BYLAWS
OF THE
BEHAVIORAL HEALTH PLANNING COUNCIL
OF NEW MEXICO

ARTICLE I.
ORGANIZATION

A. Name. The organization referred to in this document shall be known as the BEHAVIORAL HEALTH PLANNING COUNCIL of NEW MEXICO, hereinafter referred to as the "Council."

B. Statutory Authority. The Council is authorized in accordance with HB 271 and Public Law 102-321 and is organized pursuant to NMSA 24-1-28 of the New Mexico Health and Safety Code ("the Act"). It is intended to have an ongoing role and is advisory to the Interagency Behavioral Health Purchasing Collaborative, hereinafter referred to as the "Collaborative," and to the Governor.

C. Purpose. Pursuant to its statutory authority, the purpose of the Council is to serve as the single statewide advisory structure for behavioral health in New Mexico in the following manner:

(i) advocate for adults, children and adolescents with serious mental illness or severe emotional, neurobiological and behavioral disorders, as well as those with mental illness or emotional problems, including substance abuse and co-occurring disorders;

(ii) report annually to the governor and the legislature on the adequacy and allocation of mental health services throughout the state;

(iii) encourage and support the development of a comprehensive, integrated, community-based behavioral health system of care, including mental health and substance abuse services, and services for persons with co-occurring disorders;

(iv) advise state agencies responsible for behavioral health services for children and adults, as those agencies are charged in Section 9-7-6.4 NMSA 1978;

(v) meet regularly and at the call of the chair, who shall be selected by the council membership from among its members;

(vi) establish subcommittees, to meet at least quarterly, as follows:
a Medicaid subcommittee, chaired by the secretary of human services or a designee, which may also serve as a subcommittee of the Medicaid advisory committee;

b. a child and adolescent subcommittee, chaired by the secretary of children, youth and families or a designee;

c. an adult subcommittee, chaired by the secretary of health or a designee;

d. a substance abuse subcommittee, chaired by the secretary of health or a designee, which shall include DWI issues and shall include representation from local DWI councils;

e. a Native American subcommittee, chaired by the secretary of Indian affairs or a designee; and

f. other subcommittees as may be established by the chair of the council to address specific issues. All subcommittees may include nonvoting members appointed by the chair for purposes of providing expertise necessary to the charge of the respective subcommittee.

(vii) review and make recommendations for the comprehensive mental health state block grant and the substance abuse block grant applications, the state plan for Medicaid services and any other plan or application for federal or foundation funding for behavioral health services; and

(viii) replace the governor’s mental health planning council and act in accordance with Public Law 102-321 of the federal Public Health Service Act.

Pursuant to its statutory role as advisor, the Council also agrees to: (i) timely advise and make recommendations to the Collaborative in fulfillment of its duties as charged in Section 9-7-6.4 NMSA 1978; (ii) represent the local concerns and issues (“concerns”) that have been presented by Local Collaboratives (“LCs”) through their designees; (iii) timely report such “concerns” to the Collaborative, Legislature and Governor; (iv) relay Collaborative input to the LCs; and (v) review any and all policy correspondence from Council executive and subcommittees or Collaborative committees providing approval, recommendation or opposition when necessary.

D. Membership. The Council shall consist of the following Members, all of whom shall be appointed by and serve at the pleasure of the Governor:

(i) consumers of behavioral health services and consumers of substance abuse services, as follows: adults with serious mental illness; seniors; family members of adults; family members of adults with serious mental illness and of children with serious emotional or neurobiological disorders; and persons with co-occurring disorders.
(ii) Native American representatives from a pueblo, an Apache tribe, the Navajo Nation and an urban Native American population;

(iii) providers;

(iv) state agency representation from agencies responsible for: adult mental health and substance abuse; children's mental health and substance abuse; education; vocational rehabilitation; criminal justice; juvenile justice; housing; health policy planning; developmental disabilities planning; and disabilities issues and advocacy.

(v) such other members as the governor may appoint to ensure appropriate cultural and geographic representation; and

(vi) advocates.

Additionally, Providers and state agency representatives together may not constitute more than forty-nine (49%) percent of the Council Membership.

