual works for (as an employee or independent contractor) or is an immediate family member of an individual who works for a provider with an existing contract with the Area Authority. An Area Board member shall not allow his or her personal interests (including professional affiliation) to result in a situation that causes him or her to have a conflict of interest. If, in the course of the members' service, any issue develops that could result in such member having a conflict of interest, clear disclosure of the relationship shall be made to the Area Board by the member. By law, Area Board members are prohibited

from having any direct or indirect personal gain by favor of services or financial gain from any business transactions, assets, or leases of property with the Area Authority. Area Board members shall recuse themselves from any deliberations in respect to a matter for which the member has a conflict of interest.

- (b) All Area Board members shall be residents of a county in the Area Authority's catchment area. If an Area Board member relocates legal residence outside of said counties, his/her membership shall automatically terminate.
- (c) No employee, consultant, or person otherwise employed or reimbursed by the Area Authority shall be a voting member of the Authority Board or its committees.
- (d) All members of the Area Board shall receive initial orientation on responsibilities and training in fiscal management, budget development, and fiscal accountability. An Area Board members' refusal to participate in training shall be grounds for removal from the Board.

**Section 9. Compensation of Area Board Members**

- (a) Area Board members may receive as compensation for their services, per diem and a subsistence allowance for each day during which they are engaged in the official business of the Area Board. The amount of the per diem and subsistence allowances shall be established by the Area Board and the amounts shall not exceed those authorized by N.C. General Statute 138-5 for state boards. Members shall receive \$50 for attending meetings on behalf of the Area Authority.
- (b) Area Board members may be reimbursed for all necessary Area Authority business related travel expenses, registration fees, and mileage as approved by the Area Board.

**ARTICLE III**

**Meetings of the Area Board**

**Section 1. Regular Meetings**

Regular meetings of the Area Board shall be held at a location and time designated by the Chairperson of the Area Board. Notice of the date, time, and place shall be sent to each Area Board member in the form of a monthly Area Board agenda prior to the date of the meeting. Typically, regular meetings of the Area Board shall occur on a monthly basis, but in no event shall the Area Board have fewer than six (6) regular meetings in a calendar.

Section 2.

**Special Meetings**

Special meetings of the Area Board shall be held at a location and time designated by the Chairperson of the Area Board. In addition, in the absence of action by the Chairperson of the Area Board to schedule a special meeting within forty-eight (48) hours after having received a written request to do so, a special meeting of the Area Board may be held at a location and time designated by written notice of at least three members of the Area Board. Advance notice of special meetings shall be sent to all members of the Area Board.

Section 3.

**Quorum**

A quorum shall exist when there is a majority of members of the Area Board present at an official meeting.

Section 4.

**Conduct of Area Board Meetings**

Area Board meetings shall be conducted under parliamentary procedures as described in Roberts Rules of Order, or in some other appropriate manner adopted by resolution of the Area Board.

Section 5.

**Order of Business**

Generally, the Chairperson of the Area Board (or his/her designee) shall preside over the conduct of any meeting of the Area Board. The ordinary order of Area Board business shall be conducted as follows:

Call to Order

Public Comment

Approval of Minutes of Last Meeting

Area Board Chairperson's Report

Report of Committees

Report of Area Director

Old Business

Adjournment

Whenever appropriate and desirable, the Area Board member responsible for presiding over a meeting of the Area Board may conduct the meeting in an alternative manner, not inconsistent with law.

Section 6.

**Minutes**

Unless an appropriate exception exists, a complete and accurate record of all Area Board meetings of the Area Board shall be maintained in the form of written minutes. These minutes shall be kept on file and made available for inspection upon request to

interested members of the community or to the North Carolina Division of Mental Health, Developmental Disabilities, and Substance Abuse Services.

Copies of the minutes of Area Board meetings shall be routinely sent to the Area Board members.

