

BYLAWS OF THE HANDS OF CHRIST

ARTICLE I — NAME, PURPOSE, MISSION, AND RESTRICTIONS

Section 1 — Name: The name of the organization shall be Hands of Christ. It shall be a nonprofit organization incorporated under the laws of the State of South Carolina.

Section 2 — Purpose: Hands of Christ is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt under section 501 (c) (3) of the Internal revenue Code, or corresponding section of any future federal tax code..

Section 3 - Mission: The mission of this corporation is to bring Presbyterian Church (U.S.A.) congregations together to meet the basic needs of children showing them Christ's love.

Section 4 Restrictions: No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or by corresponding section of any future federal tax code.

ARTICLE II — MEMBERSHIP

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

ARTICLE III — BOARD OF DIRECTORS

Section 1 — Board role, size, and compensation: The board is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to such staff and committees the board deems necessary. The board shall annually set its size accordingly but shall have no less than six members. The board receives no compensation.

Section 2 — Terms: All elected board members shall serve three-year terms, but are eligible for re-election.

Section 3 — Meetings and notice: The board shall meet ~~semi-annually at least quarterly,~~ at an agreed upon time and place. An official board meeting requires that each board member have written or electronic notice at least one week in advance.

Section 4 — Membership. The board shall consist of members of the participating Presbyterian Church (U.S.A.) congregations or presbyteries. They shall be divided into classes with the term of one class expiring each year.

Section 5 — Election procedures: New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the calendar year.

Section 6 — Quorum: A quorum shall be one-third of board members for business transactions to take place and motions to pass.

Section 7 — Officers and Duties: There shall be four officers of the board, consisting of a chair, vice-chair, secretary and treasurer. Their term of office shall be for one year. Normally the election of officers will take place at the last meeting of the calendar year and they shall begin service on January 1. One person may hold more than one office, but no one person may hold more than two offices. Their duties are as follows:

The chair shall lead the board of directors in performing its duties and responsibilities, including, if present, presiding at all meetings of the board of directors, and shall perform all other duties incident to the office or properly required by the board of directors. *The vice-chair*, in the absence or disability of the board president, shall perform the duties of the board president. The vice-president shall have such other powers and perform such other duties prescribed for them by the board of directors. *The secretary* shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained. The secretary shall have such other powers and perform such other duties as may be prescribed by the board of directors. The secretary may appoint, with approval of the board, a fellow director or the executive director to assist in performance of all or part of the duties of the secretary.

The treasurer shall make a report at each board meeting. The treasurer shall perform all duties properly required by the board of directors or the board president

Section 8 — Vacancies: When a vacancy on the board exists mid-term, the board may fill the vacancy by election at its next regular board. These vacancies will be filled only to the end of the particular board member's term.

Section 9 — Resignation, termination, and absences: Resignation from the board must be in writing and received by the secretary. A board member may be terminated from the board due to excess absences, more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10 — Special meetings: Special meetings of the board shall be called upon the request of the chair, or any two members of the board. The secretary shall send out notices of special meetings to each board member at least one week in advance.

Section 11 – Committees: The board may create committees as needed

Article V – FINANCIAL RECORDS

Section 1: The board must approve the budget and all expenditures must be within budget. The board or the Executive Committee must approve any major change in the budget. The fiscal year shall end September 30.

Section 2. Annual Reports: Annual reports are required to be submitted to the board showing income, expenditures, and pending income.

Section 3. Financial Review: A public accountant or public accounting firm or a committee of members versed in accounting procedures shall annually conduct a full financial review of all books and records relating to finances. Such auditors should not be related to the treasurer. Terminology in this section is meant to provide general guidance and is not intended to require or not require specific audit procedures or practices as understood within the professional accounting community.

Section 4. *Access to Records*: The financial records of the organization are public information and shall be made available to board members and the public on a reasonable basis.

ARTICLE V — DIRECTOR

Section 1 — Executive Director: An executive director may be hired or may be elected by or from the board to serve with or without compensation. The executive director has day-to-day responsibilities for the organization, including carrying out the organization's goals and policies. The executive director is an *ex-officio* member of the board and will attend all board meetings, report on the progress of the organization, answer questions of the board members and carry out the duties described in the job description. The board may designate other duties as necessary.

ARTICLE VI — DISSOLUTION

Section 1 – Dissolution: Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated for such purposes.

ARTICLE VII — AMENDMENTS

Section 1 — Amendments: These bylaws may be amended by two-thirds majority of the board of directors present and voting. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

CERTIFICATION

These bylaws were first approved at a meeting of the board of directors by a unanimous vote on September 12, 2005. They were most recently amended as attested below.

Catherine Byrd _____ May 12, 2015 Catherine Byrd,
Chairman of the Board of Directors

Chairman of the Board of Directors _____ Date January 28, 2020 Catherine Byrd,
Chairman of the Board of Directors