

IN THE BOARD OF COMMISSIONERS OF THE STATE OF OREGON

FOR THE COUNTY OF YAMHILL

SITTING FOR THE TRANSACTION OF COUNTY BUSINESS

FILED
MAY 22 AM 10:38
CHARLES STEWART
COUNTY CLERK

In the Matter of Adoption)
of an Ordinance Creating)
an Intergovernmental Entity)
to be known as the "Mid-) ORDINANCE 627
Valley Behavioral Care)
Network," and Declaring)
an Emergency.)

THE BOARD OF COMMISSIONERS OF YAMHILL COUNTY, OREGON ("the Board") sitting for the transaction of county business in formal session on May 14, 1997, Commissioners Thomas E.E. Bunn, Ted Lopuszynski, and Robert Johnstone being present.

THE BOARD MAKES THE FOLLOWING FINDINGS:

1. It is in the public interest of the citizens of Yamhill County to create an intergovernmental entity pursuant to ORS 190.003 through 190.110 to provide mental health and drug and alcohol services involving the Oregon Health Plan and the functions incidental thereto, for the purpose of providing community mental health services to the residents of member counties. The new intergovernmental entity should be known as the "Mid-Valley Behavioral Care Network."
2. The following Oregon counties have agreed to participate as members of the entity along with Yamhill County: Marion County, Polk County, Tillamook County and Linn County; NOW THEREFORE,

THE YAMHILL COUNTY BOARD OF COMMISSIONERS ORDAINS AS FOLLOWS:

Section 1. Public Purpose: Membership.

A. An intergovernmental entity to be known as the "Mid-Valley Behavioral Care Network" is hereby authorized to be created by intergovernmental agreement between Yamhill, Linn, Marion, Polk and Tillamook Counties. The intergovernmental agreement shall be in substantially the same form as the attached Exhibit "A."

B. The following counties shall be members of the Mid-Valley Behavioral Care Network: Yamhill, Linn, Marion, Polk and Tillamook.

C. The Entity is created to provide mental health and drug and alcohol services involving the Oregon Health Plan and the functions incidental thereto, for the purpose of providing community mental health services to the residents of member counties.

NOTED

Section 2. Powers, Duties, and Functions.

A. Upon adoption of an implementing intergovernmental agreement between Yamhill, Linn, Marion, Polk and Tillamook Counties, the Mid-Valley Behavioral Care Network shall assume all functions stated in the intergovernmental agreement, subject to the terms and conditions of the intergovernmental agreement.

B. The Mid-Valley Behavioral Care Network shall have authority to enter into agreements and contracts with other public and private entities, adopt revenue and expenditure budgets, make, adopt, and amend by-laws, appoint members and committees, and exercise other powers essential to fulfilling the functions and duties of the entity as provided in ORS 190.030(1).



Section 3. Effective Date of the Entity. The Mid-Valley Behavioral Care Network shall be created upon execution of the intergovernmental agreement described in this ordinance.

Section 4. Emergency Clause: Effective Date of Ordinance. This ordinance being necessary for the safety and welfare of the citizens of Yamhill County, an emergency is hereby declared to exist and this ordinance shall take effect immediately upon passage.

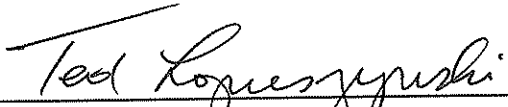
DONE this 14th day of May at McMinnville, Oregon.

ATTEST


YAMHILL COUNTY BOARD OF COMMISSIONERS


CHARLES STERN
County Clerk
By: 
Deputy JAYNIE MITCHELL


Chairman THOMAS E.E. BUNN


Commissioner TED LOPUSZYNSKI

APPROVED AS TO FORM BY:


JOHN M. GRAY, JR.
Yamhill County Counsel


Commissioner ROBERT JOHNSTONE

INTERGOVERNMENTAL AGREEMENT CREATING THE MID VALLEY BEHAVIORAL CARE NETWORK

ARTICLE I.

Organization and Name

There is hereby established an intergovernmental organization to be known as the Mid Valley Behavioral Care Network, hereinafter referred to as MVBCN. This organization shall have responsibility and authority in the area of mental health and drug and alcohol services involving the Oregon Health Plan (OHP) and the functions incidental thereto, for the purpose of providing community mental health services to the residents of member counties. Supervision and management of this organization shall be exercised by the Board of Directors and administrative staff, as set forth herein. A Regional Advisory Council shall provide counsel, advice, and recommendations to the Board of Directors. Day to day operations shall be the responsibility of the Executive Manager.

ARTICLE II.

Membership of the Organization

The Mid Valley Behavioral Care Network (MBVCN) shall consist of Linn County, Marion County, Polk County, Tillamook County, and Yamhill County.

The Board of Directors shall consist of the entire Board of Commissioners from each member county.

