



**Strengthening Oklahoma's Safety Net,
One Community At A Time**

Board Bulletin

Volume 3, Number 4 • April 2005

Laying the Groundwork for Media Success - Part I

The corporate scandals of recent years involving misconduct of public officials have brought increased scrutiny to all organizations - whether in the for-profit world or the nonprofit community. In 2002, Congress passed the Sarbanes-Oxley Act to establish a new accountability standard by which boards operate. On April 5, 2005, Senate Bill 708, which includes a requirement that 330-funded health centers adhere to the Oklahoma Open Meetings Act to receive state funding, passed out of the House with a vote of 98-0. SB 708 is now headed to the Governor, making it one step closer to becoming state law. As recipients of public funds, health center boards can expect to encounter continued scrutiny not only from legislators but also the media. Public confidence in board operations is vital to a successful health center. To proactively ensure the community's confidence in the health center, the following measures should be taken:

Open Meetings & Media Interaction

◆ **Practice parliamentary procedure** - To set the tone for businesslike and courteous meetings that allow for participation but keep a discussion from getting out of control, health center boards should follow parliamentary procedure. Meeting rules, whether they are Robert's Rules of Order or some other standard parliamentary procedures, should ensure the rights of each board member to discuss an issue and to agree or disagree with the discussion in a respectful, effective way.

◆ **Know the law** - The Oklahoma Open Meetings Act exists to "encourage and facilitate an informed citizenry's understanding of governmental processes" of organizations that receive public funding. The statute, enacted in 1959 during a period of governmental reform, requires boards to give advance notice to the public of all meetings that include time, place and subject matter in a specific agenda. All votes must be publicly cast and recorded, with all proceedings fully recorded in writing. Records of the meetings must be available and open to public inspection with executive sessions being strictly limited to very specific purposes.

◆ **Know your bylaws** - Before an organization - for profit or not for profit - can become incorporated, they must develop bylaws that outline the business of the corporation, the conduct of its affairs, and its rights or powers or the rights and powers of its shareholders, directors, officers or employees. Organizations must adhere to Oklahoma Statute, Title 18, Chapter 22 - the Oklahoma General Corporation Act. The Bureau of Primary Health Care (BPHC) specifies, in its Health Centers Program Expectations - PIN 98-23, that bylaws should address "the health center's mission; membership...; officers...; committees..., meeting schedule, quorum and acceptable meeting venues; recording, distribution and storage of minutes; and provisions regarding conflict of interest, executive session and dissolution." It is imperative that each board member become well-versed in the bylaws so that decision-making is clear, ethical and legal.

◆ **Know your policies** - One of the primary responsibilities of the board is to develop and monitor policy relating to 1) Operations; 2) Personnel Management; 3) Fiscal Management; and 4) Clinical Management and Quality Assurance. Sound policies must be consistent with the health center's overall mission, goals, and objectives, adhering to applicable laws and regulations. When developing policy, board members determine a general course of action to follow in similar or recurring situations. Once established, board members must ensure that policy is being followed uniformly and consistently throughout the organization.

Ignorance is *not* bliss when you are a health center board member - and will not be accepted as an excuse by the public or the media. Never get caught by the media saying "We didn't know"; "It's not our fault"; or "Is that what our bylaws say?" **Each board member must make it a personal responsibility to gain an understanding of parliamentary procedure, applicable laws, bylaws and the organizational policies.** For more information, including the Oklahoma Open Meetings Act, visit www.okpca.org and click on 'CHC Boards'.

Oklahoma Primary Care Association

4300 N. Lincoln Blvd., Ste 203, OKC, OK 73105

(405) 424-2282, Ext. 104 • Fax (405) 424-1111 • www.okpca.org

Funded by Health Resources and Services Administration (HRSA)/Bureau of Primary Health Care (BPHC).