



Bylaws of the Movement of Prayer for Haïti

AMENDED & RESTATED
BYLAWS
OF THE
MOVEMENT OF PRAYER FOR HAITI (MPH), INC.

The undersigned have organized MOVEMENT OF PRAYER FOR HAITI (MPH), INC. as a non-stock Corporation pursuant to Maryland law and these Bylaws and, for that purpose, caused Articles of Incorporation to be prepared, executed, and filed with the State Department of Assessments and Taxation (SDAT) on or about February 25, 2022;

WHEREAS the Original Bylaws were adopted on or about June 25, 2022 and

WHEREAS the Corporation desires to Amend and Restate in their entirety the Bylaws as set forth herein.

We, members of the Movement of Prayer for Haiti, having come together by unanimous consent,

Considering the gathering together of Haitian Christians wishing to provide spiritual support for the transformation of their country,

Considering that gatherings of prayer groups have created others, thus giving birth to the Movement of Prayer for Haiti (MPH),

Considering that the MPH has developed rapidly, has gradually structured itself and has, among other things, mobilized many Christians in prayer, provided support to Haitians in difficulty, offered training sessions, carried out by fasting the National Day of Forgiveness and Reconciliation,

Considering our faith that God saves mankind through Jesus Christ, grants us the perfect fellowship of the Holy Spirit, and is committed to answering our prayers according to its terms established in the Bible,

Considering the power of prayer, the growth momentum of MPH and its commitment to continue to grow for the benefit of Haitians and Haiti,

Considering the principles at the heart of the operations of MPH, including its non-denominational nature, the autonomy of prayer groups, concerted action, as well as the need for personal and collective development,

Considering that there is a need for the MPH to formalize its legal existence and to regulate its activities and operations, taking into account its transnational nature,

NOW THEREFORE, we adopt the following Bylaws:

Article 1. Name and Organization: The Movement of Prayer for Haiti (MPH), Inc. is a non-profit organization (non-stock Corporation) established to provide spiritual and multifaceted charitable support for the transformation of Haiti. The Corporation shall do business under that name and any other names duly and legally registered. The Corporation shall have no stock and is organized exclusively for religious and charitable purposes, consistent with Section 501(c)(3) of the Internal Revenue Code and as further set forth herein.

Article 2. Mission: The mission statement of MPH is as follows: Pray to God for the transformation of Haiti, promote love, hope and peace through the practice of the positive spirit, personal development, application at work and civic participation.

Article 3. Objectives: In accordance with this mission, the objectives of MPH are as follows:



- a) Promote prayer and citizen participation as tools for the transformation of Haiti.
- b) Advocate and perpetuate a culture of love, trust, positive spirit, and self-transcendence. Promote community spirit.
- c) Encourage and participate in improving the personal, social and professional skills of fellow Haitians.
- d) Help spread the Christian culture within the Haitian society, especially love, faith and hope, as well as humility, altruism and service.
- e) Create a forum where Haitians can share, freely and on an equal footing, their Christian faith, skills, and resources for the transformation of Haiti.
- f) Provide assistance and relief to Haitians in an emergency situation, according to the means available.
- g) Promote excellence through personal and community development.
- h) Continuously mobilize friends of Haiti within prayer groups.

Article 4. Vision: The vision statement of the MPH is as follows: To constitute a spiritual, civic driving force, and a mega-movement for the transformation of Haiti, by the increasing mobilization of intercessors within groups of prayer.

Article 5. Values: The dominant values of the MPH are the following:

- Love: We love our neighbor as ourselves. We treat and serve her with respect and courtesy.
- Hope: We contribute to the emergence of a prosperous and peaceful Haiti.
- Unity: We are strong when we work together.
- Integrity: We stand by the truth.
- Work: We apply ourselves to work as a source of freedom and progress.

Article 6. Logo: The following image represents the working MPH logo.



The Corporation may, in its determination, seek trademark registration.

Article 7. Membership: Membership in MPH is open to all Christians without distinction and to all who aspire to make Jesus Christ their personal savior.

Article 7.1 Contribution: The members of the MPH voluntarily contribute to its operation, its progress, and its projects. There shall be no mandatory dues unless otherwise determined by the Plenary.

Article 7.2 A member of the MPH can put an end to his participation in the movement by informing the coordinator of his group or the MPH.

Article 8. Organs: The organs of the MPH are the following: The Plenary, the Board of Directors, the Commissions and the Prayer Groups.

8.1 Plenary: The Plenary consists of the meeting of the members of the MPH duly convened in order to receive the balance sheet of the movement and to adopt the draft decisions submitted by the Council. The Plenary holds a regular session once a year. It meets on a special basis at the initiative of the Board to consider special issues. The Plenary adopts the bylaws of the MPH.

