

Families First Community Center

Affiliate Bylaws

September 12, 2017

- I. **MISSION**
The purpose of Families First Community Center (FFCC) is to the children with the skills they need to gain self-sufficiency. To ensure this, FFCC will develop Affordable Housing and provide wrap-around services in order to help them achieve their goals. FFCC will be a home that will help residents with everything they need to live an independent, stable and fulfilling life. More specifically, our mission is to provide housing, education, and support to provide a safe and healthy environment for our residents. To reduce the stigma and isolation associated with homelessness.
- II. **MEMBERSHIP**
There are no membership dues; however, there are some costs associated with membership. The term of office is three years.
- III. **DUES & FINANCIAL**
The fiscal year shall begin on January 1 and end on December 31.
- IV. **BOARD OF DIRECTORS and OFFICERS**
The Board of Directors shall have a minimum of 3 members and no more than 15. Board members shall be comprised of members in good standing of Families First Community Center and may also serve as elected officers. The Board of

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I. NAME

The name of this organization shall be Families First Community Center (FFCC).

Families First Community Center is a charitable organization which corresponds to the provisions of any future Federal tax law ("Section 501(c) (3)")

II. MISSION

The mission of Families First Community Center (FFCC) is to the break the cycle of homelessness by equipping families with minor children with the skills they need to gain self-sufficiency. To ensure this, FFCC will develop Affordable Housing and provide wrap-around services.

FFCC will be a home that will help residents with everything they need to live an independent, stable and fulfilling life.

More specifically our mission is:

- A. To be dedicated to providing affordable housing.
- B. To be dedicated to providing support, education and advocacy in life skills, education and medical issues.
- C. To offer educational outreach programs or provide transportation to these programs.
- D. To reduce the stigma and isolation associated with homelessness.

III. MEMBERSHIP

There are no membership dues.

IV. DUES & FINANCIAL

The fiscal year shall begin on January 1 and end on December 31.

V. BOARD of DIRECTORS and OFFICERS

- A. The Board of Directors shall have a minimum of 3 members and no more than 15. Board members shall be comprised of members in good standing* of Families First Community Center and may also serve as elected officers. The Board of

Directors shall establish the policies of Families First Community Center, develop operating budget(s), plan and execute educational outreach and fundraising events, sponsor training, and perform such other acts as appropriate to fulfill Families First Community Center's mission.

- B. Board Members and officers shall serve without compensation.
- C. Officers must be Board members. Office positions shall consist of a president, a vice president, a secretary, and a treasurer. Any two or more offices may be held by the same person unless otherwise provided herein.
- D. The power to alter, amend, or repeal these bylaws or adopt new bylaws shall be vested in the Board of Directors.
- E. The Board may appoint such other Officers as may be deemed, desirable, including a co-President, one or more Vice-President(s), one or more Assistant Secretaries, and one or more Assistant Treasurers. Such Officers shall serve for such period as the Board may designate.

*Good Standing shall be defined as coming prepared to, and attending, Board Meetings, serving on at least one Committee, answering questions and performing tasks as needed by the Board, and attending public functions as set forth in these Bylaws.

VI. TERMS of OFFICE

- A. The officers' (president, secretary, treasurer, etc.) regular term of office is three years, continuing until election of their successors; officers may be elected to serve a successive term but no more than two consecutive full terms.
- B. The regular term of office for members is three (3) years, but successive terms may be authorized by majority vote of the Board.
- C. The immediate past president serves as an ex-officio member of the Board of Directors.
- D. The Board of Directors may replace any member or officer for good cause, including the failure to attend three

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consecutive board meetings or FFCC events. After giving reasonable notice to the director or officer involved, the board may declare the office vacant.

- E. The existing Board of Directors will nominate and elect replacements to fill vacant positions, by majority vote. Generally elections will take place in August unless there is a vacancy.
- F. Any officer may be removed from office at any time, with or without cause by a vote of a majority of the Board of Directors (members and officers) then in office at any meeting of the Board.
- G. Any Officer may resign their office at any time, such resignation to be made in writing and to take effect immediately without acceptance by the Board.
- H. After the first three-year period, elections for all officers will not take place, as office periods must be staggered. The Board of Directors can handle this by a majority vote at the time.

