



By-Laws 2017

I. General

1. The name of this organization shall be NAMI Shoreline.
2. NAMI Shoreline, hereafter called "the Affiliate", is formed and shall operate as an affiliate under the Bylaws of the National Alliance on Mental Illness, a non-profit corporation, and NAMI CT.
3. The organization of the Affiliate and the conduct of its affairs by its members and officers shall be governed (a) by the applicable provisions of the Bylaws of the National Alliance on Mental Illness, (b) by the Bylaws of NAMI CT organization, the National Alliance on Mental Illness of Connecticut, and by the bylaws herein set forth.
4. In the event of a conflict between the sets of bylaws named above, the earlier mentioned bylaws will prevail.
5. The latest approved set of Bylaws of the Affiliate will supersede all previous versions of the Bylaws.

II. Mission

1. Provide support, education and advocacy for people with mental illness and their families, friends, and significant others.
2. Promote better quality of care, rights and interests of people with mental illness, particularly of those who cannot speak for themselves, and to advocate policies at the local, state and national levels to accomplish these objectives.

III. Membership

1. Membership is composed primarily of people with mental illness, their families, friends, mental health providers and/or allied professionals, and concerned members of the general public who pay annual dues.
2. Members who demonstrate a continuing interest in the Affiliate, as exhibited by attendance of four meetings of the Affiliate, are eligible to vote in person on all motions considered at general membership meetings. Members elect the Board and amend the Bylaws.

3. A Member may be one individual or a family of individuals living in one household that is counted as one for the purposes of paying dues and voting.
4. The organization shall be independent of other agencies and advocacy groups not affiliated with NAMI.

IV. Dues

1. Affiliate members pay dues yearly to NAMI CT as established by the Board of Directors at NAMI.
2. The fiscal year begins July 1 and ends June 30.

V. Membership Meetings

1. An Annual Meeting will be held for the election of officers in June. Members will be informed of the date and time of the meeting at least 15 days prior to the meeting.
2. Regular meetings of the membership will normally be held quarterly. Summer months may be exempted. The Board of Directors, or [50%] of members, may call a special meeting at the time, date and location of their choice. Notice of such a meeting must be given to the membership 15 days prior.
3. Special meetings of the members may be called by the President, the Board of Directors or on request of five or more members.
4. Twenty percent of the members shall constitute a quorum for any meeting at which a vote is to be taken. Members of the Board of Directors or any committee designated thereby may participate in a meeting of such Board or committee by means of a conference telephone or similar communication; all persons participating in the meeting can hear each other at the same time and such participation shall constitute presence at a meeting.

VI. Board of Directors.

1. The Board of Directors will have no more than 15 members, or less than 6, including the elected officers—president, vice president, treasurer, and secretary.
2. Directors must be members of the Affiliate and will be elected by the membership at each annual meeting as required, according to the article entitled “Elections” below.
3. The Board of Directors shall be comprised of members in good standing of NAMI Shoreline. The Board of Directors shall establish the policies of NAMI Shoreline and shall have the power of the organization between meetings of the organization's membership unless otherwise specified in the Articles of Organization, Articles of Incorporation or these Bylaws.

VII. Terms of Office

1. The directors' regular term of office is three years.

2. The officers' regular term of office is two years, continuing until the election of their successors.
3. The immediate past president serves as an ex-officio member of the Board of Directors.
4. Committee comprised of three directors. Nominations for directors shall be submitted by members in writing to the Board Nominating Committee not less than 60 days prior to the Annual Meeting. The recommendations of the Board Nominating Committee shall be submitted to the general membership at least 30 days prior to the Annual Meeting. Election of Board members shall be conducted in conjunction with the Annual Meeting.
5. After giving reasonable notice to the director or officer involved, the Board of Directors may replace any director or officer who has failed to attend three consecutive board meetings, and declare the office vacant.
6. Vacancies that occur on the Board of Directors in between annual meetings shall be temporarily filled by an appointment of the Executive Committee of the Board of Directors. Directors serving in temporary appointments will be put to vote before the full membership at the next annual meeting.
7. Subject to the provisions of the CT State Nonprofit Law and any limitations in the Articles of Incorporation and these Bylaws relating to action required to be approved by the members, the business and affairs of the corporation shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors.
8. Terms of directors may be staggered so that one third of the board members is elected every year for three-year terms. The initial board members may be placed in three classes A, B & C for one, two and three years each for staggering purposes.
9. All Board members are required to sign the NAMI CT Conflict of Interest disclosure form annually. Failure of new or current Board members to sign this form within thirty (30) days of receipt will result in automatic dismissal from the Board.

