

BYLAWS OF
PREVENTION PARTNERSHIPS FOR CHILDREN, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

ARTICLE I
MEMBERSHIP

The Corporation shall have as its sole member the Children's Services Council of Palm Beach County ("CSC").

ARTICLE II
OFFICES

The principal office of the Corporation in the State of Florida shall be located in the County of Palm Beach. The Corporation may have other such offices, either within or without the County of Palm Beach, State of Florida, as the Board of Directors may determine, or as the affairs of the Corporation may require, from time to time.

ARTICLE III
PURPOSES

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and the Regulations promulgated thereunder, being principally to support system coordination in Palm Beach County by capacity building of individuals and organizations and creating opportunities for system integration.

ARTICLE IV
BOARD OF DIRECTORS

Section 1. Authority: The affairs of the Corporation shall be managed by a governing body to be known collectively as the Board of Directors, which shall have autonomous authority for the conduct of the Corporation.

Section 2. Number, Election and Term of Office: The number of Directors of the Corporation shall always be the same as the number of Board members on the CSC Board. The Directors of the Corporation (the "Directors") shall consist of the same persons as are the then current members of the CSC Board and their tenure as Directors shall be co-terminus with their tenure on the CSC Board.

Section 3. Authorities: The Board of Directors shall exercise the powers and perform its duties pursuant to Sections 617.0302 and 617.0801 of the Florida Statutes, and subsequent amendments, and as otherwise provided in the Articles of Incorporation and by these By-Laws not inconsistent therewith.

Section 4. Compensation: Directors shall serve without compensation.

Section 5. Meetings: The Board of Directors shall meet at least four (4) times a year. One of these meetings shall be held concurrent with the annual meeting of the Board of Directors in the month of February. Additional meetings may be called by majority vote of the Board of Directors, or by the Chair.

Notice of meetings shall be made by the Secretary by mail to each Director at least one (1) week prior to the date of the meeting. All meetings of the Board of Directors or any committee of the Corporation are declared to be public meetings and subject to Chapter 286, Florida Statutes, unless such meetings are exempt from the requirements of Section 286.011, Florida Statutes or any other applicable exemption contained now, or in the future, in Florida law.

Section 6. Officers: The Corporation shall have four (4) officers, including a Chair, a Vice Chair, a Treasurer, and a Secretary. Each officer shall be nominated annually by the members of the Board, and approved by a majority vote of the Board at its annual meeting, and shall serve a one (1) year term. Duties of each officer are listed below.

Section 7. Fiscal Year: The fiscal year of the Corporation shall be from October 1st to September 30th.

Section 8. Quorum: A quorum shall consist of a simple majority of the serving Directors. Unless a greater number is expressly required by statute or regulation, by the Articles of Incorporation, or by these By-Laws, every act on or decision made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be the act of the Board of Directors.

Section 9. Public Records: The minutes of the board or any committee of the Corporation shall be promptly recorded, and such records shall be open to public inspection pursuant to the provisions of Chapter 119, Florida Statutes, unless otherwise exempt by applicable Florida law. Similarly, the records of the Corporation shall be subject to Chapter 119, Florida Statutes, as "public records" and shall be available for public inspection and copying absent an exemption in Florida law.

Section 10. Employment of Staff: The Board of Directors may retain, or cause to be retained, paid staff as necessary to undertake the day-to-day business of the Corporation, consistent with the policies and directions set by the Board, providing that said staff exhibit appropriate qualifications for the position which they are to hold. The Board may also retain services of consultants and other professionals to assist the Board and/or staff in the performance of selected tasks.

Section 11. Fiscal Management: The Board of Directors shall establish fiscal and management policies for the Corporation (absent the establishment of such policies, the Corporation shall use to the extent applicable the policies of CSC), and complete an annual audit and review of revenues and expenses. The Board shall engage professional accounting assistance and advice as needed in the preparation of the annual budget and to provide ongoing guidance during the year.

Section 12. Committees: The Board of Directors may form from amongst its members one or more committees, from time to time, to assist in the gathering of information, performance of tasks, or other duties related to the general performance and attainment of the purposes of the Corporation. If so formed, such committees shall be subject to the form, responsibilities, duties, terms, and limitations set by the Board of Directors.

