

**BY-LAWS OF
CORAL SPRINGS COMMUNITY CHEST, INC.
June 1, 2000**

ARTICLE 1 - NAME

- 1.1 **Name:** The name of the organization is the Coral Springs Community Chest, Inc.

ARTICLE 2 - CORPORATE PURPOSE

- 2.1 **Object and Purpose:** The object and purpose of the organization shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for charitable, or educational purposes. The purpose shall include, but not be limited to, the promotion of charity throughout the community.

ARTICLE 3 - MEMBERSHIP

- 3.1 **Eligibility:** Membership in this organization shall be open to all who wish to advance the cause of charitable works that benefit the community of Coral Springs. There shall be two (2) levels of membership: annual and lifetime. The categories of annual membership shall be:

Individual	\$100.00
Business	\$250.00
Corporate	\$500.00
Patron	\$1,000.00

The categories of lifetime memberships shall be:

Benefactor	\$2,500.00
Sustaining	\$5,000.00

Revisions to the above membership fee schedule shall be determined by a majority vote of the Board of Trustees. The benefits and privileges of membership shall be determined by the Board of Trustees.

3.2

Application for Membership: Any applicant meeting the qualifications set forth above and desiring to become a member of the organization shall make application on a form supplied by the organization and accompanied by such membership fees and dues as the Board of Trustees may from time to time determine.

3.3

Termination of Membership: Membership may be terminated by non-payment of annual dues within ninety (90) days of renewal date, by resignation within thirty (30) days prior written notice to the Board of Trustees, or by expulsion for just cause. No refunds of membership dues shall be made.

ARTICLE 4 - MEETINGS

4.1

Annual Meeting: The annual meeting of this organization shall be held in October each and every year at a date and time to be established by the Executive Board. The Secretary shall mail to every Trustee, at his address, as it appears in the records of the organization, a notice setting forth the time and place of such annual meeting.

4.2

Business Meetings Business meetings of this organization shall be held not less than quarterly. The frequency, place, time and agenda of the business meetings of this organization shall be determined by the Board of Trustees. The Secretary shall notify, in writing, each Trustee of the date and time of day and place of such meeting, at least five (5) days prior to such meeting.

4.3

Special Meetings: Special meetings of this organization may be called by the Chairman/Co-Chairmen when it is deemed necessary and in the best interests of the organization. A special meeting of this organization shall be called by the Chairman/Co-Chairmen on the written request of any three (3) Trustees. Notices of such meeting shall be mailed to all Trustees at least seven (7) but not more than fourteen (14) days before the scheduled date of such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom the meeting was called. No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

4.4

Quorum: The presence of not less than one-third of the Board of Trustees shall constitute a quorum and shall be necessary to conduct the business of this organization at any meeting thereof. Unless otherwise specified herein, a majority vote of those present shall be sufficient to carry motions.

4.5

Conduct of meetings: The meetings of the Coral Springs Community Chest shall be conducted according to Robert's Rules of Order.

4.6

Attendance at Meetings: Members of the Board of Trustees may not have more than three unexcused absences in a calendar year. Notice of absence must be communicated to the Secretary or Chairman prior to the meeting for which the Trustee will be absent. Communicated absences will be considered excused absences. Anticipated absences not communicated will be considered unexcused absences and will be counted against the attendance requirements for continuing Board Membership.

ARTICLE 5 - TRUSTEES AND HONORARY TRUSTEES

5.1

Trustees: The affairs of the organization shall be managed by a Board of Trustees. The Board of Trustees shall consist of at least three (3) persons and not more than twenty one (21) persons, one third (1/3) of whom shall be elected annually to serve for three (3) years.

Trustees may be elected to fill vacant positions, or additional Trustees may be elected at regular or special meetings of the Board of Trustees. The Executive Board shall not, on its own, elect new Trustees.

The Board of Trustees shall only act in the name of the organization when it shall be duly convened by its Chairman. Each Trustee shall have one (1) vote and such voting may not be done by proxy. The Board of Trustees may make such rules and regulations governing its meetings as it may in its discretion determine necessary. Vacancies in the Board of Trustees shall be filled by majority vote of the remaining Trustees for the unexpired term of the vacancy. A Trustee may be removed by majority vote of all Trustees when sufficient cause exists for such removal. The Board may entertain charges against any Trustee. A Trustee may be represented by counsel at any removal hearing. The Board of Trustees shall adopt such rules as it may in its discretion consider necessary in the best interests of the organization for this hearing.

