
CHAYAH

Articles of Association

To further the purposes set forth herein, the members of CHAYAH agree to be, and hereby are, organized under these Articles of Association as an Unincorporated Not-for-profit Benevolent Association to be named CHAYAH.

ARTICLE I - THE ORGANIZATION

1.0 Name of Association

The name of this Association shall be: CHAYAH

2.0 Offices of Association

The principal office of The Association shall be at the home of the President of the group. The Association may have such other offices as may from time to time be designated by its members or its Executive Board.

3.0 Purposes

The primary purposes of The Association are to provide a charitable service to the people of Texas by alleviating poverty, disease, pain and suffering through provision of decent housing that is affordable to low and moderate income people, food, worship and work opportunities as well as spiritual, financial, health, emotional and mental counseling directly to indigent people, veterans and ex offenders seeking to reenter society successfully and become contributing members of Texas communities.

The members of The Association believe Yahweh is using us to build an assembly of and for people desiring to contribute to their community. People coming out of prison, or back from war, or out of indigency, will successfully reintegrate into society when they participate in CHAYAH, an assembly of people with a love for the Way of Yahweh who will provide them immediate housing, worship and work on premises. People already skilled at living in society will volunteer on premises, working alongside the ex-offenders, formerly homeless and veterans and mentoring them in a living discipleship. Residents of the transitional housing on premises will access counseling and other resources from qualified providers both on- and off-premises, and will also volunteer off-premises alongside people already skilled at living in society, so that mentoring can take place in the community at large and the reentry population can mature in the grace and knowledge of Yahshua haMashiyach.

4.0 Powers

The Association shall have all the powers necessary to provide activities to conduct its purposes including, but not limited to: the power to legally obligate itself to administer funds as a Nonprofit Owner-Builder Housing Provider; the power to obtain real property; the power to establish structures on The Association's property; the power to operate businesses providing employment, job training and restoration of dignity to residents of the on-premises transitional housing; the power to host worship meetings daily on The Association's property; the power to collect, hold and disseminate information consistent with its purpose; the power to conduct seminars and workshops; and the power to collect and disperse funds that will promote the purposes of the membership.

5.0 Membership

Any individual interested in the subject is welcome to be a member in The Association as long as said member remains in good standing. A member is in good standing when the member updates his/her contact information annually, along with contributing a donation (of money or labor or goods or services) that will further the cause of The Association.

A member is no longer in good standing when either:

- a. The member fails to donate along with updating his/her contact information annually
- or
- b. In the judgment of the majority of the members, the member no longer supports the best interests of The Association.

If a member so elects, he or she may include within his or her membership any or all of the interested parties who reside in his or her household. In the event of such an election by a member, said member and all of the interested parties who reside in his or her household who he or she has elected to include within his or her membership shall be deemed to be one member of The Association and entitled to one newsletter. In addition, regardless of the number of such interested parties any member may elect to include within his or her membership, each member of The Association shall be entitled to only one vote on each Association matter to be decided by a vote of the members.

6.0 Donations, Assessments and Fees

The Association activities shall be funded through the use of annual membership donations as well as gifts, grants, donations and zero-interest loans for the benefit of the individuals who take part in the Association's various activities. All the funds collected by the Association shall be used by it to provide for the various activities permitted by these Articles.

The annual membership donations required for membership in The Association, and any assessments, which may be required of the members, shall be established by a majority vote of the members of The Association, upon the recommendation of the Executive Board. Said donations and assessments will be sufficient to pay the normal operating costs of each general membership meeting. Collected donations and assessments in excess of the general membership meeting costs, if any, shall be set aside in a fund for non-recurring expenses of The Association.

Fees shall be charged by The Association to pay the costs of any of its activities, or parts thereof, which do not fall within the meaning of normal operating costs. Said fees shall be established by the Executive Board at an amount per individual per activity, or part thereof, which shall not exceed the amount which is reasonably estimated to be necessary to pay the costs of said activity, or part thereof, which do not fall within the meaning of normal operating costs. The fees established for any activity, or part thereof, shall be the same for all individuals who take part in such activity, or part thereof, regardless of whether they are members of The Association or non-members. Should the fees established and collected for any activity or part thereof, not be sufficient to pay all the costs which do not fall within the meaning of normal operating costs which are generated by said activity, or part thereof, the deficiency shall be paid as a normal operating cost of The Association. Should the fees collected from any activity, or part thereof, exceed the costs of such activity, or part thereof, which do not fall within the meaning of normal operating costs, and should such excess exceed the greater of \$200 or 20% of said non normal operating costs incurred to provide said activity, or part thereof, if any, shall be invested into promoting the purposes of The Association.

