

Bylaws

Nonprofit Name

Nika's Nails

Corporate Purpose

Our mission is to provide necessary nail care while sharing hope. We provide pedicures to those with toenail disease and conditions, including but not limited to the elderly in disadvantaged communities.

Membership

Membership is limited to the Board of Directors & is not open to the public.

Membership Meetings

Membership meetings are not open to the public. We will have annual meetings, regular meetings, or special meetings. The Board shall meet not less than twice each year. One meeting shall take place in June and a second meeting shall take place during the annual meeting of the Members. Members will receive notice for meetings via text &/or e-mail. No Voting Trustee shall be allowed to send an alternate in her or his place.

Board Of Directors/Trustees

Establishment

The Officers of the Board shall be the President (also known as the CEO/Executive Director/Chair Of The Board/Chairperson), the Secretary, the Bookkeeper and the Treasurer.

Elections

The Officers of the Board shall be elected from among the Trustees at the June meeting of the Board by a majority vote of the Voting Trustees. A slate of candidates shall be prepared by the Governance Committee from among the then-current Voting Trustees of the Board.

Term of Office

The term of office for Officers of the Board shall be until their successors have been elected or qualified.

Removal of Officers

Any Officer of the Board may be removed by a vote of two-thirds (2/3) of the Voting Trustees whenever in their judgment Nika's Nails best interests would be served by such removal.

Registered Agent: Anika Ball

President/CEO/Executive Director/Chair Of The Board (Officer/Director)- Anika Ball

Leads the board and supervises its business and affairs. Strong leadership skills as well as a deep commitment to the nonprofit's mission. Strong relationships throughout the community they can leverage to help promote the nonprofit's mission and goals. Executive director of the nonprofit in a paid staff position & be in charge of running the organization. Primary role would be to run board meetings and oversee board matters.

Secretary (Officer)-

The secretary takes notes and prepares the minutes for each board meeting. Informs board members about future meetings and updates. Keeps track of the nonprofit's activities and ensures those activities align with the organization's bylaws.

Treasurer (Officer)-

Keeps track of a nonprofit's receipts, spending, and overall financial health. Informs the other board members of the nonprofit's financials on a regular basis. Reports on the big picture. Comfortable working with numbers and interpreting financial reports as well as providing strategic counsel on financial decisions.

Bookkeeper (Officer)-

Records the organization's income and expenses, and prepares its financial statements.

Additional Powers and Duties

The Officers of the Board shall have such additional powers and duties as may be conferred on them by the Board. The Board shall have the right to elect such other Officers as the Board believes is in the best interests of Nika's Nails

Vacancies

A vacancy among the Officers shall be filled by majority vote of the Voting Trustees for the remainder of the unexpired term.

Committees

Our nonprofit will not have different committees.

Conflict Of Interest

Nika's Nails hereby ratifies the "Conflict of Interest" policy, as such policy may be amended, modified or replaced from time to time by the Board upon the recommendation of legal counsel.

Indemnification

Board members and employees are protected as individuals if legal action is brought against the nonprofit.

Employees

We will not have employees.

Donations

Donations, bequests, and gifts of stock will be used to provide pedicures to those with toenail disease and conditions, including but not limited to the elderly in disadvantaged communities.

Accounting Period

The calendar account period of Nika's Nails shall end on December 31 or such other twelve month period as the Board may approve. Nika's Nails will keep complete books of our accounts.

Amending Bylaws

Except as expressly set forth below, these Bylaws may be amended by a majority vote of the Board. Notwithstanding the foregoing, the following provisions may be amended only by a majority vote of Agency Members:

- Article I, Section 2, Purpose;
- Article II, Membership;
- Article III, Section 3 (Composition of the Board of Trustees);
- Article III, Section 4 (Election and Nomination of Trustees);
- Article III, Section 5 (Terms of Office for Trustees);
- Article III, Section 8 (Compensation and Reimbursement);

With respect to the provisions listed immediately above, the Agency Members shall vote on any such amendment by paper ballot, in a manner approved by the Board, provided that the proposed amendments be first presented at the annual meeting of the Members for comment and debate, and further provided that copies of the amendments and the ballot shall be delivered, in a format approved by the Board, to the Agency Members not less than thirty (30) days prior to the date on which the ballots will be counted. An amendment may be offered by the Board or by any Agency Member (but solely with respect to the provisions listed in the bullet points above in the case of an Agency Member). An amendment to the provision listed above shall be considered adopted if a majority of Agency Members voting by ballot vote in favor of the amendment. A copy of any amendments adopted by the Board shall be promptly provided to the Members.

Following the Rules on Corporate Behavior

Nonprofit corporations must observe most of the same formalities as regular corporations. These include keeping good corporate records, holding and preparing minutes of directors' (and possibly members') meetings, and maintaining a separate bank account. Unlike regular corporations, a nonprofit corporation cannot distribute any profits to its members, contribute money to political campaigns, or engage in lobbying activity, except in very limited circumstances.

Protection From Personal Liability

Forming a nonprofit corporation normally protects the directors, officers, and members of the nonprofit from personal liability for the corporation's debts and other obligations. Called limited liability, this shield ensures that anyone who obtains a judgment against the nonprofit can reach only the assets of the corporation, not the bank accounts, houses, or other property owned by the people who manage, work for, or participate in the business.

Ending a Nonprofit Corporation

Upon dissolution of Nika's Nails, the Board shall, after payment of or due provision for all liabilities of Nika's Nails, dispose of all of the remaining assets exclusively for and in accordance with Nika's Nails exempt purposes within the meaning of Section 501(c)(3) of the Code or to one or more entities listed in another organization or organizations organized and operated exclusively for religious, charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board shall determine. Any such assets not so disposed of by the Board shall be disposed of by a court of competent jurisdiction for New York exclusively for such purposes or to such organization or organizations, as said court shall determine that are organized and operated exclusively for charitable purposes.