Voting Authority: Quorum:

1. Except for amendments governed by Article IX of this agreement, decisions of the Board of Directors shall be made by a majority vote of those Directors present or appearing by authorized proxy, provided a quorum has been established.
2. A quorum shall consist of a majority of Directors present or appearing by authorized proxy; provided, however, that at least one Director from each of four member counties must be physically present. ✓
3. Any Director physically present at a meeting may cast any other Director's vote by authorized proxy.
4. In the event the number of commissioners representing a member county shall be increased above three, the member county shall retain three Director's votes.

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Board Responsibilities Board of Directors shall be responsible for:

1. **Governance**: Develop governance policies and procedures and review and approve administrative policies and procedures in order to assure successful service delivery and to maximize the percent of public funds spent on service delivery.
2. **Strategic Planning and Business Development**: Review and approve plans and alliances consistent with MVBCN mission and priorities.
3. **Contracting**: Review and approve contracts with the State of Oregon and contracts within the region.
4. **Risk Management**: Oversee the organization's response to fiscal and legal risks.
5. **Financial**: Set policies regarding fund distribution and approve budgets for the organization. Annually receive, review and approve an independent auditor's report.
6. **Other Duties**: All other duties and functions necessary to further the purpose of providing community mental health and drug and alcohol services to residents of member counties.
7. **Appoint** one of the five county mental health administrators to a one year term as Chairperson of the Regional Advisory Council.
8. **Direct** the Chairperson of the Regional Advisory Council in their work with the Council and their supervision of the Executive Manager.
9. **Delegate** to the Chairperson of the Regional Advisory Board the authority to oversee the recruitment process for the Executive Manager, with the Board approving the hiring.

The Board of Directors shall elect from its own membership a chairperson and vice chairperson. The Chairperson shall preside over the meetings of the Board of Directors and shall see that decisions and resolutions of the Board of Directors are carried into effect. The Vice Chairperson shall act as Chairperson in the absence thereof.

The Board of Directors shall meet periodically, and at least semiannually, and shall establish a regular meeting date. All meetings are subject to the provisions of ORS Chapter 192. The Board of Directors from time to time may also conduct special meetings upon the request of the Chairperson or Director of any two of the member counties, upon such notice as is provided under the requirements of ORS Chapter 192.

1. Minutes of all meetings shall be recorded and maintained.
2. Meetings shall be governed by Robert's Revised Rules of Order except as otherwise provided.

Committee → The Board of Directors shall annually recognize an Executive Committee consisting of one Director from each member county. The Executive Committee is authorized to take any action that the full Board of Directors could take, but only at the noticed meeting and only in the absence of a quorum for the Board of Directors. Recognition of the Executive Committee shall occur at the first semiannual meeting held after May 1, and only upon

written notice of the intent to recognize said committee has been given to each member county.

ARTICLE III.

Regional Advisory Council

There is hereby established a Regional Advisory Council appointed by the Board of Directors and consisting of the following: *to serve at the pleasure of the Board.*

- a) Health/Mental Health Administrator from each county.
- b) Representatives of public and private mental health service provider organizations.
- c) Representatives of public and private chemical dependency service provider organizations.
- d) Representatives of consumer, family and/or advocate perspectives.
- e) Representatives of psychiatric inpatient programs.
- f) Representatives of physical health providers.

The Chairperson, with advise from the Council, shall supervise the Executive Manager who will oversee the day-to-day operations of the MVBCN. Operations will take place within policy parameters established by the Board of Directors. The roles and responsibilities of the Chairperson and Council will include the following:

- a) Strategic Planning and Business Development - Recommendations to the Board of Directors.
- b) Contracting - Negotiate contracts and payment rates for regional services; forward to Board of Directors for recommended adoption.
- c) Risk - Plan for and manage financial and legal risks.
- d) Financial - Analysis and recommendations for Board policy; administer reserves and regional expenditures.
- e) Service Design - Assess and develop in relation to regional needs.
- f) Utilization Management - Set protocols for inpatient and standards for outpatient; review performance data against expectations.
- g) Quality Standards and Technical Assistance - Define general provider qualifications; set standards for accessibility and availability, for client rights and responsibilities, for quality improvement activities and for service operations.
- h) Oversight of Operations - evaluate reports on regional and local operations; oversee regional Management Information System (MIS).
- i) Advise the Board of Directors on issues concerning the operation of MVBCN.
- j) Such other duties and functions as directed by the Board of Directors.
- k) Evaluate the Executive Manager for the Board's review.

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- l) Retention of professional independent contractors, with consent of the Board of Directors, as needed to assist with all aspects of the MVBCN business, including legal and annual independent financial audit.

Voting Authority and Rules of Order

Recommendations of the Advisory Council should be made by consensus. When there is no consensus, but a recommendation is essential, each Regional Advisory Council member shall have an equal vote in all such decisions. Unless otherwise provided, Robert's Revised Rules of Order shall govern all procedural matters relating to the business of the Regional Advisory Council. Minutes shall be recorded and maintained of all Regional Advisory Council meetings.

The Council shall elect a ^{Vice} ~~Vice~~ Chairperson, from one of the five county mental health administrator members, for a one-year term of office at the first meeting in each calendar year.

