

ALTERNATIVES TO VIOLENCE PROJECT INTERNATIONAL, INC. BYLAWS

Approved by the Coordinating Committee: June 8, 2014

Approved by the AVP International World Gathering in July 2014

Amendments proposed for approval by the AVP International World Gathering, November 2017

ARTICLE I

Name, Principal Office, Duration

I.1. Alternatives to Violence Project International, Inc. (hereinafter, the "Corporation" or "AVP International") is an international organization duly formed as a non-profit corporation under the laws of the state of Delaware in the United States of America.

I.2. The principal office of Alternatives to Violence Project International, Inc. shall be located at an address determined by the Board of Trustees. The Corporation may also have such other offices as the Board of Trustees determines from time to time. A print copy of all the documents of the Corporation shall be held at the principal office in addition to being posted on the AVP International website or held by any other electronic archiving means determined by the Board of Trustees.

I.3. Alternatives to Violence Project International, Inc. shall remain in operation indefinitely.

ARTICLE II

Purpose

II.1. The purpose of AVP International is to provide support and guidance for its Membership (*as defined below*), to build and foster the AVP International community, and on request, may aid and oversee the creation of organizations dedicated to offering Alternatives to Violence Project workshops.

II.2. AVP International and its Members (*as defined below*) shall adhere to the following mission statement:

The mission of the Alternatives to Violence Project is to empower people to lead nonviolent lives through affirmation, communication, respect for all, community building, cooperation, and trust.

Founded in and developed from real life experience, AVP encourages every person to discover their innate power to positively transform themselves and the world. Though often considered spiritual, AVP is non-religious.

AVP International's Members offer experiential AVP workshops on personal growth and creative conflict management for adults and youth in all types of community and institutional settings.

AVP International and its Membership shall not discriminate in any of their policies, appointments, or other activities on account, without limitation, of race, gender, sexual orientation, age, religious conviction, or criminal history.

AVP International shall not engage in political action or lobbying and shall not promote any specific political view as an organization. Members may not espouse a political position in the name of AVP.

ARTICLE III

Incorporation – Tax Exemption

III.1. AVP International shall have 501(c)(3) tax exempt status in the USA.

ARTICLE IV

Governance

IV.1. The governing body of the Corporation shall be the Board of Trustees, known as the Coordinating Committee, which shall be responsible to the body of the AVP International Annual Meeting and the authorities of the state of incorporation for the management of the property and affairs of the Corporation.

IV.2. The Coordinating Committee shall be comprised as follows:

- The Officers of AVP International (*as defined below*);
- One (or more) Clerks from each AVP International Standing Committee (*as defined below*);
- One (or more) Representatives from each AVP International Region (*as defined in the documents of the Corporation*);
- Persons holding other positions as defined and determined by the Coordinating Committee from time to time.

IV.3. Persons may hold Officer positions for a maximum of two (2) consecutive terms, as described in the AVP International Policies and Procedures. Each standing committee determines the length of service for its clerk or clerks. Terms for other positions are defined in the AVP International Policies and Procedures.

IV.4. The Officers of AVP International and persons holding other positions will be appointed by the AVP International Annual Meeting on the recommendation of the Nominations Committee as accepted by the Coordinating Committee.

IV.5. The Board of Trustees shall meet once a year to hold the Annual Meeting of the Corporation and at other times as called by the President. A record of decisions made by the Board of Trustees shall be posted and made publicly available on the AVP International website.

IV.6. At any meeting of the Board of Trustees, one half of the total membership of the Board shall constitute a quorum.

IV.7. The Annual Meeting of the Corporation will receive the annual reports submitted by the standing committees, discuss and approve the annual budget for the Corporation, and address matters as defined in the AVP International Policies and Procedures.

IV.8. The Annual Meeting of the Corporation will be called by the President and held by the electronic means available.

IV.9. The specific roles and responsibilities of the Board of Trustees are those established herein and in the AVP International Policies and Procedures.

ARTICLE V

Membership

V.1. A Member is defined as any autonomous local or national AVP group or organization that adheres to the principles of the Alternatives to Violence Project (AVP) offering AVP workshops based

on recognized AVP manuals, and who has adopted these bylaws, the mission statement above, and has signed the Membership Agreement.

V.2. Members shall be financially self-sustaining, however Members may seek the assistance of the Corporation to aid in funding specific projects or activities.

V.3. Members will be expected to be represented at each Annual Meeting. One person may represent more than one Member as so designated, in writing.

V.4. Members shall give input to and participate in the decisions of the Corporation through the Coordinating Committee or at the Annual Meeting.

V.5. Communication with the Members will be conducted by the electronic means available, which shall include without limitation, email, the AVP International website, and other electronic forums.

ARTICLE VI

AVP International World Gathering

VI.1. An AVP International World Gathering shall be held at the date and location set by the Board of Trustees.

