

# **Amended and Restated Bylaws of the Missouri Coalition Against Domestic and Sexual Violence**

Superseding all prior Bylaws, the Bylaws of the Missouri Coalition Against Domestic and Sexual Violence, Inc., to be effective January 25, 2017, are hereby amended and restated to read in their entirety as follows:

## **ARTICLE I. Name**

### **Section 1.01 *Official Name of the Corporation***

The name of this corporation is the Missouri Coalition Against Domestic and Sexual Violence (hereinafter referred to as “MCADSV” or the “Corporation”) as established in the Articles of Incorporation.

## **ARTICLE II. Corporate Location and Registered Agent**

### **Section 2.01 *Location of Principal Offices***

MCADSV shall maintain its principal office in Missouri. It may have other such offices as authorized by the Board of Directors if the business of the Corporation so requires.

### **Section 2.02 *Registered Agent***

The registered agent for the service of process on the Corporation is the Chief Executive Officer.

### **Section 2.03 *Seal***

The corporation shall have no seal.

## **ARTICLE III. Mission, Statement of Purposes and Structure**

### **Section 3.01 *Mission***

The Missouri Coalition Against Domestic and Sexual Violence unites Missourians with a shared value that rape and abuse must end, and advances this through education, alliance, research and public policy.

### **Section 3.02 *Purposes***

The Corporation is organized and shall be operated exclusively for charitable purposes as a tax-exempt entity under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and in accordance with Missouri Revised Statutes, Chapter 355, for the following purposes:

MCADSV works to achieve its mission through:

1. Education: MCADSV educates the general public about domestic violence, sexual violence, dating violence, and stalking; trains

- professionals; and advocates public policy to prevent and alleviate violence against women and their children.
2. Assistance: MCADSV provides technical assistance, training, and support to members and related communities of service providers.
  3. Alliance: MCADSV provides opportunities for communication among those working in the movement to end violence against women and their children.
  4. Research: MCADSV researches the extent of domestic violence, sexual violence, dating violence, and stalking to more effectively reduce its impact and occurrence in the lives of Missouri's women and their children.

### Section 3.03 *Structure*

- A. **Regions of Membership:** MCADSV shall be organized into seven distinct geographic regions of its membership. These seven regions of MCADSV members shall meet to develop and review issues and to provide input to the Membership Committee of the Board of Directors. The regions of MCADSV shall be Central, Kansas City Metropolitan, Northeast, Northwest, St. Louis Metropolitan, Southeast and Southwest. A map of the state designating the regions shall be maintained on file in the principal office of the Corporation.

## **ARTICLE IV. Prohibited Practices**

### Section 4.01.

No MCADSV staff member may serve on the Board of Directors.

### Section 4.02.

No person may serve on the Board of Directors who is a family or household member of a MCADSV staff member.

### Section 4.03.

No Board member may be compensated by MCADSV for service as a member of the Board. A Board member may, however, receive reasonable compensation from MCADSV for specified and time-limited contractual services provided to MCADSV, subject to compliance with the Conflict of Interest Policy described in Section 6.17 of these Bylaws and in accordance with the requirements of Missouri Revised Statutes.

Section 4.04.

No part of the net earnings of MCADSV shall inure to the benefit of, or be distributed to, the directors or officers of the Corporation, except as provided in Section 4.03 of these Bylaws.

**ARTICLE V. Voting Rights, Membership and the Annual Meeting**

Section 5.01 *Qualifications for Membership*

Membership is open to organizations and individuals that endorse the mission and purposes of MCADSV. No organization or individual shall be denied membership on the basis of race, gender, nationality, ethnic origin, religion, sexual orientation, or disability.

Section 5.02 *Types of Membership*

MCADSV membership shall be available as organizational members, affiliate members and individual members.

Section 5.03 *Organizational Members*

Organizational memberships are available to legally recognized and/or incorporated organizations of the following categories:

1. Non-profit, non-governmental organizations that have a primary purpose of the provision of direct services to women, and their children, who are victimized by domestic violence, dating violence, and/or stalking.
2. Non-profit, non-governmental organizations that have a primary purpose of the provision of direct services to women, and their children, who are victimized by sexual violence.
3. Non-profit, non-governmental organizations that have a primary purpose of the provision of direct services to: women, and their children, who are victimized by domestic violence, sexual violence, dating violence, and/or stalking.
4. Non-profit, non-governmental organizations with an agency program operating that has a primary purpose of the provision of direct services to women, and their children, who are victimized by domestic violence, dating violence, and/or stalking.