8.2 The Board consists of the MPH Coordinator, Deputy Coordinator, Representatives of Prayer Groups and Commissions, and Counsellors. The Board determines the number of its members and its quorum, which unless compelling reason exists shall not be less than three (3) and not more than twelve (12) individuals. The Board manages the MPH and ensures its smooth functioning and development. It meets on the second Tuesday of every month or any other day agreed among its members. The

Board studies the matters to be submitted to the Plenary and takes decisions on behalf of the Movement.

8.3 The Commissions carry out specific activities assigned to them by the Board. They can be permanent or ad hoc. They periodically submit their terms of reference, work plan and report to the Board. The coordinators of the Commissions are appointed for a period of two years.

8.4. The Prayer Groups are autonomous. They are formed on the initiative of a Christian concerned with providing spiritual support to Haiti. As far as possible, the number of members of a group will be limited to twelve to facilitate the formation of new groups. Each group appoints a representative to the Board.

8.4.1. The groups hold a weekly prayer meeting. This meeting is organized virtually, face-to-face, or by any other method agreed among the members of the group.

9. On the recommendation of the Board, the Plenary appoints the Coordinator and the Deputy Coordinator of the MPH for a period of two years. The Coordinator and his deputy provide particular support to the Administrative Assistant in charge of the Secretariat, to the Treasurer who is supervised by the Finance Committee and to the Public Relations Officer who is supervised by the Promotion and Expansion Committee.

10. The Coordinator or, in his absence, the Deputy Coordinator, directs the operations of the MPH in accordance with the bylaws and in coordination with the other members of the Board.

11. The Administrative Assistant manages the archives of the Movement, prepares documents, including reports of Plenary and Council meetings. He/she benefits from the support of the Administration and Secretariat Commission. It keeps a list of members up to date, and prepares the information required by the Board.

11.1 Network of contacts: The Administrative Assistant maintains a list of the main contacts useful for the operation and progress of the MPH. The Board develops special relationships with these contacts.

Article 12. Treasurer/Finance: The treasurer emanates from the Finance Commission. It prepares the budget, manages funds and reports on the status of MPH's financial resources. It makes recommendations to the Council, in consultation with the Finance Commission. He prepares and implements fundraising campaigns and financial progress strategy for the Movement.

Article 13. Public Relations: The Public Relations Manager promotes the MPH by all appropriate means, in particular the use of social networks.

Article 14. Advisors: Advisors are selected from members of the MPH who have distinguished themselves by their commitment and their contribution to the movement.

Article 15. Agenda of the meetings: The meetings of the bodies of the MPH are subject to meticulous preparation. The Coordinator of the MPH and the coordinators of the groups and commissions make relevant consultations and distribute a draft agenda at least 48 hours before each meeting. Meetings begin and end with a prayer.

Article 16. The MPH studies and implements projects contributing to the transformation of Haiti and organizes fundraising for this purpose.

Article 17. Special day: The MPH organizes each year a National Day of Forgiveness and Reconciliation on the Sunday closest to February 7 to promote understanding and harmony within Haitian society.

Article 18. Training: The MPH gives priority attention to the training of its members and periodically organizes training sessions.



Article 19. Partnerships: The MPH forms partnerships with associations and groups pursuing objectives compatible with its mission.

Article 20. Funding: The resources of the MPH come from the voluntary contributions of its members, donations from the general public and from other sources.

Article 21. Bank Accounts: The Board maintains a bank account in the name of the MPH with three signatories, two of which are mandatory.

Article 22. Entry into force and amendment: The present bylaws enter into force as soon as they are adopted by the Plenary and may be amended according to the same procedure. These Bylaws may not be amended except by affirmative vote of no less than eighty percent (80%) of the Plenary.

Article 23. Non-Profit Purpose: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its Directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Articles of Incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these article, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of a future United States Internal Revenue Law) or (b) by a corporation, contributions which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Article 24. Dissolution: Upon the dissolution of the Corporation, the BOARD shall, after paying or making provision for the payment of all corporate liabilities, dispose of

all of the assets of the corporation to another charitable organization as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the BOARD shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court for the County in which the principal office of the corporation is then located, exclusively for such charitable purpose or to such organization(s) as said Court shall determine, which are organized and operated exclusively for such purposes, with the intent and desire of the corporation being that such recipient organization be dedicated to prayer and to give support in the name of Jesus to those facing difficulty in the country of Haiti.

AMENDED & RESTATED on September 30, 2023, by unanimous consent.