VII. MEETINGS

- A. The Families First Community Center Board of Directors shall hold regular meetings, the date, time and place for which will be set by the President in consultation with other Board members. Absent unforeseen circumstances, meetings will be held no more than once per month or less than four times per year.
- B. Special meetings of the Board may be also called at any time by the President or by a majority of the Directors then in office shall be necessary to constitute a quorum for the transaction of business.
- C. Anyone of the members or officers of the Board or any committee thereof may participate in a meeting of the Board or such committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

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VIII. COMMITTEE

The Board, by resolution adopted by a majority of the entire Board, may designate from among the Directors an executive committee and other standing committees, each consisting of one or more members or officers, to serve at the pleasure of the Board, and each of which to the extent provided in such resolution, shall have the authority of the Board. The Board may designate one or more members or officers as alternate members of any such committee, who may replace any absent member or members at any meeting of such Committee. Committees may be made up of members of the Community Advisory Panel (CAP) and/or Volunteers, as the Board permits.

IX. ACTION WITHOUT A MEETING

Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or any such committee consent by majority vote to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or any such committee shall be filed with the minutes of the proceedings of the Board or such committee, when in writing.

X. DUTIES and RESPONSIBILITIES of OFFICERS

President

- A.** Presides at meetings of the Board of Directors.
- B.** Works with members and officers to develop an annual operating plan that includes an annual budget.
- C.** Calls special meetings or works with individual Board members and officers as needed.
- D.** Oversees affiliate operations to ensure that essential tasks are getting done.
- E.** Serves as the affiliate's primary contact with the state and national organizations.
- F.** Reviews and responds to mail and messages from the state and national offices, as well as public correspondence to the FFCC's e-mail account.

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- G. Appoints members to chair affiliate committees, as needed.

Vice President

- A. Attends board meetings
- B. Manages special projects and/or member communications as needed.
- C. Assumes the president's responsibilities when the president is absent.
- D. The vice president succeeds the president in case of a vacancy in that office and performs the duties of the president in their absence or due to disability until another president can be voted in. The vice president undertakes other responsibilities as assigned by the president.

Secretary

- A. Attends Board meetings.
- B. Records and reports minutes of Board meetings and distributes no more than one week after Board meetings.
- C. Write Board meeting agendas and distributes at least one week prior to Board meetings.
- D. Assumes the president's responsibilities when the president and vice president are both absent.

Treasurer

- A. Attends Board meetings.
- B. Working with the Board, develops an annual operating budget.
- C. Ensures that the Board of Directors receives copies of all necessary financial records, including bills, invoices, payment slips, annual budget (as approved by Board), expense authorizations, etc., so as to permit quick and efficient payment of bills and/or reimbursement of expenditures as needed.
- D. Ensures that Families First Community Center receives monthly financial reports listing receipts and disbursements by budget category after the close of the fiscal year.
- E. Serves as one of three officers with authorization to approve reimbursement of expenditures on behalf of the

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affiliate.

- F. Collects and classifies donations to Families First Community Center and forwards them to the Board of Directors with appropriate notation so that they can be properly credited to Families First Community Center's bank account.
- G. Files appropriate tax forms and reports with state authorities, as needed.

Board Member

- A. Attends Board Meetings.
- B. Votes on motions brought forward to the Board.
- C. Is responsible for reading the Board Minutes and performing their assigned duties in a timely manner.
- D. Must respond to emails within 24 hours when the "24" code is present in the subject line.
- E. Must come prepared to Board meetings, including having read the Agenda and being prepared to speak on anything in that Member's purview.

Board of Directors as a Whole

- A. The Board of Directors has the power to hire/fire the Director.
- B. The Board of Directors will serve on the interview committee for other positions along with the Director. The Board will have veto power over any new-hire. The Director will ultimately have decision-making on the new-hire (excepting the veto power of the Board).
 - A Search Committee can be formed at such time as is possible, to present candidates to the Board or Board and Director.
- C. The Board of Directors will choose the families for the FFCC Residence.
 - A Search Committee can be formed at such time as is possible to present candidates to the Board.
- D. All members and officers of the Board of Directors shall belong to at least one committee and work both large (annual) fundraisers and at least one fundraiser per quarter.

