



Board Meeting Agenda

August 14, 2012

5:30 p.m.

Board Room

300 Mooresville Road • Kannapolis, NC 28081

- A. **CALL TO ORDER**Dr. William F. Pilkington, CEO, Public Health Director
- B. **APPROVAL OF THE AGENDA**.....Dr. Pilkington
- C. **RECOGNITION OF JESSICA CASTRODALE, CHA BOARD MEMBER 2006-2012**
- D. **ADMINISTRATION OF OATH OF OFFICE TO NEWLY APPOINTED BOARD MEMBERS**
Tom D. Kincaid
James C. Mack, Jr.
- E. **ELECTION OF CHAIR AND VICE-CHAIR**.....Dr. Pilkington
- F. **APPOINTMENT OF CHA BOARD MEMBER TO CABARRUS COMMUNITY CENTER BOARD**.....Dr. Pilkington
- G. **APPROVAL OF MINUTES**
June 12, 2012
- H. **REPORTS**
Employee Separations Rates 4th Quarter FY and FY 2012
4th Quarter FY Goals & Objectives Reports and Overall Agency FY 2012 Report
- I. **NEW BUSINESS**
2012 Community Needs Assessment.....Victoria Manning, Grant Writer
NC Adoption of the FDA Food Code.....David Troutman, Environmental Health Director
CHA Succession Planning..... Dr. Pilkington
Update on Strategic Plan Development.....Heather Stewart Esch, CHA Strategic Planning Committee
Revision to By-Laws of the Cabarrus Co. Public Health Authority Board of Commissioners.....Dr. Pilkington
Agreements with Cabarrus Community Health Centers.....Dr. Pilkington
- J. **INFORMAL PUBLIC COMMENTS/SPEAKERS FROM THE FLOOR**
- K. **ANNOUNCEMENTS**
- L. **ADJOURNMENT**



Board Meeting Minutes

June 12, 2012

The Cabarrus Health Alliance Board met on Tuesday, June 12, 2012 at 5:30 p.m., in the Board Room of Cabarrus Health Alliance, 300 Mooresville Road, Kannapolis, North Carolina 28081.

Board Members Present: Charles Phillips, Chair
Jessica Castrodale, Vice-Chair
Allan Krusell, MD
Chad Weston, MD
Walter Vuchnich, DDS

Board Members Absent: Jay White
Phyllis Wingate

CHA Staff Present: Dr. William F. Pilkington, Secretary to the Board
Dianne Berry, CMC, Clerk to the Board

Other Staff Present: Betty Braxton, Paula Faggart, Tammie Harkey

Special Guest: Mary Phillips

CALL TO ORDER

Chairman Phillips called the meeting to order at 5:33 p.m. and offered the invocation.

APPROVAL OF THE AGENDA

Chairman Phillips requested two changes to the agenda: Consent Agenda: Budget Revision and Amendment Requests; New Business: Amendment to the By-Laws of the Public Health Authority, Article II, Membership; and Announcements: Public Health Bills before the NC Legislation. The amended agenda was approved by absence of dissent.

APPROVAL OF MINUTES

Dr. Weston motioned to approve the minutes of the May 15, 2012 Cabarrus Health Alliance Board meeting as presented. The minutes were approved by absence of dissent.

REPORTS

Chairman Phillips reviewed the 4th Quarter CHA Customer Satisfaction Reports and CHA Grants Update. Dr. Pilkington discussed several recently awarded grants including Diabetes Type II, Triple P Positive Parenting Program, and the Community Transformation Grant. He credited the efforts of Victoria Manning, CHA Grant Writer, for CHA being awarded these grants.

CONSENT AGENDA

Mrs. Harkey reviewed the budget revisions and amendments:

\$698.00 - Donation received from the Universalist Unitarian Church for the Stepping Stones Intensive Home Visiting Program. (Family Care Coordination Dept.)

\$25,000.00 - Additional funds received from NC-DHHS for Heart Disease and Stroke Prevention Program. (Health Initiatives Dept.)

\$105,388.00 - Beacon project work began later than expected. Funds approved for use in FY 2013. (Information Technology Services Dept.)

\$93,000.00 - Beacon grant funds received to support the Virtual Health Educator Project. (General Administration Dept.)

\$5,000.00 - Move funds to appropriate line items to cover expenses. (Clinical Services Dept.)

\$8,000.00 - Funds received from Cabarrus Community Health Center for the purpose of providing and inserting long acting contraceptive devices to Latino Family Planning patients. (Clinical Services Dept.)

\$1,500.00 - Funds received from the Rotary Club of Cabarrus County to support the purchase of supplies for patients with gestational diabetes. (Clinical Services Dept.)

\$75,000.00 - Increase funds based on increase in activities specific to the public hospitals contracted for the NCTN project. (General Administration Dept.)

\$108,730.00 - Adjust line items to cover revenues and expenses. (Communicable Disease Dept.)

\$259,000.00 - Move funds to cover line items. (Information Technology Services, General Administration, Vital Records, School Health Depts.)

\$162,752.00 - Move funds and adjust lines to cover revenues and expenses. (Clinical Services Dept.)

\$75,000.00 - Funds received from NC DHHS to support Triple P - Positive Parenting Program. CHA will serve as the administrator and fiscal agent for Triple P. (Health Initiatives Dept.)

