

# **AGREEMENT OF ARTICLES**

## **TO ESTABLISH THE CLARK COUNTY FAMILY AND CHILDREN FIRST COUNCIL**

This Agreement is entered into pursuant to the provisions of Section 167.01 *et seq.* of the Ohio Revised Code for the purposes of forming a voluntary association between the parties, each of which is a political subdivision of the state of Ohio, and for the purpose of establishing a Family and Children First Council as defined in Section 121.37 of the Ohio Revised Code. The purpose of the Council shall be to coordinate and integrate those services within Clark County which are available for families and children and to establish a comprehensive, coordinated, multi-disciplinary, interagency system for the delivery of such services in order to more effectively meet the needs of families and children.

WHEREAS, the Board of Clark County Commissioners is a subdivision of the State of Ohio and a body politic pursuant to Article II, ' 1 of the Ohio Constitution; and

WHEREAS, the City of Springfield is a Municipal Corporation and a body politic organized pursuant to Article XVIII of the Ohio Constitution and Section 703.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, the Clark County Board of Mental Retardation and Developmental Disabilities is a body politic organized pursuant to Section 5126.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, the Eastern Miami Valley Alcohol, Drug Addiction and Mental Health Services Board is a body politic organized pursuant to Section 304.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, the Springfield City Schools Board of Education is a public city school board and a body politic organized pursuant to Section 3313.02 of the Ohio Revised Code; and

WHEREAS, the Clark County Educational Service Center is a body politic organized pursuant to Section 3313.02 of the Ohio Revised Code; and

WHEREAS, the Board of the City of New Carlisle Health District is a public health district and a body politic organized pursuant to Section 3709.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, the Board of the City of Springfield Health District is a public health district and a body politic organized pursuant to Section 3709.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, the Board of the Clark County General Health District is a public health district and a body politic organized pursuant to Section 3709.01 *et seq.* of the Ohio Revised Code; and

WHEREAS, Chapter 167 of the Ohio Revised Code permits the governing bodies of two or more counties, municipal corporations, townships, special districts, school boards, or other political subdivisions to enter into an agreement with each other for the establishment of a Regional Council of Governments consisting of such political subdivisions; and

WHEREAS, it is the desire of the parties to this agreement to establish a Regional Council of Governments for purposes set forth more fully below:

IT IS HEREBY AGREED AS FOLLOWS:

## **ARTICLE 1.**

### **DEFINITIONS**

**SECTION 1.1 Definitions.** Terms defined in the singular shall include the plural and vice versa. Pronouns in any gender shall include the masculine, feminine and neuter, as the context permits. All references to a "section" refer to this Agreement unless the context otherwise requires. The capitalized terms in these Articles shall have the following meanings:

**ARTICLES** shall mean this Agreement of Articles to establish the Clark County Families and Children First Council, which is a regional council of governments established pursuant to Section 167.01 et seq. of the Ohio Revised Code.

**BYLAWS** shall mean the Bylaws adopted by the Board of Trustees of the Council pursuant to authority granted to it in the Articles.

**BOARD** shall mean the Board of Trustees of the Clark County Family and Children First Council as established in Section 3.1 of these Articles.

**COUNCIL** shall mean the Clark County Family and Children First Council established pursuant to Section 121.37 of the Ohio Revised Code, as amended.

**MEMBER** shall mean those counties, municipalities, school boards, health districts and other political subdivisions of the State of Ohio which have entered into the Agreement of Articles establishing the regional council of governments known as the Clark County Family and Children First Council.

**TRUSTEE** shall mean those natural persons appointed or designated as representatives of the Members or designated to represent other entities required to be represented on the Council pursuant to Section 121.37 of the Ohio Revised Code.

## **ARTICLE 2.**

### **MEMBERSHIP AND REPRESENTATION**

**SECTION 2.1 Council.** A regional council of governments is hereby established which shall be known as the **CLARK COUNTY FAMILY AND CHILDREN FIRST COUNCIL**. Membership in the regional council shall include the parties to this Agreement and other political subdivisions entering into this Agreement or admitted to membership subsequently pursuant to this Agreement or the Bylaws of the Council.

**SECTION 2.2 Rights of Members.** Except for the rights specifically granted to Members herein, the sole right of the Members shall be to vote for or appoint its representative or alternate representative to the Board of Trustees. The Members authorize the Board to exercise all of the rights and privileges of the Members regarding the management and operation of the Council.

**SECTION 2.3 Reserved Powers.** The following shall only be effective upon the unanimous approval of the Members of the Council taken at a meeting of the Members or without a meeting.

1. Admittance of Additional Members to the Council.
2. Establishing or increasing the funding obligation of each Member or determining an assessment as provided in Section 10.1 below, or determining that a Member may contribute property or services in lieu of cash or cash equivalents.

