



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



**Return of Organization Exempt From Income Tax**

**2009**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code  
(except black lung benefit trust or private foundation)  
▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.  
▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

**A** For the 2009 calendar year, or tax year beginning , and ending

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C</b> Name of organization NAMI - Michigan	<b>D</b> Employer identification number 38-2643038
		Number and street (or P O box, if mail is not delivered to street address) Room/suite 921 N. Washington Ave	<b>E</b> Telephone number (517) 485-4049
		City, town, or country State ZIP + 4 Lansing MI 48906	<b>F</b> Group Exemption Number ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

**G** Accounting Method  Cash  Accrual  
Other (specify) ▶

**H** Check  if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

**I** Website: ▶ [www.namimi.org](http://www.namimi.org)

**J** Tax-exempt status (check only one)—  501(c) ( 3 ) ◀ (insert no)  4947(a)(1) or  527

**K** Check  if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts, if \$500,000 or more, file Form 990 instead of Form 990-EZ. ▶ \$ 352,609

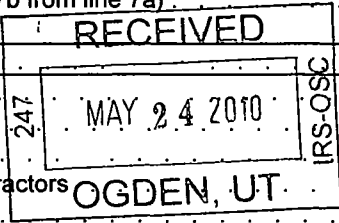
**Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)**

Revenue	<b>1</b> Contributions, gifts, grants, and similar amounts received . . . . .	<b>1</b>	235,786
	<b>2</b> Program service revenue including government fees and contracts . . . . .	<b>2</b>	18,521
	<b>3</b> Membership dues and assessments . . . . .	<b>3</b>	18,127
	<b>4</b> Investment income . . . . .	<b>4</b>	8,543
	<b>5a</b> Gross amount from sale of assets other than inventory . . . . .	<b>5a</b>	0
	<b>b</b> Less: cost or other basis and sales expenses . . . . .	<b>5b</b>	0
	<b>c</b> Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) . . . . .	<b>5c</b>	0
	<b>6</b> Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here <input type="checkbox"/>		
	<b>a</b> Gross revenue (not including \$ 41,752 of contributions reported on line 1) . . . . .	<b>6a</b>	71,632
	<b>b</b> Less: direct expenses other than fundraising expenses . . . . .	<b>6b</b>	31,978
	<b>c</b> Net income or (loss) from special events and activities (Subtract line 6b from line 6a) . . . . .	<b>6c</b>	39,654
	<b>7a</b> Gross sales of inventory, less returns and allowances . . . . .	<b>7a</b>	
	<b>b</b> Less: cost of goods sold . . . . .	<b>7b</b>	
	<b>c</b> Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) . . . . .	<b>7c</b>	0
	<b>8</b> Other revenue (describe ▶ ) . . . . .	<b>8</b>	0
	<b>9</b> Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 . . . . .	<b>9</b>	320,631
	<b>10</b> Grants and similar amounts paid (attach schedule) . . . . .	<b>10</b>	0
	<b>11</b> Benefits paid to or for members . . . . .	<b>11</b>	
	<b>12</b> Salaries, other compensation, and employee benefits . . . . .	<b>12</b>	146,252
	<b>13</b> Professional fees and other payments to independent contractors . . . . .	<b>13</b>	69,379
	<b>14</b> Occupancy, rent, utilities, and maintenance . . . . .	<b>14</b>	17,418
<b>15</b> Printing, publications, postage, and shipping . . . . .	<b>15</b>	19,972	
<b>16</b> Other expenses (describe ▶ See Attached Statement ) . . . . .	<b>16</b>	69,176	
<b>17</b> Total expenses. Add lines 10 through 16 . . . . .	<b>17</b>	322,197	
<b>18</b> Excess or (deficit) for the year (Subtract line 17 from line 9) . . . . .	<b>18</b>	-1,566	
<b>19</b> Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>19</b>	123,661	
<b>20</b> Other changes in net assets or fund balances (attach explanation) . . . . .	<b>20</b>	-4,844	
<b>21</b> Net assets or fund balances at end of year. Combine lines 18 through 20 . . . . .	<b>21</b>	117,251	

**Part II Balance Sheets.** If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II.)		(A) Beginning of year	(B) End of year
<b>22</b> Cash, savings, and investments . . . . .		163,801	111,192
<b>23</b> Land and buildings . . . . .			
<b>24</b> Other assets (describe ▶ See Attached Statement ) . . . . .		28,646	26,675
<b>25</b> Total assets . . . . .		192,447	137,867
<b>26</b> Total liabilities (describe ▶ See Attached Statement ) . . . . .		68,786	20,616
<b>27</b> Net assets or fund balances (line 27 of column (B) must agree with line 21) . . . . .		123,661	117,251

SCANNED JUL 21 2010 Expenses



19



**Part V Other Information** (Note the statement requirements in the instructions for Part V)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity.		X
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes.	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T		
35a	a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		X
35b	b If "Yes," has it filed a tax return on Form 990-T for this year?		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N.		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions	37a	
37b	b Did the organization file Form 1120-POL for this year?		X
38a	a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		X
38b	b If "Yes," complete Schedule L, Part II and enter the total amount involved.	38b	0
39	Section 501(c)(7) organizations. Enter:		
39a	a Initiation fees and capital contributions included on line 9.	39a	
39b	b Gross receipts, included on line 9, for public use of club facilities.	39b	
40a	a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 <input type="text"/> ; section 4912 <input type="text"/> ; section 4955 <input type="text"/>		
40b	b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I.	40b	X
40c	c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958.		
40d	d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization.		
40e	e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.	40e	X
41	List the states with which a copy of this return is filed. <input type="checkbox"/> MI		
42a	a The organization's books are in care of <input type="checkbox"/> Kristen Taylor Telephone no. <input type="checkbox"/> (517) 485-4049 Located at <input type="checkbox"/> 921 N Washington Ave City Lansing ST MI ZIP + 4 <input type="checkbox"/> 48906		
42b	b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: <input type="text"/> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	42b	X
42c	c At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: <input type="text"/>	42c	X
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year <input type="checkbox"/> 43 N/A		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ.	44	X
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ.	45	X

**Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46–49b and complete the tables for lines 50 and 51.

- 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I. **Yes** **No**
- 47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II. **46** **47** **48** **49a** **49b**
- 48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E. **X** **X** **X** **X**
- 49 a Did the organization make any transfers to an exempt non-charitable related organization? **X**
- b If "Yes," was the related organization a section 527 organization? **49b**
- 50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Name <b>None</b> City Str ST ZIP	Title Hr/WK	.00 0	0	0
Name City Str ST ZIP	Title Hr/WK	.00 0	0	0
Name City Str ST ZIP	Title Hr/WK	.00 0	0	0
Name City Str ST ZIP	Title Hr/WK	.00 0	0	0
Name City Str ST ZIP	Title Hr/WK	.00 0	0	0

f Total number of other employees paid over \$100,000 . . . . .