Section 7. **Participation by Telephone or Electronic Means**

Upon the advance approval of the Chairperson of the Area Board, members of the Area Board may be allowed to participate in any Area Board meeting by electronic means; including but not limited to a conference call, so long as the individual would otherwise have been entitled to participate in the Area Board meeting, or any portion of the Area Board meeting, if the individual was physically present. Individuals participating by electronic means are counted as though they are physically present and may conduct the meeting, deliberate, take action, or otherwise participate in the business of the Area Authority as if they were physically present. Any Area Board member attending a meeting by electronic means shall be identified in the minutes of the meeting as having participated electronically.

Section 8. **Open Meetings**

Meetings of the Area Board are governed by the N.C. Open Meetings Laws and shall be advertised by means sufficient to allow for public attendance and involvement. The Area Board shall allocate time at the beginning of each regular meeting of the Area Board for public comment.

ARTICLE IV  
Area Director

Section 1. **Appointment**

The Area Board shall appoint the Area Director.

- (a) The Area Director is an employee of the Area Board and shall be appointed in accordance with N.C. General Statute 122C-117(7). The Area Director is the administrative head of the Area Authority.
- (b) The Area Board shall evaluate annually the Area Director for performance based on criteria established by the Area Board. In conducting the evaluation, the Area Board shall consider comments from the various boards of county commissioners of the counties of the catchment area of the Authority.
- (c) In addition to the duties under N.C. General Statute 122C-111, the Area Director shall:

- (1) Appoint and supervise Area Authority staff.
  - (2) Administer Area Authority services.
  - (3) Develop the budget of the Area Authority for review by the Area Board.
  - (4) Provide information and advice to the boards of county commissioners of the counties of the catchment area of the Authority.
  - (5) Act as liaison between the Area Authority and the NC Division of Mental Health, Developmental Disabilities, and Substance Abuse Services.
- (d) Except when specifically waived by the NC DHHS Secretary, the Area Director shall meet the following minimum qualifications:
- (1) Master's degree;
  - (2) Related experience; and
  - (3) Management experience.

**Section 2. Role of the Area Director**

The Area Director shall be responsible for the appointment of staff, for implementation of the policies and procedures of the Area Board, for compliance with the rules of the Commission for Mental Health, Developmental Disabilities, and Substance Abuse Services and the Secretary of Human Resources, and for supervision of all staff and programs.

**Section 3. Specific Duties of the Area Director**

- (a) The Area Director serves as the Chairperson of the Management Team, which assists in management of the overall program.
- (b) The Area Director annually proposes a budget for the Area Board's approval showing the expected receipts and expenditures.
- (c) The Area Director recommends to the Area Board program priorities, taking into consideration both the needs within the community and the overall objectives as established by the Area Board and by the NC DHHS.
- (d) The Area Director exercises leadership, delegating to component program directors and senior staff, responsibility for administering specific program areas.
- (e) The Area Director establishes a climate in which personnel participates in decision making and in shared responsibility for program planning, development, and implementation.
- (f) Except as otherwise provided by law or these By-Laws, the Area Director is responsible for selecting, supervising, and discharging, if necessary, all Area Authority employees.
- (g) The Area Director shall be a non-voting ex-officio member of all standing Area Board committees, with the exception of the Nominating Committee.
- (h) The Area Director shall submit regularly to the Area Board and/or its Committees, periodic reports showing the professional services and the financial

activities of the Area Authority, and shall prepare and submit any special reports that may be requested by the Area Board.

- (i) The Area Director shall attend or be represented at all meetings of the Area Board and its committees except the Nominating Committee and except when the Board reviews the salary of the Area Director for the purpose of recommendations to the Area Board.
- (j) The Area Director shall assure compliance with program standards of the NC DHHS.
- (k) The Area Director shall perform any other duty that may be necessary in the best interest of the program.
- (l) The Area Director shall delegate executive authority in his/her absence.

**Section 4. Residency Requirement of the Area Director**

The Area Director must reside within the five county catchment area of the Area Authority.

