

BYLAWS

OF

DBSA TUCSON

ARTICLE I

NAME

The name of the Corporation shall be DBSA Tucson

ARTICLE II

PURPOSES

Section 1. Not-For-Profit. The corporation is organized under and shall operate as an Arizona not-for-profit corporation, and shall have such powers as are now or as may hereafter be granted by the Arizona General Not-For-Profit Corporation Act of 1986, as amended.

Section 2. Purposes. The purpose of the corporation is to improve the lives of people living with mood disorders in the Tucson area.

Section 3. Rules. The following rules shall conclusively bind the corporation and all persons acting for or in behalf of it:

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, 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 herein. No substantial part of the activities for the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene 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 on any other activities not permitted to be carried on (a) 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).

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all 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, educational, religious, or scientific 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), and as the Board of Directors shall determine.

ARTICLE III

REGISTERED OFFICE AND AGENT

The corporation shall have and continuously maintain in the state of Arizona, a registered office and a registered agent whose office shall be identical with such registered office, and may have such other offices within or without the State of Arizona and such other registered agents as the Board of Directors may from time to time determine.

ARTICLE IV

MEMBERS

Section 1. Membership. All participants in chapter activities are considered to be members of the corporation.

ARTICLE V

MEETINGS OF MEMBERS

Section 1. Annual Meeting. An annual meeting of the members shall be held at such time and place as the Board of Directors may determine for the purpose of electing directors and for the transaction of such other business as may come before the meeting.

Section 2. Special Meetings. Special meetings of the members may be called by the President, by the Board of Directors, or by not less than one half of the members having voting rights.

Section 3. Place of Meeting. The Board of Directors may designate any place, either within or without the State of Arizona as a place of meeting for any annual meeting or for any special meeting called by the Board of Directors. If no designation is made, or if a special meeting be otherwise called, the place of the meeting shall be the registered office of the corporation in the State of Arizona; provided, however, that of all the members shall meet at any time and place, either within or without the State of Arizona, and consent to the holding of a meeting, such meeting shall be valid without call or notice, and at such meeting any corporate action may be taken.

Section 4. Notice of Meetings. Unless otherwise required by statute, written or printed notice stating the place, date, and hour of any meeting of members shall be delivered, either personally or by mail, to each member entitled to vote at such meeting, not less than five nor more than 60 days before the date of such meeting, by or at the direction of the president, or the Secretary, or the persons calling the meeting.

In the case of a special meeting or when required by statute or by these bylaws, the purpose for which the meeting is called shall be stated in the notice. If mailed, the notice of a member shall be deemed delivered when deposited in the United States mail addressed to the member at his or her address as it appears on the records of the corporation, with postage thereon prepaid. Any member may waive notice of the meeting.

Section 5. Informal Action by Members. Any action required to be taken at a meeting of the members of the corporation, or any other action which may be taken at a meeting of members, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed either (i) by all of the members entitled to vote with respect to the subject matter thereof, or (ii) by the members having not less than the minimum number of votes that would be necessary to authorize or to take action at a meeting at which all members entitled to vote thereon are present and voting.

Section 6. Quorum and Manner of Acting. The members holding at least a majority of the votes which may be cast at any meeting. If a quorum is not present at any meeting of members, a majority of the members present may adjourn the meeting from time to time without further notice. If a quorum is present, the affirmative vote of the majority of the members represented at the meeting and entitled to vote on the matter shall be the act of the members, unless the vote of a greater number is required by law, the articles of incorporation or these bylaws.

Section 7. Proxies. At any meeting of members, a member entitled to vote may vote either in person or by proxy executed in writing by the member or by his or her duly authorized attorney-in-fact. No proxy shall be valid after 11 months from the date of its execution unless otherwise provided in the proxy.

ARTICLE VI

OFFICERS

Section 1. Officers. The officers of the corporation shall be a President, a Vice President, Secretary, Treasurer, and such officers as may be determined by the Board of Directors. [note: sample only. Chapter must have a minimum of four officers.] The Board of Directors may elect or appoint such other officers as it shall deem desirable, such officers to have the authority to perform the duties prescribed from time to time by the Board of Directors. No two offices may be held by the same person. Officers need not be residents of Arizona.

Section 2. Election and Term of Office. The officers shall be elected by the Board of Directors for an annual term. The officers shall be elected at the annual meeting of the Board of Directors nearest the expiration of their term of office and shall serve until their successors have been duly elected and qualified. Vacancies may be filled or new offices created and filled at any meeting of the Board of Directors.

Section 3. Removal. Any officer may be removed by the Board of Directors whenever in its judgment the best interests of the corporation would be served thereby.

