



Organization Bylaws

Approved by the Suwannee Valley Unsolved, Inc. Board of Directors

Amended:

3/25/24

7/1/24

7/27/24

11/2/24



ARTICLE I THE ORGANIZATION

1.1: NAME

The name of this organization shall be known as Suwannee Valley Unsolved, Inc. The organization shall operate as a non-profit organization, as per our Articles of Incorporation adopted on the 1st of May, 2023 under *Chapter 617, Florida Statutes*. The organization shall unofficially be known as “SVU”, “SVU, Inc.” and may be referred to as such throughout these written bylaws.

1.2: NON-PROFIT STATUS

SVU, Inc. shall operate as a nonprofit status in the State of Florida. SVU, Inc. is filed with the State of Florida as prescribed by *Chapter 617, F.S.* The organization shall also operate under the guidelines of the 501(c)(3) tax exempt charitable organization tax code, as prescribed by the Internal Revenue Service of the United States (IRS). The provided EIN by the IRS is 92-3596041. Florida State Document Number is N23000004795.

1.3: MISSION OF SUWANNEE VALLEY UNSOLVED, INC.

Amended 7/27/2024

The Mission of Suwannee Valley Unsolved, Inc. is to provide support, advocacy and resources for families of unsolved homicide and missing persons cases, and to assist law enforcement agencies in bringing justice and resolution.

1.3.1: Education

The education of SVU, Inc. consists of publicly sharing cold cases in the following counties in the State of Florida: Columbia, Dixie, Gilchrist, Hamilton, Madison and Suwannee Counties. Public instruction of these cold cases may consist of public events that are held at venues throughout the area with the support of local law enforcement agencies.

Education will also consist of informing area law enforcement with new updates and improvements in the field of forensic science as made knowledgeable to SVU, Inc. which could assist in potentially solving a cold case.

Education will also consist of continuing to advocate publicly each open cold case homicide and missing persons cases through social media, press release, flyer distribution, videos, podcasts, and any other form of publication that would benefit the case.

1.3.2: Supporting Cold Case Families

SVU, Inc. shall serve the families of unsolved homicide victims and missing persons cold cases as a liaison in keeping their cases in the forefront of public attention. As such, SVU, Inc. shall work with families and friends of the victims to ensure that their cases are not forgotten.

SVU, Inc. shall provide assistance to families that seek information and updates on their loved one's cases by helping the families gain access to the detective and/or law enforcement agency that may be working on the case at the time. SVU, Inc. shall also provide the necessary information that can help aide



and assist families on how to appropriately approach law enforcement agencies and investigators that may be working on their loved one's case.

SVU, Inc. shall also provide resources for families and friends of the victim, including but not limited to: Creating support groups for families and friends, providing grief services when available, suggesting services that may be of assistance in their time of distress, public memorial events, and other forms of assistance that may be necessary.

1.3.3: Protecting the Integrity of an Open Investigation

With respect to the status of a criminal investigation, SVU, Inc. is not an investigation agency or a branch of law enforcement. Therefore, no unauthorized investigations shall take place regarding an open cold case investigation. To respect the integrity of an open investigation, all information except when stated in print or audio by an authorized law enforcement official, shall be considered confidential and not be made available to the public unless authorized by said agency to release the information.

Possession of crime scene information, including photos and audio, shall also be considered confidential and not be available to the public except when express permission is given by an authorized law enforcement official.

Failure to consider the integrity of an open investigation and releasing information without permission from SVU, Inc. or the respective law enforcement agency could be considered interfering with an active investigation, a criminal offense as outlined in Chapter 843, F.S. and may be charged as such by the agency affected.

1.4: VISION STATEMENT

Added to Bylaws on 7/27/2024

The Vision of Suwannee Valley Unsolved, Inc. is to see a world where every unsolved case is given the attention it deserves while ensuring that no family is left without answers.

1.5: PRINCIPAL OFFICE

The principal office of SVU, Inc. is located at 136 SE Calob Court, Lake City, FL. 32025. This is a residential property with a home office that is used to facilitate the operations of SVU, Inc. and shall house all public, confidential, financial, and other related business documents of SVU, Inc.

1.6: REGISTERED OFFICE AND AGENT

The registered office of the corporation required by law to be maintained in the State of Florida may, but need not be, identical with the Principal Office. The Organization shall maintain a registered agent, as appointed by the Board of Directors. The corporation may change its registered office from time to time in the manner required by law.

1.7: ADMINISTRATIVE LEADERSHIP STRUCTURE

The operations officers of SVU, Inc. shall consist of an Executive Director, an Assistant Director, and a Victim's Advocate.

1.7.1: Executive Director



The Executive Director shall operate the daily functions of SVU, Inc. and shall be vested with executive power to make strong leadership decisions. The role of Executive Director shall also provide the Board of Directors with the resources it needs to incite change and promote growth within the organization. The Executive Director shall be responsible for communicating all needs to the Board of Directors as they come to their knowledge.

The Executive Director may also present volunteer applications to the Board of Directors for the benefit of approving the applying member to volunteer for SVU, Inc.

It is also the responsibility of the Executive Director to be familiar with the laws and practices of operating a non-profit organization in the State of Florida and must be familiar with the function of the Florida Division of Corporations, IRS documents, tax laws and codes, and all applicable laws that may govern the organization. Additionally, the Executive Director will be responsible for keeping up to date regarding changes in the law and must update accordingly.