\$510,000.00 – Allocate funds from the General Fund Balance to the Capital Project Fund to cover expenses.

\$15,200.00 – Additional funds received from NC DHHS to increase the number of women screened by 60. (Clinical Services Dept.)

\$1,216,491.00 – Increase budgeted revenue from Medicaid Settlement due to increased receivables based on cost settlement study for FY 2010-2011; total award \$2,272,145.00.

Mrs. Harkey reviewed the changes for allocation of funds from the General Fund Balance to the Capital Project Fund which was increased to \$510,000, explaining that this amount will cover the final expenses related to the new CHA building, the previous purchase of land at the building site, additional expenses not budgeted for, including legal fees and condemnation of property, and moving expenses.

Vice-Chair Castrodale motioned to approve the Budget Revisions and Amendment Requests are presented. The motion passed by absence of dissent.

NEW BUSINESS

Public Hearing on FY 2013 Budget

Chairman Phillips suspended the regular meeting of the Cabarrus Health Alliance Board at 5:50 p.m. and opened the floor for public comments on the FY 2013 budget. There being none, he closed the public hearing and reconvened the meeting into regular session at 5:51 p.m.

Adoption of FY 2013 Budget

Mrs. Harkey reviewed the final FY 2013 budget and offered to answer any questions from the Board. Mrs. Castrodale noted that on Page 19 of the FY 2013 budget, the cost for Healthy Cabarrus to CMC NorthEast would be \$500 less. Mrs. Harkey noted that with the Medicaid Cost Settlement and \$200,000 from the fund balance, the budget is down to \$132,000. She noted that if the Medicaid Cost Settlement stays at the same level for FY 2014, a fund balance appropriation may not be necessary. Mrs. Harkey discussed changes in how funding is received from Cabarrus County Schools for the School Health Nurse Program in FY 2013. She stated that the Cabarrus County Commissioner's commitment for the School Health Nurse Program to be funded and supported is very apparent. Mrs. Harkey reviewed with the Board the costs for health insurance coverage for FY 2013, which reflected an increase in premiums of 13.5%. The amount budgeted was 20%. She explained that the remaining would help fund the HRA (Health Reimbursement Arrangement). Mrs. Harkey discussed the CHA Dental Clinic in Concord, noting that the interior of the building needs some refurbishing. Vice-Chair Castrodale encouraged CHA expanding adult dental services because there is such a need. She also voiced her appreciation and hope for future expansion of the Family Care Coordination home visiting programs for children under age 2, noting that these programs have had a great impact on the community. Board members expressed their concerns that the Cabarrus County Commissioners do not realize the significant impact public health has on the entire community and the whole economy. Dr. Pilkington noted, "whether it be outbreaks or false alarms, somebody has to do it. And we spend a lot of time doing it...getting in there and stopping it quickly, whatever the problem may be. Public Health saves the county a whole lot of money."

Dr. Vuchnich motioned to approved the FY 2013 budget as presented, with an amendment of \$2 million for the Medicaid Cost Settlement presented at the August 14 CHA Board meeting. The motion was approved in a voiced vote, 5:0.

Amendment to the By-Laws of the Public Health Authority, Article II, Membership

Chairman Phillips asked for Board consideration to amend the by-laws of the Public Health Authority Board, established February 18, 1997, to include under Article II, Membership, (d) granting of emeritus status for Commissioners who have served at least ten years. Dr. Krusell motioned to approve the amendment to the by-laws as presented. The motion was approved by absence of dissent

Recognition of Outgoing Board Chairman Charles C. Phillips

Mrs. Betty Braxton, Human Resources Director, presented Chairman Phillips with a commemorative gift in appreciation for his year of service to the Cabarrus Health Alliance Board. Dr. Pilkington announced that Chairman Phillips' photograph and information about his tenure as Board Chair has been permanently added to the CHA History Wall. A DVD copy of the History Wall was also presented to him. The Cabarrus Health Alliance Board Room was also officially named the Charles C. Phillips Board Room in his honor.

INFORMAL PUBLIC COMMENTS/SPEAKERS FROM THE FLOOR

Chairman Phillips called for any comments from the floor. There being none, he closed the public comments section and proceeded with the regular meeting.

ANNOUNCEMENTS

Vice-Chair Castrodale discussed Senate Bill 433 will allow North Carolina counties the option of removing Local Boards of Health (BOH) and allows the Board of County Commissioners the option to take over the role of the Board of Health or the option to form a Local Human Services board that includes public health, social services, and mental health representatives that may perform the role of the Board of Health. SB433 will also allow the counties to remove the Local Health Director. She noted that the House Health Committee voted in support of SB 433 on June 12, 2012, and the bill now goes to House for a vote. Although Cabarrus County will be exempt from SB433, Vice-Chair Castrodale encouraged all CHA Board members to contact their Representatives and ask them to oppose SB433, in the interest of public health. Detailed information about SB 433 will be e-mailed to the CHA Board on June 13, 2012.

ADJOURNMENT

There being no further business to come before the Board, Chairman Phillips declared the Cabarrus Health Alliance Board meeting adjourned at 6:55 p.m.

.

