

BYLAWS OF THE KANSAS CITY, MISSOURI, HEALTH COMMISSION

TABLE OF CONTENTS

| | |
|---|----|
| Purpose | 3 |
| Vision Statement | 3 |
| Mission Statement | 3 |
| Article I. Organization of the Commission | 3 |
| <input type="checkbox"/> Section 1. Maximum Membership | 3 |
| <input type="checkbox"/> Section 2. Standing Committees | 3 |
| Article II. Membership of the Commission | 4 |
| <input type="checkbox"/> Section 1. Eligibility and Procedures | 4 |
| <input type="checkbox"/> Section 2. Terms of Appointment | 4 |
| <input type="checkbox"/> Section 3. Responsibilities of Commissioners | 4 |
| <input type="checkbox"/> Section 4. Commission Co-Chairs | 4 |
| <input type="checkbox"/> Section 5. Commission Vice Chair | 5 |
| <input type="checkbox"/> Section 6. Appointments | 5 |
| <input type="checkbox"/> Section 7. Terms of Office | 5 |
| <input type="checkbox"/> Section 8. Commission Committees | 5 |
| Article III. Attendance and Removal of Commissioners | 7 |
| <input type="checkbox"/> Section 1. Health Commission Members | 7 |
| <input type="checkbox"/> Section 2. Executive Committee Members | 8 |
| <input type="checkbox"/> Section 3. Removal of Commissioners | 8 |
| <input type="checkbox"/> Section 4. Prior Written Notification | 8 |
| <input type="checkbox"/> Section 5. Commissioner Response | 8 |
| <input type="checkbox"/> Section 6. Notification of Absence and Excused Absences | 8 |
| Article IV. Report to the Mayor and City Council | 8 |
| Article V. Resolutions to the Mayor and Council | 8 |
| <input type="checkbox"/> Section 1. Authority to Issue | 8 |
| <input type="checkbox"/> Section 2. Resolution Origin | 8 |
| Article VI. Public Statements | 9 |
| Article VII. Meetings | 9 |
| <input type="checkbox"/> Section 1. Commission Meetings..... | 9 |
| <input type="checkbox"/> Section 2. Committee Meetings | 9 |
| <input type="checkbox"/> Section 3. Open Meetings | 9 |
| Article VIII. Standing Committees | 10 |
| Article IX. Membership Requirements and Organization of the Standing Committees | 10 |
| <input type="checkbox"/> Section 1. Committee Membership Eligibility and Admissions Procedure | 10 |

| | |
|---|-----------|
| <input type="checkbox"/> Section 2. Terms of Office | 10 |
| <input type="checkbox"/> Section 3. Committees May Designate Sub-Committees | 10 |
| <input type="checkbox"/> Section 4. Policies and Procedures of Committees | 10 |
| <input type="checkbox"/> Section 5. Attendance and Removal of Community Health Advisors | 11 |
| Policies and Procedures – Commissioners and Community Health Advisors | 11 |
| Article X. Conflict of Interest..... | 11 |
| <input type="checkbox"/> Section 1. Participation | 11 |
| <input type="checkbox"/> Section 2. Voting..... | 11 |
| Article XI. Amendments to the Bylaws..... | 12 |
| <input type="checkbox"/> Section 1. Proposed Amendments..... | 12 |
| <input type="checkbox"/> Section 2. Amendment Procedure..... | 12 |
| <input type="checkbox"/> Section 3. Ambiguity to Bylaws | 12 |
| <input type="checkbox"/> Section 4. Effective Date..... | 13 |

Purpose

The Health Commission was authorized on April 19, 2001, through Resolution # 010601 of the city of Kansas City, Missouri, and modified on October 27, 2005 by ordinance # 051261, which charges the Health Commission with providing structure and oversight for the development, implementation, and evaluation of a Community Health Plan for Kansas City.

Other purposes of the Commission include:

1. Aiding in the development of prevention and risk reduction strategies;
2. Ensuring ongoing, systemic modifications that provide increased access and improved care;
3. Ensuring current policies, resources, and infrastructures are strengthened and recommending the development of new policies, resources, and infrastructures, to prepare for and respond to new public health and health care concerns;
4. Ensuring the effective pursuit of good health as a basic human service for Kansas City (MO) residents and visitors; and
5. Advising the Mayor, City Council, City Manager, and Director of the Health Department, on public health matters and policies (pending advice from legal department).

