

Document Type: Appendix

Document Title: Organizational Bylaws

Article One

Name

The name of the organization shall be CommunityIMPACT, Inc., It is incorporated in the State of Wisconsin as a non-stock, not-for-profit organization.

Article Two

Purpose

As set forth in the Articles of Incorporation, the purpose of this corporation, a not-for-profit, charitable organization, is to be a catalyst for unleashing abundant resources so as to offer communities authentic community. Specifically, CommunityIMPACT, Inc. provides local congregations and community-based organizations creative solutions for board governance, fiscal stewardship, leadership development, and collaborative relationships.

Anything in these bylaws to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including such purposes, the making of distributions to organizations that qualify as tax exempt organizations under such code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for charitable or religious purposes as the Board of Directors shall determine, and as shall at that time qualify as a tax-exempt organization under the Internal Revenue Code Section 501(c)(3), or as such Section may be amended. This source would be a scholarship fund for students from the state of Wisconsin attending Asbury Theological Seminary in Wilmore, Kentucky.

Article Three

Board of Directors

1. The Board of Directors of CommunityIMPACT, Inc., Inc. are: Lori Prah, John Lochner, Jim Nelson, Chris Elliott, Dean Hulce, Terry Martell, Lori Aho, & Becky Deuel.
2. The position of President is a perpetual position with voice and vote serving the Board of Directors as Founder. This role is reserved solely for Roger Kindschi.
3. The business of this organization shall be managed by its Board of Directors. The Board shall consist of 7-13 members with a total of nine being preferred for three serving three-year terms.
4. Officers of the organization shall be elected for membership of the Board of Directors and will consist of a Chief Governance Officer (CGO), Vice Governance Officer (VGO), Secretary, and Treasurer who will have the duties as outlined in our Governance Process policies.
5. The Board of Directors shall elect new Board Directors according to Policy III.I, *Board Member Selection Process*.
6. The Chief Governance Officer (CGO) may appoint, with the approval of the Board, chairs of standing committees and special committees as they may be required.
7. Vacancies arising among voting members of the Board shall be filled by appointment of the Chief Governance Officer (CGO) with the approval of the Board.
8. The Board of Directors shall meet at least quarterly during the year. A quorum shall be a majority of Board members.
9. Board members are elected to a single term of three years and may be elected to a second, but not third, term.
10. Unexpired Terms. If more than half of the unexpired term remains, member may be elected to one more term. If there is less than a half of a term unexpired, members may serve two terms for a maximum of 7.5 years.
11. A member who has served two consecutive terms shall take an absence of at least one year before serving on the Board.
12. A member is not eligible to serve as the V.G.O. their sixth year so as to ensure successful succession of leadership.

Article Four

Funds

1. The fiscal year of this corporation shall begin September 1st of each year and end August 31st of the following year.
2. All funds accruing to the organization shall be deposited to the account of CommunityIMPACT, Inc., and shall be disbursed by CommunityIMPACT, Inc.'s Chief Financial Officer (CFO) (or someone authorized by the Treasurer) as authorized by the Board. An annual audit shall be made of the corporation's accounts.

Article Five

Procedure

All proceedings shall be governed according to Values Governance

Article Six

Amendments

These bylaws may be amended at any meeting of the general membership by majority vote of those present, providing the notice was given to all members at least two weeks before the meeting, with notice provided by registered mail to all registered members of the organization.

Article Seven

Dissolution

In the event of dissolution of this organization, any assets remaining after payment of obligations shall be used to establish a scholarship fund for students from the state of Wisconsin attending Asbury Theological Seminary in Wilmore, Kentucky, or as otherwise provided in Article Two above.

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