ARTICLE II.
COMPOSITION, TERMS, VACANCIES

A. Powers. This body shall have powers to the full extent allowed by law. All powers and activities of this Council shall be exercised and managed by Members of the Council, and, if delegated, to the Executive Committee, under the ultimate direction of the Council, in a manner consistent with its statutory duties.

B. Number and Qualifications of Members. Members shall be qualified by the Act, and appointed to serve at the pleasure of the Governor. The number of Members appointed to the Council shall be no more than eighty (80), and shall represent each classification set forth under the Act (NMSA 24-1-28) in appropriate proportion, i.e., Providers and state agency representatives together may not constitute more than forty-nine (49%) percent of the Council membership.

C. Terms. Each Member is appointed by the Governor and serves at his or her discretion. Accordingly, each Member shall hold office until he/she resigns or is removed with the Governor's consent. Any successor shall be qualified and appointed by the Governor.

D. Compensation. Members shall not receive compensation for their services as Members. The Council may authorize the advance or reimbursement to a Member of actual, reasonable expenses incurred in carrying out his or her duties as a
Member pursuant to the Council’s Policies and Procedures.

E. **Resignation.** Any Member may submit in writing to the Governor with a copy to the Chair of the Council a written notice of resignation. Upon the Governor’s acceptance of such resignation, it shall take effect as of the time specified or, if no time is specified, at the time of its acceptance by the Governor.

F. **Removal.** Members may be removed with or without cause by the Governor. Additionally, the Council, through its Executive Committee, may recommend to the Governor removal of a Member for cause. “Cause” includes but is not limited to: (i) conduct unbecoming a public official; (ii) neglect of assumed or assigned responsibilities; (iii) failure to attend 3/4 of required meetings in a single year unless excused by the Chair or Executive Committee; (iv) change in personal status, which alters the prescribed Membership composition of the Council (e.g., private citizen becomes a state employee).

Upon removal, the member’s name shall be removed from the Council membership roster.

G. **Vacancies.** A vacancy shall be deemed to exist on the Council in the event that a Member has resigned or is removed, pursuant to this Article. Upon the occurrence of a vacancy, the Chair shall notify the Council and request recommendations for filling the vacancy; the vacating member shall be replaced by a person of the same category. At least two (2) recommendations shall be forwarded to the Governor for his/her consideration. A vacancy occurring on the Council shall be filled by the Governor and the appointee shall serve at the Governor’s pleasure.

H. **Conflict of Interest.** The Council shall adopt a conflict of interest policy applicable to Members. This policy shall be reviewed annually.

I. **Confidentiality.** The Council shall adopt a confidentiality policy applicable to Members. This policy shall be reviewed annually.

**ARTICLE III. MEETINGS**

A. **Regular Meetings.** Regular meetings of the Council shall be held at least quarterly at the time and place fixed at the request of the Chair, or the Executive Committee of the Council, in consultation with representatives of the Collaborative. Ten (10) working days’ notice of such meetings may be made by telephone, including use of a voice messaging system or other system or technology designed to record and communicate messages, electronic mail, telegraph, facsimile transmission, or other electronic means, and shall state the date, place and time of the meeting. Additionally, Notice of the date, time, place and general subject matter to be discussed at a Regular
Meeting will be given to at least two major newspapers most frequently read by the constituency represented by the Council.

B.  **Special Meetings.** Special meetings of the Council may be called by or at the request of any two Members of the Executive Committee, or at the request of at least ten (10) percent of the Council members, or by any two Co-Chairs of the Statutory Subcommittees of the Council at the time and place fixed by the persons calling the meeting and upon not less than three (3) working days notice by telephone, including use of a voice messaging system or other system or technology designed to record and communicate messages, electronic mail, telegraph, facsimile transmission, or other electronic means, and shall state the date, place and time of the meeting.

C.  **Emergency Meetings.** Emergency meetings of the Council may be called by or at the request of any two Members of the Executive Committee, or at the request of at least ten (10) percent of the Council members, or by any two Co-Chairs of the Statutory Subcommittees of the Council, at the time and place fixed by the persons calling the meeting and upon not less than twenty-four (24) hours’ notice by telephone, including use of a voice messaging system or other system or technology designed to record and communicate messages, electronic mail, telegraph, facsimile transmission, or other electronic means, and shall state the date, place and time of the meeting.

D.  **Waiver of Notice.** Any Member may waive notice of any meeting. Notice of a meeting shall be deemed given to any Member who attends the meeting without protesting the lack of adequate notice before the meeting or at its commencement.

