

## **BYLAWS**

### Greater Chicago Depression and Bipolar Support Alliance (as amended 05.05.2026)

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**ARTICLE I  
NAME**

The name of this organization shall be the DEPRESSION AND BIPOLAR SUPPORT ALLIANCE– GREATER CHICAGO (DBSA–GC).

**ARTICLE II  
PURPOSE**

**2.1 The Mission.**

DBSA-GC's mission is: Offering multiple support groups and educational meetings in the Greater Chicago area. Counteracting the isolation that often accompanies these illnesses. DBSA-GC knows that the confidential sharing of experiences with peers can help in the recovery process. Giving emotional support, resources, practical assistance and encouraging members to seek medical advice. Mood disorders are treatable and with treatment comes recovery. Encouraging our constituency to volunteer, wherever their passion and interests lie. We encourage advocacy on the local, state and federal levels to ensure that mental health issues are not neglected.

**2.2: Organization under Illinois Law.**

DBSA–GC is an Illinois-not-for profit corporation organized solely for general charitable purposes pursuant to the Illinois Compiled Statutes, Chapter 805 ILCS 105/101.01 et seq.

**2.3 Not-for-Profit Status.**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its Directors, Officers, or other private persons, except that the corporation 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 these bylaws. No substantial part of the activities of the corporation shall be the carrying on of propaganda or intervening in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, the corporation shall not carry out any other activities not permitted to be carried out by a corporation exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**2.4 Dissolution.**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, literary, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the

corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine by a 2/3 majority vote. Any such assets not so disposed of shall be disposed of by the Circuit Court or the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

### **ARTICLE III REGISTERED OFFICE AND REGISTERED AGENT**

#### **3.1. Registered Office.**

DBSA–GC shall have and continuously maintain a registered office as determined by the Board of Directors.

#### **3.2 Registered Agent.**

DBSA–GC shall have and maintain a Registered Agent as determined by the Board of Directors.

### **ARTICLE IV MEMBERSHIP**

#### **4.1 Membership Requirements.**

Participation in DBSA–GC shall be open to all persons who are interested in the mission of the organization and provides their e-mail address to receive communications on events and newsletters.

#### **4.2 Membership Attending Annual Meeting.**

All members shall have the right and privilege to attend the DBSA–GC Annual Meeting of the Board of Directors.

#### **4.3 Voluntary Donations.**

Voluntary monetary donations may be paid by members and will be used to further DBSA–GC’s mission.

### **ARTICLE V BOARD OF DIRECTORS**

#### **5.1 General Powers.**

The business and affairs of DBSA–GC shall be managed by its Board of Directors.

#### **5.2 Duties.**

The duties of the DBSA–GC Board of Directors are to ensure that the mission of DBSA–GC is implemented and to ensure the legal and financial viability of the organization.

#### **5.3 Number of Directors.**

The Board of Directors shall consist of no less than three (3) Directors and not more than fifteen (15) Directors.

#### **5.4 Election and Term of Office.**

Directors for DBSA–GC shall serve for a term of three (3) years, with no limitation on the number of terms. To provide continuity, there shall be three classes of Directors with one-Third (1/3) of the directors elected annually and installed at the Annual Meeting each year.

#### **5.5 Vacancies.**

Any vacancy occurring in the Board of Directors due to resignation or removal may be filled by the Board of Directors at any board meeting. The new Director filling the vacancy shall be approved by a simple majority.

#### **5.6 Annual Meeting.**

The Annual Meeting of DBSA–GC will be held in November of each year. The purpose of this meeting shall be to elect the slate of directors as presented by the Board. A majority in attendance shall elect the slate. DBSA–GC may also transact other business at the annual meeting.

#### **5.7 Regular Meetings of the Board of Directors.**

Regular meetings of the Board of Directors shall be held as the Board deems necessary but no less than four (4) times a year and no more than twelve (12) times a year. Board meeting dates shall be established at the beginning of each calendar year and presented to the Board. Board Meetings shall be conducted either in-person or via video conference call or other similar means. Proper memorializing of all actions, including voting, during all board meetings shall be the responsibility of the Secretary, or if no Secretary is sitting, then another Board of Director.

