

ALASKA MENTAL HEALTH BOARD BYLAWS

AMENDED OCTOBER 8, 2012

AMENDED MARCH 11, 2021

ARTICLE I NAME

The name of the organization is the Alaska Mental Health Board. Common usage and abbreviation may be "Board" or "AMHB."

ARTICLE II PURPOSE

Section 1. The Board is the state planning and coordinating agency and the advocate for mental health consumers and mental health beneficiaries of the Alaska Mental Health Trust Authority, including Medicaid-eligible consumers and beneficiaries, for the purposes of federal and state laws relating to the mental health program of the state. The purpose of the Board is to assist the state in ensuring an integrated Comprehensive Mental Health Program.

Section 2. The powers, duties, and responsibilities of the Board are to:

- a. Prepare and maintain a comprehensive plan of treatment and rehabilitation services.
- b. Propose an annual implementation plan consistent with the comprehensive plan and with due regard for the findings from evaluation of existing programs.
- c. Provide a public forum for the discussion of issues related to the mental health services for which the board has planning and coordinating responsibility.
- d. Advocate the needs of persons with mental disorders before the governor, executive agencies, the legislature, and the public.
- e. Advise the legislature, the governor, the Alaska Mental Health Trust Authority, and other state agencies in matters affecting persons with mental disorders, including, but not limited to:
 - Development of necessary services for prevention, diagnosis, treatment, and rehabilitation.
 - Evaluation of the effectiveness of programs in the state for prevention, diagnosis, treatment, and rehabilitation.
 - Legal processes that affect prevention, screening, diagnosis, treatment, and rehabilitation.
- f. Provide to the Alaska Mental Health Trust Authority for review and consideration recommendations concerning the integrated comprehensive mental health program for those persons who are described in AS 47.30.056 (b)(1) and the use of money in the mental health trust income account in a manner consistent with regulations adopted under AS 47.30.031; and
- g. Submit periodic reports regarding its planning, evaluation, advocacy, and other activities.

ARTICLE III MEMBERSHIP AND TERMS OF OFFICE

Section 1. Board Composition:

The Board consists of not fewer than 12 not more than 16 members appointed by the Governor, with due regard for the demographics of the state and balanced geographic representation of the state. The membership and committees of the board shall fulfill the requirements of A.S. 47.30.662 and 42 USC §300x-3(c), as amended.

- a. Not less than one-half of the members shall be persons with a mental disorder identified in AS 47.30.056(b)(1) or members of their families.
- b. The board members shall include the director of the division of behavioral health in the department and may include representatives of the principal state agencies with respect to education, vocational rehabilitation, juvenile justice/corrections, housing, social services, medical assistance, substance abuse, and aging.
- c. Board members appointed under (c) of this section may not vote on matters before the board.
- d. The board members shall include at least two licensed mental health professionals who represent public and private providers of mental health services and at least one member who is admitted to practice law in the state. Members appointed under this subsection may also be members identified under (b) of this section.

Section 2. Term of Office:

Board members serve staggered terms of three years.

A vacancy occurring in the membership of the Board will be filled by appointment of the Governor for the unexpired portion of the vacated term.

- a. Members may be removed only for cause, including, but not limited to, poor attendance, which is defined as three or more unexcused absences from meetings of the Board.
- b. Excused absences are defined as informing the Board Chair and staff that they cannot attend a full board meeting prior to the meeting date, regardless of the reason. Unexcused absences are defined as not informing the Board Chair and staff that they cannot attend a full board meeting prior to the meeting date, regardless of the reason.
- c. Board members will inform staff and the Chair if they are not able to attend full board meetings.
- d. The Chair will make the final decision on excused or unexcused absences.
- e. Unexcused absences will be noted in the minutes after roll call.
- f. The Executive Committee may by resolution, recommend to the Governor the removal of a member for cause, provided that notice shall be given to the member proposed to be recommended for removal at least ten (10) days prior to the meeting at which the resolution is to be considered. A member who has three unexcused absences from meetings of the Board shall be recommended for removal pursuant to this subsection.

- g. Any disputes arising under subsections 2a and 2b of this section may, but are not required to be, resolved by informal conference between the member proposed to be recommended for removal and the Executive Committee.

Section 3. In the event that a Board member's status changes from one of the categories enumerated in Section 1 above to another, that member shall inform the chair within 30 days of the change of status. The Board shall immediately inform the Governor if such status changes affect compliance with statutory membership requirements.

Section 4. Members of the Advisory Board receive no salary but are entitled to per diem and reimbursement for travel and other expenses as authorized by law and State regulations, including meal allowances for Advisory Board members who attend authorized meetings in their city of residence.

