



MEMORANDUM

TO: Trustees & Other Interested Persons

FROM: Donna Schmitt, Immediate Past Board Chair **BOARD ACTION NEEDED**

DATE: April 10, 2026

SUBJECT: Approve Bylaws Revisions

BACKGROUND

Several areas of the bylaws were no longer reflective of current board and/or organizational practices necessitating a revision. Primary objectives of the revision included:

1. Reducing the number of board committees from six (6) to four (4) to streamline board operations. The Housing Committee would remain an ad hoc committee and become a sub-committee of the Program and Performance Committee.
2. Reducing the number of committees would allow for greater numbers of trustees to serve on the two primary committees, thus increasing their organizational knowledge, reducing the possibility of the lack of a quorum, and reducing additional time commitments.
3. Removing the requirement that all job descriptions be approved by the board – this is more effectively and efficiently addressed at the committee level.
4. Adding a section to **Article XI Fixing of the Ad Velorem Tax** that would allow the board to pursue sales taxes instead of property taxes should the need arise, given pending state legislation related to property tax reductions, freezes, elimination, etc.

Bylaws from the nine other Children’s Services Funds, as well as other local special taxing districts were reviewed in preparation for the revision. The final draft was reviewed by General Counsel Matthew McBride for appropriateness and accuracy prior to presentation to the board at its March 19, 2026 meeting.

PROPOSED REVISIONS

- **Pages 1-2 Article III Statement of Purpose; Mission, Vision, and Values; Individuals Served**
 - Section 3.1.c. Replace “Department of Health” with “Missouri Department of Mental Health”
 - Add Sections 3.2 – 3.5 “Mission,” “Vision” and “Values” through “Individuals Served”
- **Page 4 Section 4.2. Appointment**
 - 4.2.c. Change “psychological services” to “behavioral health services”
 - 4.2.d. Change “sex” to “gender”
 - 4.2.f. Change “his/her” to “their”
 - Add Section 4.2.g. regarding “conflicts of interest”

- **Pages 4-5 Article IV City of St. Louis Mental Health Board of Trustees; Trustees To Serve on Governing Board of Community Children’s Services Fund**
 - Add Section 4.3. “Regular Meetings”
 - Add Section 4.4. “Special Meetings”
 - Add Section 4.7. “Agenda”
 - Add Section 4.8. “Quorum”
 - Add Section 4.9. “Public Meetings and Records”
 - Add Section 4.10. “Telephone and Videoconference Meetings”
 - Add Section 4.11. “Manner of Acting”
 - Add Section 4.12. “Compensation”

- **Page 5 Article V Officers**
 - Section 5.1. Number – Change use of “Chairperson” to “Chair” and “Vice Chairperson” to “Vice Chair”
 - Section 5.3. Election and Installation – Replace “Nominating Committee” with “Governance, Finance and Administration Committee”

- **Pages 6-7 Article VI Committees**
 - Section 6.3 Names and Descriptions of Standing Committees – Reduce the number of Board Committees from six (6) to four (4) by:
 - Combining “Nominating,” “Finance—Investment,” and “Personnel” into “Governance, Finance and Administration”
 - Change “Program Committee” to “Program and Performance Committee” and expand the committee’s responsibilities to include evaluation of funded partner performance and continuous quality improvement of MHB’s performance
 - The Housing Committee would continue to be an ad hoc committee but would become a sub-committee of the “Program and Performance Committee”

- **Pages 7-8 Article VIII Contracts; Financial Management**
 - Add Section 8.1. “Contracts”
 - Revise Section 8.3. “Budget” to reduce unnecessary detail regarding approach and content of annual operating budget
 - Add Section 8.6. “Checks, Drafts, Notes, Etc.”
 - Add Section 8.7. “Audited Financial Statements”

- **Pages 8-9 Article IX Ethics; Conflicts of Interest** – Update “Conflicts of Interest” Sections 9.2. – 9.7
- **Page 9 Add Article XI “Statement of Non-Discrimination”**

- **Page 10 Section 12.1. Tax Rates** – Change “Board Designee” to “its designee”
 - Section 12.1.c – Change “seven days” to “14 days” to reflect statutory requirement
 - Add Section 12.2. “Sales Tax”

- **Page 11 Article XIII – Change “Department of Health” to “Missouri Department of Mental Health”**

RECOMMENDATION

Following review by MHB’s General Counsel, the Executive Committee recommends approval of the revisions listed above.

CITY OF ST. LOUIS MENTAL HEALTH BOARD OF TRUSTEES (MHB)

APPROVE BYLAWS REVISIONS

RESOLUTION

WHEREAS, the City of St. Louis, Missouri has levied taxes pursuant to the laws of the State of Missouri Sections 205.975 – 205.990 RSMo to fund the Community Mental Health Fund (CMHF) and Sections 210.860 – 210.861 RSMo (2005 and 2020) to fund the Community Children’s Services Fund (CCSF) and the Board is entrusted with administering these funds; and

WHEREAS, the board desires to implement its mission to strategically invest in effective, equitable systems that improve behavioral health and expand opportunity for St. Louis City residents; and

WHEREAS, MHB’s bylaws serve as the legally binding, internal "rulebook" that governs how MHB operates, defines its structure, purpose, and procedures; and

WHEREAS, the bylaws ensure legal compliance with state laws, protect its tax-exempt status, prevent conflicts of interest, and guide decision-making for trustees and officers.

NOW THEREFORE BE IT RESOLVED:

The board approves the proposed revisions to its bylaws.

APPROVED THIS 16th DAY OF APRIL 2026:

Board Chair/Officer Name (printed):	Signature:
-------------------------------------	------------

ATTEST:

Board Chair/Officer Name (printed):	Signature:
-------------------------------------	------------