

**POLICY TYPE: ENDS**

**POLICY TITLE: *ALLOCATION OF RESOURCES***

---

1. Individuals and families in Jefferson Parish affected by Mental Illness, Addictive Disorders and/or Developmental Disabilities shall live full, healthy, independent and productive lives to the greatest extent possible for available resources.
2. To accomplish this global ENDS statement, JPHSA shall allocate its resources as follows:

**FIRST PRIORITY:** Persons and families in crisis related to mental illness, addictive disorders and/or developmental disabilities shall have their crisis resolved and a safe environment restored.

**SECOND PRIORITY:** Persons with serious and disabling mental illness, addictive disorders and/or developmental disabilities shall make use of natural supports, health care, community resources, and participate in the community.

**THIRD PRIORITY:** Persons not yet identified with specific serious or moderate mental illness, addictive disorders, developmental disabilities and/or health needs but, who are at significant risk of such disorders due to the presence of empirically established risk factors or the absence of the empirically established protective factors, do not develop the problems for which they are at risk.

**FOURTH PRIORITY:** Persons with mild to moderate needs related to mental illness, addictive disorders and/or developmental disabilities shall make use of natural supports, health care, community resources, and participate in the community.

Adopted 11/03/1997

Implemented 11/03/1997

Revised 02/01/1999, 03/14/2011, 03/04/2013, 01/04/2016

Reviewed 02/02/1999, 03/14/2011, 03/04/2013, 01/04/2016, 02/05/2018, 11/04/2019, 04/04/2022, 04/22/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *GLOBAL EXECUTIVE CONSTRAINT***

---

The Executive Director shall not cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful or imprudent.

Adopted 04/07/1997

Implemented 04/07/1997

Revised 06/02/1997, 05/07/2018

Reviewed 06/02/1997, 05/16/2011, 08/05/2013, 10/06/2014, 02/01/2016 03/06/2017, 05/07/2018, 12/02/2019, 05/05/2022, 04/22/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *TREATMENT OF INDIVIDUALS SERVED***

---

With respect to interactions with individuals served or those applying to be served, the Executive Director shall not cause or allow conditions, practices, or decisions which are unsafe, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality or privacy.

Accordingly, the Executive Director shall not:

1. Use application forms that elicit information for which there is no clear necessity.
2. Use methods of collecting, reviewing, transmitting, or storing recipient information that fail to protect against improper access to the material elicited.
3. Maintain facilities that fail to provide a reasonable level of privacy, both visual and aural.
4. Fail to provide an explanation to individuals served and their advocates of what may be expected and what may not be expected from the service(s) offered.
5. Fail to inform individuals served of this policy, or to provide a grievance process to those who believe they have not been accorded a reasonable interpretation of their rights under this policy.
6. Fail to establish procedures for service planning and delivery which:
  - a. Meet needs in a manner which is easily accessible;
  - b. Encourage family involvement and participation; and
  - c. Respect the preferences, choices and interests of the individuals served.

Adopted 05/05/1997

Implemented 05/05/1997

Revised 04/04/2009, 03/06/2017, 05/07/2018

Reviewed 04/04/2009, 05/16/2011, 08/05/2013, 10/06/2014, 02/01/2016, 03/06/2017, 05/07/2018, 12/02/2019, 05/05/2022; 05/06/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *TREATMENT OF STAFF***

---

With respect to the treatment, compensation and benefits of JPHSA staff, the Executive Director may not cause or allow conditions which are unfair or undignified, or which cause or allow jeopardy to fiscal integrity or public image.

Accordingly, the Executive Director shall not:

1. Operate without written human resources policies, which clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions, including, but not limited to nepotism and grossly preferential treatment for non-merit reasons.
2. Discriminate against any staff member for expressing an ethical dissent in a professional manner.
3. Fail to acquaint staff with their rights under applicable laws or Civil Service rules.
4. Fail to comply with all applicable Civil Service rules.