Charles C. Phillips, Chairman
Cabarrus Health Alliance Board

Dianne P. Berry, CMC
Clerk to the Board

Employee Separations Report

4th Quarter - FY 2012

April 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	4	9101 (1) 9102 (1) 9104 (2)	2	.9%

May 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	1	9101 (1)	1	.5%

June 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	6	9101 (1) 9101 (1) 9102 (3) 9103 (1)	5	2.4%

4 th Qtr FY 2012 Totals				
Total # Positions	# of Separations	Status	Average Separation Rate	
210	11	9101 (3) 9101 (1) 9102 (4) 9103 (1) 9104 (2)	8	3.8%

Definitions	
Employee	All persons on the payroll who worked or received pay.
Separation	All employees leaving the payroll (excludes deaths, retirements, and transfers within the department, consultants, temporary employees, employees of a temporary agency, and reductions in force)
Positions	Budgeted positions, filled or vacant
Full-time	40 hours per week

Employee Separations Report

FY 2012

1 st Quarter FY 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	7	9101 (3) 9102 (3) 9103 (1) 9104 (1)	7	3.3%

2 nd Quarter FY 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	5	9101 (3) 9102 (2)	5	2.4%

3 rd Quarter FY 2012				
Total # Positions	# of Separations	Status	Separation Rate	
210	2	9101 (1) 9102 (1)	2	1%

4 th Qtr FY 2012				
Total # Positions	# of Separations	Status	Average Separation Rate	
210	11	9101 (3) 9101 (1) 9102 (4) 9103 (1) 9104 (2)	8	3.8%

FY 2012 Totals				
Total # Positions	# of Separations	Status	Average Separation Rate	
210	25	9101 (9) 9101 (1) 9102 (10) 9103 (2) 9104 (3)	22	10.5%

Definitions	
Employee	All persons on the payroll who worked or received pay.
Separation	All employees leaving the payroll (excludes deaths, retirements, and transfers within the department, consultants, temporary employees, employees of a temporary agency, and reductions in force)
Positions	Budgeted positions, filled or vacant
Full-time	40 hours per week



Overall Agency Goals & Objectives Report 4th Quarter & FY 2012

Cabarrus Health Alliance FY 2012 Agency Goals & Objectives	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun
<p>Meet or exceed established standards for customer service access to services within each service area Green = composite agency score of no departments with red dots and 75% or greater of departments with green dots Yellow = composite agency score of fewer than 2 departments with red dots and green dot total of greater than or equal to 50% of departments Red = composite agency score of 2 or more depts. with red dots or fewer than 50% of departments with green dots</p>												
										FY 2012 		
<p>Meet or exceed customer satisfaction rating of 96% (Excellent/Very Good) Green = 96% Excellent or Very Good Yellow = Excellent or Very Good Red</p>	1 st Qtr: 98%			2 nd Qtr: 95.4%				3 rd Qtr: 97.8%			4 th Qtr: 97.8%	
											FY 2012: 97.25%	
<p>Maintain <u>expenses</u> at or below approved budget. Maintain or exceed <u>revenue</u> projections of approved budget Green = Actual revenue* minus expenses is greater than or equal to what was budgeted. Yellow = Actual revenue minus expenses is between 90% and 99% of what was budgeted. Red = Actual revenue minus expenses is less than 90% of what was budgeted.</p>												
											Final Budget Data FY 2012 Unavailable	
<p>Meet established standards for productivity (# persons seen and served) within each service area Green = composite agency score of no departments with red dots and 75% or greater of departments with green dots. Yellow = composite agency score of fewer than 2 depts. with red dots and green dot total of greater than or equal to 50% of departments Red = composite agency score of 2 or more departments with red dots or fewer than 50% of departments of departments with green dot</p>												
											FY 2012 	

Maintain unavoidable employee turnover rate at 17% or less.

Green = 17% or less

Yellow = 30% - 18% turnover.

Red = greater than 30% turnover

1st Qtr: 3.3%



2nd Qtr: 2.4%



3rd Qtr: 1%



4th Qtr: 3.8%



FY 2012 10.5%



***Actual revenue = Revenue received to date this quarter and known outstanding receivables including Medicaid settlement*

Cabarrus Health Alliance Board Agenda Form

Meeting Date: August 14, 2012

Name of Item: NC Adoption of the FDA Food Code

Submitted by: David Troutman, Director of Environmental Health

Brief Summary:

The current rules governing food establishments, 15A NCAC 18A .2600, were adopted in 1976 and have been periodically amended to address specific needs. Changes in consumer consumption patterns and shifts in the national food safety focus necessitated a more fundamental change to North Carolina's retail food protection rules. The legislature recognized that need and passed a law (S.L. 2011-394, Section 15(a)) in 2011 that provided the Commission Of Health Services with the authority to adopt the 2009 Food Code by reference. The NC Rules Review Commission approved the change at their meeting on July 19, 2012. The Food Code Adoption Rules. 15 NCAC 18A .2650-.2676, have been adopted and will be effective September 1, 2012.