The Individual performing the duties of Executive Director shall be an individual of at least 21 years old, have broad knowledge of operating a non-profit organization, and shall not have any legal litigation against them; nor shall they have been arrested, charged, or convicted of a felonious offense or a charge that could affect the work of the Executive Director or compromise the integrity of the organization.

The role of Executive Director shall be a paid salary position in which the Board of Directors shall set the wages as they see fit in accordance with labor laws in the State of Florida and Columbia County.

1.7.2: Assistant Director

The Assistant Director shall assist the Executive Director in the daily functions of SVU, Inc. and shall make recommendations to the Executive Director as they shall be necessary.

The Assistant Director shall assist the Executive Director with coordinating and putting together public and private events and be tasked with overseeing the volunteer operations of the organization. A volunteer report shall be furnished by the Assistant Director at the beginning of the month.

The Assistant Director will also be familiar with the laws and practices of operating a non-profit organization in the State of Florida and must be familiar with the function of the Florida Division of Corporations, IRS documents, tax laws and codes, and all applicable laws that may govern the organization. The Assistant Director shall serve as the principal official in the event of an internal audit, along with the Deputy Board Chairperson and Board Treasurer.

The Assistant Director shall, at the time the Executive Director shall resign, becomes immediately incapacitated or passes away suddenly, take upon the responsibilities of the Executive Director on an interim basis until such time has passed that an Executive Director has been hired to fill the position; or in the event the title "Interim" has been removed and the Assistant Director becomes the Executive Director on a permanent basis.

The Individual performing the duties of Assistant Director shall be an individual of at least 21 years old, have broad knowledge of operating a non-profit organization, and shall not have any legal litigation against them; nor shall they have been arrested, charged or convicted of a felonious offense or a charge that could affect the work of the Assistant Director or compromise the integrity of the organization.

The role of Assistant Director shall be a paid salary position in which the Board of Directors shall set the wages as they see fit in accordance with labor laws in the State of Florida and Columbia County.

1.7.3 Victims Advocate

The Victims Advocate shall be responsible for reaching out to and offering support to the families of cold case victims in the Suwannee River Valley region. The Victims Advocate shall be knowledgeable of resources available to families that are in distress, as well as services that can be utilized.



The Victims Advocate will also work toward building a program that will benefit families and friends of the victims so that these programs can be readily available to families and friends in the Suwannee River Valley region. Programs that the Victims Advocate shall create and/or oversee will include, but not be limited to: counseling services, support groups, support events, individual meetings, bridging families and law enforcement, and other programs necessary to meet the mission goals of the organization.

The Victims Advocate shall be an individual of at least 21 years of age and has achieved a bachelor's degree in social work or has broad, documented experience working in the field of victim advocacy. The Victims Advocate shall not have any legal litigation against them, nor shall they have been arrested, charged, or convicted of a felonious offense or a charge that could affect the work of the Victims Advocate or compromise the integrity of the organization.

The Victims Advocate shall additionally be subject to extensive internal training prior to working with families and friends of cold case victims. Only training modules approved by the Executive Director and the Board of Directors shall be used in this process.

The role of Victims Advocate shall be a paid salary position in which the Board of Directors shall set the wages as they see fit in accordance with labor laws in the State of Florida and Columbia County.

1.8: VOLUNTEERS

1.8.1: Introduction

A Volunteer at SVU, Inc. shall be a non-paid role within the organization with numerous tasks that are deemed important to carry on the mission and goals for SVU, Inc. A volunteer will be a highly vetted individual with good morality and dedication to public service.

1.8.2: Responsibilities

The responsibilities of a volunteer shall be broad. They are to assist in the daily functions of the organization, as well as keep the standards in place that will help SVU, Inc. carry out its mission and reach its goals.

The volunteer shall be available to assist in setting up and performing various tasks at public functions, assist the Victims Advocate when appropriate, and serve in other roles at the pleasure of the administration and board.

To volunteer with SVU, Inc. is a privilege. Volunteering with SVU, Inc. in no way guarantees future employment, promises of employment at SVU, Inc. or anywhere else, nor will it pay volunteers for volunteer work. At any time while volunteering for SVU, Inc., you may be asked to discontinue volunteer service for SVU, Inc.

1.8.3: Qualifications

To serve as a volunteer with SVU, Inc., the applicant must be at least 18 years old (except for a qualified high school or college internship program, which the minimum age shall be 16), be of good moral standards, and have not been arrested for a crime. The volunteer must be willing to undergo an extensive background check prior to volunteering for the organization.

The volunteer shall also be subject to extensive internal training prior to working with families and friends of cold case victims. Only training modules approved by the Executive Director and the Board of Directors shall be used in this process.



1.8.4: Application and Background Check

The volunteer must fill out the application form in its entirety and submit it to the SVU, Inc. administration for review. A release for a background check must also be attached to the application and signed by the applicant. A \$20 nonrefundable application fee will be applied to cover the costs for a background check. The background check will cover several areas, including but not limited to: Police Department/Sheriff's Office Background Check, Court Records Check, Basic Background Check through Been Verified®, and any other means of conducting a fair and thorough background investigation.

Should the applicant pass their background investigation, and that they have turned in and truthfully answered all questions on the application with the \$20 nonrefundable background fee, their application must be reviewed by the Board of Directors at the following meeting to discuss the application and move forward with approving.

Should the Board proceed with approving the application, the applicant shall be notified and will be vested with a Volunteer Code, Letter of Approval and Certification of Volunteerism.

Should the applicant be denied volunteerism with SVU, Inc., the applicant shall be notified by telephone and by written correspondence with SVU, Inc. letterhead detailing the decision made and why.

