

BYLAWS - SERVING TIME JAIL MINISTRY

1. NAME AND LOCATION

- 1.1 **Name** - The name of the Organization is SERVING TIME JAIL MINISTRY, from here on called the Organization; organized exclusively in January 2015 for charitable, religious, and educational purposes under Section 501(c)(3) of the Internal Revenue Service Code.
- 1.2 **Location** - The principal office of the Organization shall be in Columbia County, Georgia at 5011 Sussex Drive, Evans, GA, 30809.

2. PURPOSES AND GOALS

The purposes and goals for which this Organization endeavors to steadfastly fulfill are:

- 2.1 To see each person receive Jesus Christ as their Lord and Savior and begin to live a transformed abundant life.
- 2.2 To conduct Bible studies, provide Bibles, enriching Christian books, various educational materials, and reading glasses, to meet the spiritual and educational needs of individuals serving time in detention centers and prisons within the Central Savannah River Area (CSRA) and its neighboring counties.
- 2.3 To develop and make available Departure Package Information for released inmates and their families to assist in meeting fundamental food, clothing, and shelter needs. This information includes but is not limited to identifying local contacts (i.e., completion of high school education, local employment opportunities, rehabilitation centers, job training opportunities, counseling, shelters, churches, etc.).
- 2.4 To facilitate training of inmates in such volunteer supported areas as Celebrate Recovery, basic finances, reading, recidivism risks, and other subjects to deter future recidivism.
- 2.5 To establish and maintain contacts to stay apprised of resources (e.g., local and State agency officials, private sector organizations, and individuals) who may assist inmates within jails and after release.
- 2.6 To provide hope to each incarcerated and released person for a future productive life in the community.

3. DEFINITIONS

- 3.1 **Organization** shall mean and refer to Serving Time Jail Ministry, a 501(c)(3) non-profit religious foundation in the State of Georgia.
- 3.2 **Board Members** shall mean and refer to elected Officers and Board Of Director Members of the Organization as stipulated within Section 6 of these Bylaws.
- 3.3 **Quorum** shall mean and refer to the presence , in person or by proxy, of at least fifty (50) percent of the Board Members entitled to vote.

4. MEMBERSHIP OF THE ORGANIZATION

- 4.1 Every born-again volunteer living in the CSRA and adjoining counties, that shares Christ by visiting a local detention center or prison at least once per quarter (unless there are extenuating circumstances), and that wishes to be affiliated with the Organization, shall be considered a Member.
- 4.2 Any Member can be elected to the Board which oversees the affairs of the Organization.

BYLAWS - SERVING TIME JAIL MINISTRY

- 4.3 Any Member may attend any regularly scheduled annual and quarterly meetings.
- 4.4 Any Member shall be offered to receive regular email updates from the Organization, and be encouraged to report a brief summary of each jail visit they undertake.

5. MEETINGS OF THE ORGANIZATION

- 5.1 **Annual Meeting** - The Board shall hold an annual meeting during the month of February. Another month of the year may be selected should the Board deem it necessary.
- 5.2 **Quarterly Meetings** – The Board shall hold up to three (3) quarterly meetings after each annual meeting.
- 5.3 **Special Meetings** - Special meetings of the Board for any purpose, unless otherwise prescribed by statute, may be called by the Chairman or by any Board Member, in writing to the Secretary. Special meetings require not less than a seventy-two (72)-hour notice to each Board Member.
- 5.4 **Emergency Meetings** - In any situation where action is needed and either an annual, quarterly, or special meeting will not suit the purpose, the Board may handle the action as follows:
 - (a) The Board Member first notified shall make a good faith attempt to notify all other Board Member and call a meeting (e.g., face-to-face, video call, by telephone) at the earliest possible time, so long as it is reasonable.
 - (b) If the Board Member is unable to schedule a meeting with at least a quorum present, in a reasonable amount of time that is consistent with the circumstances, a Board Member consensus shall determine what action is to be taken and shall be the subject of a request for ratification by e-mail or at a later meeting.
 - (c) The Board Member first notified shall make every possible attempt to achieve at least a quorum before taking any specific action.
- 5.5 **Conduct of Meetings**
 - (a) Annual and quarterly meetings shall be held at such place and hour as may be fixed from time to time by resolution of the Board.
 - (b) The Chairman of the Organization shall act as Chairperson at each meeting of the Board Members.
 - (c) In the Chairman's absence, the Vice-Chairman, or should he or she be also absent, then a Board Member chosen by majority vote of the Board Members present and entitled to vote, shall act as chairperson of the meeting.
 - (d) The Secretary of the Organization shall record the minutes of the meeting.
 - (e) Meetings shall be open sessions to all Members of the Organization.
 - (f) At annual and special meetings, the presence at the meeting, in person or by proxy, of fifty (50) percent of the Board entitled to vote, shall constitute a quorum.
 - (g) All meetings shall be conducted using Roberts Rules of Order.
 - (h) The Chairman shall determine the order of business. The Secretary, or in his/her absence, any Board Member appointed by the Chairperson, shall act as Secretary of the meeting.