Requested Action:

No action requested

Previous Action/Discussion on Item:

Yes No

If yes, explain

Items Reviewed by:

Board Recommendations/Comments:

Adoption of Food Code Changes

- All references to vending are deleted throughout. [3-305.13, 3-306.12(B), 4-204.14, 4-204.19, 4-204.111, 4-204.121 and 4-204.123, 5-501.14, 6-202.17]
- Food Code Ch. 1 DEFINITIONS (.2651)
 - Definitions are added or amended as needed
 - PHF changes significantly, affecting the types of food subject to regulation
- Food Code Ch. 2 MANAGEMENT & PERSONNEL (.2652)
 - Demonstration of Knowledge
 - 2 pt bonus deleted. No points for violation until Jan. 1, 2014.
 - Require Certified Food Protection Manager
 - Require manager or PIC to be Certified
 - Allow 1 PIC in food establishments with 2 or more separately permitted departments.
- Food Code Ch. 3 FOOD (.2653)
 - Food from FSE in states adjacent to NC may be sold in NC if those establishments are under jurisdiction of the local or state enforcement body.
 - Cold Holding
 - Add requirements for 45°F cold hold. [3-501.16(A)]
 - Cold hold at 41°F after 6 years (January 1, 2019)
 - Add 45° references were necessary
 - Preventing Contamination from Hands (No Bare Hand Contact) for Ready to Eat Foods.
 - Reheating to any temperature for Immediate Service
 - Time/Temperature Control for Safety Food (TILT)
 - Change to allow 45° F
 - Allow 6 hour hold under specific situations
 - Date Marking
 - Require date marking for foods held more than 24 hours.
 - Add requirements for 45° cold hold date marking. [3-501.17(A)]
 - Parasite Destruction when serving raw or undercooked fish.
 - Consumer Advisory when serving raw or undercooked foods.
- Food Code Ch. 4 EQUIPMENT, UTENSILS & LINENS (.2654)
 - Equipment
 - Equipment shall meet ANSI or §4-2. [4-205.10] (Not a change from current rules)
 - "Nonabsorbent wooden shelves which are in good repair may be used in dry storage areas." [4-205.10]
 - "Ventilation hood systems and devices shall prevent grease or condensation from collecting on walls and ceilings." (omitted sufficient in number and capacity)

- Food Code Ch. 5 WATER, PLUMBING & WASTE (.2655)
 - Delete the use of chemically treated towelettes for handwashing. [5-203.11(C)]
- Food Code Ch. 6 PHYSICAL FACILITIES(.2656)
 - Animals
 - Add information concerning live animals, and dogs and cats in outdoor dining. [6-501.115(B)]
- Food Code Ch. 7 POISONOUS OR TOXIC MATERIALS (.2657)
 - Storage Containers for Sanitizers
 - Add information concerning allowable pesticides. [7-101.11 (B)]
 - Add information concerning labeling of pesticide containers. [7-101.11(c)]
 - Add information concerning reuse of storage containers for food and sanitizing solutions. [7-203.11]
- Food Code Ch. 8 COMPLIANCE & ENFORCEMENT (.2658)
 - Allow Variances by modifying or waiving the requirements of the Code.
 - Added plan review requirements here
- Permits (.2659)
 - Add Certified Food Protection Manager requirement to Permits
 - Allow 210 days to comply
 - Add Certified Food Protection Manager requirement to Transitional Permits
 - Permit will expire
 - Permit holder can appeal and get an extra 30 days.
- Public Display of Grade Cards (.2660)
 - Language consistent with FC language
 - Regulatory Authority, Person-In-Charge
 - Added grade card to be posted on Mobile Food Units and Pushcarts(GS130A-249)
- Inspections and Reinspections (.2661)
 - Moved Inspection form point deductions assessed from Grading
 - Rearranged information
- Grading (.2662)
 - Removed Food sampling inspection reference
 - Moved Inspection form point deductions assessed to .2661
- Outdoor Dining and Beverage Facilities (.2663)
 - "A Food Establishment may provide outdoor dining and beverage service."
 - Beverages may be prepared outdoors if overhead protection is provided.
 - Equipment and supplies must be enclosed and protected from contamination when not in use.

- Supplemental Cooking Rooms (.2664)
 - Name change to allow cooking foods other than barbecue.
 - Added handwashing sink
 - Added shielded lights

- TFE (.2651, .2665 - .2669)
 - Definitions (.2651)
 - Temporary Food Establishment (TFE) - Days of operation increased from 15 to 21 days to allow for advance preparation. Language to clarify that the TFE must be tied to "endorsed by" the event. If the TFE operates in the same location for more than 21 days regardless of the event they are not considered a TFE.
 - Temporary Food Establishment Commissary (TFEC) – Added to allow a TFE prep kitchen to operate off-site under TFE rules. Can only operate within 7 days of the commencement of the affiliated TFE and no more than 21 consecutive days (or the duration of the event as clarified in .2665(a))
 - TFE and TFE Commissary Permit Requirements (.2665)
 - The TFE may operate non-consecutive days on 1 permit as long as the days of operation does not exceed 21 days
 - Adds a delineated list of provisions that must be included on the permit
 - Requires applications submittals
 - at least 15 days prior to commencement of the event
 - allows for substitute vendor applications at least 3 days prior to the event
 - delineates provisions to be contained in the application
 - Contains provisions to require documentation and contractual agreements as warranted to verify compliance with TFE rules
 - Adds follow-up visits to ensure compliance with the rules
 - Adds conditions for suspending and revoking permits
 - TFE Food Handling Requirements (.2666)
 - Adds provisions for cutting and skewering
 - Salads using ingredients that are cooked and cooled may be served but not prepared
 - Food protection additions or revisions
 - Must comply with chapter 3 of the food code and rule .2653 amendments
 - Including no BHC w/ RTE foods
 - Off site food preparation may occur at a TFEC or a permitted food establishment
 - Food must be secured to prevent tampering and contamination
 - Drainage ports required on insulated coolers used to store refrigerated foods
 - Allows cooling and reheating of TCS/PHF only when it can be accomplished in accordance with parameters contained in the food service rules
 - Further restrictions by the regulatory authority may be made based of the adequacy of facilities, equipment, utensils and utilities

