BYLAWS

OF

EVRYSTAR TRANSITIONAL HOUSING

\*\*ARTICLE I: NAME\*\*

The name of the organization shall be EvryStar Transitional Housing.

\*\*ARTICLE II: PURPOSE\*\*

Consistent with the Articles of Incorporation, and until such time that the Articles of Incorporation have been amended, EvryStar Transitional Housing is formed to engage in any lawful public tax-exempt nonprofit business purpose.

\*\*ARTICLE III: CORE VALUES\*\*

RESPECT – regard for the feelings, wishes, rights, or traditions of others.

1 Peter 2:17a “Show proper respect to everyone..”

INTEGRITY – being honest and having strong moral principles; moral uprightness.

2 Corinthians 8:21 “For we are taking pains to do what is right, not only in the eyes of the Lord but also in the eyes of man..”

TRANSPECY – being open, honest, and straightforward; must be willing to share information when it is uncomfortable to do so.

Ephesians 4:29 “Let no corrupt communication proceed out of your mouth, but that which is good to the use of edifying, that it may minister grace unto the hearers.”

ACCOUNTABILITY – obligation or willingness to accept responsibility or to account for one’s actions.

Galatians 6:4-5 “Each one should test their own actions. Then they can take pride in themselves alone, without comparing themselves to someone else, for each one.”

COMPASSION – recognizing the suffering of others and then taking action to help.

Ephesians 4:32 “Be kind and compassionate to one another, forgiving each other, just as in Christ God forgave you.”

HARD WORK – making a great deal of effort or endurance.

Colossians 3:23 “Whatever you do, work heartily, as for the Lord and not for men..”

PERSEVERANCE – persistence in doing something despite difficulty or delay in achieving success.

James 1:12 (NIV) “Blessed is the one who perseveres under trial because, having stood the test, that person will receive the crown of life that the Lord has promised to those who love him.”

SERVANT LEADERSHIP – prioritizing the growth, well-being, and empowerment, aiming to foster an inclusive environment that enables everyone in the organization to thrive as their authentic self.

Matthew 20:26 “Whoever wants to be a leader among you must be your servant..”

\*\*ARTICLE IV: OFFICE LOCATIONS\*\*

The principal office of the corporation shall be located in North Richland Hills, Texas. The corporation may have other offices as the Board of Directors may determine.

\*\*ARTICLE V: BOARD OF DIRECTORS\*\*

Section 1. \*\*General Powers\*\*

The affairs of the corporation shall be managed by its Board of Directors.

Section 2. \*\*Number, Tenure, and Qualifications\*\*

The number of Directors shall be five or more, but always an odd number. Each director shall hold office for a term of two years and until his or her successor is elected and qualified. There is not a limit on amount of terms held, as long as the director remains qualified. Directors may give written letter of resignation thirty days in advance at any time during term. The Board may increase or decrease the number of directors at any time by amendment of these Bylaws.

Section 3. \*\*Regular Meetings\*\*

A regular annual meeting of the Board of Directors shall be held without other notice than this bylaw, immediately after, and at the same place as, the annual meeting of members. Though, there will be a minimum of quarterly additional meetings for each year that the location and time may vary, in which EvryStar Secretary or Executive Director will provide detailed information and or link/login for virtual access thirty days in advance, unless earlier time and date are agreed upon by all parties.

Section 4. \*\*Special Meetings\*\*

Special meetings of the Board of Directors may be called by or at the request of the President or any two directors.

Section 5. \*\*Notice\*\*

Notice of any special meeting shall be given at least seven days previously thereto by written notice delivered personally or sent by mail or email to each director at his or her address.

Section 6. \*\*Quorum\*\*

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the board.

Section 7. \*\*Manner of Acting\*\*

The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

\*\*ARTICLE VI: OFFICERS\*\*

The officers of the corporation shall be a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors based on the need of the corporation at the time), a Secretary, a Treasurer, and such other officers as may be elected in accordance with the provisions of this article.

Section 1. \*\*The President\*\*

The President shall have general supervision of the Corporation’s daily affairs and perform all other duties as are incident to the office or are properly required by a resolution passed by the Board.

Section 2. \*\*Vice President\*\*

During the absence or disability of the President, the Executive Vice President (if any) may exercise all functions of the President. Each Vice-President shall have such powers and fulfill such duties as may be assigned by a resolution of the Board.

Section 3. \*\*Secretaries and Assistant Secretaries\*\*

The Secretary must:

1. Issue notices for all meetings and actions of the Board;
2. Accept all requests for special meetings of the Board;
3. Accept all notices of proxy appointments and revocations;
4. Keep the minutes of all meetings;
5. Accept delivery of any dissent announced at any meeting of the Board;
6. Have charge of the corporate seal and books; and
7. Make reports and perform duties as are incident to the office, or are properly required of him or her by the Board.

The Assistant Secretary, or Assistant Secretaries (in the order designated by the Board), shall perform all of the duties of the Secretary during the absence or disability of the Secretary, and at other times perform such duties as are directed by the Secretary, the President, or the Board.