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- E. Board Officers and Committee Chairs will create timelines for projects which will be followed in such a manner.
- F. Must respond to emails within 24 hours when the "24" code is present in the subject line.
- G. The Board of Directors must keep track of their "in-kind" donations beginning September 1, 2017. This includes. 1. time spent working for FFCC, and 2. money (though a description will be acceptable) spent for FFCC. These will be turned in via email on the 1st of every month.
- H. All members and officers of the Board of Directors must work approximately 40 hours/quarter on FFCC work.
- I. Each member and officer shall be an "Ambassador" for FFCC with the general public.

Potential Board Members

The Board of Directors will screen potential Board Members and Officers based on their past experience and work effort volunteering for FFCC or another nonprofit.

CAPs (Community Advisory Panel members)

- A. Attends Board Meetings when able.
- B. Speaks on motions brought forward to the Board, especially those within their purview, but are not allowed to vote on them.
- C. Is responsible for reading the Board Agenda and Minutes and performing their assigned duties in a timely manner.
- D. Must respond to emails within 24 hours when the "24" code is present in the subject line.
- E. Expected to help with fundraisers.
- F. May serve on Committees as able.
- G. Must keep track of "in-kind" donations as the Board does.
- H. Must endeavor to work 5 hours/quarter on FFCC work.
- I. Each member shall be an "Ambassador" for FFCC with the general public.

XI. CODE of CONDUCT

- A. All members and officers of the Board of Directors and CAPs shall conduct themselves appropriately in public at all

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times.

- B. "In public" shall also mean any publicly held FFCC functions.
- C. Appropriate dress and behavior will be expected (nothing improper for a children's event) and no smoking, foul language, or excessive drinking will be permitted.

XII. CONFLICT of INTEREST:

- A. Any Board Members who plan to work for pay for FFCC, will resign from the Board, though they may join the CAPs (Community Advisory Panel members), though they must recuse themselves if any CAP committee is speaking of their compensation or business deals.
- B. A formal Search will be made for each paid member of staff by the Board. No one on the Board may have a relative/good friend who is a paid member of staff or who is paid for a business deal unless that Board member recuses themselves (though relatives/good friends may volunteer their time for staff capacities and contracting work to develop the facilities).

XIII. INDEMNIFICATION of OFFICERS, DIRECTORS, and AGENTS

Families First Community Center officers and directors shall be indemnified to the fullest extent of the law for actions taken in service to the organization, except for any action determined by the Board of Directors to have been taken in bad faith.

XIV. NON-DISCRIMINATION

Families First Community Center shall not discriminate against any person or group of persons on the basis of race, ethnicity, culture, language, national origin, age, disability, gender, sexual orientation, gender expression, education, religion, faith, socio-economic status or lived experience.

XV. INDEPENDENCE

Families First Community Center shall be independent of other agencies and advocacy groups not affiliated with FFCC, and shall not share bylaws, articles of incorporation, or boards of directors with such other groups.

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XVI. LIMITATION OF ACTIVITIES

No part of the activities of Families First Community Center shall consist of participating in, or intervening in, any political campaign on behalf of or in opposition to any candidate for public office.

XVII. INVESTMENTS.

The funds of Families First Community Center may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, or stocks, bonds or other securities, as the Board may deem desirable.

XVIII. DISSOLUTION

In the event Families First Community Center should be dissolved, any assets remaining following the payment of debts and the satisfaction of liabilities shall be made to another nonprofit agency within Hancock County for tax exempt purposes in the furtherance of its education, research, and advocacy objectives.

XIX. DATE of BYLAWS ADOPTION and AMENDMENT

These By-Laws may be altered, amended, added to or repealed at any meeting of the Board called for that purpose by the vote of a majority of the Directors then in office.

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These bylaws were adopted at a meeting of the Board of Directors of
Families First Community Center on 9-12-17

David Loppin

Name
President

Victoria Jipson

Name
Vice President

Jaime W. Hunt

Name
Secretary

Samuel C. Hill

Name
Treasurer