5. Non-profit, non-governmental organizations with an agency program operating that has a primary purpose of the provision of direct services to women, and their children, who are victimized by sexual violence.
6. Non-profit, non-governmental organizations with an agency program operating that has a primary purpose of the provision of direct services to women, and their children, who are victimized by domestic violence, sexual violence, dating violence, and/or stalking.

#### Section 5.04 *Affiliate Members*

Affiliate memberships are available to legally recognized and/or incorporated organizations of the following categories:

1. Governmental organizations or public service entities operating under the authority of state, county or municipal governing bodies that provide direct services that include services to women, and their children, who are victimized by domestic violence, sexual violence, dating violence, and/or stalking.
2. Non-profit, non-governmental organizations, established with a primary purpose other than that identified in section 5.03, that provide direct services to women, and their children, who are victimized by domestic violence, sexual violence, dating violence, and/or stalking.
3. Profit or non-profit, non-governmental organizations that seek affiliation and alliance with organizations providing services to women, and their children, who are victimized by domestic violence, sexual violence, dating violence, and/or stalking.
4. Non-profit, non-governmental organizations that have a primary purpose of the provision of batterer intervention services.
5. Non-profit, non-governmental organizations that have a primary purpose of the provision of sex offender intervention, treatment and/or management services.
6. Governmental organizations or public service entities, operating under the authority of state, county or municipal governing

bodies, that provide direct services which include services of batterer intervention, and/or sex offender intervention, treatment and/or management.

#### Section 5.05 *Individual Members*

Individual memberships are non-voting memberships and are available to individuals who support the mission and purposes of MCADSV. Individual members are eligible for election to the Board of Directors.

#### Section 5.06 *Removal of Members*

Organizational and Affiliate members may be removed for cause by the Board of Directors, provided that the member is given written notice of the charges against the member and an opportunity to respond to the charges at the next regularly scheduled meeting of the Board of Directors in accordance with the requirements of the Missouri Revised Statutes. A member shall be removed by a two-thirds vote of the Board of Directors.

#### Section 5.07 *Membership Dues*

All categories of membership are required to pay dues. MCADSV membership dues will be set by the Board of Directors based on the needs of the Corporation. Dues shall be payable on an annual basis.

#### Section 5.08 *Voting Privileges*

Organizational and affiliate members current in their membership dues shall each have one vote and shall appoint a representative to cast that vote on behalf of the member. Proxy votes shall not be allowed.

#### Section 5.09 *Record of Membership*

It shall be the duty of the Chief Executive Officer to ensure that an accurate roster is maintained of the voting members of MCADSV. A copy of this record shall remain on file at the principal office and shall be provided upon request in accordance with Missouri Revised Statutes.

#### Section 5.10 *Annual Meeting*

An annual meeting of the members shall be held, which may include the transaction of business as may properly come before the members as determined by the Board of Directors or as required by the Missouri Revised Statutes.

### Section 5.11 *Regional Meetings*

Regional meetings of the members shall be held at least quarterly. All policy decisions regarding the Corporation shall be limited to actions of the Board of Directors and shall not be made through actions or decisions of members attending regional meetings.

### Section 5.12 *Special Meetings*

Special meetings of the members may be called by the Chair of the Board of Directors, a majority of the Board, or by two-thirds (2/3) of the voting members.

### Section 5.13 *Place and Time of Meetings*

Meetings of members may be held at such place, within the state of Missouri, and at such hour, as may be fixed in the notice of the meeting.

### Section 5.14 *Notice of Annual and Special Meetings of the Membership*

By or at the direction of the Chair, or the officers or persons calling the meeting, written or printed notice stating the place, day and hour of the meeting, and, in the case of a special meeting, the purpose or purposes for which the membership meeting is called, shall be delivered not less than ten (10) or more than fifty (50) days before the date of the meeting, either personally, by electronic mail, by facsimile, by United States mail, to each member entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, with postage thereon prepaid, addressed to the member at its address as it appears on the records of the Corporation.

## **ARTICLE VI. Board of Directors**

### Section 6.01 *Power of the Board*

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

### Section 6.02 *Board Composition*

The Board of Directors shall consist of organizational, affiliate and individual members, provided that such individual members are not paid staff or current board members of organizations or agencies that are organizational or affiliate members of the Corporation.

### Section 6.03 *Eligibility of Directors*

A director shall be a representative of a voting member of the Corporation or an individual member. The Board, by resolution adopted by a majority of the

directors in office, may designate additional criteria for eligibility to be nominated and elected to serve as a director of the Corporation.

