

BYLAWS  
CENTRAL DISTRICT HEALTH BOARD OF HEALTH  
BOISE, IDAHO

PREAMBLE:

The purpose of these Bylaws is for the internal administration of the Central District Health Board of Health and is subject to the statutes and laws of the State Board of Health and Welfare.

SECTION 1: MEMBERS OF DISTRICT BOARD OF HEALTH:

The policies and business affairs of this organization shall be by a Board of Members pursuant to Idaho Code, Section 39-411.

All appointments to the District Board shall be confirmed by a majority vote of all the County Commissioners of all the counties located within the Public Health District. Vacancies shall be filled by the Boards of County Commissioners within the District, acting jointly, and confirmed for a term of five years, subject to reappointment. Three members shall be from Ada County, two from Elmore County, and one each from Valley County and Boise County. Vacancies for an unexpired term shall be filled for the balance of the unexpired term.

Terms of office for each District Health Board Member commence on July 1.

SECTION 2: DUTIES OF MEMBERS OF DISTRICT BOARD OF HEALTH:

The District Board shall have the control and policy setting functions of the District Health Agency operation. The members shall in all cases act as a Board, regularly convened, by a majority vote, adopt any such rules and regulations for the conduct of meetings and the operation of the Agency consistent with requirements of these Bylaws and laws of the State of Idaho.

SECTION 2.A: CONFLICTS OF INTEREST:

Conflicts of interest are governed by Title 59, Chapter 7 of the Idaho Code. "Conflict of interest" means any official action or any decision or recommendation by a member, the effect of which would be to the private pecuniary benefit of the member or a person in the member's household, or a business with which the member or a person in the member's household is associated, unless the pecuniary benefit arises out of the following:

- (i) An interest or membership in a particular business, industry, occupation or class required by law as a prerequisite to the holding by the member of the office or position;
- (ii) Any action in the member's official capacity which would affect to the same degree a class consisting of an industry or occupation group in which the member, or a person in the member's household or business with which the member is associated, is a member or is engaged;
- (iii) Any interest which the member has by virtue of their profession, trade or occupation where their interest would be affected to the same degree as that of a substantial group or class of others similarly engaged in the profession, trade or occupation;
- (iv) Any action by a member upon any revenue measure or any appropriation measure, when similarly situated members of the general public are affected by the outcome of the action in a substantially similar manner and degree.

A member shall not take any official action or make a formal decision or formal recommendation concerning any matter where they have a conflict of interest and has failed to disclose such conflict as provided in Section 59-704 of the Idaho Code. Disclosure of a conflict does not affect a public official's authority to be counted for purposes of determining a quorum and to debate on the matter, unless the public official requests to be excused from debate at their discretion. A member shall not be entitled to vote on any matter where they have a conflict of interest, regardless of whether they have disclosed such conflict in accordance with Section 59-704 of the Idaho Code.

### SECTION 3: APPOINTMENT OF A DISTRICT DIRECTOR:

The District Board of Health shall appoint a District Director who shall be the Secretary of the Board and Administrative Officer of the Board. The District Director shall serve at the pleasure of the Board, and shall be responsible for the internal administration of the Agency.

### SECTION 4: MEETINGS, NOTICE OF MEETINGS, QUORUMS:

Meetings, notice of meetings and quorums are established by Idaho Code, Section 39-412. The District Board shall hold such meetings as may be necessary for the orderly conduct of its business, and such meetings may be called upon seventy-two hours' notice by the Chair or a majority of the members.

Telephone or video conference meetings may be held providing proper advance notice is given. Four members shall constitute a quorum to transact routine business. In case there is less than a quorum present, a new meeting date will be set within fourteen days.

The Secretary of the Board shall be responsible for proper notification.

#### SECTION 5: SPECIAL MEETINGS OF DISTRICT BOARD OF HEALTH:

Special meeting may be called by the Chair or Secretary at any time, or by written request of three members of the District Board. No other business except that called for will be transacted at a special meeting.

#### SECTION 6: CHAIR, VICE-CHAIR AND TRUSTEE:

The District Board of Health at the July meeting, or meeting nearest July 1, every other year, will elect a Chair, Vice-Chair, and Trustee, and they shall be seated following election. In the event that a Board Member Officer resigns or is otherwise unable to fulfill a leadership position, an election will take place by the Board at the earliest opportunity to identify and elect a replacement for that position.

#### SECTION 7: VOTING:

Each member of the Board of Health is to have one vote. Proxy votes may be exercised if given in writing and for specific agenda items.

#### SECTION 8: REMOVAL OF MEMBERS OF DISTRICT BOARD OF HEALTH:

As with appointments, a Board Member may be removed by majority vote of all County Commissioners in the District, EXCEPT: A Board Member may resign by a written letter of resignation to the Chair of the County Commissioners of their resident county; copies to the Chair of the District Board of Health and the Secretary of the Board.

