BYLAWS
OF THE
HARRIS FAMILY FOUNDATION

ARTICLE I

NAME AND PURPOSE

Section 1. Name
The name of this organization shall be the Harris Family Foundation (hereinafter referred to as the "Foundation").

Section 2. Nonprofit Status
The Foundation shall operate as a nonprofit organization organized exclusively for charitable, educational, and community development purposes under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Section 3. Mission
The mission of the Foundation is to bridge opportunity gaps for children, youth, families, and underserved communities through education, scholarships, leadership development, mentorship, workforce readiness, and community-based initiatives.

Section 4. Core Initiatives
The Foundation may support programs including, but not limited to:

- From Opportunity to Achievement Scholarship Program
- Bridge the Gap Initiative
- Strong Families Initiative
- Future Leaders Academy
- Educational enrichment and mentoring programs
- Community outreach and engagement projects

ARTICLE II

MEMBERSHIP

Section 1. Membership
The Foundation shall operate as a non-membership nonprofit corporation. All authority shall be vested in the Board of Directors.

Section 2. Public Participation
The Foundation may establish advisory councils, committees, volunteers, ambassadors, or supporters without granting governance rights.

ARTICLE III

BOARD OF DIRECTORS

Section 1. General Powers
The affairs, property, and activities of the Foundation shall be managed by its Board of Directors.

Section 2. Duties of the Board
The Board shall:

- Establish organizational policies and strategic goals
- Ensure financial accountability and transparency
- Approve annual budgets and major expenditures
- Hire or appoint executive leadership when applicable
- Oversee fundraising and development activities
- Ensure compliance with federal, state, and local laws
- Protect the mission, integrity, and reputation of the Foundation

Section 3. Number of Directors
The Board shall consist of no fewer than three (3) directors and no more than fifteen (15) directors.

Section 4. Qualifications
Directors shall support the Foundation's mission and values and demonstrate leadership, professionalism, integrity, and commitment to community service.

Section 5. Terms
Directors shall serve a term of three (3) years and may be reappointed for additional terms.

Section 6. Resignation

A director may resign by providing written notice to the Chairperson or Secretary.

ARTICLE IV

OFFICERS

Section 1. Officers
The officers of the Foundation shall include:

- Chairperson/President
- Vice Chairperson/Vice President
- Secretary
- Treasurer
- Any additional officers deemed necessary by the Board

Section 2. Election of Officers
Officers shall be elected by majority vote of the Board.

Section 3. Terms of Office
Officers shall serve two-year terms and may be reelected.

Section 4. Duties of Officers

A. Chairperson/President

The Chairperson shall:

- Serve as the chief executive officer of the Foundation
- Preside over meetings
- Provide strategic leadership and direction
- Represent the Foundation publicly
- Execute contracts and official documents authorized by the Board

B. Vice Chairperson/Vice President

The Vice Chairperson shall:

- Assist the Chairperson
- Perform duties in the absence of the Chairperson
- Oversee special projects as assigned

C. Secretary

The Secretary shall:

- Maintain accurate records and meeting minutes
- Maintain organizational documents
- Ensure proper notice of meetings
- Maintain governance compliance records

D. Treasurer

The Treasurer shall:

- Oversee financial management
- Present financial reports to the Board
- Monitor budgets and expenditures
- Ensure accurate financial records are maintained
- Assist with tax filings and compliance obligations

ARTICLE V

MEETINGS

Section 1. Annual Meeting

An annual meeting of the Board shall be held each year at a date and location designated by the Chairperson.

Section 2. Regular Meetings
Regular Board meetings shall be held at least quarterly.

Section 3. Special Meetings
Special meetings may be called by the Chairperson or by a majority of directors.

Section 4. Notice
Notice of meetings shall be provided at least five (5) days prior to the meeting unless waived by all directors.

Section 5. Quorum
A majority of directors then serving shall constitute a quorum.

Section 6. Voting
Each director shall have one vote. Unless otherwise stated in these bylaws, actions shall be approved by majority vote.

Section 7. Virtual Meetings
Meetings of the Board of Directors, committees, advisory councils, or any authorized governing body of the Foundation may be conducted through electronic, virtual, or telecommunication methods, including video conferencing platforms, telephone conferencing, or other digital communication technologies, to the fullest extent permitted by applicable federal and state law.

Participation in a virtual meeting shall constitute presence in person for purposes of establishing a quorum and conducting official business, provided that all participating individuals can simultaneously hear, communicate with, and engage in discussion with one another throughout the meeting.

The Foundation may utilize platforms such as Zoom, Microsoft Teams, Google Meet, conference call systems, or other secure communication technologies deemed appropriate by the Board of Directors.

ARTICLE VI
COMMITTEES

Section 1. Establishment
The Board may establish standing or temporary committees as needed.

Section 2. Standing Committees
Standing committees may include:

- Finance Committee
- Scholarship Committee
- Governance Committee
- Fundraising and Development Committee
- Community Outreach Committee
- Programs and Initiatives Committee

Section 3. Committee Authority
Committees may make recommendations to the Board, but shall not act independently unless authorized by the Board.

ARTICLE VII
FINANCIAL MANAGEMENT

Section 1. Fiscal Year

Section 1. Fiscal Year
The fiscal year of the Foundation shall begin on January 1 and end on December 31.

Section 2. Banking
All funds shall be deposited in accounts approved by the Board.

Section 3. Checks and Transactions
The Board shall determine authorized signatories for financial transactions.

Section 4. Budget
The Board shall approve an annual operating budget.

Section 5. Financial Reviews
The Foundation may conduct annual financial reviews, audits, or internal assessments as deemed appropriate.

Section 6. Compensation
No director shall receive compensation for serving on the Board unless approved by disinterested directors for specific services rendered.

Section 7. Loans
No loans shall be made by the Foundation to any director or officer.

ARTICLE VIII

CONFLICT OF INTEREST

Section 1. Purpose
The purpose of the conflict of interest policy is to protect the Foundation's interests when entering into transactions or arrangements.

Section 2. Disclosure
Any director or officer with a financial or personal interest in a matter shall disclose the nature of the interest.

Section 3. Abstention
Interested persons shall abstain from discussion and voting on matters involving the conflict.

[1]Section 4. Documentation
All conflicts and related actions shall be documented in meeting minutes.

[1]

ARTICLE IX

INDEMNIFICATION

The Foundation shall indemnify directors, officers, employees, and volunteers to the fullest extent permitted by law against liabilities and expenses incurred in connection with Foundation activities, provided they acted in good faith and in the best interests of the Foundation.

ARTICLE X

NONDISCRIMINATION

The Foundation shall not discriminate based on race, color, national origin, sex, disability, age, religion, or any other protected status in any of its activities, programs, or operations.

ARTICLE XI

RECORDS AND REPORTS

The Foundation shall maintain accurate and complete records of:

- Financial transactions
- Meeting minutes
- Governing documents
- Organizational reports

- Grant and donation records

These records shall be available for inspection as required by law.

ARTICLE XII

DISSOLUTION

Upon dissolution of the Foundation, all remaining assets shall be distributed exclusively for charitable or educational purposes consistent with Section 501(c)(3) of the Internal Revenue Code.
No assets shall benefit any private individual.

ARTICLE XIII

AMENDMENTS

These bylaws may be amended by a two-thirds (2/3) vote of the Board of Directors at any meeting where notice of the proposed amendment has been provided.

CERTIFICATION

These bylaws were adopted by the Board of Directors of the Harris Family Foundation on the ____ day of _____, 2026.

SIGNATURES

Chairperson/President:

Secretary:

Date: _____