**Section 5. Evaluation of the Area Director**

The Area Board shall evaluate the Area Director annually. In conducting the evaluation, the Area Board shall consider comments from the boards of county commissioners of the counties in the catchment area of the Area Authority. The Area Board shall evaluate, but not be limited to, the Area Director's performance in each of the following areas:

- (a) Relationship with the Area Board and CFAC,
- (b) Relationship with the community and with local and state officials,
- (c) Encouraging consumer/family involvement in system management activities including but not limited to: program development, quality management, and community development,
- (d) Recruiting, monitoring, and maintaining effective relationship with qualified providers of services,
- (e) Management of human resources,
- (f) Demonstration of leadership skills.

The evaluation shall be reviewed with the Area Director and a signed copy placed in the employee personnel file.

**ARTICLE V**  
**Standing Committees**

Section 1. **Appointment of Standing Committees**

All standing committees and the chairman of each, as specified under this Article, shall be designated by the Area Board Chairperson. The Area Board Chairperson, county commissioner members of the Area Board, and Area Director are ex-officio members of all Area Board committees.

Section 2. **Nominating Committee**

The Area Board Chairperson shall appoint in May of each year, a Nominating Committee consisting of at least five members from the Area Board, one from each county in the Area Authority's catchment area. The members of this committee shall compile a slate of nominees for Area Board officers to be presented to the Area Board for their consideration and approval at the June meeting.

Section 3. **Finance Committee**

The Area Board Chairperson shall appoint a Finance Committee composed of the Treasurer of the Area Board and at least five (5) Area Board members, one from each county in the catchment area of the Area Authority, which shall meet at least six (6) times per year to review the financial strength of the Area Authority. The Finance Officer shall also be a non-voting ex-officio member of the Finance Committee. At least two of the Finance Committee members shall have expertise in budgeting and fiscal control.

- (a) The Finance Committee shall review and make recommendations concerning the preparation of the Area Authority budget and budget amendments to be presented to the Area Board for approval.
- (b) The Finance Committee shall, during the year, receive and review regular finance reports concerning the fiscal status of the Area Authority. The committee shall inform the Area Board of any financial issues and a status report of the agency's financial health.
- (c) The Finance Committee shall, after the annual audit is completed, meet with the auditor to review the audit findings, financial statements, and management letter if one accompanies the audit.
- (d) Makes recommendation to the Area Board regarding the firm to complete the annual independent audit.
- (e) Recommends the schedule for re-bidding of the annual independent audit.

Section 4. **Quality Management Committee**

The Area Board Chairperson shall appoint five or more members of the Area Board, with at least one from each county in the catchment area of the Area Authority, to the Quality Management Committee which shall be charged with assessing the Quality

Management functions and/or services of both the system of care and the Area Authority.

The responsibilities of the Quality Management Committee shall include assessing and making recommendations in regards to:

- (a) Service array, including gaps in services and needed new services;
- (b) The accessibility, safety, and efficacy of services;
- (c) Regulatory compliance;
- (d) Risk management;
- (e) Quality process facilitation;
- (f) Provider monitoring, evaluation, and enforcement;
- (g) Customer services/satisfaction (consumers/providers/stakeholders);
- (h) Performance agreements, outcomes, and corrections;
- (i) Continuous quality improvement.

The committee shall receive regular reports from the Area Director or his/her designee. The frequency and content of these reports shall be determined by the committee in conjunction with the Area Director and Area Board.

The committee shall meet on a frequency which is sufficient to carry out the duties and scope of their responsibilities.

#### Section 5. **Human Rights Committee**

The Human Rights Committee shall be comprised of up to seven (7) individuals. At least four (4) committee members shall be consumers or family members representing mental health, developmental disabilities, and substance abuse areas and developmental disabilities in combination with a mental health or substance abuse diagnosis. Two committee members shall be members of the Area Board (one of whom shall serve as committee chairperson). The Area Board members shall be appointed by the Chairperson of the Area Board. No employee of the Area Authority or its contract agencies shall serve on the committee.

The Human Rights Committee is constituted as a committee of the Area Board and shall serve in an advisory capacity to the Area Board.