#### Section 6.04 *Number of Directors*

The number of directors, those elected according to the provisions of these Bylaws, shall be no more than twelve (12) and no fewer than nine (9). The Board shall comprise itself at all times so that no fewer than one-third of the directors represent organizational and/or affiliate members of the Corporation.

#### Section 6.05 *Qualifications of Directors*

With the exception of individual members elected as directors, all Board members shall be paid staff of organizational or affiliate members that have voting privileges in MCADSV at the time of their election to the Board of Directors. All directors shall maintain high personal standards of ethical responsibility, character and business integrity and shall be committed to carrying out the purposes and mission of the Corporation by following these Bylaws and the criteria for Board members which the Board of Directors adopts.

#### Section 6.06 *Nomination and Election of Directors*

The Board shall establish the policies and procedures for the election of directors, including a nomination slate process. A director must be elected by a majority of the Board of Directors present and voting at a meeting at which a quorum is present. All directors shall take office January 1, annually, or at such time when a director is elected to fill a vacant or open seat on the Board.

#### Section 6.07 *Terms of Directors*

Each director shall hold office for a term of three (3) years and until her or his successor is duly elected, unless the director resigns or is removed as provided in these Bylaws. No individual shall serve as a director for longer than two consecutive three-year terms. Upon completion of two successive three-year terms, a director automatically relinquishes membership on the Board for at least one year after which that director shall be eligible for nomination and election to the Board for additional terms of office. No limit shall be placed upon the total number of terms served by any director or the directors. The terms of the directors shall be staggered.

#### Section 6.08 *Vacancies*

Any vacancy occurring on the Board of Directors may be filled by Board appointment from among the eligible class of nominees. A director who fills a vacancy shall complete the unexpired term of the director whose vacancy was filled.

#### Section 6.09 *Removal of Directors*

Any director may be removed with or without cause by a 75 percent majority of the directors, provided that such action is taken at a meeting of the Board called for that purpose and for which notice is given to the directors. The Vice Chair shall preside over a meeting during which the removal of the Chair is to be considered.

#### Section 6.10 *Resignations*

Except as otherwise required by the Missouri Revised Statutes, any director of the Corporation may resign at any time by giving written notice to the Chair of the Board or to the Secretary of the Board. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

#### Section 6.11 *Quorum of Directors and Action by the Board*

Unless a greater proportion is required by law, a simple majority of the number of directors, excluding vacancies, shall constitute a quorum for the transaction of business. After a quorum has been established, the subsequent withdrawal of directors shall not affect the validity of any action taken at the meeting. Except as otherwise provided by law or by the Articles of Incorporation or these Bylaws, the act of a majority of the voting directors present at a meeting at which a quorum is present shall be the act of the Board.

#### Section 6.12 *Meetings of the Board*

The Board shall meet quarterly per year, at least one of such meetings shall be in person, at such place as the Board shall designate from time to time. Special meetings of the Board shall be preceded by at least two (2) day's notice to each director of the date, time, place and purpose of the meeting. A director's attendance at any meeting shall constitute waiver of notice of such meeting, excepting such attendance at a meeting by the director for the purpose of objecting to the transaction of business because the meeting is not lawfully called or convened. All meetings of the Board shall be open to



the members of the Corporation; provided, however, that the Board may conduct confidential legal or personnel matters in executive session of the Board of Directors.

Neither the business to be transacted at, nor the purpose of any regular or special meeting of the Board need be specified in the notice or waiver of such meeting; provided, however, that the Board, by resolution approved by a majority of directors, may specify the manner in which directors shall be provided notice of regular or special meetings and provided with an agenda for business to be transacted at regular or special meetings.

**Section 6.13 *Board Meetings by Electronic or Telephone Communications***

Directors may participate in a meeting of the Board or a committee of the Board by electronic means, by conference telephone or by any means of communications provided that such means allow all persons participating in the meeting to communicate with one another. Such participation shall constitute presence in person at the meeting. The resolution and the written record of any vote by the directors at such a meeting shall be prepared and adopted by the Board at the next scheduled meeting of directors in the same manner as minutes of a meeting held in person.

**Section 6.14 *Action Without a Meeting***

Any action requiring Board approval may be taken without a meeting provided that all directors are notified and a majority consent in writing to the action. The consent and the action shall be reported in the minutes of the next regularly scheduled Board meeting.