E.  **Quorum and Voting.** A majority of the Members (51%) shall constitute a Quorum. Those Members with an excused absence will not be counted for purposes of determining Quorum.

   Each Council Member shall have one vote. The act of a majority of Members present at a meeting at which a Quorum is present shall be the act of the Council, except as otherwise explicitly provided herein. The act of a majority of Members present at a meeting will have validity as long as quorum was present at the beginning of the meeting. Voting by proxy is not permitted except by represented State agencies and only then if the Chair of the Council has received advance written notice of such proxy from either the Secretary or Director of the Designating State Agency. Any State Agency Proxy, written and timely received by the Chair, shall have one vote.

F.  **Action without a Meeting.** Any action required or permitted to be taken at any meeting of the Council may be taken without a meeting if all Members then in office shall individually or collectively consent in writing to such action. A writing generated via electronic mail or facsimile shall be deemed a sufficient “writing” for purposes of this section. Such written consents shall be filed with the minutes of the proceedings of the Council. Such written consents shall have the same force and effect as the unanimous
vote of such Members.

G. Telephone, Electronic and Video-conferencing Meetings. At the Chair's sole discretion, Members may participate in Council meetings or committee meetings by means of a video-conference, conference telephone, electronic video screen communication, or other similar communications equipment so long as all of the following apply:

(i) Members participating in the meeting, sufficient in number to constitute a Quorum, can communicate with all the other Members concurrently;

(ii) Members participating in the meeting, sufficient in number to constitute a Quorum, are provided with the means of participating in all matters before the Council, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the Council; and

(iii) the Executive Committee verifies that: (a) a person communicating by telephone, electronic video screen, or other communications equipment is entitled to participate in the Council meeting as a Member, or by invitation to the Council or otherwise, and (b) all motions, votes, or other actions required to be made by a Member were actually made by a Member and not by someone not entitled to participate as a Member.

H. Minutes. Historical documents and minutes of all proceedings will be maintained by the Behavioral Health Systems Division Staff.

ARTICLE IV.
OFFICERS

A. Officers. The officers of the Council shall be nominated each Spring either verbally at a regular Council meeting or by electronic mail at the discretion of the Chair. Election of Council officers will occur at every May regular Council Meeting as needed and shall hold office for a term of two (2) years with each term beginning July 1st and shall serve until his or her successor shall have been elected or qualified. No officer may serve more than two consecutive terms.

The officers of the Council shall be President/chair ("Chair") and Vice-president/chair ("Vice-chair"). Additionally, members of the Executive Committee shall include elected representatives of the Council: a consumer, a family member, an advocate, a provider, and a Native American representative. Election of these representatives shall be held at the same meeting as the election of the Officers.

B. Vacancies in Office. If any office becomes vacant for any reason, the vacancy shall be filled for the remainder of its term by the Council at its next regular or special meeting.

C. Chair. The Chair shall be the chief executive officer of the Council,
preside over all regular, special and emergency meetings of the Council, and shall direct and supervise all of the activities and affairs of the Council in a manner prescribed by the Members and in accordance with these Bylaws. In addition, when authorized, the president/chair shall execute and deliver all documents in the name of the Council and establish ad hoc subcommittees as needed. The Chair will be an ex-officio member of all ad hoc committees and standing statutory subcommittees of the Council. He/she shall not assume chairmanship of any ad hoc or statutory subcommittee.

If the elected Chair is unwilling or unable to perform his/her duties for a period exceeding three (3) consecutive months, the Chair may be removed from office at the discretion of the Executive Committee. If removed, a new president/chair shall be elected by the Membership.

D. Vice-chair. In the absence of the president/chair, or in the event of his/her inability or refusal to act, the Vice-chair shall perform the duties of the Chair, and when so acting, shall have all the powers of and be subject to all the restrictions upon the president/chair. Additionally, the Vice-chair shall perform such other duties as from time to time may be assigned to him/her by the president/chair or by the Council.

If the elected Vice-chair is unwilling or unable to perform his/her duties for a period exceeding three (3) consecutive months, the Vice-chair shall be removed from office, and a new Vice-chair elected by the Membership.