BYLAWS - SERVING TIME JAIL MINISTRY

- (i) All decisions shall be made by majority vote which constitutes passage or rejection of each item voted upon.
 - (j) Board Members may vote by proxy but shall not be counted towards a quorum.
 - (k) Should the Chairman be absent, the Vice-Chairman shall act as Chairman of each meeting, upon delegation of authority from the Chairman.
- 5.6 **Notice of Meetings** - Written notice stating the place, day, and hour of the meeting, and in the case of a special meeting, the purpose for which the meeting is called, shall be delivered not less than 10 days before the date of the meeting, either personally, by e-mail, or by text message, to each Board Member entitled to vote at such meeting.
- 5.7 **Place of Meetings** - The Board may designate any place within a radius of 15 miles from its headquarters as the place for any annual, quarterly, special, or emergency Board meetings.
- 5.8 **Annual, Quarterly, and Special Meeting Agenda** - Subject to the approval of the Board, an agenda shall be prepared for annual, quarterly, and special meetings of the Membership. Any Member may add an item to the agenda by submitting the item in writing to a Board Member at least 7 days in advance of the meeting. At the beginning of the meeting, any Member may request that an item be added to the agenda under "other business" which shall be limited to five (5) minutes.
- 5.9 **Meeting Minutes** - Minutes shall be recorded at all meetings by the Secretary, or designee, and made available for review by Board Members within thirty (30) days after a meeting, in draft, summary or final form.

6. OFFICERS AND BOARD OF DIRECTORS OF THE ORGANIZATION

- 6.1 The Board includes 4 Officers and up to 5 Board of Directors who regularly attend the annual and quarterly meetings and have voting privileges.
- 6.2 The Officers shall be the Chairman, Vice-Chairman, Secretary and Treasurer. The office of the Secretary and Treasurer can be combined into a Secretary-Treasurer office.
- 6.3 The Board Members shall consist of the Officers and at least a chairperson for each of the following Standing Committees: (a) Website/Online; (b) Outreach; (c) Procurement; (d) Departure Package; (e) Any others that are determined.
- 6.4 There can also be as many as three (3) At-large Board Members, who are available to the Board to assist in special tasks as they arise.
- 6.5 There shall be at least three (3) Board Members. The Board may appoint additional special committees and subcommittees and agents as they may consider necessary who shall be chosen in such manner and hold their offices for such terms and have such authority and duties as from time to time may be determined by the Board.
- 6.6 All Officers and Board Members shall be Members of the Organization in good standing and actively engaged in Serving Time Jail Ministry activities.
- 6.7 Any Officer or Board Member missing three consecutive Board meetings, without any of these absences being excused, may be released from their Board duties.
- 6.8 Officers and Board Standing Committee Chairpersons and Board At-Large Members shall be elected from the general Membership at the Annual Meeting. A vote for an Officer and Board of Directors Standing Committee Chairperson and At-Large Member nominated may be cast by

BYLAWS - SERVING TIME JAIL MINISTRY

a Board Member by mail, or by e-mail, on a ballot forwarded to the Board by the Board Member, at least 5 days prior to the annual meeting.

