

BYLAWS OF A CRY FOR HELP 2025

Article I: Name and Purpose

Section 1. Name

The name of the organization is A Cry for Help 2025.

Section 2. Purpose

The organization is organized to raise and distribute funds for multiple organizations to support those in need. The goal is to help preserve Civil Rights, take Social Action, and provide Advocacy. Funds will be allocated to charitable, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code. Specifically, the organization aims to provide aid and support to persecuted individuals and communities worldwide.

Article II: Membership

Section 1. Membership

The organization shall have no members. The management of the affairs of the organization shall be vested in the Board of Directors.

Article III: Board of Directors

Section 1. General Powers

The affairs of the organization shall be managed by its Board of Directors.

Section 2. Number, Tenure, and Qualifications

The number of directors shall be three (3). Each director shall hold office until a successor is duly elected and qualified. Directors need not be residents of Ohio.

Section 3. Regular Meetings

A regular annual meeting of the Board of Directors shall be held at a time and place designated by the Board.

Section 4. Special Meetings

Special meetings of the Board of Directors may be called by or at the request of the President or any two directors.

Section 5. Notice

Notice of any special meeting of the Board of Directors shall be given at least two days in advance by written notice delivered personally or sent by mail or email to each director.

Section 6. Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 7. Manner of Acting

The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 8. Vacancies

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining directors. A director elected to fill a vacancy shall be elected for the unexpired term of their predecessor in office.

Section 9. Compensation

Directors shall not receive any stated salaries for their services, but by resolution of the Board of Directors, expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board.

Article IV: Officers

Section 1. Officers

The officers of the organization shall be a President, a Vice President, a Secretary, and a Treasurer. The Board of Directors may elect or appoint other officers as deemed necessary.

Section 2. Election and Term of Office

The officers of the organization shall be elected annually by the Board of Directors at the regular annual meeting. Each officer shall hold office until a successor is duly elected and qualified.

Section 3. Removal

Any officer elected or appointed by the Board of Directors may be removed by the Board whenever in its judgment the best interests of the organization would be served thereby.

Section 4. Vacancies

A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. President

The President shall be the principal executive officer of the organization and shall supervise and control all of the business and affairs of the organization. The President shall preside at all meetings of the Board of Directors.

Section 6. Vice President

In the absence of the President or in the event of the President's inability or refusal to act, the Vice President shall perform the duties of the President.

Section 7. Secretary

The Secretary shall keep the minutes of the meetings of the Board of Directors, see that all notices are duly given, be custodian of the corporate records, and perform all duties incident to the office of Secretary.

Section 8. Treasurer

The Treasurer shall have charge and custody of and be responsible for all funds and securities of the organization, receive and give receipts for monies due and payable to the organization, and deposit all such monies in the name of the organization in such banks as shall be selected by the Board of Directors.

Article V: Committees

Section 1. Committees of Directors

The Board of Directors may create one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the organization.

Section 2. Other Committees

Other committees not having and exercising the authority of the Board of Directors in the management of the organization may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present.

Article VI: Contracts, Checks, Deposits, and Funds

Section 1. Contracts

The Board of Directors may authorize any officer or officers, agent or agents of the organization, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the organization.

Section 2. Checks, Drafts, etc.

All checks, drafts, or other orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the organization shall be signed by such officer or officers, agent or agents of the organization and in such manner as shall from time to time be determined by resolution of the Board of Directors.

Section 3. Deposits

All funds of the organization shall be deposited to the credit of the organization in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. Gifts

The Board of Directors may accept on behalf of the organization any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the organization.

Article VII: Books and Records

The organization shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.

Article VIII: Fiscal Year

The fiscal year of the organization shall begin on the first day of January and end on the last day of December each year.

Article IX: Amendments to Bylaws

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a majority of the directors present at any regular meeting or at any special meeting, provided that at least two days' written notice is given of the intention to alter, amend, or repeal or to adopt new Bylaws at such meeting.