Section 4. \*\*Treasurer\*\*

The Treasurer shall (as authorized by the President and approved by the board):

1. Have custody of all the Corporation’s monies and securities and keep regular books of account;
2. Disburse the Corporation’s funds in payment of the just demands against the Corporation or as may be ordered by the Board, taking proper vouchers for such disbursements; and
3. Provide the Board with an account of all his or her transactions as Treasurer and of the financial conditions of the office properly required of him or her by the Board.

The Assistant Treasurer, or Assistant Treasurers (in the order designated by the Board), shall perform all of the duties of the Treasurer in the absence or disability of the Treasurer, and at other times perform such duties as are directed by the Treasurer, the President, or the Board.

In the event of the absence or disability of the President and Vice President, then the Treasurer shall perform such duties of the President.

Section 5. \*\* Delegation\*\*

In the absence or inability to act of any officer and of any person authorized to act in their place, the Board may delegate the officer’s powers or duties to any other officer, director, or other person, subject to these Bylaws. Vacancies in any office arising from any cause may be filed by the Board, subject to these Bylaws, at any regular or special board meeting.

Section 6. \*\*Other Officers\*\*

The Board may appoint other officers and agents as they deem necessary or expedient. The term, powers, and duties of such officers will be determined by the Board and described in the resolution authorizing the appointment or designation.

Section 7. \*\*Liability\*\*

Each officer is required, individually and collectively, to act in good faith, with reasonable and prudent care, and in the best interest of the Corporation. If an officer acts in good faith and in a manner that is reasonably in line with the best interests of the Corporation as determined by a reasonably prudent person situated in similar circumstances, then they shall be immune from liability arising from official acts on behalf of the Corporation.

Officers who fail to comply with this section of these Bylaws shall be personally liable to the Corporation for any improper acts and as otherwise described in these Bylaws.

Section 8. \*\* Loans\*\*

No loans may be made by the Corporation to any officer.

Section 9. \*\*Salaries\*\*

Officers’ salaries will be fixed from time to time by the Board. Officers are not prevented from receiving a salary by reason of the fact that he or she is also a director of the Corporation.

Section 10. \*\*Indemnification\*\*

Officers shall be indemnified by the Corporation, so long as the officer acted in a manner substantially similar to and consistent with the standard of care required for directors, as described in these Bylaws. Any officer indemnification shall be limited to proceedings that are directly related to or have arisen out of the officer’s acts on behalf of the Corporation.

\*\*ARTICLE VII: COMMITTEES\*\*

The Board of Directors may create committees as needed, such as fundraising, housing, public relations, data collection, etc.

\*\*ARTICLE VIII: CONTRACTS, CHECKS, DEPOSITS, AND FUNDS\*\*

Section 1. \*\*Contracts\*\*

The President is the only one who may enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation. All other board members must have written authorization from the President of the corporation.

Section 2. \*\*Checks, Drafts, etc.\*\*

All checks, drafts, or orders for the payment of money shall be signed by the President of the corporation or a board member provided written authorization from the President of the corporation.

Section 3. \*\*Deposits\*\*

All funds of the corporation shall be deposited to the credit of the corporation in such banks or other depositories as the President or Secretary may select.

Section 4. \*\*Gifts\*\*

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the nonprofit purposes of this corporation. All gifts must be turned over to the corporation for such use.

\*\*ARTICLE IX: FISCAL YEAR\*\*

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December in each year.

\*\*ARTICLE X: PROTECTING THE VISION AND THE FOUNDER\*\*

Section 1. \*\*Founder’s Role\*\*

The founder shall hold the position of Lifetime Honorary Chairperson, providing guidance and oversight to ensure the organization remains true to its founding principles.

Section 2. \*\*Decision-Making Authority\*\*

The founder retains the right to veto decisions that significantly alter the mission, structure, or operational integrity of EvryStar Transitional Housing.

Section 3. \*\*Succession Planning\*\*

A succession plan shall be established to ensure that the founder’s vision is upheld by future leadership. This plan will include criteria for selecting successors who are aligned with the organization’s core values.

Section 4. \*\*Financial Protections\*\*

The founder shall be entitled to financial protections, including indemnification by the organization against personal liability, provided that they act in good faith and in the organization’s best interests.

Section 5. \*\*Dispute Resolution\*\*

In the event of a dispute regarding the founder’s rights or protections, an independent mediator shall be appointed to facilitate a resolution.

\*\*ARTICLE XI: AMENDMENTS TO BYLAWS\*\*

These bylaws may be altered, amended, or repealed and new bylaws may be adopted by a majority of the directors present at any regular meeting or at any special meeting and must not conflict with the founder’s original vision for the organization.

\*\*CERTIFICATION\*\*

These bylaws were approved at a meeting of the Board of Directors of EvryStar Transitional Housing on this \_\_\_\_\_ day of \_\_\_\_\_\_\_\_\_\_\_, \_\_\_\_\_\_\_\_.

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Brandy L. Sanchez, Secretary