

# **BY-LAWS**

## **Lewis and Clark Metro Region Opioid Abatement Governance Committee**

**Adopted 12 June 2024**

**ARTICLE I: NAME**

The Committee's name is the Lewis and Clark Metro Region Opioid Abatement Governance Committee.

**ARTICLE II: DEFINITIONS**

In these by-laws, the following definitions apply:

- A. Committee: The City of Helena Commission and Lewis and Clark Board of County Commissioners established this Committee via a memorandum of understanding signed in January 2024 and attached as reference.
- B. Staff Liaison: Staff specifically designated to support the Committee.
- C. MCA: Montana Code Annotated.
- D. Quorum: The minimum number of Board members present to conduct business shall be a majority of the Board member seats established in the MOU creating the Committee. Those members participating online shall be counted as part of the Quorum only if visibly present through video and are able to actively participate in the discussion and voting process.
- E. Staff: Employees of the City of Helena and Lewis and Clark County.
- F. Majority Vote: An affirmative vote by more than one half of the members present for the vote.

**ARTICLE III: AUTHORITY, POWERS, AND DUTIES**

**Section 1. Authority**

The Montana Opioid Abatement Trust (MOAT) was established as part of a multi-state settlement with pharmaceutical companies related to the opioid epidemic. The Trust works alongside multi-county and metro abatement regions to facilitate the distribution of funds received from the settlement to support opioid remediation efforts in Montana. These efforts include expanding access to addiction treatment and recovery services, supporting prevention and education programs, and funding law enforcement and public safety initiatives.

The Montana Distributors' and Janssen Opioids Settlement Memorandum of Understanding Section D (9) requires each Abatement Region to create a governance structure that will be responsible for reviewing and recommending project applications for funding from the Trust. The City of Helena and Lewis and Clark County created a memorandum of understanding (MOU) to establish this governance structure for the Lewis and Clark Metro Region.

The Lewis and Clark Board of County Commissioners adopted the MOU creating this Committee on January 18, 2024. The City Commission adopted the MOU on January 22, 2024.

## **Section 2. Powers and Duties**

- A. The Committee's powers and duties are advisory; meaning the Committee can only make recommendations to the MOAT Advisory Committee. The Committee shall not engage in advocacy for the City or County.
- B. Pursuant to the City-County MOU, the Committee will review applications for funding connected to the Lewis and Clark Metro Abatement Region and provide recommendations to the MOAT Advisory Committee for final review and approval.
- C. The Committee does not have financial authority to distribute funds on behalf of the MOAT.

## **ARTICLE IV: MEMBERS, COMMITTEE OFFICERS, AND DUTIES**

### **Section 1. Membership**

- A. The Committee shall consist of five members pursuant to the MOU. The members of the Committee shall be:
  - An elected representative of Lewis and Clark County's governing body.
  - An elected representative of City of Helena's governing body.
  - An elected representative of City of East Helena's governing body.
  - A community member that resides in Lewis and Clark County appointed by Lewis and Clark County's Board of County Commissioners.
  - A community member that resides in the City of Helena appointed by City of Helena's Mayor.

- B. The two community members shall be appointed for a term of three (3) years, with the possibility of a second three (3) year term, by the Board of County Commissioners or the City of Helena Commission as described in the MOU.
- C. The elected representatives will serve at the pleasure of their respective body.

## **Section 2. Resignation**

Members can resign by providing written notice to the Committee Chair, who shall forward such resignation to the Staff Liaisons and on to the elected body that appointed the member. The resignation shall be effective immediately upon receipt and verification by the Committee chair.

## **Section 3. Officers**

The officers of the Committee are the Chair and the Vice Chair.

## **Section 4. Election of Officers**

The Chair and Vice Chair shall be elected annually from their membership by Majority Vote of the Committee at the first meeting of each calendar year.

## **Section 5. Committee Chair**

The Chair presides over all meetings of the Committee. The Chair signs documents and communications on behalf of the Committee, decides all points of procedure unless overruled by a Majority Vote of the Committee, and performs other duties described in these by-laws. The Chair shall serve a 1-year term or until the next election as described in Section 4 of Article IV.

## **Section 6. Committee Vice Chair**

In the absence of the Chair, the Vice Chair shall serve as Chair and have such responsibility and authority as provided in Section 5 of this Article IV. The Vice Chair shall perform other duties delegated by the Chair. The Vice Chair shall serve a 1-year term or until the next election as described in Section 4 of Article IV.

## **Section 7. Office Succession**

If the office of Chair or Vice Chair becomes vacant, the Committee shall elect a new Chair or Vice Chair, as applicable, at its next meeting in the manner provided in Sections 5 and 6 of this Article IV.

