



## **Board of Directors'**

# **Revised Policy Manual** **(Agreements on Actions)**

**March 25, 2010**

**(Revised 10/25/18)**

**The Lorain County Board of Mental Health  
Board of Directors' Revised Policy Manual  
(Agreements on Actions)  
March 25, 2010 (Last revision 10/25/18)**

<b>Article I. Decision Owners.....</b>	<b>1</b>
Section 1.01 Board Decisions (Rev 2/25/16).....	1
Section 1.02 Executive Director Decisions (Rev 2/25/16 & 2/22/18).....	1
 <b>Article II. Communication and Collaboration.....</b>	 <b>2</b>
Section 2.01 Board and Exec. Dir. Collaboration (Rev 1/26/12 & 10/27/11).....	2
Section 2.02 Board Communication to the Executive Director.....	2
Section 2.03 Executive Director Communication to the Board.....	2
Section 2.04 Communication to External (Community/Agencies) .....	3
 <b>Article III. Board Member Conduct.....</b>	 <b>3</b>
Section 3.01 Board Ethics & Compliance with Laws and Regulations.....	3
Section 3.02 Representating the Organization.....	3
Section 3.03 Orientation and Mentoring (Rev 12/4/14). .....	3
Section 3.04 Annual Statement of Expectations (Rev 10/27/11).....	3
Section 3.05 Reimbursement of Expenses (Adopted 10/24/13 & Rev 5/22/14) .....	3
Section 3.06 Board Development & Recognition in Excess of \$500 (Adopted 9/27/18).....	3
 <b>Article IV. Board as Manager of Executive Director .....</b>	 <b>4</b>
Section 4.01 Evaluation of Executive Director (Rev 10/27/11).....	4
Section 4.02 Periodic Contract Review .....	4
Section 4.03 Executive Director's Annual Goals .....	4
Section 4.04 Board's Line of Authority.....	4
Section 4.04 Executive Director's Line of Authority .....	4
 <b>Article V. Financial Responsibilities.....</b>	 <b>4</b>
Section 5.01 Board Members' Responsibilites to Understand Fiscal.....	4
 <b>Article VI. Board Structure and Functions.....</b>	 <b>4</b>
Section 6.01 Eighteen Appointed Board Members.....	4
Section 6.02 Board Member Appointment .....	4
Section 6.03 Board Member Vacancy .....	4
Section 6.04 Board Meetings (4/28/16) .....	4
Section 6.05 Annual Elect of Board Officers (Rev 1/26/12).....	5
Section 6.06 Board Standing Committees (Rev 10/28/10, 10/27/11, 10/23/14, 1/25/18, 9/27/18, 10/25/18) ..	5
Section 6.07 Ad Hoc Board Committee. ....	7
Section 6.08 Quorum for Committee Meetings (Rev 9/28/17; Adopted 6/22/17) .....	7
 <b>Article VII. Board Mission, Vision, and Goals .....</b>	 <b>7</b>
Section 7.01 Goals .....	7
Section 7.02 New or Revised Goals .....	7
Section 7.03 Periodic Revision.....	7

**Appendix A, "Special Rules" (4/28/16; revised 9/22/16; 12/1/16)**

**Attachments: Code of Conduct and Statement of Expectations forms (per Section 6.06 (c) 9/27/18)**

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

**Article I.        Decision Owners**

Section 1.01    Board Decisions

- (a) The Board has the authority to hire and remove the Executive Director.
- (b) The Board has the authority to determine the Executive Director's compensation and benefits.
- (c) The Board shall approve the organizational budget by the Board meeting in May of each year.
- (d) The Board has the authority to approve allocations and to authorize the Executive Director to enter into contracts on behalf of the Board.
- (e) The Board has the authority to approve expenditures for capital grants.
- (f) The Board has the authority to approve the acquisition, encumbrance or disposal of real property.