- 6.9 The Officers and Board Standing Committee Chairpersons and Board At-Large Members shall hold office until their successors have been duly elected and shall have been qualified, or until their death, or until they resign, or be disqualified to serve, or have been removed in the manner hereinafter provided.
- 6.10 Officers and Board Standing Committee Chairpersons and Board At-Large Members shall serve for a term of two (2) years and can serve an unlimited number of successive terms following the election process described above. Terms shall be staggered such that no more than one half of the Officers and Board of Directors Standing Committee Chairpersons and At-Large Members terms shall expire, and be up for election, in any year.
- 6.11 Any Officer or Board Member missing three (3) consecutive meetings without expressing good cause shall be deemed to have resigned and shall be removed from office. The Chairman, or designee, shall inform the affected Officer, or Board of Director of this dismissal, in writing.
- 6.12 A vacancy in any Officer or Board Member position may be filled by appointment by the Board. The Officer/Board Member appointed to such vacancy shall serve for the remainder of the term of the Officer/Board Member that is being replaced.
- 6.13 Any Officer or Board Member may resign at any time by giving written notice to the Chairman or to the Secretary. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- 6.14 The Board, declaring such removal to be in the best interest of the Organization, may remove any Officer or Board Member from office, with or without cause. Such action shall be by two-thirds (2/3) resolution of the sitting Board and adopted at any annual, quarterly, or special meetings of the Board.
- 6.15 All Officers and Board Members shall be volunteers and shall not be entitled to any cash payment for their services, or reimbursement of travel expenses.

7. DUTIES AND POWERS OF THE BOARD

- 7.1 The Board shall strictly comply with these Bylaws.
- 7.2 The general duties of the Board shall be to manage the affairs of Serving Time Jail Ministry during the period between annual and quarterly meetings.
- 7.3 The Board shall manage all business and affairs of the Organization and shall have and exercise all the powers of the Organization, and except as may otherwise be expressly required by law, the Articles of Incorporation, or these Bylaws.

BYLAWS - SERVING TIME JAIL MINISTRY

7.4 The Board shall have the power to:

- (a) Conduct, manage and control the affairs and business of the Organization and to adopt rules and regulations.
- (b) Change the location of the principal office for business to a different location, if deemed advisable by a majority of its Members.
- (c) Spend Organization funds, with discretion, for the purpose of improving the common properties and facilities or obtaining assets at equitable costs.
- (d) Participate in mergers and consolidations with other non-profit entities organized for similar purposes, provided that any merger, consolidation, or such annexation shall have the assent by vote of a majority of Board Members.
- (e) Procure and maintain adequate liability hazard, and other risk insurance on property owned by the Organization.

8. DUTIES AND POWERS OF THE OFFICERS

8.1 Duties of the Chairman

- (a) The Chairman shall preside at all meetings of the Board and shall see that orders and resolutions of the Board of Directors are carried out.
- (b) The Chairman shall sign all leases, mortgages, deeds, and other written instruments, and may co-sign all checks and promissory notes.
- (b) The Chairman shall, subject to the direction and supervision of the Board of Directors, be the chief executive officer of the Organization and shall have general and active control of its affairs and business and general supervision of its Officers and agents.
- (c) The Chairman shall preside at all meetings of the general Membership and shall perform all duties incident to the office.
- (d) The Chairman shall be a voting Member of all committees and shall serve as the chief communications officer for the Organization with external organizations, state and local government agencies and the media.

8.2 Duties of the Vice-Chairman

- (a) The Vice-Chairman shall have the authority to act in the place and stead of the Chairman in the event of absence, inability, or refusal to act, and exercise and discharge such other duties as may be required by the Chairman.
- (b) The Vice-Chairman shall also be responsible for overseeing any capital projects.
- (c) The Vice-Chairman shall be subject to all the restrictions upon the Chairman and may also co-sign checks and promissory notes.

BYLAWS - SERVING TIME JAIL MINISTRY

8.3 Duties of the Secretary

- (a) The Secretary shall record the votes of any motion that is seconded and voted upon, and keep the minutes of all meetings and proceedings of the Board.
- (b) The Secretary shall also serve notice of meetings of the Board and of the Members.
- (c) The Secretary shall keep appropriate current records showing the Members of the Organization together with their home/cell numbers, and e-mail addresses, and shall perform such other duties as required by the Board.
- (d) The Secretary may also co-sign checks and promissory notes.