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7.0 Fiscal Year

The Association shall operate with January 1 as the beginning of its fiscal year.

8.0 Funds Management and Authorities

The Association dedicates its assets permanently to its purposes of our common interest in alleviating poverty, disease, pain and suffering through provision of shelter, food, worship and work opportunities as well as financial, spiritual, health, emotional and mental counseling directly to indigent people, veterans and ex offenders seeking to reenter society successfully and become contributing members of Texas communities.

The Association's expectation is that the organization's funds will be derived from sources other than fees charged for its services. No part of CHAYAH's net earnings may benefit of any member, founder, contributor, or individual.

In the event of dissolution, The Association's assets will be distributed in accordance with its purpose to other Texas charitable associations dedicated to alleviating poverty, disease, pain and suffering by providing shelter, food, worship and work opportunities as well as financial, spiritual, health, emotional and mental counseling directly to indigent people, veterans and ex offenders seeking to reenter society successfully and become contributing members of Texas communities.

No individual member has the authority to obligate The Association in any way. In doing so that member becomes personally responsible for that obligation and not The Association.

Elected Executive Board Members may obligate The Association for up to \$25 on non-recurring expenses.

The President with the approval of the treasurer may obligate The Association for up to \$100 on non-recurring expenses. The President and Treasurer should monitor all increases in recurring expenses.

The Executive Board in simple majority may obligate The Association for up to \$200 on non-recurring expenses.

ARTICLE II - THE EXECUTIVE BOARD

1.0 Officers' Duties

The Executive Board is composed of the officers elected by the general membership at the Fall general membership meeting. The officers are responsible for the daily operation of The Association as described in the officers' duties. The order listed below indicates the order of succession to the presidency. The following describes the duties of each of the officers:

PRESIDENT - The office of President is the primary person responsible for the business operation of The Association and presides at the regular membership meetings and the Executive Board meetings. He / She may serve as Executive Director of CHAYAH, and will abstain from voting on the Executive Board when there is a conflict of interest. The President is responsible for the program planning for the general membership meetings each month as well as in the Spring, Summer and Fall. He / She shall schedule speakers for each meeting and publish the planned topics and speakers' names in the CHAYAH website on the month prior to when the topic is scheduled.

VICE PRESIDENT - The Vice President shall act as the President's primary alternate to preside at the regular membership meetings and the Executive Board meetings. He / She will have one vote on the Executive Board.

SECRETARY - The Secretary is responsible for maintaining the non-financial records of The Association's operations. The Secretary provides meeting notes of all general membership and Executive Board meetings. These notes/minutes will be recorded in a Secretary's book and will be available (posted in the CHAYAH website) for the general membership to review. He / She will have one vote on the Executive Board. The Secretary is also responsible for all non-financial correspondence for The Association business activities. The Secretary shall act as the Treasurer's primary alternate to conduct the everyday business of collecting donations and signing up new members. The President may perform the duties of Secretary as required.

TREASURER - The Treasurer is responsible for all the funds of The Association. The Treasurer shall maintain a detailed listing of The Association's membership and donation records. The Treasurer shall publish a monthly financial statement, report to the membership and publish a summary report in The Association's website. The Treasurer shall maintain a record, which he or she shall make available for inspection within five calendar days of his or her receipt of a written request for such an inspection from any member or a written or verbal request for such an inspection from the Executive Board. He / She will have one vote on the Executive Board. The Treasurer shall maintain the membership records for The Association. The President may perform the duties of Treasurer as required.

1.0 General Membership Meetings

The entire membership meets monthly on the first day of the month. The meetings are conducted by the President or designated alternate. Meetings shall consist of programs of general interest to the membership, brief announcements and club business. A minimum of 3 members must be present to conduct FORMAL club business.