Section 1.02    Executive Director Decisions

- (a) The Executive Director has the authority to hire and remove staff.
  - i) The Executive Director shall maintain liability protection for all staff.
  - ii) The Executive Director shall base staff compensation and benefits on current local market value.
  - iii) The Executive Director has the authority to determine personnel policies.
  - iv) The Executive Director has the authority to approve staff development.
- (b) The Executive Director has the authority to execute standard service contracts and emergency contracts for clinical and recovery support services (those that are needed before the Board can meet) on behalf of the Board in an amount not to exceed \$25,000, provided that the Executive Director discloses the contract at the first full Board meeting that occurs after the contract was executed.
- (c) The Executive Director has the authority to approve applying for grants.
- (d) In order to protect the Board from sudden loss of the services of the Executive Director, the Executive Director shall have at least one other staff member who can fulfill his/her duties in his/her absence.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

- (e) The Executive Director shall insure against theft and casualty losses to at least 80 percent replacement value.

**Article II.      Communication and Collaboration**

Section 2.01   The Board and Executive Director shall work together in the formation of:

- (a) The Board's Mission, Vision, and Goals
- (b) Budget Approval
  - i) The Executive Director shall create financial plans for the next fiscal year that are consistent with the Board's goals in May of each year.
  - ii) The Executive Director shall maintain a cash flow reserve of at least two months of allocated provider expenses.
  - iii) The Executive Director's recommendations shall provide for anticipated expenses to sustain current operations for the upcoming five-year period.

Section 2.02   Board Communication to the Executive Director

- (a) The Board shall communicate its goals for the following fiscal year each December.
- (b) The Board shall communicate any changes in Board membership, structure or governance when they occur.
- (c) The Board shall communicate the results of any committee work and outcomes monitoring.

Section 2.03   Executive Director Communication to the Board

- (a) The Executive Director shall communicate any external facts and issues requiring Board decision by the next Board meeting.
- (b) The Executive Director shall make the Board aware of relevant trends, anticipated adverse media coverage, material external and internal changes and particularly changes in assumptions upon which any Board policy has previously been established.
- (c) The Executive Director shall report actual or anticipated noncompliance with any policy of the Board.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

- (d) The Executive Director shall provide the Board with a monthly financial report that includes year to date expenditures and revenues and a statement of cash position.
- (e) The Executive Director shall notify the Board of all grant applications filed and any grants that are awarded to the Board of Mental Health
- (f) The Executive Director shall notify the Board of staff changes and staff development efforts.
- (g) The Executive Director shall provide information to the Board as to the status of agency contract performance.

Section 2.04 Communication to External (Community/Agencies)

- (a) The Executive Director shall serve as the primary spokesperson for the Board of Mental Health. The Board Chairperson may also represent the Board of Mental Health as authorized by the full Board.

**Article III. Board Member Conduct**

- Section 3.01 Board members shall comply with all Federal and state laws and regulations including but not limited to ORC 340, Ohio Ethics Law, the Sunshine Law and HIPAA.
- Section 3.02 All Board members shall represent the organization in only a positive and professional manner both in public and private settings.
- Section 3.03 Orientation for Board members shall include instructions regarding the laws that affect the actions of the Board and its members. In order to provide linkage and support for all new Board members, Board members of longer tenure may be assigned to act as mentors.
- Section 3.04 All Board members shall sign a statement attesting to the absence of conflict of interest at the time of their original appointment and annually thereafter at the June organizational Board meeting.
- Section 3.05 It is the policy of the board to reimburse board members for actual and necessary expenditures they incur in the performance of their official duties. Official duties are defined to include training for board members to fulfill such annual requirements set forth in the Ohio Revised Code, attendance at board meetings, and participation in other meetings that would serve to enhance the member's performance as a board member.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

Advance approval by the Board is required for total expenses exceeding \$250 for a single meeting or training. Any Board member seeking this advance approval must submit a signed and completed "Board Member Reimbursement Advance Approval Request" Form to the Board Chair or the Executive Director not less than one day prior to the Board meeting where the request is to be considered by the Board.

**Section 3.06** Any expenditure from the Board Development & Recognition appropriation in excess of \$500, other than those covered by Section 3.05, shall require prior approval of the Board.

**Article IV. Board as Manager of Executive Director**

Section 4.01 The Board shall conduct a formal evaluation of the Executive Director by June of each year. This evaluation shall be conducted jointly by the Governance Committee and the Executive Committee. Any recommendations shall be presented to the full Board. In addition, however, feedback on the Executive Director's performance should be continuous, immediate, honest and transparent.

Section 4.02 At least every four years, the Board shall review the employment contract of the Executive Director.

Section 4.03 Executive Director shall have individual annual goals developed by and mutually agreed to by Executive Director and Board.

