

BYLAWS

GALVESTON COUNTY HEALTH DISTRICT (“GCHD”) UNITED BOARD OF HEALTH

ADOPTED: November 29, 1972

These policies were reviewed and approved or revised, by the Galveston County United Board of Health at a regular meetings on October 30, 1985*, May 28, 1986*, August 1993*, July 30, 2003*, May 30, 2007, May 28, 2008*, January 25, 2012*, December 7, 2016*, January 29, 2020*

* *Revisions Made*

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DEFINITIONS:

Public Health – Encompasses the functions and activities of a governmental entity (e.g., the Galveston County Health District), which stand to protect and promote the optimal health and well-being of Galveston County residents. In Texas, the ten essential public health functions were defined by the Seventy-sixth Legislature in 1999 under House Bill 1444.

Business Operations – Are those essential internal functions necessary to effectively and efficiently manage a business. Such functions include, but are not limited to, human resources, purchasing, risk management, financial management, billing, material management, information technology, etc.

Policy – Written public health policy adopted by the United Board of Health provides controlling authority and broad guidance to the executive managers of GCHD who are directly responsible for managing and developing public health and business procedures that direct employee activities and job expectations on a day-to-day basis.

Policy development – Refers to the process leading to the United Board of Health adopting written expectations for GCHD to accomplish public health goals and measurable objectives. The process of developing policies with controlling authority over GCHD will involve: (1) the use of inclusive stakeholder feedback (e.g., advisory or ad-hoc committees); (2) a formal public hearing at a United Board of Health meeting; and/or (3) a three (3) week period to obtain comments from city governments within the county jurisdiction.

Budgeted Revenue/Fees – Fees which GCHD anticipates collecting. These collected fees are included in the original United Board of Health approved budget.

Unbudgeted/Revenue/Fees – In the event that GCHD collects funds in excess of budgeted revenue, the excess funds must be brought to the United Board of Health for approval of recommended appropriations.

PURPOSE

The purpose of the Bylaws is to outline the operational rules of the Galveston County Health District’s (“GCHD”) United Board of Health (“UBOH”/”Board”), to include the responsibilities of the Board, legal authority, function, composition of members, responsibilities of members and officers, meeting procedures, conflicts of interest and confidentiality, and to outline the responsibilities of the Chief Executive Officer.

GENERAL DESCRIPTION

The United Board of Health is a policy-making board responsible for the oversight of the Galveston County Health District, created by an Interlocal Agreement as permitted under Chapter 121 of the Texas Health and Safety Code between the County of Galveston, Texas, and the following member cities:

Bayou Vista;
Clear Lake Shores;
Dickinson;
Friendswood;
Galveston;
Hitchcock;
Jamaica Beach;
Kemah;
La Marque;
League City;
Santa Fe;
Texas City; and
Tiki Island.

Through the actions of the United Board of Health, public health and operational policies are adopted. These adopted policies provide controlling authority and/or guidance to the duties, functions and internal business operations of GCHD, with the exception of the powers delegated to the Coastal Health & Wellness Governing Board.

In general the United Board of Health will:

- Establish and monitor GCHD’s Strategic Health Plan (“Plan”) to measurably improve health in Galveston County;
- Annually review and, as necessary, modify all existing public health policies and related fee schedules;
- Consider adopting new policies or changes in existing state/federal policies when there is an option on whether to adopt said policies. Some new and revised policies may be state or federally mandated and shall not allow for the implementation of the policy to be optional. State and/or federally mandated policies will be communicated to the United Board of Health but will not require Board action to become effective.

- Review and, as necessary, act on any new public health activities and associated fees proposed by GCHD staff.
- Review and, as necessary, act on any proposed changes in the level of public health services (e.g., hours of operation, expanded services, new services, and/or a decrease in services) currently provided to Galveston County citizens.
- Review and, as necessary, act on health issues raised by United Board of Health members which are politically sensitive, have a potential fiscal impact on member cities and/or the County, or which may have a perceived adverse impact on the citizens of Galveston County.
- Review and approve operational budgets for GCHD, except for those of which have been delegated to and pertain solely to the function of Coastal Health & Wellness.