Vision Statement

To promote a community health system that improves access to health care, reduces health disparities, and improves health outcomes for all residents.

Mission

To achieve a city-wide collaboration and partnership of organizations and individuals to work together to build a healthier community.

The Health Commission

Article I. Organization of the Commission

Section 1. Maximum Membership.

The Health Commission shall consist of up to seventeen voting members appointed by the Mayor in consultation with the Director of Health.

Section 2. Standing Committees.

There shall be the following Standing Committees: (a) Minority Health and Health Equity, (b) Tobacco Use Reduction, (c) Health Planning, (d) Women's, Infants' and Children's Health, and (e) Budget and Contract Evaluation. Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 2

Article II. Membership of the Commission

Section 1. Eligibility and Procedures.

Membership shall be open to any person who has an interest in health improvement. Such persons shall submit a resume to the Nominating Committee. The Nominating Committee and the Health Department staff will review the resumes and report to the Mayor, who will make the final determination.

Section 2. Terms of Appointment.

To ensure both continuity of membership and regular introduction of new members, Commissioners will serve terms of three (3) years. Commissioners may be reappointed for a total not to exceed three (3) consecutive terms.

Section 3. Responsibilities of Commissioners.

3.1 "Each Commissioner will be responsible for maintaining an awareness of Kansas City Health issues as identified in the Commission's purpose, mission statement, and vision. Each Commissioner will seek out and have an understanding of current health issues in order to be able to speak clearly and effectively to the Mayor, City Council, Kansas City residents, and the media."

3.2. "Each Commissioner will be an active member in good standing on the Commission and at least one of its Standing Committees. (See Article IX, Section 5)"

Section 4. Commission Co-Chairs.

The Health Commission Co-Chairs shall consist of one (1) Commissioner and one (1) Kansas City Council member serving on a City Council Committee that oversees health issues. The Director of Health for Kansas City serves as a non-voting Ex-Officio Co-Chair.

4.1. Responsibilities of the Co-Chairs.

The Health Commission Co-Chairs shall:

- A. Preside at the Health Commission meetings in the following order,
Commissioner Co-Chair, City Council Co-Chair, Vice Chair, Immediate Past Co-Chair, Director of Health or his/her designee;

- B. Perform duties of Committee Co-Chairs in their absence, including authorization to convene a meeting of any committee;

- C. Select the person(s) to be the official spokesperson(s) and official Representative(s) of the Commission for any specific issue;

Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 3

D. Sign all appropriate official Health Commission documents; and

E. Serve as the only persons authorized to convene a meeting of the Health Commission or Executive Committee.

F. Provide public testimony on behalf of the Health Commission that is consistent with prior recommendations or resolutions of the Health Commission.

G. Perform other duties as deemed appropriate.

Section 5. Commission Vice Chair.

The Health Commission shall have one (1) Vice Chair.

Section 6. Appointments.

The Mayor shall appoint both Health Commission Co-Chairs and the Vice Chair.

Section 7. Terms of Office.

The term of office of the Health Commissioner co-chair who is not a council member will be two years. At the conclusion of his or her term of office, the Immediate Past Co-chair shall continue as a member of the Health Commission until the term(s) of the new Co-chair expires. If the Immediate Past Co-chair reaches the term limit established for Health Commissioners she/he shall become an ex-officio member of the Health Commission. The City Council co-chair serves at the pleasure of the Mayor.

The Vice Chair shall serve until he or she succeeds the current non-council member co-chair.

Section 8. Commission Committees.

8.1. Executive Committee:

8.1a. Membership.

This Committee shall consist of the Health Commission Co-Chairs, all currently seated Health Commissioners who are members of the City Council, Commissioner Co-Chairs for all Standing Committees and the Commission Vice Chair. The Health Director or his/her designee shall serve as an ex-officio member of the Executive Committee. The Immediate Past Co-Chair(s) of the Health Commission shall also serve as ex-officio members. Others may have a voice at the table, with the permission of at least one of the Health Commission Co-Chairs.