- Food prepared at a prior event may not be served at subsequent event
- TFE Food Establishment Employee Requirements (.2667)
 - Adds employee health and good hygienic practices from the food code
 - Handwashing
 - Exclusion and restriction of ill employees
 - Beverage and smoking restrictions
- TFE Food Establishment Equipment and Utensil Requirements (.2668)
 - Adds reference to sanitizing requirements
 - Addresses use of multi-use eating and drinking utensils and provisions for washing, rinsing and sanitizing
 - Changed the 1 vat sink requirement to three basins for washing, rinsing and sanitizing; drainboard, table or counter space for air-drying
 - Adds a food prep sink when washing produce
- TFE Physical Requirements; Miscellaneous (.2669)
 - Public access restricted to dining areas
 - Clarifies overhead protection and the exception for cookers for bulk foods such as roasts, shoulder and briskets on equipment with attached lids
 - Modifies the language for walls, screens, fans and ground covering to improve protection from sources of contamination (dust, mud, insects, animals, etc.)
 - Changes facility requirements for handwashing-minimum 2 gallon container with unassisted free flowing faucet, waste water receptacle, warm water
 - Adds conveyance provisions for potable water and waste water
 - Adds lighting fixtures shall be shielded or shatterproof
 - Requires necessary utility provisions at all times food is prepared, served or stored in the establishment
 - Adds provisions for handling toxic materials
- Employees' Cook Tents
 - Deleted
- Congregate Nutrition Sites (.2673)
 - Food preparation allowed, but limited to reheating foods prepared in a Food Establishment or in a Food processing plants or preparation of foods that do not require cooking.
 - No prep prior to day of service
 - Leftover food cannot be cooled and served later.
 - Food consumed on premises only.
 - Only Single-service articles (table ware, etc)
 - No food prepped in a private home.
- Limited Food Establishment (.2674)
 - Allow outdoor cooking as TFE
 - Require handwashing facilities in food service areas for use by employees only.

Cabarrus Health Alliance Board Agenda Form

Meeting Date: August 14, 2012

Name of Item: Succession Planning

Submitted by: Betty B. Braxton

Brief Summary: Attached

Requested Action: To approve Succession Planning Policy and Process

Previous Action/Discussion on Item:

Yes No

If yes, explain

Items Reviewed by:

William F. Pilkington, DPA, CEO, Public Health Director
CHA Leadership Team

Board Recommendations/Comments:

Introduction

Succession planning is a deliberate and focused program of planning for talent to assume key leadership positions in an organization, retain and develop intellectual management positions but also addresses critical back-up for key positions. Succession planning is not limited to key leadership positions.

The reasons for engaging in succession planning include the following:

- Adapting to talent availability/scarcity
- Identifying skill gaps and training needs
- Retaining institutional knowledge
- Replacing uniquely or highly specialized competence
- Boosting morale and retention by investing in employees

Succession planning should equip incumbents with a wide range of skills to prepare them for a number of potential roles rather than fast-tracking, which moves employees through a linear path of jobs.

Succession planning involves preparing employees for possible future roles, it is not pre-selection. If the succession planning program is rooted in diversity and equal employment opportunity, the ultimate selection of employees to fill new roles will reflect that.

Succession planning is intended to match the organization's needs with the employee's interest and that involves no promises.

Succession planning does not imply that all positions are filled with internal candidates.

Need:

Currently in the next two years, Cabarrus Health Alliance could see retirements in **6** key leadership positions.

In the next five years, **4-6** key positions may be vacated due to retirements.



Succession Planning Policy

Purpose

Recognizing that changes in management are inevitable, Cabarrus Health Alliance has established a succession plan and process to provide continuity in leadership and avoid extended and costly vacancies in key positions. Cabarrus Health Alliance's succession plan is designed to identify and prepare candidates for management positions that become vacant due to retirement, resignation, death or new business opportunities.

Policy

It is the policy of Cabarrus Health Alliance to assess the leadership needs of the company to ensure the selection of qualified leaders that are diverse and a good fit for the organization's mission and goals and have the necessary skills for the organization.

Procedures

The Public Health Director/CEO is responsible for Cabarrus Health Alliance's succession plan. The Human Resources Director chairs the Succession Planning Committee, which also includes the Assistant Director/ Medical Director, and the Directors of Finance, Information Technology, Clinical Services, and representatives from the Leadership Team.

