

Formatted: Numbering: Continuous

1 Ratified by the general membership April 15, 2004 (proposed ratification of new changes
2 April 23, 2009 at membership meeting)

4 BYLAWS

5 OF

6 ~~NATIONAL ALLIANCE ON MENTAL ILLNESS - COLORADO SPRINGS~~

Deleted: NATIONAL ALLIANCE FOR THE MENTALLY ILL OF COLORADO SPRINGS
Change name to:

Deleted: OF

8 ARTICLE I

9 Name

10 The name of the nonprofit Corporation shall be the National Alliance ~~on Mental Illness -~~
11 Colorado Springs, sometimes referred to in these Bylaws as NAMI-CS or the Alliance.

Formatted: Line spacing: Double

Deleted: for the Mentally Ill (change name) of

12 ARTICLE II

13 Purpose

14 1. The purposes for which the Alliance is formed are those set forth in its
15 Certificate of Incorporation, as from time to time amended: namely, to provide support
16 to families of people with mental illness, to promote the education of its members and the
17 general public about mental illness, to advocate for better services for the mentally ill,
18 and to foster research to find the causes of and cures for mental illness, including, for
19 such purposes, the making of distributions to organizations that qualify as exempt
20 organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the
21 corresponding provision of any future United States Internal Revenue Law). The
22 Alliance is not formed for pecuniary or financial gain, and no part of the assets, income,

Deleted: the mentally ill

Deleted: Not-for-Profit Corporation
Law of the State of Colorado, [research
state law]

23 or profit of the Alliance is distributed to, or inures to the benefit of its Directors or
24 Officers except to the extent permitted under the Colorado Revised Nonprofit
25 Corporation Act. No substantial part of the activities of the Alliance shall be the carrying
26 on of propaganda, or otherwise attempting to influence legislation, and the Alliance shall
27 not participate in, or intervene in (including the publishing or distribution of statements)
28 any political campaign on behalf of any candidate for public office.

29 ARTICLE III

30 Membership

31 1. Members of the Corporation are persons who subscribe to the purposes of the
32 organization.

33 2. Members in good standing are those persons who have paid dues for the current
34 fiscal year. The fiscal year shall be April 1 through March 31 each year. The amount of
35 dues shall be determined by the membership. Proposed changes in dues shall be voted on
36 at the Annual Meeting of the membership, provided such proposed changes have been
37 made available to the members at least thirty (30) days prior to such meeting.

38 3. Each member in good standing shall have one vote.

39 ARTICLE IV

40 Board of Directors and Their Election

41 Section 1. General powers. The business of the Alliance shall be managed by the
42 Board of Directors. The Board of Directors has the power to hire such agents as it may
43 deem necessary to carry out the daily and routine operations of the Alliance.

44 Section 2. Number, term of office, and qualification. The number of Directors
45 which shall constitute the whole Board of Directors shall be no fewer than four (4) and no
46 more than twenty (20). Only those persons who are members in good standing and who
47 have signified their consent to serve if elected shall be nominated for or elected to the
48 Board of Directors. Members of the Board of Directors who are being elected for the
49 first time shall serve a term of two (2) years, and are eligible for succeeding terms of one
50 (1) year up to a maximum of six ~~successive~~ years. Members who have ~~rotated~~ off the
51 board after six years of service are eligible for re-election after one year for up to six
52 additional years. Terms of ~~officers~~ shall begin immediately after election at the Annual
53 Meeting or, if elected to fill a vacancy, at the next regularly scheduled meeting of the
54 Board of Directors. Each Director (whether elected at the Annual Meeting or to fill a
55 vacancy or otherwise) shall hold office for the term for which he or she is elected and
56 until his or her successor shall have been elected and qualified, or until his or her death or
57 until he or she shall have resigned in the manner provided for in section 7 of this Article
58 IV.

Deleted: successive

Deleted: totated

Deleted: officed

59 Section 3. Election of Directors. For all Directors, there shall be a Nominating
60 Committee composed of three members, one of whom shall be selected by the Board of
61 Directors from its body, and two of whom shall be selected from and by the membership
62 no later than sixty days prior to the Annual Meeting of the membership. The chairman of
63 the Nominating Committee shall be selected by that body. The Nominating Committee
64 shall nominate one eligible person for each Director position to be filled and report its
65 nominees in writing at least thirty (30) days prior to the election. The nominations shall
66 be published to the membership prior to the Annual Meeting. Additional nominations
67 may be made from the floor at the Annual Meeting. At the Annual Meeting of the
68 membership, the Board of Directors shall be elected by a majority of the votes cast at
69 such election.

70 Section 4. Regular Meetings: Notice. Regular meetings of the Board of Directors
71 shall be held no less than bi-monthly at a time designated by the Board of Directors.
72 Additional regular meetings of the Board of Directors may be provided for by resolution
73 of the Board of Directors. Regular meetings may be held without notice to the Directors.