ARTICLE II

THE SUWANNEE VALLEY UNSOLVED, INC. BOARD OF DIRECTORS

2.1: THE ROLE OF THE BOARD OF DIRECTORS

The Suwannee Valley Unsolved, Inc. (SVU) Board of Directors (further known as "The Board") will be the governing body of SVU. The Board will be responsible for executive decisions that will be made regarding the operation of the organization. The Board will also vote on matters related to the operation and activities of SVU and will also be responsible for the approval or denial of volunteer candidates, board members and programs.

2.2: THE BOARD MEMBER

Amended on 11/4/2024

The Board will be comprised of thirteen (13) sworn board members, appointed by the Executive Director and/or Chairperson after the first year of operations and approved by the sitting board. A board member shall serve no more than two-consecutive three-year terms. After one sabbatical term, a board member may be re-appointed to serve another term of no more than two consecutive three-year terms. This shall be negotiable as the organization matures.

There shall be no limit as to how the board member may serve in his or her capacity as a voting member. The board member may wish to attend a meeting of the board in person or virtually; however, to virtually attend, a notice must be presented to the Board Secretary no less than 48 hours prior to the meeting.

A voting board member must be able to commit to attending the board meetings in person or virtually. Having said that, the board member may not live more than a 100-mile radius of the North Florida area and must reside in the State of Florida.



2.2.1: Board and Executive Staff Separation Policy

Added to Bylaws on 11/2/2024

To prevent conflicts of interest and ensure proper governance, individuals serving in executive or administrative positions, including the Executive Director and any staff reporting to or governed by the Executive Director, shall not concurrently serve as members of the Board of Directors. This separation maintains the objectivity of the Board in its oversight role and ensures that executive staff are held accountable for the organization's operational management without undue influence from overlapping roles.

2.3: RESPONSIBILITIES OF THE BOARD MEMBER

The responsibilities of a board member for SVU will vary over time and as the organization matures. As of this writing, the responsibilities of an appointed board member will be as follows:

- To serve with passion and knowledge of the subject matter and be willing to participate in discussions surrounding the subject matter provided.
- Be knowledgeable of parliamentary procedure or be willing to learn such procedure as provided via *Roberts Rules of Order*.
 - To participate and vote on motions that are to be brought to a vote.
- To serve as a member of a subcommittee that may be assigned to the board member.
 - To make suggestions that may benefit the organization as a whole.

The board member will be responsible for his or her transportation to and from board meetings and be prepared to sit in the meeting for an extended period as is permitted. Any issues must be addressed to the Board Secretary prior to the meeting (tardiness, unexpected issues, etc.)

ARTICLE III: THE EXECUTIVE OFFICERS OF THE BOARD

3.1: THE BOARD OFFICERS

Amended 11/2/24

The Elected Board of Director Officers shall comprise of the following: **Board Chairperson, Immediate Past Chairperson, Vice Board Chairperson, Board Secretary, Board Treasurer, Chaplain, and Sergeant at Arms.**

3.2: BOARD CHAIRPERSON

The responsibility of the Board Chairperson is to govern the board accordingly by calling a meeting of the Board of Directors and determining that a quorum is present. The Board Chairperson is required to be physically present at each meeting to appropriately govern The Board. As such, this position does not qualify to be a virtual position except in extenuating circumstances, such as laws regulating social distancing are in place and a virtual meeting of The Board is called.



The Board Chairperson is to govern the meeting with impartiality and openness, as well as enforce the rules of a meeting as outlined in the Organization Bylaws. The Chairperson is to recognize members and speakers that have the floor.

The Board Chairperson will announce the items on the agenda as they are available to them.

During a meeting of The Board, Board Chairperson may also call for a vote in the event a vote is needed and will ask for a second motion. In the event of a vote, the Board Chairperson may vote on the motion only in the event of a deadlocked vote. The Board Chairperson's vote will count as one vote.

3.2.1: Appointments

The Board Chairperson may appoint members of The Board if in the event a vacancy needs to be filled. However, The Board Chairperson will not have the authority to override a decision if The Board chooses to not confirm the appointment of the individual.

The Board Chairperson may also make recommendations for the Executive Director and Assistant Director of SVU, Inc. and present to the board volunteer applications that have been completed.

However, the Board Chairperson will not have the authority to confirm such appointments and applications until a confirmation from The Board has been voted on. As such, the Board Chairperson will not have the authority to override an appointment and application if The Board chooses not to confirm the appointment of the Executive Director, Deputy Chairperson, or the application of a volunteer.

3.2.2: Financials

The Board Chairperson will not have the authority to spend money, sign a check or make a financial decision without the consent of the Board Treasurer and the approval of The Board via vote.

At any time, when necessary, the Board Chairperson may request financial information from the Board Treasurer and have access to all ledgers, check copies, financial transactions, fundraising receipts, donation receipts and any other form of receipt or ledger in the interest of the financial health of the organization.

During the meeting of the Board of Directors, it is the responsibility of the Board Chairperson to request a Treasurer's Report from the Board Treasurer to update The Board on the state of the organization's financial health.

3.2.3: Recall, Removal or Resignation of the Chairperson

The Board Chairperson can be recalled and be subjected to removal by a two-thirds vote at any time during the Board Term when reasonable or when The Board finds that the Board Chairperson has not been able to fulfill the role that they were appointed to. The Board Chairperson shall also be removed should there be a potential conflict of interest that could affect decision making within The Board.