ARTICLE V.
COMMITTEES

A. Executive Committee.
   (i) Qualifications. The Executive Committee shall be a committee composed of the following individuals: Chair and Vice-chair of the Council; Chairs or Co-Chairs of all statutory subcommittees of the Council; and the following representatives elected by a majority vote of the Council: a consumer, a family member, an advocate, a provider, and a Native American representative.

   (ii) Terms. Each term shall be two (2) years. No Executive Committee member may serve more than two consecutive terms.

   (iii) Duties. The Council shall delegate to the executive committee such authority, powers and duties, as the Council deems necessary and appropriate to carry out the activities and purposes of the Council including but not limited to: (a) reviewing all information and developing the agenda for any Council meeting, including information pertaining to policy, proposed action items, letters of support and any necessary recommendations; and (b) requesting the presence of any statutory subcommittee representative or any other persons relevant to decisions being made at Council meetings.
(iv) **Quorum and Voting.** Fifty-one percent (51%) of the Executive Committee Membership shall constitute a Quorum. Those members with an excused absence will not be counted for purposes of determining Quorum. Those executive committee members with an excused absence will not be counted for purposes of determining Quorum.

Each executive committee members shall have one vote. The act of a majority of executive committee members present at a meeting at which a Quorum is present shall be the act of the Council, except as otherwise explicitly provided herein. The act of a majority of executive committee members present at a meeting will have validity as long as quorum was present at the beginning of the meeting. Voting by proxy is not permitted.

(v) **Removal.** Members of the executive committee may be removed for cause. “Cause” includes but is not limited to: (i) conduct unbecoming a public official; (ii) neglect of assumed or assigned responsibilities; (iii) failure to attend 3/4 of required meetings in a single year unless excused by the Chair; (iv) change in personal status, which alters the prescribed executive committee composition of the executive committee; or (v) a lack of active leadership.

(vi) **Resignation.** Any Member may submit in writing to the Chair a written notice of resignation. Upon the Chair’s acceptance of such resignation, it shall take effect as of the time specified or, if no time is specified, at the time of its acceptance by the Chair.

(vii) **Meetings.** Any meeting of the executive committee shall be conducted in accordance with Article III excluding notice requirements in public newspapers.

B. **Statutory Sub-Committees.** Pursuant to the Act, the Council shall establish the following subcommittees: Medicaid (which may also serve as a subcommittee of the Medicaid Advisory Committee ("MAC"); child and adolescent; adult; substance abuse (which shall include DWI issues and shall include representation from local DWI councils); Native American; and any other subcommittee as may be deemed necessary by the Chair to address specific issues.

(i) **Qualifications.** Each of the respective statutory sub-committees shall be comprised of twenty-five (25) voting members (excluding the Chair). Non-voting members may also serve upon formal approval by the Chair. Non-Voting Members may consist of interested parties, technical advisors, and State agency staff members.

Of the voting membership, each must be formally approved by the Chair (membership roster to be approved by the Chair in writing at the regular August meeting of the Council) and reflect the diversity of Council Membership. Non-Council members may become voting members if formally approved by the Chair and recommended by the chair or co-chair of the respective statutory sub-committee. None may be a representative of a statewide entity; or a state agency employee (unless
appointed as a state agency proxy to the Council). Additionally, of the twenty-five available voting seats on each sub-committee, one seat shall be set aside for each Local Collaborative.

(ii) **Sub-Committee Chairmanship.** The respective statutory sub-committees shall be chaired as follows:

(a) medicaid subcommittee – chaired by the secretary of human services or a designee, with a non-state agency Council member, elected by the sub-committee membership, as co-chair.

(b) child and adolescent subcommittee - chaired by the secretary of children, youth and families or a designee, with a non-state agency Council member, elected by the sub-committee membership, as co-chair;

(c) adult subcommittee - chaired by the secretary of health or a designee, with a non-state agency Council member, elected by the sub-committee membership, as co-chair;

(d) substance abuse subcommittee - chaired by the secretary of health or a designee, with a non-state agency Council member, elected by the sub-committee membership, as co-chair; and

(e) Native American subcommittee - chaired by the secretary of Indian affairs or a designee, with a non-state agency Council member, elected by the sub-committee membership, as co-chair

Any vice-chair of a sub-committee shall be elected by a majority of the voting members of the sub-committee.

