

BYLAWS

OF

Parrots-R-4Ever Avian Rescue and Sanctuary, Inc.

Section 1. Annual Business Meetings of the Corporation

- A. The annual business meetings of the Corporation shall be during the first quarter of each year.
- B. The date and the place of the annual business meeting shall be held as determined by the Board of Directors.
- C. The order of business of the annual business meeting shall include a written report of the Board of Directors, the financial reports, the presentation of the budget and other such reports and business as deemed necessary, and the election of the members of the Board of Directors.

Section 2. Business meetings of the Board of Directors

- A. Regular business meetings of the Board of Directors shall be held quarterly. At the first business meeting of the year, the finances of the previous year shall be reviewed. At the second business meeting of the year, officers for the coming year shall be elected.
- B. Special business meetings of the Board of Directors shall be called by the Chairman as necessary, and specifically, at the written request of two (2) members of the Board. Special business meetings of the Board require no less than two (2) days written advance notice before the special business meeting of all Board members. The notice shall include the purpose and the agenda of the special business meeting. No other business shall be transacted.
- C. At all business meetings of the Board of Directors, a majority of the Directors shall constitute a quorum.

Section 3. Fiscal Year

The fiscal year shall be from January 1 through December 31.

Section 4. Financial Records

The financial records of the Corporation shall be available for review at reasonable times and places by the Board of Directors.

Section 5. Annual Budget

An annual budget for the following year shall be prepared by the Officers of the Corporation and shall be submitted for the approval of the Board of Directors as noted in Section 1, Clause C above.

Section 6. Officers

The officers of the Board of Directors of the Corporation shall be as follows: Chairman, Vice-Chairman, Secretary, and Treasurer.

The duties of the Chairman shall be, subject to the control and direction of the Board of Directors, general supervision of the affairs and business of the Corporation. The Chairman shall preside at all meetings of the Board of Directors. The Chairman shall be a member ex-officio of all other committees.

The Vice-Chairman shall act in place of the Chairman in his/her absence.

The Secretary shall be responsible for the recording, reporting and maintaining the minutes of the business meetings of the Board of Directors and congregational meetings.

The Treasurer shall have general responsibility for the funds and accounts, subject to the direction of the Board of Directors. The Treasurer shall cause proper books of accounts to be kept, which at all reasonable times shall be open to the examination of any member of the Board of Directors. Reports therefrom shall be rendered at such times as the Chairman of the Board of Directors shall order or upon the legitimate request of a funding agency. The Board of Directors shall provide a bonding of the Treasurer and any other person(s) designated to handle funds.

Section 7. Committees

- A. Finance Committee - shall consist of the Treasurer and two (2) other members of the Board of Directors appointed by the Board of Directors at the annual business meeting. The Chairman can appoint additional members to the Committee at the request of the Committee. Members may serve on the Finance Committee as long as each is a member of the Board of Directors. Members appointed by the Chairman at the request of the Finance Committee need not be Board members and shall not serve more than one (1) year unless their appointment is renewed by the Chairman.
- B. Building Committee - shall consist of the Treasurer and two (2) other members of the Board of Directors appointed by the Board of Directors at the annual business meeting. The Chairman can appoint additional members to the Committee at the request of the Committee. Members may serve on the Building Committee as long as each is a member of the Board of Directors. Members appointed by the Chairman at the request of the Building Committee need not be Board members and shall not serve more than one (1) year unless their appointment is renewed by the Chairman.

8. Amendments

These bylaws may be amended by a majority vote of the Board of Directors.