



The CenterPoint Area Providers Council BY-LAWS

ARTICLE I

The name of this organization is the CenterPoint Area Providers Council.

ARTICLE II

The location of the principal office of the Council shall be in Winston Salem, North Carolina.

ARTICLE III

The period of existence of this Council is unlimited.

ARTICLE IV

The CenterPoint Area Providers Council seeks to work in partnership with providers, the LME, consumers, and community. The Council serves as a fair and impartial representative of all service providers in the catchment area. The Council shall facilitate open exchange of ideas, share values, goals, vision and promote collaboration and mutual accountability among providers. The Council strives to promote evidenced based and emerging best practices to empower consumers within our community to achieve their personal goals.

The objectives for which this Council is formed are as follows:

- (a) To review, provide input, and make recommendations to the LME on their policies, procedures, forms, activities, guidelines, changes in funding and financial issues, reimbursement.
- (b) To create and maintain a code of ethics for CenterPoint providers to ensure ethical practice and monitor ethics violations with the LME.
- (c) To review trends related to provider access, utilization, and performance.
- (d) To educate the community about available resources and provider services and supports.
- (e) To recommend quality indicators and use of quality indicator data.
- (f) To identify system gaps and make recommendations on services and supports to meet consumer needs.

- (h) To provide input and make recommendations to CenterPoint LME on their local business plan, needs assessment, performance indicators, annual strategic plan, and methods of building community capacity.
- (l) To share training information and resources as appropriate.
- (j) To promote effectiveness and efficiency among providers.
- (k) To disseminate information among providers that promotes the provision of quality services and supports.

ARTICLE V

Any agency/licensed independent practitioner in the network who provides MH/DD/SA services in the catchment area is eligible for membership in the council.

Each provider may have one voting representative of the council.

The voting provider representative must be a senior clinical/administrative staff who can formally take a position for that company for catchment area issues.

Other provider representatives from agencies may attend and provide input but do not have voting rights.

Annual Meeting - The Annual meeting of the Council shall be held in November of each year at a time and place designated by the Chairperson.

ARTICLE VI

Section 1: Management - The management of this council shall be exercised by a Steering Committee. A majority of steering committee members must be present in order for business to be conducted.

Section 2: Membership – The membership of the steering committee shall consist of 16 elected members plus the immediate Past Chair as an ex officio member if not already an elected member. Every county and each disability must have representation on the council. Whenever possible, at least 25% of the members must provide services to MH consumers, 25% to DD consumers, and 25% to SA consumers.

The Steering Committee shall be elected by the provider membership. A term shall be two years. No one who is elected to the council may serve more than two terms in a row unless there is no other provider available that provides services to the designated population. Only one representative from a company can be elected to the Steering Committee. If a representative is not available for a Steering Committee meeting, the representative may send a substitute to the meeting. However, the substitute does *not* have voting

privileges. Terms shall be staggered with approximately 50% of the Steering Committee rotating off the committee under the provisions listed above.

Section 3: Steering Committee Meetings - The Steering Committee shall meet at least quarterly at a time and place designated by the Chairperson. Special meetings of the Steering Committee shall be called upon written request of three (3) members of the Committee, or may be called at the discretion of the Chairperson. Written or oral notice of each meeting shall be given at least five (5) days prior thereto, unless a majority of the council agrees to meet sooner. All members shall be expected to attend all meetings. Members may be excused if they call an officer of the steering committee prior to the meeting to indicate that there are extenuating circumstances that will result in absence. If two meetings are missed and are unexcused, his/her resignation will be requested. The Chair may, after *discussion* with the Steering Committee, appoint new members to the Steering Committee to fill vacated positions.

Section 4: Notices - The Secretary of the Steering Committee or other person designated by the Chairperson shall prepare and cause to be sent or published all notices herein mentioned via email and the LME website.

Section 5: Quorum - A quorum at any regular or special meeting shall consist of not less than a simple majority of the steering committee members then in office.

Section 6: Voting - All matters considered at a meeting shall be decided by a majority vote of voting members present, and all votes taken by voice, unless a roll call vote or paper ballot is requested. The Chairperson may vote. In the case of a tie, a vote will be called at the next meeting or a special meeting shall be called.

ARTICLE VII

Section 1: Officers - The officers of this organization shall be a Chairperson, a Vice Chairperson, and a Secretary. These officers shall serve as a liaison to the LME and to the CFAC and/or similar client advocacy group.

Section 2: Election - The officers shall be elected by the Steering Committee following the annual November meeting. The officers of the organization shall hold office for a term of one (1) year and until their successors are chosen and qualified. The officers may, if properly elected serve more than one (1) term of office, not to exceed four (4) consecutive years in the same office.

Section 3: Duties - The officers of the organization shall perform such duties as may be required of them by the Steering Committee.

a) Chairperson - shall preside at all meetings of the Council and of the Steering Committee. He/she shall appoint the chairs of all standing committees, with the approval of the Committee, and supervise directly or

indirectly their work. He/she may appoint special committees as required. The Chairperson must be elected from the providers who have been elected to the steering committee. The Chairperson also has the responsibility to appoint steering committee members if a vacancy occurs.

- b) Vice Chairperson - shall succeed the Chairperson in case of a vacancy in that office. He/she shall preside at all meetings in the absence of the Chairperson. He/she shall undertake such other responsibilities as the Chairperson may assign.
- (c) Secretary - shall handle such correspondence of the Council or steering committee as necessary. He/she shall also keep a record of the proceedings of all the membership and Steering Committee meetings.

ARTICLE VIII

Conflict of Interest – If a specific issue is about an individual member or his/her agency, this member may make a statement on his/her behalf and answer any question, but is expected to refrain voting as well as from discussing the issue outside or during the meeting. This does not apply to general issues affecting all providers.

ARTICLE IX

These bylaws may be altered or amended by a two-thirds (2/3) vote of the Steering Committee, notice of which proposed amendment or amendments has been given to the Steering Committee along with notice of the meeting itself.