- 51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
Name <b>None</b> City Str ST ZIP		
Name City Str ST ZIP		
Name City Str ST ZIP		
Name City Str ST ZIP		
Name City Str ST ZIP		

d Total number of other independent contractors each receiving over \$100,000 . . . . .

**Sign Here** Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature of officer: *David E. Bollinger* Date: \_\_\_\_\_  
 Type or print name and title: \_\_\_\_\_

**Paid Preparer's Use Only**

Preparer's signature: *Peggy J McNichol CPA* Date: 5/4/2010 Check if self-employed:  Preparer's identifying number (See instructions): P00066818  
 Firm's name (or yours' if self-employed), address, and ZIP + 4: Peggy J McNichol CPA PC, 2304 N Cedar St, Holt, MI 48842 EIN: 16-1625724 Phone no: (517) 694-9570

May the IRS discuss this return with the preparer shown above? See instructions.  Yes  No

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

OMB No 1545-0047

**2009**

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Name of the organization

NAMI - Michigan

Employer identification number

38-2643038

**Part I Reason for Public Charity Status** (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1  A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2  A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3  A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4  A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: .....
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8  A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I
  - b  Type II
  - c  Type III—Functionally integrated
  - d  Type III—Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box.
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? . . . . .	<b>11g(i)</b>	
(ii) A family member of a person described in (i) above? . . . . .	<b>11g(ii)</b>	
(iii) A 35% controlled entity of a person described in (i) or (ii) above? . . . . .	<b>11g(iii)</b>	

**h Provide the following information about the supported organization(s).**

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1–9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U S ?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
									0
									0
									0
									0
									0
<b>Total</b>									<b>0</b>

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .	74,750	48,721	79,255	238,376	331,913	773,015
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
3 The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
4 <b>Total.</b> Add lines 1 through 3 . . . . .	74,750	48,721	79,255	238,376	331,913	773,015
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) . . . . .						
6 <b>Public support.</b> Subtract line 5 from line 4.						773,015

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4 . . . . .	74,750	48,721	79,255	238,376	331,913	773,015
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .	968	1,547	1,448	535	8,543	13,041
9 Net income from unrelated business activities, whether or not the business is regularly carried on . . . . .						0
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV) . . . . .						0
11 <b>Total support.</b> Add lines 7 through 10 . . . . .						786,056

12 Gross receipts from related activities, etc. (see instructions) . . . . . **12**

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . . ▶

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) . . . . .	<b>14</b>	98.34%
15 Public support percentage from 2008 Schedule A, Part II, line 14 . . . . .	<b>15</b>	99.15%

16a **33 1/3% support test—2009.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ▶

b **33 1/3% support test—2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization . . . . . ▶

17a **10%-facts-and-circumstances test—2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. . . . . ▶

b **10%-facts-and-circumstances test—2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization . . . . . ▶

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions . . . . . ▶

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") . . . . .						0
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose . . . . .						0
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513 . . . . .						0
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf . . . . .						0
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge . . . . .						0
<b>6 Total.</b> Add lines 1 through 5 . . . . .	0	0	0	0	0	0
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons . . . . .						0
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year . . . . .						0
<b>c</b> Add lines 7a and 7b . . . . .	0	0	0	0	0	0
<b>8 Public support</b> (Subtract line 7c from line 6.) . . . . .						0

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6 . . . . .	0	0	0	0	0	0
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources . . . . .						0
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 . . . . .						0
<b>c</b> Add lines 10a and 10b . . . . .	0	0	0	0	0	0
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on . . . . .						0
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.) . . . . .						0
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.) . . . . .	0	0	0	0	0	0
<b>14 First five years.</b> If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here . . . . . ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) . . . . .	<b>15</b>	0.00%
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15 . . . . .	<b>16</b>	0.00%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)) . . . . .	<b>17</b>	0.00%
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17 . . . . .	<b>18</b>	0.00%

- 19a 33 1/3% support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3% and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization . . . ▶
- b 33 1/3% support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3% and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization . . . ▶
- 20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions . . . ▶

**Part IV**

**Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

Area with horizontal dashed lines for supplemental information.



**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events	
		NAMI Walk (event type)	Education Conference (event type)	1 (total number)	(add col (a) through col (c))	
Revenue	1	Gross receipts . . . . .	48,958	19,174	3,500	71,632
	2	Less: Charitable contributions . . . . .	0	0	0	0
	3	Gross income (line 1 minus line 2) . . . . .	48,958	19,174	3,500	71,632
Direct Expenses	4	Cash prizes . . . . .	0	0	0	0
	5	Noncash prizes . . . . .	0	0	0	0
	6	Rent/facility costs . . . . .	0	0	0	0
	7	Food and beverages . . . . .	0	0	0	0
	8	Entertainment . . . . .	0	0	0	0
	9	Other direct expenses . . . . .	6,600	21,218	3,259	31,077
	10	Direct expense summary. Add lines 4 through 9 in column (d) . . . . . ▶				
11	Net income summary. Combine line 3, column (d), and line 10 . . . . . ▶					40,555