VISION, MISSION & STATUTORY FUNCTIONS:

The United Board of Health will adopt policies that are consistent with the Vision and Mission of the Galveston County Health District, and the essential public health functions as statutorily defined by House Bill 1444¹.

Vision

“To become the healthiest county in Texas.”

Mission

“Protecting and promoting the optimal health & well-being of Galveston County.”

Essential Public Health Functions (see HB 1444):

1. Monitor the health status of individuals in the community to identify community health problems.
2. Diagnose and investigate community health problems and community health hazards.
3. Inform, educate, and empower the community with respect to health issues.
4. Mobilize community partnerships in identifying and solving community health problems.
5. Develop policies and plans that support individual and community efforts to improve health.
6. Enforce laws and rules that protect the public health and ensure safety in accordance with those laws and rules.
7. Link individuals who have a need for community and personal health services to appropriate community and private providers.
8. Ensure a competent workforce for the provision of essential public health services.
9. Research new insights and innovative solutions to community health problems.
10. Evaluate the effectiveness, accessibility, and quality of personal and population-based health services in a community.

¹ House Bill 1444, Seventy-sixth Legislature, Regular Session (1999)
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SPECIFIC DUTIES OF BOARD:

The United Board of Health shall provide the required community-based governance and oversight of the Galveston County Health District, consistent with the Bylaws of the Galveston County United Board of Health, as set forth below. Per this delegation, the United Board of Health shall have specific responsibility to:

- Form a Finance Committee to carry out the following: (1) review monthly financial reports of applicable GCHD budgets and recommend pertinent appropriate actions at United Board of Health meetings; (2) develop and propose finance management policies for adoption at Board meetings; and (3) propose other policies for Board action to improve financial viability.
- Annually approve the General Fund (GF) and Galveston Area Ambulance Authority (GAAA) budgets, with the exception of Coastal Health & Wellness' budget, which will be reviewed and approved by the Coastal Health & Wellness Governing Board. Budgets shall include, but not be limited to, the following categories: personnel, benefits, operations, capital and any fund balance which has been reserved and restricted to UBOH action. The budget will be presented at a minimum level to show revenue and expenditures for each public health program, Galveston Area Ambulance Authority, Administration, and for the Indigent Healthcare Program (County funds which reimburse area hospitals and private physicians for secondary and tertiary care of qualified patient enrollees).
- Review and approve unbudgeted expenditures (i.e. unexpected expenditures that are not already accounted for in the planned budget process) and recommend allocations of unexpected increase in revenues (i.e., unbudgeted funds not tied to a specific use). Once the appropriate budgets are approved, the Board will review any unbudgeted revenue for appropriate allocation. In the event that GCHD staff determines a need for the use of unbudgeted expenditures, the United Board of Health approval shall be sought for use of any dollars in the restricted reserve.
- Nominate replacements to fill vacancies on the Coastal Health & Wellness Governing Board in accordance with federal guidelines and the Coastal Health & Wellness Bylaws regarding membership representation.
- Conduct an annual performance evaluation of the Galveston County Health District Chief Executive Officer based on an assessment of GCHD's progress toward priorities, goals, and objectives as they pertain to the Strategic Health Plan ("Plan").
- Perform an annual self-assessment of the Board's effectiveness, as a group, in meeting the expectations of the United Board of Health as transcribed.
- In conjunction with Coastal Health & Wellness, adopt a Strategic Health Plan every five years to include priorities, goals, and objectives that the Galveston County Health District will be expected to accomplish. The Plan will be developed in an inclusive participatory process involving public feedback and comment, and will identify key health partners who contribute to the Plan's goals and objectives in conjunction with GCHD.
- Review and approve an annual report on the state of the Health District in accomplishing the goals and objectives set forth by the Strategic Health Plan.
- Review and approve emergency/disaster plans and procedures on an annual basis.
- Review and approve any proposed single item purchase in excess of \$10,000.00

or greater which have not been budgeted for (and therefore, without prior Board approval).