VI.2. All Members are expected to be represented at the AVP International World Gathering permitting remote participation via the electronic means available.

VI.3. The AVP International World Gathering will receive reports from the officers and standing committees of the Corporation.

VI.4. The AVP International World Gathering will discuss and approve by the decision-making process defined in Article X, amendments to these bylaws, nominations for officer positions, and any matters for action requiring the approval of this body, as defined herein and/or in the AVP International Policies and Procedures.

ARTICLE VII

Officers

VII.1. The officers of the Corporation shall be the President, Vice President, Secretary, and Treasurer, and alternates as necessary, who shall take office at the end of the Annual Meeting which approved them. Officer positions may be amended on approval of the corresponding proposal by the AVP International World Gathering. The Nominations Committee will recommend appointees to fill vacancies.

VII.2. The President: The President shall preside over meetings of the Coordinating Committee, prepare the agenda for meetings of the Coordinating Committee, and shall have the authority to sign on behalf of the Corporation all contracts and other instruments under seal. In addition, the President shall fulfill the duties laid out in the respective job description contained in the AVP International Policies and Procedures.

VII.3. The Vice President: The Vice-President shall perform the duties of the President in case of the absence of the President or upon the President's request, including the authority to sign on behalf of the Corporation, all contracts and other instruments under seal. In addition, the Vice-President shall fulfill the duties laid out in the respective job description contained in the AVP International Policies and Procedures.

VII.4. The Secretary: The Secretary shall keep records of the meetings of the Board of Trustees and the AVP International World Gathering. The Secretary shall have charge of all records and papers of the Corporation. In addition, the Secretary shall fulfill the duties laid out in the respective job description contained in the AVP International Policies and Procedures.

VII.5. The Treasurer: The Treasurer shall have custody of the corporate funds and securities and keep accurate accounts of receipts and disbursements in books belonging to the Corporation, and shall deposit all monies and other valuable effects in the name and to the credit of the Corporation in such depositories and with such right of withdrawal and access as may be designated by the Finance Committee and/or the Coordinating Committee. The funds of the Corporation shall be disbursed as ordered by the Finance Committee and the Treasurer shall make proper vouchers for such disbursements and shall render to the Finance Committee, as required, an account of all her or his transactions and of the financial condition of the Corporation. In addition, the Treasurer shall fulfill the duties laid out in the respective job description contained in the AVP International Policies and Procedures.

ARTICLE VIII **Standing Committees**

VIII.1. AVP International will have such standing committees as the Board of Trustees and/or the Annual Meeting determines to establish and/or dissolve. Such actions shall be noted in the documents of the Corporation. The descriptions of each standing committee are contained in the AVP International Policies and Procedures.

VIII.2. All standing committees shall provide annual reports to the Coordinating Committee prior to the Annual Meeting. These reports shall be posted publicly on the AVP International website and a print copy added to the documents of the Corporation.

ARTICLE IX **Decision Making**

IX.1. Decisions of AVP International shall be made by the group decision-making process of consensus that seeks the consent and input of all participants in the decision.

ARTICLE X **Fiscal Year**

X.1. The Fiscal Year of the Corporation shall operate according to the calendar year.

ARTICLE XI **Amendments**

XI.1. These Bylaws may be amended by the decision-making process described in Article X at any Annual Meeting provided notice of the proposed amendment has been distributed to the Membership at least 30 days in advance. Nominations for officer positions, and any matters for action requiring the approval of the Annual Meeting, as defined herein and/or in the AVP International Policies and Procedures shall be discussed and approved at an Annual Meeting.

ARTICLE XII **Liability and Conflicts of Interest**

XII.1. The liability of the Corporation shall be limited to the registered assets of the Corporation or US\$10,000.00, whichever is less.

XII.2. The Officers and other members of the Board of Trustees shall hold no personal liability on the actions of the Corporation.

XII.3. Members will not be held liable on the actions of the Corporation and the Corporation will hold no liability on the actions of each individual Member.

XII.4. Persons holding positions on the Board of Trustees and also relevant standing committees, as defined in the AVP International Policies and Procedures, shall be aware of their involvement in other organizations with similar goals and purposes so as to avoid incurring any conflict of interest. Such persons shall inform the Board of Trustees of this conflict of interest or the appearance of a conflict of interest and recuse themselves from any further discussion in the decision process involving the issue of concern.

ARTICLE XIII

Dissolution and Liquidation

XIII.1. In the event that AVP International, Inc. is unable to continue its activities, the Board of Trustees shall seek the approval of such decision from its Members and shall notify the state of incorporation and AVP USA, Inc. where our 501(c)(3) lies.

XIII.2. Upon its dissolution, any funds and assets (monetary and non-monetary) held by the Corporation shall be given to an organization as determined by the Board of Trustees to be applied to similar objectives to those of AVP International, Inc.