

BYLAWS
OF
REGION V SYSTEMS
GOVERNING BOARD

ARTICLE I – NAME

Section 1. Name

The name of the governing body shall be the Region V Systems Governing Board, hereinafter referred to as the Regional Governing Board (“RGB”).

ARTICLE II - AUTHORITY AND PURPOSE

Section 1. Authority

The RGB is established in accordance with the Nebraska Behavioral Health Services Act, (§71-801 to 71-818) acting under the provisions of the Interlocal Cooperation Act (§13-801 et seq., R.R.S., 1943, as amended.) The Interlocal Agreement entered into by the parties is hereinafter referred to as the Region V Systems Interlocal Agreement.

Section 2. Purpose—§71-809

The purpose of the RGB is to assure the provision of coordinated and comprehensive behavioral health services to eligible persons within the Region V geographical area. Region V consists of the following counties: Butler, Fillmore, Gage, Jefferson, Johnson, Lancaster, Nemaha, Otoe, Pawnee, Polk, Richardson, Saline, Saunders, Seward, Thayer, and York counties.

Section 3. Roles and Responsibilities—§71-808 and 71-809

The RGB shall be responsible for the development and coordination of publicly funded behavioral health services within the region. The roles and responsibilities of the RGB shall include but not be limited to:

- 1) Appoint a Regional Administrator who shall be responsible for the administration and management of the Regional Behavioral Health Authority.
- 2) Encourage and facilitate the involvement of consumers in all aspects of service planning and delivery within the region and shall coordinate such activities with the Office of Consumer Affairs of the Division of Behavioral Health.
- 3) Establish and utilize a regional advisory committee, consisting of consumers, providers, and other interested parties, and establish and utilize such other task forces, subcommittees, or other committees as it deems necessary to carry out its duties under this section.
- 4) Determine in consultation with all counties in the region, the amount of funding to be provided by each county.
- 5) Administer and manage the Regional Behavioral Health Authority.

- 6) Integrate and coordinate the public behavioral health system within the region.
- 7) Conduct comprehensive planning for the provision of an appropriate array of community-based behavioral health services and continuum of care for the region.
- 8) Submit for approval by the Division an annual budget and proposed plan for the funding and administration of publicly funded behavioral health services within the Region.
- 9) Submit annual reports and other reports as required by the Division.
- 10) Initiate and oversee contracts for the provision of publicly funded behavioral health services.
- 11) Coordinate with the Division in conducting audits of publicly funded behavioral health programs and services.
- 12) Comply with all applicable rules and regulations of the Department of Health and Human Services.

In performing its roles and responsibilities, the RGB shall:

- 1) Exercise and enforce all other powers necessary, convenient, or proper to carry out or implement the plans, programs, powers, duties and responsibilities established by the RGB and by current State of Nebraska statutes in effect and amendments thereto.
- 2) Contract for professional services and for the purchase, rental, or lease of such real, personal, or other property as shall be necessary or desirable for the effective operation of Region V Systems.
- 3) Do everything necessary, proper, advisable, or convenient for the operation of Region V Systems.
- 4) Do all other things incidental thereto or connected therewith which are not forbidden by the laws of the United States, the State of Nebraska, or by the RGB.
- 5) Comply with all federal, state, and local laws governing equal opportunity and non-discrimination, to the end that no person shall, on the grounds of race, creed, national origin, age, sex, marital status, veteran status, disability, or sexual orientation be excluded from participation in, be denied the benefits of, or be otherwise subjected to discrimination under any program, nor shall any applicant or employee be subjected to discrimination in the terms, conditions, or privileges of employment.

Section 4. Financial Responsibilities

At each regularly scheduled meeting, the RGB shall approve a report of the financial operations, income, expenditures, and balances, reconciled within the last 60 days, as prepared by Region V Systems in accordance with Generally Accepted Accounting Principles (GAAP). The RGB shall account for all sources and expenditure of funds as submitted in said reports.

Section 5. Transfer and Assumption of Responsibilities

The RGB, Region V Systems, and the Behavioral Health Advisory Committee (BHAC), herein created by the parties to the Interlocal Agreement, shall be recognized, as of the effective date of the Interlocal Agreement, by all parties signatory hereto, as the successor RGB, Region V Systems, and BHAC to the following entities:

- 1) Region V Systems
- 2) Such other boards, agencies, programs, facilities, services, personnel, or committees as may be subsequently assigned by parties to, or others recognizing the Interlocal Agreement to the RGB, Region V Systems, and BHAC herein created and established, or by Nebraska statute and regulations adopted pursuant thereto.