VIII. Duties of Officers

1. The President presides at all meetings of the members and of the Board of Directors. The President appoints chairpersons for all committees except the Nominating Committee, with the approval of the Board, and supervises their work. The President acts as the affiliate's executive officer and, in general, performs the duties usually associated with the office of president.
2. The Vice-President succeeds the president in case of a vacancy in that office and performs the duties of the president in his absence or due to disability. The Vice-President undertakes other responsibilities assigned by the president. Upon assuming the role, the Acting President shall call a Special Meeting of the Executive Committee. The Executive Committee will determine if the Acting President should remain in the role as Acting President, in a situation where the Board President's incapacity is temporary, or if the position of Board President should be filled for the remainder of the term.
3. The secretary handles correspondence for the affiliate and records minutes of all meetings of the membership and the Executive Board.
4. The Treasurer shall monitor all revenues and expenses of the corporation, approve all payables and shall ensure maintenance of a complete and accurate account of all funds received and disbursed. The Treasurer will produce a monthly financial statement of

income and expenses for the Board. The Treasurer shall present the books for audit and at such times as required by the State of ABC.

5. . The treasurer provides members with periodic reports including an annual financial report listing all receipts and disbursements by budget category after the close of the fiscal year.

IX. Authorization to Spend Affiliate Funds

1. The treasurer is authorized to pay as much as \$100 in any given month for any valid office expenses, with the approval of one other officer. All other disbursements of funds must be approved in advance by either the Board of Directors or the membership.

X. Elections

1. The President will appoint a three-member Nominating Committee in sufficient time to allow the committee to prepare a slate of candidates for election as Directors and Officers at the annual meeting.
2. Nominating Committee will secure the consent of the nominees to serve if elected, prior to including them on the slate.
3. The slate will be distributed to the members at least 21 days prior to the annual meeting. Additional nominations may be made in writing by signature of at least three members up to 7 days prior to the annual meeting.

XI. Standing Committees

1. The Board of Directors may create standing committees (Membership, Programs, Education, etc.) and special committees as needed.
2. In the event no committee is formed for an function, the Board of Directors will serve the functions of that committee

XII. NAMI Name and Logo

1. This Organization acknowledges that NAMI controls the use of the name, acronym and logo of NAMI that their uses by this corporation shall be in accordance with NAMI policy.
2. Upon termination of affiliation with or charter by NAMI, the uses of these names, acronyms and logo by this Affiliate member shall cease.

XIII. Non-Discrimination

1. This Organization shall not discriminate against any person or group of persons on the basis of race, disability, creed, gender, religion, sexual orientation or age in the requirements for membership, its policies, or actions.

XIV. Parliamentary Authority

1. A current edition of *Robert's Rules of Order* shall govern the conduct of business in all cases in which they are applicable and not in conflict with the bylaws.

XV. Amendments

1. Any proposed amendment to the affiliate bylaws is to be presented in writing to the entire general membership at least 21 days before the meeting at which it is to be voted on.
2. Ratification of the amendment requires a favorable vote by at least two-thirds of the members in good standing present at the meeting.

XVI. Indemnification

1. The NAMI Shoreline officers and directors shall be indemnified to the fullest extent provided by law for actions taken in service to the organization, except for any action determined by the Board of Directors to have been taken in bad faith. The Board of Directors has the authority to indemnify any employees and agents of the organization to the fullest extent provided by law for actions taken in service to the organization, except for any action determined by the Board of Directors to have been taken in bad faith.
2. In any suit or legal action, the Board of Directors shall have the authority to advance legal fees and other costs incurred by an indemnitee. If any such suit or action results in a determination of bad faith, indemnitee shall reimburse NAMI Shoreline for any advanced fees and costs.

XVII. Independence

1. NAMI Shoreline shall be independent of other agencies and advocacy groups not affiliated with NAMI, and shall not share bylaws, articles of incorporation, or boards of directors with such other groups.
2. In the event NAMI Shoreline should be dissolved, distribution of its assets shall be made to NAMI CT for furtherance of its education, research, and advocacy objectives.

Date: April 2017

These bylaws were adopted on May 2017 and last amended by the Board of Directors and approved by the membership on June 2017.