**BEHAVIORAL HEALTH PROVIDER COALITION**

**OF CAPE COD & THE ISLANDS**

**BYLAWS**

**(Adopted by the Steering Committee 12/10/15)**

1. **Name.** The Behavioral Health Provider Coalition of Cape Cod & the Islands.
2. **Mission and Vision**. Our Mission: The Behavioral Health Provider Coalition of Cape Cod & the Islands will facilitate opportunities for networking, communication and sharing knowledge to support an integrated and cohesive system of care to promote wellness in the communities of Cape Cod and the Islands. Our Vision: Cape Cod and the Islands will have accessible mental health and addiction treatment services within an integrated and cohesive system of care.
3. **Purpose and Goals.** The Coalitionwas formed in 2013 for the purpose of addressing the fragmentation and confusion surrounding the behavioral health services available to the Cape & Islands community. It is comprised of a diverse group of community stakeholders working collaboratively. The Coalition has a broad base of members representing individuals and organizations from Cape Cod, Nantucket and Martha’s Vineyard.

The primary goals of the Coalition are to:

* Annually present the Behavioral Health Summit
* Provide training to the community using best practice and evidenced based models
* Heighten community awareness of available behavioral health services through a variety of methods including forums, presentations, educational materials and web based information
* Provide opportunities for community discussions on the topic of behavioral health
* Identify areas for systems improvements and collectively advocate for change

1. **Membership.**  A member is any individual or organization who shares in the vision and mission of the Coalition. Member participation may range from active leadership to keeping informed of the issues and work of the Coalition. An interested party may become a member of the Coalition by submitting a membership form to the clerk/staff of the Coalition.
2. **Leadership.**
3. **Steering Committee**. The Coalition is led by a Steering Committee comprised of a minimum of seven (7) and no more than thirteen (13) members including two co-chairs, a treasurer, and a clerk. Steering Committee members are elected for three ~~two~~ year terms from general membership with a goal of diverse representation across provider types and geographic regions of the Cape & Islands.The co-chairs, treasurer, and clerk are elected from the steering committee. The steering committee reserves the right to appoint additional individuals to serve in an advisory capacity to the steering committee.
4. **Responsibilities of Steering Committee Members.**
   * + Attend at least 75% of steering committee meetings per year either in person (preferred) or electronically
     + Attend general membership meetings
     + Lead or participate as needed in a sub-committee, working group, or ad-hoc committee to advance the work of the Coalition
     + Participate in recommendations to general membership
     + Participate in strategic planning
     + Review bylaws and other governance documents annually
     + Recruit new members, both for the steering committee when needed and for the general membership
     + Elect officers (Co-Chairs, Treasurer and Clerk)
5. **Responsibility of Co-Chairs.** The co-chairs, in conjunction with the steering committee and general membership, are responsible for the effective and transparent governance and functioning of the Coalition as well as furthering the mission and vision of the Coalition at the local, regional and state levels. Specifically the responsibilities of the co-chairs are to:
   * + Set the agenda and facilitate Coalition general membership and steering committee meetings;
     + Disseminate pertinent information to membership on a timely basis;
     + Recommend working groups and ad-hoc groups as needed;
     + In conjunction with the steering committee, develop and implement policies and procedures;
     + In conjunction with the treasurer and other steering committee members or their designate(s), originate grants and other fundraising activities; authorize the expenditure of funds to support Coalition’s mission and vision, and oversee the general fiscal health of the Coalition.
6. **Responsibility of Treasurer.** The treasurer is responsible for tracking all expenses received and disbursed, and reports to the steering committee and general membership at respective meetings. The treasurer will work closely with the Coalition’s fiscal agent to assure funds are processed in a timely manner, and with co- chairs and staff/clerk to assure timely dissemination of fiscal information to both the steering committee and general membership. In conjunction with the co-chairs, the treasurer will propose to the steering committee an annual operating budget.
7. **Responsibility of Clerk**. In the absence of paid staff, the clerk is responsible for grant tracking and reporting. This is accomplished by working with the treasurer and co-chairs to assure that all grant reports are developed and submitted on time and to required standards. In the absence of paid staff or in-kind support, the clerk also takes minutes, distributes minutes, maintains membership lists, and keeps records for the Coalition.
8. **Nomination & Election Process.** In accordance with procedures set forth in the Policies and Procedures section of these bylaws, steering committee members are nominated by the general membership at or before the Coalition’s October general membership meeting. The approved slate of nominees is then voted on by the general membership at the November general membership meeting. Co-chairs, treasurer and clerk are elected by simple majority of the newly elected steering committee at the first steering committee meeting following election. Co-chairs must be members of the steering committee.
9. **Terms.** Steering committee members and officers are elected for three year terms. No steering committee member may serve more than two (2) consecutive three (3) year terms. Terms are on a January 1 to December 31 (calendar year) cycle.
10. **Resignation or Termination from the Steering Committee.** Members may be removed from their position by a two-thirds (2/3) majority vote of the steering committee. Steering committee members may also resign from their position on the Coalition due to individual circumstances. In the event there is a need to fill a seat on the steering committee, the co-chairs, with input from the rest of the steering committee will appoint an interim committee member to serve out the remainder of the unexpired term of the person who resigned or was removed.
11. **Subcommittees of the Steering Committee.** Education and Events will be a Standing Committee. Additional committees or working groups will be at the discretion of the steering committee.
12. **Meetings**
13. **Steering Committee.** Meetings of the steering committee are held monthly and may be in-person (preferred) or conference call meetings. The agenda for these meetings are set by the co-chairs with input from steering committee members.
14. **General Membership Meetings**. General Membership meetings should be held monthly but there shall be a minimum of four (4) general membership meetings per year, one of which shall be the Annual Meeting. Frequency of the meetings shall be no less than quarterly, but may be more frequent at the discretion of the Steering Committee. The agenda for general membership meetings are set by the co-chairs and steering committee. Members are encouraged and invited to submit agenda items to co-chairs.
15. **Quorum.** For purposes of conducting business at a steering committee meeting, a quorum consisting of a majority of steering committee members must be in attendance either in person or electronically. No quorum is necessary in a general membership meeting.
16. **Voting.**  For purposes of voting at steering committee meetings, a simple majority of those present at the meeting, when a quorum is present, is required to take action. At general membership meetings, a simple majority of those present at the meeting is required to take action on a motion.
17. **Conflict of Interest.**  A conflict of interest – real, potential, or perceived – exists when a member has a financial or other interest that may improperly influence him/her while making decisions for the Coalition. Members with a conflict of interest are required to recuse themselves from voting on an issue in which they have a conflict.
18. **Review and Amendments of Bylaws.** No less than annually the steering committee of the Coalition will review its bylaws and policies & procedures. Recommendations for amendments will be voted on by the steering committee and presented to the general membership for ratification either at the Annual Meeting or when necessary to conduct coalition business.
19. **Records.** The Coalition maintains the following records for a minimum of four years: membership lists, business meeting agendas & minutes, steering committee minutes, financial statements, financial records, financial reports, grant applications and grant files, training files, event files, by-laws, policies and procedures, amendments to bylaws, and general correspondence. At a minimum, minutes, by-laws, and policies and procedures are posted on the website. Additional postings to the website are at the discretion of the steering committee.