Adopted 06/02/1997

Implemented 06/02/1997

Revised 05/03/2010, 06/06/2011, 08/06/2018, 10/01/2018

Reviewed 05/03/2010, 06/06/2011, 09/09/2013, 11/03/2014, 02/01/2016, 03/06/2017, 08/06/2018, 10/01/2018, 02/03/2020, 06/06/2022, 05/06/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *FINANCIAL PLANNING/BUDGETING***

---

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from Board's Ends priorities, the JPHSA Strategic Plan or risk fiscal jeopardy.

Accordingly, the Executive Director shall not allow budgeting which:

1. Contains too little information to: enable credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.
2. Plans the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period.
3. Provides less for Board prerogatives during the year than is set forth in the Cost of Governance policy.
4. Fails to explore and identify additional funding sources directly related to the financial security of the organization as necessary to ensure sustainability.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 06/06/2011, 09/10/2012, 08/06/2018

Reviewed 05/03/2010, 06/06/2011, 09/10/2012, 09/09/2013, 11/03/2014, 03/07/2016, 04/03/2017, 08/06/2018, 02/03/2020, 06/06/2022, 05/06/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *FINANCIAL PLANNING/BUDGETING***

---

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *FINANCIAL CONDITION AND ACTIVITIES***

---

With respect to the financial conditions and activities, the Executive Director shall not cause or allow the development of fiscal jeopardy or a material deviation of expenditures from Board priorities established in Ends policies.

Accordingly, the Executive Director shall not:

1. Fail to maintain integrity in expenditures.
2. Make a single expenditure of greater than \$500,000.00 without prior Board approval documented by resolution.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 07/12/2010, 08/01/2011, 09/10/2018

Reviewed 07/12/2010, 08/01/2011, 09/09/2013, 12/01/2014, 03/07/2016, 04/03/2017, 09/10/2018, 03/02/2020, 08/06/2022, 06/03/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *EXECUTIVE DIRECTOR EMERGENCY SUCCESSION***

---

In order to protect the Board from sudden loss of Executive Director services, the Executive Director may have no fewer than two members of the Executive Management Team familiar with Board and Executive Director issues and processes.

Accordingly, the Executive Director shall not:

1. Fail to designate a minimum of two members of the Executive Management Team in the succession or
2. Fail to inform the Board of any changes in the Executive Management Team members designated in the succession.



**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *ASSET PROTECTION***

---

The Executive Director shall not allow agency assets to be unprotected, inadequately maintained or exposed to unnecessary risk.

Accordingly, the Executive Director shall not:

1. Subject facilities, equipment and other property to improper wear and tear or insufficient maintenance.
2. Unnecessarily expose the organization, its Board or staff to claims of liability.
3. Make any purchase that fails to demonstrate prudent stewardship of agency resources.
4. Fail to secure agency records and intellectual property from loss, damage or exposure.
5. Endanger the organization's public image or credibility, particularly in ways that would hinder accomplishment of its mission.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 07/12/2010, 08/01/2011, 10/01/2018

Reviewed 07/12/2010, 08/01/2011, 10/07/2013, 01/05/2015, 04/04/2016, 05/01/2017, 10/01/2018, 09/21/2020, 09/12/2022

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *CONSULTANTS AND CONTRACT WORKERS***

---

With respect to engagement of consultants and contract workers, the Executive Director shall not cause or allow jeopardy to fiscal integrity or public image.

Accordingly, the Executive Director shall not:

1. Engage in a contract for an amount which deviates materially from the geographic or professional market for the skills employed.
2. Create obligations over a longer term than revenues can be safely projected.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 9/11/2006, 11/05/2018

Reviewed 9/13/2010, 12/05/2011, 02/03/2014, 02/02/2015, 05/02/2016, 06/05/2017, 11/05/2018, 11/02/2020, 09/12/2022, 08/03/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *COMMUNICATION AND SUPPORT TO THE BOARD***

---

The Executive Director shall not permit the Board to be uninformed or unsupported in its work.