A vote of no confidence may be called during a normal meeting of The Board. Should a vote of no confidence be motioned for, a discussion MUST be allowed. The Board Chairperson may at this time present to The Board why they should reconsider such a motion. The Board Chairperson will not be required to speak but must be given the option to. Should the Board Chairperson decline to speak, the motion should move forward if no further discussion is needed. The voting procedure is different from a normal vote, where an anonymous balloting system will be authorized.

Following a vote of no confidence, The Vice Board Chairperson must accept the duties of the Board Chairman on an interim basis until a special election can be called. The Board Chairperson can either resign to a voting position to fulfill their term on the current board or resign from the Board of Directors without equivocation, and a formal resignation be presented to the Board Secretary prior to the next



meeting of The Board. The former Board Chairperson is not required to resign following a vote of no confidence unless the Board Chairperson is in violation of rules as outlined in Removing a Member from The Board of Directors

In the event the Board Chairperson should resign from their role, notice should be given to the Board Secretary outlining their expected date of resignation and why such resignation is taking place.

It is requested that should such a resignation take place; ample time should be given to organize a special election to appoint a new Board Chairperson. On the date that the resignation is to be executed, the Vice Board Chairperson shall become the successor to the Chairperson on an interim basis until such time a special election should be held.

3.2.4: Conclusion of Term

At the conclusion of the Board Chairperson's time as such and a new Board Chairperson is elected, the Board Chairperson will be recognized as an immediate past chairperson and will serve in this capacity for one year as a voting member in the incoming term. After one year, the Past Chairperson shall return to serve as a voting member of the Board of Directors unless their term has expired.

3.2.5: Past Chairperson Clause

Amended for Clarification 7/27/2024

*At the conclusion of **the board year**, the chairperson who was duly elected by the Board of Directors the prior year shall serve unequivocally as the Past Chairperson of the Board of Directors regardless of the time passed for one year. At the end of the year, the board member's term as Past Chairperson shall thereby expire, allowing them to return to a board position unless their term expires at the conclusion of their time as past chairperson.*

3.3: VICE BOARD CHAIRPERSON

The responsibility of the Vice Board Chairperson is also broad. They are to remain in communication with the Board Chairperson while serving in such capacity as Vice Board Chairperson. As with the Chairperson, the Vice Board Chairperson will also be responsible for overseeing the organization of The Board, and that parliamentary procedure is being carried out.

The Vice Board Chairperson shall maintain communication with the Executive Director of SVU, Inc., and ensure that the mission and goals of the organization are carried out.

The Vice Board Chairperson, when the Chairperson is absent, incapacitated or passes away, shall serve as acting Chairperson until such a time has passed that the Vice Board Chairperson is promoted to the role of Chairperson, or a special election is held to determine the permanent role of Chairperson.

3.3.1: Serving on the Internal Audit Committee

The Vice Board Chairperson, with the Assistant Director of the Organization and the Board Treasurer, shall serve on the Internal Audit Committee, which shall meet twice a year to review the budget and ensure that the organization follows the guidelines as outlined with the Florida Division of



Corporations, the IRS, and any other entity to which the organization may operate under. (See Internal Audit Committee)

3.4: BOARD SECRETARY

The Board Secretary shall be responsible for record-keeping and ensuring that all minutes of a meeting of the Board of Directors are recorded, typed, and approved by The Board at the following meeting. The minutes shall be typed accordingly and reviewed by a designated member of The Board.

The Board Secretary shall, when necessary, endorse documents and serve as the organization's representative. The Board Secretary shall also accept notices made by members of The Board such as: notice of absence, notice of virtual attendance, resignations, letters, etc.

The Board Secretary should have knowledge of all rules, regulations, guidelines, bylaws, and codes as provided by the Florida Division of Corporations, the Internal Revenue Service, The State of Florida, the United States Government, and any other entity to which the organization may operate under. Additionally, the Board Secretary should be knowledgeable of any important changes in the above statement and address them to The Board in a timely manner.

3.5: BOARD TREASURER

The Board Treasurer shall serve as the financial custodian and oversee the financial health of the organization. The Board Treasurer shall maintain in possession financial ledgers, documents, checks and petty cash that belongs to the organization.

The Board Treasurer shall be responsible for approving all spending within the organization, with the approval of The Board. The treasurer's name must be endorsed on all financial documents, including checks, to verify approval of disbursed funds. For checks, the Treasurer's name and one other designated board member shall be endorsed on the check with the approval of The Board.

As the organization matures, the Board Treasurer will be responsible for drafting and developing systems to ensure the organization's solvency. This also includes policy on the financial regulations for SVU, Inc.

3.5.1: Serving on the Internal Audit Committee

The Board Treasurer shall also serve on the Internal Audit Committee and will endorse all documents that may be presented to the Board Treasurer at that time. The Board Treasurer, with the Assistant Director of the Organization and the Deputy Board Chairperson, will present the findings of the Internal Audit Committee and address all discrepancies. (See Internal Audit Committee).

3.6: BOARD CHAPLAIN

Added to Bylaws on 11/2/24

The Board Chaplain serves as the peacemaker and spiritual guide for the Board of Directors. Their role is to foster a harmonious atmosphere during board meetings and to assist in conflict resolution, providing support in situations where board members or administrators may face



uncomfortable disputes. As a non-denominational spiritual advisor, the chaplain may lead the board in prayer and provide moments of reflection. Additionally, the chaplain will observe a moment of silence in honor of the victims and families affected by unsolved homicides and missing persons cases, ensuring their memory and struggles remain present in the board's mission.