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))	
		1	Gross revenue . . . . .			
Direct Expenses	2	Cash prizes . . . . .				0
	3	Noncash prizes . . . . .				0
	4	Rent/facility costs . . . . .				0
	5	Other direct expenses . . . . .				0
	6	Volunteer labor . . . . .	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	<input type="checkbox"/> Yes _____% <input type="checkbox"/> No	
7	Direct expense summary. Add lines 2 through 5 in column (d) . . . . . ▶					( 0)
8	Net gaming income summary. Combine line 1, column d, and line 7 . . . . . ▶					0

	Yes	No
9 Enter the state(s) in which the organization operates gaming activities: _____		
a Is the organization licensed to operate gaming activities in each of these states? . . . . .	9a	
b If "No," explain: _____		
10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? . . . . .	10a	
b If "Yes," explain: _____		
11 Does the organization operate gaming activities with nonmembers? . . . . .	11	
12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? . . . . .	12	

13 Indicate the percentage of gaming activity operated in:

- a The organization's facility . . . . . 

<b>13a</b>		%
<b>13b</b>		%
- b An outside facility . . . . . 

<b>13b</b>		%
------------	--	---

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ .....

Address ▶ .....

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue? . . . . .

**15a**

- b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ ..... and the amount of gaming revenue retained by the third party ▶ \$ .....

c If "Yes," enter name and address of the third party:

Name ▶ .....

Address ▶ .....

16 Gaming manager information:

Name ▶ .....

Gaming manager compensation ▶ \$ ..... 0

Description of services provided ▶ .....

- Director/officer
- Employee
- Independent contractor

17 Mandatory distributions:

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? . . . . .

**17a**

- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$

**Part I, Line 16 (990-EZ) - Other Expenses**

69,176

1	Travel	1	8,400
2	Meals and entertainment	2	
3	Fundraising	3	
4	Amortization	4	0
5	Conferences, conventions, and meetings	5	26,550
6	Depreciation	6	0
7	Depletion	7	
8	Equipment rental and maintenance	8	
9	Interest	9	
10	Supplies	10	8,908
11	Telephone	11	
12	Unrelated business income taxes	12	0
13	Training	13	500
14	Insurance	14	13,731
15	Dues and memberships	15	2,750
16	Bank fees	16	6,661
17	Miscellaneous	17	1,676
18		18	
19		19	
20		20	
21		21	
22		22	
23		23	
24		24	
25		25	
26		26	
27		27	
28		28	

**Part I, Line 20 (990-EZ) - Other Changes in Net Assets or Fund Balances**

-4,844

Description		Amount	
1	2008 Deferred Revenue recognized in 2009	1	-4,844
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10		10	

**Part II, Line 24 (990-EZ) - Other Assets**

28,646

26,675

Description		Beginning	End
1	Grant receivable	28,646	26,125
2	Pledges receivable		550
3			
4			
5			
6			
7			
8			
9			
10			

**Part II, Line 26 (990-EZ) - Liabilities**

68,786

20,616

Description		Beginning	End
1	Payroll withholding and related liabilities	14,035	5,796
2	Deferred revenue		13,012
3	Refundable advances	54,751	0
4	Credit card payable		1,808
5			
6			
7			
8			
9			
10			

## **BYLAWS NAMI Michigan Organization**

The name of this Organization shall be NAMI Michigan, hereinafter referred to as the Organization or NAMI Michigan. The Organization is a 501 C (3) nonprofit, nonstock, Membership basis, volunteer corporation organized and operating under the provisions of Michigan Public Act 1962 of 1982, as amended. NAMI Michigan is Michigan's State organization of the National Alliance on Mental Illness (NAMI). NAMI controls the use of the name, acronym and logo of NAMI and AMI, and the uses of such names and acronyms shall be in accordance with NAMI policy. Upon termination of affiliation with or charter by NAMI, the Organization shall cease use of these names, acronyms and logo.

### **ARTICLE 1- Purpose**

The purposes of NAMI Michigan are: to help establish, develop, assist, and support local community based NAMI Affiliates; to act as the Michigan state organization within NAMI National; to act as a spokesperson organization for public mental health policy issues within Michigan's elected legislature and Michigan's Department of Community Health/Executive Branch; to advocate for Michigan residents affected by mental illness to receive timely services that they need and deserve; to promote the understanding of mental illness through education and community involvement in Michigan; to promote the concept that mental illness should be accepted as any other serious physical illness; to help remove the stigma of mental illness; to support the key concepts of the recovery process; to foster and engage in any other actions or endeavors designed to improve the condition or circumstance of individuals with mental illness and their families.

### **ARTICLE 2 - Guidelines**

Notwithstanding any other provision of these Bylaws, all assets of the Organization shall be held for the aforementioned purposes and no part of said assets or net earnings of the Organization shall inure to the benefit of, or be distributable to, its Members, trustees, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 1. The Organization shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the Organization shall not carry on any other activities not permitted to be carried on by

1. a corporation exempt from Federal Income Tax under Section 501( c ) 3 of the Internal Revenue Code of 1954, or
2. a corporation, contributions to which are deductible under Section 170( c ) 2 of the Internal Revenue Code of 1954 Or
3. a corporation responding to provision of any future United States Internal Revenue law.

**Applicable Law.** - Wherever not otherwise provided in the Bylaws, the internal affairs of the Organization shall be governed by provisions of the General Not-for-Profit Corporation Law of the State of Michigan.

**Non-discrimination and Diversity-** NAMI Michigan will 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, operations, or actions.

### **Article 3—Membership**

**Section 3.1. Qualifications:** A Member may be any individual or organization who accepts NAMI National's mission and pays dues in accord with NAMI policies.

A Member may pay their annual dues to their local Michigan Affiliate or to NAMI Michigan or to NAMI National. When a Member joins a local Michigan Affiliate this Member then also becomes a Member of the Organization and of NAMI National. If the Member joins through NAMI Michigan then the Organization pays dues to NAMI National and shall pay dues to the Michigan Affiliate nearest the postal address of this new Member.

