

Homeless Youth Foundation

BY-LAWS

ARTICLE I NAME

The name of the organization shall be the Homeless Youth Foundation.

ARTICLE II MISSION & OBJECTIVE

The mission of the organization is *“To raise money and provide grants to help improve the quality of life for homeless youth”*. Its objective is to establish an endowment that will ensure the longevity and future financial security of the Nevada Partnership for Homeless Youth (NPHY); to manage the assets of NPHY; to raise and distribute funds to other like-minded 501c3 organizations who are also committed to helping homeless youths ages birth to twenty-one.

ARTICLE III MANAGEMENT

Section 1. Funds are administered either through an Organization Endowment Fund , or other investment management mechanisms as deemed necessary by the governing Board of seven (7) Trustees.

Section 2. The Board of Trustees and/or its designee shall have access to the principal of the funding with approval by 2/3 vote of the Board of Trustees. Furthermore, the Board of Trustees designee may withdrawal funds that have been budgeted annually and approved by 2/3 vote of the Board of Trustees.

Section 3. Should the Homeless Youth Foundation cease to exist, its assets will be donated to the Nevada Partnership for Homeless Youth. If that organization shall cease to exist, the assets will be donated to Girls and Boys Town of Nevada.

Section 4. The financial year shall begin January 1, 2009 and conclude December 31, 2009 and renew thereafter.

ARTICLE IV MEETINGS

Section 1. Regular: The date of the regular meetings shall be set by the Trustees who shall also set the time and place.

Section 2. Special: Special meetings may be called by the President or upon request of 2/3 of the Trustees.

The Secretary shall send out notices of special meetings to each Trustee seven (7) days in advance.

Section 3. Annual: The Annual meeting shall be in December of each year and shall constitute the annual meeting for the election of Officers if needed.

Section IV. Notice: Notice of each meeting shall be given to each Trustee, by mail or email not less than ten (10) days before the meeting.

ARTICLE V TRUSTEES

Section 1. Role/Size/Compensation: The Trustees are responsible for the overall policy and direction of the organization and delegate's responsibility for day-to-day operations to staff. The Board of Trustees shall consist of not more than seven (7) Trustees, which will include three (3) Officers, and up to four (4) Trustees at large. The Officers shall make up the Executive Committee. Trustees receive no compensation other than for reasonable reimbursement expenses.

Section 2. Terms: Trustees shall serve two (2) year terms. All Trustees are eligible for re-election or re-appointment with no term limits.

Section 3. Election/Appointments: either the Board of Directors of the Nevada Partnership for Homeless Youth shall nominate new Trustees as needed or new Trustees can be added with a unanimous approval of the existing Board of Trustees. The Officers shall be appointed by their peers at the annual meeting in December beginning in even numbered years.

Section 4. Quorum: A majority of the Board of Trustees shall constitute a quorum at regular and special meetings.

Section 5. Vacancies: When a vacancy on the board exists, nominations for new members may be received from present Trustees or board members of the Nevada Partnership for Homeless Youth.

Section 6. Resignation, Termination and Absences: Resignations from the board must be in writing and received by the Secretary. A Trustee shall be terminated for excessive absences from the board if he/she has two unexcused absences from board meetings within one calendar year. Unanimous vote of the Executive Committee may remove a Trustee for misconduct or dereliction of duty.

Section 7. Meetings: The board shall have at least four (4) regularly scheduled meetings annually, at an agreed upon time and place.

Section 8. Notice: An official board meeting requires that each board member have written notice seven (7) days in advance.

ARTICLE VI OFFICERS

Section 1. The officers shall consist of three (3) members of the Board of Trustees. The titles shall be President, Secretary and Treasurer.

Section 2. Term: The term of office shall be for two (2) years.

Section 3. Election: The election of Officers shall occur as the first item of business at the annual meeting in December in even numbered calendar years.

Section 4. Duties and Responsibilities:

The President shall convene Board meetings and shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Secretary, Treasurer.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of the minutes and agenda to each board member and assuring that corporate records are maintained.

The Treasurer shall make a report at each board meeting. The Treasurer shall assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Trustees and the Board of Directors of the Nevada Partnership for Homeless Youth.

ARTICLE VII COMMITTEES

Section 1. The Executive Committee with the approval of the Board of Trustees shall appoint committee Chairs as needed on an interim or ad-hoc basis.

Section 2. Committees are advisory and may not engage in contractual agreements or financial commitments beyond their assignments without the approval of the Board of Trustees.

**ARTICLE VIII
INDEMNIFICATION**

Indemnification. Officers, Trustees, employees and agents shall be indemnified for any cost, expenses or liabilities necessarily incurred in connection with the defense of any action, suit or proceeding in which they are made a party by reason of being or having been a member serving in an elective or appointed capacity. No member or employee shall be indemnified when adjudicated in the action or suit to be liable for negligence or misconduct in the performance of duty.

**ARTICLE IX
PARLIAMENTARY AUTHORITY**

The rules contained in the edition of *Robert's Rules of Order, Newly Revised*, shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order established.

**ARTICLE X
AMENDMENT OF BYLAWS**

The bylaws may be amended with 2/3 approvals of the Trustees provided that the amendment has been submitted in writing to the Board of Trustees 10 days prior to the meeting.

Dated _____

President, Treasurer or
Secretary _____