8.4 Duties of the Treasurer

- (a) The Treasurer shall be the chief financial officer of the Organization and has the primary fiduciary responsibility of the Organization's financial assets.
- (b) The Treasurer shall have the care and custody of all funds, securities, evidence of indebtedness and other personal property of the Organization and shall deposit the same in accordance with the instructions of the Board. All checks and promissory notes of the Organization require the signature of two Officers.
- (c) The Treasurer may co-sign all checks and promissory notes of the Organization. Along with the other Officers, they shall prepare an annual budget for general expenses and a statement of income and expenditures to be presented to the Membership at its annual meeting.
- (d) The Treasurer is relieved of those specific duties delegated to such person or entity if the Organization engages the services of a Certified Public Accountant or managing agent to undertake any of these tasks.
- (e) The Treasurer shall keep and maintain detailed, accurate records of the receipts and specifying and itemizing the expenses incurred. Such records and vouchers authorizing the payment shall be available, for examination by Board Members and others with an interest such as encumbrances or prospective lenders, at convenient hours of weekdays upon reasonable notice.
- (f) The Treasurer shall provide all appropriate documentation requested by a third-party Organization, which may be periodically conducted at the discretion of the Board of Directors.

9. STANDING AND SPECIAL COMMITTEES

- 9.1 The Board shall establish both standing and special committees, as it deems necessary.
- 9.2 All committees shall make recommendations to the Board for action and shall not have the power to act on behalf of the Organization without specific authorization from the Board.
- 9.3 The appointment of a director to any committee, if not sooner terminated, shall automatically terminate upon the expiration of the term as a Board Member.
- 9.4 The Board shall appoint a chairperson of each standing or special committee.
- 9.5 The Chairperson of each standing or special committee may from time to time solicit the assistance of other individuals to aid in the performance of duties. It is not required that these

BYLAWS - SERVING TIME JAIL MINISTRY

individuals be Members of the Board, but must be Members in good standing of the Organization.

10. CONSIDERATION OF MEMBER PROPOSALS

- 10.1 Any Member of the Organization may propose, in writing, items for consideration, and/or recommendations to the Board.
- 10.2 The Board shall decide whether proposed items will appear on the agenda of either the Board or one of the committees, or a general or special meeting of the Organization.
- 10.3 The proponent and Members directly affected by such proposals shall be notified of the place, day, and hour of the proposal and shall be reviewed within three (3) days of the meeting.
- 10.4 The proponent and Members directly affected by such proposals may attend this meeting to make a presentation and answer questions concerning the proposal.
- 10.5 The Board shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.

11. MISCELLANEOUS PROVISIONS

- 11.1 The Board shall have power to make, amend and repeal these Bylaws at any annual meeting or at any special meeting called for the purpose. This power shall not be exercised by any other committee or entity.
- 11.2 No part of the net earnings or funds of the Organization shall inure to the benefit of, or be distributed to its Members, trustees, Officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered by outside individuals and organizations, and to make payments and distributions in furtherance of the purposes described in Section 501(c)(3) or Section 2 of these Bylaws.
- 11.3 No substantial part of the activities of the Organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the Organization shall not participate in, or intervene in, any political campaign on behalf of or in opposition to any candidate for public office.
- 11.4 The fiscal year of the Organization shall begin on January 1 and end on December 31 of every year. The Board retains the right to modify the fiscal year if it deems that such action would yield advantageous tax benefits to the Organization.
- 11.5 Serving Time Jail Ministry shall not discriminate against individuals or groups based on race, color, sex, age, disability, national origin, income, or political affiliation in any of its policies, recommendations, or actions.
- 11.6 Officers and Board Members, as a condition of Membership and leadership, shall give their testimony of how were saved by Jesus Christ and made Him Lord of their life.

12. DISSOLUTION

- 12.1 Should the Board of Directors determine that the Organization be dissolved for any reason, all its remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Service Code.
- 12.2 All assets will be transferred to Overcomer's Outreach, Martinez, GA 30907, a 501(c)(3) Organization.