3. Any incurrence of debt or other financing arrangements.
4. Adopting or amending these Articles establishing the Clark County Family and Children First Council.
5. Approving any merger, consolidation or other reorganization of the Council.
6. Electing to terminate the Council.

**SECTION 2.4 Limited Liability.** The Members shall not be bound by, or be individually liable for the expenses, liabilities or obligations of the Council except to the extent of their financial contribution.

**SECTION 2.5 Indemnification.** To the maximum extent permitted by law, each Member may be indemnified by the Council against any loss, damage, liability or expense ("Liability") sustained by such Member by reason of any act or omission of the Member on behalf of the Council or in furtherance of the business of the Council, provided that such act or omission was not the result of intentional misconduct, recklessness or gross negligence. Each Member agrees to indemnify and hold harmless the Council and other Members from and against any Liability, including but not limited to, interest, penalties and the reasonable attorney fees, arising out of or resulting from any noncompliance by the Member with any covenants, agreements, or undertakings of the Member contained in these Articles.

**SECTION 2.6 Insurance.** The Council shall purchase and maintain general liability insurance, and directors and officers insurance on behalf of any person who is a Trustee, officer, employee, or other agent of the Council, in the amount not less than \$1,000,000. per occurrence and in the aggregate. The Council may purchase such additional insurance against any insurable risk in such amounts as it deems reasonable and appropriate.

### **ARTICLE 3.**

#### **MANAGEMENT**

**SECTION 3.1 Board of Trustees.** Except as provided by the laws of the State of Ohio and in these Articles, the powers of the Council shall be exercised, its business affairs conducted and its property managed by and under the direction of a Board of Trustees. The Board shall consist of representatives of each of the Members to this Agreement of Articles and representatives of those additional entities required to be represented on the Council pursuant to Section 121.37 of the Ohio Revised Code. Specifically, the Board shall include as Trustees the following individuals:

1. The Executive Director of the Eastern Miami Valley Alcohol, Drug Addiction and Mental Health Services Board.
2. The Health Commissioner of the Board of Health of the City of New Carlisle, Ohio.
3. The Health Commissioner of the Board of Health of the City of Springfield, Ohio.
4. The Health Commissioner of the Board of Health of the County of Clark, Ohio.
5. The Director of the Clark County Department of Human Services.
6. The Deputy Director of Children Services within the Clark County Department of Human Services.
7. The Superintendent of the Clark County Mental Retardation and Developmental Disabilities Board.

8. The Clark County Juvenile Court Judge.
9. The Superintendent of the Springfield City Schools.
10. A Superintendent representing all other school districts within Clark County as designated at a biennial meeting of the superintendents of those districts.
11. The Mayor of the City of Springfield or another City Commissioner or the City Manager, as may be designated by that Commission.
12. The Chairperson of the Board of Clark County Commissioners, or another commissioner or the County Administrator as may be designated by that Board.
13. A representative of the regional office of the Ohio Department of Youth Services, designated by that Department.
14. The Executive Director(s) of the Clark County's Head Start agency or agencies as defined in Section 3301.31 of the Ohio Revised Code.
15. A representative of the Clark County Early Intervention Collaborative established pursuant to the "Education of the Handicapped Act Amendments of 1986", designated by the Collaborative.
16. At least three (3) individuals representing the interests of families in the County.

**SECTION 3.2 Appointment.** The Trustees shall be designated and appointed to the Board as set forth in the Bylaws. Representation of other Members who are later admitted shall be established by the Bylaws of the Council. If the Bylaws fail to establish the manner for determining representation on the Council, such representation shall consist of one representative from each Member. Such representative shall be the elected chief executive thereof, or if the political subdivision has no elected chief executive, a Member of its governing body chosen by such body to be its representative.

**SECTION 3.3 Bylaws.** The manner in which the Board shall act and procedures used by the Board for the management and conduct of the Council business shall be set forth in the Bylaws, so long as such Bylaws are consistent with the terms of these Articles. The Bylaws may be amended from time to time by a majority vote of the full membership of the Board.

#### **ARTICLE 4.**

##### **WITHDRAWAL FROM MEMBERSHIP**

**SECTION 4.1** Any political subdivision which has become a Member of the Council may withdraw by formal action of its governing board and upon One Hundred Eighty (180) days written notice to the Council after such action.

#### **ARTICLE 5.**

##### **PURPOSE OF THE COUNCIL**

**SECTION 5.1 Mission Statement.** The Council shall develop and support multi-agency integration to accommodate and encourage efforts of families and neighborhoods to support the positive development of children in Clark County. By maximizing resources, and improving access to and coordination of services, the Council will take a lead role in the strategic partnering of funding sources, service providers, families and the community to achieve its Vision.