The purpose and responsibilities of the Human Rights Committee shall be:

- (1) To oversee the implementation of and assure compliance of all applicable client rights, rules, and statutes, (G.S. 122C, Article 3);
- (2) To monitor the effectiveness of methods and procedures utilized by the Area Authority and its contract agencies for protecting client rights;

- (3) To monitor and evaluate the utilization of seclusion, restraint, isolation, and time out, protective devices, and any other restrictive interventions;
- (4) To establish a review procedure for client grievances, alleged client rights violations including allegations of abuse, neglect, or exploitation; failure to provide needed services which are available in the Area Authority and concerns regarding the use of restrictive procedures;
- (5) To ensure that adequate mechanisms are established for monitoring and evaluating restrictive interventions which are planned. An Intervention Advisory Committee which shall be comprised of members of the Human Rights Committee, shall review planned interventions on a case-by-case basis;
- (6) To receive and review reports from Human Rights Committees of the contract agencies and the Intervention Advisory Committee established by the authority or its contract agencies;
- (7) To insure that periodic audits of the implementation of client rights in the Area Authority and its contract agencies are conducted and to make recommendations to the Area Board based upon these audits.

**Section 6. Executive Committee**

The Area Board shall establish an Executive Committee. This committee is empowered to act on behalf of the Area Board between meetings or in emergency situations in carrying out the normal, necessary, and routine functions of the Area Board. The Executive Committee shall report all actions taken, and receive the approval of the full Area Board at the Area Board's next regularly scheduled meeting. These actions shall also be documented through an official written set of committee meeting minutes.

The Executive Committee shall meet only as necessary, or as called by the Area Board Chair or designee. The Executive Committee of the Area Board shall include the Chairperson, the First Vice Chairperson, the Second Vice Chairperson, the Treasurer and the Secretary. The Executive Committee may also include other Area Board members, appointed by the Area Board Chairperson, as necessary.

**Section 7. Policy Committee**

The Policy Committee shall be comprised of at least one individual from each county in the catchment area of the Area Authority. This committee shall review all proposed new policies, proposed changes to existing policies, and conduct the required Annual Review. The committee shall make recommendations to the full Area Board regarding adoption of the proposed policy or change. The committee shall meet on a frequency as deemed necessary by the committee but normally would meet during, but prior to, the month in which there is a scheduled Area Board meeting. The Chairperson of the

Area Board shall appoint all members of the committee and shall designate one individual as the Chairperson of the committee. The committee shall make any necessary report at a regular meeting of the Area Board.

Section 8. **Minutes of Committee Meetings**

Minutes of Area Board committee meetings shall be maintained in a similar fashion as meetings of the Area Board.

ARTICLE VI  
Officers of the Area Board

Section 1. **Officers**

The officers of the Area Board shall be a Chairperson, a First Vice Chairperson, a Second Vice Chairperson, and a Treasurer, each of whom shall be a resident of a different county of the catchment area of the Area Authority, and who shall be elected by the Area Board from among its members. In addition, the Area Board may either elect a Secretary from its members or alternatively, the Area Board may appoint an employee of the Area Authority to serve as Secretary to the Area Board. Officers shall serve for a one year term beginning on July 1 and ending on June 30 of the following year.

After January 1, 2013, in order to be eligible for the office of Chairperson, an Area Board member shall have served a term as Vice Chairperson. Only a duly appointed member of the Area Board is eligible for nomination and election as an officer, except that an Area Authority employee may be selected as Secretary to the Area Board.

An Area Board member may be re-elected to serve no more than two consecutive terms as an officer.

Section 2. **Election of Officers**

Election of officers shall take place at the last regular meeting of the Area Board preceding the beginning of the new fiscal year. A slate of nominees for each office shall be submitted to the Area Board at its regular meeting by the Nominating Committee. Additional nominations may be made from the floor provided the consent of the nominee to serve if elected has been secured. Election shall be accomplished by a simple majority of the members present at the meeting, provided a quorum was established.

Section 3. **Vacancies**

Any vacancy in office to the Area Board shall be filled through nomination and election of a replacement at a regularly scheduled or special meeting of the Area Board, with appropriate advance notice to all members of the Area Board regarding the need to fill the vacancy.

