

**NAMI-MT**  
**MONTANA'S VOICE ON MENTAL ILLNESS**  
**MISSION STATEMENT AND BY-LAWS**  
**REVISED MARCH 2003**

***NAMI-MT, the National Alliance for the Mentally Ill of Montana, Montana's Voice on Mental Illness, is dedicated to the understanding and eradication of mental illness and to the improvement of the quality of life of those whose lives are affected by these diseases.***

NAMI-MT shall accomplish its mission through the following:

- \* Provide support and advocacy to individuals with serious mental illness and their families;
- \* Monitor health care facilities for performance and to insure accountability and effectiveness of treatment;
- \* Promote community support services, including but not restricted to, housing, day programs, employment, etc.;
- \* Insure public, consumer, and member education and function as an information collection and dissemination center;
- \* Promote research into all aspects of mental illness to include diagnosis, treatment, rehabilitation, etc.;
- \* Liaison with other mental health organizations;
- \* Foster an understanding of patient and family rights;
- \* Coordination of activities of Affiliate Chapters;
- \* Solicit and receive funds either private or governmental in support of all of the above.

**NAMI-MONTANA  
MONTANA'S VOICE ON MENTAL ILLNESS  
BY-LAWS (revised 3/2003)**

**ARTICLE I  
MEMBERSHIP**

**Section 1. Members** Voting members are any individual/family member or local Affiliate that supports the mission of NAMI-MT and NAMI and has paid the annual dues in a manner established by the Board of Directors of NAMI-MT and the Board of Directors of NAMI.

1. I/FM (Individual and Family Members)

a. Definition

1. An individual member is one who supports the mission of NAMI-MT and NAMI, has paid Affiliate dues; and for whom annual dues have been paid by its Affiliate to NAMI-MT and NAMI.

2. A Family Member is one or more persons who are relatives of a person with a mental illness and support the mission of NAMI-MT and NAMI, have paid Affiliate dues; and for whom annual dues have been paid by its Affiliate to NAMI-MT and NAMI.

b. Voting Rights

1. Individual and Family Members above the age of eighteen shall be the voting members of the Affiliate and shall be the voting member of only one (1) Affiliate for NAMI-MT purposes and

a. Shall nominate and elect members of the Board of Directors and Officers of the Affiliate, who shall elect the delegates to the NAMI-MT Board.

b. The delegates to the NAMI-MT Board from each Affiliate shall vote on the adoption of and amendment of the by-laws of NAMI-MT and shall be voting members of only one Affiliate for NAMI-MT purposes.

2. Voting can be direct or by mail ballot.

**Section 2. Local Affiliates (“Affiliates”)**

1. Definition - a group of five (5) or more I/FM’s which has been granted status by the NAMI-MT Board of Directors.
2. Voting Rights - each Affiliate in good standing is a voting member in any election or other matters before NAMI-MT and can cast two votes.
3. An Affiliate in good standing is one whose dues has been paid to NAMI-MT by April 15th (for the current fiscal year) and to NAMI at least ninety (90) days prior to the NAMI annual meeting. Dues are not refundable.
4. NAMI-MT endorsement for Affiliate Membership in NAMI. All letters of Application to NAMI-MT for Affiliate status shall be endorsed by the NAMI-MT Board of Directors. Failure to endorse favorably a membership application for Affiliate status within sixty (60) days of the date of receipt of the application or a copy thereof by NAMI-MT may at the discretion of the applicant, be deemed to be a dispute through the provisions of XI below.

**Section 3. NAME** All Affiliates shall include “NAMI” before their Affiliate name to indicate affiliation with the National Alliance for the Mentally Ill, the Nation’s Voice on Mental Illness.

**ARTICLE II**  
**DUES - FISCAL YEAR**

**Section 1. Dues.** Dues shall be paid yearly as established by the Board of Directors. Dues shall be submitted to the Treasurer of NAMI-MT.

**Section 2. Fiscal Year.** The fiscal year shall begin January 1 and end December 31 annually.

**ARTICLE III**  
**BOARD OF DIRECTORS**

**Section 1. Qualifications of the Board of Directors**

1. The Board of Directors shall be NAMI members and consist of persons who have and/or are in recovery from severe mental illness, relatives or guardians thereof.

2. The Board of Directors comprised of the Affiliate representatives and the consumer representative, may at their discretion, appoint other non traditional board members not to exceed 25% of the original Board size as defined in Article III, Section 2, part 1.

**Section 2. Directors** The Board of Directors (“The Board”) shall establish the policies of the corporation.

1. The Board shall consist of two (2) members (I/FM’s) from each Affiliate in good standing.
2. Board Members shall be nominated and elected by the I/FM’S of each Affiliate.
3. Election by the Affiliates of their Board delegates shall be made at least 30 days before the fiscal year begins. Terms begin at the onset of the next fiscal year.
4. One Director/delegate from each Affiliate shall serve a term of two (2) years and the other a term of three (3) years. The names and the length of terms for each delegate shall be submitted to the President of the Board of Directors 30 days prior to the annual meeting.