- Review and approve any proposed single item purchase with a bid of \$50,000.00 or greater.
- Review and adopt GCHD's operational policies on an annual basis. Operational business policies shall include, but not be limited to, human resources, purchasing, records management, equal opportunity, emergency and disaster response, information technology, risk management and safety, fiscal management, financial signatories for authorizing district pay checks, travel, HIPPA, American Disability Act, etc.
- Elect officers (see *United Board of Health Operational Procedures # 6*).
- Annually contract with an outside auditor to perform a single agency audit, and officially adopt the annual audit report.

UNITED BOARD OF HEALTH OPERATIONAL PROCEDURES

1. Member Appointments: The United Board of Health shall consist of thirteen (13) members who are either a resident of or primarily employed in Galveston County, and who shall serve without compensation or salary. The composition of the Board shall be comprised of the following representation.
 - One (1) licensed physician recommended by the Medical Society of Galveston County;
 - One (1) representative from UTMB;
 - One (1) representative from HCA Houston Healthcare Mainland;
 - Two (2) representatives from municipalities located within Galveston County;
 - One (1) licensed veterinarian;
 - One (1) registered nurse;
 - One (1) practicing licensed professional engineer engaged in civil and/or sanitary engineering or an individual with a BS or BA from an accredited college or university with at least ten (10) years' experience in the petrochemical industry field;
 - One (1) licensed dentist;
 - One (1) member of the food service/food sales industry; and
 - Three (3) interested citizens of Galveston County.
2. Terms of Membership: Beginning in April 2003, six (6) members shall serve for a period of one (1) year and seven (7) members for a period of two (2) years. Thereafter, all new or renewed appointments shall be for a period of two (2) years, commencing in the month of April. At the end of a member's appointment term, the existing member shall continue to serve on the Board until an appointment decision is reached by the member governments.
3. Removal of Membership: Any member may be removed from office by a majority vote of the member governments for neglect of duty, malfeasance, or conviction of a felony. In addition, any member who misses three (3) consecutive meetings without being excused by action of the Board shall automatically be removed from

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- office. The Chair of the Board may declare a vacancy and shall notify the member governments of such fact, so that the vacant seat can be filled as soon as possible.
4. Vacancies: Should a Board vacancy occur (through death, resignation or dismissal), the member governments shall appoint a new member. New members shall be nominated by the Commissioners' Court of Galveston County with subsequent approval by a majority of the member governments. The new member shall proceed to fulfill the unexpired term held by the former member.
 5. Officers: Annually, the Board shall elect officers from its pool of current Board members to hold the following positions: Chairperson, Vice Chairperson, and Secretary-Treasurer. Collectively, the Chairperson, Vice Chairperson, and Secretary-Treasurer will comprise the United Board of Health's Executive Committee. Each officer shall serve for a period of one (1) year terms, and there shall be no limit on the number of terms for which an officer may serve. Vacancies that occur prior to the expiration of an officer's term shall be filled by a current member upon receiving majority consent from the Board to complete the term of the office.
 6. Responsibilities of the Chairperson (or Vice Chairperson in absence of Chairperson):
 - Sign the Health Authority Oath of Office form, (designating the District's Local Health Authority) which is to be completed every two years by state requirement.
 - Conduct UBOH meetings in accordance with Robert's Rules of Order.
 - Review and sign official correspondences, including minutes, of the Board.
 7. Meetings: The regular meeting of the United Board of Health shall routinely be held on the last Wednesday of each month at a Board determined time best suited to maintain a quorum so as to conduct business at each regularly scheduled meeting, in accordance with the following provisions.
 - Texas Open Meetings Act – All meetings of the United Board of Health shall conform to the rules and requirements set forth by the Texas Open Meetings Act.
 - Robert's Rule of Order – Meetings of the Board shall be conducted in accordance with Robert's Rules of Order, unless otherwise specified by this policy. Regular meetings may be postponed at the request of a majority of the Board.
 - Quorum – A majority of filled positions on the United Board of Health shall constitute a quorum for the transaction of business. If a quorum is not present at a meeting, or a quorum is not present at the time business is to be transacted, a majority of UBOH members present may adjourn the meeting to another time and shall give absent members reasonable notice of the time and place of such adjourned meeting.
 - Location/time – Meetings shall be held in the Galveston County Health District's Boardroom unless proper action is taken by the United Board of Health to hold the meeting elsewhere, at which point location and time of the meeting shall be publicly announced. Majority vote can change the time and place of regular meetings.

