

## **Bylaws of a Non-profit Corporation**

### ARTICLE I NAME, OFFICE

The name of this corporation shall be \_\_\_\_\_, and hereinafter in these bylaws shall be referred to as the "Corporation."

The mailing address of the Corporation shall be \_\_\_\_\_. The Corporation may have such other offices within the Commonwealth of Kentucky, as the Board of Directors may determine or as the affairs of the Corporation may require.

The registered office for the Corporation shall be \_\_\_\_\_. The registered agent for the Corporation is \_\_\_\_\_.

### ARTICLE II PURPOSES

The following are the purposes for which this organization has been organized: [DESCRIBE]

### ARTICLE III MEMBERSHIP

Membership in this organization shall be open to all who [DESCRIBE].

### ARTICLE IV MEETINGS

1. Annual Meeting—date; order of business (?)
2. Special Meetings—who and how to call; what action can take place
3. Notice for meetings
4. Quorum
5. Proxies and Electronic participation

### ARTICLE V BOARD OF DIRECTORS

1. Board Role, Size, Composition, and Compensation
2. Meetings (schedule of regular meetings, special meetings, notices)
3. Election of Members (how elected)

4. Terms (length and number can serve)
5. Quorum
6. Proxies and Electronic participation
7. Officers and Duties
8. Resignation, Termination, and Absences
9. Vacancies

ARTICLE VI COMMITTEES (Duties, Standing Committees, and Records)

ARTICLE VII FISCAL YEAR (statement of the fiscal year)

ARTICLE VIII AMENDMENTS (procedure for amending, % of vote necessary)

ARTICLE IX DISSOLUTION (statement on procedure for dissolution and disbursement of assets if dissolve)

ARTICLE X MISCELLANEOUS

1. Contracts, Checks, and Loans/Mortgages
2. Conflict of Interest