

## **BY-LAWS**

### **Bordentown Hometown Hero Foundation**

#### **Article 1 - DUTIES OF OFFICERS**

- a. President. This position will be, as all others, an elected position. He or she will preside over all functions of the Bordentown Hometown Hero Foundation. The President will be responsible for scheduling quarterly meetings and establishing and disseminating the agendas for the meetings. The President will ensure that the conduct of the Club is pursuant with the provisions of the Club Constitution and By-Laws. The President shall preside over the meetings of the general membership and Executive Board, appoint committee chairpersons for all committees approved by the Executive Board, and call all meetings of the executive council.
- b. Secretary shall act as parliamentarian using Robert's Rules of Order as a guide. The Secretary will assist the President in presiding at official meetings of the general membership. He or she will perform the President duties during any temporary absence of the President. If the office of President becomes vacant, the Secretary will assume the responsibilities of this office until the next regular election is held to elect a new President. The Secretary shall also record the minutes of all meetings of the Bordentown Hometown Hero Foundation, and provide any and all reports. He or she will distribute a copy of the quarterly meeting minutes via e-mail to each member of the Club. In addition, an electronic copy of the meeting minutes will be maintained. The Secretary will maintain a file of all meeting minutes for the past two years. In addition, the Secretary will have on hand, at each scheduled meeting, the past six month's minutes. If the office of Secretary is vacated, the office of Treasurer will be given the opportunity to fill this position. If he or she declines, a Special Election will be set up for the sole purpose of electing a new Secretary. The Secretary shall prepare any required ballots or mail-out notices, etc. and furnish copies of minutes and financial reports to the appropriate agency as needed.
- d. The Treasurer shall be responsible for the collection and the disbursement of all funds pertaining to the Bordentown Hometown Hero Foundation. The Treasurer will maintain an accurate accounting of all finances pertaining to the Club. The Treasurer will provide a financial report at each meeting to include operational expenses and Club net worth. The treasurer shall obtain tax-exempt status from IRS (if applicable).

#### **ARTICLE II - ELECTIONS AND VOTING**

Elections of the Executive Board will be conducted every even-numbered year during the month of November (biennially). Officers will assume duties on January 1 following the November elections. Officers can maintain position for as long as they are voted in the position. Selection will be by a majority of the membership (51% or greater) vote of those members present for the November meeting. In the event of a tie, a second ballot will be taken. In the event of a second tie, the current President will cast the deciding vote. All votes will be taken by secret ballot. If any member wishes to volunteer for any

office and there are no objections, a vote will still be required. Only two candidates per office will be allowed to run at any given election. Any executive committee member who fails to fulfill his/her duties and responsibilities can be removed from office by a majority vote to the executive committee.

### **ARTICLE III- DUE-FEES-ACTIVITIES**

Dues will not be required to associate with this foundation. All activities must support the objectives of the Bordentown Hometown Hero Foundation as outlined in Article II of the Constitution and approved by the Bordentown Hometown Hero Foundation Executive Board. The Council may engage in certain sales for the purposes of raising funds for the Council's activities. These funds will be for the primary purpose of supporting operational expenses and to fulfill the goals of the council. These funds will not be used for anything other than Council operational expenses and functions that benefit the Bordentown Hometown Hero Foundation. If at any time a proposal to spend funds for anything other than stated above is brought forward, it must receive a majority vote from the general membership, and it must be shown that it will not impair the council financially nor violate the purpose stated in the Bordentown Hometown Hero Foundation Constitution and ByLaws.

### **ARTICLE IV - STANDING COMMITTEES**

The executive committee shall consist of the elected officers only. In addition, there will be an audit committee composed of two members appointed by the president, whose duty shall be to audit the treasurer's account. A record of the audit will be maintained in the treasurer's records as well as by the Secretary in the next meeting minutes.

### **ARTICLE VI- INSURANCE COVERAGE**

Bordentown Hometown Hero Foundation agrees to hold harmless and indemnify the community and any of its agents or sub-units for claims arising from any of the organizations' activities. Liability insurance providing coverage against personal injury is appended hereto unless a waiver has been granted by an authorized authority. Additional liability insurance will be purchased by the Bordentown Hometown Hero Foundation whenever a special event is scheduled and is required that the activity/event may increase the liability risk of the organization.

# **CONSTITUTION**

Bordentown Hometown Hero Foundation

## **ARTICLE 1 - NAME AND AUTHORITY**

The name of the organization shall be the Bordentown Hometown Hero Foundation. It is a private organization and will operate out of Bordentown, New Jersey and its neighboring towns. The organization shall be self-sustaining and is not an instrumentation or direct representative of Bordentown Township. It operates throughout the local communities only with the consent of their approving officials. Operation is contingent on compliance with the requirements and conditions of all applicable regulations, policies and requirements set by the appropriate parties.

## **ARTICLE II – PURPOSE**

The purpose of the Bordentown Hometown Hero Foundation is to function as a charitable organization established to enhance the quality of life, to honor, build appreciation, and give direct assistance to those currently serving in the military, veterans, first responders, nurses, and teachers who live or work out of Bordentown Township.