**Section 6.15 *Compensation of Directors***

The Corporation shall not pay any compensation to directors for services rendered to the Corporation as directors, except that such persons may be reimbursed for expenses incurred in the performance of their duties to the Corporation, in reasonable amounts as approved by a majority of the Board.

**Section 6.16 *Attendance Requirements for Directors***

Directors are expected to attend all Board meetings. A director's failure to attend regularly scheduled meetings may be reason for removal pursuant to the provisions of Section 6.09 of these Bylaws.

### Section 6.17 *Conflict of Interest of Directors*

No member of the Board of Directors shall use her or his position, or the knowledge gained therefrom, in such a manner that a conflict between the interest of the corporation and her or his personal or professional interests arise. Each director has a duty to place the interest of the corporation foremost in any dealing with the corporation and to not use or benefit in any material respect from the property, records, services or name of MCADSV, or information gained or acquired through service on the Board of Directors. If a director has a personal or fiduciary interest in a proposed transaction with the Corporation, the director must make full disclosure of such interest before any discussion or negotiation of such transaction. Any director who is aware of a potential conflict of interest with respect to any matter coming before the Board or its committees shall not be present for any discussion of, or vote, in connection with the matter. A transaction involving a director may be approved by a majority of the Board of Directors provided that the material facts of the transaction and the director's interests are disclosed to the Board in advance of approval and the Board approves the transaction in good faith, reasonably believing it is in the best interest of the Corporation.

## **ARTICLE VII. Officers of the Board**

### Section 7.01 *Number*

The officers of the Corporation shall be Chair, Vice Chair, Secretary, and Treasurer. The officers shall be elected by the Board annually. The individual serving as Chair shall not hold any additional officer position.

### Section 7.02 *Qualifications of Officers*

The Board shall establish the qualifications to be eligible to serve as an officer of the Corporation.

### Section 7.03 *Nominations and Elections*

The Board shall establish the policies and procedures for the election of officers, which shall include a nomination slate process. Further, an officer must be elected by a majority of the Board of Directors present and voting at a meeting at which a quorum is present. All officers shall take office January 1, annually.

### Section 7.04 *Vacancies*

Officer vacancies shall be filled from among the eligible active members of the Board of Directors by a majority vote of the remaining officers, subject

to approval by the Board of Directors, except the Vice Chair shall succeed to the vacant position of the Chair.

#### Section 7.05 *Powers and Duties of Officers*

Subject to the control of the Board, all officers as between themselves and the Corporation shall have such authority and perform such duties in the management of the property and affairs of the Corporation as may be provided in these Bylaws or by resolution of the Board and, to the extent not so provided, as generally pertain to their respective offices.

**A. *Chair.*** The Chair shall preside at all meetings of the Board of Directors and the annual membership meeting. The Chair of the Board shall appoint each committee chair. The Chair shall serve as the Chair of the Executive Committee and shall have such powers and perform such duties as may be prescribed by the Board of Directors.

**B. *Vice Chair:*** The Vice Chair shall have such powers and perform such duties as may be prescribed by the Board of Directors. The Vice Chair shall also perform the duties and exercise the powers of the Chair at the request of, or due to the absence or disability of, the Chair.

**C. *Secretary:*** The Secretary shall ensure that a complete record of all meetings of the Corporation and the Board of Directors is kept and that all notices required by law and these Bylaws are served. The Secretary shall make all reports required by law and shall perform such other duties as may be prescribed by the Board of Directors.

**D. *Treasurer:*** The Treasurer shall ensure that full and accurate accounts of receipts and disbursements are kept, that yearly balance, revenue and expense statements detailing the financial condition of the Corporation are maintained. The Treasurer shall perform such other duties as may be prescribed by the Board of Directors.

### **ARTICLE VIII. Committees of the Board**

#### Section 8.01 *Standing Committees*

The Board shall have the following standing committees: Executive Committee, Finance Committee, Board Development Committee, Public Policy Committee and Membership Committee. The designation and

appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board, or any individual director, of any responsibility imposed upon it or the director by law.

#### Section 8.02 *Standing Committee Appointments*

After election but before the first Board meeting of the fiscal year, the incoming-Chair of the Board shall appoint the chair of each standing committee. The Chair shall also either appoint committee members or delegate to the appointed committee chair the responsibility of appointing committee members, except that the Chair shall delegate to the appointed chair of the Membership Committee the responsibility of securing those committee members. The Chair's appointment of committee members can be subject to over-ride by a 75 percent vote of the Board of Directors. All standing committee members shall sign a form that discloses the potential of any conflict of interest as described in these Bylaws. As described herein, standing committees, except for the Executive Committee, may be comprised of persons other than directors, in which event the standing committee may study issues and make recommendations to the Board of Directors on matters within its stated purview, but shall have no independent authority to act on behalf of the Board of Directors or the Corporation.