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- Special meetings – Special meetings shall be called at any time by the Chairperson or at the request of a majority of the Board. Any time the Board needs to be called into a special meeting by the Chairperson or a majority of Board members, the Chief Executive Officer or designee will notify all members of the time, date and purpose of the called meeting.
 - Agenda – At least seventy-two (72) hours before the scheduled time of a public Board meeting, the agenda for said meeting will be posted at the entrance of the Galveston County Health District’s Boardroom, and copies of the agenda will be forwarded electronically to the County Clerk, city councils of member cities, and to the local county newspaper. Finally, the agenda and relevant handouts will be publicly posted on the GCHD website.
8. Minutes: The minutes of the Galveston County United Board of Health shall be summary-type minutes. Regular meetings shall be taped and filed until the minutes are approved. Tapes of meetings with items of special interest, to be determined by the Chairperson or the Chief Executive Officer, will be retained for a period of one (1) year. The minutes of the preceding meeting will be approved at the next regular monthly meeting and at that time, will be signed by the Secretary-Treasurer and Chairperson (or Vice Chairperson in the absence of the Chairperson).
9. Persons Appearing Before the Board: Persons wishing to appear before the Board will have as their objective any of the following or combinations thereof: (1) to request information regarding Galveston County Health District affairs; (2) to comment on public health issues; and/or (3) to ask for specific action or change of policy. Under policies and procedures established by the Chief Executive Officer, day-to-day citizen inquiries are addressed directly by GCHD employees with issue-related job responsibilities. However, all shall be assured of their right to appear before the Board if so desired. A citizen desiring to address the United Board of Health shall submit a written request to the Chief Executive Officer by noon on the Wednesday preceding the coming UBOH meeting. A statement of the nature of the matter to be considered shall accompany the request. The Chief Executive Officer shall include the requested appearance on the agenda so long as the request is made in accordance with at least one of the aforementioned objectives, and the person shall be heard if he or she appears.
- At the discretion of the Chairperson, persons who have not submitted written requests may be permitted to comment on posted agenda items.
10. Adoption of Public Health Policies (local rules & regulations): The United Board of Health will adopt public health policies that govern public health activities within the Galveston County Health District’s jurisdiction. The procedure for adopting local public health policies (rules and regulations) is as follows:

Step 1. (Board Meeting #1)

Introduction of Proposed Policy

- A draft of any new rule, regulation or amendment will be presented to the Board by the Chief Executive Officer, or designee, for discussion purposes. The Board will consider the proposed policy and give direction and suggested revisions to the proposal.

Step 2. (Board Meeting #2)

Publication: First Reading: Submission to Members

- Notice of such proposed policy will be published in the Galveston Daily News on at least two occasions prior to its official first reading at a United Board of Health meeting. Published notices shall indicate that a public hearing will be held at the time of the first reading, and that citizens are invited to comment on the proposal in-person. Following the public hearing, the Board will consider public comment and give direction and/or suggested revisions to the proposal. The United Board of Health then has the option of approving the proposal as written, or directing staff to make further revisions to undergo future public notice and public hearing in accordance with the aforementioned procedure. Following the Board's approval of the proposal's wording, it shall be submitted to the member governments of the Galveston County Health District for comment and approval. Member governments will have three (3) weeks to comment and propose additions or changes, or to indicate their opposition.

