

# **Boone County Offender Transition Network (BCOTN) BYLAWS**

## **ARTICLE I - NAME AND LOCATION**

### **1. Name**

The name of the organization will be the Boone County Offender Transition Network (BCOTN). The corporation is organized exclusively for charitable purposes within the meaning of Section 501©(3) of the Internal Revenue Code.

### **2. Location**

BCOTN will maintain its principal office at the Reentry Opportunity Center, 1500 Vandiver Drive Suite 110, Columbia, Missouri, 65202. The registered office of the Corporation in the state of Missouri, as required by statute, may be changed from time to time by the board of directors.

## **ARTICLE II – MISSION**

The mission of BCOTN is to promote a healthier and safer community by creating and maintaining an effective network of services that addresses the needs of offenders, their families and our community.

## **ARTICLE III - PURPOSE**

### **1. Purpose**

a. The purpose of the organization is to obtain and coordinate resources which support the mission of BCOTN and strive to enable the successful reintegration of offenders as productive residents, self supporting adults, skilled employees, informed parents and active community members.

## **ARTICLE IV – MEMBERSHIP**

### **1. Two types of membership are available:**

a. **Affiliated Membership:** An organization may be a member with persons employed or professionally associated with the organization representing the organization at BCOTN meetings.

b. **Unaffiliated Membership:** An individual not employed or professionally associated with a member organization may be a member.

## **2. Active Membership**

Active membership is defined as any current affiliated or unaffiliated member who has been a member for the past 12 months and attended 50% of regularly scheduled business meetings in the last 6 months. With affiliated memberships, the organization must have had a representative present at 50% of regularly scheduled meetings in the past 6 months to be considered an active member.

## **3. Membership Recruitment**

BCOTN encourages inclusiveness and diversity among membership. Any member may propose a new affiliated or unaffiliated member as approved by majority vote of the Board.

## **4. Membership Retention**

Membership endures as long as the member organization or individual continues participating. Any member thought to be impeding progress of BCOTN is subject to expulsion by majority vote of the Board.

## **5. Membership Dues**

Affiliated members will pay annual membership dues of \$25.00 per organization. Unaffiliated members will pay annual membership dues of \$10.00 per individual. Membership dues for affiliated or unaffiliated members may be waived by the Executive Committee.

# **ARTICLE V - BOARD OF DIRECTORS**

## **1. Members of the Board**

The active membership will serve as the Board of Directors of the BCOTN. The list of active members will be maintained by the Secretary and published at the annual meeting.

## **2. Executive Director**

The Board of Directors may appoint an Executive Director. The Executive Director is responsible for providing professional expertise in planning and executing programs established by the board, is accountable to the Board, advises and consults with the Board and hires, discharges, and supervises agency staff (paid and volunteer).

The Executive Director is responsible for supervising the financial affairs of the agency, for administering the approved budget and for submitting when due, reports required by law or by funding sources. The performance of the Executive Director will be evaluated at least once yearly by the Executive Committee.

### **3. Executive Committee**

The officers shall serve as an Executive Committee. The Past-President of the BCOTN will also serve as a member of the Executive Committee. A quorum will consist of three members. The Executive Committee may meet between regular board meetings to establish interim policy when such policy can not wait for board action. All acts of the Executive Committee shall be subject to ratification by the board.

## **ARTICLE VI – OFFICERS**

### **1. Election**

Officers of the BCOTN will be nominated and voted on by the active membership at the November meeting.

### **2. Officers**

The officers of the BCOTN will be: president, vice-president, treasurer, and secretary.

### **3. Terms**

Officers shall be installed at the beginning of the January meeting for a one year term. Officers will not be eligible to serve more than three consecutive terms in the same position.

### **4. President**

The President will have the responsibility of chairing the Executive Board meetings and monthly meetings of the membership, appointing ad hoc committee chairpersons and calling special meetings of the Executive Committee as needed. The President will assume leadership in such areas as goal setting, organizational continuity, and coordinating special projects and funding efforts.

### **5. Vice-president**

The Vice-President may succeed to the office of President. The Vice President shall be an ex-officio member of all committees except the Nominating Committee. The Vice President will be responsible for presiding at monthly meetings in the absence of the President. In case of permanent vacancy in the office of President, the Vice-President \*may assume the Presidency for the remainder of the term.

### **6. Treasurer**

The Vice-President/Treasurer shall deposit the funds of the organization in a financial institution and shall disburse said funds as authorized by the approved budget; keep an itemized account of all receipts and disbursements; present a report at each board and membership meeting as well as an annual report to be attached to the minutes.

*\*May or will?*

### **7. Secretary**

The Secretary shall keep minutes of each meeting and publicize meetings and projects. The Secretary shall maintain the list of active members and notify members of their membership status on an annual basis.

## **ARTICLE VII – BUSINESS MEETINGS/ VOTING**

### **1. Regular Meetings**

Regular meetings of BCOTN shall be held Bi-Monthly at a place convenient for a majority of the membership. The board will decide the dates and time of meetings having no less than four meetings per year. The Secretary will notify the members of the dates and time of all meetings.

### **2. Annual Meeting**

An annual meeting shall be held the first month of the calendar year and no later than the end of first quarter of the year.

### **3. Quorum**

One-third of the active affiliated and unaffiliated membership shall constitute a quorum.

### **4. Eligibility**

Only active members are eligible to vote. Affiliated members representing an organization may cast one (1) vote per organization. Unaffiliated member may cast one vote.

### **5. Voting by proxy**

Any member unable to be present for a vote may send a representative to vote by written proxy.

## **ARTICLE VIII – COMMITTEES**

### **1. Committees**

Other committees shall be appointed as needed by the President. The President shall appoint the chair of each committee with the approval of the Board of Directors. Each chairperson shall appoint the members of the committee (minimum of two).

## **ARTICLE IX – REVIEW AND AMENDMENTS**

These bylaws shall be reviewed at least annually at the annual meeting.

These bylaws may be amended by a two-third vote of members present at any meeting, provided a quorum is present and provide a copy of the proposed amendment(s) are provided to each member.

## **ARTICLE X - BOOKS AND RECORDS**

### ***1. Maintenance and Location***

The BCOTN shall keep correct books, records, accounts and minutes of the proceedings of the board and committees having any of the authority of the board of directors, and shall keep at the registered or principal office a record giving the names and addresses of the members.

### ***2. Inspection and Audit***

Any member of the organization may inspect all books and records of BCOTN for any reasonable purpose. There will be a review of the financial records each fiscal year.

## **ARTICLE XI - FISCAL YEAR**

The fiscal year shall run from January 1 through December 31.

## **ARTICLE XII - LEGISLATIVE OR POLITICAL ACTIVITIES**

No substantial part of the activities of the BCOTN shall be the carrying on of propaganda or otherwise attempting to influence legislation and the corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

**ARTICLE XV - DISSOLUTION CLAUSE**

Upon the dissolution of the BCOTN, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purpose of the corporation in such a manner, or to the ROC, 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©(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

**CERTIFICATION**

We the undersigned, being officers of the Boone County Offender Transition Network do hereby certify that the foregoing bylaws were adopted at a meeting of the general membership in Columbia in the County of Boone on this \_\_\_ Day of \_\_\_, 2010.

**President:** \_\_\_\_\_

**Vice-President** \_\_\_\_\_

**Treasurer:** \_\_\_\_\_

**Secretary:** \_\_\_\_\_