**Section 3. Consumer Representative**

1. The Board of Directors will elect an individual consumer to represent consumers on the board and to represent NAMI-MT at Consumer Council Activities at the annual National NAMI convention.
2. The consumer representative must meet the qualifications of Board Members as outlined in Article III, Section 1, Part 1.
3. The consumer representative will be elected at the first meeting of the fiscal year of the NAMI MT Board of Directors from nominations made by the Affiliates to the NAMI-MT Board of Directors.
4. The Representative will be seated upon their election. The term of office will be for one year or until the next annual Board of Directors Meeting.
5. The Representative shall serve in an advisory capacity to the Board and shall be a voting member of the Board of Directors.

#### **Section 4. Vacancy**

1. In case of vacancy of a regular member of the Board, the President of the Affiliate chapter represented by the vacant member shall designate a replacement until the next regular election.
2. In case of a vacancy of the Consumer Representative, the President of the Board shall designate a replacement until the next regular election.
3. When necessary (illness, other unforeseen circumstances) designees may be appointed by the Affiliate President to replace the elected Board member.
4. Terms automatically expire for any Director who misses three (3) consecutive meetings of the full Board except in dire circumstances which shall be considered and, if appropriate, approved by “the Board” by a two-third majority vote of members present which will allow continued membership on “the Board” of the individual so approved.

#### **Section 5. Removal**

1. A Director may be removed by a vote of two-thirds (2/3) of members of the Board present providing that a quorum of the membership of the Board is in attendance.
2. At least fourteen (14) days written notice of the proposed action prior to the meeting shall be tendered to all incumbent Directors.

### **ARTICLE IV** **MEETINGS**

#### **Section 1. Director Meetings**

1. At the beginning of the fiscal year the Board delegates of the Affiliates shall elect officers from among the delegates.
2. The term of office of elected officers of the Board shall be two (2) years.
3. No member shall serve more than three (3) consecutive two year terms.

**Section 2. Regular Meetings** The Board shall hold at least four meetings annually. The times and places to be designated by the Board. All regular meetings shall be open meetings.

**Section 3. Special Meetings** Special meetings of the Board, including Teleconferences, may be called by the president or any three (3) members of the Board. Fourteen days notice of the place, day, purpose and hour must be tendered to the Board members.

**Section 4. Quorum** A majority of the Board shall constitute a quorum at all meetings.

**Section 5. Duties** In addition to responsibilities as noted elsewhere in these by-laws, the Directors shall execute the corporate purposes and the consensus of its members and evaluate the function of the organization to insure that the purposes are being adequately served.

## **ARTICLE V** **COMMITTEES**

**Section 1. Executive Committee** The Executive Committee shall consist of the four (4) officers of the Board and the immediate past president. The Executive Committee shall exercise all powers of the Board between meetings of the Board.

1. All proceedings of the Executive Committee shall be reported to the Board at its next meeting.
2. The Executive Committee shall meet at the discretion of the President or by petition (written or otherwise) of any three (3) Board members.

**Section 2. Standing Committees** At the first meeting after the election of officers the President shall appoint all standing committees with approval of a majority of the Board members present. Any I/FM of NAMI-MT may be a committee member and may chair a standing committee. Non-NAMI members may be recruited and serve on Committees as deemed appropriate and necessary by the committee chairperson. A liaison to the Board shall be appointed from each committee. The Standing Committees may include, but are not limited to, the following:

1. Membership Committee
2. Fund Raising Committee
3. Annual Convention Committee
4. Legislative Committee

- 5. By-Laws Committee
- 6. Education Committee

**Section 3. Ad Hoc Committees** the president may appoint Ad Hoc Committees from time to time, their duties to be determined by a majority vote of the Board.

**Section 4. Advisory Committees** The board may establish Special Committees to advise the board on matters requiring specialized knowledge or expertise.

**ARTICLE VI**  
**OFFICERS**

**Section 1. Officers** The officers of the Board shall be President, Vice President, Treasurer and Secretary.

**Section 2. President** The President shall preside at all meetings of the corporation, of the Board and the Executive Committee and shall have supervision of the affairs of the corporation. The President or his/her designee shall be an ex-officio member of all standing and ad hoc committees. The President shall have the vote.

**Section 3. Vice President** In the event of the President's inability to act for whatever reason, the Vice President shall possess all the powers and perform all duties of the President and shall perform other duties and exercise such other authority as may be imposed on the Vice President by the Board. The Vice President shall have the vote.