5.2

Honorary Trustees: Each Coral Springs City Commissioner, the State Senator whose district includes Coral Springs, and the State Representative or Representatives whose district or districts include portions of Coral Springs, shall be invited to accept ex-officio honorary trusteeships in this organization. Honorary Trustees shall be notified of all meetings and they shall have the right to attend such meetings, and to address the Board of Trustees, but shall not have the right to vote at such meetings.

ARTICLE 6 - VOTING

6.1

A Nominating Committee shall be appointed by the Chairman. The Chairman of the Nominating Committee shall be selected by its members. A Slated of Officers shall be presented to the Board of Trustees at its Annual Meeting. Write in candidates shall be accepted at this time.

6.2

At all meetings, except for the election of Officers and Trustees, all votes shall be viva voce. For the election of officers and trustees ballots may be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot. If a majority of the Board agrees to it, the vote for the Election of Officers can be viva voce. At any regular or special meeting, if a majority so requires any question may be voted upon by ballot, in the manner or style provided for the election of officers and trustees.

ARTICLE 7 - ORDER OF BUSINESS

7.1

The order of business at any regular or special meeting shall be:

- Roll Call
- Reading of the Minutes
- Reports of Committees
- Reports of Officers
- Old and Unfinished Business
- New Business
- Trustees' Requests
- Adjournment

7.2

The order of business at the annual Meeting shall be

- Roll Call
- Reading of the Minutes
- Treasurer's Report
- Reports of Committees
- Reports of Officers
- Election of Trustees
- Election of Officers
- Adoption of Annual Budget
- Old and Unfinished Business
- New Business
- Trustees' Requests
- Adjournment

ARTICLE 8 - OFFICERS

8.1

Composition: The Officers of the organization shall be a Chairman or Co-Chairmen, one (1) or more Vice Chairmen which shall include an Immediate Past Chairman and a Chairman Elect, who shall be considered First (1st) Vice Chairman, a Secretary and a Treasurer. (At each annual meeting the Chairman, upon the affirmation of the Board the Chairman has the option of retaining his office for an additional one (1) year term otherwise the Chairman/Co-Chairmen shall accede to the office of Immediate Past Chairman, and the Chairman Elect shall accede to the office of Chairman.) The remaining officers shall be elected by the Board of Trustees from among their number at each annual meeting following the election of Trustees, and shall hold office for one (1) year or until their successors are elected. No Trustee shall hold more than one (1) office.

8.2

Chairman: The Chairman shall preside at all meetings. He shall present at each annual meeting of the organization an annual report of the work of the organization. He shall appoint all temporary committees. He shall see that all books, reports and certificates as required by law are properly kept and filed. He shall be one of the officers who may sign the checks or drafts of the organization. He shall have such powers and exercise such duties as may be incident to the Office of Chairman.

8.3

First (1st) Vice Chairman (Chairman-Elect): The First (1st) Vice Chairman shall, in the event of absence or inability of the Chairman/Co-Chairmen to exercise his office, shall become acting Chairman of the organization with all the rights, privileges and powers as if he had duly acceded to the office of Chairman.

8.4

Second (2nd) Vice Chairmen: The Second (2nd) Vice Chairmen shall be Chair of the following Permanent Standing Committees:

- Membership
- Funding
- Special Events
- Public Relations

8.5

Secretary: The Secretary shall keep the minutes and records of the organization in appropriate books. It shall be his duty to file any certificate required by any statute, federal or state. He shall give and serve all notices required in these By-Laws. He shall be the official custodian of the records and seal of this organization. He shall present to the Trustees at any meetings any communication addressed to him as Secretary of the Organization. The Secretary shall exercise

all duties incident to the office of Secretary..

- 8.7 **Treasurer:** The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall cause the funds of the organization to be deposited in one or more accounts at an appropriate financial institution, and may cause such funds to be invested in such investments, with the approval of the Board of Trustees, as shall be legal for a fiduciary under the laws of the State of Florida. He shall be one of the two (2) officers who shall sign checks and drafts of the organization. No special fund shall be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it. He shall render at such stated periods as the Board of Trustees shall determine, a written account of the finances of the organization, and such report shall be physically affixed to the minutes of such meeting. He shall exercise all duties incident to the office of Treasurer.

- 8.8 **Compensation:** No officer or Trustee shall for reason of his office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or Trustee from receiving any compensation from the organization for services rendered other than as an officer or Trustee.