74 Section 5. Special Meeting Notice. Any two Directors may call a Special
75 Meeting of the Board of Directors to address a single item of business specified by them.
76 Notice of any Special Meeting, including the location, time, and purpose, shall be given
77 to each Director no less than three days in advance of the date the meeting is to be held.
78 Each Director shall acknowledge receipt of such notice either by attending the meeting,
79 or by providing a signed, written statement that can be read at the meeting. A quorum of
80 | one half (1/2) of the Directors of the whole board is required to do business at a Special

Deleted: Speical

Deleted: Speical

81 Meeting. If a Director attends a Special Meeting solely for the purpose of objecting that
82 the meeting is not lawfully convened, he or she shall not be counted in the quorum.
83 Minutes of the Special Meeting, including any action taken, shall be reported in writing
84 to all Directors within one week and reviewed at the next regularly scheduled meeting of
85 the Board of Directors.

86 Section 6. Quorum and Manner of Action. At all meetings of the Board of
87 Directors, the presence of one-half (1/2) of the total number of Directors constituting the
88 whole Board shall be necessary and sufficient to constitute a quorum for the transaction
89 of business, subject, however, to the provisions of Section 9 of this Article IV. Except as
90 otherwise required by statute, and by Section 5 of Article IV hereof, the act of a majority
91 of the Directors present at any meeting at which a quorum is present shall be the act of
92 the Board of Directors. In the absence of a quorum, a majority of the Directors present
93 may adjourn the meeting from time to time until a quorum shall be present. When
94 immediate action is required before the next regularly scheduled board meeting, the
95 President (or Vice President if the President is not available) may put the question before
96 the board using regular mail or e-mail, with individual votes of each Director submitted
97 by mail, e-mail or over the telephone to the President (or Vice President). A written
98 record shall be maintained of each individual vote, and the results reported at the next
99 regularly scheduled meeting of the Board of Directors.

Deleted: quistion

Deleted: regularmail

Deleted: votges

Deleted: submittee

100 Section 7: Resignations. Any Director may resign at any time by giving written
101 notice of such resignation to the President or the Secretary. Unless otherwise specified in

102 such written notice, such resignation shall take effect upon receipt thereof by the Board
103 of Directors or such Officer.

104 Section 8. Removal of Directors. Except as otherwise provided by statute, any
105 Director may be removed at any time, either with or without cause, by the affirmative
106 vote of a majority of the Directors of the Alliance entitled to vote, given at a special
107 meeting of such Directors expressly called for that purpose.

108 Section 9. Vacancies. If any vacancy shall occur in the Board of Directors by
109 reason of death, resignation or removal, the remaining Directors shall continue to act and
110 such vacancy may be filled by majority of the remaining Directors, although less than a
111 quorum. A Director elected to fill a vacancy shall be elected for the unexpired term of
112 his or her predecessor in office. Any Directorship to be filled by reason of an increase in
113 the number of Directors shall be filled by the affirmative vote of a majority of the
114 Directors then in office. A Director chosen to fill a position resulting from an increase in
115 the number of Directors shall hold office until the next scheduled election meeting of the
116 membership and until his or her successor shall have been elected and qualified.

117 Section 10. Compensation. The Directors shall not be paid any fixed annual
118 salary for their services as such but, by resolution of the Board of Directors, may be
119 allowed travel expenses for attendance at each regular or special meeting provided,
120 however, that nothing herein contained shall be construed as prohibiting the payment to
121 any person who is a Director of compensation for services rendered to the Alliance in any
122 other capacity.

123 ARTICLE V

124 Officers

125 Section 1. Number and Qualifications. The officers of the Alliance shall be
126 President, Vice President, Secretary, Treasurer, and such other officers and assistant
127 officers as may be deemed necessary by the Board of Directors and duly elected or
128 appointed by them in the manner provided for election of officers in Section 2 of Article
129 V.

130 Section 2: Election: Term of Office: Qualifications. Each officer shall be elected
131 by the Board of Directors at its first meeting after the election of the Directors by the
132 general membership and thereafter annually at its regular meetings. Each such officer,
133 and any officer elected to fill a vacancy, shall hold office until his or her successor is
134 elected and shall have qualified, or until his or her death, or until he or she shall resign in
135 the manner provided in Section 3 of this Article V. Any two or more offices may be held
136 by the same person, except the offices of President and Secretary.

137 Section 3. Resignations. Any officer may resign at any time by filing written
138 notice of such resignation with the President or the Secretary. Unless otherwise specified
139 in such written notice, such resignation shall take effect upon receipt thereof by the Board
140 of Directors or such officer.

141 Section 4. Removal. Any officer elected by the Board of Directors may be
142 removed by the Board of Directors whenever in its judgment the best interest of the
143 Alliance will be served thereby.

144 Section 5. Vacancies. A vacancy in any office by reason of death, resignation,
145 removal, disqualification or any other cause shall be filled by the Board of Directors.

146 ARTICLE VI

147 Duties of Officers

148 Section 1. The President shall preside at the meetings of the Alliance, serve as
149 ex-officio member of all committees except the Nominating Committee, and perform the
150 usual duties of office.

