

BYLAWS
OF
HABITAT FOR HUMANITY OF TROUP COUNTY, INC
A GEORGIA NONPROFIT CORPORATION

ARTICLE I
Name

The name of the corporation/affiliate shall be HABITAT FOR HUMANITY OF TROUP COUNTY, INC., and may do business as TROUP/CHAMBERS HABITAT FOR HUMANITY.

ARTICLE II
Principal Officer

The principal office of this nonprofit corporation in the State of Georgia shall be located in the City of LaGrange, County of Troup. The said corporation may have such offices, as the board of directors shall designate.

ARTICLE III
Purposes

The purposes of the corporation are:

1. To implement the Gospel of Jesus Christ primarily in Troup County, Georgia and Chambers County, Alabama, but also throughout the United States of America and around the world, by working with God's people who are economically disadvantaged to help them create a better human habitat in which to live and work.
2. To work in cooperation with other agencies and groups that have a kindred purpose, especially with the parent body, Habitat for Humanity International, Inc., whose headquarters are in Americus, Georgia, and of which this corporation is an affiliate.
3. To witness to the Gospel of Jesus Christ through loving acts and the spoken and written work.
4. To enable an expanding number of persons from all walks of life to participate in this ministry.

ARTICLE IV
General Membership

Membership in this organization reflects the people-to-people partnership joining us together regardless of race, nationality, religion, or socioeconomic status that is motivated by our faith to make a difference in our community. Membership is open to any person who fills out an application to HABITAT FOR HUMANITY OF

TROUP COUNTY, INC., and is accepted by the board of directors, or any person who chooses to support this affiliate by providing financial, volunteer, or prayer support.

ARTICLE V
Board of Directors

1. Composition: The board of directors shall consist of not less than nine (9), but not more than twenty-five (25) members, to include its officers, chairpersons of the standing committees, and members-at-large.
2. Elections: Directors shall be elected to three-year staggered terms, with one-third of the directors having terms to expire each year. The board shall appoint a nominating committee, which shall select a slate of nominees for membership. After approval by the board, the proposed nominees shall be presented for election at the annual meeting of members to serve a three-year term from the date of that meeting. Other nominations may be made from the floor.

Nominees may be elected to the board other than at the annual meeting by majority vote of the quorum at a regular board meeting. They will serve until the next annual meeting, where they can be elected to fill the remaining years of the term.

3. Termination: A director may resign at any time by giving written notice of their intention to the president or secretary. When a director is absent for three (3) consecutive regularly scheduled board meetings without cause or without giving prior notice to the president or secretary, the board may vote to remove the member from the board. The director will be notified in writing of their removal.
4. Vacancies: Vacancies shall be filled by election by a majority vote of the quorum from candidates presented by the nominating committee or nominated from the floor. Directors elected to fill an unexpired term shall serve until the next annual meeting.
5. Preparation: All newly elected directors shall be provided with written materials necessary to familiarize them with HFHTC's policies and procedures. They are expected to promptly familiarize themselves with the material.
6. Compensation: Directors shall not receive compensation for their work associated with HFHTC.

ARTICLE VI
Meetings

1. Regular: The board of directors shall hold regular meetings monthly or as otherwise scheduled by the board. Five days notice in writing must be given to the directors, except that if a quorum is present at the annual meeting, a board meeting may be held just prior to, or just after that meeting. All board meetings shall be open to the general

membership. Executive sessions, for board members only, may be called during the meeting.

2. Special: Special meetings of the board may be called by the president, by a majority of the executive committee, or by a majority vote of the directors. As much notice as possible must be given.
3. Annual: General meetings shall be called at least once annually. An annual meeting shall be held within two months before the start of the new fiscal year. Corporate items, except elections of board members and acceptance of the annual budget, cannot be acted upon at a general membership meeting unless a board quorum is present.
4. Quorum: At any meeting of the board of directors, fifty percent of the total elected board of directors shall constitute a quorum for the transaction of business. Majority shall mean more than fifty percent of those in attendance.
5. Majority: During regular and special meetings, all business/corporate items for action must be approved by a majority of the quorum except where otherwise noted in the bylaws. At general membership meetings, items for action must be approved by a majority of the general membership present voting.
6. Notice of Meetings: The announcement in the minutes of the previous board meeting shall service as notice for regular board meetings. The secretary or their designee shall give that notice at least five (5) days before the next regular board meeting. Notice shall be given as far in advance of special meetings as possible