**Definition—"Open Door" Membership.** Persons may become Members through an "Open Door" policy, at the discretion of the Michigan Affiliate, which allows for a reduced dues payment based on income or economic necessity. "Open Door" Members shall have all the rights and privileges of Members who pay full dues.

A Member may support and work within several Affiliates but shall be a voting Member of only one Michigan Affiliate for the purposes of NAMI National voting. The Organization will develop a policy, based on the Members' desires, as to which single Affiliate the Member's vote is cast from.

**Section 3.2. Annual Meeting:** There shall be a Member meeting annually, to be held in the spring of each year. Notice shall be sent to all Members on or before thirty (30) days prior to the meeting.

### **Article 4—Local Michigan NAMI Community Affiliates**

Michigan's Affiliates are the local grassroots association of Members within a geographical area. Affiliates provide support, education, and advocacy for their Affiliate Members and the general population within their Michigan community areas. There may be more than one Affiliate per Michigan County. Dues collected at the Affiliate level require that a portion of such dues will be sent by the Affiliate to the Organization and to NAMI National. A Member is then a Member of all three organizational entities.

A Michigan NAMI Affiliate shall be a Membership-based association of five or more Members which has met the following criteria.

- a) It has adopted Bylaws and elected officers.
- b) It has been approved by the NAMI Michigan Board of Directors.
- c) It has been granted status as an Affiliate by the NAMI National Board of Directors.
- d) Each Affiliate shall include "NAMI" in its name and the geographic area.
- e) All current Affiliates as of the date of the adoption of these Bylaws are deemed to be qualified.

Affiliates 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

### **ARTICLE 5- Fiscal Year**

The fiscal year of the Organization shall begin on January 1 and terminate on December 31.

#### **ARTICLE 6- Board of Directors**

**Section 6.1. General Powers:** As steward of NAMI Michigan, the Board of Directors (“the Board”) shall be responsible for governance, policy development, and the ongoing process of due diligence to assure the health and effectiveness of the Organization. The Board shall have the power to govern the affairs and property of the Organization, shall be responsible for providing overall leadership and strategic direction, for approving Organization policies, and for ensuring fiscal responsibility for continuous healthy operations of the Organization. Members of the Board of Directors shall adhere to the Organization’s Bylaws and all policies, ethical practices, and procedures as established by the Board.

**Section 6.2. Number of Directors:** The Board shall consist of no fewer than 9 or more than 17 directors. Included in the Board directorship will be the four Board officers (President, Vice-President, Secretary, and Treasurer) and one consumer council representative.

**Section 6.3. Composition of the Board of Directors:** All Board directors must be Members. Board directors shall be sought who reflect the qualifications as determined by the Board in its policies and operational needs. NAMI Michigan will seek to represent fairly the geographic regions and population diversity of Michigan NAMI Affiliates and Members. No employee of NAMI Michigan or of an Affiliate may serve on the Board during their tenure of employment and for one year thereafter. Any Board member who becomes a NAMI Michigan or Affiliate staff member during their term of office shall not continue to serve on the Board of Directors.

**Section 6.4. Tenure:** All Board directors shall serve a term of three (3) years from the date of their election. A full three-year term shall be considered to have been served upon the passage of three (3) annual meetings. Board directors shall take office immediately following the close of the annual meeting at which they are elected. Fulfilling an incomplete term is not considered part of the term limit. Directors shall serve staggered terms to balance Organizational continuity with different perspectives with 1/3 of the Board directors being elected each year. There is four (4) term limit on the number of consecutive terms for Board directors.

**Section 6.5. Nomination and Election:** The Nominating Committee established by Article 10 of these Bylaws shall present a list of candidates, including their brief resumes, for election Board directors by ballot to fill the open seat and term expired Board positions. All Board member candidates will be reviewed and approved by the Nominating Committee prior to any election.

The Organization shall regularly solicit Board candidates for vacant positions by sending out a request for Members who are interested in becoming a candidate for Board membership to all active Members via regular mailings, newsletters or e-mail; these communications will include a deadline date for a candidate’s submission letter and biography to the NAMI Michigan office.

The Organization will mail an election ballot, including candidate biographies, to all of NAMI Michigan’s active Members in sufficient time prior to the annual meeting so that Members may select and return their signed ballot to be received at the NAMI Michigan office at least two weeks prior the annual meeting. All Director vacancies including the President position are then elected by all of Michigan’s participating active Members attending the annual meeting and by the returned absentee ballots.

The newly elected Board Members, existing Board members, and the President will then elect the remaining vacant Board Officer positions for Vice-President, Secretary, and Treasurer who will take office immediately following the close of the annual business meeting at which they are elected. A Board meeting will be held with the newly elected members prior to the end of the Organization's meeting that spring.

**Section 6.6. Vacancies:** Any vacancy occurring in the Board of Directors may be filled, upon recommendation of a qualified Member candidate from the Nominating Committee, by the affirmative vote of the majority of the remaining Board. A Director elected to fill the vacancy shall be elected for the unexpired term of his/her predecessor in office.

**Section 6.7. Resignation:** A Director may resign at any time by filing a written resignation with the President.

**Section 6.8. Removal:** The Board may remove any Board director for cause by two-thirds (2/3) vote of all Directors then in office, at any regular or special meeting of the Board, provided that a statement of the reason or reasons shall have been mailed by Registered Mail to the Director proposed for removal at least thirty (30) days before any final action is taken by the Board. This statement shall be accompanied by a notice of the time when, and the place where, the Board is to take action on the removal. The Director shall be given an opportunity to be heard and the matter considered by the Board at the time and place mentioned in the notice.

#### **ARTICLE 7- Officers of the Board of Directors**

**Section 7.1. Positions:** There shall be four (4) officers of NAMI Michigan: President, Vice President, Secretary, and Treasurer. All officers must be a Board director.

**Section 7.2. Election and Term:** The President is first elected by the whole Membership during the election at the annual meeting. The other three officers are elected by the new Board during the annual meeting. The term for Officers shall be a three year period commencing with the date of the annual meeting of the Board of Directors.