ARTICLE IV OFFICERS AND DUTIES

Section 1. The Board shall annually elect its officers from its membership. The officers must be elected at a meeting no later than October 31 each year, and their terms of office shall start on December 1 and shall end on the following November 30.

Section 2. Officers must include a Chair, Chair Elect, a Secretary, and an At-Large officer.

Section 3. In the event of the resignation, death, or removal from the Board of the Chair, the Chair Elect will succeed to the office of the Chair.

Section 4. If an office of the Board becomes vacant, an election shall be held to fill the vacancy at the next regular meeting of the Board following the vacancy. In the interim, the Chair may appoint a member to serve until the election is held.

Section 5. All officers will serve on the Executive Committee.

Section 6. The duties of the officers shall be as follows:

A. Chair

1. Call and preside over all meetings.
2. Appoints members to Standing Committees
3. Can create or dissolve Ad Hoc Committees, and appoints Ad-Hoc Committee members
4. Serve as an ex-officio member of all Committees.
5. Serve as the Board's official representative during his/her term.
6. Operate and conduct the business and affairs of the Board according to Roberts Rules Order and to the orders and resolutions of the Board.
7. Perform other duties described in these By-Laws or assigned by resolution of the Board.

8. Supervise the Executive Director's activities in carrying out policies, procedures, and directions of the Board.
9. Appoints Committee members and Committee Chairs as outlined in these bylaws.
10. Assists with evaluating the performance of the Executive Director
11. Is the designated ethics supervisor for the Board members and the Executive Director.

B. Chair-Elect

1. Assist the Chair in the discharge of his/her duties and perform the duties of the Chair when the Chair is unavailable.
2. Perform other duties in accordance with the orders and resolutions of the Board.

C. Secretary

1. Review and approve Board meeting minutes for distribution. Upon request, certify the authenticity of Board resolutions and orders.
2. Assists the Chair with tracking Robert's Rules of Order and ensures that a list of actions taken by motion at each meeting are documented, read and kept and that action items requiring follow-up are placed on the agenda for the next meeting.
3. Serve as acting Chair-Elect after the death, resignation, or removal from office of the Chair-Elect or when the Chair-Elect serves as acting Chair, pending election of a successor.
4. Perform other duties assigned by the Board or the Executive Committee.

D. At-Large Officer

1. Serves on the nominations committee for officer elections each year.
2. Perform duties assigned by the Board or the Executive Committee.

ARTICLE V MEETINGS

Section 1. The Board will meet jointly with the Advisory Board on Alcoholism and Drug Abuse (ABADA) at least four times each fiscal year to conduct Board business. These meetings will be held virtually or in-person as the budget allows. One meeting will be held in a rural community chosen by the Board. The annual meeting will be held in October each year for officer elections. Committees will meet as necessary to accomplish their responsibilities.

Section 2. Special meetings of the AMHB Board may be held at such time and place as the Executive Committee or Chair may order.

Section 3. Reasonable public notice of Board and Committee meetings shall be provided in accordance with AS 44.62.310.

Section 4. A quorum is needed to conduct Board business and will be established at the beginning of each meeting.

- a. A quorum at joint Board meetings shall consist of a simple majority of currently appointed AMHB and ABADA Board members.
- b. A quorum at special meeting of the AMHB shall consist of a simple majority of currently appointed AMHB members.
- c. One half of the Board membership of a Committee constitutes a quorum at all Committee meetings for conducting and exercising the powers of the Committee.

Section 5. All decisions made at joint board meeting, will be made upon vote by an established quorum of AMHB/ABADA members present. Members serving on both the AMHB and ABADA have one vote for joint decisions. No member of the Board may designate a proxy.

Section 6. Meetings of the Board and its Committees are subject to the Open Meetings Act, AS 44.62.310 and 44.62.312.

Section 7. The Alaska Mental Health Board will schedule at least one period for public comment during each regularly scheduled Board meeting. Prior to beginning the public comment period, the presiding officer shall specify any limitation on content or topics to be addressed. The presiding officer should read or may paraphrase the following procedural constraints:

- a. The purpose for having public comment is to allow persons the opportunity to provide information to the Board and to advise the Board about problems and issues.
- b. The public comment period will not be considered a hearing and cannot be used for that purpose. Organizations are required to request hearings in advance in writing, and when granted by the Board, must be given public notice in accordance with law.
- c. Public comments will normally be held to a maximum of five minutes per speaker. Organizations may be represented by not more than three speakers. A waiver to the time limit may be granted by order of the Chair or motion adopted by the Board.
- d. The public comment period is not to be used to criticize or attack specific individuals. While the public is encouraged to speak freely, groups or individuals giving testimony are also encouraged to be thoughtful and constructive when offering criticism, especially if the criticism could be perceived as being directed at an individual. People providing testimony should refrain from commenting on individuals by name.
- e. The Board may not take action during the comment period but may take matters under advisement.
- f. The Board may consider matters identified during the public comment period under new business, but may defer such matters to a subsequent meeting in order to complete the original agenda or to provide notice to the public that the item will be on the Board's agenda.
- g. To afford the maximum amount of time to the public, responses or comments by Board members or Board staff during public comment periods will be held to a minimum.