## **ARTICLE III - MEMBERSHIP OR PATRONAGE**

- a. The membership may be liable under the laws of the State of New Jersey for organizational debts or liabilities in the event the organization’s assets are insufficient to discharge liabilities.
- b. Membership and related action based upon race, religion, color, sex, age, or national origin is prohibited.
- c. Membership in the Bordentown Hometown Hero Foundation is open to all members that genuinely supports the causes and efforts of the foundation where membership is founded by an agreement.
- d. Membership in the organization can be terminated by resignation or by notification for misconduct and any violation to the By Laws and Constitution of the Bordentown Hometown Hero Foundation.
- g. Membership can be reinstated by application in writing to Bordentown Hometown Hero Foundation President for consideration.

## **ARTICLE IV - OFFICERS AND GOVERNING BODY**

- a. The offices of the Bordentown Hometown Hero Foundation shall consist of President, Secretary and Treasurer. The duties of the officers are outlined in article I “DUTIES OF OFFICERS” of the Bordentown Hometown Hero Foundation by-laws.
- b. The Executive Board shall consist of the Bordentown Hometown Hero Foundation officers. The President shall preside over all official meetings of the general membership or the Executive Board. In the event that the President is not available to

attend a general membership meeting the meeting, the secretary shall preside over the meeting.

- c. No substantial part of the activities of the organization is carrying (political) propaganda or otherwise attempting to influence legislation. Additionally, the organization does not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office

## **ARTICLE V - MEETINGS AND ELECTIONS**

- a. General membership meetings will be held not less frequently than quarterly. In order to provide for maximum member participation meetings will normally be scheduled in a public location or via zoom for anyone to access. If the club president deems this as impractical, he will recommend an alternative meeting time and date to the club members. Special meeting by the board and membership may be called by the president. The secretary shall take minutes at all board and general membership meetings.
- b. A biennial (every two years) meeting will be held for the election of officers. The procedures for nominations are outlined in article II "ELECTIONS AND VOTING" of the Bordentown Hometown Hero Foundation by-laws.
- c. A quorum for all official meetings is 75% at Board meetings and 51% at general membership meetings.

## **ARTICLE VI- EXECUTIVE BOARD/COUNCIL/OFFICER ADDED REQUIREMENTS**

- a. The president shall be responsible to ensure the club's constitution and authorization is reviewed annually and is amended as needed.
- b. The president/treasurer shall establish a system for the protection of club assets and ensure liabilities do not exceed its income.
- c. Members do not have proprietary rights in the club's assets and income will not accrue to individuals except through wages or salaries for employees of the private organization.
- d. The secretary will have available one copy of all official minutes and financial reports, along with a current list of officers, phone numbers, and addresses to anyone that needs it for official purposes.
- e. Liability insurance providing coverage against personal injury and property damage will be purchased unless a waiver of any insurance is appended hereto. Regardless of any waiver so attached, insurance will be purchased whenever a special event is scheduled which may increase the liability risk of the organization.
- f. The president will ensure that all members are aware that financial liability incurred by the organization may ultimately result in individual's personal financial responsibility if the organization fails to meet its obligation, even though the fund may have been re-designated or dissolved.

## **ARTICLE VII – FINANCES**

- a. The president and/or treasurer will appoint a public accountant to conduct an audit when annual gross revenue exceeds \$100,000. Gross annual revenues of \$250,000 or more will have an audit performed by a Certified Public Accountant (CPA) paid with organization funds and will be conducted annually.
- b. All funds will be deposited in the Bordentown Hometown Hero Foundation account and a financial statement will be reported and recorded in the official minutes of meetings in a timely manner.
- c. All expenditures will be made by check or through a digital monetary application that tracks transactions such as Venmo or Zelle, except for small petty cash requirements. Checks amounting up to \$100.00 may be signed by the treasurer, president or vice president. Checks exceeding \$100.00 must be signed by the treasurer and countersigned by the president or vice president.
- d. The Bordentown Hometown Hero Foundation shall be financed primarily through fundraising events, service charges, donations, etc.
- e. The Bordentown Hometown Hero Foundation will comply with all local, state, and federal laws.
- f. No part of net earnings of the organization shall inure to benefit of any private shareholder or individual

#### **ARTICLE VIII-DISSOLUTION CLAUSE**

In case of dissolution of the organization, all funds in the treasury will be used to satisfy any outstanding debts, liabilities or obligations. Funds remaining in the treasury will be redistributed within the command to a PO with a similar purpose or to youth activities or contributed to a charity so long as they reflect favorable upon the organization. Any residual assets not disposed of pursuant to the above will be treated as a gift. Upon dissolution of the corporation and after paying or making provision for the payment of all the liabilities of the corporation, the board of trustees shall dispose of the remaining assets of the corporation exclusively for one or more exempt purposes, within the meaning of Section 501(c)(3) of Internal Revenue Code of 1954 (or the corresponding provision of any future federal tax code), or shall distribute the same 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 order of the Superior Court of the State of New Jersey in the judicial district where the principal office of the corporation is then located, exclusively for such purposes as said court shall determine.

#### **ARTICLE IX – AMENDMENTS**

Amendments to this constitution may be submitted by any member in good standing. Proposed amendments will be submitted in writing to the President. At the earliest possible date, the proposed amendment will be presented to the general membership with at least 14 days advance notice to the general membership meeting. To pass, the amendment must obtain a majority vote of the members present prior to adoption.

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Rick Harmening      Date  
President

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William Hartz      Date  
Secretary

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Jessica Davis      Date  
Treasurer