

Interfaith Mental Health Coalition  
Revised Bylaws  
Adopted June 19, 2018

**Article I: Interfaith Mental Health Coalition**

Section 1: The name of this organization shall be the Interfaith Mental Health Coalition (IMHC), hereinafter referred to as the Coalition.

**Article II. Mission, Vision, Goals and Activities**

Section 1: Mission

The Coalition works to improve the coordination of services between mental health providers and religious organizations so as to better support the needs of persons with mental illnesses and their families, to increase access, reduce stigma and raise awareness of persons with mental illnesses in faith communities.

Section 2: Vision

The Interfaith Mental Health Coalition envisions that all persons affected by mental illness will experience connectedness, hope, resiliency and recovery through faith communities.

Section 3: Goals

In order to accomplish its mission, the Organization will endeavor to:

- a. Encourage communication and collaboration between mental health providers and clergy and lay religious leaders in providing acceptance and support for persons with mental illnesses and their families, within the context of religious institutions;
- b. Provide mental health educational activities and resources to clergy and faith community members;
- c. Promote and develop the idea of congregational clustering to make more effective use of resources pertaining to mental illness in the community, and to develop programming based on those resources;
- d. Promote the development of financial resources to accomplish these purposes; and
- e. Engage in other activities as developed by the Board of Directors.

Section 4: Powers

Although the Interfaith Mental Health Coalition may not be a registered 501C3 incorporated organization, it shall exercise any and all powers now or hereafter granted by the Illinois General Not-For-Profit Corporation Act which may be necessary or appropriate to implement the purposes of this organization and to organize exclusively for charitable and educational purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code of the United States.

### **Article III: Membership**

#### **Section 1: Participating Members**

Membership shall consist of individuals who represent mental health provider agencies (such as public County or City mental health departments, private mental health clinics, hospitals with behavioral health departments and other interested provider organizations); individuals who represent local and regional religious organizations; individuals who represent national and local organizations that advocate for the needs of persons with mental illnesses and their families; and individuals who represent national and local organizations whose mission is similar to that of IMHC.

There is no term limit to being considered a member. Additional members may be included at any time by conforming to the membership description above, and stating their intention to join the Coalition. Membership will cease at any time a member states its intention to drop out.

#### **Section 2: Voting Members**

The Voting Members shall consist of those individual representative-members who have been present at a minimum of six of the preceding twelve meetings of the Coalition. Meeting participation may be in person or via electronic vehicles.

#### **Section 3: Duties of the Voting Members**

The Voting Member's policy-making powers shall include but not be limited to:

- a. Carrying on the Organization's affairs in a manner consistent with its purposes;
- b. Selecting a Board of Directors, consisting of a President and other officers who shall be directly responsible to the Voting Membership;
- c. Vesting in the President the necessary authority to enable him/her to enlist appropriate personnel to carry out the programs of the Organization;
- d. Any Voting Member who is present at the annual meeting in December may vote on the membership of the Board of Directors and other matters requiring a vote of the membership.
- e. Any Voting Member who is present at any meeting at which an issue is being brought to the Board membership for a vote, may vote on that issue. All such members, including a majority of the Board of Directors in attendance at such a meeting will constitute an IMHC quorum for that meeting.

#### **Section 4: Duties of the Board of Directors**

- a. Providing policies and programs for raising funds to pay for the activities of the Organization;
- b. Adopting and enforcing necessary and proper policies for the management and governance of the Organization;
- c. Providing policy for the expenditure of funds consistent with the laws of the State of Illinois and the United States;

- d. Establishing policy and regulations governing conditions under which any person, group or association may collect funds in the name of the Organization; and
- e. Performing such other acts as may be required by the laws of the State of Illinois and the laws of the United States.
- f. The Board of Directors shall prepare an annual organizational plan which shall include the goals for the year, the resources needed to reach those goals, which officers and members of the Board of Directors will be responsible for the activities of the Organization, which Committees will be formed to reach those goals, and other activities necessary to achieve the mission of the Coalition.

#### **Article IV The Board of Directors**

The Board of Director role, size, and compensation:

The Board of Directors shall consist of a President, Vice President, Secretary and Treasurer and as many as two at-large members chosen by the Voting Members at the annual meeting.

The Board of Directors is responsible for developing overall policy and direction of the Coalition, and may delegate responsibility of day-to-day operations to committees, to individual members or to professional staff as needed. Three members of the Board of Directors will constitute a quorum.

Members receive no compensation other than reasonable expenses. The President shall nominate and with the consent of the Board of Directors, appoint non-voting members of the Board, who shall serve in an advisory capacity. All Board of Director actions shall be reported to the members at the next regularly scheduled meeting.

#### **Article V: Officers**

##### **Section 1: Officers and their Duties**

The officers of the Organization shall be the President, Vice-President, Secretary and Treasurer.

- a. **President:** The President shall be the principal executive officer of the Interfaith Mental Health Coalition and shall preside at all meetings, serve as ex-officio member of all committees and together with the Treasurer serve as part of the approval of expenditures process and perform the usual duties of that office and duties set forth in the annual organizational plan.
- b. **Vice President:** The Vice President shall succeed to the Presidency in case of a vacancy in that office, and shall perform other duties as set forth in the annual organizational plan.
- c. **Secretary:** The Secretary shall keep the minutes and records of the Organization and shall perform other duties as set forth in the annual organizational plan.
- d. **Treasurer:** The Treasurer shall with the prior approval of the President, collect, receive, approve and dispose of funds of the organization and shall render a bimonthly financial report to the Board of Directors and a yearly financial report at the annual meeting in December.

