



BYLAWS OF RACEWITHOUTISM INC

ARTICLE I – NAME AND PURPOSE

Section 1. Name: The name of this corporation shall be RaceWithoutIsm Inc ("the Corporation").

Section 2. Purpose: The Corporation is organized exclusively for charitable, educational, and social welfare purposes, including but not limited to promoting racial equity, diversity, and inclusion in communities through advocacy, education, and community engagement initiatives.

ARTICLE II – MEMBERSHIP

Section 1. Membership: The Corporation shall have no members. The management of the Corporation shall be vested in the Board of Directors.

ARTICLE III – BOARD OF DIRECTORS

Section 1. General Powers: The affairs of the Corporation shall be managed by its Board of Directors.

Section 2. Number and Tenure: The Board shall consist of no fewer than three (3) and no more than fifteen (15) Directors. Directors shall serve terms of two (2) years, with eligibility for re-election by vote or acclamation, whichever is best for the sustainability of the Corporation.

Section 3. Meetings: Regular meetings of the Board shall be held at least quarterly. Special meetings may be called by the Chairperson or a majority of Directors. Meetings may be by in-person or electronic means.

Section 4. Quorum and Voting: A majority of Directors shall constitute a quorum. Decisions shall be made by majority vote.

Section 5. Vacancies: Vacancies may be filled by a majority vote of the remaining Directors. The President is final authority to fill or not fill vacancies and may assume such duties.

Section 6. Removal: A Director may be removed by a two-thirds (2/3) vote of the Board.

ARTICLE IV – OFFICERS

Section 1. Officers: The officers of the Corporation shall be a President, Vice President, Secretary, and Treasurer.

Section 2. Election and Term: Officers shall be elected by the Board for two-year terms.

Section 3. Duties:

- **President:** Presides over meetings and oversees operations.
 - **Vice President:** Assists the President and assumes duties in their absence.
 - **Secretary:** Maintains records and meeting minutes.
 - **Treasurer:** Manages finances and provides financial reports.
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ARTICLE V – COMMITTEES

Section 1. Committees: The Board may establish committees as necessary, such as Finance, Outreach, and Governance.

ARTICLE VI – FINANCES

Section 1. Fiscal Year: The fiscal year shall be from January 1 to December 31.

Section 2. Funds and Accountability: All funds shall be used exclusively for the Corporation's mission. The President or designee approves fund allocation. The Treasurer shall maintain accurate financial records.

ARTICLE VII – AMENDMENTS

Section 1. Amendments: These Bylaws may be amended by a two-thirds (2/3) vote of the Board at any regular or special meeting.

ARTICLE VIII – DISSOLUTION

Section 1. Dissolution: Upon dissolution, assets shall be distributed to a nonprofit organization with a similar mission. Dissolution will comply with [Internal Revenue Code](#) and [State Code](#).

Adopted by the Board on: 08/01/2018

/s/ Danny E. White, President