

Metropolitan Government of Nashville and Davidson County

Healthy Nashville Leadership Council Rules of Procedures and Bylaws



Adopted by the Healthy Nashville Leadership Council on May 6, 2013

KARL F. DEAN, MAYOR

Executive Order No. 025

SUBJECT: Healthy Nashville Leadership Council

I, Karl Dean, Mayor of the Metropolitan Government of Nashville and Davidson County, by virtue of the power and authority vested in me, do hereby amend former Mayor Purcell Executive Order No. 025 and find, direct and order the following:

- I. The Metropolitan Government desires to improve the health of its citizens by assessing citizen's health status, the current health systems available to provide essential services, and potential forces of change affecting citizen health and establishing strategic priorities for health improvement; and
- II. Much of the chronic disease burden is preventable and the underlying contributors to chronic diseases include unhealthy diet, lack of physical activity, and tobacco use; and
- III. Community-wide action is necessary to improve health, including action by individuals, families, schools, employers and businesses, community groups, religious communities, and government; and
- IV. The Healthy Nashville Leadership Council has been successful in drawing community-wide attention to and encouraging ownership of important public health problems and their solutions.
 1. Healthy Nashville Leadership Council: There is a Davidson County citizens' council called the Healthy Nashville Leadership Council (hereinafter Council).
 2. Council's duties: The Council shall be charged with:
 - a. Assessing the health status and quality of life of Davidson County residents, assessing health systems for essential services, and assessing potential forces of change, and
 - b. Establishing strategic priorities and mobilizing community initiatives to achieve improvements in health.
 3. Council members: The Council shall be composed of eighteen (18) members appointed by the Mayor.
 - a. One of the members shall be a member of the Metropolitan Board of Health; and
 - b. One of the members shall be the Director of Health or her/his designee.
 - c. Other appointees to the Council shall include, but not be limited to, representatives of health care organizations, community organizations, and other interested community members.
 - d. Members of the Council shall be appointed with a conscious intention of reflecting a diverse mixture with respect to race, ethnicity, gender, and age.
 4. Terms for Council members:

- a. With the exception of the Director of Health, the regular term of a member of the council shall be three (3) years.
 - b. However, of the initial membership of the Council, five (5) members will serve one (1) year, six (6) members will serve two (2) years, and six (6) members will serve three (3) years so that the terms are staggered as to replace no more than one third (1/3) of the members each year. [Note: The Mayor will designate the term length for each initial Council member at the time of appointment.]
 - c. Members of the Council shall continue in office until the expiration of the terms for which they were respectively appointed and until such time as their successors are appointed, unless a member is administratively removed from the Council pursuant to section 10 below.
5. Vacancies: A vacancy shall be filled in the same manner as a regular appointment.
 6. Compensation: Members of the Council shall not be compensated for services rendered.
 7. Chair: The Mayor shall appoint a chair from among the members.
 8. Officers: The Council shall elect other officers as the Council finds necessary and appropriate.
 9. Quorum: A quorum for approving decisions by the Council shall consist of a majority of the currently filled positions on the Council.
 10. Removal of Members: A member who fails to attend three (3) or more meetings in a calendar year will cease to be a member absent a vote of retention by the Council.
 11. Staff: The Metropolitan Public Health Department shall provide staff support for the Council.

Ordered, Effective and Issued:

Karl F. Dean, Mayor

Date: March 17, 2008

By-Laws Introduction

The purpose of these by-laws is to establish procedures for organizing the business of the Metro Nashville Healthy Nashville Leadership Council, hereafter referred to as the HNLC, in executing its duties and responsibilities.

Membership of the Committee

1. The HNLC shall consist of a maximum (18) voting members and a maximum of (5) non-voting ex officio members. The Board of Health shall have at least (1) voting representative, the Director of Health or appointee shall be appointed to the Council and the Departments/Commissions shall have five (5) non-voting appointments to the HNLC.

2. The eighteen (18) voting members of the HNLC shall be composed of individuals representing the public health system and interested community members with a stake in community health. Suggested membership of the HNLC should include appointments of individuals representing authorities as follows:

- MPHD
- Community Representatives
- Mayor's Office Representative Metro Council member
- Board of Health Representative
- Social Services
- Mental Health/Substance Abuse
- Medical
- Education
- Criminal Justice/Law
- Faith Community
- Business Community
- Environmental (including environmental agencies, built environment, parks & open space)
- Youth
- Senior
- Media
- Non-Profit

3. In the event that the pool of applicants representative of the identified categories is insufficient to fill any one of the categories, then the Mayor may appoint individuals who have demonstrated expertise and/or experience in that category.

4. Five representatives from Metro Departments/Commissions shall serve as ex officio members of the HNLC, but are not limited to:

- a. Metro Parks Department
- b. Metro Social Services
- c. Metro Police or Metro Fire Department
- d. Metro Nashville Public Schools
- e. Metro Planning Department or Metro Planning Organization

These members shall have no vote and shall not be counted in determining a quorum.