**SECTION 5.2 The Vision.** The focus of the Council shall be children and their caregivers--parents, relatives or other individuals. With that focus, we believe that:

- ! Families can be productive, self-reliant, nurturing and accountable.
- ! Communities can encourage and support family stability and hold families accountable.

Therefore, we will provide leadership to empower families in Clark County and foster an environment where:

- ! All families can have adequate food, clothing, shelter and healthcare.
- ! All children can live in a home environment that is supportive, non-violent, and free of drug and alcohol abuse.
- ! Marriage relationships can be strengthened, and fathers can be an active part of the family.
- ! All children can live in neighborhoods that are safe, secure and supportive.
- ! Families can have opportunities for jobs that provide adequate income to meet their basic needs.
- ! All children can be in school every school day ready to learn.

The Clark County Family Council will strive to attain the following among the agencies and institutions that serve children and families:

**Program Development:** Involve families in planning new programs that are responsive to the needs of children and families, and reduce or eliminate programs that are not responsive to the needs of children and families.

**Accessibility:** Make services available in homes and neighborhoods.

**Coordination:** Develop a system for joint planning, coordination of service delivery, and collaboration among all agencies and institutions serving children and families.

**Cross Training:** Establish cross training of personnel among all organizations serving children and families.

## **ARTICLE 6.**

### **POWERS OF THE COUNCIL**

**SECTION 6.1** The Council shall exercise all powers set forth in Chapter 167 of the Ohio Revised Code including, but not limited to, the power to:

- A. Study area governmental problems common to two or more Members of the Council as related to families and children, including matters affecting education, health, safety, welfare, and economic conditions.
- B. Promote cooperative arrangements and coordinate action among its Members, and between its Members and other agencies of local or state government and the federal government.
- C. Make recommendations for review and action to the Members and other public agencies that perform functions for families and children within the region.
- D. Contract with and promote cooperative agreements and contracts among its Members, or with other governmental agencies, or with private persons, corporations, or agencies.
- E. Perform planning directly by personnel of the Council, or under contracts between the Council and other public or private planning agencies.
- F. By appropriate action of the governing bodies of the participating Members, to perform such other functions and duties as are performed or capable of performance by the Members in dealing with problems of mutual concern as they relate to families and children in Clark County, Ohio.
- G. Employ such staff and contract for the services of such consultants and experts as it deems necessary and advisable, and under such terms and conditions of work as it deems appropriate.
- H. Purchase or lease or otherwise provide for such facilities, supplies, materials, and equipment as it deems necessary and appropriate.
- I. Accept and expend funds, grants, gifts, and services from any source including the Members of the Council, other governmental entities, and from private and civic sources.
- J. Request an exemption from any rules or interagency agreements of a state department participating on the Council if an exemption is necessary for the Council to implement a program for service delivery to families and children.
- K. Enter into an agreement to administer other county councils jointly by creating a regional Family and Children First Council.

## **ARTICLE 7.**

### **DUTIES OF THE COUNCIL**

**SECTION 7.1** The Council shall fulfill all responsibilities of a family and children first council as set forth in Section 121.37 of the Ohio Revised Code including the following:

- A. Refer to the cabinet council those children for whom the council cannot provide adequate services.
- B. Make periodic reports to the cabinet council regarding the number of children referred to the county council and the progress made in meeting the needs of each child.
- C. Develop a plan that reviews and adjusts existing programs, fills service gaps where possible, or invents new approaches to achieve better results for families and children.
- D. Participate in the development of a countywide, comprehensive, coordinated, multi-disciplinary, interagency system for infants and toddlers with developmental disabilities or delays and their families, as established pursuant to federal grants received and administered by the Department of Health for Early Intervention Services under the "Education of the Handicapped Act Amendments of 1986".
- E. Maintain an accountability system to monitor the council's progress in achieving its goals.
- F. Establish a mechanism to ensure ongoing input from a broad representation of families who are receiving services within the county system.
- G. Comply with the policies, procedures, and activities prescribed by the rules of interagency agreements of a state department participating on the cabinet council to the extent that the county council performs a function subject to those rules or agreements.

## **ARTICLE 8.**

### **MEETINGS, VOTING AND PROCEDURES**

**SECTION 8.1 Regular and Annual Meetings.** The Board of Trustees shall hold a minimum of four (4) regular meetings annually, one of which shall be designated the "annual meeting" at which the annual report shall be reviewed by the Board.

**SECTION 8.2 Special Meetings.** The President, Vice President, or any five (5) members of the Board of Trustees may call additional special meetings as may be needed to conduct business.

**SECTION 8.3 Bylaws.** The Board of Trustees shall adopt Bylaws providing for notice of meetings to its members and the general public as required by Section 121.22 of the Revised Code. Such Bylaws shall further provide for the number of Board members necessary to constitute a quorum at any regular or special meeting of the Board.