Section 4. Vacancies. A vacancy in any office, because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President. The President shall be the principal executive officer of the corporation and shall in general supervise the affairs of the corporation. He or she shall preside at all meetings of the Board of Directors. He or she may sign, with the Secretary or any other proper officer of the corporation authorized by the Board of Directors, in the deeds, mortgages, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by statute to some other officer or agent of the corporation; and a general shall perform all duties incident to the office of president, and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President. In the absence of the President or in the event of his or her inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 7. Secretary. The Secretary shall keep the minutes of the meetings of the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the corporate records; and in general perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

Section 8. Treasurer. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety or sureties as the Board of Directors shall determine. He or she shall have charge in custody of and be responsible for all funds and securities of the corporation; receive and give receipts of moneys due and payable to the corporation from any sources whatsoever, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of these bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the President or by the Board of Directors.

ARTICLE VII

BOARD OF DIRECTORS

Section 1. General Powers. The affairs of the corporation shall be managed by its Board of Directors.

Section 2. Composition, Tenure and Qualifications. The number of directors shall be four (4). Each Director shall hold office until the next annual meeting of the Board of Directors and until his or her successor has been duly elected and has qualified. Directors need not be residents of Arizona

Section 3. Regular Meetings. A regular annual meeting of the Board of Directors shall be held during the month of December or at such other time and at such place as may be designated by resolution of the Board of Directors without other notice than this bylaw and such resolution. The Board of Directors may provide by resolution the time and place, either within or without the State of Arizona, for the holding of additional regular meetings of the board without other notice that such resolution.

Section 4. Special meetings. Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board may fix any place, either within or without the State of Arizona, as a place for holding any special meetings of the board called by them.

Section 5. Notice. Notice of any special meeting of the Board of Directors shall be given at least three days previously thereto by written notice delivered personally or sent by mail or facsimile transmission to each Director. If notice be given by mail, such notice shall be deemed to be delivered upon confirmation of the receipt of the transmission, and the Director may waive notice of any meeting.

Section 6. Quorum. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than a majority of the Directors is present at such meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. Matter of Acting. The act of a majority of the Directors 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.

Section 8. Informal Action by Directors. Any action required to be taken at a meeting of the Board of Directors or any action which may be taken at a meeting of the Board may be taken without a meeting if the consent in writing, setting forth the action so taken, shall be signed by all of the Directors entitled to vote with respect to the subject matter thereof.

Section 9. Vacancies. A vacancy occurring in the Board of Directors or any Directorship to be filled by reason of an increase in the number of Directors shall be filled by the Board of Directors. A Director selected to fill a vacancy shall be elected for the unexpired term of his or her predecessor in office.

Section 10. Compensation. Directors shall not receive any salaries for their services as such, but by resolution of the Board of Directors, a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board; provided, that nothing herein contained shall be construed to preclude any Director from serving the corporation in any other capacity and receiving compensation therefor.

Section 11. Attendance by Communications Equipment. Members of the Board of Directors or of any committee of the Board of Directors may participate in and act at any meeting of such Board or committee through the use of a conference telephone or other communications equipment by means of which all persons participating in the meeting can hear each other. Such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

ARTICLE VIII

COMMITTEES

Section 1. Committees of Directors. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate one or more committees, each of which shall consist of two or more Directors, and shall have a majority of its members be Directors. Such committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon them by law.

Section 2. Other Committees. Other committees, not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee need not be Directors of the corporation, and the President of the Corporation shall appoint the members thereof. Any members thereof may be removed by the Board whenever in its judgment, the best interests of the corporation shall be served by such removal.

Section 3. Term of Office. Each member of the committee shall continue as such until the next annual meeting of the Board of Directors of the corporation and until his or her successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.

Section 4. Chairperson. One member of each committee shall be appointed Chairperson by the President of the corporation.

Section 5. Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

Section 6. Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum, and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

Section 7. Rules. Each committee may adopt rules for its own governance, not inconsistent with Arizona General Not-For-Profit Corporation Act of 1986, as amended, the Articles of Incorporation, these bylaws or rules duly adopted by the Board of Directors.

ARTICLE IX

CONTRACTS, CHECKS AND DEPOSITS

Section 1. Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, shall be signed by such officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors such instruments shall be signed by the Treasurer and countersigned by the President or a Vice President of the corporation.

Section 3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

ARTICLE X

BOOKS AND RECORDS

The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

ARTICLE XI

FISCAL YEAR

The fiscal year of the corporation shall be January 1-December 31.