ARTICLE 9 - SALARIES

- 9.1 The Board of Trustees shall hire and fix the compensation of any and all employees which they in their discretion may determine to be necessary in the conduct of the business of the organization.

ARTICLE 10 - COMMITTEES

- 10.1 There shall be an Executive Committee which shall be comprised of the Chairman/Co-Chairmen, First Vice-Chairman, Past Chairmen, Secretary and Treasurer of the Organization, and which shall have such duties and responsibilities as shall be delegated to it from time to time by the Board of Trustees. Meetings of the Executive Committee shall be called by the Chairman when he deems it necessary.

ARTICLE 11 - INDEMNIFICATION

- 11.1 The organization shall indemnify any officer, Trustee or employee of the organization, or any former officer, Trustee or employee of the organization, to the full extent permitted by and as

set forth in the Florida General Corporation Act.

ARTICLE 12 - PROHIBITED ACTIVITIES

12.1

The organization shall not:

12.1.1

Attempt to influence legislation as a substantial part of its activities.

12.1.2

Allow any part of its net income to inure to the benefit of officers, trustees or members of the organization, or to any other individuals, except in the furtherance of its charitable purposes.

12.1.3

Participate to any extent in any political campaign for or against any candidate for public office.

12.1.4

Conduct any activities not permitted to be carried on by an organization exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and Regulations as they now exist or as they may hereafter be amended.

ARTICLE 13 - DEDICATION OF ASSETS

13.1

The organization dedicates all assets which it may acquire to the charitable purpose set forth in Article 2 hereof. In the event that the organization shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the organization shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal Government or to a state or local government for exclusive public purpose.

ARTICLE 14 - GENDER

14.1

Throughout these By-Laws, whenever the context may require, wherever the masculine gender is used the feminine gender may also be applied: any pronouns used herein shall include the corresponding masculine, feminine or neuter forms and the singular form of nouns and pronouns shall include the plural and vice versa.

ARTICLE 15 - AMENDMENTS

15.1

These By-Laws may be altered, amended, repealed or added to as provided in the Articles of Incorporation.

June 1, 2000

Budget Advisory Committee Meeting Minutes

Excerpt from the meeting of January 12, 2004:

...
3.1 Community Endowment Fund

Bill Underwood advised that the Community Endowment Fund was basically a trust fund with legislative requirements that it could only be spent for specific purposes. He explained that in 1997, auditors had closely examined the fund's requirements and structure and determined that it was not a trust fund under strict definitions, after which it became a special revenue fund available for any lawful governmental purpose. Scott Spages asked if this meant the fund was open to the Committee to make suggestions about how to use the \$5 million. Bill Underwood advised that the fund currently had only \$3.3 million, as \$2.5 million had been moved into pensions, by unanimous vote at the last Town Council meeting. The Committee members further discussed past trends in benefit pension programs. Scott Spages asked how the \$2.5 million amount was arrived at. Bill Underwood explained that he was instructed to use the funds that were originally allocated from the pension plan. Scott Spages stated that he would try to prepare a proposal for how to allocate the fund's remaining \$3 million by the next meeting.

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Excerpt from meeting February 23, 2004:

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3.2 Community Endowment Fund

Scott Spages indicated that the Mayor requested that the BAC create a set of guidelines and inform the Town Council how it would spend the residual proceeds from annual funds. Dr. Waldee asked what other purposes the fund was earmarked for. Town Administrator Willi stated he was in agreement with the Committee on the Community Endowment Fund and indicated that the Town Council had discussed setting up a community chest wherein area businesses would contribute to the chest, after which a community chest group would distribute funds. He felt corporate sponsorship and a separate board of directors would take the process a step away from Town government. Scott Spages asked how Council would appoint the group who would spend the money. Town Administrator Willi felt the Town would be wise to set up a separate 501(c)3 Board as a not for profit corporation which had no connection to the Town government. Scott Spages felt the BAC could make guideline recommendations to Council with regard to spending the proceeds from the fund. Town Administrator Willi indicated that it would probably take some time for Council to phase in any recommendations.

The Committee further discussed the fund as it related to proposed changes in the pension plan. Scott Spages asked if it would be legal to include the Mayor and Town Council as managerial staff under the new pension plan. Carol Menke indicated that the Mayor and Town Council had voted to take themselves out of the proposed pension plan. Scott Spages [made a motion](#), that the BAC recommends that current and future Mayors and Town Councils have the option to be included into the pension plan. [\[Motion was not seconded\]](#).