3.7: BOARD SERGEANT AT ARMS

Added to Bylaws on 11/2/24

The Sergeant at Arms is responsible for maintaining order and ensuring the smooth operation of board meetings. Their duties include enforcing rules of procedure, ensuring all members follow established protocols, and addressing any disputes or misconduct during meetings. The Sergeant at Arms will also oversee the proper setup of meeting spaces, including the distribution of materials and ensuring appropriate security measures are in place when necessary. Additionally, the Sergeant at Arms may assist in timekeeping to ensure the meeting agenda stays on track and will be called upon to facilitate any formal processes, such as voting or ceremonial duties, as directed by the Chair.

ARTICLE IV: RULES AND REGULATIONS OF THE BOARD

4.1: ABSENCE

It is the responsibility of the board member to give notice when he or she may not be able to attend a meeting of the board. It is required that the board members submit a notice of absence to the Board Secretary no less than 48 hours prior to the start of the meeting of the board. This is important so that a proper quorum can be ensured prior to the start of the meeting.

An absence will only be excused if a notice of excuse is provided to the Board Secretary at any time prior to the start of the meeting of the board following the board member's absence. The excuse may be medical, educational, or personal in nature. There must be a valid reason to miss a board meeting.

A board member may have up to three unexcused absences within a three-year term. After three unexcused absences, the board member may be recalled and will be given notice to appeal the decision within thirty days after a meeting of the board. If the board member wishes to appeal, they must be present at the following meeting of the board to address these issues and ask for relief. If relief is granted, it shall be granted on the basis that one more unexcused absence may result in an unsatisfactory dismissal from the board of directors. An unsatisfactory dismissal must be made by a two-thirds vote from The Board.

Shall a sitting Board Member remain absent without due cause or notice after five unexcused absences, will automatically be removed from The Board, and will attempt to notify the member by contacting them by phone, or by mail with a certified SVU, Inc. letterhead, detailing the dismissal of their position on The Board. This dismissal cannot be appealed.



4.1.1: The Absence of the Chairperson and Vice Board Chairperson

If both the Chairperson and Vice Board Chairperson are absent, a present board member will be chosen to serve as Chairperson Pro Temp. The election may only happen in the instance a quorum is maintained despite the absence of the Chairperson and Vice Board Chairperson. The Chair Pro Temp must report to the sitting Chairperson and Vice Chairperson following a meeting of The Board and provide pertinent information in relation to the prior meeting. Minutes of the Meeting may be requested of the secretary by the sitting Chairperson for this purpose.

4.2: ATTENDANCE OF BOARD OFFICERS

Added to Bylaws on 11/2/24

Board Officers elected by the Board of Directors are required to attend all meetings pertaining to the business of the organization. If an Officer is unable to attend, they must provide the Board Secretary with a valid and reasonable explanation for their absence prior to the meeting. Consistent or unexcused absences hinder the board's ability to conduct business efficiently, potentially delaying critical decision-making. It is the Board Officer's responsibility to know the attendance policy, as well as the dates the Board of Directors meets, as outlined in *Sections 4.2 and 7.3* of the Organizational Bylaws.

If a Board Officer cannot provide sufficient reasoning for missing a board meeting, they will be placed on a probationary period for the remainder of the year while serving in their respective role. Should the Officer miss additional meetings without valid cause, the provisions outlined in *Section 4.1* of the bylaws will be enacted, initiating a formal discussion regarding the Officer's continued capacity to fulfill their role within the organization.

4.3: RESIGNATION FROM THE BOARD OF DIRECTORS

A board member may resign from The Board at any time during the term if he or she cannot commit or fulfill the duties of the board. For the resignation to be valid, a notice shall be submitted to the Board Secretary no less than two weeks prior to the date of resignation.

A notice of resignation will be provided to each board member, along with a copy of the board member's letter for review. The resignation shall be approved or denied at the following meeting of The Board. A letter of resignation shall be approved by two-thirds of the vote from The Board.

Immediately following an approved resignation, notice of a board opening must be made and candidates be allowed to apply for the vacant position. (For information on the removal or Resignation of the Chairperson, please see *Removal or Resignation of the Chairperson*).

4.3.1: Resign to Run for Political Office/Elected Officials Rule

A sitting board member that intends to run for political office must resign from their position prior to or upon declaring intent to run for office in the interests of neutral standing to ensure that this organization does not appear to endorse or plan to endorse an individual that may sit on the board, as this could affect the non-profit standing of the organization.



No elected official who holds the office of a town, borough, village, city, county, parish, state or federal office shall be considered for seating on the Board of Directors due to potential conflicts of interest that may arise.

4.3.2: Removing a Member from the Board of Directors

A board member may be removed from The Board for several reasons. As mentioned above, a board member may be recalled and dismissed from serving on The Board for more than five unexcused absences. Other reasons a member may be recalled or removed from The Board are as follows, but not limited to:

- *Ethical Infractions (Sexual harassment, defrauding the organization, criminal behavior outside of the organization, unethical misconduct in an official capacity, arrest)*
- *Internal Infractions (Excessive unexcused absences, harassment of volunteers/supporters/staff, harassing another board member to vote in a certain way, conducting unofficial business without permission of The Board, violating Sunshine Laws, etc.)*
- *Continuing Conflicts of Interest that may prove a board member to be ineffective as a voting member.*
 - *Any other dilemma that could potentially hurt the integrity of the organization.*

The bylaws state that the board must have a two-thirds vote in favor of removal. A vote of less than two-thirds must be revisited at the next board of directors meeting. Notice of a second vote shall be given to all board members and the challenged board member. (For detailed information on removing the Board Chairperson, as it is a complex process, see Removal or Resignation of the Chairperson).

