

BY-LAWS of the FOOTHILLS HEALTH DISTRICT
Serving GOSHEN, WESTHAMPTON, WHATELY and WILLIAMSBURG
(Last amended 12.21.2022)

ARTICLE I – PURPOSE

Section 1 The Foothills Health District, hereafter called the “District,” shall be formed under the provisions of Section 27A of Chapter 111 of the Massachusetts General Laws for the purpose of promising a higher standard of public health in the District by group effort.

ARTICLE II – MEMBERSHIP

Section 1 The District shall consist of the Boards of Health of the towns of Goshen, Westhampton, Whately and Williamsburg, which have voted to join the District as provided under the above section.

Section 2 Any other town or towns may be admitted to membership by vote at a town meeting to subscribe to the statutes governing the District and to the provisions of its by-laws and upon approval of the District.

Section 3 A member town of the District may withdraw by a majority vote taken at the annual town meeting of such member town and said vote to withdraw shall become effective on the last day of the next fiscal year.

ARTICLE III – THE DISTRICT

Section 1 Each member town shall have one vote in the decisions of the District.

Section 2 The District shall meet in the months of December, May and October and as otherwise determined by the Chairperson/District Board with the place to be determined by the Chairperson/District Board. The May meeting shall include reorganization and election of officers. Special meetings of the District may be called at any time by the Chairperson and the Health Director. Meeting announcements of time, place and an agenda of the regular and special meetings shall be given with appropriate legal notification to each Town Clerk.

Section 3 The District shall determine its budget for the following fiscal year in January.

Section 4 At least one representative from 3 of the 4 towns shall constitute a quorum at any meeting of the District.

Section 5 The District shall determine appropriate administrative and personnel policies related to public health.

Section 6 Each member town shall pay for its share of the services agreed upon in the annual budget. Each town's share shall be pro-rated on the basis of population based on the town's current federal census. The District may apply for other grants, opportunities, funds, and awards for shared services on behalf of the towns and District.

Section 7 The fiscal year of the District shall commence on July 1 and end on June 30. The District shall maintain records and accounts, including property, personnel and financial records.

ARTICLE IV – OFFICERS

Section 1 The officers of the District shall be a Chairperson and Clerk elected annually from among the Board of Health members constituting the District, and a Treasurer who shall have experience as a Town Treasurer or similar treasurer experience.

Section 2 The Chairperson shall:

- (a) preside at meetings of the District,
- (b) call special meetings of the District,
- (c) perform all acts and duties usually pertaining to the office.

Section 3 A Vice-Chairperson pro-tempore may be elected by a quorum of members present at any meeting where the Chairperson is not present and who shall perform all duties of that office.

Section 4 The Clerk shall:

- (a) keep a complete record of all meetings of the District in the central office,
- (b) taking minutes at meetings shall be rotated, and completed minutes submitted to the FHD District Board and Office Manager by the Clerk.

ARTICLE V – EMPLOYEES

Section 1 The District employees shall be appointed by the District and shall act in accordance with Section 27A of Chapter 111 of the General Laws of Massachusetts. The appointed employees shall meet the qualifications as determined by the District Board.

Section 2 The District employees shall be the representatives of the Boards of Health of the member towns. The District employees shall perform such duties and receive such compensation as the District shall determine, and insofar as the duties in any

given town are concerned, shall be responsible to the Board of Health of such town.

Section 3 The Health Director supervises all District staff and shall bring all new projects or objectives relating to the District as a whole before the Chairperson who shall submit them to the District Board for its action at the next meeting. The District Board shall supervise the Health Director who will follow all District policies.

Section 4 At every District meeting, the Health Director will provide a report with town specific data on the current activities, conditions and any problems affecting the District. An annual written report will be provided to all District member towns including, but not limited to, Title V inspections, perc tests, inspections of housing, pools, campgrounds, restaurants, well permits, communicable diseases and complaints.

Section 5 The District employees' employment shall be contingent upon available funding and satisfactory performance as agreed upon by the District. The District shall have the power to appoint and discharge the District employees. Thirty days notice is required by either party to terminate employment.

Section 6 The Treasurer shall:

- a. sign all checks of the District.
- b. be responsible for the receipt and deposit in depositories designated by the District, all funds of the District, and disbursement of same upon approval by the Health Director.
- c. be responsible for the keeping of a full and accurate account of all financial transactions of the District in books belonging to the District.
- d. submit a full report with the Health Director of all business matters pertaining to his/her office at each January budget meeting and all reports required by law.
- e. furnish a bond with sufficient security for the faithful performance of his/her duties.
- f. perform other such duties as may be required of him/her by law or requested by the District.

Section 8 The Board will conduct an annual evaluation of the Health Director and the Health Director will submit all other annual employee evaluations to the District Board.

Section 9 The District shall appoint a sub-committee (which may be a committee of the whole) to establish personnel policies and grievance procedures for District employees and to hear complaints.

Section 10 The District shall obtain and keep in full force and effect public liability insurance.

ARTICLE VI – TERMS OF OFFICE

Section 1 The officers shall be elected at the annual (May) meeting to serve for a term of one year.

ARTICLE VII – PROCEDURES FOR CHANGING BY-LAWS

Section 1 These by-laws may be added to or amended by four representatives one from each town as long as the District comprises four towns, as defined under Article II – Section 1, after thirty days notice at a meeting of the District, provided the proposed changes shall have been sent to the Board of Health of each member town for consideration beforehand.

ARTICLE VIII – ADDITIONAL PROVISIONS

Section 1 Dissolution of the District. This District may be dissolved by a vote of a majority of the Towns' representatives, at a meeting of the District called for that purpose; provided that the representative's vote has been authorized by the towns' appointing authority. Any termination vote shall not be effective until the passage of at least sixty (60) days and until the towns have agreed to an equitable allocation of all remaining costs, expenses and assets.

Section 2 Conflict Resolution. The District may hold additional meetings to discuss and resolve any conflicts that may arise including, but not limited to, disagreements regarding the needs of each town, administration of the shared services programs, the terms of these bylaws, data reporting and any other matters the parties deem necessary.

Section 3 Assignment. None of the towns shall assign or transfer any of its rights or interests in or to these bylaws, or delegate any of its obligations hereunder, without the prior written consent of all of the other towns.

Section 4 Severability. If any provision of these bylaws is held by a court of competent jurisdiction to be invalid, illegal, or unenforceable, or if any such term is so held when applied to any particular circumstance, such invalidity, illegality, or unenforceability shall not affect any other provision of these bylaws, or affect the application of such provision to any other circumstances, and the remaining provisions hereof shall not be affected and shall remain in full force and effect.

Section 5 Governing Law. These bylaws shall be governed by, construed, and enforced in accordance with the laws of the Commonwealth of Massachusetts.

Section 6 Headings. The paragraph headings herein are for convenience only, are no part of these bylaws, and shall not affect the interpretation of these bylaws.

Section 7 Non-Discrimination. Neither the District or any town shall discriminate against any person because of race, color, religious creed, national origin, gender, ancestry, sexual orientation, age, handicap, gender identity, genetic information, military service, or any other protected class under the law with respect to admission to, access to, or operation of its programs, services, or activities.

Section 8 Complete Agreement. These bylaws constitute the entire agreement between the towns concerning the subject matter hereof, superseding all prior agreements and understandings. There are no other agreements or understandings between the towns concerning the subject matter hereof. Each town acknowledges that it has not relied on any representations by any other town or by anyone acting or purporting to act for another town or for whose actions any other town is responsible, other than the express, written representations set forth herein.

Approved as amended on December 21, 2022