**SECTION 8.4 Committees.** The Board of Trustees may also adopt Bylaws for the conduct of its meetings and the establishment of standing and ad hoc committees, including an Executive Committee, which shall have the full authority to conduct business on behalf of the Council between regular meetings of the full Board.

**SECTION 8.5 Voting.** Any vote taken at a duly called regular or special meeting of the Board of Trustees or Executive Committee where a quorum is present needs only a simple majority of the

members present to affirm passage of an issue, resolution or action, except a motion to amend the Bylaws which shall require a majority vote of the full membership of the Board.

## **ARTICLE 9.**

### **OFFICERS**

**SECTION 9.1** The Board shall adopt Bylaws for the nomination, qualification, powers, duties and terms of the officers of the Board of Trustees. Such officers shall be elected by the Board at the annual meeting.

## **ARTICLE 10.**

### **FINANCIAL SUPPORT**

**SECTION 10.1** The governing bodies of the Member governments shall appropriate funds to meet the expenses of the Council. Services of personnel use of equipment, office space, and other necessary services, may be accepted by the Council from the Members as part of their financial support. The Council shall adopt Bylaws for the adoption of an annual budget and a schedule of dues to be paid by its voting Members to aid the financing of the operations and programs of the Council. Such dues shall be approved by the unanimous vote of those Trustees representing the various governmental subdivisions which are Members of the Council.

## **ARTICLE 11.**

### **ANNUAL REPORT**

**SECTION 11.1** The Council shall make an annual report of its activities to the Member governments which report shall include those items established by Bylaws for inclusion in the annual report.

IN WITNESS WHEREOF, the parties have hereunto set their hands this \_\_\_\_\_ day of \_\_\_\_\_, 1996.

Witnesses:

Board of Clark County Commissioners

\_\_\_\_\_ BY: \_\_\_\_\_  
Gordon R. Flax, President

\_\_\_\_\_ BY: \_\_\_\_\_  
Roger D. Tackett, Vice-President

BY: \_\_\_\_\_  
James E. Sheehan, Member

Witnesses:

The City of Springfield

\_\_\_\_\_  
BY: \_\_\_\_\_  
Kevin O'Neill, Mayor

\_\_\_\_\_  
BY: \_\_\_\_\_  
Dale A. Henry, Assistant Mayor

BY: \_\_\_\_\_  
Warren R. Copeland, Commissioner

BY: \_\_\_\_\_  
Raymond R. Casey, Commissioner

BY: \_\_\_\_\_  
Kathryn Kadel, Commissioner

Witnesses:

Clark County Board of Mental Retardation  
and Developmental Disabilities

\_\_\_\_\_ BY: \_\_\_\_\_  
Daniel Barksdale, Superintendent

\_\_\_\_\_ BY: \_\_\_\_\_  
Darnell E. Welsh, Secretary

Witnesses:

Eastern Miami Valley Alcohol, Drug Addiction  
and Mental Health Services Board

\_\_\_\_\_  
BY: \_\_\_\_\_  
Terry L. Russell, President/CEO

\_\_\_\_\_  
BY: \_\_\_\_\_  
Jack Applewhite, Secretary

Witnesses:

Springfield City Schools Board of Education

\_\_\_\_\_ BY: \_\_\_\_\_  
Christi Lockhart, President

\_\_\_\_\_ BY: \_\_\_\_\_  
Don Henderson, Member

BY: \_\_\_\_\_  
Dan Snow, Member

BY: \_\_\_\_\_  
Hannah Dixon, Member

BY: \_\_\_\_\_  
Debra Mabra, Member

Witnesses:

Clark County Educational Service Center

\_\_\_\_\_ BY: \_\_\_\_\_  
Gerald Studebaker, President

\_\_\_\_\_ BY: \_\_\_\_\_  
John Garringer, Vice President

BY: \_\_\_\_\_  
Kay Fanning, Member

BY: \_\_\_\_\_  
Elliott Turner, Member

BY: \_\_\_\_\_  
Dr. John Agle, Member

Witnesses:

City of New Carlisle Health District

\_\_\_\_\_  
BY: \_\_\_\_\_  
Jeannie Cameron, President Pro Tem

\_\_\_\_\_  
BY: \_\_\_\_\_  
Ron Manemann, Member

BY: \_\_\_\_\_  
Ann Peters, Member

BY: \_\_\_\_\_  
Rev. Joseph Quinn, Member

BY: \_\_\_\_\_  
Dr. Jack Shore, Member

Witnesses:

City of Springfield Health District

\_\_\_\_\_  
BY: \_\_\_\_\_  
Bonnie Bartos

\_\_\_\_\_  
BY: \_\_\_\_\_  
Richard Tapogna, M.D.

BY: \_\_\_\_\_  
Marianne Frawley

BY: \_\_\_\_\_  
Nora Parker

BY: \_\_\_\_\_  
John Baker