The RGB, Region V Systems, and BHAC herein created shall assume a continuing responsibility for and authority over the entities enumerated in this section and provide for continuity of those services, programs, facilities, as well as advisory committees, task forces, or other such groups previously established under the authority of any such predecessor boards, agencies, or committees.

Region V Systems herein created, under the authority of the RGB, shall be a continuation, or a successor, of the agencies previously enumerated in this section.

Section 6. Authorized Representation

Individual members may not speak on behalf of the RGB without specific authorization. Such authorization may be granted by a majority vote of the RGB at a publicly held meeting. It is the responsibility of the RGB members speaking out as individuals on behavioral health issues to clarify that they are not speaking in their official capacity as representatives of the RGB. The RGB is non-partisan and shall not support or oppose any candidates for elective or appointive public office.

ARTICLE III - MEMBERSHIP

Section 1. RGB Configuration—§71-808

The membership of the RGB shall consist of one regular member from each of the sixteen (16) county boards who are parties to the Interlocal Agreement.

Section 2. Appointments—§71-808

Each party to the Interlocal Agreement shall select a single county board representative to serve as a member of the RGB.

Section 3. Terms of Office—§71-808

A regular RGB member shall serve for staggered terms of three years. All subsequent appointments shall be for three years (also see Article III, Section 5, Replacement).

Section 4. Alternate

Each party to the Interlocal Agreement may appoint an alternate county board member who shall act as a member of the RGB when the regular member is unable to attend the meetings. The term of an alternate member shall be the same as the regular RGB member.

Section 5. Replacement

Upon the death, disability, written resignation, non-qualification, or refusal to act by any RGB member, either regular or alternate, the RGB shall notify the party to the Interlocal Agreement that a vacancy exists and such party shall appoint a replacement member within thirty (30) days of such notification. The term of a replacement or alternate member shall be the same as the regular RGB member.

The party to the Interlocal Agreement may, when it deems necessary, replace its RGB member and shall appoint a replacement member within thirty (30) days of taking such action. The term of the replacement member shall be the same as the regular RGB member.

Section 6. Termination

In the event a party to the Interlocal Agreement severs that relationship, such individual representing his/her county board shall be immediately terminated as an RGB member.

Section 7. Reinstatement

Any party to the Interlocal Agreement, previously terminated, may be reinstated by the RGB upon receipt of a County Board Resolution requesting reinstatement and shall subsequently be represented on the RGB, in accordance with Article III.

Section 8. Compensation—§71-808

The members of the RGB shall serve without compensation, but shall be entitled to reimbursement for their actual and necessary expenses incurred in attending meetings or in the discharge of any duty assigned to them by the RGB as provided in sections 81-1174 to 81-1177. RGB members shall not seek nor receive loans of any type using Region V Systems funds. Stock ownership privileges are not applicable to the organization or its RGB members.

ARTICLE IV - MEETINGS

Section 1. Meeting Frequency

Regular meetings of the RGB shall be held at least quarterly with the time and place to be determined by the Chairperson.

An annual meeting shall be held every January to elect the officers of the RGB and a BHAC representative.

Section 2. Notice

Fifteen calendar days' prior notice shall be given to each RGB member of the date, time, and place of the meeting, except in the case of emergency meetings when notice must be given at least 24 hours in advance. All meetings shall be held in accordance with the

Nebraska Open Meetings Act (Neb. Rev. Stat. §84-1407 through §84-1414), as applicable.

The chairperson of the RGB, or any three regular RGB members, may call a special meeting upon 10 calendar days notice to each regular member.

Section 3. Quorum

A quorum shall be defined as half of all regular members.

Section 4. Authority

The RGB shall act by formal motion in all matters under consideration at any regular or special meeting, a quorum being present, with the exception of Executive Committee meetings and/or amendments to RGB bylaws (see Article VI, Section 3, and Article IX, Section 1).

Section 5. Public Comment

Public comment will be accepted at RGB meetings in accordance with the Nebraska Open Meetings Act, Neb. Rev. Stat. §84-1407 through §84-1414.

Section 6. Voting Eligibility

Each regular RGB member shall have one vote during any formal motion at any regular, special, or emergency RGB meeting. RGB members' eligibility to vote shall be subject to compliance with provisions of the Interlocal Agreement.

ARTICLE V - OFFICERS

Section 1. Officers

At the annual meeting, the RGB shall elect a Chairperson, Vice Chairperson, Secretary, and Treasurer from among the regular members of the RGB. The officers constitute the Executive Committee of the RGB.