Section 8. Meetings of the Board may be conducted by teleconference or by videoconference in accordance with AS 44.62.312(a)(6).

Section 9. All meetings of the Board shall be public, except that Executive Sessions may be called during a regular meeting in accordance with provisions of AS 44.62.310.

- a. The meeting must first be convened as a public meeting and the question of holding an Executive Session to discuss matters set forth in Section (B) shall be determined by a majority vote. No subjects may be considered at the Executive Session, except those mentioned in the motion calling for the Executive Session, unless auxiliary to the main question. No action may be taken during the Executive Session.
- b. Only the following subjects may be discussed in an Executive Session:
 - i. Matters the immediate knowledge of which would clearly have an adverse effect upon the finances of the government unit.
 - ii. Subjects that tend to prejudice the reputation and character of any person, provided however the person has the right to a public discussion upon that person's request.
 - iii. Matters which by law, municipal charter, or ordinance are required to be confidential.
 - iv. Such exceptions are to be discussed at a public Board meeting, and the questions of holding an executive session shall be announced publicly before the session is convened. No subject may be considered at the executive session except those mentioned in the motion calling for the session unless auxiliary to the main question.
 - v. No action may be taken at the executive session.
- c. The above subjects shall be construed narrowly in order to avoid unnecessary Executive Sessions (AS 44.62.312 [b]).
- d. Information discussed in Executive Session shall remain confidential.
- e. Action contrary to this section is void by Alaska State Law.

Section 10. Minutes of all meetings shall be kept, transcribed and distributed to the membership by the Board's staff within forty-five (45) days following the meeting.

ARTICLE VI STANDING COMMITTEES

Section 1. The Executive Committee may establish and dissolve Standing Committees. Standing Committees are defined as the Executive Committee, the AMHB/ABADA Advocacy Committee and the Nominations Committee.

Section 2. Besides the Executive Committee, the AMHB or ABADA Chair will appoint members to the other Standing Committees on an annual basis immediately following officer elections, to start December 1.

Section 3. Ex-officio Board members may serve on any and all committees of the Board. Ex-officio members may not be voting members of such committees.

ARTICLE VII EXECUTIVE COMMITTEE

Section 1. The Executive Committee of the Board is composed of the following members: Chair, Chair-Elect, Secretary and an At-Large officer. Dually appointed Board members can only hold one Executive Committee seat. The Executive Committee will meet monthly with the Executive Director and staff as assigned.

Section 2. The Executive Committee:

Has full power to act on behalf of the Board between meetings when necessary or advisable due to:

- a. The importance of the action.
- b. The infeasibility of calling a full board meeting prior to the deadline for acting and where the proposed action conforms to currently established Board priorities, policies, and procedures.
- c. Acts as the board development work group for the Board, addressing by-laws review, member recruitment, orientation, and training, and board operations.
- d. Has the authority to call special meetings of the Board.
- e. May establish and dissolve Standing Committees

Section 3. The Board shall be given reasonable notice of all Executive Committee meetings, including the agenda for each meeting. Executive Committee actions must be reported in writing at the next Board meeting.

ARTICLE VIII ADVOCACY COMMITTEE

Section 1. The AMHB/ABADA Advocacy Committee is composed of at least three individual members from AMHB and three individual members from ABADA. The AMHB/ABADA Chairs shall designate members of advocacy committee on an annual basis immediately following officer elections in October, to start on or around December 1.

Section 2. AMHB/ABADA Advocacy committee members shall self-select a Chair at their first meeting of the year. The Executive Director will assign appropriate staff member to coordinate/facilitated Advocacy Committee meetings.

Section 3. The AMHB/ABADA Advocacy Committee:

- a. Meets regularly throughout the legislative session.
- b. Uses the Boards priority areas of focus to identify specific bills and budget items of importance to follow during the legislative session.
- c. Will collaborate with staff to identify potential legislative actions.
- d. Considers legislative and administrative advocacy issues and recommends actions to the Executive Committee or to the full Board as time allows.

