

**By - Laws**

**Implementation Council**

**Duals Demonstration – A Program of the Executive Office of Health and Human Services**

**May 2013**

**I. Implementation Council Operation**

- a. Meetings will be held at least six times per year.
- b. The Chair will manage the meeting process. If the Chair is unavailable, the Council Co-chairs will manage the meeting process.
- c. The Chair and Co-Chairs will determine the agenda for each meeting.
- d. Discussion to obtain consensus will be the prevailing procedure used at meetings. Modified Roberts Rules of Order will be used when a decision is to be recorded and transmitted as a recommendation.
- e. A quorum will consist of a simple majority of appointed members, consisting of over 51% consumer members defined as MassHealth members with disabilities or family members of MassHealth members with disabilities
- f. Meeting minutes will be recorded for each meeting. Minutes will be distributed to each member in draft form within ten business days of the Council meeting for approval at the next Council meeting.

**II. Subcommittees**

- a. Standing subcommittees may be established for relevant topics addressed by the Council.
- b. Temporary subcommittees may be established for short term topics addressed by the Council.
- c. Subcommittees may vary by size.
- d. Subcommittee chairs and/or co-chairs will be appointed by the Implementation Council Chair. At least one subcommittee chair or co-chair must be a consumer member.
- e. Subcommittee membership may be open to stakeholders who are not Implementation Council members.  
The subcommittee chair and/or a representative selected by the subcommittee chair may make recommendations to the Council; however subcommittees may not vote or make motions on topics undertaken by the committee.

**III. Officers**

- a. Officers will be elected by a simple majority.
- b. Officers will include a chair and co-chair or co-chairs (2).

**IV. Member Responsibilities**

- a. Each member is expected to attend meetings and to participate in committee activities.
- b. Each member is expected to study the issues or problems which come before the committee in order to contribute to the resolution process.

**V. Member Requirements**

- a. Each member is expected to:
  - i. possess strong analytic skills, critical reading skills, good interpersonal and communication skills,
  - ii. be a resident of Massachusetts
  - iii. not be employed by an Integrated Care Organization
- b. The Secretary of the Executive Office of Health and Human Services (EOHHS) may remove members who are not meeting Member Responsibilities and appoint new members, as needed.

**VI. Member Compensation**

- a. Stipends and travel reimbursements will be provided for MassHealth members with disabilities and family members or guardians of MassHealth members with disabilities who are not paid by a community-based or consumer advocacy organization, provider/trade association, union or another organization/affiliate to represent them.
- b. Receipt of a stipend is optional and the amount may be reduced upon request of the affected Implementation Council member.
- c. The stipend is \$50 per Implementation Council meeting and \$25 for pre-meeting preparation work, when necessary. Subcommittee meetings are not included.

**VII. Resignation**

- a. Each Council member shall have the right to resign at any time upon written notice thereof to the Council Chair.
- b. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof, and the acceptance of such resignation shall not be necessary to make it effective.
- c. The Implementation Council shall, in communication with EOHHS, appoint new members when the Implementation Council membership is no longer consistent with the membership requirement specified in the Council Charter including when membership:
  - i. Falls below a 15 member minimum; or
  - ii. Falls below the specified 51% consumer member composition.

**VIII. Quorum**

- a. At each meeting of the Council, the presence of at least half the members is required to hold a meeting. At least 51% of the half must consist of consumer members.

**IX. Proxy**

- a. There will be no proxy participation at Implementation Council meetings or subcommittee meetings.

**X. Amendments**

- a. The Council Charter and By-Laws may be amended or added to by a two-thirds majority vote of active members at any Council meeting.

**XI. Rules of Order**

- a. The meetings and activities of this Council shall be conducted according to Roberts Rules of Order, except as otherwise provided by these by-laws.