Accordingly, the Executive Director shall not:

1. Neglect to submit monitoring data required by the Board (see policy on Monitoring Executive Director Performance) in a timely, accurate and understandable fashion, directly addressing the provisions of the Board Policies being monitored.
2. Present information in an unnecessarily complex or lengthy form.
3. Let the Board be unaware of relevant trends, significant changes in contracts or grants, anticipated adverse media coverage, material external and internal changes, and particularly changes in the assumptions upon which any Board Policy has previously been established.
4. Fail to advise the Board if, in the Executive Director's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Executive Director Linkage, particularly in the case of Board behavior, which is detrimental to the work relationship between the Board and the Executive Director.
5. Fail to marshal for the Board staff and external points of view, issues and options as needed for a fully informed Board.
6. Fail to provide a mechanism for official Board, officer or committee communications.
7. Fail to deal with the Board as a whole except when (a) fulfilling individual requests for information or (b) responding to officers or committees duly charged by the Board.
8. Fail to report in a timely manner an actual or anticipated noncompliance with any policy of the Board.
9. Fail to supply for the required approvals agenda all items delegated to the Executive Director that are required by law or contract to be Board-approved, along with the monitoring assurance pertaining thereto.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 9/13/2010, 02/03/2014, 11/05/2018

Reviewed 9/13/2010, 12/05/2011, 02/03/2014, 02/02/2015, 05/02/2016, 06/05/2017, 11/05/2018, 12/07/2020, 12/05/2022, 08/03/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *ENDS FOCUS OF GRANTS OR CONTRACTS***

---

The Executive Director may not enter into any grant or contract arrangements that fail to primarily emphasize the production of Ends and, avoid unacceptable Means.

Accordingly, the Executive Director shall not:

1. Fail to prohibit grant and/or contract funds from being used in imprudent, unlawful or unethical ways.
2. Fail to assess and consider a service provider's capability to produce and achieve appropriately targeted and efficient results.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 10/4/2010, 01/10/2012, 12/03/2018

Reviewed 10/4/2010, 01/10/2012, 02/03/2014, 02/02/2015, 05/02/2016, 06/05/2017, 12/03/2018, 02/01/2021, 12/05/2022, 11/04/2024

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: *ENDS FOCUS OF GRANTS OR CONTRACTS***

---

Adopted 08/04/1997

Implemented 08/04/1997

Revised 10/4/2010, 01/10/2012, 12/03/2018

Reviewed 10/4/2010, 01/10/2012, 02/03/2014, 02/02/2015, 05/02/2016, 06/05/2017, 12/03/2018, 02/01/2021, 12/05/2022, 11/04/2024

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *GLOBAL GOVERNANCE-MANAGEMENT CONNECTION***

---

The Board's only official connection to JPHSA business organizations is through the Executive Director.

Adopted 05/05/1997

Implemented 05/05/1997

Revised 02/05/2007, 10/04/2010, 12/03/2018

Reviewed 10/04/2010, 02/06/2012, 03/10/2014, 03/02/2015, 06/06/2016, 09/11/2017, 12/03/2018, 02/01/2021, 02/06/2023, 11/04/2024

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *UNITY OF CONTROL***

---

Only decisions of the Board acting as a body are binding on the Executive Director.

Accordingly:

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Executive Director except in instances when the Board has specifically authorized such exercise of authority.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the Executive Director can refuse such requests that require, in the Executive Director's opinion, an extraordinary amount of staff time or funds, or are disruptive to the operations of the Authority.

Adopted 05/05/1997

Implemented 05/05/1997

Revised 03/05/2007, 11/01/2010

Reviewed 11/01/2010, 02/06/2012, 03/10/2014, 03/02/2015, 06/06/2016, 09/11/2017, 01/07/2019, 03/01/2021, 02/06/2023, 12/02/2024

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR***

---

The Executive Director is the Board's only official link to operational achievement and conduct, so all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Executive Director.