Step 3. (Board Meeting #3)

Further Consideration: Policy Adoption or Revision

- The Board will consider any comments received from member governments and may either proceed with adopting the proposal as written, or make revisions to it. Should revisions be made, the process to adopt the newly revised policy will revert back to Step Two (above).
11. Change in Board Bylaws: Changes or new additions to the United Board of Health Bylaws may be adopted by majority vote of Board members during United Board of Health meetings. Additionally, the Board may appointment a Bylaw Committee comprised of selected Board members delegated with the responsibility of making revisions to the Bylaws and submitting said recommendations/revisions at a future Board meeting for immediate adoption. Unless otherwise stated, upon Board approval, newly adopted Bylaws shall become effective immediately.
 12. Coastal Health & Wellness Governing Board: A separate Board, referred to as the Coastal Health & Wellness Governing Board, shall have complete authority of oversight and policy-making for Coastal Health & Wellness, a clinic operated by the Galveston County Health District but independent of the United Board of Health. The United Board of Health herein grants exclusive authority to the Governing Board to set policies for and operate Coastal Health & Wellness in

accordance with the Governing Board's Bylaws.

13. Authority to Act: No individual United Board of Health member shall act for the Board, except as may be specifically authorized by the Board. The United Board of Health may, by a majority vote, authorize the Chairperson of the Board to act on its behalf during an emergency.

CONFLICTS OF INTEREST AND CONFIDENTIALITY

Each Board member has a fiduciary duty to the United Board of Health and must give it his/her loyalty. The United Board of Health shall establish and adopt a written policy, consistent with Texas Local Government Code Chapter 171.001 et seq., that establishes procedures for: (i) disclosing and addressing conflicts of interest or the appearance of conflicts of interest by United Board of Health members, officers, employees, consultants, and/or agents who provide services or furnish goods to the Galveston County Health District; and (ii) maintaining the confidentiality of information obtained by a United Board of Health member, officer, employee, consultant and/or agent by virtue of his or her position. Such standards shall also establish policies and procedures regarding nepotism, bribery, and the offer of gratuities.

No Board member shall participate in the selection, award or administration of any contract or other affiliation relating to operations conducted by the Galveston County Health District or for the furnishing of services or supplies to the Galveston County Health District, in which he/she or his/her immediate family has a real or potential conflict of interest (financial or otherwise) or with whom he/she is negotiating or has any arrangement concerning employment, nor shall any United Board of Health member divulge the subject or substance of such discussions, contracts or other affiliations to any person, institution, entity, company or other third-party. Notwithstanding the foregoing, such contracts or affiliations may be approved or authorized by a majority of the disinterested Board members present at a meeting at which a quorum exists if the facts of any such interest by a Board member shall have been disclosed to the Board by the interested Board member prior to or at the meeting at which the contract or affiliation was approved or authorized and such interested Board member abstains from voting in that regard, provided that the contract or affiliation is otherwise fully consistent with the Galveston County Health District's procurement policies.

PROHIBITION AGAINST POLITICAL ACTIVITIES AND LIMITATIONS ON LOBBYING

The Galveston County Health District, and any individual Board member acting on behalf of the United Board of Health, shall not participate, or intervene, in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. No substantial part of the activities of the Galveston County Health District shall consist of carrying on propaganda, or otherwise attempting to influence legislation, except to the extent permitted by law for nonprofit, tax-exempt organizations.

AUTHORITY DELEGATED TO THE CHIEF EXECUTIVE OFFICER (who may in turn delegate authority to appropriate district staff):

- Approve all operational policies for immediate implementation. These policies will then be brought to the United Board of Health at the next meeting and/or at least annually for ratification.
- Sign contracts that commit the agency to receive any funds (local, state, federal; public, private, and/or nonprofit) for new and existing and continuing district program activities.
- Provide an executive report of GCHD activities, to include a summary of new and renewed contracts and/or services signed by the Chief Executive Officer or designee.
- Approve unbudgeted single item expenditures up to \$10,000.00, and subsequently report such approval in executive reports.
- Serve as the primary liaison to the Local Health Authority on behalf of the Galveston County Health District in accordance with state and local laws.
- With accountability to the United Board of Health, independently execute, direct, organize, monitor and assign GCHD staff as necessary to implement Board policies, to support Board meetings, to carry out policy development activities and to assure District compliance with all applicable laws, rules and regulations.