

**SOUTHERN STATES
PSYCHIATRIC HOSPITAL
ASSOCIATION
(SSPHA)
BYLAWS**



ESTABLISHED 2002

June 2006

**BYLAWS
SOUTHERN STATE PSYCHIATRIC HOSPITALS ASSOCIATION**

ARTICLE I

NAME

SECTION 1. The name of the organization shall be the Southern State Psychiatric Hospitals Association.

ARTICLE II

PRINCIPAL OFFICE

SECTION 1. The principal office for the Association shall be located in the State of Georgia where the Association is incorporated.

SECTION 2. The Board of Directors may change the location of the principal office.

ARTICLE III

PURPOSE, PHILOSOPHY, AND OBJECTIVES

SECTION 1. The Southern State Psychiatric Hospitals Association is established to assist member state hospitals to carry out their mission more effectively in the mental health system by addressing issues involving treatment, administration, standards, and systems. In no way is it the intent of the Association to participate in activities that may be defined as lobbying or influencing governmental bodies of operation.

SECTION 2. The philosophy of the Association is that state psychiatric hospitals provide a high-quality service to severely mentally ill individuals within the framework of the continuity of care, and of treatment in a statewide mental health delivery system. Furthermore, that it be emphasized that the services to the consumer are accessible, acceptable, accountable, and in the least restrictive setting.

SECTION 3. Specific objectives of the Association shall be:

1. To provide leadership and focus on the policy, management, and service issues in state psychiatric hospitals in the South.
2. To propose new approaches and models for more effective and efficient operation of state psychiatric hospitals.
3. To analyze and share pertinent policies, practices, and documents as they relate to the administration of, or services provided by and affecting, state psychiatric hospitals.

4. To study and recommend actions regarding the administration of, and services provided by, state psychiatric hospitals. This includes actions relative to federal legislation, regulations, and funding decisions, and policies and regulations of national accrediting bodies and other funding sources.
5. To facilitate collaboration with higher education mental health training programs, professional associations, consumer organizations, and other groups to improve the quality and appropriateness of administration of, and services provided by, state psychiatric hospitals.
6. To promote a mental health service delivery system that is sensitive and responsive to the diverse cultures of the consumers.
7. To conduct an annual meeting of the Board of directors and bi-annual conference in support of the objectives of the Association. In concert with the bi-annual conference, there will be a general membership meeting.
8. To perform such other functions regarding the state psychiatric hospital as may be recommended by southern state mental health directors or state psychiatric hospital Chief Executive Officers.

SECTION 4. In carrying out the objectives, the Association shall provide for the exchange of views and experiences of state mental health commissions and their national organizations and state psychiatric hospital Chief Executive Officers and staff; shall foster instate and interstate cooperation; shall provide leadership and vigorously represent the interests of the states in developing policies, programs, and initiatives to improve state psychiatric hospitals in the southern states.

ARTICLE IV

MEMBERSHIP

SECTION 1. State Eligibility. Southern states and territories eligible for membership are: Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, Texas, Virgin Islands, Virginia, and West Virginia.

SECTION 2. Organization Eligibility. Any state psychiatric hospital in the above-defined region that is recommended by its state mental health authority is eligible to join by applying to the Board and paying annual dues.

ARTICLE V

DUES

SECTION 1. Annual dues for membership in the Southern State Psychiatric Hospitals Association shall be set by the Board of Directors. Dues are payable on

July 1st, and are effective through June 30th. Dues are in arrears on October 31st.

ARTICLE VI

FISCAL YEAR

SECTION 1. The fiscal year for the Association shall be from January 1 through December 31.

ARTICLE VII

BOARD OF DIRECTORS

SECTION 1. Definition. The Board of Directors shall consist of no more than sixteen (16) individuals representing states and territories as described in Article IV, Section 1.

SECTION 2. Appointment. Directors shall be appointed by the appointing authority of the member state/territory who is responsible for the state psychiatric hospital(s). The appointing authorities shall appoint a state psychiatric hospital Chief Executive Officer from a member state psychiatric hospital.

SECTION 3. Meetings. Meetings of the Board of Directors shall be held at such time and place as the President may designate, but at least annually.

SECTION 4. Quorum. A majority of members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting. The Board of Directors shall act by majority vote. If a vacancy occurs, the Board of Directors shall seek an appointment through the procedure outlined in Article VII, Section 2.

SECTION 5. Authority. The Board of Directors shall have the authority to conduct the business of the Association.

SECTION 6. Executive Director. An Office of Executive Director may be established by the Board of Directors and shall have authority to conduct business for the association. Selection of an Executive Director shall be decided by the Board of Directors through a simple majority of the votes or ballots cast. Removal of Executive Director shall follow the same process referenced for Officers in Article XII, Section 4. **Removal.**

ARTICLE VIII

OFFICERS

SECTION 1. Definition. The officers of the Association shall be a President, a Vice President, a Secretary, a Treasurer, and an Immediate Past President.

SECTION 2. President. The President shall perform the usual duties of the presiding officer at all meetings of the Association and of the Board of Directors. The President may distribute informational and programmatic documents in the name of Association as authorized by the Board of Directors

SECTION 3. Vice President. The Vice President shall perform such duties as may be assigned by the President or the Board of Directors; and shall perform the duties vested with all the powers of the President in the case of his or her temporary disability or absence.