Any member of the Board who shall be absent from three consecutive meetings for reasons not deemed reasonable by the Board will be construed as having resigned from the Board. The Secretary of the Board shall notify the County Commissioners and request a replacement be nominated.

#### SECTION 9: DUTIES OF CHAIR:

- A. The Chair shall preside at all Board meetings.
- B. The Chair shall cause to be called all regular and special meetings of the Board, in accordance with these Bylaws.

- C. The Chair shall have all direct and implied powers and duties as stated in Idaho Code, Section 39-414, pursuant to due and lawful prior approval of the District Board of Health.
- D. The Chair shall direct the enforcement of these Bylaws and perform all the duties incident to the position and office, which are required by law, Bylaws of rules and regulations.

#### SECTION 10: DUTIES OF VICE-CHAIR:

During the absence and/or inability of the Chair to render and perform their duties or exercise their power, as set forth in these Bylaws or in acts under which the Public Health District was established, and the same shall be performed and exercised by the Vice-Chair; and when so acting, shall have all these powers and be subject to all the responsibilities hereby given or imposed upon the Chair.

#### SECTION 11: DUTIES OF THE TRUSTEE:

- A. The Trustee will attend all meetings of the Idaho Board of Trustees. If the Trustee is unable to represent the Board, the Chair will appoint another Board Member.
- B. During the absence and/or inability of the Chair and the Vice-Chair to render and perform their duties or exercise their powers, as set forth in these Bylaws, or in acts under which the Public Health District was established, and the same shall be performed and exercised by the Trustee; and when so acting, shall have all these powers and be subject to all the responsibilities hereby given or imposed upon the Chair and Vice-Chair.

#### SECTION 12: DUTIES OF THE LONGEST SERVING BOARD MEMBER:

During the absence and/or inability of the Chair, Vice-Chair, or Trustee to render and perform their duties or exercise their powers, as set forth in these Bylaws, or in acts under which the Public Health District was established, and the same shall be performed and exercised by the longest serving board member present at the meeting; and when so acting, shall have all these powers and be subject to all the responsibilities hereby given or imposed upon the Chair, Vice-Chair and Trustee.

#### SECTION 13: DUTIES OF THE SECRETARY TO THE BOARD:

- A. Keep minutes of all meetings in an appropriate book.

- B. Shall be custodian of all records and correspondence.
- C. Shall give and serve all notices of the Agency.
- D. Shall present to the District Board at their regular meeting all pertinent communications relevant to any business of the Board conducted at any meeting.
- E. The Secretary shall attend to all correspondence and perform all duties incident to their office of Secretary as required by Idaho Code 39-413.
- F. The Secretary shall have authority to appoint an Assistant Secretary, subject to approval of the Board; said Assistant Secretary's duties shall be prescribed by the District Board and the Secretary.
- G. The Secretary has the function of suggesting courses of action or policy to the Board for their action.

**SECTION 14: LIMITATION ON TERMS OF OFFICE:**

No person shall serve more than three consecutive 2-year terms.

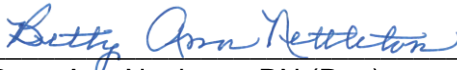
**SECTION 15: SALARY PAYMENT AND REIMBURSEMENT OF MEMBERS OF DISTRICT BOARD HEALTH EXPENSES:**


Central District Health will pay expenses and salary for Board Members when attending a meeting called by the Chair or the District Director and for an official Board meeting, sub-committee meetings or ad-hoc committee meetings or for those occasions when a Board Member is representing the Board of Health at a meeting approved by either the Chair or District Director. The District will reimburse members for actual expenses in accordance with state travel regulations.

**SECTION 16: AMENDMENTS:**

These bylaws may be altered, amended, repealed, or added to by an affirmative simple majority vote of a quorum of the District Board present at a regular or special meeting called for that purpose.

Duly passes as the bylaws of the Central District Health Board of Health through a motion on this 14<sup>th</sup> day of July 2020.

  
Betty Ann Nettleton, RN (Ret.)  
Board Chair

ATTEST:   
Russell A. Duke, District Director  
Secretary to the Board

*Bylaws approved on July 14, 2020.*

**Bylaws**

**Adopted:** 1972

**Revised:** 1986; 5/1991; 12/1991; 4/2009; 5/2009; 5/2010 (revised) & 8/2010 (signed); 2/15/13 (revised/signed); 2/10/2017(revised) & 03/24/2017 (signed); 11/2018 (revised) & 12/2018 signed; 12/2019 (revised & signed); 07/2020 (revised & signed)