

# **CONSTITUTION AND BY-LAWS**

## **A Florida Corporation Not-For-Profit**

### **ARTICLE I NAME**

The name of the organization is the JAGA CHARITABLE TRUST, INC. (the “Trust”), incorporated as a non-profit corporation under the laws of the State of Florida.

### **ARTICLE II PURPOSE**

The primary purpose of the Trust is to accept, hold and administer property, both real and personal, by gift bequest or devise, and to hold, administer and dispose of the same through a scholarship program for graduating high school seniors and undergraduate students affiliated with a Jacksonville Area Golf Association (JAGA) member organization and recommended by a JAGA Director, and for other educational purposes, which will qualify it as an exempt organization under 26 U.S.C.A. §501(c)(3).

### **ARTICLE III MEMBERSHIP**

Corporation shall not have members and shall not issue membership certificates.

### **ARTICLE IV TRUSTEE QUALIFICATIONS**

- Trustees must be an active Director of JAGA.
- Trustees must sign the State of Florida’s Conflict of Interest form.
- Attend at least two meetings of the JAGA Charitable Trust in the last 12 months.

### **ARTICLE V OFFICERS AND TRUSTEES**

The Trust must consist of a minimum of five Trustees and a maximum of nine Trustees. Officers will be elected by a majority vote of the Trustees. The officers of the Trust will consist of a Chairman, Vice Chairman, Treasurer, Secretary, and Scholarship Chairman. Officers must be a Trustee of the Trust prior to their election as an officer.

When the Trust has a vacancy, that needs to be filled, the Chairman of the Trust will inform the President of JAGA of an open vacancy. The JAGA Directors will then nominate an existing JAGA Director to fill the vacancy. The nominee will then be approved by a majority vote of the Trustees of the Trust.

## **ARTICLE VI**

### **TRUSTEE'S TERM LIMITS**

- Trustees term of service shall be four years. Beginning in the third quarter of the year they become a Trustee.
- Trustee terms of service shall be staggered to assure continuity of the scholarship program.
- Trustees may be granted a second term based on a majority vote of all the Trustees.
- If a Trustee does not serve out their entire term, a new Trustee may be elected to fill out that term. The new Trustee shall have the right to serve his own term of four years if elected by the majority vote of the Trustees.

## **ARTICLE VII**

### **DUTIES AND RESPONSIBILITIES**

Chairman. The Chairman shall be responsible for presiding over all meetings and call special meetings as necessary. He shall make an annual Financial Report to the JAGA Directors and assure that the JAGA President and Scholarship Committee Chairman are advised of the Trust's actions on scholarships that are available. He shall have the authority to sign as one of two signatures required on disbursements of over two thousand dollars (\$2,000.00). He shall be responsible for executing the Trust's business as directed. The Chairman may appoint and empower committees as he deems necessary.

Vice-Chairman. The Vice-Chairman shall serve as Chairman in the Chairman's absence. He shall have the authority to sign as one of two signatures required for disbursements of over two thousand dollars (\$2,000.00). He may serve as Chairman of any committee formed by the Trust.

Secretary. The Secretary shall record and keep minutes of all meetings. He shall centralize and maintain official e-files of the Trust covering as much of the past as possible.

Treasurer. The Treasurer shall collect all monies belonging to the Trust. He shall be the financial agent of the Trust and have custody of all funds. The Treasurer shall keep accurate records, books and accounts of the Trust and make a financial report at each quarterly meeting of the Trustees. The Treasurer shall disburse funds as directed by the Trustees. He may write and sign checks for any disbursements under two thousand dollars (\$2,000.00). Disbursements of two thousand dollars (\$2,000.00) or more require the Treasurer's signature and the signature of the Chairman or the Vice-Chairman. The Treasurer shall insure that all Trust monies are deposited, held and/or invested in institutions and in a manner approved by the Trustees.

Scholarship Chairman. The Scholarship Chairman shall be responsible for managing the Trust's scholarship application process and the evaluation and selection committee activities and after selection, manage scholar payment approvals and payment process acting as the point of contact for JAGA with all scholars and their institutions.

**ARTICLE VII**

Meetings shall be held at least quarterly of each year. The Chairman may call additional special meetings as deemed necessary. The presence of at least 60% of the Trustees shall constitute a quorum to begin and conduct business of the Trust, but a lesser percentage may adjourn the meeting.

**ARTICLE VIII  
AMENDMENTS**

These By-Laws may be amended or rescinded by affirmative majority vote of the Trustees at any regular or duly-called special meeting.

Approved at the regular meeting of the Board of Trustees of the JAGA Charitable Trust, Inc., on \_\_\_\_\_, 2021.

\_\_\_\_\_  
Trustee/Chairman

\_\_\_\_\_  
Trustee/Vice Chairman

\_\_\_\_\_  
Trustee/Secretary

\_\_\_\_\_  
Trustee/Treasurer

\_\_\_\_\_  
Trustee/Scholarship Chairman

\_\_\_\_\_  
Trustee

\_\_\_\_\_  
Trustee

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