4.4: CONFLICTS OF INTEREST

No contract or other transaction between the Corporation and one or more of its directors or any other corporation, firm, association, or entity in which one or more of its directors are directors or officers or are financially interested will be either void or voidable because of such relationship or interest, because such director or directors are present at the meeting of the Board of Directors or a committee thereof which authorizes, approves, or ratifies such contract or transaction, or because the votes of such director or directors are counted for such purpose, if:

- The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consents of such interested directors, all in the manner provided by law; or
- The contract or transaction is fair and reasonable to the Corporation at the time it is authorized by the Board or a committee.

4.5: HIRING AND FIRING OF PAID STAFF

The Board has the power to, by means and reason, hire and fire paid staff members. The guidelines for these processes must be adhered to as outlined by the Florida Department of Economic Opportunity and the Internal Revenue Service.



4.6: STATEMENT OF EQUAL OPPORTUNITY

SVU, Inc. is an Equal Opportunity Employer and Service. SVU, Inc. does not discriminate based on race, religion, color, sex, gender identity, sexual orientation, age, non-disqualifying physical or mental disability, national origin, veteran status, or any other basis covered by appropriate law. All employment is decided based on qualifications, merit, and need.

4.7: BOARD GIVING POLICY

No policy shall be created requiring members of the Board of Directors to give a donation to Suwannee Valley Unsolved, Inc., nor shall the active Chairman or other officer require members of the board to donate to the organization unless deemed otherwise.

4.8: EXEMPT ACTIVITIES

Notwithstanding any other provision of these Bylaws, no officer, Director or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken on or carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and the regulations promulgated thereunder as they now exist or as they may hereafter be amended, or by an organization contribution to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

4.9: FINANCIAL RESPONSIBILITY OF THE BOARD

The Board of Directors, in coordination with the Treasurer and administrative bookkeeper, shall maintain accurate and up-to-date records of all organizational financial transactions, including spending, donations, and other financial activities. Access to the organization's funds is restricted to the Treasurer and one other designated individual, neither of whom shall be the Board Chairperson or Executive Director, unless otherwise approved by the Board.

4.9.1: Administrative Allowance

The Board shall regulate the funds accessible to administrative staff for operational expenses. The Executive Director and their team may utilize up to \$50 per week and no more than \$400 per month for essential expenditures, including but not limited to: fuel for business travel (meetings, organizational events, etc.), office supplies (e.g., printer ink, paper, staples, writing utensils), food, notary public services, and other necessary items for the organization's daily operations. All purchases must be accompanied by receipts, which are to be submitted to the Treasurer immediately via text, scan, email or fax. Allowances reset at the start of each business week, with unused amounts not carrying over. A designated debit card shall be provided to the administrative team for minor transactions not exceeding \$50. For purchases exceeding the \$50 weekly or \$400 monthly limit, the administrative team must



seek approval from the Board of Directors prior to making the purchase. Authorization requires the approval of three Board members, a minimum quorum, one of whom must be either the Board Chairperson or Vice Chairperson. The Treasurer will oversee and verify that the purchase supports the organization's mission and growth.

4.9.2: Paper Checks

The Board Treasurer shall be responsible for maintaining custody of all paper checks. Each check must bear two signatures—one from the Treasurer and one from a designated witness. If the organization is not in possession of double-signature checks, the Treasurer is responsible for ordering them from the bank to ensure compliance.

4.9.3: Unauthorized Spending

Any unauthorized use of organizational funds, not approved by the Board of Directors or unrelated to the organization's mission, shall be subject to investigation by the Board and the Suwannee Valley Unsolved, Inc. Internal Affairs Committee. If any misuse of funds is discovered, the Board may take disciplinary action, including suspension or dismissal from the organization. Should any unauthorized spending be deemed criminal, the organization reserves the right to pursue legal action against the individual responsible.

ARTICLE V: INTERNAL AUDIT COMMITTEE

5.1: INFORMATION

The responsibilities of the Internal Audit Committee are outlined in the following articles. The committee shall consist of the Assistant Director for SVU, Inc., the Deputy Board Chairperson, and the Board Treasurer. The purpose for the Internal Audit Committee is to ensure that the organization is meeting its financial goals, following protocols as outlined by state and federal law, and meeting mission goals.

The committee shall meet twice a year to perform the audit, which shall take no longer than one week. These audits are to be performed within the month of January and the month of July.

5.2: FINANCIAL AUDIT

The Internal Audit Committee will review and audit all financial transactions, grants, gifts and other monetary cash value transactions that have occurred from within the organization. A checklist shall be made available to the committee for the purpose of verifying transactions that have previously occurred. During the time that the Internal Audit Committee is performing their investigation, no funds are to be moved from any accounts held by SVU, Inc. until a final report has been presented and approved by The Board.

5.2.1: Actions in the Event Misuse of Funds is Suspected

If organization funds have been suspected of being misappropriated, a further investigation will be made by the Internal Audit Committee and will focus on the transaction in question. Based on the amount of money misappropriated, additional steps must be taken to ensure a fair investigation has been made. An appropriate law enforcement agency shall be notified of this issue, specifically if there



is numerous instances of misappropriation of funds or large amounts of unauthorized transactions made.