ARTICLE VII **Officers**

1. General: The officers of the board shall be a president, vice-president, secretary, treasurer, and immediate past president, all of whom shall be elected from the board of directors, and whose duties shall be those specified by the bylaws and such other duties as the board may prescribe.
2. Election and Term of Office: The officers shall be elected from the board of directors at the annual meeting. Officers shall hold office for one year from the date of that meeting.
3. Removal: Any officer may be removed before term expiration by majority of the entire board whenever, in their judgment, the best interests of the corporation will be served thereby. Notice of removal as set forth in Article V, Section 3, shall apply.
4. Vacancies: Vacancies that occur due to resignation or removal shall be filled by majority vote at the next regular or special board meeting. Candidates shall be presented by the nominating committee (one per vacant position) or by nominations from the floor.

Officers elected to fill an unexpired term shall serve until the term expires at the time of elections at the annual meeting.

5. President; The president shall preside at all meetings of the general membership, the board of directors, and the executive committee. The president may perform such acts, not inconsistent with the applicable laws or provisions of these bylaws, as may be generally performed by the president or chairperson of a corporation. The president will be an ex-officio member of any committee established by the board. The president may sign and execute all authorized documents in the name of the corporation, and shall have such other powers and perform such other duties as the board members shall designate, or as may be provided in the applicable law or elsewhere in these bylaws. The president or their designee shall preside at groundbreaking, dedications, and other special ceremonies. They shall be responsible for the overall coordination of the work of the affiliate.
6. Vice-President: in the absence of the president or the inability of the president to act, the vice-president on an interim basis shall perform the duties of the president. The vice-president shall also perform such other duties as shall be applicable to the position, assigned to them by the board or by the president.
7. Secretary: The secretary shall be responsible for the correspondence of the board and the recording and keeping of accurate records of the acts and proceedings of each board and general membership meeting. They shall keep a current list of the directors and officers. They shall perform other duties as assigned by the president. In the event the president and vice-president are absent from a meeting of the board, the secretary shall preside on an interim basis.

The secretary may appoint one or more assistant secretaries to help in this work, but the secretary shall generally record minutes of all regular and special board meetings, and general membership.

8. Treasurer: The treasurer shall be the financial officer of the board. They shall receive monies and sign papers requiring the payment of money, except as specifically designated by the board. They shall be responsible for setting up accounts as designated by the board, and for seeing that current and accurate accounts of all receipts and disbursements are kept. They shall keep the records of house closings and related legal matters. They shall give monthly financial position reports to the board at regular and, when necessary, at other board meetings.

The treasurer shall assist the finance committee in drafting an annual budget for board and membership approval. They shall furnish an annual statement of all receipts and disbursements of the corporation at the annual meeting, and shall perform such other duties as may be assigned by the president. In the event the president, vice-president, and secretary are not present at a meeting of the board, the treasurer shall preside. The board may appoint assistant treasurers.

9. Immediate Past President: The retiring president shall hold the office of immediate past president for a term of one year. The immediate past president shall assist the president in an advisory capacity or in any other manner as the president and the immediate past president so confer. They shall also serve as a member of the executive committee but shall have no other express authority.

ARTICLE VIII Committees

1. Committees: Standing committees shall be as follows: Executive, building, covenant church, family selection, family support, finance, fundraising, nominating, publicity, site selection, thrift store and volunteer. Other standing and ad hoc committees may be appointed, as the board deems necessary.
2. Accountability: Each committee, standing or ad hoc, is accountable to the full board.
3. Committee Make-up: The chairperson of each committee shall be a board member. They shall select and recruit their committee members, who need not be board members, with regard for providing continuity with the previous work of the committee. Members shall serve until the end of the term of the current board. Committee membership shall be renewable. Each director who is not an officer shall serve on a standing committee.
4. Executive: The executive committee shall consist of elected officers of the board, the immediate past president and one other member of the board who may be selected by the president to serve at large. This committee shall perform the functions of the full board in the routine management of the policies of the corporation. The actions of the executive committee shall be recorded by the secretary and shall be presented to the board at the next regular meeting for approval.
5. Building: The building committee shall be responsible for smooth coordination of the building processes, including selection of a site supervisor. This committee shall be the liaison between the board and the persons engaging in construction of Habitat homes.
6. Church Relations: The church relations committee shall be responsible for securing support for home building from Troup and Chambers County churches. Members will work in coordination with the fundraising committee when appropriate.
7. Family Selection: The family selection committee shall be responsible for recruiting and selecting families with whom Habitat homes will be built.
8. Family Support: The family support committee shall provide support for the Habitat family from the time it is selected, until after the family has moved into its new home. Committee members shall see that responsibility to the Habitat mission is understood, and that HFHTC and the family meet all commitments. Members shall assist the family in understanding the Habitat process. They shall assist the family with documentation of

sweat equity, home option selection, legal conferences, site dedications and home blessings. Members shall assist with budget training, other preparations for home ownership, and perceived trouble spots encountered by the family. They shall help with referral of prospective families to other agencies as may be helpful.

