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3 ALASKA MENTAL HEALTH TRUST AUTHORITY
4 BYLAWS

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6 ARTICLE I
7 NAME

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9 The name of this organization is the Alaska Mental Health Trust Authority.
10 Common usage and abbreviation may be "The Trust" or "Trust Authority."

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12 ARTICLE II
13 MISSION

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15 Section 1. The Trust Authority acts in the best interest of the beneficiaries of The Trust. Its
16 mission is:

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18 The Alaska Mental Health Trust Authority (The Trust) administers the Mental Health Trust to
19 improve the lives of beneficiaries. Trustees have a fiduciary responsibility to protect and
20 enhance trust assets in perpetuity for the beneficiaries. The Trust provides leadership in
21 advocacy for and planning, implementing and funding of the Comprehensive Integrated
22 Mental Health Program; and acts as a catalyst for change.

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25 ARTICLE III
26 BOARD OF TRUSTEE
27 MEMBERSHIP AND TERMS OF OFFICE

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29 Section 1. Trust Authority composition:

30 (a) The Trust shall be governed by its board of trustees.

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32 (b) The Trust Authority Board of Trustees here after referred to as the Trust Authority,
33 consists of seven members appointed by the governor and confirmed by the
34 legislature. The members appointed under this subsection shall be appointed based
35 upon their ability in financial management and investment, in land management, or in
36 services for the beneficiaries of The Trust.

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38 (c) A member of the board is entitled to:

- 39 1. An honorarium of \$200 each day spent at a meeting of the board, at a meeting of
40 a subcommittee of the board, or as a representative of the board. The sliding
41 scale will be \$50 for less than 2 hours, \$100 for 2 to 4 hours, \$150 for 4 to 6 hours
42 and \$200 for 6 hours or more. Any conflicts will be resolved by the Executive
43 Committee; and
44 2. Per Diem and travel expenses are authorized for boards and commissions under
45 AS 39.20.180.
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Section 2. Term of office, vacancies, and removal:

- (a) The members of the Trust Authority serve staggered five-year terms. A member shall continue to serve until the member's successor is appointed and confirmed by the legislature.
- (b) A vacancy occurring in the membership of the Trust Authority shall be filled within 60 days by appointment of the governor for the unexpired portion of the vacated term.
- (c) The governor may remove a member of the Trust Authority only for cause, including incompetence, neglect of duty, misconduct in office, poor attendance, or lack of contribution to the Trust Authority's work.

A member being removed for cause shall be given a copy of the charges and afforded an opportunity to publicly present a defense in person or by counsel upon not less than 10 days' written notice. If a member is removed for cause, the governor shall file with the lieutenant governor a complete statement of all charges made against the member and the governor's findings based on the charges, together with a complete record of the proceedings. The removal of a member for cause constitutes a final administrative order. A member seeking to appeal the governor's removal of a member for cause under this subsection shall file a notice of appeal with the superior court under AS 44.62.560.

- (d) Except for a trustee who has served two consecutive five-year terms, a member of the Trust Authority may be reappointed. A member of the Trust Authority who has served two consecutive five-year terms is not eligible for reappointment to the Trust Authority until one year has intervened. (§ 26 ch 66 SLA 1991).

ARTICLE IV
OFFICERS AND DUTIES

Section 1. The Trust Authority, by a majority vote of its membership, shall annually elect a Chair, Vice Chair, and Secretary/Treasurer and other officers it considers necessary from its membership.

Section 2. The officers must be elected by a majority vote at the September meeting, and their term of office shall start on October 1 and shall end on the following September 30.

Section 3. Officers may be re-elected to the office in which they serve by vote of the membership of the Trust Authority as above.

Section 4. In the event of the resignation, death, or removal from the Trust Authority, of the Chair, the Vice-Chair will succeed to the office of the Chair.