1. Each January, a Succession Planning Committee meeting will be held. At the meeting, Human Resources Director will:
 - a) Identify key positions and incumbents targeted for succession planning. This should include an analysis of planned retirements, potential turnover, etc.
 - b) Identify individuals who show the potential needed for progression into the targeted positions and leadership within the company based on recommendations from supervisors and the Leadership Team.
 - c) Outline the actions taken in the previous six months to prepare identified individuals to assume a greater role of responsibility in the future.
2. By the end of February each year, the Committee will approve identified candidates.
3. By the end of March each year, the Committee will approve an outline of actions that will be taken in the following six -twelve months to prepare individuals to assume a greater role of responsibility in the future.
4. The Human Resources Director will request updates quarterly from supervisors on the development process for each identified candidate.

The Committee establishes a succession plan that identifies critical executive and management positions, forecasts future vacancies in those positions and identifies potential managers who would fill vacancies. Vacancies may be filled from within or, in the event no viable candidate is available, an external recruitment effort will be conducted.



Employee Development Plan (Succession Planning)

Employee Name:	Current Title:
Current Department:	
Time in Service:	Performance Rating:

Current Duties:

Strengths:	Weaknesses:

Action Plan

Training Needs:	Goals:

Promotional position: _____
 Ready for promotion: _____



Succession Planning
Position Requirements

Position:

Department:

Summary of Duties:

Skills Required:

Experience Required:

Educational Requirements:

DRAFT

BYLAWS OF THE
PUBLIC HEALTH AUTHORITY OF CABARRUS COUNTY

ARTICLE I

Name, Seal and Offices

1. **Name.** The name of the Public Health Authority of Cabarrus County (the 'Authority' or 'Public Health Authority of Cabarrus County') is set forth in the Articles of Incorporation of the Authority as the 'Public Health Authority of Cabarrus County.'
2. **Seal.** The corporate or official seal of the Authority shall consist of a circle inside of which is inscribed the name of the Authority and in the center of which shall be the established date 1997 and the words 'official seal'.
3. **Offices.** The principal office of the Authority shall be 300 Mooresville Road, Kannapolis, North Carolina 28081, but the Authority may also have offices located at such other places as the Commissioners of the Authority may from time to time provide.

ARTICLE II

Appointment, Tenure, Resignation and Replacement of Members or Directors

1. **Membership.**
 - (a) The members of the Authority shall be appointed as provided by the North Carolina Hospital Authorities Act, *i.e.* Part B of Article 2 of Chapter 131E of the General Statutes of North Carolina, as amended (the 'Act') and the Articles of Incorporation of the Authority.
 - (b) The members of the Authority shall be called and identified as the Commissioners of the Authority (the 'Commissioners') and each member of the Authority shall be called a Commissioner of the Authority (a 'Commissioner').
 - (c) Commissioners shall be appointed for terms as provided by Section 131E-18 of the Act and may be removed, with or without cause, by the Chairman of the Board of Commissioners of Cabarrus County with the advice of the Board of Commissioners of Cabarrus County as provided by the Act, the Articles of Incorporation, or in the case of Commissioners who are also members of the Cabarrus County Board of Health, as previously provided by N.C.G.S. 130-A-35.
 - (d) Commissioners who have served at least ten (10) years may request emeritus status. This status would be granted by the existing Board. After leaving the Board as an active Commissioner, emeritus status shall allow the former Commissioner to sit at the Board table during meetings, to participate in discussions, to represent the Board as directed, but not to vote. Emeritus status shall not preclude subsequent appointment to future terms as an active, voting Commissioner.
2. **Resignation.** Any Commissioner may resign from membership of the Authority at any time by giving written notice of such resignation to the Authority and to the Chairman of the Board of Commissioners of Cabarrus County.
3. **Vacancies.** Subsequent to N.C.G.S. 130-A-35, any vacancy in the membership of the Authority shall be filled for the unexpired term by the Chairman of the Board of Commissioners of Cabarrus County, with the advice of the Board of Commissioners of Cabarrus County.
4. **Oath of Office.** Each Commissioner, before entering upon his or her duties as a member of the Authority, shall take and subscribe an oath of affirmation to support the Constitution of the United State and of the State of North Carolina and to discharge faithfully the duties of his or her office as Commissioner, and a record of each oath or affirmation shall be filed with the Secretary of the Authority and kept among its official documents.

ARTICLE III.

Meetings

1. Annual Meetings. Annual meetings of the Commissioners shall be held on the ~~third~~ second Tuesday in August of each year at the time and place designated in the notice of the respective annual meeting. Written notice of the time and place of each annual meeting shall be given by the Secretary or Administrator of the Authority by mailing such notice to each Commissioner at his or her regular address not less than ~~twenty (20)~~ ten (10) days prior to the date of such annual meeting.
2. Regular Meetings. The Commissioners may establish ~~by resolution~~ a schedule of regular meetings to be held ~~from time to time between annual meetings~~ on a monthly basis. ~~No~~ Notice of the purpose or purposes of a regular meeting shall be required to be given to the Commissioners, and all business of the Authority may be transacted at such meeting, provided a quorum is in attendance.
3. Special Meetings and Emergency Meetings. Special meetings and emergency meetings of the Commissioners may be called ~~by official action of the Commissioners (by formal resolution or adoption of motion to do so),~~ or by the Chairman or Vice-Chairman of the Authority, or upon the written request of at least three (3) Commissioners.
4. Notice of Meetings. Notice of each meeting shall be given in accordance with the requirements of Section 143-318.12 of the General Statutes of North Carolina, as amended, as well as the requirements of this Article set forth above.
5. Quorum. A majority of the membership of the Commissioners shall constitute a quorum, and the affirmative vote of a majority of all present and constituting a quorum shall be necessary for any action taken by the Authority.