ARTICLE XII

WAIVER OF NOTICE

Whenever any notice whatsoever is required to be given under the provisions of the Arizona General Not-For-Profit Corporation Act of 1986, as amended, or under the provisions of the Articles of Incorporation or these bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE XIII

AMENDMENTS TO BYLAWS

These bylaws may be altered, amended or repealed and new bylaws may be adopted by a majority of the Directors present at any regular meeting or at any special meeting of the Board, provided that at least 15 days written notice is given of intention to alter, amend or repeal and to adopt new bylaws at such meeting.

ARTICLE XIV

INDEMNIFICATION

The corporation shall indemnify all officers and Directors of the corporation to the full extent permitted by the Arizona General Not-For-Profit Corporation Act of 1986, as amended, and to be entitled to purchase insurance for such indemnification of officers and Directors to the full extent as may be determined from time to time by the Board of Directors of the corporation.

This constitutes the entire bylaws, adopted this 1st day of November 2005.

Pursuant to: ARTICLE XIII of bylaws adopted 11/01/05, the bylaws may be amended and adopted by a majority of the Directors present at a regular or special meeting.

AMENDMENT I

ARTICLE XV

BOUNDARIES OF THE DIRECTORS

1 The Board of Directors shall be available for chapter related functions, Monday through Friday, from 0800 hrs until 1700 hours, which are considered to be the normal business hours of the chapter.

2 After 1700 hours during the above stated days and all other times, advocacy and crisis intervention mechanisms shall be in place.

3 Directors may not fraternize on a socially intimate basis, to be defined, with any chapter consumers, or other Directors. Socially intimate basis, goes beyond the socially accepted standards of fraternization.

4 If in fact, Paragraph 3, Article XV is found to be violated, then the Director and/or Directors and/or consumer or consumers, may face punitive action, as defined in Section 4, Article IV of the current bylaws adopted 11/01/05.

5 It is the intent of this paragraph to discourage all Directors, committee members and consumers from developing an intimate setting, out of the confines of the group, unless they have been in full recovery for a period of not less than two (2) years, as documented. This means, no dating, as defined by the usual definitions

6 It is the intent and expectation of the Directors and its constituents to return e-mails and phone calls within a period of, not to exceed 48 hours, from receipt.

7 The Directors have adopted a mechanism of Board election, for proposed candidates to the Board. The prospective candidates will serve on an appointed committee for a period, of not less than 90 days, considered to be a probationary period, at the completion of which, their performance shall be reviewed for nomination to the Board, by the then current Directors.

8 A consumer advocacy system shall be developed within the confines of the chapter and the committee will be charged with that duty.

Pursuant to: ARTICLE XIII of bylaws adopted 11/01/05, the bylaws may be amended and adopted by a majority of the Directors present at a regular or special meeting.

AMENDMENT II

ARTICLE XVI

FINANCIAL ASSISTANCE

- 1 It is a violation of our chapter policies to provide financial assistance to any Director and/or consumer.
- 2 It is not the responsibility of the Board of Directors of the DBSA Tucson Chapter to assist any Board Member and/or consumer, who may be in financial need and/or financial crisis.
- 3 The assistance to a Director and/or consumer who may be in financial need and/or financial crisis, may be offered by individual members, independent persons or advocacy agencies, on a philanthropic basis, only.
- 4 No offers to assist are intended or implied, by our chapter and it's Board of Directors.

Pursuant to: ARTICLE XIII of bylaws adopted 11/01/05, the bylaws may be amended and adopted by a majority of the Directors present at a regular or special meeting.

AMENDMENT III

ARTICLE XVII

MEMBER SUSPENSION AND LOA

(defined as Leave of Absence)

1 The BOD (hereby referred to as the Board of Directors) has the right to place any chapter member, to include BOD members on suspension, and/ or leave of absence, as previously defined in the bylaws adopted 11/01/05, until a formal hearing is held with the consumer, and their advocate, if they choose to elect one, with the chapter professional adviser in attendance.

2 Should the consumer in question, fail to attend the hearing, for reasons which shall be outlined, than the consumer must take a mandatory LOA and suspension not less than 90 days from the date of the hearing, and then may apply to the then BOD for a new hearing.

3 At the termination of the second 90 day period, a final request may be made by the consumer for a final hearing, at the discretion of the agenda of the BOD. The purposes of these two aforementioned hearings are to achieve conflict resolution, and not to be punitive in any manner.

4 If the consumer fails to attend the third hearing, then a mandatory LOA, with notification of the National DBSA will ensue, consisting of not less than one (1) year of suspension and the consumer shall desist from all group contact, activities, and shall not be permitted to attend any chapter meetings and/or functions.

5 If the consumer violates any of the aforementioned sanctions, then a hearing with representatives from National DBSA, local BOD, and two independent mental health care givers and the Chapter Professional Advisor and advocates of choice will be arranged, to mediate the consequences. The recommendations and mediation requests from this hearing, shall be binding by all parties involved.