## **Section 8. Officer Absences**

If the Chair and Vice Chair are absent from a meeting, the Staff Liaison will call the

meeting to order. A vote shall take place to elect a temporary Chair for the meeting, who must be elected by a Majority Vote of the Committee.

### **Section 9. Removal of Officers**

A motion to remove any officer may be made at any meeting. If a majority of the Committee concurs, the removal of the officer will appear on the agenda of the next regularly scheduled meeting. Removal of an officer is only effective upon the Majority Vote of the Committee.

### **Section 10. Subcommittees**

Designation of subcommittees is not permitted.

## **ARTICLE V: MEETINGS, PUBLIC PARTICIPATION, AND PROCEDURES**

### **Section 1. Committee Meetings**

- A. The Committee shall hold meetings quarterly or on an as-needed basis. In-person meetings are expected. The option to attend via video and audio-capable on-line meeting platforms may be given with prior notice to the Chair.
- B. No meeting shall be convened or business conducted without a Quorum present.

### **Section 2. Open Meetings**

- A. All Committee meetings are open to the public. The Committee is subject to and will comply with the appropriate statute pertaining to open meeting laws and the public's right to participate.
- B. All Committee meetings shall be recorded via audio and video. The video recording shall become the official record of the meeting.
- C. All Committee meetings must have an agenda, as provided in Section 4 of this Article V, and will be conducted using Mason's Rules of Order.
- D. Public notification will include the date, time, place, and agenda for the meeting. Notification will also include relevant documents to consider with specific agenda items.
- E. Committee action is not official unless authorized by a Majority Vote of the Committee at a meeting.

- F. Action minutes shall be prepared by the Staff for all meetings. Minutes prepared by the Staff and approved by the Committee shall be official minutes of the Committee and shall be kept and available for public inspection.

**Section 3. Public Participation and Inspection**

- A. Any citizen may comment or provide testimony on any item on the agenda.
- B. Public comment may be made in writing and/or as an oral comment.
- C. Persons (other than Staff) testifying shall be asked to provide their name and, if relevant, address for the official public record.
- D. The public shall have an opportunity to address the Committee on any item not appearing on the agenda but within the powers and duties of the Committee. However, the Committee may not act on any matter discussed if the matter is not included on the agenda.

**Section 4. Order of Business**

All meetings will be conducted in accordance with the following Order of Business:

1. Roll call (determination that a Quorum is present).
2. Approval of minutes.
3. Agenda items.
4. Additional public comment on any item not appearing on the agenda but within the powers and duties of the Committee.
5. If available, announce the date, time, and location of the next meeting.

**Section 5. Agendas**

- A. All Committee meetings shall have an agenda that follows the Order of Business in Section 4 of Article V above.
- B. The agenda must be made available to the public and posted on the Lewis and Clark Metro Region Opioid Abatement Committee webpage (hosted by the City of Helena) at least 48 hours prior to the meeting.

- C. Discussion of each agenda item will be conducted in accordance with the following procedure:
1. The Chair shall address each agenda item separately. If a presentation report is appropriate and scheduled to be given by a Staff person or Applicant presenter, the chair will call upon the individual to present.
  2. The Chair will declare the item for discussion. Each Committee member wishing to speak on the item shall address the Chair in turn.
  3. The Committee will then hear and receive written or oral comments from the public regarding the agenda item.
  4. Any person wishing to speak a second time may do so only with the permission of the Chair or with the approval of a Majority Vote of the Committee.
  5. The Committee Chair, or any member at the request of the Chair, may question Staff or Applicants regarding statements, comments, or testimony received on the agenda item.
  6. After hearing all statements, comments, and testimony, the Chair may close the public comment portion of that agenda item.
  7. After closure, and after such discussion as may be appropriate, the Committee may move and vote upon a recommendation.

#### **Section 6. Role of Staff Liaisons**

If there is a Staff Liaison for the Board, the Liaison will:

- A. Provide guidance to the Committee on operations relevant to the purposes of the Committee.
- B. Assist in the preparation of Committee public notifications, agendas, and correspondence to the Montana Opioid Abatement Trust staff and advisory Committee; record the meetings through the established process; and perform other duties described in these by-laws. All materials will be posted and archived in accordance with applicable local policies and Montana Law.
- C. Any additional duties are at the discretion of the Staff's supervisors, and those requests shall be made at a public meeting by a majority of the Committee and if necessary, placed on an agenda for a future discussion.