9. Finance: The finance committee shall be responsible for drafting an annual budget with the assistance of the treasurer, and for working with the treasurer on financial planning.
10. Fundraising: The fundraising committee shall be responsible for raising sufficient money through grants, public functions, and donations to build the number of homes approved by the board of directors each year.
11. Nominations: The nominating committee is responsible for securing nominations to fill board member vacancies as they occur, and for preparing the slate for the annual meeting.
12. Publicity: The publicity committee shall be responsible for adequate exposure of HFHTC's work by the news media.
13. Site Selection: The site selection committee shall be responsible for locating and selecting buildable sites upon which Habitat homes will be constructed; for disposition of other donated sites; and for insuring that clear title is available for prosperities to be deeded to HFHTC. The chairperson shall be the liaison between HFHTC and local government agencies regarding sites.
14. Thrift Store: The thrift store committee shall be responsible for oversight of thrift store management.
15. Volunteer: The volunteer committee shall be responsible or recruiting, training, and coordinating the placement of volunteers where needed.

ARTICLE IX
Board of Advisors

The board of directors may recruit citizens from the community, sympathetic to the purposes of Habitat for Humanity, to provide advice, encouragement and assistance in furthering the growth and work of the affiliate. Members of the board of advisors shall be given membership in standing in the affiliate.

ARTICLE X
General Provisions

1. Fiscal Year: The fiscal year of the corporation shall begin January 1 and end December 31 of the same year.

2. Audit: An auditor who shall be selected by the board from an independent audit firm shall subject the financial records of the corporation to a periodic review or an annual audit.
3. Amendments: These bylaws may be amended or repealed and new bylaws adopted by a vote of two-thirds of the quorum. Board members must receive at least fourteen (14) days notice of the scheduled vote.
4. Income: No part of the net income of Habitat for Humanity o Troup County, Inc., is to be applied to the benefit of any of its officers, directors, or other private individual(s)
5. Offices and Employees: The board of directors may create other offices and employ such personnel as in its discretion it deems necessary to accomplish the purposes for which the corporation was created. In the furtherance of the purposes of Article III above, the Board of Directors, may, in their discretion,
 - a) Employ such individuals as may be necessary to carry out such purposes, and to pay them compensation for such services.
 - b) Enter into agreements or contracts for services with other non-profit organizations, which may provide facilities, or services to HFHTC.
6. Dissolution: In the event of the dissolution of this corporation, any and all assets, real or personal, shall be distributed in accordance with Article VIII of the articles of incorporation.

ARTICLE XI
Parliamentary Authority

HFHTC's bylaws govern the actions of the board of directors and the general membership. Any procedures not covered by the bylaws are governed by the latest revision of Roberts Rules of Order. Policies and procedures shall not conflict with laws of the State of Georgia.

ARTICLE XII
Indemnification

The corporation may be empowered to indemnify any officer or director, or any former officer or director, by majority vote of a quorum of directors who were not parties to such action, suit or proceeding, in the manner provided in the Georgia Statutes, as amended. If such indemnification is authorized by the directors, expenses incurred in defending such civil or criminal action, suit, or proceeding may be paid by the corporation in advance of the final disposition of such action, suit or proceeding in the manner described in the Georgia Statutes, as amended, upon receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount unless he or she is found to be entitled to such indemnification.

ARTICLE XIII

Tithing

1. HFHTC shall, and is expected to contribute 10% of its non-designated cash contributions towards HFHI's international works, as outlined in the HFHI's guidelines.
2. HFHTC is not to encourage such restricted cash gifts as to reduce tithe collections. This is the donor's privilege. TCCHFH shall educate donors of the tithe and the intention to honor it.
3. A tithe ambassador will be appointed to make certain that HFHTC is compliant with the tithing guidelines.
4. The executive committee must approve exceptions to the policy and/or interpretation of specific gifts, with input from the tithe ambassador. Tithes shall be remitted at least quarterly.