Section 5. If an office of the Trust Authority becomes vacant, an election shall be held to fill the vacancy at the next regular meeting of the Trust Authority following the

1 vacancy. In the interim, the Chair may appoint a member to serve until the
2 election is held.

3
4 Section 6. The duties of the officers shall be as follows:

5 (a) Chair

- 6 1. Call all meetings. Preside at all meetings.
- 7 2. Appoint Committees and Chairs of Committees.
- 8 3. Serve as ex-officio (voting) member of all Committees.
- 9 4. Serve as the Trust Authority's official representative during his/her term.
- 10 5. Operate and conduct the business and affairs of the Trust Authority according
11 to the statutes, regulations, bylaws and policies adopted by the Trust
12 Authority.
- 13 6. Approve Trust Authority meeting agenda.

14
15 (b) Vice Chair

- 16 1. Assist the Chair in the discharge of his/her duties and preside at meetings in
17 the absence of the Chair.
- 18 2. Keep a list of actions taken by motion at each meeting and place items
19 requiring follow-up on the agenda for the next meeting.
- 20 3. Act as the parliamentarian for the Trust Authority.
- 21 4. Perform other duties described in these Bylaws or in accordance with statutes,
22 regulations, by-laws and policies adopted by the Trust Authority.

23
24 (c) Secretary/Treasurer

- 25 1. Sign to authenticate Trust Authority meeting minutes after Board approval for
26 the record. Upon request, attest to the authenticity of Trust Authority by-laws,
27 and approved motions.
- 28 2. Perform other duties assigned by the Trust Authority or the Executive
29 Committee.

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31 ARTICLE V
32 MEETINGS

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34 Section 1. The Trust Authority will meet at least four times each fiscal year. Committees will
35 meet as necessary to accomplish their responsibilities.

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37 Section 2. Special meetings of the Trust Authority may be held at such time and place as
38 the Chair may order; or when any four Trustees request to the CEO a meeting be
39 scheduled.

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41 Section 3. Reasonable public notice of Trust Authority and Committee meetings shall be
42 provided in accordance with AS 44.62.310. Meetings of the Trust Authority and
43 its Committees are subject to the Open Meetings Act, AS 44.62.310 and
44 44.62.312.

45
46 Section 4. A quorum at all meetings shall consist of a simple majority of currently appointed
47 Trust Authority members. One-half of the Trust Authority membership of a
48 Committee constitutes a quorum at a Committee meeting for conducting and

1 exercising the powers of the Trust Authority, but in no event shall consist of less
2 than two members.

3
4 Section 5. No member of the Trust Authority may designate a proxy.

5
6 Section 6. The Trust Authority will schedule at least one period for public comment during
7 each regularly scheduled Trust Authority meeting. Prior to beginning the public
8 comment period, the presiding officer will specify any limitation on content or
9 topics to be addressed. She or he should read or may paraphrase the following
10 procedural constraints:

- 11
- 12 (a) The purpose for having public comment is to allow persons the opportunity to provide
13 information to the Trust Authority and to advise the Trust Authority about problems and
14 issues.
 - 15
 - 16 (b) The public comment period will not be considered a hearing and cannot be used for
17 that purpose. Organizations are required to request hearings in advance in writing, and
18 when granted by the Trust Authority, the hearing must be given public notice in
19 accordance with law.
 - 20
 - 21 (c) Public comments will normally be held to a maximum of five minutes per speaker.
22 Organizations may be represented by not more than three speakers. A waiver to the
23 time limit may be granted by order of the Chair or motion adopted by the Trust
24 Authority.
 - 25
 - 26 (d) The public comment period is not to be used in order to criticize or attack specific
27 individuals.
 - 28
 - 29 (e) The Trust Authority may not take action during the comment period, but may take
30 matters under advisement.
 - 31
 - 32 (f) The Trust Authority may consider matters identified during the public comment period
33 under new business, but may defer such matters to a subsequent meeting in order to
34 complete the original agenda or to provide notice to the public that the item will be on
35 the Trust Authority's agenda.
 - 36
 - 37 (g) In order to afford the maximum amount of time to the public, responses or comments
38 by Trust Authority members or Trust Authority staff during public comment periods will
39 be held to a minimum.
 - 40

41 Section 7. Meetings of the Trust Authority may be conducted by teleconference or
42 videoconference in accordance with AS 44.62.312(a)(6) provided that with
43 respect to a matter which requires the consideration of documents a member
44 participating by teleconference or videoconference may vote only on those
45 matters to which he or she has access to said documents.