**Section 7.3 Tenure:** A Director may serve as President for up to 2 continuous terms; a Director may serve as Treasurer for up to 2 continuous terms; there is no officer tenure requirement for the other officer positions, those of Vice-President, Secretary.

**Section 7.4 Presidential Succession:** In cases of permanent absence or permanent incapacity, the succession shall be Vice President, then Treasurer, and then Secretary.

#### **Section 7.5 Duties of Officers:**

The **President** speaks for the Board in public and policy matters. The President or his/her meeting designee will normally preside at all meetings of the Organization and the Board of Directors. The President shall be ex-officio Member, with a vote, in all committees except the Nominating Committee. If there is an Executive Director, the Executive Director reports directly to the President, who shall serve as the interface between the Executive Director and the Executive Committee. The President is Chair of the Executive Committee.

When there is no Executive Director employed, the President, or his/her designee, shall exercise general supervision over the work of employees, the committees, and the other officers in

order to assure that the objectives of the Organization are executed in the best possible manner; in these circumstances, the President, or his/her designee shall authenticate by signature, all acts, orders, and proceedings of the Organization.

The Vice-President shall succeed to the Presidency in case of a permanent vacancy in that office. The Vice President shall perform the duties of the President as assigned by the Board resulting from the President's extended absence or disability which would preclude the President from effectively performing such duties. The Vice-President shall aid the President in performance of such duties as may be assigned by the President and shall perform such other duties as may be prescribed by the Board of Directors.

The Secretary shall be responsible for conducting the Organization's record keeping as directed by the President or the Board, for depositing fund receipts into the Organizations accounts, for issuing notices of all Board meetings and shall perform such other duties as may be prescribed by the President and the Board of Directors. The Secretary shall attend the meetings of the Board, and of the Membership, and shall keep, or cause to be kept, a record of written minutes of all such meetings, and shall keep a written attendance record of each Member at such meetings. The Secretary shall keep an historical record of all minutes of each meeting in an orderly manner and have at least the past one set of minutes available at each Board meeting. The Secretary, with the consent of the President, may delegate any such duties. The Secretarial functions may be assisted by a staff person(s).

The Treasurer is responsible for the financial welfare of the Organization to the Board. The Treasurer will act as the overseer of financial matters, will regularly report the organizations financial conditions to the Board; will present the annual financial report to the Members at the annual meeting; will sign and issue all disbursements to pay the Organizations obligations; will receive the deposit receipts of funds received by the Organization; will manage the Organization's Membership list, and maintain the Organization's financial ledger. The Treasurer will be chair of the Finance Committee.

Section 7.6: Removal: Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interests of the Organization would be served.

#### ARTICLE 8- Meetings of the Board of Directors

Section 8.1. Regular and Annual Meeting: The Board shall hold regular meetings at least six (6) times per year, one of which shall be the annual meeting, to be held in the spring of each year. Any Michigan NAMI Member is welcome to attend any Board meeting by means of teleconferencing or in person.

Section 8.2 Special Meetings: Special meetings of the Board may be called by or at the request of the President. Upon written petition of 3 Directors, the President shall call a special meeting.

Section 8.3. Notice; Waiver: Notice of any regular meeting shall be given at least thirty (30) days prior to the meeting, and notice for a special meeting shall be given at least ten (10) days prior to the special meeting. Both notices shall be by written notice, stating the time and place of the meeting, including an agenda of all items to be discussed at such meetings, previous meeting minutes, and agenda support materials. The notice shall be delivered personally, mailed,

electronically mailed, or sent by facsimile to each Director at the Director's address registered with the Organization. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail so addressed, with postage thereon prepaid. If notice be given by electronic mail or facsimile, such notice shall be deemed to be delivered when the electronic mail or facsimile is acknowledged by the recipient. Any Director may waive notice of any meeting by written statement sent by the Director, signed before or after the holding of the meeting. The attendance of a Director at a meeting constitutes a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

**Section 8.4. Board Quorum:** One-half (50% rounded up) plus one (1) of the Directors (D) in office shall constitute a quorum (Q) for the transaction of business at any regular meeting of the Board of Directors, except where otherwise required by these Bylaws. A meeting quorum record shall be kept as part of the minutes.

Table 1 below shows a chart for the number of Directors in office (D), Quorum present (Q), Majority votes (M), and the Majority Vote as a % of the present Quorum is below:

Directors in Office = D	½ D rounded up	Then a Minimum Quorum= Q	Then a Majority Vote= M	Majority Vote as a % Of # of Quorum present
9	5	6	4	66 %
10	5	6	4	66 %
11	6	7	4	57 %
12	6	7	4	57 %
13	7	8	5	62 %
14	7	8	5	62 %
15	8	9	5	55 %
16	8	9	5	55 %
17	9	10	6	60 %

**Section 8.5. Manner of Acting:** The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**Section 8.6. Board Action without Meeting:** Any Action that the Board is required or permitted to take may be taken without a meeting if all Board directors consent in writing to that action. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. All consents shall be filed with the minutes of the proceedings of the Board

**Section 8.7. Meeting by Telephone or Similar Equipment:** A Director may participate in a regular or special meeting by conference telephone or any similar communications equipment through which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this section constitutes presence in person at the meeting.

**Section 8.8. Presumption of Assent:** A Director who is present at a meeting of the Board of Directors at which action on any matter is taken shall be presumed to have assented to the action taken unless that Director's dissent shall be entered in the minutes of the meeting or unless that Director shall file a written dissent to such action with the person acting as the Secretary of the

meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the Organization immediately after the adjournment of the meeting. This right to dissent shall not apply to a Director who voted in favor of such action.

**Section 8.9. Meeting Format:** The Board President shall select the meeting format in any method allowed by the laws of the state of Michigan. All meetings whether regular or special, shall constitute a meeting of the Board of Directors and shall subscribe to the policies, procedures, and rules adopted by the Board.

**Section 8.10. Proxy and Alternates:** Voting by Directors by proxies shall not be permitted. An absentee Board Member may not designate an alternate to represent him or her at a Board meeting.