ARTICLE V OFFICERS

Section 1. Number: The officers of the Corporation shall be as follows: Chair, Vice Chair, Secretary and Treasurer. The term of an officer shall be one (1) year and an officer may serve for as many successive terms as nominated and approved. Officers shall be nominated by the members of the Board of Directors at their annual meeting, and approved by a majority vote present at such meeting. A person may hold two (2) positions as officer, except that one (1) person may not be both Chair and Secretary.

Section 2. Removal: Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors by a majority vote of the Board of Directors present at a meeting whenever, in its judgment, the best interests of the Corporation may be served thereby, but such removal shall be without prejudice to contract or other rights of any of the officers so removed.

Section 3. Vacancies: A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by appointment of the Chair with concurrence of the majority of the Board present at a meeting, for the unexpired portion of the term.

Section 4. Chair: The Chair shall preside at all meetings of the Board of Directors. He or she may sign, with the Secretary or with other appropriate officers of the Corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, checks, or other instruments that the Board of Directors have authorized to be executed, and except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these By-Laws or by statutes to some other officer or agent of the Corporation. In general he or she shall perform all of the duties usually pertaining to the office of Chair.

Section 5. Vice Chair: The Vice Chair shall perform the duties of the Chair in the absence or inability of the Chair, and shall perform such other duties as the Board shall require.

Section 6. Treasurer: The Treasurer shall assist in the oversight of all funds of the Corporation. The Treasurer shall in general perform all duties incident to the office of Treasurer and such other duties as may from time to time be assigned to him or her by the Chair, or by the Board of Directors.

Section 7. Secretary: The Secretary shall keep, or cause to be kept, the minutes of the meetings of the Board of Directors in one or more books provided for that purpose, and in general

shall perform all duties incident to the office of the Secretary and other such duties as from time to time may be assigned to him/her by the Board of Directors.

Section 8. Chief Executive Officer: The Chief Executive Officer of the Corporation shall have general and active management powers over the business of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation, seeing that all orders and resolutions of the Board of Directors are carried into effect. He or she may hire and fire employees of the Corporation. He/she shall assist the officers of the Corporation, as requested, in the performance of their duties. He/she shall from time-to-time report to the Board of Directors on matters within his/her knowledge which the interests of the Corporation may require to be brought to their notice. He/she shall also perform such other duties as may be assigned to him/her from time-to-time by the Board of Directors.

ARTICLE VI RULES OF ORDER

Robert's Rules of Order shall be the procedural format used for conducting and considering business in meetings of the Board of Directors.

ARTICLE VII BOOKS AND RECORDS

Correct and complete records of all meetings of the Board of Directors, and copies of all correspondence, resolutions, audits, reports, plans, printed materials, grants, income and expenditures, and any and all other documents pertaining to Corporation business, shall be maintained by the Secretary of the Corporation, and his or her successors, at the principal place of business of the Corporation, in a manner safe from theft, fire, water, or other damage, for a period of seven (7) years, or as otherwise advised by legal counsel and approved by the Board.

ARTICLE VIII CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts: The Board may authorize an agent or agents of the Corporation, in addition to the officers authorized by these By-Laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, and Other Orders for Payment: 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 any individual serving as officer of the Corporation at the time, as shall from time to time be determined by resolution of the Board.

Section 3. Deposits: All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board may select.

Section 4. Gifts: The Board may accept on behalf of the Corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Corporation.

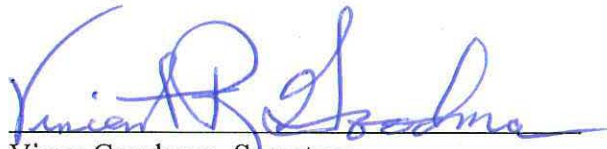
ARTICLE IX AMENDMENTS

The By-Laws of this Corporation may be amended, repealed, or added to, or new By-Laws may be adopted, by a vote of a majority of the members of the Board of Directors.

ARTICLE X EQUAL OPPORTUNITY

Policy: The Board of Directors shall enact and implement a policy of equal opportunity, without discrimination or harassment in corporate activities, policies, programs, services to the public, on the basis of race, color, gender, religion, national origin, age, disability, marital status, familial status, sexual orientation, gender identity or expression, genetic information, or any other characteristic protected by law. Such policy shall be consistent with generally accepted standards among public entities.

APPROVED AND ADOPTED by the Prevention Partnerships for Children, Inc. on February 22, 2007, and May 28, 2015.


Vince Goodman, Secretary