

CAROLINA MISSION INTERNATIONAL

EIN: 80-0604078

July 10, 2015

CAROLINA MISSION INTERNATIONAL BYLAWS

ARTICLE I - NAME AND PURPOSE

Section 1: The name of the organization shall be Carolina Mission International (also known as Finding Hope Ministries).

Section 2: The Organization is organized exclusively for religious, charitable, scientific, and educational purposes.

ARTICLE 2 - MEMBERS

Section 1: Membership shall only consist of the board of directors.

ARTICLE III - MEETINGS

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: *Board Meetings.* Discussed in Article IV, Sections 2 of these Bylaws.

Section 3. *Special Meetings.* Discussed in Article IV, Sections 11 of these Bylaws.

Section 4. Notice. Notice of each meeting shall be given to each board member, by mail or email, no less than ten (10) days before the meeting.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. *Board Role, Size, Voting, and Compensation.* The Board is responsible for overall policy and direction of the Organization, and delegates responsibility for day-to-day operations to the Officers. The Board shall have to nine (9) and no fewer than three (3) members. The board may receive a reasonable compensation.

Section 2. *Meetings.* The Board shall meet at least quarterly, at an agreed upon time and place.

Section 3. *Board Elections.* Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the Organization. Directors will be elected by a majority vote of the current directors. The director up for re-election may not partake in the vote of their re-election.

Section 4. *Terms.* All Board members shall serve three (3) year terms, but are eligible for re-election.

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Section 5. *Quorum.* A quorum must be attended by at least 51% 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 ten (10) days in advance.

Section 7. *Voting.* All Board members currently serving their elected term may vote, unless a Board member is deemed to be a non-voting member for reasons to be determined by the Board at the annual meeting.

Section 8. *Officers and Duties.* There shall be three officers of the Board consisting of a President, Treasurer, and Secretary. Their duties are as follows:

- i. The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members to preside at each meeting.
- ii. The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcement, distributing copies of minutes and the agenda to each Board member, receive nominations for vacant board seats, and assure that the Organizations records are maintained.
- iii. The Treasurer shall make a report at each Board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Board members and the public.

Section 9. *Vacancies.* When a vacancy on the Board exists, nominations for new members may be received from present Board members by the Secretary two (2) weeks in advance of a Board meeting. These nominations shall be sent out to Board members with the regular Board meeting announcement, to be voted upon at the next Board meeting. These vacancies will be filled only to the end of the exiting Board members term.

Section 10. *Resignation, Termination and Absences.* Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dismissed for excess absences from the Board if they have three (3) unexcused absences from Board meetings in a year. A Board member who fails to meet their responsibilities of their assigned committee shall receive (1) written notice by the President and Committee Chair. If the Board member continues to falter on their committee responsibilities after receiving their one (1) written notice, the Board member shall be dismissed by majority vote of the remaining directors. A Board member may be removed for other reasons by a majority vote of the remaining directors.

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Section 11. *Special Meetings.* Special meetings of the Board shall be called upon request of the President or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two (2) weeks in advances.

ARTICLE V – COMMITTEES

Section 1. *Creation.* The Board may create committees as needed.

Section 2. *Executive Committee.* The three (3) officers serve as member of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all the powers and authority of the Board of Directors in intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3. *Fundraising Committee.* The Fundraising Committee shall consist of at least one (1) Board member. Members of the Fundraising Committee shall oversee fundraising efforts, publicity, and responsible for making every diligent effort to reach the monetary goal for the fiscal year.

Section 4. *Compliance Committee.* The Compliance Committee shall consist of at least one (1) Board member. Members of the Compliance Committee shall make every diligent effort to review Board actions and initiatives, review that the actions and initiatives are aligned with the Articles of Incorporation and Bylaws, and that the actions and initiatives are in compliance with the law as best to the members knowledge/ability to access the knowledge.

ARTICLE VI- AMENDMENTS

Section 1. *Amendments.* These Bylaws may be amended when necessary by a two-thirds (2/3) majority vote of the Board of Directors. Proposed amendments must be submitted to the Secretary, fourteen (14) days before a meeting, to be sent out with the regular Board announcements.

ARTICLE VII- ADOPTION

Section 1. *Adoption.* These bylaws were approved and adopted at the meeting of the Board of Directors on July 10, 2015.

Section 2. *Replacement.* These Bylaws, adopted on July 10, 2015, replace the Bylaws adopted on April 11, 2014.