#### **ARTICLE 9- Executive Director**

The Board of Directors shall have the discretion to appoint a chief staff person, an Executive Director, who shall be responsible for carrying out the work of the NAMI Michigan Organization in accordance with the policies established from time to time by the Board of Directors. The Executive Director will assume supervision and control of day to day operations. He/she will develop, propose, and recommend operational policies and procedures for review and adoption by the Board; will develop and maintain the Board's policy and practices manual; will supervise employees; hire and fire staff; and within budgets select and procure vendors for services provided by outside firms to NAMI Michigan.

The Executive Director in coordination with the Treasurer: shall keep a record of paid up Michigan NAMI Members sorted by Affiliate; will develop and propose to the Board financial procedures for handling of funds, payment, and record keeping; verifying balances in established accounts; verifying the use of funds. The Executive Director or assigned staff will be responsible for working with the accountant in completing all government forms including, but not necessarily exclusively, payroll forms, 990, the Application for Solicitation License, annual corporation reporting forms, and all other government forms. The Executive Director will be responsible for reviewing all the insurances and reporting to the Board any necessary changes. Volunteer and hired staff will report to the Executive Director.

The Executive Director shall report to the Executive Committee, through the President. If an Executive Director is not employed by the Board, then the President will serve as acting Executive Officer and the financial assignments in this section will be the responsibility of the Treasurer,

#### **ARTICLE 10- Committees**

**Section 10.1. Establishment and Operation of Committees:** Established within the Organization shall be a Nominating Committee, a Finance Committee, and an Audit Committee. The Board of Directors by resolution by the affirmative vote of a majority of the members of the Board of Directors may designate one or more other committees from time to time as advisable to assist with governance, without compromising the Board's authority and in keeping with the policies established by the Board. The President will nominate committee chairs for all Committee's except the Nominating Committee for approval by the Board. Any Michigan NAMI Member can chair a Board committee. Committees may be formed and/or dissolved at the pleasure of the Board without requiring a bylaws amendment except the standing Nominating Committee.

**Section 10.2. Executive Committee:** The Board may by resolution designate an Executive Committee . The Executive Committee will be chaired by the President. The roles, rules, and practices of the Executive committee will be developed by the whole Board and reviewed annually. The Executive Committee shall be responsible for the transaction of necessary business between meetings of the Board of Directors and other business that may be referred to it by the Board, except that the Executive Committee may not take action in respect to the employment of the executive director, establishing budgets, the fixing of compensation for or the filling of vacancies in the Board of Directors or committees created by the Board, or amendments to the Articles of Incorporation. The Executive Committee shall make a complete report of its actions to the Board of Directors and the Board of Directors shall ratify the actions at their next regular meeting.. The Executive Committee shall consist of the officers and the immediate past-president of the Board of Directors. The Executive Director shall serve as an ex-officio member without voting rights. A Quorum for this committee shall be three (3) voting members.

**Section 10.3 Nominating Committee:** This required standing committee of 7 people shall be chaired by a current Board Director and composed of 3 second or third year incumbent Board Directors, each not an officer and 4 NAMI Michigan Affiliate Presidents who are not themselves Directors of the Organization but represent the needs of 4 regional areas within Michigan's 83 counties. The purpose of the Nominating Committee is to find the best candidates to serve. The people who serve on this committee should be objective and impartial by not letting their own opinions or personal biases hold sway.

The tenure of Nominating Committee's members will be staggered so that one sitting Director and one non-Board Affiliate President will be elected at each annual meeting. The chair of this committee will rotate annually and be selected by the committee members at the annual meeting.

The 4 Affiliate non-Board Presidents will be from 4 different geographical areas within Michigan,

- one Affiliate President selected from all the Affiliates in the 4 counties (4) of Wayne, Oakland, Monroe, and Macomb, and
- one Affiliate President selected from all the Affiliates in the 21 counties (21) of Kent/Ionia/Montcalm/Newaygo/Oceana/Clare/Isabella/Mason/Barry/Ottawa/Kalamazoo/ Allegan/Van Buren/Berrien/Cass/ St. Joseph/Branch/Barry/Muskegon/Mecosta/Lake Counties, and
- one Affiliate President selected from all the Affiliates in the 22 counties (22) of Ingham/Shiawassee/Genesee/Washtenaw/Livingston/Clinton/Jackson/Lenawee/Hillsdale/Eaton/ Midland/Saginaw/Bay/Clare/Gladwin/Gratiot/Lapeer and all Eastern Lake Huron Counties above Macomb County to the southern border of Iosco, and
- One Affiliate President selected from all the Affiliates in all the 36 Michigan Counties (36) north of a line from the southern border of Iosco County west to Manistee County's Lake Michigan shore.
- The selection of these 4 non-board nominating committee members is regional by the NAMI Affiliate Presidents of all the affiliates represented within each of the four geographical areas mentioned above.

This committee is responsible for nominating and vetting Michigan Members proposed for Directorship including the President; for preparing a list of Member candidates for election to the Board and delivering this list of candidates and biographical information to the Organization's administration for mailing; for training Directors in their respective roles, and other similar duties as assigned by the Board.

**Section 10.4 Finance Committee:** The Treasurer will be chair of the Finance Committee which will include two other Board Members and the Executive Director, if one is employed. The Finance Committee will develop and recommend a budget to the Board; will set metrics for evaluation of financial performance; will oversee fund development, and the Treasurer will present the budget to the general Membership at the annual meeting.

**Section 10.5- Audit.** The Board shall appoint an Audit Committee of three (3) NAMI Michigan members, at least one of whom shall be a Director. A Board Director must chair the Audit Committee. The Committee is responsible for the naming of an outside auditor who will audit and review the Organization books and prepare the report for presentation at a meeting of the Board of Directors prior to the new fiscal year. The Treasurer or any past Treasurer shall not be a member of the Audit Committee. An audit will be performed annually.