With reference to a previous Town Council discussion, Scott Spages asked how the Town would pay for drainage programs that it did not want to raise taxes on. Assistant Town Administrator Cohen advised that two considerations were involved: 1) getting authorization to approach the Tax Appraiser's Office to approve a tax bill, and 2) going into a contract with an organization that would put together guidelines about how to charge individual residents. He stated that by rejecting the first option, the Town could still take several steps to charge residents. He further indicated that the contract option was not approved, resulting in a shortfall in the

budget of \$970,000. Scott Spages asked if this \$970,000 was to clean canals and catch basins and other such features. Assistant Town Administrator Cohen responded yes. Scott Spages asked how much of this work the Town was currently doing. Town Administrator Willi indicated that the Town was doing the minimum of this work. He stated that the Town currently was not able to clean all existing drains on a regular basis, but instead worked on the biggest problem areas during the rainy season. Scott Spages asked how often drains should be cleaned according to industry standards. Town Administrator Willi responded annually, according to [NPDEX](#) standards.

Scott Spages stated that to his understanding and observation, the Town appeared to end up with more money in the budget than anticipated each year, and he wondered where those funds were spent. Assistant Town Administrator Cohen advised that the Town budgeted 95%. Town Administrator Willi indicated that each year the budget process was started with automatic built in growth before actually getting into the fiscal year. He further advised that each year, the new budget included \$4 to \$5 million of new expenses without guaranteed new revenues.

The Committee members thanked Town Administrator Willi and Assistant Town Administrator Cohen for their attendance.

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Excerpt from meeting May 10, 2004:

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3.1 Community Endowment

Scott Spages advised that he had prepared a draft in response to the Mayor's request that the Committee submit a proposal indicating how the community endowment funds would be spent. Dr. Waldee advised of his opinions with regard to various suggestions on the draft. Scott Spages explained his reasoning behind some recommendations, and indicated he was not sure that all charities were appropriate for the Town to assist. He preferred that the Committee allocate funds to established institutions. [Mr. Preziosi](#) felt the Committee should change item 3 on the draft, and indicated he wanted to see a list of organizations the Town donated funding to. The Committee agreed to re-title the draft Guidelines for Expenditure of Community Endowment Fund. Mr. Spages indicated he would modify the draft based on the Committee's discussion. Dr. Waldee advised that this item would be discussed under Old Business at the next meeting.

Excerpt from meeting June 14, 2004:

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3.2 Community Endowment Fund

Mr. Spages indicated he had revisions to the proposal he had presented at the previous meeting with regard to the Community Endowment Fund. He reiterated the Committee's stance on leaving the responsibility for non-profit charitable donations out of the government. Ms. Menke spoke of the origins of the community endowment fund.

Dr. Waldee outlined some of Mr. Spages' revised recommendations which included: spending only the proceeds from the fund; giving only to organizations that would use funds to directly benefit Davie residents; giving only to organizations officially in existence for 6 years or more; and donating only to organizations whose objectives were to help in the areas of a) physical disabilities b) mental illness, c) poor health or physical injury d) those below the poverty level, and e) the economically disadvantaged. Another recommendation was that

donations be given to organizations whose priority was to help the youngest to oldest residents in Davie.

Ms. Ryan asked if donations would be restricted to 501(C)3 organizations only and suggested that if so this language should be clearly stated.

General discussion followed on the status of various organizations. Committee members Barr and Spages took issue with some of the charitable organizations which they felt depended too heavily on the Town for their funding.

Mr. Spages made a motion, seconded by Mr. Barr, to request an RFP annually, request or require programmatic and financial reports, request that all funds go directly to the programs and not to administration; indicating 501(C)3 organizations as recommended, and changing 6 years to 5 years as recommended. In a voice vote, all voted in favor. (Motion passed 4-0)

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Excerpt from meeting July 19, 2004:

3.4 Community Endowment Fund.

Dr. Waldee requested that the second paragraph be corrected to reflect that the Committee would recommend that the proceeds from the **yield** of the investments of the fund be spent.

3.4 Community Endowment Fund.

Dr. Waldee requested that the last line of the second paragraph be corrected to reflect that the Committee recommended that the donations be given to organizations whose priority was to help the youngest **and** the oldest residents in Davie.

A motion was made by Scott Spages, seconded by Mr. Preziosi, to approve the June 14, 2004 Minutes, with the corrections. In a voice vote, all voted in favor. (Motion passed 4-0)

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