46
47 Section 8.

- 48 (a) Formal actions by The Trust are accomplished through adoption of motions.

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2 (b) Motions must be proposed by a Committee or Trust Authority member.

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4 (c) Copies of motions on the agenda will be available to the public at the opening of the
5 Trust Authority meeting.

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7 Section 9. A document becomes an official Trust Authority document only upon approval of
8 the Trust Authority. Any document not approved by the Trust Authority shall be
9 clearly marked "DRAFT".

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11 ARTICLE VI
12 COMMITTEES

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14 The Trust Authority Chair may designate Ad Hoc Committees or task forces to
15 accomplish special purposes. Persons other than Trust Authority members may serve on
16 the Trust Authority's Ad Hoc Committees and task forces; however, such persons may not
17 be voting members of such committees, only appointed committee members may vote on
18 committee actions. (The Chair of the Board of Trustees is a voting member of each
19 committee, article IV, section 6 (a)) Committee actions must be reported to the Trust
20 Authority at the next regular Trust Authority meeting.

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22 ARTICLE VII
23 EXECUTIVE COMMITTEE

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25 Section 1. The Executive Committee of the Trust Authority is composed of three officers,
26 the Chair, the Vice Chair, and the Secretary/Treasurer. The Chief Executive
27 Officer shall participate as requested at Executive Committee meetings.

28
29 Section 2. The Executive Committee:

30 (a) Has full authority within the limits of established Trust Authority priorities, policies, and
31 procedures to act on behalf of the Trust Authority between regularly scheduled
32 meetings with a dollar limit of \$500,000.00 on expenditures.

33
34 (b) Evaluates the Chief Executive Officer's performance in carrying out policies,
35 procedures, and directions of the Trust Authority before the November Trustee
36 meeting.

37
38 (c) Refers matters to other Committees for reports to the Trust Authority.

39
40 (d) Monitors activities of the Trust Authority through the Standing Committees.

41
42 (e) Reviews corporate performance measures, analyzes them, and brings them to the
43 Trust Authority with recommendations.

44
45 (f) Approves the annual corporation audit and forwards to the state for inclusion in the
46 state financial statements within timeframes set by the state department of
47 Administration.

1 Section 3. The Executive Committee will meet no less than two times a year.

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ARTICLE VIII
STANDING COMMITTEES

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7 Standing Committees and their Chairs will be appointed by the Chair.

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9 (a) The Resource Management Committee:

- 10 • Develops policies and plans for protecting, enhancing, and managing the Trust's
- 11 non-cash resources in the best interests of the beneficiaries.
- 12 • Implements plans at the direction of and on behalf of The Trust in accordance with
- 13 Trust statutes and regulations.
- 14 • Approves disposals with an annual lease rental more than \$50,000 and not to
- 15 exceed \$200,000; and disposals with sale revenues more than \$100,000 and less
- 16 than \$500,000. This authority includes disposals that could produce revenues in the
- 17 form of royalties that exceed this revenue limit if the disposal is an extension or
- 18 expansion of an existing lease that has previously been subject to the consultation
- 19 process, so long as any expansion or addition to that lease does not exceed 25% of
- 20 the original lease acreage. All approvals for new disposals of interest that include
- 21 royalties shall be approved by The Trust Authority.
- 22 • Approves project-specific expenditures from the Trust Land Office principal account up to \$50,000.