No vacancy in the membership of the Authority shall impair the right of a quorum to exercise all the rights and perform all of the duties of the Authority.

If at any meeting there is less than a quorum present, a majority of the Commissioners present may adjourn the meeting from time to time without further notice to any absent Commissioner.

6. Meetings to be Open to the Public.

Subject only to lawfully recognized exceptions, all official meetings of the Commissioners, including committee meetings, shall be conducted openly and otherwise in compliance with Article 33C of Chapter 159 of the General Statutes of North Carolina, as amended.

At each meeting of the Commissioners, the presiding officer shall devote an agenda item to hearing petitions and requests to the Commissioners from the public. When this agenda item is reached, the presiding officer shall determine whether any member of the public wishes to petition or make any request of the Commissioners, and the Commissioners may hear petitions and requests for such period as they deem appropriate.

The Commissioners encourage public attendance at all of their meetings. Only such discussion or participation by visiting persons as is invited by consent of the Commissioners shall be permitted at times other than when petitions and requests are being heard.

7. Duty to Vote. No Commissioner shall be excused from voting, except on matters involving consideration of his or her own official conduct or whether his or her financial or personal interests are involved.

ARTICLE IV.

Officers

4. Designation. The officers of the Authority shall be a Chairman, a Vice-Chairman, a Secretary, ~~a Treasurer and such other officers and assistant officers, with such powers and duties not inconsistent with these bylaws or applicable law,~~ as may be elected by the Commissioners in accordance with law. ~~Any two offices, except those of Chairman and Vice Chairman, Chairman and Treasurer, Chairman and Secretary,~~

~~Vice Chairman and Treasurer, and Vice Chairman and Secretary may be held by the same person. Only the Chairman and Vice Chairman are required to be members or Commissioners of the Authority.~~

2. Election and Terms. The officers provided for in Section 1 of this Article shall be elected at each annual meeting of the Commissioners and shall hold office until the next annual meeting or until their successors are elected and qualified.
3. Officer Succeeding Self. Any officer may be elected by the Commissioners to succeed himself or herself in office, provided that the requirement that the Chairman and Vice-Chairman be members or Commissioners of the Authority be observed.
4. Chairman. The Chairman shall preside at all meetings of the Commissioners and shall have and exercise such authority and perform such duties as shall be determined by the Commissioners.
5. Vice-Chairman. At the request of the Chairman, or in the event of the absence or disability of the Chairman, the Vice-Chairman shall perform the duties and possess and exercise the authority of the Chairman; and the Vice-Chairman shall have such other powers and exercise such other authority and perform such other duties as shall be determined by the Commissioners.
6. Secretary. The Secretary, **or appointed designee**, shall have charge of such books, documents and papers as the Commissioners may determine and shall have the custody of the corporate or official seal. The Secretary, **or appointed designee**, shall attend and keep the minutes of all the meetings of the **Commissions.** **unless the Commissioners use the services of a stenographer for such purpose, and in such case,** the Secretary shall review the minutes to see that they are accurately taken and transcribed in the minute books of the meetings of the Commissioners. The Secretary shall keep a record of the names of all persons who are Commissioners, the dates of their appointments and dates of expiration of their terms, and their places of residence, and such record shall be open for inspection as prescribed by law. The Secretary shall notify in writing the Chairman of the Board of Commissioners of Cabarrus County at least thirty (30) days prior to the expiration of the term for which a Commissioner was appointed by the Chairman of the Board of Commissioners so that such Chairman may have time either to reappoint such person for an additional term or to appoint another person in his or her place. The Secretary shall, in general, perform all duties incident to the office of Secretary, subject to the control and direction of the Commissioners, and shall perform such other duties as may be determined by the Commissioners.
7. Treasurer. The Treasurer shall have or be responsible for the custody of all funds and securities of the Authority, subject to such contracts, agreements, rules and other directions as may be imposed by the Commissioners or applicable law. The Treasurer may also be required to give bond for the faithful performance of his or her duties in such sum and with such sureties as the Commissioners may require. The Treasurer shall, in general, perform all the duties incident to the office of Treasurer, subject to the control of the Commissioners, notwithstanding the foregoing, nothing herein shall preclude the Commissioners from employing a finance officer, budget officer, bookkeepers and other personnel and defining their duties and functions.
8. Removal from Office.
 - (a) Grounds. Any officer provided for in Section 1 of this Article who is also a member or Commissioner of the Authority may be removed from his or her office (but not from membership or as a Commissioner of the Authority) by the Commissioners:
 - (i) For mental or physical incapacity to perform properly and adequately the duties and functions of the respective office;

