

# **Bylaws of XXX Network**

(Adapted from the Katahdin Trust)

## **Article I**

### Vision and Mission

The vision of the XXXX Network is to achieve a sustained culture of health and wellness within XXX County.

The mission of the XXXX Network is to develop a collaborative network to promote health and wellness in XXX County through education, engagement and the implementation of strategic health and wellness initiatives. The populations targeted for program-specific intervention include the school-age children and their families who are enrolled in the (County School System) Schools and adults who have been diagnosed with or who are at risk of developing chronic diseases, people with disabilities, and the frail elderly.

## **Article II**

### Offices

The principal office of XXXX Network shall be located in (City/State). The Network may have other offices within XXX County as deemed appropriate by the governance committee.

## **Article III**

### Membership

#### Section 1

Members of the XXXX Network shall be those organizations committed to the vision and mission of the network.

## **Article IV**

#### Section 1

Full membership meetings of the XXXX Network shall be held the first Wednesday of March, June, September, December. The Network Director or designee of the XXXX Network shall give at least seven (7) days notice in writing of meetings via mail or electronic mail. Any special meetings may be called by the Governance Committee as necessary.

#### Section 3

All meetings shall be held at suitable place convenient to the membership as designated by the Network Director.

## **Article V**

### Governance Committee

#### **Section 1**

The Governance Committee is responsible for the oversight, direction and decision-making for any network program funded through local, state, federal grant or other philanthropic funds.

#### **Section 2**

The Governance Committee shall be made up of a designated representative of each of the primary partners who have signed Memoranda of Understanding with the fiscal agent/lead agency for grant programs implemented on behalf of the XXXX Network. Current members of the Governance Committee include: (list of organizations). Primary Grant Partners should designate one member to the Governance Committee and one alternate who can serve as a decision-maker on behalf of their organization. Ex-officio members of the Governance Committee will be Community of Practice Chairpersons. Members of the Governance Committee shall choose a Chairperson who will preside at Governance Committee meetings. Additional members may be added as required by additional grant funding.

#### **Section 3**

Meetings of the Governance Committee will be held every other month at a time and date set by the committee. Special meetings may be called via email, phone or written communication at least 48 hours prior to the appointed meeting time.

#### **Section 4**

At all meetings of the Governance Committee, a simple majority of the committee (five of nine votes) shall constitute a quorum for voting. Each member organization shall have one vote. Proxy votes shall not be counted for purposes of constituting a quorum.

#### **Section 5**

The Governance Committee shall ensure that programs and initiatives of the network remain true to the mission of XXXX and that all work is completed with fidelity and without conflict of interest.

## **Article VI**

### Officers

#### **Section 1**

The officers of XXXXXX shall consist of a Chairperson and Vice-Chairperson elected from and by the Governance Committee. Both the Chairperson and Vice-Chairperson will lead for one year with the option to be re-elected for an additional year. The Executive Director of XXXX (as current fiscal agent for the XXXX Network) or her designee will serve as the Treasurer of the Network.

## **Article VII**

### **Network Director**

The Network Director shall in general supervise all of the business and affairs of the network. He/she shall serve at the pleasure of the Governance Committee. The Network Director or his/her designee shall attend all meetings of the Governance Committee and coordinate the activities of the network staff while working closely with the fiscal/lead agency leadership. The Network Director or designee will record and distribute minutes for all committee meetings.

## **Article X**

### **Operating Committees**

Network program implementation shall be guided by committees functioning as Communities of Practice and comprised of those individuals and organizations with a common interest in a specific set of challenges and who work together to fulfill both individual and group goals.

Current Communities of practice are:

1. School and Community Wellness Community of Practice
2. Transitions in Care Community of Practice

Additional Communities of Practice may be formed as needed.

Other committees may be established to facilitate the operations of the Network, including:

Evaluation Team

Others as deemed necessary by network members.

## **Article XIII**

### Amendment of Bylaws

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority of the Governance committee members present at any regular meeting or at any special meeting.