

**BYLAWS  
BOARD OF DIRECTORS  
YOUTH SERVICES CENTER PROGRAMS**

**ARTICLE I. NAME and LOCATION**

The name of this body shall be the Board of Directors of the Youth Services Center Programs. This body shall maintain its principal office in the County of Yellowstone, State of Montana.

**ARTICLE II. MEMBERSHIP**

a) The composition of the Board of Directors (Board) of the Youth Services Center Programs shall consist of no more than eighteen(18) persons; ten (10) individuals from the community, the Director of Youth Services Center (non-voting), the Chief Probation Officer for the Thirteenth Judicial District (non-voting), the Chief Probation Officer for the 22<sup>nd</sup> Judicial District (non-voting), the Regional Director of the Department of Public Health and Human Services (non-voting), Department of Corrections Representative (non-voting), and three (3) Yellowstone County Commissioners (non-voting), appointed by the Yellowstone County Commissioners with the assistance of the Youth Services Center Board.

b) All members shall share in the responsibilities of the Board which includes support of its purposes and constructive contribution to its program and activities.

c) Inactive membership may be conferred by the Executive Committee on any member requesting an extended absence from Board meetings, or who wishes to maintain membership without regular attendance at Board meetings.

d) If a Board member misses more than three (3) consecutive meetings with the exception of illness or emergencies, the Board will request the County Commissioners to replace that member, after such time that the member be given an opportunity to be heard by the Board.

e) Any Board member conduct not consistent with the standards in Article II, Section b, may be reason for expulsion from the Board. Expulsion shall be by two-thirds of the Board after the member has had the opportunity to be heard by the Board. The action of the

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Board is final.

f) All Board members shall be appointed for a period of two (2) years.

g) Terms of membership shall commence on January 1 and end on December 31 of the years appropriate to the term of appointment.

h) In the event Board members are unable to fulfill their terms, their positions shall remain vacant until January 1st of the following year.

i) Section I: Immediate family members of Ad Hoc Board members shall not be eligible to become Board members. Ad Hoc members of the Board include the Youth Services Center Director, the Chief Probation Officer for the Thirteenth Judicial District, the Chief Probation Officer for the 22<sup>nd</sup> Judicial District, Regional Director of the Department of Public Health and Human Services, Department of Corrections Representative, and the Yellowstone County Commissioners.

j) Section II: Immediate family members shall include the spouse, child, sibling, or parent of the members identified in Section I.

### **ARTICLE III. PURPOSE and POWER**

a. The purpose of the Board is to assure that youth-in-need are provided with intervention, crisis shelter care, and safe secure detention. This shall include but not be limited to the following:

b. The Board shall provide advice and support to the Youth Services Center Director on matters relating to program and personnel policy, programs, staffing, budgeting, facilities, legislation, and other matters relating to the operation of the Youth Services Center.

c. The Board shall form standing and ad hoc committees for fulfilling its responsibilities. Each committee may be composed of Board members, Youth Services Center staff, and members from the community.

d. Appointments to standing committees will be ratified by a majority vote of the Board.

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e. The Board shall review contracts for services with individuals and/or groups and make recommendations to the Board of County Commissioners upon request.

**ARTICLE IV. MEETINGS**

a. This Board shall meet on a regular basis as determined by the Executive Committee. Special meetings may be called by a majority vote at any regular meetings at which a quorum is present, upon written request of five active members, or by the Chairman.

b. All meetings will be conducted in accordance with open meeting requirements.

c. A quorum for the transaction of business shall consist of the majority of the Board. A written proxy assigning voting authority to a specific person or the presiding officer shall count towards a quorum.

**ARTICLE V. ELECTION OF OFFICERS**

a. The officers of this Board shall be a Chairman, A vice-Chairman, and a Secretary.

b. Nominations for Board officers shall be made by a Nominating Committee appointed by the Board or Chairman at least one month prior to the election. This committee shall consist of at least three active members. The committee shall present its report to the Board at which the election is to take place, and shall present only the names of active members who have consented to serve if elected. Further nominations may be made from the floor at the time of the election by any active member. All elections may, by request, be by secret ballot, unless a secret ballot is dispensed with by unanimous vote, with a majority vote of all members present.

c. Election of officers for the following calendar year shall be held during December. New officers will take office January 1, following the December election and shall serve for a term of one (1) year, subject to removal, and until their successors are elected and qualified.

d. Any vacancy in office shall be filled by a special

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election held at the meeting when an announcement of the vacancy is made.

e. To the extent possible, the Board Chairman shall have first served on the Executive Committee either as Vice Chairman or Secretary.

f. The Chairman shall not be eligible to be re-elected to more than two (2) successive terms.

g. Any duly elected officer may be expelled from office on the grounds that his/her conduct is detrimental to the Board and its purposes. Expulsion shall be by two-thirds of the full voting Board, after the officer has had the opportunity to be heard by the commission. The action of the Board is final.