8.1b. Responsibilities.

Are as follows: Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 4

1. Act as the guiding body of the Health Commission; and, as such, may act on behalf of the Health Commission until its next meeting.
2. Establish additional standing committees, ad hoc work groups, committees and/or task forces as required to fulfill the purposes of the Health Commission; the existence of these ad hoc committees and taskforces will be subject to annual review.
3. Choose to serve as, or appoint not less than three (3) of its members to serve as the Nominating Committee. The Director of Health or his/her designee shall also serve as a member of the Nominating Committee. Nominations for new Health Commissioners may be submitted by anyone or as a self-nomination by interested persons. All nominations for Health Commission appointments will be reviewed by the Nominating Committee or the Executive Committee. Nominees that are approved by the Nominating Committee or Executive Committee will be forwarded to the full Health Commission for approval. Nominees approved by the Health Commission will be referred to the Mayor for further consideration, screening and possible appointment. In the absence of action by the Mayor within 45 days of referral, nominees approved by the Health Commission will be eligible to begin serving on the Health Commission pending final action by the Mayor.
4. Choose to serve as, or appoint not less than three (3) of its committee members to serve as the Bylaws Committee. The Director of Health or his/her designee shall also serve as an ex-officio member of the By-Laws Committee.
5. Establish and distribute an annual meeting schedule for the Health Commission and its committees to the Health Commission and all committee members.
6. Recommend to the commission actions to be taken in response to public health concerns.

8.1c Quorum.

Three (3) members of the Executive Committee will constitute a quorum.

8.2. Nominating Committee.

When appropriate, the Nominating Committee shall submit nominations for Committee Co-Chairs to the Executive Committee, in a timely manner. Health Commission By-Laws Created 1/22/2005

Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 5

8.3. Bylaws Committee.

The Bylaws Committee shall review the Bylaws annually. Recommendations for amendments shall be submitted to the Health Commission for approval by vote. The recommendations for amendments must be submitted in writing to the Executive Committee prior to submission to the Health Commission.

8.4. Policies and Procedures.

8.4a. Quorum.

Six (6) Commissioners will constitute a quorum.

8.4b. Motions Procedure.

Motions can be introduced and seconded by any Commissioner. Motions approved by a committee shall be considered properly introduced and do not require a second.

8.5. Voting.

8.5a. Voting Procedure.

Voting shall be by voice or a show of hands. Any voting Commissioner may call for a tally of voice or hand votes. An affirmative vote by a majority of members present is required to approve and pass a motion.

8.5b. Conference Call Voting.

Voting may take place by conference call, provided that everyone can hear each other and the public can participate. Votes taken in this manner shall be taken by roll call, with each member's vote recorded in the minutes. The voting members and the public must be notified twenty-four (24) hours in advance of the meeting. Only meeting notices posted with the Kansas City (MO) City Clerk's Office will constitute official public notice for any meeting of the Health Commission.

8.5c. Electronic Voting.

Electronic voting shall not occur except for special circumstances as determined by the Executive Committee. Such voting shall take place under the same rules regarding notice and recording of votes as outlined in Section 8.5b of this article.

Article III. Attendance and Removal of Commissioners

Section 1. Health Commission Members.

Health Commissioners shall attend 80% of all Commission meetings and 50% of all Standing Committees to which they are assigned. This is a mandatory requirement for service on the Commission. Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 6

Section 2. Executive Committee Members.

Executive Committee members are required to attend 50% of its meetings.

Section 3. Removal of Commissioners.

The Executive Committee shall recommend to the Mayor and Director of Health the removal of a Health Commissioner for failure to meet the attendance requirement or cause.

Section 4. Prior Written Notification.

The Executive Committee must inform the delinquent member in writing of consideration for removal at least thirty (30) days prior to action being taken.

Section 5. Commissioner Response.