- e. The AMHB/ABADA Chairs can approve advocacy actions under the 24-hour rule or in emergent situations.
- f. Develops strategies for implementing AMHB/ABADA legislative activities, as coordinated with the Alaska Mental Health Trust and partner advisory Boards.
- g. Directs staff to prepare documents, attend meetings and conduct research as required for the Boards' advocacy efforts

ARTICLE IX NOMINATING COMMITTEE

Section 1. The Nominating Committee consists of the at-large member of both AMHB/ABADA and two other Board members shall be appointed by the Chair of each Board.

Section 2. This committee meets at least two weeks prior to the annual meeting in October to develop the slate of officers. This committee shall endeavor to create a slate that is representative of the diversity of the Boards membership.

ARTICLE X AD HOC COMMITTEES AND OTHER BOARD ROLES

Section 1. The Board Chair may designate Ad Hoc Committees or task forces to accomplish special purposes. The Board Chair may also designate Chairs of Ad Hoc committees and the Executive Director will assign staff to these committees to help coordinate meetings.

Section 2. Persons other than Board members and ex-officio members may serve on the Board's Ad Hoc Committees and task forces; however, such persons may not be voting members of such committees.

Section 3. Ad Hoc committee members will report back to the Executive Committee regularly on proceedings.

Section 4. Board members maybe be asked to represent AMHB on various other committees, such as the API Governing Board, the Statewide Suicide Prevention Council, and the Alaska Mental Health Trust Trustee Vetting Committee, etc. The Chairs of the Boards will ask for volunteers for these positions and appoint Board members as needed. Terms for these roles vary. Board members engaged in these activities will report back to the Executive Committee or full Board regularly on proceedings.

ARTICLE XI EXECUTIVE DIRECTOR

Section 1. Working with the Statewide Suicide Prevention Council (SSPC) and the Advisory Board on Alcoholism (ABADA) and Drug Abuse, the Board will collaboratively solicit and select a shared Executive Director, who is subject to Gubernatorial approval.

The Executive Director shall be in the partially exempt service of the state and all other staff of the Board shall be in the classified service of the state. The Executive Director provides executive oversight to AMHB, ABADA and the SSPC .

Section 2. The Executive Director shall keep all records, prepare agendas for each meeting in consultation with both Chairs, provide staff to record and transcribe minutes of all meetings, and with Board approval sign official documents and effect payment of all obligations to the extent provided by law.

Section 3. Subject to applicable law, the Executive Director is responsible for staffing, planning, organizing, coordinating, and directing all activities necessary to assure fulfillment of the powers, duties, and purpose of the Board.

Section 4. The Chairs of AMHB, ABADA and the SSPC will evaluate the performance of the Executive Director after the first six months of employment. Thereafter, the Executive Director's performance shall be evaluated annually on their hire date by the AMHB/ABADA/SSPC Chairs, with input from the Executive Committee.

Section 5. Termination of employment of the Executive Director is by two-thirds vote of the Board.

ARTICLE XII PARLIAMENTARY AUTHORITY

Section 1. Unless otherwise provided by law or these By-Laws, the most current authorized edition of Robert's Rules of Order shall govern the Board's procedures.

Section 2. The Board Secretary will assist the Chair with monitoring Robert's Rules of Order during Board meetings.

Section 3. Motions for adoption made at Board meetings will be written down on a motion worksheet and given to the Board Secretary to read and document amendments and other board actions.

Section 4. All comments and motions made during Board meetings will go through the presiding Chair, who will recognize them to speak.

ARTICLE XIII ETHICS

Section 1. Board members are required to comply with AS 39.52.010 - 39.52.960, the Alaska Executive Branch Ethics Act. As provided by AS 39.52.960(8), the Chair or Acting- Chair shall act as the designated supervisor for the Board members and the Executive Director; the Executive Director shall act as designated supervisor for the Board's staff.

Section 2. In addition to complying with the requirements of the Alaska Executive Branch Ethics Act, Board members shall refrain from influencing or attempting to influence their fellow Board members, or the Board Staff to take any official action or make any recommendation for official action with respect to the state's funding, direct or indirect, of an organization with which they are associated.

Section 3. Any Board member with a potential conflict of interest concerning an issue to be considered by the Board shall announce that conflict at the beginning of the Board meeting at which the issue will be considered or at such time as the potential conflict becomes apparent.

ARTICLE XIV AMENDMENT OF BY-LAWS

These By-Laws may be amended at any regular or special meeting of the Board by a two-thirds vote of Board members provided that written notice and copies of the proposed amendment have been submitted to the members 30 days prior to the meeting. Each time the By-Laws are amended the new version shall include the dates of amendment.

Amended on the 8th day of October 2012.

Amended on the 11th day of March, 2021.