

BYLAWS
of
Alaska Peer Support Consortium

ARTICLE I: Name

The name of the corporation is Alaska Peer Support Consortium and may be referred to by its nickname, the Consortium.

ARTICLE II: Offices

Section 1. The registered office shall be located at Anchorage, Alaska and may be changed by a resolution of the Board of Directors and filed with the State of Alaska.

Section 2. Principal Office. The principal office of the Consortium in the State of Alaska shall be located in Anchorage, Alaska . The Consortium may have other offices, either within or outside the state of Alaska, as determined by the Board of Directors.

ARTICLE III: Purpose

The Consortium is organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code. The Mission of the Alaska Peer Support Consortium is to develop, grow and nurture peer support and peer run services, Alaska style.

ARTICLE IV: Membership

The Alaska Peer Support Consortium is a member-based organization. Any organization that is peer operated and/or individuals and organizations who provides peer support to Alaskan beneficiaries are eligible to apply for membership in the Consortium. There is no minimum or maximum number of members that the Consortium will accept, beyond the constraints imposed by Consortium resources. There are no dues or fees required of members.

ARTICLE V: Board of Directors and Officers

Section 1. Number and Composition

There are at least 3 Directors, who shall serve without pay. Each member organization shall have the option of electing one representative to serve as a Director on the Consortium board. No member organization shall have more than one representative. The board shall be made up of at least 75% direct consumers of the Alaska Mental Health Trust Authority beneficiary groups (currently in services, having received services, or eligible but not using services), or family member of someone who is a direct consumers of the Alaska Mental Health Trust Authority beneficiary groups.

Section 2. New Directors

Member organizations shall submit a Board Member Application Form which will include, among other information, whether the candidate represents any of the following categories: direct consumer, family member, or non-consumer. Selection of Directors shall be based on consideration of the composition of the board (75% consumer and family target) as well as the following criteria: ability and desire to commit time and talent to the Mission of the Consortium. New members are elected by a majority vote of the Board at any regular or special meeting. If a member organization wishes to change their representative on the Board, a new application form must be submitted.

Section 3. Terms of Office, Vacancies

- A. Each Director shall serve a term of three years. The number of terms is not limited.
- B. Vacant positions shall be filled by a majority vote of the remaining Directors. A newly elected Director shall complete the term of his/her predecessor and then stand for re-election.

Section 4. Officers

- A. The Board may have four officers: President, Vice-President, Secretary, and Treasurer; the offices of Secretary and Treasurer may be combined.
- B. Officers shall be elected annually by the Directors from among themselves.
- C. All Officers shall be authorized corporate signators.

Section 5. Duties of Directors and Officers

- A. The Board of Directors governs the organization and is responsible for:
 - Determining the strategic purpose and direction for the Consortium
 - Selecting, employing, supporting and evaluation the Executive Director
 - Ensuring effective organizational planning
 - Ensuring that adequate resources are available to the Consortium, and that they are managed effectively
 - Establishing and maintaining mutually beneficial relationships with civic, charitable, and government leadership throughout the State
 - Representation of and service to the Consortium consistent with the fiduciary duties imposed by law upon Directors and Officers
- B. President. The President shall preside at all Board meetings, and perform any other duties as assigned by the Board.
- C. Vice President. The Vice President shall fulfill the obligations of the President in the President's absence.

- D. Secretary. The Secretary shall be responsible for maintaining non-fiscal corporate records, including minutes, resolutions, correspondence, and other Board documents, and attesting to the accuracy of documents generated by the Board. These duties may be delegated, but responsibility remains with the Secretary.
- E. Treasurer. The Treasurer shall be responsible for maintaining all fiscal records of the corporation and for reporting to the Board at each regular meeting. These duties may be delegated, but responsibility remains with the Treasurer.

Section 6. Committees

- A. Standing Committees. The Board may create standing committees as needed.
- B. Ad Hoc Committees. The Board may create ad hoc committees for specific, short-term purposes as needed.

Section 7. Meetings, Notice

- A. The Board of Directors shall meet annually, or more often if agreed upon by the majority of Directors.
- B. Special meetings may be called by the President or by a majority of the other Directors.
- C. At least 10-days notice of regular meetings and 4-days notice of special meetings shall be sent to each Director by U.S. Mail, Fax, or E-mail. Notices shall also be posted at such places (and in such publications) as will promote actual notice of the meeting among the Consortium's client population.
- D. A quorum of 51% of the Board, present in person or by teleconference, shall be required for the transaction of business by the Board of Directors. In the absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
- E. At times, discussions, motions may need to occur via email
- F. Passage of a motion requires a simple majority (i.e. 51% of the Directors present).

Section 8: REMOVAL OF OFFICERS AND DIRECTORS

An officer, agent, or director may be removed by a 2/3 vote of the board of directors, whenever in its judgment the best interests of the corporation will be served. If a Director has not attended two consecutive board meetings, the Consortium will advise the member's organization that the member is being removed from the board. The organization will then have the opportunity to propose an alternate representative. An individual removed from office, may remain on the board as a member if so determined by the board.

ARTICLE VI: Executive Director

The Board of Directors may employ an Executive Director to run the day-to-day affairs of the Corporation. By Resolution, the Board shall delegate such authority to the Executive Director as will enable him/her to carry out the duties set forth in a position description approved by the Board, and to carry out the plans and implement any policies adopted by the Board.

ARTICLE VII: Fiscal Year

The Fiscal Year of the Corporation shall be the calendar year, ending on December 31 each year. The Board has the authority to change the fiscal year if such change would facilitate funding opportunities or accounting efficiencies.

ARTICLE VIII: Dissolution

Upon dissolution of the Consortium, its remaining assets must be used exclusively for exempt purposes.

ARTICLE IX: Amendments

After the introduction of amendments submitted for review at a regular meeting of the Board, these Bylaws may be amended by a 2/3 vote of the total number of Directors present and voting at a duly noticed special or regular meeting called no sooner than 14 calendar days after the meeting at which they were introduced. A Quorum of the Board for purposes of adopting amendments shall be 75% of the Directors.

CERTIFICATION

These Bylaws, having been duly considered by the Board of Directors of Alaska Peer Support Consortium via email, a quorum responding, are hereby adopted by a vote of ____ for and ____ against. Dated this ____ day of _____, 2010.

Attest: _____
Secretary