

BY LAWS  
OF  
JOHN'S ISLAND COMMUNITY SERVICE LEAGUE

The name of the organization is the John's Island Community Service League (JICSL). The organization is organized in accordance with the Florida Not For Profit Corporation Act, as amended. The organization has not been formed for the making of any profit or personal financial gain. The assets and income of the organization shall not be distributed to, or benefit the directors, or officers or other individuals. Nothing contained herein however shall be deemed to prohibit the payment of reasonable compensation to employees and independent contractors for services provided for the benefit of the organization. This organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax. The organization is organized exclusively for purposes subsequent to section 501 ©(3) of the Internal Revenue Code.

ARTICLE I  
MISSION

JICSL is a non-profit, member driven organization primarily involved in raising funds for distribution to 501 (c)(3) charitable agencies in Indian River County. Agencies considered and awarded grants from funds raised must focus on the health, education, and human services issues facing women, children and families in need and may not discriminate on the basis of race, religion or ethnicity. Funds raised by JICSL also provide scholarship support to academically qualified children of John's Island Club employees.

## ARTICLE II MEMBERS

Section 1- Membership: Shall be open to all John's Island property owners and/or John's Island Club Members upon payment of annual dues.

Section 2- Dues: Annual dues shall be payable May 1 through April 30.

Section 3- Privileges: All members are eligible to attend JICSL events.

Section 4 - Refunds: The JICSL does not give refunds for dues or for donations; or for reservations which have been made for functions.

Section 5 – Annual Meeting: An annual meeting of the JICSL membership shall be held once each calendar year in March or April for the purpose of election of officers and other business. The annual meeting shall be held at a time and place designated by the Board of Directors.

## ARTICLE III DIRECTORS

Section 1 – Number of Directors: The organization shall be managed by a Board of Directors, consisting of at least 10 directors and the immediate Past President as ex officio member.

Section 2 –Term of Office: Each director shall serve a maximum term of three (3) years. If a director possesses unique experience/skills deemed essential to the continuity of JICSL and

its projects/programs, extension of the three year term may be made on a case by case basis. The President shall serve a two year term.

Section 3 – Quorum: A majority of directors shall constitute a quorum for the transaction of business at a full board or special meeting. In the absence of a quorum, the directors may adjourn to another time without further notice and/or use e-mail as a recourse for any matters requiring approval.

Section 4 – Regular Meeting: The Board of Directors shall meet immediately after the election at the Annual Meeting for the purpose of appointing new committee chairpersons as needed and for transacting such other business as may be deemed appropriate.

Section 5 – Procedures: The Board shall keep written minutes of its proceedings in its permanent records.

Section 6 – Vacancies: The Board shall fill any vacancy in an office or on the Board of Directors until the next annual meeting.

## ARTICLE IV OFFICERS AND DUTIES

Section 1. – Number of Officers: The officers of the organization shall be the President, one or two Vice Presidents, Secretary, Treasurer and Grants Committee Chair. The officers shall constitute the Executive Committee.

The JICSL Executive Administrator serves ex officio in a support function to the Board.

Section 2 – The President: The President shall preside at all meetings; shall appoint all Chairmen of Committees, Ad Hoc and

Standing; shall be one of the officers authorized to sign checks and shall be Chairman of the Board of Directors. The President may be an ex-officio member of all Committees.

### Section 3 - Vice Presidents:

1. The First Vice President will serve to assist the President in developing strategic initiatives and collaborations with Indian River County agencies and other funders. The First Vice President will also serve on the Grants Committee as a consultant and will have responsibility for various committees and functions as determined by the President. In the event of the absence or inability of the President to serve, the First Vice President shall perform all of the duties of that office with all the rights and powers as if she had been duly elected.
2. The Second Vice President will have responsibility for various committees and functions concerned with marketing initiatives as determined by the President (including but not limited to: the Opening and Closing Luncheon, Annual Bridge event, Golf Challenge, Membership initiatives.)

Section 4 – Secretary: The Secretary shall give all required notices of meetings, record and maintain minutes of all meetings and certify a quorum for the transaction of business at all meetings.

Section 5 – Treasurer: The Treasurer shall be a signer on all accounts, submit financial reports at all JICSL Board Meetings, oversee all deposits, bill payments, reconcile bank statements, provide fiscal year end (April 30) statements to the CPA and official JICSL publications. The Treasurer maintains financial records for the Tambourine Shop and fundraising events receipts and oversees the JICSL Executive Administrator in the collection of dues and maintenance of membership statistics and records.

Section 6 - Grants Committee Chair - The Grants Committee Chairman is responsible for managing the grant making process to Agencies.

Section 7 - Election and Term of Office: The Officers shall be elected at the annual meeting. Each Officer shall be elected by the majority of the vote of the members present. Each officer shall serve a term of at least one year.

## ARTICLE V COMMITTEES AND DUTIES

Section 1 – Standing Committees: The President shall appoint all Chairmen of Standing Committees from among the members of the Board of Directors. These committees may include but are not limited to: Events, Membership, Communications, Tambourine Shop, Scholarship, Nominating and others as deemed necessary. These Chairmen, upon consultation with the President, shall select persons from the general membership to serve on the committees.

- Nominating Committee Chair– At the first meeting in November, the President shall appoint a Nominating Committee Chairman who shall report to the President. The committee shall consist of the Chairman, a member from the current board, a member from the membership at large, and ex officio, the current and past board presidents. The committee shall report on a slate of officers at least 6 weeks prior to the Annual Meeting.
- Events Committee Chair: The Events Committee Chair is responsible for overseeing the planning and implementation of JICSL fund raising events. (including, but not limited to: Film Festival, Palm Beach and Vero Beach shopping day, Little Black Book and annual major fundraiser held in the spring.)

- Membership Chair: Responsible for recruiting John's Island Club members to join the JICSL.
- Communications Chair: Responsible for of all JICSL communication including but not limited to: Public Relations with local news organizations, oversight of all JICSL event invitations; Tambourine Shop advertising; oversight of all donor/sponsor correspondence and Membership solicitation communication; monthly Oak Tree submissions.
- Tambourine Shop Chair: Responsible for the operation and staffing of the Tambourine Shop.
- Scholarship Chair: Responsible for managing the Scholarship Program for John's Island Employees' Children.

## ARTICLE VI BOARD MEETINGS

Section 1 - Regular Board Meetings: The first Regular Meeting will be held in November and monthly thereafter at a date, time and place to be determined.

Section 2 - Executive Committee Meetings - Executive Committee meetings shall be held on an as needed basis upon consent of the President and one of the two Vice Presidents.

Section 3 - Special Meetings: Special meetings may be called by the President or upon written consent of ten (10) members. The purpose of the meeting shall be stated in the call to meet.

Section 4 – Order of Business: An agenda for each Regular Meeting shall be circulated or presented by the President. Generally the order of business shall be as follows: Reading/Approval of minutes of preceding meeting (s), Reports of Officers/Committee Reports as needed, Old Business, New Business, Adjournment.

Section 6 – Informal Action: Any action required to be taken, or which may be taken, at a meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken is signed by the directors with respect to the subject matter of the vote.

## ARTICLE VII

### AMENDMENT OF BY-LAWS

These By-Laws may be amended or altered by an affirmative vote of no less than a majority of the Board of Directors.

*Revised and Approved by the JICSL Board of Directors April 13, 2015*