#### **5.8 Special Meetings of the Board of Directors.**

Special meetings of the Board may be called by the President of the Board or at the request of a simple majority of the duly elected Directors. Notice of the time, place, and date of the special meeting of the Board of Directors shall be provided to each Director. The notice of this special meeting shall specify any and all business to be transacted at the special meeting.

#### **5.9 Place of Meeting.**

All meetings of the Board of Directors shall be held at such place as designated by the Board of Directors.

#### **5.10 Quorum.**

A simple majority of the duly elected members of the Board shall constitute a quorum.

#### **5.11 Requirement for Action.**

The act of the majority of the duly elected Board members present at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by law or by these bylaws.

#### **5.12 Removal.**

Any Director may be removed by the DBSA–GC Board of Directors whenever in its judgement, the best interests of the organization would be served. The motion to remove a Director may be

presented to the Board and a two thirds (2/3) vote of the duly elected directors is required.

#### **5.13 Committees.**

The Board of Directors may designate and appoint any number of committees. The designation and appointment of any such committee and the delegation of authority shall not relieve the Board of Directors, or any individual Director of any responsibility imposed by law.

#### **5.14 Compensation.**

No Director shall receive any remuneration for services as a DBSA–GC Board Director.

#### **5.15 Reimbursement for Expenses.**

Board Directors will be reimbursed for reasonable and authorized expenses incurred on behalf of DBSA–GC.

#### **5.16 Conflict of Interest.**

When a Director gains personally or professionally from a transaction(s) of DBSA–GC, a conflict of interest exists. When any such conflict of interest exists, the Director shall not vote on any subject with respect to which the conflict of interest exists

### **ARTICLE VI OFFICERS**

#### **6.1 Officers.**

The Officers of DBSA–GC shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions in this Article. The Board of Directors may elect or appoint such other Officers, including one or more vice presidents, assistant secretaries, and/or assistant treasurers. Such Officers will have the authority to perform the duties assigned by the Board of Directors. New Officers may be created and/or filled at any regular meeting of the Board of Directors and not all officer positions need to be filled.

#### **6.2 Election and Term of Office.**

The Officers of DBSA–GC shall be elected annually by the Board of Directors. Officers shall be elected and installed at the November meeting of the DBSA–GC Board of Directors. If the election of Officers shall not be held at such meeting, such election shall be held as soon thereafter as possible. The term of Officers shall be three (3) years, with no limitation on the number of terms. Officers shall be approved by 2/3 majority vote of the Board of Directors.

#### **6.3 Vacancies.**

A vacancy in any office may be filled by the Board of Directors and approved by a 2/3 majority vote of the Board of Directors. Vacancies may be filled at any regular meeting of the Board of Directors.

#### **6.4 Removal.**

Any Officer may be removed by the DBSA–GC Board of Directors whenever, in its judgment, the best interest of the organization would be served. The motion to remove an Officer can be presented to the Board by any of its Directors or Officers and must be pursuant to the policy in

place by DBSA-GC at the time of removal.

#### **6.5 President.**

The President shall be the principal officer of DBSA–GC and the President shall in general supervise all business and affairs of DBSA–GC as may be prescribed by the Board of Directors. The President shall preside at all meetings of the Board of Directors and perform duties as may be prescribed by the Board of Directors. The President may sign any documents which the Board of Directors has authorized to be executed, except in the cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or bylaw. The President’s term of office will be three years.

#### **6.6: Vice President.**

In the absence of the President or in the event of the President's inability to act, the Vice President shall perform the duties of the President, and when so acting shall have the powers of and be subject to all of the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned by the President or the Board of Directors. The term of office will be three years.

#### **6.7 Secretary.**

The Secretary shall keep the minutes of the meetings of the Board of Directors, see that all notices are duly given in accordance with the provisions of these by laws and as required by law, be the custodian of the corporate records of DBSA–GC, and perform duties as may be assigned by the President or the Board of Directors. The term of office will be three years.

#### **6.8 Treasurer.**

The Treasurer shall oversee all financial transactions, sees that adequate and accurate financial records are maintained, ensures that all funds are deposited in the name of DBSA–GC in such banks or other depositories as selected by the DBSA–GC Board of Directors. The Treasurer shall be responsible for ensuring that regular financial statements are prepared and distributed to the Board of Directors and others as required by these by laws or by law. The Treasurer shall perform all other duties incident to the office of Treasurer and such other duties as may be assigned by the President or the Board of Directors. The term of office will be three years.