Accordingly:

1. The Board will not give instructions to any person who reports directly or indirectly to the Executive Director.
2. The Board will refrain from evaluating, either formally or informally, any member of the staff other than the Executive Director.
3. The Board will view Executive Director performance relative to organizational performance, so organizational accomplishments of Board stated Ends and avoidance of Board prohibited Means will be viewed as components of successful Executive Director performance.

Adopted 05/05/1997

Implemented 05/05/1997

Revised 11/01/2010, 01/07/2019, 04/3/2023

Reviewed 11/01/2010, 02/06/2012, 03/10/2014, 03/02/2015, 06/06/2016, 09/11/2017, 01/07/2019, 03/01/2021, 04/22/2024



**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**  
**POLICY TITLE: *ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR***

---

Adopted 05/05/1997

Implemented 05/05/1997

Revised 11/01/2010, 01/07/2019, 04/3/2023

Reviewed 11/01/2010, 02/06/2012, 03/10/2014, 03/02/2015, 06/06/2016, 09/11/2017, 01/07/2019, 03/01/2021, 04/22/2024

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *DELEGATION TO THE EXECUTIVE DIRECTOR***

---

The Board will instruct the Executive Director through written policies which prescribe the organizational Ends to be achieved, and situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

Accordingly:

1. The Board will develop policies instructing the Executive Director to achieve results for certain recipients at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Ends policies.
2. The Board will develop policies which limit the latitude the Executive Director may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies.
3. As long as the Executive Director uses a reasonable interpretation of the Board's Ends and Executive Limitations policies, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities accordingly.
4. The Board may change its Ends and Executive Limitations policies, thereby shifting the boundary between Board and Executive Director domains. By doing so, the Board may change the latitude of choice given to the Executive Director.

Adopted 05/05/97

Implemented 05/05/97

Revised 12/06/2010, 04/07/2014

Reviewed 12/06/2010, 06/04/2012, 04/07/2014, 04/06/2015, 08/01/2016, 10/02/2017, 02/04/2019, 04/05/2021, 04/03/2023, 12/02/2024

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *MONITORING EXECUTIVE DIRECTOR PERFORMANCE***

---

Systematic and rigorous monitoring of Executive Director job performance will be measured against the expected Executive Director job outputs:

- Organizational accomplishment of Board policies on Ends; and
- Organizational operation within the boundaries established in Board policies on Executive Limitations.

Accordingly:

1. Monitoring is to determine the degree to which Board policies are being met. Data which does not contribute to this may not be considered to be monitoring data.
2. The Board will acquire monitoring data by one or more of three methods: a) by internal report, in which the Executive Director reports compliance information to the Board, b) by external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies, and/or c) by direct Board inspection, in which a designated member or members of the Board assess compliance with the appropriate policy criteria.
3. In every case, the standard for compliance shall be a reasonable interpretation by the Executive Director of the Board policy being monitored.
4. All policies which instruct the Executive Director will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule.

<u>Policy</u>	<u>Method</u>	<u>Frequency</u>	<u>Report Month</u>
---------------	---------------	------------------	---------------------

Executive Limitations:

Treatment of Individuals Served	Internal	Annually	February
Financial Planning/Budgeting	Internal	Annually	May
Financial Condition & Activities	Internal	Annually	May
	External	Annually	February
ED Emergency Succession	Internal	Annually	June
Asset Protection	Internal/External	Annually	December
Treatment of Staff	Internal	Annually	April
Consultants & Contract Workers	Internal	Annually	March
Communication & Support	Direct Inspection	Annually	June

Adopted 04/07/1997

Implemented 04/07/1997

Revised 12/06/2010, 04/07/2014, 03/11/2019, 12/02/2019

Reviewed 12/06/2010, 06/04/2012, 04/07/2014, 04/06/2015, 08/01/2016, 11/06/2017, 02/04/2019, 03/11/2019, 12/02/2019, 05/03/2021, 05/01/2023

**POLICY TYPE: BOARD-EXECUTIVE DIRECTOR LINKAGE**

**POLICY TITLE: *MONITORING EXECUTIVE DIRECTOR PERFORMANCE***

---

ENDS focus of Grants or Contracts Internal Annually August

ENDS Statement:

Allocation of Resources Internal Annually November

Adopted 04/07/1997

Implemented 04/07/1997

Revised 12/06/2010, 04/07/2014, 03/11/2019, 12/02/2019

Reviewed 12/06/2010, 06/04/2012, 04/07/2014, 04/06/2015, 08/01/2016, 11/06/2017, 02/04/2019, 03/11/2019, 12/02/2019, 05/03/2021, 05/01/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *COMPREHENSIVE GOVERNANCE COMMITMENT***

---

The purpose of the Board, on behalf of the residents of Jefferson Parish, is to ensure Jefferson Parish Human Services Authority achieves appropriate results for appropriate persons at an appropriate cost, and avoids unacceptable actions and situations.

Adopted 06/02/1997

Implemented 06/02/1997

Revised 01/03/2011, 09/12/2016, 03/11/2019

Reviewed 01/03/2011, 08/06/2012, 05/05/2014, 05/04/2015, 09/12/2016, 11/06/2017, 03/11/2019, 06/07/2021, 05/01/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *GOVERNING STYLE***

---

The Board will govern with an emphasis on a) outward vision rather than an internal preoccupation, b) encouragement of diversity in viewpoints, c) strategic leadership more than administrative detail, d) clear distinction between Board and Chief Executive roles, e) collective rather than individual decisions, f) future rather than past or present, and g) actively rather than reactively.

Accordingly:

1. The Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not merely a reactor to staff initiatives. The Board will use the expertise of individual members to enhance the ability of the Board as a body, rather than to substitute their individual judgments for those of the Board.
2. The Board will direct, control and inspire the organization through the careful establishment of broad, written policies reflecting the Board's values and perspectives. The Board's major policy focus will be on the intended long term impacts outside the organization, not on the administrative or programmatic means of attaining those effects.
3. The Board will enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability.
4. Continual Board development will include orientation of new Board members in the Board's governance process and periodic Board discussion of process improvement.
5. The Board will allow no officer, individual or committee of the Board to hinder or impede fulfilling its commitments.
6. The Board will monitor and discuss the Board's process and performance at each meeting. Monthly data is collected and used at least annually to reflect and guide board evaluation and education. It is the responsibility of the Vice-Chairman of the Board to collect and maintain all evaluations until the annual review. After the annual review, all evaluations are retained by the JPHSA Board liaison. Self-monitoring includes comparison of Board activity and discipline to policies in the Governance Process and Board-Executive Director Linkage categories.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 11/05/2007, 01/03/2011, 05/05/2014, 03/11/2019

Reviewed 11/05/2007, 01/03/2011, 08/06/2012, 05/05/2014, 05/04/2015, 09/12/2016, 10/02/2017, 03/11/2019, 06/07/2021, 06/05/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *BOARD JOB DESCRIPTION***

---

Specific job outputs of the Board, as an informed agent of the ownership, are those that ensure appropriate organizational performance.

Accordingly:

1. The Board will represent the ownership.
2. The Board will produce the link between the organization and the ownership.
3. The Board will produce written governing policies which, at the broadest levels, address each category of organizational decision making.
  - a. Ends: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good for which recipients at what cost).
  - b. Executive Limitations: Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
  - c. Governance Process: Specification of how the Board conceives, carries out, and monitors its own tasks.
  - d. Board-Executive Director Linkage: How power is delegated and its proper use monitored; the Executive Director role, authority and accountability.
4. The Board will ensure Executive Director performance (against policies in 3A and 3B as stated above).
5. The Board will engage in direct advocacy activities as required to assure viability and integrity of the organization in its ends.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 12/03/2008, 01/03/2011, 08/06/2012, 04/01/2019

Reviewed 12/03/2008, 01/03/2011, 08/06/2012, 05/05/2014, 05/04/2015, 10/03/2016, 12/04/2017, 04/01/2019, 08/02/2021, 06/05/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *AGENDA PLANNING***

---

To accomplish its goals with a governance style consistent with Board policies, the Board will follow an annual agenda which completes a re-exploration of Ends policies annually and continually improves Board performance through Board education.