#### Section 8.03 *Standing Committee Responsibilities*

Standing committees have the following duties:

##### A. *Executive Committee*

The Executive Committee shall be comprised of all officers of the Corporation. The Executive Committee shall meet as needed to act upon pressing or emergency business between Board meetings and shall report any action taken for ratification at the next Board meeting. The Secretary shall be responsible for the keeping of an accurate record of the proceedings of all meetings of the Executive Committee of the Board.

The Executive Committee shall conduct an annual written performance evaluation of the Chief Executive Officer and submit salary and employment agreement recommendations to the Board for approval.

The Executive Committee shall perform such other duties as requested by the Board of Directors.

**B. *Finance Committee***

The Finance Committee shall be chaired by the Treasurer. The Finance Committee shall be responsible for coordinating the Board’s financial oversight responsibilities by: conducting a review of the annual budget as proposed for approval by the Board; reviewing and making recommendations regarding variant budgetary expenditures; reviewing the annual financial audit; and shall perform such other duties as requested by the Board of Directors.

**C. *Board Development Committee***

The Board Development Committee shall be responsible for recruiting and orienting new Board members. It shall be responsible for presenting a slate of qualified candidates for approval by a majority of the Board, for election as a director or to services as an officer. The Board Development Committee shall make recommendations to fill Board vacancies, and shall provide ongoing Board development, education and evaluation.

**D. *Public Policy Committee***

The Public Policy Committee shall be a standing committee. The Public Policy Committee shall review, evaluate and propose modifications to the Chief Executive Officer regarding the public policies affecting the interests of the Corporation, its members and/or those affected by or interested in issues related to the mission of the Corporation.

**Section 8.04 *Membership Committee***

The Corporation shall have a Membership Committee to provide a forum for input, leadership and expertise from its members to enhance the Corporation’s mission, its members and its governance. The Board Chair shall appoint a director to serve as the Board’s liaison to the Membership Committee. The Board Chair shall delegate to the Membership Committee the responsibility of election of a committee Chair and Vice Chair, the development of policies and procedures detailing eligibility, nomination and process of election of members to serve on the Membership Committee. The Membership Committee shall include representation from each MCADSV membership region, as established in these Bylaws. The Chair of the Membership Committee shall ensure that minutes of the meetings of the Membership Committee are recorded for submission to the Board of Directors at its regularly scheduled meetings.

### Section 8.05 *Other Committees*

The Chair may appoint such other special or ad hoc committees with duties and powers as may be deemed necessary and appropriate. The Chair of the Board shall appoint the chair of each such committee. The Chair shall also either appoint committee members or delegate to the committee chair the responsibility of appointing committee members. All special or ad hoc committee members shall sign a form that discloses the potential of any conflict of interest as described in these Bylaws. Special or ad hoc committees may be comprised of persons other than directors, in which event such a committee may study issues and make recommendations to the Board of Directors on matters within its stated purview, but shall have no independent authority to act on behalf of the Board of Directors or the Corporation.

## **ARTICLE IX Chief Executive Officer**

### Section 9.01 *Employment*

The Board of Directors shall employ a full-time Chief Executive Officer (hereinafter referred to as “CEO”) who shall be directly responsible to the Board of Directors through the Chair of the Corporation and shall assist the officers in the performance of their duties. The CEO shall be subject to such terms of an employment contract and shall be paid such compensation as may be determined by the Executive Committee. The performance of the CEO shall be evaluated no later than July annually by the Executive Committee, at least one of whose members shall have served as an officer for the prior calendar year.

### Section 9.02 *Duties*

The CEO shall be the Corporation’s Chief Executive Officer and shall be responsible to the Board of Directors for the overall administration and operation of the Corporation. The CEO shall be responsible for implementing the Corporation’s policies as promulgated by the Board of Directors, directing and controlling the operation of all of the Corporation’s programs, supervising the employees of the Corporation and generally managing the day-to-day affairs of the Corporation in accordance with the job description approved by the Board of Directors. The CEO shall also be responsible for reporting to the Board any and all information of which the Board should have knowledge in order to carry out its responsibilities as enumerated in these Bylaws.