Within ten (10) working days after the date the notification was sent, the delinquent member may provide a letter and/or request a discussion of attendance with the Executive Committee prior to action being taken on their membership status. If the member chooses to write a letter, it must be addressed to the Executive Committee; however, it must be sent to the Health Commission Liaison. The Executive Committee shall provide a response to the request for discussion within ten (10) working days from the date the request was received. The Executive Committee shall accept and act on any request for discussion. The Executive Committee will recommend to the Health Commission what action it deems advisable.

Section 6. Notification of Absence and Excused Absences.

Notification of absence to a Health Commission Co-Chair or Health Commission staff, at least twenty-four (24) hours prior to the start of a meeting shall be reported as excused.

Article IV. Report to the Mayor and City Council

The Health Commission shall provide an annual report of Health Commission activities to the Mayor and City Council. The annual report shall be provided no later than the end of February of the following calendar year.

Article V. Resolutions to the Mayor and Council

Section 1. Authority to Issue.

The Health Commission has the authority to develop and forward proposed resolutions on matters of concern to the health and the quality of life for Kansas City residents.

Section 2. Resolution Origin.

Proposed resolutions may be initiated by any committee of the Health Commission, the Executive Committee, or by five (5) or more Health Commission members. All resolutions must be authorized by a majority vote of the full Health Commission.

Health Commission By-Laws Created 1/22/2005
Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 7

Article VI. Public Statements

Section 1. Authority to Make Public Statements.

The Health Commission has authority to make public statements on matters of concern to the health and quality of life for Kansas City residents. All public statements must be authorized by a majority vote of the full Health Commission.

Article VII. Meetings

Section 1. Commission meetings.

1.1. Health Commission Regular Meetings.

The Health Commission shall meet at least nine (9) times per year but is encouraged to meet monthly to conduct the business of the Health Commission. Meetings of the Executive Committee may count for up to two (2) of the monthly Health Commission meetings.

1.2. Health Commission Special Meetings.

The Health Commission may from time to time schedule special meetings to expedite the business of the commission.

Section 2. Committee Meetings.

2.1. Meeting Frequency.

The committees, with the exception of any Ad Hoc Committees, Bylaws Committee, Nominating Committee, Legislative Committee, and Executive Committee, shall meeting eight (8) times per year but are encouraged to meeting monthly to conduct the business of the Committee.

2.2. Executive Committee Meetings.

The Executive Committee shall meet when necessary, as determined by the Health Commission Co-Chairs.

Section 3. Open Meetings.

All meetings of the Commission, including all committee, subcommittees, taskforce, and ad hoc work group meetings will be open to any interested person. Public notification will be posted at least twenty four (24) hours in advance of the meeting. Only meeting notices posted with the Kansas City (MO) City Clerk's Office will constitute official public notice for any meeting of the Health Commission. Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 8

Article VIII. Standing Committees

There shall be the following Standing Committees: (a) Minority Health and Health Equity; (b) Tobacco Prevention and Control; (c) Health Planning; (d) Women's, Infant's, and Children's Health; and (e) Budget and Contract Evaluation.

Article IX. Membership Requirements and Organization of the Standing Committees

Section 1. Committee Membership Eligibility and Admissions Procedure.

The Committees of the Health Commission (other than the Executive, Nominating, Bylaws, and Budget and Contract Evaluation Committees) shall consist of one or more Commissioners, one non-voting Health Department staff member, and no more than fifteen (15) Community Health Advisors, one of whom will serve as co-chair along with the Commissioner Co-Chair. Membership shall be open to any person who has an interest in health improvement. Such persons shall complete a membership application form. The Committee Co-Chairs and the Health Department staff will review the applications and report to the Executive Committee. The Executive Committee will make the final determination. The provisions in this section shall not apply to the terms of any Community Health Advisor appointed before January 2009. Community Health Advisors appointed before this date will complete their current term and may continue to serve for an additional year if the committee membership has not reached the limit established above.

Section 2. Terms of Office.

Community Health Advisors will serve a term of three (3) years. No Community Health Advisor can serve more than two (2) consecutive terms in that position. The provisions in this section shall not apply to the terms of any Community Health Advisor appointed before January 2009. Community Health Advisors appointed before this date will complete their current term and may continue to serve for an additional year if the committee membership has not reached the limit established in Article IX, Section 1 above.