(iii) **Terms.** There are no term limits for the secretary chairs or their designees. Each term of the elected co-chairs shall be for one (1) year. No elected co-chair shall serve more than two consecutive terms.

(iv) **Duties.** All statutory sub-committees shall meet at least quarterly. Additionally, the Council shall delegate to the statutory sub-committees such authority, powers and duties, as the Council deems necessary and appropriate to carry out the activities and purposes of the Council.

(v) **Quorum and Voting.** Forty percent (40%) of voting members of any sub-committee shall constitute a Quorum. Those sub-committee members with an excused absence will not be counted for purposes of determining Quorum. If a slot for a local collaborative is not filled, it does not count for determining a Quorum. In the absence of a Quorum the sub-committee can meet and make a recommendation to the full sub-committee for action, or report to the full council without a recommendation.

Each sub-committee voting member shall have one vote. The act of a majority of voting sub-committee members present at a meeting at which a Quorum is present shall be the act of the Sub-Committee, except as otherwise explicitly provided
herein. The act of a majority of voting sub-committee members present at a meeting will have validity as long as Quorum was present at the beginning of the meeting. Voting by proxy is not permitted.

(vi) Removal. Aside from the chair, any member of a statutory sub-committee may be removed for cause. "Cause" includes but is not limited to: (a) conduct unbecoming a public official; (b) neglect of assumed or assigned responsibilities; (c) failure to attend 3/4 of required meetings in a single year unless excused by the Chair of the Council; or (d) a lack of active leadership. Chairs or co-chairs may be removed with or without cause by the Governor.

(vii) Resignation. Any Member may submit in writing to the Chair a written notice of resignation. Upon the Chair's acceptance of such resignation, it shall take effect as of the time specified or, if no time is specified, at the time of its acceptance by the Chair.

(viii) Meetings. Any meeting of the statutory sub-committees shall be conducted in accordance with Article III.

C. Other Committees. Other subcommittees as may be established by the Chair of the Council to address specific issues. All subcommittees may include nonvoting members appointed by the Chair for purposes of providing expertise necessary to the charge of the respective subcommittee. All members must be formally approved by the Chair, either verbally or through writing, including but not limited to electronic mail or facsimile.

Either the Council chair shall appoint or, members of ad hoc subcommittees may elect, a chair of the ad hoc sub-committee and all meetings shall be conducted at the discretion of the chair of the ad-hoc sub-committee.

D. Compensation. Members of the Executive or sub-committee shall not receive compensation for their services as Members. The Council may authorize the advance or reimbursement to committee members of actual, reasonable expenses incurred in carrying out his or her duties as committee members pursuant to the Council's Policies and Procedures.

ARTICLE VI
AMENDMENTS

A. Amendments. The Council shall have the power to make, amend, and repeal the bylaws of the Council by vote of two-thirds of the Members at any meeting of the Council, provided that written notice of the intent to make, amend, or repeal the bylaws, according to the meeting and notice provisions of Article III, shall have been given. Proposed amendments to these Bylaws shall be submitted in writing, including electronic mail or facsimile, to the Members two-weeks in advance of any Council meeting at which they will be considered for adoption.
B. **Validity.** Any legal defect in any part of these Bylaws does not render the balance of the Bylaws invalid.

C. **Governing Law.** In all matters specified in these Bylaws, New Mexico law shall apply.

ARTICLE VII
PARLIAMENTARY AUTHORITY

A. **Governing Procedure.** The bylaws of the Council are always superior to and supersede the policy and procedures and parliamentary authority of Council. The Chair, Executive Committee, Sub-committees and membership shall always look to the Council bylaws for a ruling on any question, then to the policies and procedures, and finally in *Robert's Rules of Order Newly Revised.*

B. **Parliamentarian.** Either the Chair or Vice-Chair of the Council or any Sub-committee may appoint a Parliamentarian to rule/advise on matters of Parliamentary procedure. The Parliamentarian shall serve at the pleasure of the Chair of the Council or the Chair/co-chair of any sub-committee.

ARTICLE VIII
POLICIES AND PROCEDURES

The policy and procedures manual contains business and financial policies that apply to the Council and is specifically incorporated by reference herein.

ARTICLE IX
EFFECTIVE DATE

These Bylaws became effective upon their approval by the Council on February 25, 2009.

[Signature]
Council Chair