Section 4.04 In all cases the Executive Director shall report directly to the Board.

Section 4.05 In all cases the staff shall report directly to the Executive Director.

**Article V. Financial Responsibilities**

Section 5.01 Board members shall take personal responsibility to understand the organization's budget, financial reports and fiscal decision making.

**Article VI. Board Structure and Functions**

Section 6.01 The Board shall consist of eighteen appointed members.

Section 6.02 The Director of the Ohio Department of Mental Health and Addiction Services shall appoint six members of the Board and the Board of County Commissioners shall appoint twelve members.

Section 6.03 When a vacancy occurs the expired or unexpired term shall be filled in the same manner as the original appointment.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

- Section 6.04 The Board holds ten regular meetings annually, monthly except in July and November. Meetings are conducted in accordance with the current edition of Roberts Rules of Order Newly Revised, as well as under “Special Rules” adopted following the guidance which parliamentary authority provides in its discussion of “Procedure in Small Boards.”
- Section 6.05 The Board shall maintain and shall annually elect by simple majority the following Board Officers: Chairperson, Vice-Chairperson, Chief Governance Officer and Secretary.
- (a) The Chairperson shall assign all standing and Ad Hoc Committee members taking into consideration the preferences of Board members. The Board Chairperson shall also appoint committee chairs and co-chairs as appropriate. The Chairperson shall chair Board meetings with all the commonly accepted authority of that position. The Chairperson may also call for a special meeting of the Board consistent with Ohio Revised Code and these policies.
  - (b) The Vice-Chairperson shall assume the duties of the Chairperson in his or her absence.
  - (c) The Chief Governance Officer (CGO) has the responsibility to be familiar with these policies and shall advise the Board if, in their opinion, the Board is not in compliance with its own policies. The CGO shall chair the Governance Committee.
  - (d) The Secretary shall certify the evidence of Board actions, including Board policies and minutes.

Section 6.06 The Board shall maintain standing committees, including:

- (a) Executive – The Executive Committee shall be comprised of the Officers and Finance Committee Chair of the Board. The Executive Committee shall serve to consult with the Chairperson of the Board on items including but not limited to the development of the Board agenda and strategic direction. The Chairperson of the Board shall chair the Executive Committee.
- (b) Finance – The Finance Committee shall review all expenditures of the Board and monthly financial statements and shall report on these to the full Board. The Committee shall review the annual budget proposed by the Executive Director and shall make recommendations on the annual budget to the full Board.

The Committee shall review results from the annual county financial audit and monitor the implementation of any corrective action plans required by the audit.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

- (c) Membership – The Membership Committee shall propose a slate of candidates for Board officer positions by the June Board meeting each year. The Committee shall conduct interviews and shall make recommendations of potential Board members to the full Board to formally request the appropriate appointing authorities to fill vacancies. The Committee shall endeavor to ensure that the composition of the LCBMH, and (to the extent reasonable and appropriate) the boards of provider agencies, reflects the demographic characteristics of Lorain County. When a new member is appointed to the Board, the Membership Committee shall decide which established Board member might be the most appropriate mentor. Ideally, mentors should share at least one committee assignment with the new member.

Board Members will be expected when newly appointed to affirm and annually to reaffirm adherence to the attached Statement of Expectations and Code of Conduct forms. The Membership Committee shall take the lead on ensuring compliance with these affirmations.

The Committee may recommend to the full Board that individuals be appointed as Community Representatives to Board committees. Appointment of a Community Representative shall be approved by a majority vote of the full Board. No Committee shall have more than two (2) Community Representatives at one time. Community Representatives are allowed to fully participate in meetings of the Committee to which they are assigned, with the exception that they may not vote on Committee motions. Community Representatives must comply with all the requirements outlined in Articles 3.01 through 3.04 of this manual.

Appointment as a Community Representative shall not be construed as a guarantee of future appointment to the Board. A Community Representative may be removed at any time by a majority vote of the full Board.

- (d) Joint Mental Health and AOD Committee – The Joint MH/AOD Committee shall be comprised of not more than three members. This Committee is responsible to meet with members of the Lorain County Alcohol and Drug Abuse Services Board to explore opportunities to enhance cooperation and collaboration as well as to look for opportunities for administrative efficiencies.
- (e) Governance – The Governance Committee shall review Board policies and recommend policy revisions to the full Board for adoption. Any Board member or the Executive Director may suggest policy changes for the Governance Committee to consider. All discussions regarding policy changes shall include input from the Executive Director. The Governance Committee shall monitor and conduct self-evaluation surveys of board members to inform the future educational training needs of the Board. These surveys shall be conducted not later than June of each year.