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24 (b) The Planning Committee:

- 25 • Identifies and forecasts the status and needs of beneficiaries.
- 26 • Develops program policies and plans to meet needs and improve the
- 27 circumstances of beneficiaries; and recommends to the Trust Authority for approval
- 28 as appropriate.
- 29 • Evaluates the implementation of approved policies and plans affecting
- 30 beneficiaries.

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32 (c) The Finance Committee:

- 33 • Develops policies for investment and fiscal management for approval by the Trust
- 34 Authority.
- 35 • Oversees the implementation of approved investment and fiscal management
- 36 policies.
- 37 • Reviews the administrative budgets for The Trust and Trust Land Office and then
- 38 recommends to the Trust Authority for approval.
- 39 • Approves expenditure of authority funds to implement Trust Authority-approved
- 40 Focus Area allocations or bundles of an unlimited amount for a state fiscal year so
- 41 long as the total annual budget approved for this purpose for the same fiscal year is
- 42 not increased.
- 43 • Approves authority funds for individual Partnership Grants, General Authority
- 44 Grants and Trust Directed Projects in amounts up to \$50,000 awarded to a specific
- 45 recipient.

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- 1 • Recommends to the Trust Authority individual Partnership, General Authority
- 2 Grants and Trust Directed Projects in amounts over \$50,000 for each specific
- 3 recipient.
- 4 • Approves Changes of Intent for MHTAAR grants involving the carry-over from one
- 5 state fiscal year to the next.

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8 ARTICLE IX
9 CHIEF EXECUTIVE OFFICER

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11 Section 1. The Trust Authority shall hire and appoint a Chief Executive Officer as provided
12 by law.

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14 Section 2. The Chief Executive Officer is responsible for ensuring the staffing, planning,
15 organizing, coordinating, and directing all activities necessary to fulfill the
16 powers, duties, and purpose of the Trust Authority.

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18 Section 3. The Trust Authority will evaluate the performance of the Chief Executive Officer
19 after the first six months of employment. Thereafter, the Chief Executive Officer's
20 performance shall be evaluated annually by the Executive Committee.

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22 Section 4. Termination of employment of the Chief Executive Officer is by simple majority of
23 the seven trustees.

24
25 Section 5. Authorizes disposition of assets with an annual lease rental of \$50,000 or less
26 and/or total sale revenues of \$100,000 or less.

27
28 Section 6. Designates funds for contracts or grants in amounts up to \$50,000 each to a
29 specific recipient so long as the Focus Area project or bundle is within the scope
30 and amount previously approved by the Trust Authority but had not already been
31 designated to a specific agency.

32
33 Section 7. Approves authority grants in amounts up to \$10,000 for purposes that are
34 allowed under AS 47.30.056 totaling not more than the total approved for this
35 purpose annually by the Trust Authority for Trust Directed Projects.

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37 Section 8. Executes transactions previously approved by the Trust Authority.

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40 ARTICLE X
41 PARLIAMENTARY AUTHORITY

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43 Unless otherwise provided by law or these Bylaws, the Trust Authority's procedures
44 shall be governed by Robert's Rules of Order Newly Revised.

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ARTICLE XI
ETHICS

Section 1. Trust Authority members are required to comply with AS 39.52.010 -39.52.960, the Alaska Executive Branch Ethics Act.

Section 2. In addition to complying with the requirements of the Alaska Executive Branch Ethics Act, Trust Authority members shall refrain from influencing or attempting to influence their fellow Trust Authority members, or the Trust Authority's 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. Trust Authority members are required to comply with the Conflict of Interest Declaration as stipulated in the Alaska Executive Branch Ethics Acts.

ARTICLE XII
AMENDMENT OF BYLAWS

These Bylaws may be amended at any regular or special meeting of the Trust Authority by a two-thirds vote of Trust Authority members provided that written notice and copies of the proposed amendment have been submitted to the members 30 days prior to the meeting or by unanimous vote without notice.