Should a person of interest be named in the misappropriation, the individual shall be dismissed from their roles for a temporary amount of time while the investigation commences, and their access to the funds be ceased immediately.

If the person of interest is suspected of committing a criminal act, the appropriate law enforcement agency shall be notified of the situation and an investigation by the agency shall proceed. The investigator working the case must provide their name, badge number, and case number for the investigation. In the event an arrest is made and the individual arrested is an employee, volunteer, or board member, they are to be immediately terminated from their role and no longer able to serve in any capacity with SVU, Inc. Additionally, SVU, Inc. will intend to fully pursue criminal action.

5.2.2: Passing Financial Audit

If the Internal Audit Committee finds no issues during its financial audit, a final assessment will be presented to the SVU, Inc. Board of Directors and the Executive Director. A certification of completion shall be signed by the Board Treasurer and placed in the Internal Audit file.

5.3: REVIEWING STATE AND FEDERAL LAW

The Internal Audit Committee will be tasked with reviewing all changes to state and federal laws when appropriate and will review current state and federal law to ensure that the organization is adhering to the practices set forth. Any changes to state or federal law will be brought forward before the Board of Directors and the Executive Director during its final assessment.

ARTICLE VI: ORGANIZATIONAL BUDGET

Added to Bylaws on 11/2/24

6.1: Budget Development:

The Board of Directors shall approve an annual organizational budget, which will serve as the financial plan for the upcoming fiscal year. The budget will include anticipated income and expenditures, ensuring alignment with the mission and strategic goals of the organization. The Treasurer, in collaboration with the Finance Committee and Executive Director, will prepare the proposed budget and present it to the board for review and approval no later than 60 days before the start of the fiscal year.

6.2: Quarterly Report

The Board Treasurer shall deliver a Quarterly Financial Report to the Board of Directors. This report will include a comprehensive analysis of the organization's cash flow and burn rate, highlighting any financial concerns or risks that may have emerged. Additionally, the Treasurer will provide recommendations to address these concerns and ensure the stability of the operational budget. The purpose of this report is to maintain financial transparency and offer actionable insights for safeguarding the organization's fiscal health.



6.3: Budget Amendments:

If changes to the approved budget are necessary during the fiscal year due to unforeseen circumstances or shifting priorities, any amendments must be proposed by the Treasurer and approved by a majority vote of the Board of Directors. The Treasurer must provide a detailed explanation of the reason for the amendment and its impact on the organization's overall financial health.

6.4: Fiscal Responsibility

All Board Officers and the Executive Director should exercise fiscal responsibility and ensure that all organizational spending is consistent with the approved budget. Any expenses exceeding the approved budget must be pre-authorized by the Board of Directors. The Treasurer will provide regular financial reports to the board, detailing the organization's financial position, including comparisons of actual expenditures to the approved budget.

6.5: Reserve Fund

The organization shall maintain a reserve fund equivalent to 20% of annual operating expenses, to be used only in the event of a financial emergency or unforeseen deficit. The use of the reserve fund requires the approval of the Board of Directors.

6.6: Financial Oversight

The Internal Audit Committee, chaired by the Treasurer, will conduct regular reviews of the organization's financial practices, ensuring compliance with the budget, internal controls, and applicable laws. An independent financial audit or review will be conducted annually, and the results will be reported to the Board of Directors.

ARTICLE VII: LEGAL

7.1: ATTORNEY FOR THE ORGANIZATION

An attorney that is duly qualified to practice law in the State of Florida and has not been disbarred or has faced past ethical complaints shall be sought to represent the organization and its Board of Directors in the instance of legal litigation or representation is needed for the organization. The attorney shall serve in an oversight role to maintain the legality and accountability of the organization. An attorney shall be put in place to serve within a year of these bylaws approved by the Board of Directors.

It is recommended that the attorney serve in a non-paid capacity at the pleasure of the SVU, Inc. Board of Directors, in exchange for pro-bono service that may be required of their law firm or by the state.

7.1.1: *Role of the Attorney and the Organization's Bylaws*

It is the responsibility of the organization's attorney to review and give feedback to the SVU, Inc. Board of Directors regarding the organization's bylaws and the legalities of them. It shall be the duty of the attorney to bring up any mitigating issues that may arise within the bylaws. That shall be but not limited to language, legality, clarification, issues that may conflict with the mission of the



organization, issues that may prevent the organization to maintain 501(c)3 status, and any other issues that may arise.

7.1.2: The Attorney as a Member of the Board of Directors

The SVU, Inc. Attorney shall not have a position within the Board of Directors as a voting member.

ARTICLE VIII: INTERNAL AFFAIRS COMMITTEE

Added 7/27/2024

8.1: ESTABLISHMENT

An Internal Affairs Committee (the "Committee") shall be established by the Board of Directors (the "Board") of Suwannee Valley Unsolved, Inc. (the "Corporation") to address concerns regarding the conduct of directors, officers, and employees of the Corporation.

8.2: COMPOSITION

The Committee shall be composed of 4 members of the Board and 2 advisory members, appointed by the Board Chairperson and approved by a majority vote of the Board. Committee members shall be chosen based on their impartiality, experience, and qualifications relevant to internal investigations. No director or officer who is the subject of an investigation shall be a member of the Committee during the course of that investigation. No conflicts of interest shall exist on the committee.

