**BYLAWS OF THE
CORAL GABLES / SOUTH DADE ESTATE PLANNING COUNCIL**

# I. NAME

The name of this association shall be the “Coral Gables / South Dade Estate Planning Council.”

# II. OBJECTIVES

The objectives of the Council shall be:

1. To provide a better understanding of the services which life underwriters, trust officers, financial consultants, financial planners, planned giving professionals, lawyers and accountants can render to life insurance policyholders, corporate fiduciaries, clients and the general public.
2. To promote cooperation among all of the groups mentioned and to foster a better understanding of the proper relationship which each group bears to the other, to their clients and to the general public.

# III. MEMBERSHIP

1. Eligibility and Qualification.
	1. The membership of this Council shall be restricted to persons who occupy the following professional or vocational status:
		1. Financial Services Professionals (Life Underwriters who have received the Chartered Life Underwriter designation, Financial Consultants who have received the Chartered Financial Consultant designation and Financial Planners who have received the Certified Financial Planner designation)
		2. Officers of trust companies and banks maintaining Trust Departments,
		3. Attorneys-at-Law,
		4. Certified Public Accountants, and
		5. Planned giving professionals of charitable organizations.
	2. An applicant, in order to be eligible for membership, must be (i) licensed to practice his profession or vocation in the State of Florida when required by law, (ii) actively engaged in the practice of such profession or vocation in the State of Florida for not less than one (1) full year, and (iii) actively engaged or participating in some facet of estate planning for not less than three (3) full years.
	3. A member who ceases to meet the eligibility requirements of paragraph 1 of this Article III shall cease to be a member of the Council unless he/she can qualify for Life, Honorary or Associate membership. Notwithstanding the foregoing, however, nothing contained in sub-paragraph A and sub-paragraph B of paragraph 1 of this Article III shall disqualify any member from membership who is a member as of June 30, 1982.
	4. A member who changes his profession or vocation must promptly request a change in the classification of his membership to that of his new profession or vocation and qualify therefore, or he will automatically be dropped from the Council. He may change his classification, however, only if he then meets the membership requirements for new members of that particular profession or vocation, unless for good cause shown the Board of Directors, continue his membership in the council in his last qualification.
2. Procedure.

Each application for membership shall be filed with the Secretary of the Council, on such forms as may be approved by the Board of Directors, which shall have the sole and exclusive authority to determine whether an applicant meets the requirements for membership set forth in the Article III and to approve or disapprove applications for membership by a majority vote.  Such vote may take place at any meeting of the Board of Directors at which a quorum is present or may take place via email.  If such vote takes place via email, any board member may notify all board members of the application by email and shall provide all the details of the application in the email.  From that date, there shall be a waiting period of three (3) business days for discussion of the application, after which time, board members may vote on the application, and the application will be approved or disapproved by majority vote of the entire Board.

1. Associate Membership.

Individuals engaged in professions considered allied to those specified but not meeting the eligibility and qualification requirements to become members of the Council may be considered to become associate members. They may participate in all functions of the Council with the exception that they may only be elected to the Board of Directors as an “at large” member.

1. Life Membership.

Any member who has been a member of the Council for twenty (20) years and has retired from the active conduct of his profession or vocation shall be entitled to life membership in the Council upon written request therefore, such written request shall be referred to the Board of Directors which, upon verification of the applicant’s qualification for life membership, shall notify the member of the granting of life membership status. Life membership status shall cease if the member re-enters the active practice of any profession or vocation referred to in sub-paragraph A of paragraph 1 of this Article III, and thereafter the member shall resume regular membership status. Life members shall enjoy all the privileges of a regular member, but shall not be required to pay annual dues, but shall pay the guest rate for each attendance.

1. Honorary Members.

The Board of Directors may elect to honorary membership members of the judiciary, members of the teaching profession and such other persons as it deems appropriate and in the best interest of this Council. Honorary members who are members of the judiciary or members of the teaching profession shall continue to hold such membership so long as they hold the office or position to which they were elected to membership.

1. Expulsion.

Any member charged with conduct unbecoming a member of the Council and against whom such charges are sustained, after due and proper hearing before the Board of Directors, may be expelled from membership by a two-thirds (2/3) vote of the entire Board of Directors. All complaints shall be referred to a special committee appointed for the purpose of making an investigation report and recommendations before any action is taken on such charges by the Board of Directors.

# IV. BOARD OF DIRECTORS

 All powers necessary for the government of the Council shall be vested in a Board of Directors composed of the officers, the two (2) immediate past Presidents of the Council and other members as elected by the members of the Council. Directors shall hold office for one year or until their successors shall be chosen.