The Treasurer shall cause an audit of the Organization's books and accounts to be made at the end of each fiscal year. The audit shall be presented to the Voting Members for its acceptance at the annual meeting. This audit can be done internally, by committee, if the annual expenditures are below a certain amount, to be determined by the Board. The audit committee should consist of the President, two Voting Members who are not members of the Board of Directors, and the Vice President. The Treasurer shall not be a non-voting member of this committee.

In addition, the Treasurer shall perform other duties as set forth in the annual organizational plan.

#### Section 2: Nomination, Election and Term of Office

- a. Officers shall be elected annually by a majority of Voting Members at the annual meeting. The annual meeting will take place at the first in-person meeting after the end of the fiscal year.

Officers shall take office immediately upon being elected. Officers must be active members of the Organization, who attend at least 75% of the regularly scheduled meetings and must demonstrate a willingness to work on behalf of the Coalition by having contributed time and energy to Coalition projects.

- b. The term of office for members of the Board of Directors shall be one year.
- c. Members of the Board of Directors shall be eligible for re-election
- d. Any Officer who is absent without the President's approval or in the case of the President's absence, the vice-President's approval from three consecutive meetings shall be deemed to have resigned that office as of the date of the third missed meeting.

#### Section 3: Vacancies

If an office becomes vacant, the Board of Directors shall appoint a replacement as soon as possible. The person so appointed shall fill out the unexpired term of the office left vacant.

#### Section 4: Other Offices

The Board of Directors may create other offices through the annual organizational plan, and appoint persons to fill those offices as it deems necessary. Such officers shall have the authority and perform the duties as prescribed in the organizational plan, but shall not be Voting Members of the Board.

#### Section 5: Removal of Officers

An Officer may be removed from office by the Board of Directors if the Officer acts in such a manner as to be detrimental to the best interests of the Organization. Removal of an Officer shall be by a two-thirds majority of the Board of Directors present at the time the matter of a removal is ready for a vote. Written notice of removal shall be given to the Officer concerned, and a written notice of such removal shall be given to all active members.

Section 6: Meetings and notice:

- a. The Board shall meet in a meeting at least every other month, at an agreed upon time and place. An official board meeting requires that each board member have notice at least one week in advance.
- b. No business shall be conducted by the Board of Directors except at a regularly scheduled meeting, an adjourned meeting, a special meeting, or, if a question requires immediate attention, by phone conference call or by e-mail.
- c. A Director shall abstain from any vote or other actions that may be construed as a conflict of interest.
- d. Meetings of the Board of Directors shall be conducted according to *Robert's Rules of Order*.
- e. Meetings are open to all interested persons.
- f. IMHC allows meeting participation in person or via electronic vehicles.

Section 7: Special meetings:

Special meetings of the Board shall be called upon the request of the President, or one-third of the Board. When possible, notices of special meetings shall be sent out by the Secretary to each Board member at least two weeks in advance.

**Article VI: Committees**

The Board of Directors may establish committees as needed. Committees may consist of Board members and/or others as the Board of Directors shall determine. However, the establishment of such committees shall not operate to relieve the Board of Directors or any Officer of responsibility imposed by law.

**Article VII: General Provisions**

Section 1: Contracts

The execution of any contract or instrument in the name of and on behalf of the IMHC shall first be authorized by the Board of Directors.

Section 2: Checks, drafts, etc.

All checks, drafts or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the IMHC shall be signed by such officer or agents of the IMHC in such manner as shall be determined by resolution of the Board of Directors.

Section 3: Deposits

All funds of the IMHC shall be deposited to the credit of the IMHC in such banks, trust companies, or other depositories as the Board of Directors may select. The Directors may also choose to have another organization or agency act as the IMHC financial agent.

Section 4: Books and Records

The IMHC shall keep correct and complete books and records of account, and shall maintain a file of minutes of all meetings of the Board of Directors and the Executive Committee, and committees having authority of the Board.

Section 5: Fiscal Year

The fiscal year shall be from calendar year from December 1 through November 30 of each year.

Section 6: E-mail

For purposes of these bylaws, e-mail shall be considered the same as written correspondence or other documentation.

Section 7: Amendment of the Bylaws

These bylaws may be amended or repealed and new bylaws adopted by a two-thirds majority of the Voting Members present at any regular meeting or at any special meeting, provided that at least 15 days prior written notice is given of intention to amend or repeal or adopt new bylaws at such meeting. The Board of Directors shall review these bylaws annually for possible revision.

Section 8: Dissolution

Upon the dissolution of this organization, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the organization, distribute its assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, and consistent with the goal of improving support and services for those with mental illness, and/or shall distribute any portion of the remaining assets to the Federal, state, or local government for a public purpose.

Any such assets not so disposed shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes.

**CERTIFICATION**

These bylaws were approved at a meeting of the Board of Directors by a two-thirds majority vote on June 19, 2018.