Section 4. **Bonds**

The Area Board may by resolution require any officer, agent, or employee of the Area Authority to give bond to the Area Authority, with sufficient securities, conditioned on the faithful performance of the duties of their respective office or position, and to comply with such other conditions as may from time to time be required of the Area Board.

ARTICLE VII  
Duties of Officers

Section 1. **Duties**

The officers shall perform the duties as prescribed by these By-Laws.

Section 2. **Duties of Chairperson**

The Chairperson shall preside at all meetings of the Area Board and shall be an ex-officio member of all committees except the Nominating Committee. The Chairperson shall appoint all committee chairmen and committee members which include ad hoc committees. The Chairperson is the Area Board's representative in dealing with the Area Director on a day-to-day basis. The Chairperson is responsible for the development of the annual performance appraisal of the Area Director in consultation with the other Area Board members. The Chairperson is authorized to sign on behalf of the Area Board such documents as necessary for the transaction of Area Board business.

Section 3. **Duties of Vice-Chairperson(s)**

In the absence or inability of the Chairperson to discharge the duties of the office, such duties shall be performed by the First Vice-Chairperson with all such powers and restrictions of the office assumed. In the absence or inability of both the Chairperson and the First Vice Chairperson to discharge the duties of the office, such duties shall be performed by the Second Vice Chairperson with all such powers and restrictions of the office assumed.

Section 4. **Duties of the Secretary**

The Secretary shall keep minutes of all meetings of the Area Board and shall attest to the accuracy of the minutes. The Secretary will attend all meetings of the Area Board for this purpose.

Section 5. **Duties of Treasurer**

The Treasurer shall be Chairman of the Finance Committee.

Section 6. **Other Officers**

As required by N.C. G.S. 159, the Area Board shall appoint a Budget Officer and Finance Officer. The Area Board may impose these duties on any member of its Governing Board or any other officer or employee.

## ARTICLE VIII

### Funding

Section 1. **Depositories**

All revenues belonging to the Area Authority will be deposited to the credit of the Area Authority in a depository bank(s) designated by the Area Board.

Section 2. **Reports**

Periodically as specified by the Secretary of NC DHHS by rule, the Area Authority shall provide the Secretary of NC DHHS and the board of commissioners of the counties in the catchment areas of the Area Authority, with budget reports and annual audit reports prepared by an independent certified public accountant and such other reports as required.

All Area Authority checks will be signed by the Area Authority Finance Officer and countersigned by the Area Board Chairperson.

## ARTICLE IX

### Ownership of Property

Section 1. **Real Property**

Except as otherwise allowed by law, pursuant to N.C. G.S. 122C-147, title to real property purchased for use by the Area Authority shall be held by the county where the property is located.

Section 2. **Equipment – Personal Property**

Title to personal property and the authority to acquire, lease, or mortgage same shall be held by the Area Authority.

Funding for the Area Authority's acquisition and/or use of equipment for the operation of programs may come from local, state, federal, or donated funds, including any combination thereof.

ARTICLE X

Amendment of By-Laws

These By-Laws may be amended at a regular or special meeting of the Area Board by majority vote of those members present, provided a quorum was established, and provided a copy of proposed amendments was sent to each Area Board member at least one week prior to the meeting.

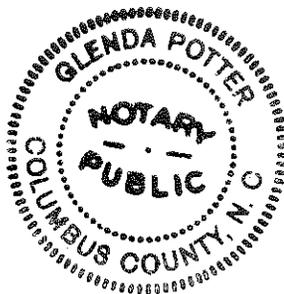
After December 1, 2012, these By-Laws may be amended at a regular or special meeting of the Area Board by a two-thirds (2/3) majority vote of those members present, provided a quorum was established, and provided a written copy of proposed changes has been sent to each Area Board member at least two (2) weeks prior to the meeting.

By-Laws revised, adopted, and/or amended by official action of the Area Board in regular session on March 22, 2012.

  
Dorothy Childress, Chairperson

Attested to this 16<sup>th</sup> day of August 2012.

Seal



  
Glenda Potter, Clerk to the Area Board  
*Commission Expires October 2, 2015*

8-16-12