- (ii) For repeated absence from meetings of the Commissioners or from the offices of the Authority or meetings of committees of the Commissioners to the extent that such absences constitute gross neglect in the performance of the duties of such office to the inconvenience, damage or disadvantage of the Authority in carrying on its functions and purposes;
 - (iii) For any act of dishonesty;
 - (iv) For any act or series of acts or omissions which are contrary to the best interests of the Authority and tend to impede or obstruct the carrying on of its functions and purposes in an orderly manner, or
 - (v) For any other cause which is deemed less than reasonably satisfactory performance of the duties and function so such office.
- (b) Procedure. In the event, the Commissioners for any reason request the resignation of an officer to which subsection (a) above applies and such request is declined, the Commissioners may by resolution state the grounds upon which they claim such officer should be removed from office, and such statement shall be served upon such officer at least ten (10) days prior to a meeting at which action is to be taken thereon. Such officer is entitled to be present at such hearing and be heard if he or she so desires and is also entitled to offer such evidence as he or she may deem appropriate in response to the statement served upon such officer. The decision of the majority of the Commissioners in such matter shall be final

ARTICLE V

Personnel

1. General. The Commissioners may employ such personnel as may be necessary or convenient in carrying out the objectives and purposes for which the Authority was created, define their duties and functions and set their terms of employment, such as compensation, fringe benefits, separation from service arrangements, and other pertinent details.
2. Executive Director. The Commissioners may employ an Executive Director of Administrator of the Authority as its chief administrative officer. The Executive Director shall be responsible for the efficient administration of the operations of the Authority and shall carry out the policies and directives of the Commissioners and is authorized to sign these documents as may from time to time be approved by the Authority Board. The Executive Director or his designee shall attend all official meetings of the Commissioners and, when requested, all committee meetings of the Commissioners, shall be entitled to notice of all meetings and shall be entitled to take part in discussions of matters before the Commissioners, but shall have no vote. The Executive Director shall be responsible for obtaining and furnishing to the Commissioners financial and other reports as may be required by the Commissioners, and he or she shall recommend to the Commissioners from time to time such measures as he or she shall deem necessary or advisable. The Executive Director shall be responsible for the preparation and submission to the Commissioners the proposed annual budget, shall keep the Commissioners informed as to the financial needs and condition of the Authority and shall perform such other duties as may be determined by the Commissioners.
3. Professional Assistants. The Commissioners may employ such accountants, engineers, legal counsel and other professional experts or assistants as they may determine to be necessary or advisable and fix the terms of such employment.

ARTICLE VI

Compensation/Expenses

1. Compensation of Commissioners. For their services as Commissioners, the Commissioners shall receive no compensation.
2. Expenses. Commissioners shall be entitled to reimbursement for the amount of actual necessary expenses including travel expense incurred by them in the discharge of their duties, and the Commissioners may make policies concerning such reimbursement.
3. Compensation of Persons Other Than Commissioners. Any officer, agent or employee of the Commissioners or the Authority, other than a Commissioner, and any professional expert or assistant retained by the Commissioners shall receive such compensation and be reimbursed for such expenses as the Commissioners may approve by resolution or otherwise.

ARTICLE VII

1. Annual Report. At each annual meeting, the Commissioners shall receive from the Treasurer and any other person who has been charged with such responsibility a full and accurate report of the operations of the Authority during the preceding fiscal year, the assets and liability of the Authority as of the end of such fiscal year, the financial condition of the Authority as of the end of such fiscal year and any and all other information which may have a significant bearing upon the condition and operation of the Authority. Such report shall include such matters as may be directed by the Commissioners and shall be filed with the minutes of such meeting and be open to inspection by the public.
2. Other Reports. The Commissioners may require the filing of reports other than annual reports on a monthly, quarterly or other basis containing such information in such detail as they may deem appropriate.

ARTICLE VIII

Contracts

The Commissioners may, except as herein or by law otherwise provided, authorize any officer or other person to enter into any contract or execute and deliver any written instrument in the name of an on behalf of the Authority, and such authority may be general or confined to a specific instance; and unless so authorized by the Commissioners no officer or other person shall have any power or authority to bind the Authority by any contract or engagement or to render it liable pecuniarily for any purpose or in any manner.

ARTICLE IX

Advisory Committees

The Commissioners may from time to time appoint from among the Commissioners or such other persons as the Commissioners may deem fit one or more advisory committees for recommendatory purposes only. The members of such committees shall serve at the pleasure of the Commissioners and be disbanded at such time as the Commissioners may elect. None of the authority or responsibility vested in the Commissioners may be delegated or surrendered to any such committee.

ARTICLE X

Fiscal Year

The fiscal year of the Authority shall begin on July 1 and end on the following June 30.

ARTICLE XI

Amendments

The Commissioners may amend and repeal these bylaws provided that such action shall be taken only at an annual, regular or special meeting of the Commissioners.

Before any amendment or repeal of any bylaw may be made, written notice thereof and of the text of the proposed amendment or repeal shall be given to the Commissioners at least seven (7) days prior to the date of the meeting at which official action with respect thereto is to be taken.

This and the foregoing seven (7) pages contain the bylaws adopted by the Commissioners of the Public Health Authority of Cabarrus County, on the _____ day of _____, 2012.

Dianne P. Berry, CMC
Clerk to the Board