

## **BYLAWS OF PLANNED GIVING COUNCIL OF LEE COUNTY, INC.**

### **ARTICLE I - MEMBERSHIP**

#### **SECTION 1. QUALIFICATION OF MEMBERS**

The membership of this corporation shall be limited to persons who indicate significant interest in charitable planned giving, have shown a commitment to community charitable affairs, who reside or maintain a permanent office in Lee, Charlotte, Glades, Hendry, or Collier counties and belong to one of the following professional categories:

1. Members of the Florida Bar;
2. Members of the Florida Accountants Association or American Institute of Certified Public Accountants;
3. Trust Officers or other Representatives of Financial Institutions maintaining Trust Departments in the State of Florida;
4. Life Insurance Agents who are members of the National Association of Life Underwriters and Licensed in the State of Florida;
5. Securities Representatives registered with the New York Stock Exchange and Licensed in the State of Florida;
6. Real Estate Brokers or brokers-salesmen licensed in the State of Florida;
7. Financial Planners Licensed as Certified Financial Planners (CFP) or Chartered Financial Consultants (ChFC);
8. Development Officers or Representatives working for any group which qualifies as a tax-exempt organization under the Internal Revenue Code 501(c)(3), and maintains this status annually;
9. Consultants to any group which qualifies as a tax-exempt organization under the Internal Revenue Code 501 (c)(3), and maintains this status annually.

It is the goal of the Council to maintain a balance of members among categories 1-7 with one half the total membership from groups 8 and 9.

#### **SECTION 2. ADMISSION PROCEDURE**

A qualified applicant for admission shall complete an application form prescribed by the Membership Committee and submit full payment of dues.

If any applicant for membership or member is not in good standing with the professional association regulating their profession, if any, then the applicant or member is ineligible for membership until they again become a member in good standing of the appropriate professional association.

## **ARTICLE II - OFFICERS**

### **SECTION 1. TITLES AND TERMS OF OFFICE**

The officers of the Council shall consist of a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer, who shall be elected at each annual meeting of the Corporation and shall take office on July 1<sup>st</sup> and hold office for the term of one year, or until successors are elected and qualified. Except for the initial officers of the Corporation as elected at the Corporation's first special meeting, only those who have served on the Board for a full term shall be eligible to be nominated and elected to serve as President.

**Consideration should be given so** that the five elected officers shall represent different membership categories with the exception of not-for-profit which must have two representatives **and not more than three.**

### **SECTION 2. PRESIDENT**

The President of the Corporation shall be the chief executive officer of the Corporation and shall preside at all meetings of the Corporation, of the Board of Directors, and the Executive Committee.

### **SECTION 3. FIRST VICE-PRESIDENT**

The First Vice-President shall perform the duties of the President in the absence of the President and shall be responsible for scheduling Corporation meetings and shall head up all educational programs.

### **SECTION 4. SECOND VICE-PRESIDENT**

The Second Vice-President shall perform the duties of the President in the absence of the President and the First Vice-President and shall be the head of the membership committee.

### **SECTION 5. SECRETARY**

The Secretary of the Corporation shall act as the Secretary at meetings of the Corporation, Board of Directors meetings, and Executive Committee meetings and shall see to it that proper minutes of the meetings are made and recorded, including membership attendance. The Secretary shall also review the monthly financial transactions of the Treasurer, and will act as custodian of duplicate copies of the Treasurer's monthly financial transactions.

### **SECTION 6. TREASURER**

The Treasurer of the Council shall have custody of all funds and property of the Corporation and shall deposit all funds of the Corporation in a bank, a savings and loan association, or a brokerage house of his choosing to be approved by the Board, in Lee County, Florida. All withdrawals of such funds shall be on checks or orders signed by the Treasurer or, in his absence, the Secretary of the organization. The Treasurer shall prepare and submit a statement of the financial condition of the Corporation at the annual meeting and at such times and in such a manner as the Executive Committee or Board of Directors may require. The membership dues Treasurer shall collect and report amounts to the Board of Directors.

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## **ARTICLE III - BOARD OF DIRECTORS**

### **SECTION 1. POWERS**

The Board of Directors shall manage the affairs of the Corporation and take office on July 1<sup>st</sup> and hold office for one year. The board oversees affairs relative to scheduling of meetings (other than the annual corporation meeting), selection of programs, publication of the membership directory, admission of expenditures of Corporation funds which on a cumulative annual basis shall not exceed available funds, appointments of necessary committees and agents to assist in the management of the affairs of the Corporation.

### **SECTION 2. COMPOSITION**

The Board of Directors shall be composed of a minimum of nine members from the general membership of the Corporation. The members of the Board of Directors shall include the officers of the Corporation. Provided that no more than two of the Directors shall represent a particular membership category with the exception of membership as defined in Article I Section (1) (8), (Development Officers or Representatives). There shall be no more than half of the Directors from this category rounded up to the nearest whole number.