## **Section 7. Funding Request and Approval**

- A. As outlined by the MOAT funding application process, the Committee members shall review applications sent via the MOAT's online grant application portal system. Members will score the applications individually, and the MOAT staff will provide a summary report of the Committee's individual scores. That report will be made available to the Committee for discussion.
- B. Applicants will be encouraged to give a presentation on their submitted proposal.
- C. Committee recommendations to the MOAT must be approved by a Majority Vote of the Committee members present. Any member may make a motion, which must be seconded for further consideration. All voting on motions shall be by roll call or voice vote.
- D. Any Committee member who represents or has a potential or actual conflict of interest with an organization, agency, program, or otherwise, that is applying for State opioid funds shall voluntarily abstain from voting.

In the event of a tie vote due to absence of a committee member, the vote shall be tabled until the next available agenda with the entire committee present. In the event of a tie vote due to recusal of a member or due to a chronological deadline, the tie vote constitutes a failure of the motion or action.

- E. Voting by proxy is not allowed.
- F. Staff shall prepare a written recommendation to the MOAT, based on the outcome of the Majority Vote. The Chair shall sign the recommendation once prepared and Staff will transmit the recommendation to the MOAT within ten (10) business days of Committee Approval.

## **ARTICLE VI: LEGAL ASSISTANCE**

The Committee may request legal assistance from the City and/or County Attorney's Office via the staff liaison.

## **ARTICLE VII: MISCELLANEOUS**

### **Section 1. Decorum**

In accordance with the State of Montana's open meeting laws and the public's right to participate, all committees shall adhere to any relevant statute, codes, and policies regarding public meetings.



No person on a committee shall engage in disruptive or disorderly conduct, including but not limited to threatening, profane, abusive, impertinent, slanderous communications or any other behavior which otherwise impedes the orderly conduct of the meeting. The presiding officer is responsible for maintaining the order of the meeting. The presiding officer shall ask any member who engages in disruptive or disrespectful behavior to cease such behavior or be removed from the meeting should the member refuse.

### **Section 2. Conflict of Interest**

Any Committee member having a financial or personal interest in any matter before the Committee for discussion or vote shall publicly disclose the nature and extent of such interest and, if warranted, recuse himself or herself from discussion and voting on the matter. In such circumstances, the acknowledged conflict of interest will be recorded in the minutes, and whether the Committee member was recused during the discussion and voting.

### **Section 3. Training**

Members of any committees are encouraged to attend one training annually on Montana open meeting laws as scheduled by the Clerk of the City of Helena Commission.

### **Section 4. Corrective Action**

All Committee members serve at the pleasure of the elected bodies from which they were appointed. If the presiding officers of the elected bodies determines member(s) of the Committee are not complying with expectations, a progressive method of corrective action may be implemented, including but not limited to verbal or written statements, required training, up to removal from the Committee at the recommendation of the presiding officers and Majority Vote of that member's jurisdictional elected body.

### **Section 5. Public Engagement – Social Media**

No non-elected Committee member shall represent themselves in public or stakeholder engagement, including online, as an agent of the City of Helena or Lewis and Clark County. All public outreach and social media postings on behalf of the Committee shall be conducted through Staff and in accordance with the City and County's public engagement and social media policies.

### **Section 6. Amendments to Bylaws**

These bylaws may be subject to revision by a Majority Vote of the Committee members as recommended by the Committee through a public meeting process.

## MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (“MOU”) is made between Lewis and Clark County (“County”) and the City of Helena (“City”) (collectively “the Parties”).

### Recitals

1. The Montana Opioid Abatement Trust (MOAT) disburses funds to local Montana communities to reduce the harm caused by opioid misuse and addiction through prevention, treatment, and recovery initiatives.
2. Local disbursement of MOAT funds shall take place through Abatement Regions as mapped in Exhibit A to this MOU. Lewis and Clark County and the City of Helena are part of the Lewis and Clark Metro Abatement Region.
3. The MOAT application process is provided in Exhibit B to this MOU. The application process calls for all eligible applications submitted within a given Abatement Region to be reviewed and recommended for funding by a Local Governance Committee for that Abatement Region. Upon review, the Local Governance Committee will make funding recommendations to the State Trust Advisory Committee for final review and approval.
4. The purpose of this MOU is to establish a Local Governance Committee for the Lewis and Clark Metro Abatement Region that will review and make recommendations to the State Trust Advisory Committee for opioid abatement funds allocated to the Lewis and Clark Metro Abatement Region.

### Understanding

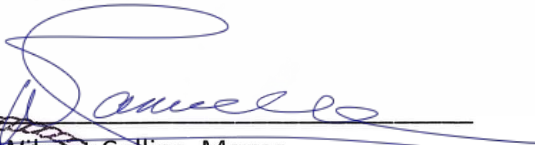
1. Provisions and Scope
  - a. The Parties have created a 5-person committee to oversee the allocation of the MOAT funding for the Lewis and Clark Metro Abatement Region. The members of the committee shall be:
    - An elected representative of Lewis and Clark County’s governing body.
    - An elected representative of City of Helena’s governing body.
    - An elected representative of City of East Helena’s governing body.
    - A community member that resides in Lewis and Clark County appointed by Lewis and Clark County’s Board of County Commissioners.
    - A community member that resides in the City of Helena appointed by City of Helena’s Mayor.