## **ARTICLE X: Parliamentary Procedure**

### **Section 10.01 *Parliamentary Procedure***

Except to the extent otherwise provided in these Bylaws, or as formally adopted by the Board of Directors in policies and procedures to be applied with respect to specific actions or general categories of actions of the Board of Directors or membership, all meetings of the Board of Directors, membership, and committees shall be conducted in accordance with Robert's Rules of Order as may be modified or suspended from time to time by the group leader for purposes of effectuating business.

## **ARTICLE XI. Contracts, Checks, Deposits, Gifts, Insurance and Indemnification**

### **Section 11.01 *Contracts***

The Board of Directors may authorize any officer or officers, agent or agents of the Corporation, in addition to the officers authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of or on behalf of the Corporation. Such authority may be general or confined to specific instances.

### **Section 11.02 *Checks and Drafts***

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

### **Section 11.03 *Deposits***

All funds of the Corporation shall be deposited to the credit of the Corporation in such banks, trust companies, or other depositories as the Board or its duly authorized agents may select.

### **Section 11.04 *Gifts***

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

### Section 11.05 *Insurance*

MCADSV shall purchase general liability insurance on behalf of directors, officers, staff and volunteers and shall cause such insurance to be maintained by the Corporation.

### Section 11.06 *Indemnification*

Directors, officers, staff and volunteers of the Corporation shall be indemnified to the fullest extent now or hereafter permitted by law in connection with any actual or threatened action or civil, criminal, administrative or investigative proceeding arising out of their service to the Corporation or to another organization at the Corporation's request. Persons who are not directors may be similarly indemnified in respect to such services to the extent authorized at any time by the Board of Directors. The provisions of this article shall be applicable to persons who have ceased to be directors, officers, employees, volunteers or agents of the Corporation and shall extend to their heirs, assigns and personal representatives.

## **ARTICLE XII. Books and Records**

### Section 12.01 *Books and Records*

The Corporation shall keep records of accounts according to generally accepted accounting procedures and shall keep minutes of the proceedings of its members and Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote. All books and records of the Corporation may be inspected, upon written request, by any member, the member's agent or attorney for any proper purpose at any reasonable time.

## **ARTICLE XIII. Gender Neutral Recognition**

### Section 13.01 *Gender Neutral Recognition*

These Bylaws make specific reference to violence against women and to women and their children who are victimized by domestic violence, sexual violence, dating violence, and stalking. It is the understanding held by the Corporation, its Board, officers, staff, agents and volunteers, and as presented through the services provided by the Corporation, that domestic violence, sexual violence, dating violence, and stalking can and does occur in instances where the victim is male or of the same gender as the perpetrator.



## **ARTICLE XIV. Dissolution of Corporation**

### **Section 14.01 *Dissolution of Corporation***

The Corporation can only be dissolved in accordance with the provisions of the Missouri Revised Statutes. The liabilities of the Corporation shall be paid upon dissolution and the remaining assets thereafter shall be distributed to a not-for-profit corporation with a mission and purpose that is similar to the Corporation.

## **ARTICLE XV. Amendment**

### **Section 15.01 *Amendment***

These Bylaws may be amended at any regular meeting of the Board, provided thirty (30) days' notice is given prior to the meeting at which they are to be considered, and provided also that their adoption is approved by a 75 percent majority vote of the Board. Voting members of the Corporation shall vote on a Bylaws change that substantially changes the mission of the Corporation.

## **ARTICLE XVI. Adoption**

### **Section 16.01 *Adoption***

These Bylaws go into effect immediately upon their adoption.

## **ARTICLE XVII. Activities Undertaken by MCADSV**

### **Section 17.01 *Activities Undertaken by MCADSV***

Nothing in these Bylaws should be construed to prevent the Corporation from engaging in any lawful activity which furthers the mission and purposes of MCADSV.

*Amended by the MCADSV Board of Directors, January 25, 2017;*  
*Amended by the MCADSV Board of Directors, November 28, 2016;*  
*Amended by the MCADSV Board of Directors, July 10, 2013;*  
*Adopted by MCADSV member vote, October 22, 2012;*  
*Approved by MCADSV Board of Directors, October 12-13, 2010;*  
*Approved by MCADSV Board of Directors August 11, 2010;*  
*Approved by MCADSV Board of Directors May 9, 2008;*  
*Approved by MCADSV Board of Directors September 14, 2007;*  
*Adopted by MCADSV Members November 8, 2007;*  
*Approved by MCADSV Board of Directors April 3, 2006;*  
*Approved by the MCADV Board of Directors September 13, 2002;*  
*Adopted by MCADV Members November 7, 2002.*