**Section 4. Secretary** The Secretary shall record all votes taken and record the minutes of all proceedings. The Secretary shall perform such other duties as are incident to the office of Secretary. The Secretary shall have the vote. The President, with the concurrence of the Board, may designate such other persons to record the minutes as is practical and commensurate with accepted committee functions. If this person is not an official Board member they shall not have the vote.

**Section 5. Treasurer**

- 1. The Treasurer shall have supervision and custody of all monies and other valuable properties of the corporation. The Treasurer shall deposit all monies and other valuable properties in the name of and to the credit of the corporation in such accounts and depositors as may be designated by the board.

2. The Treasurer shall act always in accordance with authority of the Board. At each regular Board meeting the Treasurer shall render to the Board a detailed account of the financial conditions of the corporation. The Treasurer shall have the vote.

3. The Executive Director shall, also, at each regular Board meeting, provide an account of all transactions and an account of the financial condition of the corporation.

4. The Treasurer shall be relieved of all responsibility for any monies the supervision of which is delegated by the Board to any other officer, agent, or employee. The Treasurer is also relieved of responsibility for the performance of such other duties of the Treasurer delegated by the Board to any other officer, agent or employee.

5. The Board may employ an independent agent to audit the corporation books.

**Section 6. Fidelity Bonds** The Treasurer and any other person authorized to deposit and withdraw funds may at the discretion of the Board be bonded in such amounts as the Board may designate.

### **Section 7. Budget**

1. The Treasurer, Executive Director or others designated by the Board shall prepare an annual budget for the coming fiscal year or part thereof. Such budget will be tendered to the Board 30 days prior to the first meeting of the fiscal year.

2. A financial report of the previous fiscal year shall be submitted to the Board for approval at the first meeting of the fiscal year.

## **ARTICLE VII** **EXECUTIVE DIRECTOR**

An Executive Director or other person similarly designated may be employed by the Board for supervision and performance of the day-to-day affairs of the corporation and shall exercise such authority and perform such duties as the President or the Board may assign from time to time.

**ARTICLE VIII**  
**ADOPTION, REVISION OR AMENDMENT OF BY-LAWS**

**Section 1. Revision or Amendment**

1. Revision or amendment of these by-laws may be proposed by any voting member or any Director. Any such proposed revision or amendment shall be submitted in writing to the By-laws Committee not less than sixty (60) days prior to the date of the next board meeting.
  
2. Each Board member shall receive in writing all proposed revisions not less than 30 days prior to the date of the next Board meeting. Revisions or amendments shall be presented to the Board and require passage by a 2/3 vote of the entire Board.

**ARTICLE IX**  
**NOT-FOR-PROFIT CORPORATION LAW**

Wherever not otherwise provided in the by-laws, the internal affairs of the corporation shall be governed by the procedures established in the not-for-profit corporation law of the State of Montana.

**ARTICLE X**  
**DISSOLUTION**

In the event of dissolution of NAMI-MT, distribution of assets shall be made to Affiliates according to the following formula: The number of members in an Affiliate who have paid dues to NAMI-MT according to its records on the day of dissolution divided by the total number of members of NAMI-MT who have paid dues according to its records on the day of dissolution. This percentage would apply to remaining assets after the organization was declared dissolved.

**ARTICLE XI**  
**DISPUTE RESOLUTION**

The Board shall be vested with authority to mediate disputes among and between Affiliates and/or proposed Affiliates and between NAMI-MT and Affiliates or proposed Affiliates as follows:

**Section 1. Between Affiliates and Proposed Affiliates** The board shall mediate resolutions of disputes which cannot be resolved by the principals. The President of the Board shall act on written notice of the President of the Affiliates involved notifying him of the existence of the dispute. The President of the Board of NAMI-MT shall work with the parties to mediate a resolution. If resolution of the dispute cannot be achieved with ninety (90) days from the receipt of the

written notice of the dispute by the President of the Board of NAMI-MT, the dispute shall be referred to the NAMI Board for resolution which shall be binding and final.

**Section 2. Disputes between NAMI-MT and Affiliates/Proposed Affiliates** In the event of an unresolved dispute between NAMI-MT and an Affiliate/Proposed Affiliate the dispute shall be referred to the NAMI Board within thirty (30) days of receipt of written notice of the dispute between the involved parties. The NAMI Board decision will be binding to the parties involved.

**ARTICLE XII**  
**USE OF NAMI-MT NAME AND LOGO**

**Section 1.** The use by NAMI-MT of the NAMI name and/or logo shall be in accordance with NAMI policy.

**Section 2.** Upon termination of affiliation with NAMI the use by NAMI-MT, its member Affiliates, and Members of these names, logo and acronym shall cease.

**ARTICLE XIII**  
**NONDISCRIMINATION**

NAMI-MT and its member Affiliates shall not discriminate against any person or group of persons on the basis of race, disability, creed, gender, religion or age in the requirements for membership, its policies or actions.