Officers

The Mayor shall appoint a Chair and the HNLC may elect a Vice-Chair and Secretary or fill other offices as it may find necessary. No member may serve as Chair for more than two (2) consecutive one (1) year terms. Officers shall serve one (1) year terms commencing the month following their election. Only voting members are able to serve as an Officer.

Chair

The HNLC Chair shall preside at all meetings and shall sign all documents relative to action taken by the HNLC. The Chair shall work with the Metro Public Health Department staff to set agendas and establish work plans for the committee.

Vice-Chair

In the absence of the Chair, the Vice-Chair shall exercise the powers and perform the duties of the Chair. The Vice-Chair shall succeed the Chair in the event of vacancy in that office based on approval from the Mayor's Office.

Vacancy

If the appointment of the Vice Chair should be terminated, a replacement shall be elected from the membership at the next regularly scheduled meeting following the announcement of termination.

Compensation

Members of the Council shall not be compensated for services rendered.

Meetings

Regular Meetings

The HNLC shall meet at least six (6) times per year and shall establish a regularly scheduled meeting time.

Minutes

The HNLC shall keep permanent minutes of its meetings. The minutes shall include the attendance of its members and its resolutions, findings, recommendations, and other actions.

Quorum and Voting

A quorum shall consist of a majority of the voting members of the HNLC. All actions shall be decided by a majority vote of the voting members in attendance, a quorum being present. If a quorum is present and the early departure of a member results in the lack of a quorum, the member should notify the Chair of the need to depart early before the meeting starts.

Attendance

It is expected that members appointed to the HNLC will regularly attend its meetings. A member may forfeit the remainder of his/her term and may be replaced if he/she has three (3) absences from regular HNLC meetings within a one-year time period. When the HNLC finds that a member has become disqualified for membership, the Chair shall notify the appointing authority so that a new member may be appointed for the remainder of the unexpired term.

Absences

A member who will be unable to attend a regular meeting of the HNLC must contact the Chair, the Vice-Chair or MPHD staff at least twenty-four (24) hours before the scheduled meeting. Earlier notification is encouraged. (Twenty-four hour notification is important to allow the

staff/Chair of the HNLC to know whether a quorum will be present in sufficient time to cancel the meeting if necessary.)

Extenuating Circumstance

It is preferred that all members physically attend the HNLC meetings, however, in the event of extenuating circumstances (i.e., travel out of county on day of meeting), arrangements may be made for the HNLC member to call into the meeting.

Conduct of Business

All members of the HNLC are subject to Metro Nashville Ethics Policy.

In situations that involve a non-profit or private organization for which a HNLC member is an officer or board member, he or she shall be required to publicly disclose that association and shall not take part in any vote concerning the stated situation.

Sub-committees

The HNLC may establish such committees as it deems necessary for the conduct of the business of the HNLC. These committees may include additional citizens as associate members. The Chair of a committee shall be a member of the HNLC.

Nominating Committee

The HNLC by majority vote may appoint a sub-committee on an as-needed basis to review and make recommendations regarding HNLC appointments. The HNLC may create such Standing or *ad hoc* committees as it may deem necessary to promote the objectives and carry on the work of the HNLC. HNLC members are encouraged to serve on at least one Subcommittee so that s/he becomes more knowledgeable about the work of the HNLC. There is no cap on the number of members on each Subcommittee.

HNLC members can attend any Sub-committee meeting in which they have an interest whether or not the member is actually on the Sub-committee. Each sub-committee shall have at least one member from the HNLC and may include additional citizens as Associate Committee Members.

Public Participation in HNLC Meetings

Persons attending a HNLC meeting have the opportunity to address the Council during regularly scheduled business meetings and when otherwise invited by the Chair. A time limit of three minutes will be allowed for presentation unless extended by the Chair. If the speaker is reading from a prepared text, a copy should be provided to the Chair for the Council's records. The following guidelines should be observed when a speaker is addressing the Council:

1. When called upon, the speaker should stand and state name and address and identify the organization being represented, if any.
2. The speaker must limit remarks to three minutes.
3. The speaker may direct questions to the Chair only.
4. Members of the audience must refrain from audible comments and/or applause during the meeting. Under no circumstance may any audience member interrupt a speaker or

otherwise attempt to intimidate or discourage a speaker from addressing the Council through audible comments or noise making.

5. No speaker may indulge in personal attacks on any Council or staff member. The Chair will revoke the speaker's privilege to address the Council if this rule is violated.

6. Once the public participation section of the meeting has been closed, no further audience participation is allowed or tolerated. Violating this rule may result in removing the violator from the meeting room.

Amendment of Rules of Procedures and Bylaws

These Rules of Procedures and Bylaws can be amended at any regular HNLC meeting by a majority of voting members, provided that the amendment has been submitted in writing to the HNLC members with the notification of the meeting.

**Any operational procedures not identified in this document will follow Robert's Rules of Order*