**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
**March 25, 2010 (Last revision 10/25/18)**

- (f) Community Plan and Review – The Community Plan and Review Committee shall evaluate new programs and determine service gaps and unmet needs in the community. The Committee shall also establish methods to be used to monitor the performance of programs funded by the Board. The Committee shall facilitate the development of a schedule of regular presentations to the full Board pertaining to current programming and emerging needs in the community.

Section 6.07 Any Board member or staff may propose to the Chairperson the need to establish a new Ad Hoc Board Committee. The work of an Ad Hoc Committee shall be time limited and task specific. The full Board shall approve the creation and dissolution of all Ad Hoc Committees.

Section 6.08 Any standing or Ad Hoc Committee established by the Board Chair shall have 51 percent of the Board members who have been assigned to that Committee present for a Committee meeting in order to make recommendations to the full Board.

**Article VII. Board Mission, Vision, and Goals**

Section 7.01 Goals shall address performance improvement and enhanced community relationship goals

Section 7.02 Any new or revised goal during the year may be approved mutually by Board and Executive Director

Section 7.03 Board shall revisit and may revise mission, vision, and goals every 2-4 years

---

*Section 6.05(e): Additional language adopted per Board Resolution #10-10-03 on 10/28/10. Sections 2.01(a), 3.04, 4.01, 6.05 (e), and Article VII: Language changes adopted per Board Resolution #11-10-04 on 10/27/11.*

*Section 6.04 (a): Additional language adopted per Board Resolution #12-01-09 on 1/26/12.*

*Section 2.01 (b) (iv): Rescinded language per Board Resolution #12-01-08 on 1/26/12.*

*Section 3.05: Additional language adopted per Board Resolution #13-10-05 on 10/24/13.*

*Section 3.05: Additional language adopted per Board Resolution #14-05-13 on 5/22/14.*

*Section 6.05(c): Additional language adopted per Board Resolution #14-10-09 on 10/23/14.*

*Section 3.03: Mentoring Procedure adopted per Board Resolution #14-12-04 on 12/4/14.*

*Edits throughout document: 1/5/15.*

*Section 1.01(g): Language struck. Adopted per Board Resolution #16-02-09.*

*Section 1.02(c): Language struck. Adopted per Board Resolution #16-02-09.*

*New Section 6.04 “Board Meetings”: Added 4/28/16 per Board Resolution #16-04-12*

*Appendix A, “Special Rules”: Adopted per Board Resolution #16-04-12 on 4/28/16; revised per Board Resolution 16-09-07 on 9/22/16.*

*Section 6.08: Additional language adopted per Board Resolution #17-06-07 on 6/22/17.*

**The Lorain County Board of Mental Health  
Board of Directors' Revised Policy Manual  
(Agreements on Actions)  
March 25, 2010 (Last revision 10/25/18)**

*Section 6.08 Revised per Board Resolution #17-09-09 on 9/28/17.*

*Section 6.06 (a): Additional language adopted per Board Resolution #18-01-06 on 1/25/18.*

*Section 1.02 (b): Revised language adopted per Board Resolution 18-02-12 on 2/22/18.*

*Section 6.06 (c): Additional language adopted per Board Resolution #18-09-05 on 9/27/18.*

*Section 3.06: Language added per Board Resolution #18-09-04 on 9/27/18.*

*Section 6.06 (c): Additional language adopted per Board Resolution #18-10-05 on 10/25/18.*

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

**APPENDIX A**

**Lorain County Board of Mental Health**  
**“Special Rules”**

Adapted from *RONR, 11th Edition*, § 49, **Conduct of Business in Boards**

**GENERAL PROCEDURE:** The executive board of an organized society operates under the society's bylaws, the society's parliamentary authority, and any special rules of order or standing rules of the society which may be applicable to it. Such a board may adopt its own special rules of order or standing rules only to the extent that such rules do not conflict with any of the rules of the society listed above ... *A board that is not part of a society can adopt its own rules, provided that they do not conflict with anything in the legal instrument under which the board is constituted.* [Emphasis added.]