8.3: DUTIES AND RESPONSIBILITIES

The Committee shall have the following duties and responsibilities:

- To develop and implement policies and procedures for the receipt, investigation, and resolution of complaints regarding violations of the Corporation's bylaws, conflict of interest policy, or code of ethics.
- To investigate complaints concerning potential misconduct by directors, officers, and employees, including but not limited to:
 - Breaches of fiduciary duty
 - Self-dealing
 - Misuse of corporate assets
 - Conflicts of interest
 - Violations of law or regulations
 - To gather and review all relevant information related to a complaint.
 - To conduct interviews with witnesses and the complainant and respondent.
 - To prepare a written report of its findings and recommendations to the Board.
- To maintain the confidentiality of all information obtained during an investigation, to the extent permitted by law.



8.4: PROCEDURE

The Committee shall establish procedures for the filing and investigation of complaints, which shall be made available to all directors, officers, and employees. These procedures shall ensure that complaints are handled in a fair, impartial, and timely manner.

8.5: AUTHORITY

The Committee shall have the authority to:

- Retain independent legal counsel, if necessary.
- Recommend disciplinary action to the Board, up to and including termination of employment or removal from office.

8.6: REPORTING

The Committee shall report to the Board on a regular basis, or as requested by the Board, concerning its activities and any recommendations for action.

8.7: TRAINING

The Committee shall develop and provide training to directors, officers, and employees on the Corporation's policies and procedures for reporting and investigating complaints.

8.8: RECORDS

The Committee shall maintain all records related to its investigations in accordance with the Corporation's record retention policy.

8.9: AMENDMENTS

This Article may be amended by a majority vote of the Board.

ARTICLE VIII: MEETING OF THE BOARD OF DIRECTORS

Formerly Article VI; Amended 7/27/2024 due to addition of Article VI

8.1: BOARD MEETING MINUTES

Each Board of Directors meeting shall record the minutes of the meeting as taken by the Secretary of the Board of Directors. These minutes shall be handwritten, dated, and typed prior to the next board meeting. The prior meeting minutes shall be presented to the board by the secretary and approved by the board as a vote. Following a vote, the meeting minutes shall be signed by three members of the board: Chairman, Vice Chairman, Secretary.

8.2: AGENDA

The Agenda for the Board of Directors meeting shall be reviewed by all sitting Board of Director members prior to the meeting and distributed by the Chairperson or Secretary within



forty-eight (48) hours prior to a meeting of the Board of Directors. The agenda must include the everything that is planned to be discussed and/or presented to The Board. The top page must be affixed with the wordmark of the organization, "Meeting of the Board of Directors", date/time and location of the meeting. The meeting city/town must include the City, County and State.

8.3: MEETING DATES/TIMES

Amended 3/25/2024, 7/1/2024

The SVU, Inc. Board of Directors shall meet on the first Saturday every other month following the previous Board of Directors Meeting. The meeting shall be held at 6:00PM in either Suwannee County or Columbia County. A location shall be determined prior to a meeting of the Board of Directors that is mutually agreed upon by a two-thirds majority of the board and is easily accessible.

Special Events and meetings shall be held at the discretion of the board of directors for a specific time, which can also coincide with a meeting of the board of directors.

8.3.1: Special Board Meetings

Special Board Meetings shall be held at the pleasure of the Chairperson of the Board or as requested by the Executive Director. A special board meeting shall be held with ample notice and a reason for the meeting being valid. The notice shall be issued no less than fourteen (14) days prior.

8.3.2: Yearly Election Meeting

The Election Meeting for the Board of Directors shall be held on the first weekend of November each year. This shall include elections for open positions within the board of directors, appointments to the board to fill open seats, and to offer special recognition to the past and incoming board members. This meeting shall be held at the location of the sitting board's choice, with a meal to be served prior.

ARTICLE IX: REVIEW, RATIFICATION AND AMENDMENTS

Formerly Article VII, revised 7/27/2024

9.1: REVIEWING THE BYLAWS

These bylaws shall be reviewed and approved by the Board of Directors prior to ratifying this document. The Chairperson and Vice Chairperson of the Board, as well as the Secretary may sign these bylaws after approval from the Board of Directors.

Shall a redaction or correction be made within the bylaws; such discussion should be made, and an agreement shall be established by two-thirds vote. Once an agreement has been made and the language approved, the bylaws shall be corrected and presented to the next sitting Board of Directors meeting. This meeting shall take place within sixty days from the time of correction.



9.2: RATIFICATION

These bylaws shall hereby be ratified upon review and approval of the bylaws by the sitting Board of Directors. The signatures for ratification shall be those of the Executive Director of Suwannee Valley Unsolved, Inc., the current Board Chairperson, and the current Secretary of the Board of Directors. The bylaws shall therefore be sealed by a notary public.

9.3: AMENDMENTS

An amendment of the bylaws shall be made by the Board of Directors when the bylaws need to be updated to reflect current laws, remove obsolete articles, revise the language of an article or section, or amend the bylaws.

Revising bylaws must be made by a unanimous board vote, with review by the board attorney for legalities.

These bylaws shall be reviewed regularly for potential amendments.

Ratifying amended bylaws shall also fall under the requirements of ratification as outlined in 9.2: *Ratification*.

RATIFICATION OF BYLAWS

This is to certify that these bylaws have been reviewed, approved, and appropriately signed by the representatives of Suwannee Valley Unsolved, Inc. and notarized by a certified notary public. These Bylaws have been ratified this day, January 20th, 2024 in Luraville, Suwannee County, FL.

X

Chairman of the Board

X

Vice Chairperson

X

Secretary



SUWANNEE VALLEY UNSOLVED BOARD OF DIRECTORS ORGANIZATION



BYLAWS