## **ARTICLE IV - EXECUTIVE COMMITTEE**

### **SECTION 1. POWERS**

The Board of Directors may create an Executive Committee to address other powers which may be from time to time deemed necessary.

### **SECTION 2. COMPOSITION**

The Executive Committee shall be composed of a minimum of five directors of the Corporation.

At the end of each term of office the President shall no longer be eligible to be an officer of the Corporation for a period of one year. However, such person should remain on the Executive Committee and the Nominating Committee for the following year.

## **ARTICLE V - QUORUMS**

### **SECTION 1. MEETINGS OF THE BOARD OF DIRECTORS**

A majority of the Board of Directors shall constitute a quorum for the transaction of business at a meeting of the Board of Directors.

### **SECTION 2. MEETINGS OF THE EXECUTIVE COMMITTEE**

Any three members of the Executive Committee shall constitute a quorum for the transaction of business at a meeting of the Executive Committee.

### **SECTION 3. REGULAR MEETINGS OF THE MEMBERSHIP**

Thirty-three (33%) percent of the members shall constitute a quorum of any regular, special, or annual meeting of the Corporation.

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## **ARTICLE VI - NOMINATIONS, ELECTIONS, AND VACANCIES**

### **SECTION 1. NOMINATIONS**

The Nominating Committee shall consist of the First Vice President, President, and Immediate Past President. The committee shall submit a list of nominees for the offices of the Corporation and for any unexpired vacancies to be acted upon at the annual meeting. The Committee shall file the names of their nominees with the secretary at least twenty (20) days before the date of the meeting. In addition, any member, by notice in writing filed with the Secretary at least two days before the meeting, or by floor nomination, may nominate candidates with the qualifying provisions of Article II for officers and Article III for Directors of the Corporation, and for any unexpired vacancy to be filled by election.

### **SECTION 2. ELECTIONS**

The members present shall be entitled to vote for any candidate named by either one of the above methods at such meetings, and the candidate receiving the majority of votes from the members present shall be declared elected.

### **SECTION 3. VACANCIES**

A vacancy in the office of President shall be filled by the first Vice-President. Any other vacancy in office shall be filled for the balance of the current year by appointment of the Board of Directors. Said appointee shall serve until the next annual meeting and until the election of his successor. If there is a vacancy on the Board of Directors then the Board of Directors shall appoint a person to fill the vacancy until the next annual meeting.

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## **ARTICLE VII - ANNUAL MEETING AND FISCAL YEAR**

### **SECTION 1. ANNUAL MEETING**

The annual meeting of the Corporation shall be held at the last scheduled meeting of each fiscal year, at such time and place as may be selected by the Executive Committee. A notice of the meeting, together with the report of the Nominating Committee, shall be announced at a meeting of the general membership at least fourteen (14) days prior to the date of the same. Said list of nominations shall set forth the manner in which other nominations, for said vacancies to be acted upon, may be added.

## **SECTION 2. FISCAL YEAR**

The fiscal year shall run from September 1<sup>st</sup> to August 31st.

## **ARTICLE VIII - COMMITTEES**

### **SECTION 1. STANDING COMMITTEES**

There shall be five standing committees: Membership, Program/Education, Nominating, Leave A Legacy and Website. With the exception of the Nominating Committee, the Board of Directors shall determine the size, composition, the nature of their duties, and the chairman of each committee.

### **SECTION 2. SPECIAL COMMITTEES**

The Board of Directors shall have the power to appoint special committees as shall be deemed necessary and advisable to carry out any corporate activity.

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## **ARTICLE IX - MEETINGS**

### **SECTION 1. MEMBERSHIP MEETINGS**

Meetings of the membership shall be held at least four times annually and at such times and places as established by the Board of Directors or the Executive Committee.

## **ARTICLE X - EXPENSES AND DUES**

### **SECTION 1. ANNUAL DUES**

Membership dues and fees shall be established on an annual basis by the Board of Directors or the Executive Committee.

Notice of dues payment shall be sent to each member at the end of the fiscal year.

## **ARTICLE XI - MISCELLANEOUS PROVISIONS**

## **SECTION 1. ADVERTISEMENT**

No member of this Corporation shall use his membership in the Corporation in any form of advertisement or solicitation of business.

## **SECTION 2. SUSPENSION OF MEMBERSHIP**

Any member of the Corporation may be suspended from membership by action of the Board of Directors, provided, however, that at least six (6) of the members thereof are in agreement. Any member who does not pay his annual dues by the second general meeting of the fiscal year is automatically suspended and must reapply for membership.

## **SECTION 3. AMENDMENTS**

These bylaws may be amended by meeting of the members at which there is a quorum, by vote of two-thirds of the members present, provided that notice setting forth such proposed amendments shall have been presented at a meeting of the membership or mailed to all members at least fourteen (14) days prior to the date of such meeting.

## **SECTION 4. EFFECTIVE DATE**

These bylaws shall become effective when adopted by a vote of the membership.