- b. A Committee Chair will be selected by the Committee members on an annual basis at the first Committee meeting of the calendar year.
  - c. The Parties will provide administrative support staff to the Committee as needed.
2. Effective Date: The terms of this MOU will become effective on the date the MOU is signed by all Parties.
  3. Modification: This MOU, upon execution, contains the entire agreement of the parties and no prior written or oral agreement, express or implied, shall be admissible to contradict the provisions of this MOU. This MOU may be modified only upon the mutual written consent of the Parties.
  4. Term: This MOU will remain in effect for three (3) years or as permitted by the renewal of MOAT funding available to the Lewis and Clark Metro Abatement Region. This MOU may be extended by mutual written agreement of the parties. Any Party may terminate this MOU upon thirty (30) days written notice to the other Parties.

In the performance of this MOU, each Party shall comply with all applicable federal, state, and local laws, rules, and regulations.

APPROVED BY:



Wilmet Collins, Mayor  
City of Helena

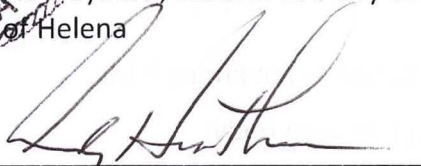
DATE



Danna Clayborn, Clerk of the City Commission  
City of Helena

DATE


1/18/24



Andy Hunthausen, Chair  
Lewis and Clark Board of County Commissioners

1/18/24

DATE



Amy Reeves, Clerk and Recorder  
Lewis and Clark County

DATE

1/18/24

**EXHIBIT A**

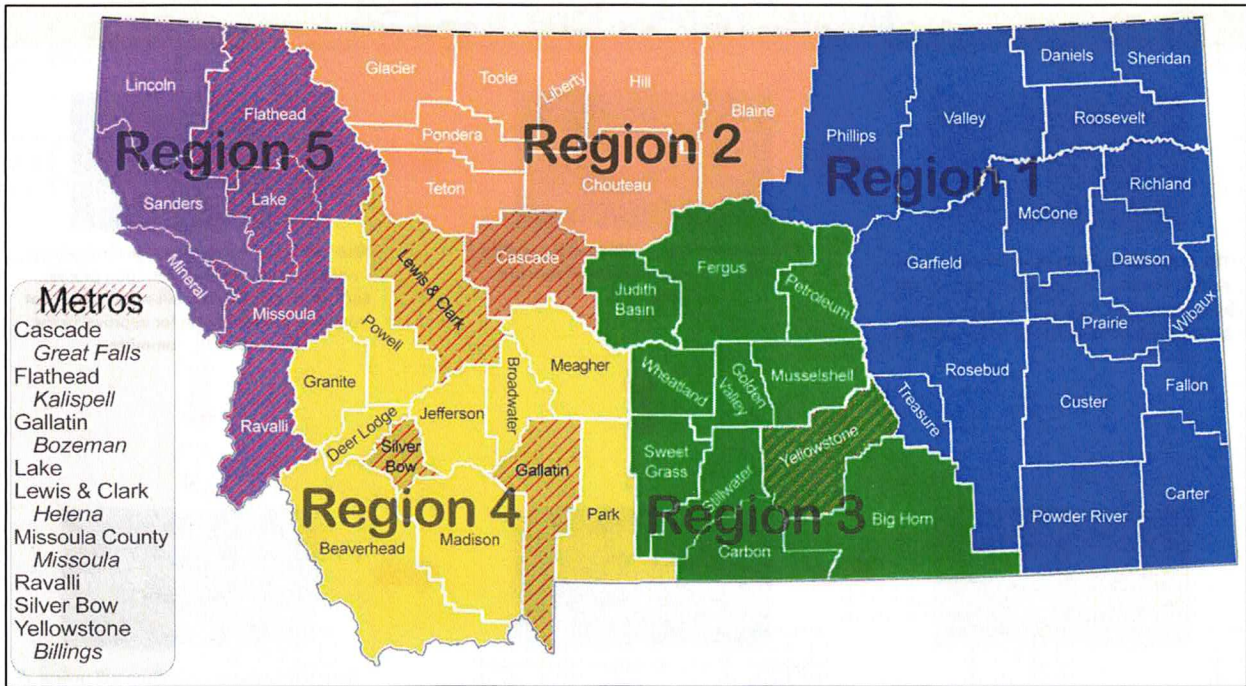




EXHIBIT B