#### **ARTICLE 11- Amendments**

These Bylaws may be amended at the annual meeting of the Members by a two-thirds (2/3) vote of those Members present and voting at the annual meeting. Written notice of the proposed amendment, including a copy of the proposed amendments as compared to the current Bylaws, shall be included with the notice for the annual meeting. Bylaw amendments may be proposed in writing to the Board of Directors by any current Director or active NAMI Member. A historical record shall be kept of all Organization Bylaws and changes.

#### **ARTICLE 12-Contracts, Loans, and Special Corporate Transactions**

**Section 12.1. Contracts:** The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract, to execute and deliver any instrument, or to acknowledge any instrument required by law to be acknowledged in the name of and on behalf of the Organization. Such authority may be general or confined to specific instances but the appointment of any person other than an officer to acknowledge an instrument required by law to be acknowledged should be made by instrument in writing. When the Board of Directors authorizes the execution of a contract or of any other instrument in the name of and on behalf of the Organization, without specifying the executing officers, the President, Vice-President, Secretary, or Treasurer may execute the same and may affix the corporate seal thereto.

**Section 12.2 Loans:** No loans shall be contracted on behalf of the Organization and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances. No loans shall be made by the Organization to its directors or officers. The directors who vote for or assent to the making of a loan to a director or officer of the Organization, and any officer or officers participating in the making of such a loan, shall be jointly and severally liable to the Organization for the amount of such loan until the repayment hereof.

**Section 12.3. 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 Organization, shall be signed by such officer or officers, agent or agents, of the Organization and in such manner as shall from time to time be determined by resolution of the Board of Directors.

**Section 12.4. Deposits:** All funds of the Organization not otherwise employed shall be deposited from time to time to the credit of the Organization in such banks, trust companies or other depositories as the Board of Directors may select.

**Section 12.5. Voting of Securities Owned by this Organization:** Subject always to the specific directions of the Board of Directors, any shares or other securities issued by any other corporation and owned or controlled by this Organization may be voted at any meeting of security holders of such other corporation by the President of this Organization or by proxy appointed by the President, or in the absence of the President and the President's proxy, by the Secretary or Treasurer of this Organization or by proxy appointed by the Secretary or Treasurer. Such proxy or consent in respect to any shares or other securities issued by any other corporation and owned by this Organization shall be executed in the name of this Organization by the President, the Secretary or the Treasurer of this Organization without necessity of any authorization by the Board of Directors, affixation of corporate seal or countersignature or attestation by another officer. Any person or persons designated in the manner above stated as the proxy or proxies of this Organization shall have full right, power and authority to vote the shares or other securities issued by such other corporation and owned by this Organization the same as such shares or other securities might be voted by this Organization.

**Section 12.6. Contracts Between Organization and Related Persons:** Subject to the Organization's Conflicts of Interest policy, and except as prohibited by applicable law, any contract or other transaction between this Organization and one or more of its Directors, or between this Organization and any firm of which one or more of this Organization's Directors are members or employees, or in which one or more of this Organization's Directors are interested, shall be valid for all purposes, notwithstanding the presence of such Director or Directors at the meeting of the Board of Directors of the Organization which acts upon, or in reference to, such contract or transaction, and notwithstanding the Director or Directors participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors, shall, nevertheless, authorize, approve and ratify such contract or transaction by a vote of a majority of the Directors present, such interested Director or Directors to be counted in determining whether a quorum is present, but not to be counted as voting upon the matter or in calculating the majority of such quorum necessary to carry such vote. This Section shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common and statutory law applicable thereto.

### **ARTICLE 13—Indemnification**

**Section 13.1. Non-Derivative Actions:** Subject to all of the other provisions of this article, the Organization shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal (other than an action by or in the right of the Organization) by reason of the fact that the person is or was a director or officer of the Organization, or is or was serving at the request of the Organization as a director, officer, partner, trustee or employee, or agent of another foreign or domestic Organization, partnership, joint venture, trust or other enterprise,

whether for profit or not for profit, against expenses (including attorneys' fees), judgments, penalties, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Organization, and with respect to any criminal action or proceeding, if the person had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in or not opposed to the best interests of the Organization, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

**Section 13.2. Derivative Actions:** Subject to all of the provisions of this article, the Organization shall indemnify any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Organization to procure a judgment in its favor by reason of the fact that the person is or was director or officer of the Organization, or is or was serving at the request of the Organization as a director, officer, partner, trustee, employee, or agent of another foreign or domestic corporation, partnership, joint venture, trust or other enterprise, whether for profit or not, against expenses (including actual and reasonable attorneys' fees) and amounts paid in settlement incurred by the person in connection with such action or suit if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Organization. However, indemnification shall not be made for any claim, issue or matter in which such person has been found liable to the Organization unless and only to the extent that the court in which such action or suit was brought has determined upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for the expenses which the court considers proper.

**Section 13.3. Expenses of Successful Defense:** To the extent that a person has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 or 2 of this article, or in defense of any claim, issue or matter in the action, suit or proceeding, the person shall be indemnified against expenses (including actual and reasonable attorneys' fees) incurred by such person in connection with the action, suit or proceeding and in any action, suit or proceeding brought to enforce the mandatory indemnification provided by this article.

**Section 13.4. Definition:** For the purposes of Sections 13.1 and 13.2, "other enterprises" shall include employee benefit plans; "fines" shall include any excise taxes assessed on a person with respect to an employee benefit plan; and "serving at the request of the Organization" shall include any service as a director, officer, employee, or agent of the Organization which imposes duties on, or involves services by, the director or officer with respect to an employee benefit plan, its participants or beneficiaries; and a person who acted in good faith and in a manner the person reasonably believed to be in the interest of the participants and beneficiaries of an employee benefit plan shall be considered to have acted in a manner "not opposed to the best interests of the Organization" as referred to in Sections 1 and 2.

**Section 13.5. Contract Right; Limitation on Indemnity:** The right to indemnification conferred in this article shall be a contract right, and shall apply to services of a director or officer as an employee or agent of the Organization as well as in such person's capacity as a director or officer. Except as provided in Section 13.3 of this article, the Organization shall have no obligations under this article to indemnify any person in connection with any proceeding, or part thereof, initiated by such person without authorization by the Board of Directors.