#### **ARTICLE VI. OFFICER RESPONSIBILITIES**

a. The Chairman presides at meetings of the Board and the Executive Committee; appoints all committees; and has general supervision of the operation of the Board. The Chairman shall be an ex-officio member of all committees of this Board except the Nominating Committee. The Chairman shall transmit to the Board for its approval or disapproval all ideas and plans proposed by the Executive Committee which may affect the Board or its members; and shall take no action binding upon the Board without either specific prior Board ratification or subsequent notification to the Board or Executive Committee.

b. The Vice-Chairman is responsible for the conduct of the Board, and presides in the absence of the Chairman. No action taken by the Vice-Chairman shall be binding upon the Board without either specific prior ratification or subsequent notification by the Board.

c. The Secretary presides in the absence of the Chairman and/or the Vice-Chairman. No action taken by the Secretary shall be binding upon the Board without either specific prior ratification or subsequent notification by the Board.

#### **ARTICLE VII. COMMITTEES**

a. The standing committees of the Board shall be the

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Executive, Physical Plant/Finance, and Program/Personnel Committees. Ad Hoc committees shall be appointed by the Chairman or Board as needed.

b. The Executive Committee shall consist of the Chairman, Vice-Chairman, Secretary, and the Administrator of the Youth Services Center Programs (non-voting). The Executive Committee shall have charge of all business affairs of the Board, shall consider all matters concerning the welfare of the Board, and shall submit all actions of the committee to the Board for approval by a majority vote of the Board members present. Members of the Executive Committee shall serve on standing and Ad Hoc committees with the exception of Nominating Committees.

c. The Public Relations/Legislative Committee may be appointed on an ad hoc basis. Responsibilities may include outreach activities of the Board, including the promotion of intervention, residential, shelter and detention services to counties within the Thirteenth Judicial District, the development of a marketing plan to apprise Yellowstone County residents of the role and services of the Center, and the advertisement of special events and functions. This Committee shall also develop and promote legislation that will assist the Youth Services Board to meet its overall goals and objectives and shall monitor and inform the Board of pending legislation.

d. The Physical Plant/Finance Committee shall center around three primary topics: assisting the Administrator in the development of an annual operating budget, reviewing expenditures, providing recommendations regarding facility maintenance and fiscal resources to meet the needs of youth served by the Center.

e. The Program/Personnel Committee shall evaluate and update policies and procedures; provide long-range program planning and recommend employee in-service training and continuing education necessary for licensure standards; and maintain and develop community support resources. The Committee shall annually review job descriptions and make recommendations for changes as necessary. The Committee shall, when necessary, recommend specific policies. The Committee shall assess the Programs' progress and make written recommendations as necessary at least annually to the Yellowstone County Commissioners on behalf of the Board. The Executive Director may seek guidance and support from this committee regarding personnel or program issues.

f. Committee and chair appointments will be transacted at the annual Board meeting each year. Each Board member will be given a complete list of same.

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g. Committee chairs have a responsibility to members serving on their committee; that responsibility is to involve the members, to help them develop their talents, and to make them an integral part of the committee. This includes discovering leaders among the group and helping members develop their full potential.

h. Written reports of committee activities will be distributed to Board members at the discretion of the committee Chair or at the request of the Board Chairperson.

i. The committee chair, or their designee, will present the committee's recommendations to the Board at the regular meeting for Board approval.

j. No single Board member is permitted to transact committee business--a recommendation to the Board must be with the consensus of the committee.

k. The Executive Director shall receive a copy of all correspondence initiated by committees.

l. The Administrator of Youth Services Center Program is an ex-officio member of all standing committees and of the Executive Committee.

**ARTICLE VIII. RULES OF ORDER**

a. The general procedure of meetings of this Board shall be in harmony with the principles set forth in Robert's Rules of Order Newly Revised and shall be the final authority as to parliamentary procedure, insofar as they do not conflict with any provisions of this Board's Bylaws.

b. A Parliamentarian may be appointed at each meeting by the Chairman.

c. The order of business for regular meetings shall be as follows:

- 1) Review and Approval of Minutes;
- 2) Reports of Officer and/or Standing Committees;
- 3) Reports of Special (Select or Ad Hoc) Committees;
- 4) Unfinished Business;
- 5) Administrator's Report

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- 6) New Business;
- 7) Announcements by Officers and/or Members.

**ARTICLE IX. ACCOUNTABILITY**

a. The Board shall follow prescribed Yellowstone County financial, budget, and personnel policies except in cases where specific policies have been adopted by the Board and approved by the County Commissioners.

b. The Board shall endorse annual budgetary requests.

c. Annual operating budgets as well as line item budget revisions must be approved in accordance with Yellowstone County fiscal policies.

**ARTICLE X. LIABILITY**

It is recognized that in the conduct of the affairs of the Youth Services Center, actions may be brought against Board Members for their wrongful acts, errors, or omissions. In such situations liability protection, including providing a defense, will be provided by Yellowstone County. The County will not be liable, however, for wrongful acts, errors, or omissions caused by fraud, dishonesty, assault, battery, libel, slander, or any other wrongful and/or intentional acts committed outside the scope of Board authority. The County will, however, provide a defense for any Board Member accused of such acts where, in the determination of a majority of a quorum of the Board, the allegations so made are groundless, frivolous or without merit.

**ARTICLE XII. AMENDMENTS TO THESE BYLAWS**

These bylaws may be amended at any regular meeting of this Board by a two-thirds vote of the full Board. Such amendment must be proposed in writing, 30 days in advance of the vote, by an active member. Amendments to these bylaws are subject to approval by the Board of County Commissioners.

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