

Proposed by:	Assembly
Attorney Review:	05/15/2024
First Reading:	05/16/2024
Second Reading:	_____
Vote:	___ Yes ___ No ___ Absent

**MUNICIPALITY OF SKAGWAY, ALASKA  
ORDINANCE NO. 24-03**

**AN ORDINANCE OF THE MUNICIPALITY OF SKAGWAY, ALASKA AMENDING SMC CHAPTER 3.17 DAHL MEMORIAL CLINIC BOARD OF DIRECTORS.**

**WHEREAS**, the Assembly approved first reading of Ordinance 21-16 Amending SMC Chapter 3.17 Dahl Memorial Clinic Board of Directors; and

**WHEREAS**, Ordinance 21-16 is no longer contemporaneous to the current needs of the Municipality of Skagway;

**WHEREAS**, the Health Resources and Services Administration has indicated that the Dahl Memorial Clinic Board of Directors must be able to approve their own membership; and

**WHEREAS**, at its meeting of May 2, 2024, the Skagway Borough Assembly adopted a motion requesting amendments to SMC 3.17 with language supporting a self-appointing board.

**NOW THEREFORE BE IT ORDAINED AND ENACTED BY THE MUNICIPALITY OF SKAGWAY, ALASKA AS FOLLOWS:**

**Section 1. Classification.** Section 3 of this ordinance is of a general and permanent nature and shall become a part of the Skagway Municipal Code.

**Section 2. Purpose.** To amend SMC Section 3.17.025 Membership and to repeal SMC Sections 3.17.030, 3.17.035, 3.17.040, 3.17.045, and 3.17.050 of SMC Chapter 3.17 Dahl Memorial Clinic Board of Directors.

**Section 3. Amendment.** The Skagway Municipal Code is hereby amended; (~~strike through~~) indicates text to be deleted from and (**bold underscore**) indicates text added to the current code. SMC Chapter 3.17 Dahl Memorial Clinic Board of Directors is hereby amended as follows:

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3.17.025 Membership.

- A. The current Board as of the adoption of this ordinance shall be the initial Board for the Dahl Memorial Clinic. The Board shall thereafter select members, remove members and fill

vacancies in accordance with its adopted bylaws, as approved by the Assembly and HRSA. The Board shall serve in accordance with the bylaws and applicable federal, state, and local laws.

~~A. Number and Appointments:~~

- ~~1. The board of directors shall consist of nine (9) members and two (2) alternate members. The nine (9) members shall consist of at least one (1) member from the Skagway traditional council (STC), a federally recognized tribal entity. All members shall reside within the municipality of Skagway. The total board must consist of at least fifty one percent (51%) consumers of the clinic. No more than one half (1/2) of the nonconsumer portion of the board may derive more than ten percent (10%) of their income from the health care industry. Patient members of the board must reasonably represent the individuals who are served by the clinic as to race, ethnicity, and gender. The board shall be appointed by the borough assembly, after review of nominations, persons indicating interest in serving on the board, and recommendations from the mayor. Any board member may be removed by a majority vote of the assembly at any time regardless of whether that person's term on the board has expired. A borough assembly member shall serve as the ex officio member of the board, may attend all meetings, including executive sessions, and have the privilege of the floor, but shall have no vote.~~
- ~~2. The Skagway traditional council shall nominate the member to fill the STC board position. In the event that the Skagway traditional council is unable to forward a nomination to the mayor within thirty (30) days of a vacancy the mayor may recommend for appointment another member of the community to fill the unexpired term of the open STC board position. Upon approval by a majority of the assembly, the mayor's recommended appointee shall be appointed to the STC board seat.~~
- ~~3. An alternate member shall abstain from voting unless replacing an absent board member. The chair of the board of directors shall determine such absence and alternate replacement when establishing a quorum.~~