**Section 13.6. Determination That Indemnification Is Proper:** Any indemnification under Section 1 or 2 of this article (unless ordered by a court) shall be made by the Organization only as authorized in the specific case upon a determination that indemnification of the person is proper in the circumstances because the person has met the applicable standard of conduct set forth in Section 1 or 2, whichever is applicable. Such determination shall be made in any of the following ways:

- (i) By a majority vote of a quorum of the Board consisting of directors who were not parties to such action, suit or proceeding.
- (ii) If the quorum described in clause (i) above is not obtainable, then by a committee of directors who are not parties to the action. The committee shall consist of not less than two disinterested directors.
- (iii) By independent legal counsel in a written opinion.

**Section 13.7. Proportionate Indemnity:** If a person is entitled to indemnification under Section 1 or 2 of this article for a portion of expenses, including attorneys' fees, judgments, penalties, fines, and amounts paid in settlement, but not for the total amount thereof, the Organization shall indemnify the person for the portion of the expenses, judgments, penalties, fines, or amounts paid in settlement for which the person is entitled to be indemnified.

**Section 13.8. Expense Advance:** Expenses incurred in defending a civil or criminal action, suit or proceeding described in Section 13.1 or 13.2 of this article may be paid by the Organization in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the person involved to repay the expenses if it is ultimately determined that the person is not entitled to be indemnified by the Organization. The undertaking shall be an unlimited general obligation of the person on whose behalf advances are made but need not be secured.

**Section 13.9. Non-Exclusivity of Rights:** The indemnification or advancement of expenses provided under this article is not exclusive of other rights to which a person seeking indemnification or advancement of expenses may be entitled under a contractual arrangement with the Organization. However, the total amount of expenses advanced or indemnified from all sources combined shall not exceed the amount of actual expenses incurred by the person seeking indemnification or advancement of expenses.

**Section 13.10. Indemnification of Employees and Agents of the Organization:** The Organization may, to the extent authorized from time to time by the Board of Directors, grant rights to indemnification and to the advancement of expenses to any employee or agent of the Organization to the fullest extent of the provisions of this article with respect to the indemnification and advancement of expenses of directors and officers of the Organization.

**Section 13.11. Former Directors and Officers:** The indemnification provided in this article continues as to a person who has ceased to be a Director or officer and shall inure to the benefit of the heirs, executors and administrators of such person.

**Section 13.12. Insurance:** The Organization shall purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Organization, or is or was serving at the request of the Organization as a Director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of his status as such, whether or not the Organization would have power to indemnify him against such liability under this article or the laws of the State of Michigan.

**Section 13.13. Changes in Applicable Law:** In the event of any change of the applicable statutory provisions relating to the subject matter of this article, then the indemnification to which any person shall be entitled hereunder shall be determined by such changed provisions, but only to the extent that any such change permits the Organization to provide broader indemnification rights than such provisions permitted the Organization to provide prior to any such change.

**Section 13.14. Monetary Limitation on Indemnification.** Notwithstanding any other provision in these Bylaws, the Organization shall only indemnify an individual up to the amount permitted under the insurance policy purchased in accordance with Section 13.12 of these Bylaws.

#### **Article 14—Dispute Resolution**

**Section 14.1. Disputes Between Affiliates/Proposed Affiliates.** In the event of a dispute between Affiliates or proposed Affiliates, the board of directors of the Affiliate or proposed Affiliate shall give written notice to the President. Each Affiliate or proposed Affiliate will be asked to identify a person to represent them for purposes of resolution of the dispute. The President will investigate the dispute and work with the representative to reach a resolution. If the dispute cannot be resolved within sixty (60) days of the receipt of the notice of the dispute, the dispute will be referred to the Board of Directors for discussion. In the event the dispute cannot be resolved within ninety (90) days of receipt of the initial notice of dispute, the Board of Directors will provide a final and binding resolution.

**Section 14.2. Disputes Between Affiliate and the Organization.** If a dispute should arise between an Affiliate or proposed Affiliate and the Organization, the board of directors

of the Affiliate or proposed Affiliate shall notify the President in writing. The matter will be brought to the next Board meeting for resolution of the dispute. In the event the resolution of the dispute cannot be achieved within ninety (90) days from the receipt of notice from the board of directors of the Affiliate or proposed Affiliate, then the Organization will contact NAMI national for their help in resolving the dispute. Proposed resolution of disputes shall be consistent with the laws of the State of Michigan and these Bylaws.

**ARTICLE 15- Dissolution**

Upon the dissolution of the Organization, all assets remaining, after the payment of all debts and obligations, shall be distributed to the national office for NAMI, a corporation of the State of Missouri, or if that entity is not in existence or is not then exempt within the meaning of 501 (c) (3) of the Internal Revenue Code, as amended, to NARSAD (National Alliance for Research on Schizophrenia and Depression), in accordance with Michigan laws. Or if that entity is not in existence or is not then exempt within the meaning of 501(c)(3) of the Internal Revenue Code, another entity exempt under 501(c)(3) of the Internal Revenue Code that shares similar goals and missions as the Organization.

**Attestation:**

The undersigned duly elected President, Vice-President(s), Secretary, and Treasurer of NAMI Michigan hereby attest that on the \_\_\_ day of \_\_\_\_\_, 2009, these Bylaws were adopted in this form, without amendment, by a 2/3 majority of the Membership (including absentee ballot) either at our 2009 annual meeting/ballot held on that date or at an earlier special Bylaws change meeting.

\_\_\_\_\_  
Dave Ballenberger; President- NAMI Michigan 2008-

\_\_\_\_\_  
Vice President, Secretary, and Treasurer

Date of Attestation: \_\_\_2009\_\_\_\_\_

These Bylaws replace and supersede previous Organization Bylaws.

**SUBSEQUENT AMENDMENT:**

These Bylaws were first amended after adoption on \_\_\_\_\_ 20xx\_\_\_\_\_.

See attached appendixes.