



Delaware-Morrow Mental Health & Recovery Services Board

Supporting Wellness. Building Hope. Transforming Lives.

Board Meeting Minutes | November 19, 2020 | **Virtual**
DMMHRSB Boardroom | 40 N. Sandusky St., Delaware, Ohio

1. **Call to Order/Roll Call:** *Joe Gigliotti, Board Chair*

The meeting was called to order at approximately 10:38 a.m. and Roll Call was taken.

Board Members Attending: Joseph (Joe) Gigliotti, Dr. Annie Horstman, Kathleen Johnson, Tiesha Johnson; Zachary (Zach) Miller, Adelbert (Del) Robeson, Steve Serio, Christopher (Chris) Shamro, Marnie Whaley-Buckel,

Board Members Excused: Lynnette Cook, Carolyn Slone, Lynn Stacy, Benjamin Winkler

Staff Present: Deanna Brant, Kyle Lewis, Rhianna Mattix, Kristan Warren, Kelly Wood

2. **Approval of Agenda:** *Joe Gigliotti, Board Chair*

Joe asked for a motion to approve the November 19, 2020 Agenda as presented.

Motion 20.11.01: Annie Horstman moved to accept the Board meeting agenda, Kathleen Johnson seconded, and the motion carried 9-0.

3. **Board By-Laws:** *Deanna Brant, Executive Director*

Deanna stated the last update to the By-Laws was in 2007, that there had been two (2) readings of the current draft crafted by Board Counsel, Kelly Wood and herself and this would be the third and final reading. She asked if there were any revisions, updates or recommendations and if none were substantive, she would like a vote to approve the By-Laws as presented.

Joe said he had a question on Article V under Committees where it says “*all committees shall consist of the Board Officers.*” He thinks this should be “*more expansive*” and doesn’t think it was intended to be just Board Officers. Joe stated other than that, he thinks they look good but it needs to be specific whether each of the Board Officers are ad hoc members and other members appointed or just officers.

It was decided that the language would be changed to state the committees would consist of the Board Officers and appointed Board members. Joe said he would like to approve the By-Laws with the revised language.

Deanna said there was a change she wanted to present under Article V, Committee Section 1, the very last sentence: “*Standing committees shall have no authority to act in lieu of the Board, nor commit the Board to any position or course of action, except with explicit authorization by a majority of the Board.*” The existing By-Laws allow the Executive Committee to make Board

decisions in-between Board meetings. She asked if the Board wanted to keep the language as is or allow the Executive Committee to conduct board business as the current By-Laws permitted.

A discussion on how the O.R.C. allows for the Executive Committee to conduct Board business between board meetings, and since the Executive Committee conducted business this past summer when the Board had not meetings, Deanna advised that the wording could be changed to say: "*Standing committees, with the exception of the Executive Committee as described in Section 2,*"... Joe stated he would agree with that change and to add a statement about any action taken by the EC will be reported to the Board at its next regularly schedule meeting. Deanna agreed.

Joe asked if all the Board members understood the changes to be made.

Motion 20.10.03: Zach Miller moved to accept the Board By-Laws with the stated changes. Annie Horstman second and the motion carried 9-0.

4. **Public Comments:**

There were no public comments.

Joe then congratulated the Board staff on the Annual Meeting, saying it was one of the best he had attended. Deanna said thank you and that the biggest thanks should be to Kyle Lewis for putting it together.

Deanna informed everyone that House Bill 404 passed in a lame duck session and was going to the Senate. If it passes the Senate, it will go to the Governor and if signed, permission to hold virtual meetings for public meetings will be extended until July 1, 2021. If things are still unsettled due to the pandemic it is possible it will be made permanent. Deanna expects to hold meetings in a virtual format at least for the next seven (7) months.

5. **Adjournment:** *Joe Gigliotti, Board Chair*

Joe asked for a motion to adjourn the Board Meeting.

Motion 20.10.05: Steve Serio moved to adjourn the November 19, 2020 Board Meeting. Tiesha Johnson seconded. Motion carried 9-0.

The Board meeting was adjourned at approximately 10:51 a.m.

Respectfully submitted:

Kelly Wood, Administrative Assistant

Accepted:

Joe Gigliotti, Board Chair