Under the general parliamentary law, business is transacted in large boards according to the same rules of procedure as in other deliberative assemblies. In smaller boards, these rules apply as far as practicable, with the exceptions noted below....

...

**PROCEDURE IN SMALL BOARDS:** In a board meeting where there are not more than about a dozen members present, some of the formality that is necessary in a large assembly would hinder business. The [special] rules governing such meetings are different from the rules that hold in other assemblies ... “

**With *RONR* (above) as parliamentary authority, the Lorain County Board of Mental Health adopts these "Special Rules" for the conduct of its Board meetings:**

1. A member may raise a hand instead of standing when seeking to obtain the floor, and may remain seated while making motions or speaking. In providing the floor, the chairperson recognizes the member or other speaker by name.
2. There is no limit to the number of times a member can speak to a debatable question. However, motions to close or limit debate, including motions to limit the number of times a member can speak to a question, are in order even in meetings of a small board, although occasions where they are necessary or appropriate may be rarer than in larger assemblies. (Appeals, on the other hand, are debatable under the regular rules – that is, the chairperson may speak twice in debate on them, and each member can speak only once.)
3. Informal discussion of a subject is permitted while no motion is pending.
4. The chairperson may, without leaving the chair, speak in informal discussions and in debate, and vote on all questions.
5. Roll call votes shall be taken for motions to enter into executive session, motions concerning the allocation of funds and/or the authorization of contracts, or for other matters as required by law. Voice votes shall be taken for all other

**The Lorain County Board of Mental Health  
Board of Directors' Revised Policy Manual  
(Agreements on Actions)  
March 25, 2010 (Last revision 10/25/18)**

motions. Any member may ask the Chair for a roll call vote on any motion. If this request is supported by at least one additional Board Member, a roll call vote shall be taken. In all cases a simple majority shall determine the question.

---

*Appendix A adopted under Resolution 16-04-12 on 4/28/16; Revised under Amended Resolution 16-09-07 on 9/22/16; Revised on 12/1/16.*

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

**BOARD MEMBER CODE OF CONDUCT**  
**POLICY REVIEW & UNDERSTANDING**

---

*This document is to be read, understood and signed prior to each new board member being sworn in with the Lorain County Board of Mental Health (LCBMH) and annually thereafter by all board members at the June organizational meeting.*

I have read and understand the LCBMH code of conduct statement, ORC Chapter 340, and selected materials from the Ohio Ethics Laws that outlines the expectations of my compoment as a board member.

I agree to follow and adhere to these policies as a condition of my initial and continued appointment. In situations not covered by policy, I will normally consult with the Chairperson before acting. Other authorities such as the Lorain County Prosecutor's office or the Ohio Ethics Commission may also be contacted for further clarification.

1. The Board expects from itself and its member's ethical and businesslike conduct. This commitment includes proper use of authority and appropriate decorum in groups and individual behavior when acting as Board members.
2. Board members must avoid any conflict of interest with respect to their fiduciary responsibility.
  - 2.1 There must be no self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information. Board members must not use their positions to obtain for themselves, family members or associates, employment within the organization. (Clarification: Board members are encouraged to refer qualified individuals but should in no way attempt to influence the selection process).
  - 2.2 Should a Board member apply for employment with the Board, he or she must voluntarily resign prior to being considered for employment. Board members may not accept employment with a contractor of the Board until one year has elapsed from their termination as a Board member.
  - 2.3 Board members must disclose all conflicts of interest publicly and must refrain from discussions and debates and abstain from voting on any issue for which a conflict of interest exists.
  - 2.4 Board members will sign a statement attesting to the absence of conflict of interest at the time of their original appointment and annually thereafter.