## **ARTICLE VII COMMITTEES**

#### **7.1 Committees of the Board.**

The Board of Directors may designate and appoint any number of committees. The designation and appointment of any such committee and the delegation of authority shall not relieve the Board of Directors, or any individual Director or Officer of any responsibility imposed by law. The Committee Chairperson shall be appointed by the President. The President may name a Vice Chairperson for any committee. Committee size will be determined by the President and the Committee Chairperson. Each committee must include a minimum of two DBSA–GC Board Directors as committee members and there shall be no limitation on the term of any committee

members.

### **7.2 The Executive Committee.**

The Executive Committee, if formed, may consist of the Officers of the DBSA–GC Board of Directors. Except as otherwise provided by law or these bylaws, the Executive Committee shall have and exercise the authority of the DBSA–GC Board of Directors in the management of DBSA–GC between meetings of the Board of Directors, and it shall perform any other duties assigned to it by the DBSA–GC Board of Directors. Any actions taken by the DBSA–GC Executive Committee will be ratified by the DBSA–GC Board of Directors at its next regular meeting:

## **ARTICLE VIII EMPLOYED STAFF**

### **8.1 Executive Director.**

The DBSA–GC Board of Directors may appoint an Executive Director, based upon the recommendation of the Executive Committee. The Executive Director is subject to the policies established by the DBSA–GC Board of Directors and shall have the responsibility for the administration of the DBSA–GC day to day affairs of DBSA–GC and the management of the DBSA–GC office. The Executive Committee will evaluate the Executive Director and report the findings of the evaluation to the Board of Directors. The Executive Director shall be an officer of the corporation.

### **8.2 Additional Employed Staff.**

If there is not an Executive Director appointed, the Board of Directors shall be responsible for the employment and evaluation of any other staff members.

## **ARTICLE IX BUSINESS ADMINISTRATION**

### **9.1 Contracts.**

The Board of Directors may authorize any Officer or Officers, employee or employees, agent or agents of DBSA–GC, in addition to the Officers so authorized by these by laws, to enter into any contract or execute any contract or execute and deliver any instrument in the name of and on behalf of DBSA–GC. This authority may be general or confined to specific instances.

### **9.2 Payments.**

All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of DBSA–GC, shall be signed by such Officer or Officers, employee or employees, agent or agents of DBSA–GC in such manner as shall from time to time be determined by a resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the President and countersigned by the Treasurer of the Board of Directors.

### **9.3 Deposits and Investments.**

All funds of DBSA–GC not otherwise employed shall be deposited to the credit of DBSA–GC in such banks, trust companies or other depositories as the Board of Directors may select. Any

investment decisions shall be made by a two-thirds (2/3) majority vote of the Board of Directors.

**9.4 Gifts.**

The Board of Directors, the President, the Executive Director and their assignees may accept on behalf of DBSA–GC any unrestricted contribution, gift, bequest, for DBSA–GC. The Board of Directors shall ratify any gift accepted on behalf of the organization.

**9.5 Audit.**

When annual revenues exceed \$300,000 an audit shall be conducted by an independent certified public accountant.

**9.6 Fiscal Year.**

The fiscal year of DBSA–GC shall begin on the first day of January and end on the last day of December in each year.

**9.7 Waiver of Notice.**

Whenever any notice is required to be given, a waiver in writing signed by the person(s) entitled to such notice, whether before or after the time stated therein shall be deemed equivalent to the giving of notice.

**ARTICLE X  
AMENDMENTS TO THESE BY LAWS**

The bylaws of DBSA–GC may be amended or repealed and new bylaws may be adopted by a two-thirds (2/3) vote of the DBSA–GC Board of Directors at any regular or special meeting of the Board of Directors, provided that at least seven (7) days written notice is given of intention to alter, amend, repeal, or to adopt new bylaws at such meeting. The proposed amendments shall be included with the notice.

Date Adopted: May \_\_ 2026

President: Bridget Maul

THESE BYLAWS SUPERSEDE ALL PREVIOUS BYLAWS.