- 1) **Chairperson**: It shall be the duty of the Chairperson to preside at all meetings of the RGB, maintain general supervision over the conduct of the affairs of Region V Systems, and perform such duties as are ordinarily incumbent to the said office.
- 2) **Vice Chairperson**: It shall be the duty of the Vice Chairperson to advise and assist the Chairperson in the general supervision of Region V Systems and to assume the duties of the Chairperson in case of the Chairperson's absence or disability.
- 3) **Secretary**: It shall be the duty of the Secretary to assure that Region V Systems' staff keep accurate records of all acts and proceedings of the RGB meetings, give all notices required by law or by the Interlocal Articles and Bylaws, and, in general, perform all duties usually pertaining to the said office.
- 4) **Treasurer**: It shall be the duty of the Treasurer to review program expenditures in order to assure compliance with regulations and adherence to RGB priorities for the allocation of funds and to see that an annual audit is completed.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1.

Purpose

The Executive Committee shall serve on behalf of the full RGB for the following purposes:

- 1) As a communication liaison to the BHAC's Executive Subcommittee and Region V management.
- 2) Strategic planning.
- 3) Oversight for Acting Regional Administrator.
- 4) Agenda items that may require immediate attention.
- 5) As an authorized signatory. The RGB Chair shall have the authority to execute documents on behalf of the full RGB when deemed appropriate. In the Chair's absence, any member of the Executive Committee shall have the authority to execute same documents when deemed appropriate.
- 6) Personnel-related policy review.
- 7) Review of Regional Administrator's annual performance evaluation and compensation.
- 8) Other annual compensation matters.
- 9) Corporate Compliance Program matters.
- 10) Annual review of Regional Administrator's Succession Plan.
- 11) Any other matters as directed by the full RGB.

Section 2.

Committee Membership

The Executive Committee shall be comprised of the four elected RGB Officers, who shall serve a term of one calendar year. Members elected to this committee are eligible to serve unlimited consecutive terms during their membership on the full RGB and must be formally re-elected each year.

Section 3.

Authority

The Executive Committee shall have the authority to review and discuss such matters as described in Article VI, Section 1., providing subsequent recommendations to the full RGB who shall have the sole power and authority to act on said recommendations. The Executive Committee shall not be allowed to make decisions independent of the full RGB.

Section 4.

Notice

All RGB members shall be given notice that an Executive Committee meeting has been scheduled. No member shall be excluded from attending an Executive Committee meeting.

ARTICLE VII – BHAC REPRESENTATIVE

Section 1. Purpose

The RGB member who is elected as the BHAC representative shall serve on behalf of the full RGB for the following purposes:

- 1) Attend all regularly scheduled BHAC meetings.
- 2) Serve as a liaison between the RGB and BHAC.
- 3) Any other matters as directed by the full RGB.

Section 2. Membership

At the annual meeting, the BHAC representative shall be elected from the RGB members at large, who shall serve a term of one calendar year. The member elected to this role is eligible to serve unlimited consecutive terms during his/her membership on the full RGB and must be formally re-elected each year.

Section 3. Authority

The BHAC representative shall have the authority to review and discuss such matters as described in Article VII, Section 1., providing subsequent recommendations to the full RGB who shall have the sole power and authority to act on said recommendations. The BHAC representative shall not be allowed to make decisions independent of the full RGB.

ARTICLE VIII – APPORTIONMENT OF COST

Section 1. Financial Responsibilities of Interlocal Agreement Parties—§71-808

Each county in the region shall be responsible for its proportionate share of the costs of administering and funding Region V Systems, exclusive of other available funds which may be utilized to support said costs. The RGB shall provide matching dollars as required by state statutes. Of the amount provided by the RGB, at least 40 percent shall consist of local and county taxes, and the remainder shall come from other nonfederal sources.

ARTICLE IX – AMENDMENTS TO THE BYLAWS

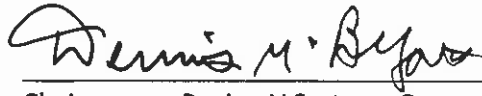
Section 1. Amendments or Revisions

These Bylaws may be amended or revised. An amendment or revision shall take effect when the RGB, at any regular or special meeting, adopts the amendment or revision, by at least two-thirds majority vote of eligible members. Said amendments or revisions shall be recorded in the RGB's meeting minutes. Proposed amendments or revisions shall be presented in writing to the RGB at least ten (10) calendar days prior to the date of the meeting. Such notice shall contain the general nature of the amendment or revision to be voted upon.

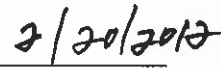
ARTICLE X – EFFECTIVE DATE OF BYLAWS

These Bylaws shall supersede the amended Bylaws adopted September 13, 2010, and shall become effective as of January 23, 2012.

Voted on and approved by the RGB:



Chairperson, Region V Systems Governing Board



Date