~~B. Qualifications. A voting member shall show willingness to give as much time as is reasonably requested or required. Board members must be willing to accept responsibility for governance, including availability to participate actively in board and committee activities; to provide input in areas of interest and expertise; and to utilize experience in organizational and community activities. The board recognizes that the borough assembly seeks to include a broad representation of the geographic area encompassed by the boundaries of the municipality of Skagway. Due to the extremely remote geographic area of Skagway, it is important to encourage and maintain persons to serve on the board and at the same time prohibit persons from serving if there is a conflict of interest under the board policies or Municipal Code. In recognition of the potential for conflicts of interest, no board member's parent, spouse, domestic partner, child or sibling may be an employee of the municipality involved in the fiscal or personnel policies applicable to the clinic. Board members shall not be a relative of a clinic employee.~~

~~C. Term. The term of membership shall be three (3) years and until a successor takes office,~~

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~~except that a member appointed to fill a vacancy shall serve for the unexpired term. Terms shall commence in ~~on~~ October ~~1st~~. The terms shall be staggered so that members shall be appointed each year.~~

~~D. Vacancy. The office of a board member shall become vacant upon his or her death, resignation or removal from office.~~

~~1. A board member who has received notice of and failed to attend three (3) consecutive regular meetings of the board or fifty percent (50%) of all meetings within the preceding twelve (12) months (including committee meetings) shall be counseled by the president or the executive committee, who shall make a recommendation to the board concerning removal or retention, if deemed appropriate.~~

~~2. A board member may be removed upon the prevailing vote of at least five (5) members of the board.~~

~~3. A director may resign at any time by giving written notice to the mayor, with a copy to the president of the board. Such resignation shall take effect on the date of receipt or at any later time specified in it.~~

~~4. Vacancies on the board shall be filled in accordance with subsection (A) of this section.~~

~~E. Compensation.~~

~~1. Board members and members of all committees shall receive no compensation for any services rendered in their capacities as board members or committee members. Board members may be reimbursed for expenses directly related to board service. Receipts for expenses claimed must be submitted to the clinic executive director for approval. The executive director is not authorized to approve any reimbursement without receipts for expenses directly related to board service.~~

~~2. The board of directors may maintain membership in any local, state or national group or association organized and operated for the promotion of the public health and welfare or the advancement of the efficiency of clinic administration and, in connection therewith, the clinic may pay dues and fees for such membership.~~

~~F. Training. New board members shall learn the operations of the clinic and the board, and become conversant with the history and traditions of the clinic and the community.~~

~~1. Each new board member will be given, not later than their first regular meeting as a board member and for their use and possession for the duration of their term, a copy of Chapter 3.02 and this chapter, the co-applicant agreement related to HRSA grants, the executive director contract, the borough personnel manual, and the clinic policies and procedures, and any other documents related to the operation of the health center.~~

~~2. The board shall strongly encourage and bear the costs of the attendance of each new board member at orientation meetings or training sessions.~~

~~G. Dissolution of the Board. If at any time the assembly determines that the municipality does not have adequate resources and funds to continue to operate the clinic, and determines to close the clinic as a municipal department, or if the assembly determines to sell or otherwise~~

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~~transfer the ownership and operation of the clinic to a private entity, the assembly may by majority vote terminate the co-applicant agreement with the clinic board.~~

**BE IT THEREFORE FURTHER RESOLVED AS FOLLOWS:**

- Ordinance 21-16 Amending SMC Chapter 3.17 Dahl Memorial Clinic Board of Directors is no longer necessary and is eliminated; and
- SMC Sections 3.17.030, 3.17.035, 3.17.040, 3.17.045, and 3.17.050 of SMC Chapter 3.17 Dahl Memorial Clinic Board of Directors are hereby repealed and subsequent remaining Sections shall be renumbered accordingly.

**Section 4. Severability.** If any provision of this ordinance or any application thereof to any person or circumstance is held invalid, the remainder of this ordinance and the application to other persons or circumstances shall not be affected thereby.

**Section 5. Effective Date.** This ordinance shall become effective immediately upon adoption.

**PASSED AND APPROVED** by a duly constituted quorum of the Borough Assembly of the Municipality of Skagway this \_\_ day of \_\_\_\_\_, 2024.

\_\_\_\_\_  
Sam Bass, Mayor

ATTEST:

\_\_\_\_\_  
Steve Burnham Jr., Borough Clerk

(SEAL)