

# **Believe In Me Empowerment Corporation Bylaws**

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**Bylaws approved at a meeting of the Board of Directors of The Believe in Me Empowerment Corporation**

# **"Bylaws"**

## **BYLAWS OF THE BELIEVE IN ME EMPOWERMENT CORPORATION.**

### **ARTICLE I - THE BELIEVE IN ME EMPOWERMENT CORPORATION,**

#### **PURPOSE**

##### **Section 1:**

**THE BELIEVE IN ME EMPOWERMENT CORPORATION shall be established to provide services that will improve the lives of youth and adults, and their families impacted by and or affected by incarceration in Greater New Haven.**

##### **Section 2:**

**THE BELIEVE IN ME EMPOWERMENT CORPORATION: is organized to provide supportive programming to the Greater New Haven community, to include by not limited to housing, basic needs, case management, food distribution, social emotional, substance and psychological counseling, both group and individual, support groups, transportation assistance to address challenges, build capacity and empower Greater New Haven residents.**

**NO PROCEEDS FROM THIS CORPORATION WILL ENRICH ANY INDIVIDUAL, EXCEPT THAT REASONABLE COMPENSATION MAY BE PAID FOR SERVICES TO THE CORPORATION. ALSO, IF THE CORPORATION IS DISSOLVED, ANY ASSETS REMAINING WILL BE DISTRIBUTED TO ANOTHER CORPORATION SERVING A SIMILAR PURPOSE AND QUALIFYING AS A TAX- EXEMPT, CHARITABLE ORGANIZATION UNDER THE PROVISIONS OF 501 © (3) OF THE INTERNAL REVENUE CODE.**

## **ARTICLE II - MEMBERSHIP**

### **Section 1:**

**Membership shall consist only of the members of the board of directors.**

### **ARTICLE III - ANNUAL MEETING**

#### **Section 1:**

**Annual Meeting.** The date of the regular annual meeting shall be set by the Board of Directors who shall also set the time and place.

#### **Section 2:**

**Special Meetings.** Special meetings may be called by the Chair or the Executive Committee.

#### **Section 3:**

**Notice.** Notice of each meeting shall be sent electronically to each voting member not less than ten days before the meeting.

## **ARTICLE IV - BOARD OF DIRECTORS**

### **Section 1: Board Role, Size, Compensation.**

The Board is responsible for policy development and review of The Believe in Me Empowerment Corporation, and its implementation of said policy by the Executive Director and all program committees. The Board shall have up to 15 and not fewer than 3 members. The board receives no compensation other than reasonable expenses.

## **ARTICLE V - COMMITTEES**

### **Section 1:**

The Board shall create working committees as needed, i.e., fundraising, housing, etc. The Board Chair appoints all committee chairs.

### **Section 2: Executive Officers**

The four officers, Chairperson, Vice Chairperson, Treasurer, Secretary, of the Board serve as the members of the Executive Committee. The Executive Committee shall have all the powers and authority of the Board of Directors, between meetings of the Board of Directors, apart from the power to amend the Articles of Incorporation and/or Bylaws, this power remains subject to the direction of the full Board of Directors.

### **Section 3: Finance Committee.**

The Treasurer shall be the Chair of the Finance Committee. The committee shall include three additional Board members. The Finance Committee shall be responsible for developing and reviewing fiscal procedures, creating, and establishing a yearly fundraising plan and the annual budget with staff to be approved by the majority of a quorum of the Board. The Board shall approve an annual budget, to include all income and expenditures. Any line item changes greater than \$5000 dollars, in the budget, must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members and the public.

## **ARTICLE VI - AMENDMENTS**

### **Section 1:**

The Bylaws shall be amended, when necessary, by a two-thirds of the Board of Directors. Proposed amendments shall be submitted to the Secretary to be sent electronically with regular Board announcements.

### **Section 2: Meetings.**

The Board shall meet at least 5 times a year, at an agreed upon time and place.

### **Section 3: Board Elections.**

Selection of new Board members or the (re)election of current Board members to a second term will occur as the first item of business at the annual meeting of the corporation. Board members will be elected by a majority vote of the current directors.

### **Section 4: Terms.**

All Board members shall serve 1-year terms and are eligible for re-election.

### **Section 5: Quorum.**

A quorum shall constitute a majority of the Board members before business can be transacted or motions made or passed.

### **Section 6: Notice.**

An official Board meeting requires that each Board member have written notice at least two weeks in advance of the meeting.

### **Section 7. Officers and Duties.**

There shall be four executive Board members, the Chairperson, Vice Chairperson, Treasurer and Secretary.

The Chairperson shall convene regularly scheduled Board meetings and shall preside over all meetings with exception to committee meetings, unless in the absence of the committee chairperson. The Chairperson will appoint all standing and adhoc committee chairpersons.

The Vice-Chairperson shall assume the position of Chairperson in the absence or vacancy of the Chairperson.

The Secretary shall be responsible for record keeping of Board actions, including ensuring proper minutes are taken at all board meetings, disseminating meeting announcements, agenda and minutes to Board members, and that corporate records are maintained.

The Treasurer shall also serve as the Chairperson of the Finance Committee and shall, along with staff, assist with the preparation, of the corporation budget and report at each regularly scheduled Board meeting a report on the financial status of the corporation.



#### **Section 8: Vacancies**

When a vacancy occurs on the Board, nominations for new members shall be received from present Board members to the Secretary two weeks in advance of a Board meeting. These nominations shall be sent electronically to Board members along with the regular Board meeting announcement. The nominated board members shall be voted on at the scheduled Board meeting.

#### **Section 9: Resignation, Termination and Absences.**

Resignation from the Board shall be in writing, received by the Secretary and presented at the next Board meeting. A Board member may be terminated from the Board for three or more unexcused absences. A Board member may be removed for other reasons by two thirds vote of the remaining directors.

#### **Section 10: Special Meetings.**

Special meetings of the Board shall be called, in writing, by the Chairperson or by three board members. A written request shall be submitted to the Board Secretary, a coordinated date and time established by the Board Secretary and the notice sent electronically to all Board members, within 10 days of the meeting.

## **9. Closing Remarks**

- a. Summary of Key Points**
- b. Next Steps and Follow-Up Actions**