

By Laws of Northwest Wyoming Realtors For Kids, Inc.

ARTICLE I- NAME AND PURPOSE

Section 1: The name of the organization shall be Northwest Wyoming Realtors for Kids, Inc.

Section 2: The Northwest Wyoming Realtors for Kids, Inc. shall be organized for the purpose of helping children who are: victims of abuse, neglect or abandonment, have either a temporary or ongoing medical condition that requires money beyond what the child's primary guardian are able to provide, wish to participate in school and community programs and do not have the funds to do so, and/or seek funding for advancement in an academic or social program. All recipients must be legal resident of Park County or Big Horn County of Wyoming and must be under the age of eighteen.

ARTICLE II - MEMBERSHIP

Section 1: Membership of Northwest Wyoming Realtors for Kids shall consist only of the board of directors.

Section 2: The Board of Directors shall consist of no less than four members (affiliate or realtor) of the Northwest Wyoming Board of Realtors.

ARTICLE III - BOARD OF DIRECTORS

Section 1: Board Role and Compensation. The Board is responsible for overall policy and direction of the Corporation. The Board receives no compensation other than reasonable expenses.

Section 2: Meetings. The Board shall meet at least monthly, at an agreed upon time and place.

Section 3: Board Elections. Election of new directors or election of current directors to a second term will occur as the first item of business at the annual meeting of the corporation. President elect of Northwest Wyoming Board of Realtors shall be a standing nomination for the slate of officers in each annual election.

Directors will be elected by a majority vote of the current directors.

Section 4: Terms. All Board members shall serve 1 year terms, but are eligible for reelection.

Section 5: Quorum. A quorum must be attended by at least 40 percent of the Board members before business can be transacted or motions made or passed.

Section 6: Notice. An official Board meeting requires that each Board member have written notice one week in advance.

Section 7. Officers and Duties. There shall be seven officers of the Board consisting of a President, Vice President, Secretary, Treasurer, and three Directors. Their duties are as follows:

The President shall convene regularly scheduled Board meetings, shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-Chair, Secretary and Treasurer.

The Vice-President will chair committees on special subjects as designated by the board.

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 minutes and the agenda to each board members, and assuring that corporate records are maintained.

The Treasurer shall make a report at each board meeting. Treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

Section 8: Vacancies. When a vacancy on the board exists, nominations for new members may be received from present board members by the Secretary two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled as a vacancy exists.

Section 9: Resignation, Termination and Absences. Resignation from the board must be in writing and received by the Secretary. A board member shall be dropped for excess absences from the board if he or she has three unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10: Special Meetings. Special meetings of the board shall be called upon at the request of the Chair or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member postmarked two weeks in advance.

ARTICLE IV - COMMITTEES

Section 1: The Board may create committees as needed for any purpose deemed necessary. The Board Chair appoints all committee chairs.

Section 2: The seven officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the

intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

Section 3: Finance Committee. The Treasurer is chair of the Finance Committee, which includes the Operations Committee chair and two other board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, annual budget, distribution of funds, and review with board. The board must approve the budget. Annual reports are required to be submitted to the board showing income, expenditures, and pending loss or profit. The financial records of the organization are public information and shall be made available to the membership and the public. It shall be the policy of this corporation to make distributions for one or more of the non profit purposes for which this corporation is organized, including administrative expenses, not to exceed 25 % of solicited funds, and amounts paid to acquire an asset used directly in carrying out one or more such purposes, in an amount determined by the Board of Directors to be appropriate for carrying out the purposes of the directors. In such distribution of funds no discrimination shall be made on account of age, sex, color, religious affiliation, or national origin of the individuals or programs to be benefited by.

Section 4: Operation Committee. The Operation Committee will consist of no less than three members, including the chair. The chair shall be appointed by the Board of Directors. Other committee members shall be approved by the chair and are not required to be board members. The Operation Committee is responsible for but not limited to: fundraising, operation of day to day management, marketing, oversight on all web based information and marketing, preliminary review of distribution of funds, point of reference for informing public on purpose and protocol of Realtor for Kids, Inc. The Operation Committee shall have general active management of the business of the corporation. The Operation Committee shall see that all orders and resolutions of the Board of Directors are carried into effect. With the proper approval of the board, the Operation Committee may execute, deliver, and provide funds or services to the projects described in previous articles.

ARTICLE V- BOOKS OF RECORD

Section 1. Records. Records of all proceedings of Directors, Committees, minutes of meetings, and any other records, documents, or accounts of Realtor for Kids that are necessary and appropriate to conduct business on behalf of the corporation will be kept at a registered office. Such documents include, but are not limited to: bylaws and all amendments, financial statements, tax documentation and all IRS filings, records and minutes of all meetings and proceedings.

Section 2. Audits and Publication. The Board of Directors will have the books and accounts audited at least once in each fiscal year in such a manner as may be deemed necessary or appropriate. The Board may make an inquiry into any trusts, accounts, or funds as deemed necessary or advisable for the benefit of the Corporation. Each fiscal year shall end on December 31st of each year. No later than four months after the

close of each fiscal year, copies of the financial statements of this corporation must be made public and published on web page, so that public may review financial status of corporation.

ARTICLE VI - AMENDMENTS

Section 1: These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

ARTICLE VII- ASSETS

Section 1. Assets will be distributed to other non- profit organizations qualified under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code per the direction of the board of directors.

ARTICLE VIII- CORPORATE FILING

Section 1. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, of making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 2. No part of the net earnings of the organization shall incur to the benefit of, or be distributable to its members, trustees, officers for other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under

section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section 3. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code., or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

These Bylaws were approved at a meeting of the Board of Directors of Northwest Wyoming Realtors for Kids, Inc with a majority of two thirds or more vote on the date February 18, 2016.