SECTION 4. Secretary. The Secretary shall be responsible for sending out advance notice of Association meetings, transmitting announcements, handling correspondence, and ensuring that minutes are taken at membership meetings, Board of Directors sessions, and other functions as appropriate. The Secretary shall maintain a library of minutes, correspondence, informational documents, and other material pertinent to the Association membership.

SECTION 5. Treasurer. The Treasurer shall be responsible for maintaining all financial records of the Association and for making an annual financial report to the membership. The Treasurer shall:

1. Be one of two signers on all monetary accounts of the Association.
2. Prepare a draft annual budget based upon the recommendation of the Board of Directors.
3. Prepare special reports as requested by the President.
4. Submit books for a review and annual report by a Certified Public Accountant not later than ninety days (April 1) after the end of the fiscal year. With cause, the board may call for a formal audit by a simple majority of voting members.
5. Advise the Board of Directors if any expenditures are exceeding the amount budgeted.

SECTION 6. Immediate Past President. In the event the positions of President, Vice President, Secretary, and Treasurer become vacant, the Immediate Past President shall assume the duties of the President, vested with all the powers, until the following annual meeting when new officers shall be elected.

ARTICLE IX

COMMITTEES AND TASK FORCES

SECTION 1. Committees and Task Forces. The President and/or Board of Directors shall have authority to create such task forces and committees as necessary to achieve the goals of the organization.

ARTICLE X

MEETINGS

SECTION 1. Regular Meetings. The Board of Directors shall designate a regular meeting of the Association no less than annually (consistent with Article III, Section 3, Number 7.) The Board of Directors may approve expenditures associated with this meeting including travel expenses of members.

SECTION 2. Special Meetings. Special meetings may be called by the President or the Board of Directors. Special meetings shall be called if requested by eight (8) Directors.

SECTION 3. Notice. Notice of regular or special meetings shall be sent, by mail, to the entire membership by the Secretary at least four (4) weeks in advance of such meeting. Special meetings shall consider only those issues specified in the written notice.

SECTION 4. Conduct of Meetings. The President shall preside at all meetings of the members and of the Board of Directors, and the meetings shall be conducted in accordance with Robert's Rules of Order.

ARTICLE XI

VOTING AND ELECTIONS

SECTION 1. Elections. The Vice President will coordinate the activities associated with the election of officers to include notification of the Board of Directors about elections in accordance to Article XII, Terms of Office, Succession, and Removal. This also includes developing a slate of nominations for each office to be considered by the Board.

SECTION 2. Nominations. Nominations of officers can only be made by board members and only Board members can be nominated for an office.

SECTION 3. Voting Rights. In all voting and elections of the Association, each Board member shall have one vote, in person or by proxy.

SECTION 4. Conduct of Elections. Ballots will be sent to each board member or an election will be conducted at a Board meeting. It is each Board member's responsibility to complete the ballot and send to the Secretary who is responsible for tallying the votes and informing the President of the outcome of said election. It is the responsibility of the President to notify the Association of newly elected officers.

SECTION 5. Majority. All votes shall be decided by simple majority of the votes or ballots cast; except removal from office for cause, and amendment or other action regarding these Bylaws, shall be as specified in other articles. In the event of a tie, the President shall make the deciding decision

ARTICLE XII

TERMS OF OFFICE, SUCCESSION, AND REMOVAL

SECTION 1. Terms of Office. Officers of the Association shall be elected for three-year terms. All terms of office will commence at the end of the annual meeting following the election; except for the term of Treasurer, which shall commence at the beginning of the next fiscal year.

SECTION 2. Staggered Terms. The Vice President and Secretary shall be elected for one year; the President and Treasurer shall be elected the subsequent year; no elections shall occur the subsequent year.

SECTION 3. Succession. All elected or appointed officials may succeed themselves except that the President, having served one term in that office, may not succeed himself/herself or be re-elected to that position until three (3) years have elapsed from the date of his/her leaving that office.

SECTION 4. Removal. Officers may be removed for cause or by resigning during their terms. Officers may be removed for cause by a secret ballot of two-thirds of the authorized votes at a regular or special meeting of the Directors. Call for such removal shall be by action of at least eight (8) Directors submitted to the President or Secretary. In the event of such a call, the balloting shall be conducted within twenty-eight (28) days at a regular or special meeting, or by mail if not such meeting is to be convened. Resignations of officers should be in written form and addressed to the Board of Directors.

ARTICLE XIII

RECORDS AND PUBLICATIONS

SECTION 1. The Association shall keep minutes of the meetings of its Board of Directors and committees authorized by its Board of Directors.

ARTICLE XIV

AMENDMENTS

SECTION 1. These Bylaws may be altered, amended, or repealed, and new Bylaws may be adopted, by a two-thirds vote of the membership, or their proxies, present and voting at any regular or special meeting of the membership, provided that at least four (4) weeks prior written notice is given of the intention to either amend, repeal, or adopt new Bylaws at such meeting. Amended Bylaws will be dated, published, and sent to each member of the Board of Directors upon approval.