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

**BOARD MEMBER CODE OF CONDUCT**  
**POLICY REVIEW & UNDERSTANDING**

---

3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
  - 3.1 Board members' interaction with the Executive Director or with staff must recognize the lack of authority in any individual Board member or group of Board members except as noted above.
  - 3.2 Board members' interaction with the public, press or other entities must recognize the same limitation and the similar inability of any Board member or Board members to speak for the Board.
  - 3.3 Board members will make no judgments of the Executive Director or staff performance except as that performance is assessed against explicit Board policies by the official process.
4. Board members may not accept anything of value from a private citizen under circumstances that creates a conflict of interest or the appearance of impropriety. Board members may not accept anything of value from members of the Board or board members of contracted provider agencies, employees of the Board or contracted provider agencies, or consumers. "Anything of value" includes money, supplemental compensation from any party, goods, chattel, future employment, interest in realty, travel, meals and lodging, frequent flyer benefits or credit card benefits and every other thing of value. Common sense exceptions to this requirement include ordinary social hospitality such as special social celebrations and recognition (e.g., recognition certificates and plaques). Board members will receive a copy of the Ohio Ethics Law within 15 days of their appointment and may refer questions to the Ohio Ethics Commission at (614) 466-7090 or [www.ethics.state.oh.us](http://www.ethics.state.oh.us).
5. Board members are prohibited from representing a private client before the Board for one year following departure from the Board.
6. Current and former Board members are prohibited from disclosing any information officially designated as confidential, including:
  - 6.1 Anything that identifies individual consumers without a signed authorization;
  - 6.2 The location of the battered women's shelter;
  - 6.3 Sensitive information such as budget, personnel and property acquisition until final decisions and negotiations have been completed;
  - 6.4 Quality management information;
  - 6.5 Proprietary information of contracted provider agencies.
7. Board members are prohibited from having a personal interest in a public contract with the Board.

---

**Signature of Board Member**

---

**Date**

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

## **Statement of Expectations**

*The following expectations are specific to The Lorain County Board of Mental Health and are articulated for the purpose of complementing or clarifying certain aspects of the traditional governing responsibilities of Board members.*

1. **Commit to the mission and goals of the Lorain County Board of Mental Health.**
2. **Attend meetings of the Board of Directors.** Ten meetings are scheduled each year. Board members are encouraged to attend all ten meetings (they are scheduled more than one year in advance). Minimum attendance expected of each individual Board member is 60%.
3. **Serve on at least one committee and attend committee meetings:** Board members are encouraged to attend all meetings of the committees on which they serve. However, attendance at 60% of the meetings is expected at a minimum.
4. **Annual Training Requirement:** Every member of the Board of Directors is required to attend at least one approved training program each year.
5. **Contribute expertise and participate in strategic development of Board and organization, including responding to communications and requests from the Board of Directors and staff.**
6. **Develop funding and support:** Assist The Lorain County Board of Mental Health and staff in its membership development and Levy campaign efforts by arranging introductions, signing letters to friends and associates, speak in support and allow his/her name to be used in support of the Lorain County Board of Mental Health levies and programs.
7. **As much as possible, attend Lorain County Board of Mental Health special events.**
8. **Disclose any potential conflict of interest with the Lorain County Board of Mental Health.**

*I understand that as a member of the Board of Directors of the Lorain County Board of Mental Health, I will be held accountable to the expectations above on an annual basis.*

---

Signature

---

Date

**The Lorain County Board of Mental Health**  
**Board of Directors' Revised Policy Manual**  
**(Agreements on Actions)**  
*March 25, 2010 (Last revision 10/25/18)*

## **Statement of Expectations**

*Persons serving on the Lorain County Board of Mental Health agree to act in accordance with all appropriate Federal, State and Local laws and to abide by the duties prescribed by the Ohio Revised Code Section 340 for Directors of Community Mental Health Boards.*

### **Duty of Care**

Duty of care describes the level of competence that is expected of a Board member, and is commonly expressed as the duty of "care that an ordinarily prudent person would exercise in a like position and under similar circumstances." This means that a Board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

### **Duty of Loyalty**

The duty of loyalty is a standard of faithfulness; a Board member must give undivided allegiance when making decisions affecting the organization. This means that a Board member can never use information obtained as a member for personal gain, but must act in the best interests of the organization.

### **Duty to Manage Accounts**

Board members are responsible for assuring the financial accountability of the Board. Procedures should be established to keep the organization fiscally sound and ensure that it operates in a fiscally responsible manner. Care must be taken for the proper use of any restricted funds. Trustees should oversee the executive director and determine that the Board's purposes are fulfilled without waste. Preparation of a budget is important for providing clear directions for spending and translating program and management goals of the Board into financial projections.

### **Duty of Compliance**

Board members have a duty to be faithful to the organization's purposes and comply with the Board's governing documents. They are also under a duty to be familiar with the laws that apply to the Board and to comply with those state and federal laws that relate to the Board and its business operations.