

## THE NET CONNECTION: By Laws

### **Article I: Name and Purpose:**

Section 1. The name of this organization shall be: **The Net Connection.**

Section 2. The Net Connection is organized exclusively for educational purposes and is organized as an **unincorporated association** within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the organization shall be composed of mental health professionals with solid, evidenced-based theoretical approaches. The Net Connection shall meet regularly for Continuing Education seminars for its members and shall support and encourage peer supervision. The Net Connection shall seek to support the greater Round Rock community and surrounding areas through referring clients to receive competent care within the local network of mental health providers, and will educate the community regarding mental health and relevant mental health issues.

### **Article II: Membership**

Section 1. *Full membership* shall be open to any licensed professional in the field of psychotherapy, professional counseling, marriage and family counseling, social work, psychology, psychiatry, practicing without supervision. *Intern membership* which includes LPC-Intern, LMSW, and LMFT-Associate. *Affiliate membership* will be available to those in a related field. *Student membership* shall be available for students in a course of study in a curriculum related to psychotherapy. Each member shall contribute involvement in the organization. Such involvement can be assisting with set up, clean up, role call, or other duties as defined by The Board. Continuing membership is contingent on being up to date with membership dues, supporting The Net with involvement, in good standing with related field licensing boards, and upholding the ethical code of the license. Members who have had complaints and/or letters of advisory must have those closed to be eligible for membership.

Section 2. No one seeking membership, continuing membership, or on going involvement in The Net Connection shall be discriminated against in any way due to race, religion, gender, age, creed, or sexual orientation.

Section 3. The Executive Board shall have the right to deny, or terminate, the membership of any member or any person seeking membership.

### **Article III: Meetings of Members**

Section 1. The Executive Board will set the regular meetings of the membership at large and notify the membership in a timely fashion. The Board will be responsible for establishing the date, time and place of such meetings.

Section 2. The Executive Board shall be responsible for establishing special meetings and scheduling them.

Section 3. The membership may petition the Board for special meetings with a petition signed by twenty (20) percent of the membership.

Section 4. The membership may attend and observe Board meetings. Members may offer input at Board meetings but may not make motions nor vote. Executive sessions of the Board will be closed to general membership.

### **Article IV: The Executive Board**

Section 1. Eligibility, Board Role, Size, Composition. Full members are eligible for serving on The Board if they have had no actions taken against them in the past three (3) years by their licensing body, or actions pending. The Board is responsible for overall policy and direction of **The Net Connection**, and for on-going operations of committees. The Board shall have up to ten and no fewer than four members. The board receives no compensation other than reimbursement for reasonable expenses associated with the running of the operations of The Net Connection.

Section 2. Meetings: The Board shall meet monthly at an agreed time and location. The Board shall be conducted under Robert's Rules of Order.

Section 3. Board Elections. The Board members shall be elected by a quorum of 50% of the voting members present at the meeting established for such purpose. Board member nominations shall be sought annually from the membership and the membership shall be notified in a timely fashion prior to the election. In the absence of the 50% quorum, the Board shall make an executive decision regarding the Board makeup for the coming year and selection of any new members of the Board.

Section 4. Committees. The Board shall seek various committees that will be responsible for relevant purposes such as seeking speakers; community

education; developing nominees for board elections, board committees, planning for board training and leadership, and other activities as the board deems appropriate and necessary.

Section 5. Election Procedures. The Board shall be responsible for seeking nominations from the membership for Executive Board positions that are due to open in the coming year. The nomination shall be solicited at least two months in advance of the election process. Nominees selected by the membership must be full members of The Net Connection. All members will be eligible to vote for nominees at the designated meeting by voice vote or by a show of hands. If the Board deems it necessary, a written ballot and secret vote may be held, including provisions for absentee voting. The nominee receiving the largest number of votes for each position of the ballot in the annual election shall be elected to those full term vacancies which exist.

Section 6: At-Large Board Members. The Board members elected at the annual meeting may recruit and elect up to three additional people from the community to serve as at-large members of the Board. At-large members should represent diverse interests of the community. At the first board meeting after the election, the board will identify areas of needed representation, with the goal of maintaining a board broadly representative of the community at large. The Board will be responsible to recommend nominees for at-large positions for an election by the board at the board meeting one month after the member representative election. No later than three months after the election of new member representative board members, at-large members will join the board. At-large board members will serve two year terms, to a maximum of six years.

Section 7: Terms. All Board members shall serve two-year terms, but are eligible for re-election. However, no board member shall serve more than three two-year terms. Beginning with the adoption of these bylaws the board will be divided into three classes. Class one will serve a full two years and be eligible to serve for three - two year terms; class two will serve two years and be eligible for two more terms; class three will serve for two years and be eligible for one more term. Once a member has been off the Board for two (2) years they will be eligible for re-election to the Board.

Section 8: Quorum. A quorum must be attended by at least fifty percent of the Board members before business can be transacted or motions made or passed.

Section 9: Notice. An official Board meeting requires that each Board member have written notice including email, at least one week in advance.

Section 10: Officers and Duties. There shall be at least four officers of the Board consisting of a President, Vice-President, Secretary, and Treasurer. The officers shall be elected by the Board at the designated Board Meeting after the at-large members are seated. Their duties are as follows:

The **President** shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: first Vice-President; second, Secretary, and then, Treasurer.

The **Vice-President** will chair committees on special subjects as designated by the board.

The **Secretary** shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that organization records are maintained.

The **Treasurer** shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

**Non-Executive Board Members** are eligible for serving on the Board if they remain in good standing with their licensing board. All members of The Net Connection may serve in a non-executive capacity.

Provision shall be made for **Ex-Officio Officers** to continue to serve on the board for two year terms at the discretion of the Board.

Section 11: Vacancies. When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. All vacancies will be filled only to the end of the particular Board member's term.

Section 12: Resignation, Termination and Absences. Resignation from the Board must be in writing and received by the Secretary. The Board members must be in good standing. If a Board member is no longer in good standing, due to a lapse in membership or action by their licensing organization, the person is no longer eligible to be a Board member. A Board member shall be dropped for excess absences from the Board if he or she has three unexcused absences from Board meetings in a year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 13: Special Meetings. Special meetings of the Board shall be called upon the request of the President or one-third of the Board. Notices of special

meetings shall be sent out by the Secretary to each Board member postmarked one week in advance, or by email.

Section 14. Finances:

Dues. The Board may set dues schedules for memberships.

Expenditures: The Board will be responsible for determining appropriate expenditures for The Net Connection consistent with the purpose of the organization and IRS Guidelines.

#### **Article V: Committees**

Section 1: The Board may create committees as needed, such as public relations, peer education, finance, etc.

#### **Article VI: Amendments**

Section 1. These Bylaws may be amended when necessary by a two-thirds majority of the Executive Board. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.