1. The agenda year will conclude each year on the last day of December.
2. The Board shall develop its agenda for each year to be approved at the December meeting of the preceding year.
  - a. Consultations with selected groups in the ownership, or other methods of gaining ownership input will be determined and scheduled throughout the year.
  - b. Governance education and education related to Ends determination will be scheduled throughout the year.
3. Throughout the year, the Board will attend to agenda items as expeditiously as possible.
4. Executive Director monitoring will be included on the agenda if monitoring reports show policy violations or issues, or if policy criteria are to be debated.
5. Executive Director remuneration will be decided annually based in part, on monitoring reports received during the previous year.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 02/18/2008, 02/07/2011, 12/05/2016, 04/01/2019

Reviewed 02/18/2008, 02/07/2011, 09/10/2012, 06/02/2014, 06/08/2015, 10/03/2016, 12/04/2017, 04/01/2019, 08/02/2021, 08/05/2023



**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *CHAIRPERSON'S ROLE***

---

The Chairperson ensures the integrity of the Board's process and, secondarily, can represent the Board to outside parties.

Accordingly:

1. The job of the Chairperson is to ensure that the Board follows its policies and rules, as well as those legitimately imposed upon it from outside the organization.
  - a. Meeting discussion content will be only those issues which, according to Board policy, clearly belong to the Board to decide.
  - b. Deliberation will be fair, open, and thorough, as well as timely, orderly, and pertinent.
2. The authority of the Chairperson consists of making decisions that fall within parameters covered by Board policies on Governance Process and Board-Executive Director Linkage, except where the Board specifically delegates portions of this authority to others. The Chairperson is authorized to use any reasonable interpretation of the provisions in these policies.
  - a. The Chairperson is empowered to chair Board meetings with all of the commonly accepted power of that position (e.g., ruling, recognizing, etc.)
  - b. The Chairperson has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the Chairperson, as an individual, has no supervisory authority over the Executive Director.
  - c. The Chairperson may represent the Board to outside parties in accurately stating Board positions and decisions.
  - d. The Chairperson may appoint committees, taskforces, or workgroups as needed to carry out the Ends of the Authority. After the work is completed, a report is made to the Board, and unless otherwise continued by the Chairperson or Board, any appointments shall then dissolve without any action of the Chairperson or Board.
  - e. The Chairperson may delegate this authority, but remains accountable for its use.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 03/03/2008, 02/07/2011, 12/05/2016, 05/06/2019

Reviewed 03/03/2008, 02/07/2011, 09/10/2012, 06/02/2014, 06/08/2015, 12/05/2016, 12/04/2017, 05/06/2019, 12/06/2021, 08/05/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *VICE-CHAIRPERSON'S ROLE***

---

The Vice-Chairperson shall:

1. Assume such duties as may be assigned by the Chairperson or the Board.
2. In the absence of the Chairperson, preside at all Board meetings and execute all the duties of the Chairperson as established by the Board's Governance policies.

Adopted 05/03/1999

Implemented 05/03/1999

Revised 02/07/2011, 05/06/2019

Reviewed 02/07/2011, 09/10/2012, 06/02/2014, 06/08/2015, 12/05/2016, 01/08/2018, 05/06/2019, 12/06/2021, 09/11/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *BOARD MEMBERS' CODE OF CONDUCT***

---

The Board commits itself and its members to ethical, professional, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members. All Board Members are subject to the Louisiana code of Governmental Ethics. Accordingly:

1. Members must represent unconflicted loyalty to the interests of the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staffs. It also supersedes the personal interest of any Board member.
2. Members must avoid conflicts of interest, improprieties and the appearance of either with respect to their fiduciary responsibility.
  - a. There must be no self-dealing or any conduct of business involving the organization in which a Board member or any of the following persons have a substantial economic interest:
    - i. a member of his/her immediate family;
    - ii. any entity in which he/she has an ownership interest greater than the interest of a general class;
    - iii. any entity of which he/she is an officer, director, trustee, partner, or employee;
    - iv. any person with whom he/she is negotiating or has an arrangement concerning prospective employment; or
    - v. any person who is indebted to him/her or is a party to an existing contract with him/her and by reason thereof is in a position to directly affect his/her economic interests.
  - b. When the Board is to decide upon an issue, about which a member has an unavoidable conflict of interest, that member shall announce and recuse her or himself without comment from not only the vote, but also from any discussion or any deliberation preceding the vote.
  - c. Board members must not use their positions to obtain employment for themselves, family members or close associates. Should a member desire employment with JPHSA or its programs, he or she must first resign and wait a minimum of two years as required by law.

Adopted 03/03/1997

Implemented 03/03/1997

Revised 10/02/2017, 03/05/2018, 06/03/2019

Reviewed 04/04/2011, 10/01/2012, 08/14/2014, 08/03/2015, 01/09/2017, 10/02/2017, 03/05/2018, 06/03/2019, 02/07/2022, 09/11/2023

- d. Members will annually disclose their involvements with other organizations, with vendors, or any other associations which might produce a conflict, through the use of the Board member questionnaire. If an involvement arises between the reporting dates, the member will be required to disclose the involvement through the Board Chairperson and request that the involvement be placed on the agenda for review by the Board with input from JPHSA's Compliance Officer.
3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
    - a. Members' interaction with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly Board authorized
    - b. Members' interaction with public, press or other entities must recognize the same limitation and the inability of any Board member to speak for the Board except to repeat explicitly stated Board decisions.
    - c. Members will not express any individual judgments of Executive Director or staff performance.
  4. Members will respect the confidentiality appropriate to issues of a sensitive nature.

Adopted 03/03/1997

Implemented 03/03/1997

Revised 10/02/2017, 03/05/2018, 06/03/2019

Reviewed 04/04/2011, 10/01/2012, 08/14/2014, 08/03/2015, 01/09/2017, 10/02/2017, 03/05/2018, 06/03/2019, 02/07/2022, 09/11/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *BOARD COMMITTEE PRINCIPLES***

---

The Board uses committees to conduct research and report on specific, goal-oriented assignments. Board committees, when used, reinforce the wholeness of the Board's functions, and never interfere with delegation from the full Board to the Executive Director.

Accordingly:

1. The Board Chairperson appoints Committees for specific purposes during Board meetings. All Committees must have a stated purpose. The Board Chairperson also appoints Committee members, and names a Committee Chairperson responsible for reporting to the full Board.
2. The Board uses Committees sparingly, and in an ad hoc capacity.
3. Board committees are to help the Board perform its functions, not assist or advise staff.
4. Board committees may not speak or act for the Board except when the Board votes to give such authority for specific and time-limited purposes.
5. This policy applies to any group which is formed by Board action, whether or not it is called a committee.
6. All Committee meetings are subject to the Louisiana Open Meetings Law to the same extent as full Board meetings.

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: *COST OF GOVERNANCE***

---

Because ineffective governance costs more than learning to govern well, the Board will invest both time and financial resources in its governance capacity.

Accordingly:

1. Board skills, methods, and supports will be sufficient to ensure governing with excellence.
  - a. The Board will use training and retraining liberally to orient new members and maintain and increase existing member skills and understandings.
  - b. The Board will retain outside assistance as necessary to ensure it can exercise confident control over organizational performance.
  - c. The Board will use linkage opportunities as needed to ensure the Board's ability to listen to owner viewpoints and values.
2. The Board will act as a prudent steward of resources, and will balance the expenses of governance activities to ensure a cost effective, robust governance process.
  - a. The Board will establish an annual fiscal year budget (July 1 - June 30) to cover costs of governance activities, including routine operational expenses and Board training, conferences and workshops, third party assistance, and activities to connect to our owners.