151 Section 2. The Vice President shall perform the duties of the President in the
152 absence of or at the request of the President, and perform the usual duties of office.

153 Section 3. The Secretary shall keep the minutes and records of membership
154 meetings and meetings of the Board of Directors and will handle correspondence relating
155 to the business of the Alliance.

156 Section 4. The Treasurer shall have custody of all of the funds for the Alliance;
157 shall keep a full and accurate account of receipts and expenditures; and shall make
158 disbursements in accordance with the approved budget, as authorized by the Board of
159 Directors. The Treasurer shall present a financial statement at every membership
160 meeting of the Alliance and at other times when requested by the Board of Directors, and
161 shall make a full report at the Annual Meeting of the membership. The Treasurer shall be
162 responsible for the maintenance of such books of account and records as conform to the
163 requirements of the Bylaws. The Treasurer's accounts shall be examined annually by an

164 accountant or an Accounting Committee of not less than three members who, satisfied
165 that the Treasurer's Annual Report is correct, shall sign a statement of that fact at the end
166 of the report. The accounting committee shall be appointed by the Board of Directors at
167 least two weeks before the Annual Membership Meeting and shall present the completed
168 report at the Annual Membership Meeting.

169 Section 5. All officers shall:

170 A. Perform the duties prescribed in the statutory authority in addition to
171 those outlined in these Bylaws and those assigned from time to time.

172 B. Deliver to their successors all official material not later than ten days
173 following the installation of their successors.

174 ARTICLE VII

175 Meetings

176 Section 1. Regular membership meetings of the Alliance shall be held at least
177 annually on a date and at a place to be determined by the Board of Directors.

178 Section 2. Special membership meetings of the Alliance may be called by the
179 Board of Directors.

180 Section 3. The Annual Meeting of the Alliance shall be held within three months
181 ~~after~~ the end of the Fiscal Year.

Deleted: of

182 Section 4. Twenty percent (20%) of the members shall constitute a quorum for
183 the transaction of business in any meeting of the membership.

184 ARTICLE VIII

185 Standing and Special Committees

186 Section 1. Committees appropriate to the implementation of the purposes of the
187 Alliance shall be determined by the Board of Directors and all appointments shall be
188 made by the President.

189 Section 2. The chairman of each standing committee shall present a plan of work
190 to the Board of Directors for approval.

191 Section 3. The President has the power to form special committees and to appoint
192 their members.

193 ARTICLE IX

194 Parliamentary Authority

195 The rules contained in the current edition of ROBERTS RULES OF ORDER, NEWLY
196 REVISED shall govern the Alliance in all cases to which they are applicable and in
197 which they are not inconsistent with the Bylaws and any special rules of order the
198 Alliance may adopt.

199 ARTICLE X

200 Amendments

201 Section 1. Changes to Bylaws. These Bylaws may be amended, repealed, or
202 altered in whole or in part by a two-thirds vote of any regular or special meeting of the
203 membership of the Alliance, provided that the proposed changes have been made
204 available to the members at least thirty (30) days prior to such meeting. Members unable
205 to attend the meeting at which amendments to the Bylaws will be considered may vote on
206 proposed changes to the Bylaws by mail, as long as those votes have been received at
207 least one day prior to the scheduled meeting.

208 Section 2. Bylaws Review. The Board of Directors, or a committee appointed by
209 the Board for this purpose, shall review the Bylaws at least biennially, to insure the Board
210 is acting in compliance with its Bylaws and to identify any proposed changes for
211 consideration by the membership.

212 ARTICLE XI

213 NAMI Name and Logo

214 The National Alliance ~~on Mental Illness -~~ Colorado Springs acknowledges that the
215 National Alliance ~~on Mental Illness~~ (NAMI) controls the use of the logo and the name,
216 acronym and logo of NAMI, and that our use of the logo and name shall be accordance
217 with NAMI policy. Upon termination of affiliation with or charter by NAMI, the uses of

Deleted: for the Mentally Ill,

Deleted: for the Mentally Ill

Deleted: and AMI

Deleted: for the Mentally Ill.

218 | these names, acronyms and logo by the National Alliance on Mental Illness - Colorado
219 | Springs shall cease.

220 | ARTICLE XII

221 | Nondiscrimination

Deleted:

Deleted:

222 | This policy defines NAMI-CS's position on discrimination. This policy applies to all
223 | NAMI-CS volunteers, employees, and contractors.

Formatted: Line spacing: Double

Deleted:

224 | NAMI-CS follows an equal opportunity employment policy, and employs personnel
225 | (both paid and volunteer) without regard to race, creed, color, religion, national origin,
226 | sex, sexual orientation, age, physical or mental handicap, veteran status, and marital
227 | status. This policy also applies to internal promotions, training, opportunities for
228 | advancement, terminations, relationships with outside vendors and customers, use of
229 | contractors and consultants, and in dealing with the general public.

Formatted: Font color: Black

230 |