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At least one regular meeting shall be held each month at a time and place designated by a majority of its members. All meetings are subject to the provisions of ORS Chapter 192. Special meetings may be called by the presiding officer or any two members upon not less than 7 days prior written notice.

ARTICLE IV

Regional Administration

Regional level administrative tasks shall be performed by the Executive Manager and other administrative staff who shall be hired, supervised, and when necessary fired by the Executive Manager. Such tasks may also be performed by contractors retained by the Chairperson and Executive Manager.

Responsibilities of administrative staff will include the following:

- a) Planning- Development of strategic and business plans.
- b) Contracting: Evaluating and drafting contracts.
- c) Financial: Preparing budgets and reports, maintaining fund accountability; and briefing, with the Chairperson of the Council, the Board of Directors and the Regional Advisory Council on financial matters.
- d) Utilization Management: Coordinating the authorization of inpatient services, maintaining a database of current enrollees, developing protocols and preparing reports.
- e) Quality Management and Technical Assistance: Developing standards for quality assurance and improvement, providing technical assistance and

disseminating "best practices"; reporting findings to the Regional Administrative Council.

- f) Other Administrative Duties: staff training; installation of MIS and providing user technical assistance; developing a private directory and public information; and other duties and functions as directed by the Board of Directors of the Administrative Council.

ARTICLE V.

Budget -- Funding

The annual operating budget shall be developed by the Chairperson and Executive Manager, reviewed by the Regional Advisory Council, and presented to the MVBCN Board of Directors for review, comment and approval prior to its submittal to each participating county.

The Board of Directors shall forward to each member county a preliminary budget by the fourth Monday in January preceding the budget year. The Board shall adopt a final budget by the fourth Monday in March. The budget shall be distributed by the Board in adequate time for each member county to make decisions and include the appropriate amounts in their annual budgets. The budget period shall be on a fiscal year basis beginning on the first day of July of each year and ending on the last day of June of the next succeeding year.

Annually, there shall be conducted an independent audit of the MVBCN.

ARTICLE VI.

Funding Funding shall be obtained as follows: OHP funds received from contracts with the State Mental Health and Developmental Disabilities Services Division and chemical dependency funds from contracts with MCOs shall be received by the MVBCN and allocated to counties in the region and to providers via a pre-determined methodology and formula approved by the Board of Directors. Said funding formula will include any "with holds" at the regional level for purposes such as regional administration, management information services, inpatient services as approved by the Board of Directors.

ARTICLE VII.

Insurance

MVBCN shall purchase liability insurance in an amount equal to the limits set in the Oregon Tort Claims Act to protect its board members, employees, and member agencies. Liability

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insurance shall be sufficient to cover multiple claims or occurrences with each occurrence covered up to the limits of the Oregon Tort Claims Act.

ARTICLE VIII.

Review/Evaluation

This agreement will be reviewed annually by the Board of Directors to evaluate the efficiency of the present organizational structure. Adjustments or modifications to the roles and responsibilities of the administrative staff, the Executive Manager, and the Regional Advisory Council shall be made in accordance with Article IX.

ARTICLE IX.

Amendments

This agreement may be amended only by a unanimous vote of the five member counties.

ARTICLE X.

Admission of New Parties

Additional counties may be added to the MVBCN through the amendment process.

ARTICLE XI.

Contracting for Services

The MVBCN Board of Directors may enter into contracts with nonmember counties when it is in the best interest of the citizens of MVBCN member counties.

ARTICLE XII.

Termination

1. Any party may terminate without cause by giving written notice to all other parties not less than 6 months prior to the end of the fiscal year, such termination to become effective at midnight of the last calendar day of the fiscal year in which such notice is given.
2. A member county which has terminated, voluntarily or involuntarily, its membership under this section shall be entitled to a pro-rata distribution of reserves or profits in accordance with the following provisions:

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- a) Distribution to the terminated county shall not occur unless or until such time as the Board of Directors otherwise authorizes distribution of reserves or profits to member counties.
- b) Distribution to a terminated county shall be made pro-rata in accordance with the same formula used to distribute reserves or profits to member counties; provided, however, that distribution to a terminated county shall be based on the amount of reserves or profits held by the MVBCN at the time the county ceased membership in the MVBCN.
- c) Involuntary termination of a non-performing member county may occur only upon an affirmative vote of at least twelve (12) Directors, and only after the non-performing member county has been placed on written notice of non-performance (including specific basis for or acts of non-performance and necessary remedial action) and provided at least six months to correct said non-performance (as determined by the Chairperson and the Executive Manager, with input from the Council.

ARTICLE XIII.

Automatic Extension

This agreement shall be automatically extended from year-to-year on the same terms and conditions unless it is terminated by unanimous vote of the member counties.

ARTICLE XIV.

Effective Date of Agreement

This agreement shall become effective and will be immediately implemented upon the approval of the governing bodies of Linn, Marion, Polk, Tillamook, and Yamhill counties. The first meeting of the Board of Directors shall be held within 30 days of the effective date of this agreement.