Adopted 08/04/1997

Implemented 08/04/1997

Revised 12/07/2015, 04/02/2018, 09/16/2019, 03/07/2022

Reviewed 04/04/2011, 10/01/2012, 09/13/2014, 12/07/2015, 02/06/2017, 04/02/2018, 09/16/2019, 03/07/2022, 03/06/2023, 11/06/2023, 12/04/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: ATTENDANCE**

---

In order for the Board to fulfill its commitment to govern with excellence, it is of the utmost importance that each of its members attends the regularly scheduled meetings of the Board inclusive of the annual Board Retreat.

Accordingly:

1. In the event that any member of the Board is absent from three regularly scheduled Board meetings inclusive of the annual Board Retreat in any 12 consecutive months, such member is considered to have offered his/her resignation as a member of the Board.

Note: Typically a Board meeting is held on the same day as the Board Retreat; therefore, missing that date constitutes two missed meetings.

2. The Chief Administrative Assistant monitors Board Member attendance and notifies the Board Chairperson within a work week when a Board Member misses a third meeting within the 12 consecutive month time frame and thus is considered to have offered his/her resignation.
  - a. The Board Chairperson contacts the resigning Board Member to discuss the reasons for the three absences from the Board meetings. As a result of their discussion, one of the following occurs:
    - i. The Board Chairperson accepts the resignation of the Board Member and notifies the full Board at its next regularly scheduled meeting.
    - ii. The Board Chairperson refuses to accept the resignation of the Board Member because he/she has made a commitment to attend future Board meetings to remediate the attendance violation.
  - b. The Board Chairperson documents the conversation with the Board Member via an email to the Chief Administrative Assistant for inclusion in his/her Board of Director's file.
3. In the event that any member of the Board is absent from a fourth board meetings inclusive of the annual Board Retreat in any 12 consecutive month period, such member

Adopted 09/08/2003

Implemented 09/08/2003

Revised 01/10/2005, 03/04/2013, 03/05/2018, 09/16/2019

Reviewed 04/04/2011, 10/01/2012, 03/04/2013, 09/13/2014, 01/04/2016, 02/06/2017, 03/05/2018, 09/16/2019, 03/07/2022, 03/06/2023, 12/04/2023

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: ATTENDANCE**

---

is considered to have offered his/her resignation as a member of the Board.

- a. The Chief Administrative Assistant notifies the Board Chairperson within a work week of the fourth missed meeting within the 12 consecutive month time frame.
  - b. The Board Chairperson contacts the resigning Board Member to discuss the reasons for the four absences. As a result of their discussion, one of the following occurs:
    - i. The Board Chairperson accepts the resignation of the Board member and notifies the full Board at its next regularly scheduled board meeting.
    - ii. The Board Chairperson refuses to accept the resignation of the Board member because of extenuating circumstances. The Board member is required to address the full Board at its the next regularly scheduled meeting about the extenuating circumstances and re-affirm his/her commitment to attend future meetings.
4. In the event that any member of the Board is absent from a fifth regularly scheduled Board meeting inclusive of the annual Board Retreat in any 12 consecutive month period, such member shall be deemed to have resigned as a member of the Board.
- a. The Chief Administrative Assistant notifies the Board Chairperson within a work week of the fifth missed meeting within the 12 consecutive month time frame.
  - b. The Board Chairperson contacts the resigning member of the Board and notifies such Member of the acceptance of his or her resignation. The full Board is notified of the resignation at its next regularly scheduled meeting.
5. A resigned member of the Board may re-apply for a potential Board position after a period of three years from the date of resignation

Adopted 09/08/2003

Implemented 09/08/2003

Revised 01/10/2005, 03/04/2013, 03/05/2018, 09/16/2019

Reviewed 04/04/2011, 10/01/2012, 03/04/2013, 09/13/2014, 01/04/2016, 02/06/2017, 03/05/2018, 09/16/2019, 03/07/2022, 03/06/2023, 12/04/2023