Section 3. Committees May Designate Sub-Committees.

Any Standing Committee may establish its own subcommittees, ad hoc groups and/or task force as needed to fulfill its charge. One of the committee Co-Chairs shall inform the Commission of any subcommittees created during the Commission's next meeting.

Section 4. Policies and Procedures of Committees.

4.1. Quorum.

For the purposes of voting, three (3) members present will constitute a quorum. Health Commission

4.2. Voting.

Voting shall be by voice or a show of hands. Any committee member may call for a tally of voice or hand votes. An affirmative vote by a majority of members present is required to approve and pass a motion.

4.3. Committee Limitation.

The Standing Committees, including their established ad hoc groups, subcommittee, and/or task force, shall operate in accordance with the bylaws of the Health Commission.

Section 5. Attendance and Removal of Community Health Advisors.

5.1. Attendance.

All committee members, including Commissioners and Community Health Advisors, are required to attend at least 50 % of regularly scheduled committee meetings. Subcommittees and/or task forces are exempt from this requirement.

5.2. Removal of Members.

The Executive Committee may vote to remove a Community Health Advisor member for failure to meet the attendance requirement or cause.

5.3. Prior Written Notification.

The Executive Committee must inform the member in writing of consideration for removal at least thirty (30) days prior to action being taken.

5.4. Member Response.

Within ten (10) working days after the date that the notification was received, the delinquent member may provide a letter or/and request a discussion of attendance with the Executive Committee prior to action being taken on their membership status. If the member chooses to write a letter, it must be addressed to the Executive Committee; however, it must be sent to the Health Commission Liaison. The Executive Committee shall provide a response to the request for discussion within ten (10) working days from the date the request was received. The Executive Committee shall accept and act upon any request for discussion. The Executive Committee will notify the health Commission what action it has taken.

5.5 Notification of absence and excused absences.

5.5a. Notification of Absences

Notification to a Committee Co-Chair or Health Commission staff, within twenty-four (24) hours prior to the start of a meeting shall be reported as excused; and will not be counted as non-attendance. Each Health Commissioner and Community Health Advisor may receive no more than two (2) excused absences per year for Health Commission meetings or each committee of which he or she is a member. Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 10

5.5b. Excused Absences.

Excused absences must be reported to a Committee Co-Chair prior to the meeting, who in turn shall report the absence at the meeting for documentation in the minutes.

Policies and Procedures – Commissioners and Community Health Advisors

Article X. Conflict of Interest

Section 1. Participation.

Any Health Commissioner or Community Health Advisor must abstain (except to provide information) from participating in any continuing review of any project in which the member has a fiduciary or potential conflict of interest. The Health Commissioner or Community Health Advisor must announce the organization that he/she represents.

Section 2. Voting.

Any Health Commissioner or Community Health Advisor with a fiduciary or potential conflict of interest in an issue before the Health Commission or any committee must abstain from voting when

that issue is presented for vote. The Health Commissioner or Community Health Advisor must announce any conflict of interest.

Article XI. Amendments to the Bylaws

Section 1. Proposed Amendments.

Proposed amendments to these bylaws can be submitted by the Executive Committee, the Bylaws Committee or any five (5) Commissioners at any regular meeting. Any proposed amendments submitted in this fashion cannot be voted upon until the next regular meeting.

Section 2. Amendment Procedure.

These bylaws may be amended at any regular meeting of the Health Commission by a two-thirds vote of the members present, provided that the amendment has been submitted to the Health Commission in writing at least thirty (30) days prior to the meeting.

Section 3. Ambiguity to Bylaws.

Where an ambiguity exists in these By-Laws, a majority vote of members present will decide the question. Health Commission By-Laws Created 1/22/2005 Amended: 01/05/2007 & 07/06/2007 Revised & Adopted: 07/17/2006 & 12/11/2009 11

Section 4. Effective Date.

Amendments to these bylaws go into effect immediately after being passed by a two- thirds vote of the Commission.

Approved by a unanimous vote of the Health Commissioners at a legally constituted meeting of the Kansas City Health Commission, on December 11, 2009.

Revision Date: __ 12-11-2009 _____