AMENDMENT IV

ARTICLE XVIII

- 1 The BOD shall recruit community legal counsel, on a pro bono basis for assistance in all legal matters.
- 2 The BOD shall recruit a financial professional, (CPA etc.) on a pro bono basis, to assist at all chapter financial matters.

AMENDMENT V

ARTICLE XIX

1 The acceptable standard adopted, by the BOD, for failure to attend any at all hearings, within a reasonable medical and psychiatric probability, are: (N.B., failure to attend by the consumer, must be submitted to the then BOD, within a 24-hour window, prior to the date and time of the hearing, in addition, written documentation from a reliable and acceptable source, beyond any reasonable medical/psychiatric certainty, must be submitted to the BOD, within seven (7) days from the date of the hearing, as to the reason for attendance failure.)

2 Standards of attendance failure:

- A. Illness, as defined by any medical, surgical or physical illness documented by a licensed care giver, in the State of Arizona.
- B. Exacerbation of underlying psychiatric/or brain chemical disorder, as defined in current DSM and documented by a mental health care giver, licensed in the State of Arizona.
- C. Life-threatening illness.
- D. Family crisis, and/or consumer attendance, at a family crisis, documented by the usually acceptable standards, as previously adopted by the BOD.
- E. If documentation is not received within the defined, then paragraph 4, Amendment III, shall be enacted.

AMENDMENT VI

ARTICLE XX

1. Any consumer, who is required to attend any and all hearings, may bring support on their behalf, to include any form of advocacy they deem appropriate. This is to eliminate partisan positions and failure to mediate, as a result of lack of comprehension, on the part of the consumer. The BOD may enact the same right.

1 The consumer and BOD may waive their right to do so, at their discretion.

2 An advocate from the community may be appointed by both parties, if they should desire.

3 Forgetting not, that the expressed purpose written, herein, is directed at peer support, as defined by local and National bylaws, as well, as all prior amendments adopted.

(No judgments, onto the consumer, shall be imposed by the BOD, without the proper guidelines, as previously set forth. The BOD and its constituents are hereby exonerated from any libelous/slanderous consequences, of the aforementioned amendments, and are officially held harmless.)

Pursuant to: ARTICLE XIII of bylaws adopted 11/01/05, the bylaws may be amended and adopted by a majority of the Directors present at a regular or special meeting.

AMENDMENT VII

ARTICLE XXI

CRITERIA FOR MONITORING AND RE-APPLICATION OF WELLNESS LEAVE OF ABSENCE

1. leave", we are hereby adopting criteria, in the best interests, both to the chapter and the individual/individuals, who have been placed on leave, for re-application and re-admission to chapter, as well as monitoring, during that Wellness Leave. All of the forthcoming criteria, shall be in writing on documented forums: ie prescription forms, letter, etc.

An advocate shall be appointed, to monitor and counsel, the person or person on leave. That advocate shall be at the approval of the BOD.

An Arizona licensed, Primary Care Physician shall document in writing, compliance with visits, on a timely basis and the intent to continue, those visits.

An Arizona Licensed Psychiatrist and/or Psychologist shall provide

compliance with medication regime and continued compliance for wellness plans and follow up visits.

Input from the advocate assigned to that the person or persons shall have to demonstrate to the BOD, in writing, the intent to continue the wellness program.

All of (a) through (d) above, shall be received and delivered to the BOD, in

writing, on a timely basis, not to exceed 30 days from inception of leave and every 30 days, or before, during the wellness leave.

f. If the person or persons on wellness leave, do not comply with the above stated standards, then another 90 day wellness leave, may be granted by the BOD, at their discretion.

g. If the person or persons on wellness leave, should not desire to re-apply for re-instatement, or fail to comply with the above criteria, for that person, hereby set forth, shall be null and void and the BOD shall decide as to the possible dismissal of that individual from the chapter, or other remedial action.

If the wellness plan involves alternative means of therapy, that too shall be documented, as above.

If satisfied of the above is met, it is up to the discretion of the BOD, by a vote, at a regular, or special meeting, to decide if the person or persons on wellness leave, are certifiably ready for re-admission to the chapter.

A copy of this amendment shall be given to the person or persons on wellness leave, so they are aware of their responsibilities. A copy of the amendment shall also be provided to the advocate assigned to the person or persons on wellness leave.

k. A document of receipt shall be signed by the recipients of the above, at the time of delivery, as well as, (2) BOD members.

The full intent of the above, is to insure the WELLNESS of the person or persons on that wellness leave and is not meant or implied to be punitive in nature.

This constitutes the entire bylaw amendment, adopted this 9th day of April 2006.