 All members of the Board of Directors are expected to attend all general meetings and all Board meetings. However, should any Director have three unexcused absences (consisting of at least two consecutive regular meetings or three total regular and Board meetings), in one fiscal year, such Director may be removed as a Director. Said member may then be reinstated as a Director only if one or more of the absences are excused by a majority vote of the remaining members of the Board of Directors.

# V. OFFICERS

 The officers of the Council shall consist of a President, a Vice President, a Treasurer and a Secretary. An officer may hold more than one position at a time. The officers shall hold office for one year or until their successors are chosen and qualified.

# VI. QUORUMS

 Fifty percent (50%) of the members of the Board of Directors shall constitute a quorum for a Board for Directors meeting.

# VII. NOMINATIONS AND ELECTIONS

 At the annual meeting of the Board of Directors, the then-serving Directors shall nominate the members to serve on the Board of Directors and to serve as the officers of the Council for the upcoming one-year term, to be voted upon at the May general meeting of the members of the Council. The Directors and the officers shall be elected by a majority vote of the members then present, and shall hold office until their successors are elected and qualified as hereinbefore provided.

The Board of Directors shall have the power to fill, for the unexpired term, any vacancy which may occur either in their own body or in the officers, by concurrence of at least two Directors. The Board of Directors shall also have the power to add additional Directors to the Board, by concurrence of a majority of the then-serving Directors.

# VIII. ANNUAL MEETING AND FISCAL YEAR

 The annual meeting of the Board of Directors shall be held in August on such date and at such time and place as may be selected by the President. The fiscal year of the Council shall commence on January 1st and end on December 31st of each year.

# IX. BOARD OF DIRECTORS MEETINGS

 Meetings of the Board of Directors may be called by the President at his discretion, or when required to do so by three (3) Directors. It shall be the duty of the Board of Directors to establish rules of procedure and practice for its meetings, subject to the approval of, or amendment by, the Council.

# X. COMMITTEES

 The President of the Council and in his absence the Vice President shall, with the advice and consent of the Board of Directors, have the power to appoint committees on Programs, Membership, Ethics, Cooperation, Education, Legislation and Publicity, and such other committees as he shall deem advisable to further the interests of the Council and its members, and to delegate to such committees such power and authority as the Board of Directors shall deem advisable.

# XI. MEETINGS

 Meetings in furtherance of the objectives of the Council may be called by the Board of Directors at stated times, or from time to time in its discretion. The program of such meetings shall be arranged by the Board of Directors. Any member may, in writing addressed to the Secretary, request the Board of Directors to bring up for discussion at any meeting, except the annual meeting, any matter in which he may be interested.

# XII. DUTIES OF OFFICERS

 The President shall preside at all meetings of the Council and the Board of Directors, and perform the duties herein set out.

 The Vice President shall perform the duties of the President in the absence of the President.

 The Treasurer shall have custody of all funds and property of the Council. He shall deposit all funds of the Council in a bank or trust company located in Southeast Florida. All withdrawals of such funds shall be on checks or orders signed by two of the following: President, Vice President, or Treasurer. The Treasurer shall prepare and submit a statement of the financial condition of the Council at the annual meeting and at such time and in such manner as the Board of Directors may require.

 The Secretary shall keep a record of proceedings of all meetings of the Council and the Board of Directors, and he shall be responsible for the mailing of notices of meetings and other communications to the members.

# XIII. DUES AND MEAL ASSESSMENTS

 The annual dues and meal assessments of the Council shall be set by the Board of Directors, payable in advance on or before September 15st of each year.

 Notice of dues and meal assessments shall be sent out on or before September 15th and a second notice shall be sent on or before October 1st. Any member whose dues and meal assessments remain unpaid 15 days after the first meeting of the year may be dropped from the rolls and reinstatement will be made only after the approval of the Board of Directors and after payment of all delinquent dues.

# XIV. AMENDMENTS

 These Bylaws may be amended at any annual or special meeting of the Board of Directors by a vote of two-thirds (2/3) of the Directors present; provided that notice setting forth the proposed amendment shall have been sent to all Directors at least five (5) days prior to the date of such meeting and, provided further.

# XV. DISSOLUTION

 In the event of dissolution of the Council any remaining assets, after payment of all debts and obligations, will be assigned, transferred and set over to one or more local recognized exempt organizations, exempt under Section 501(c)(3) of the Internal Revenue Code, by the members of the Board of Directors then in office. If they are unable to meet or act then, in that case, any officers with the power to sign checks shall make the transfer to the Miami Foundation, a community foundation, if it qualifies, otherwise to a similar organization to be selected by such persons. In no event will any of the funds of the Council be returnable to membership.