2.0 Executive Board Meetings

The Executive Board shall be called by the President as needed or as designated for purposes indicated at the General Membership Meeting by a majority vote of the membership present. The Executive Board Meetings shall be open to the general membership. Executive Board Meetings and location shall be announced in advance to the membership whenever possible. A minimum of 3 voting members (or designated representation) must be present to conduct club business.

3.0 Election Of Officers

Officers must be members in good standing at the time of their election and must maintain their good standing throughout their term of office. Nominations will be opened at the Summer general meeting and close just prior to the election at the Fall general meeting. Nominations from the membership by other members will be posted and accepted via the CHAYAH website. If the members who have been so nominated consent to run and to serve, if elected, and if their respective nominations have been duly seconded, their names shall be placed on the ballot. The election will be held at the Fall meeting with the results announced at the end of the meeting. Officers will be installed at an early Winter meeting. Each officer shall serve for a term of one year from the date of his or her installation and until his or her successor is duly elected and qualified. The election of officers shall be a simple plurality of ballots presented to the Secretary during the Fall meeting.

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4.0 Removal from Office

Any officer may have his or her duties suspended by a unanimous, unopposed vote of the remaining members of the Executive Board. The suspended officer may request a reinstatement vote by the general membership, following the rules of elections of officers at the next general membership meeting. If the suspended officer does not request a reinstatement vote or if the vote is opposed to reinstatement, the Executive Board must then select a successor to fill the vacant position. The selection is subject to general membership confirmation by a majority vote at the next regular meeting.

ARTICLE III - APPOINTMENTS

The President or Executive Board may select members to serve special assignments of need. The appointments will be subject to approval by the general membership.

ARTICLE IV - ADVISORY BOARD

The Advisory Board is composed of members appointed by the president and approved by the Executive Board. The members of the advisory board positions are not appointed for a specific duration and may be replaced at any time by the President with the Executive Board's approval. The appointees serve as technical advisors and subject matter experts to provide added expertise to the executive board and meet with the Executive Board at the Executive Board meeting.

ARTICLE VI - WEBSITE

1.0 Purpose

The content of the website shall be under the control and responsibility of the President and approved by the Executive Board. The Association will only publish articles (information) which are clear and free of legal encumbrances and copyrights.

2.0 Publication

Anyone providing articles or notices is required to provide the information to the President for publication at least 10 days before scheduled publication.

ARTICLE VII - REPRESENTATION OF THE ASSOCIATION

The use of the name of this Association or its identifying symbols by any person or organization will be subject to the consent of the majority of the Executive Board.

ARTICLE VIII- AMENDMENT OF ARTICLES

Two methods exist to propose an amendment to, addition to, or repeal of, any provision of, or all of these Articles of Association.

1.0 By Executive Board

The Executive Board may propose any such change in these Articles by presenting said changes at a General Membership Meeting.

2.0 By Members

Any member may propose any such change in these Articles by submitting to any member of the Executive Board a petition which sets forth the proposed change and which is signed by at least 2/3 of the members at a meeting to be voted on at the next meeting. The membership list of the month previous to the month in which the petition is submitted shall be used for determining the membership count.

Any proposed change must be published in the website one month prior to the meeting in which the votes are due to be submitted. Approval of any amendment to, addition to, or repeal of, any provision of, or all of, these Articles of Association requires a majority of the submitted signed, votes received from the members.

ARTICLE IX - DISTRIBUTION OF ASSETS

In the event that the Association ceases to function, or in the event that the members decide to terminate it, the Executive Board shall, after paying or making provisions for the payment of all of the Association's liabilities, distribute all of the remaining assets of The Association to such organization or organizations which the Executive Board shall select which are then qualified as exempt under Section 501 C (3) of the Internal Revenue Code of 1954, as amended, (or the corresponding provision of any future United States Internal Revenue Law). Any assets not so distributed shall be distributed by the Court of the county in which the principal office of the Association is then located, or was most recently located if the Association has ceased to function, to such organization or organizations which said Court shall select which are then qualified as exempt under Section 501 C (3) of the Internal Revenue Code of 1954, as amended, (or the corresponding provision of any future United States Internal Revenue Law).

Melissa Rawlins, Founding Member
Dated: May 2, 2018

Carrie Windham, Founding Member
Dated: May 3, 2018

Cloud Criswell, Founding Member
Dated: May 4, 2018

James Bell, Founding Member
Dated: May 2, 2018

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