

**BY-LAWS OF
CITY OF NORTH MIAMI BEACH EMPLOYEES' ASSISTANCE TRUST FUND
CORPORATION**

**ARTICLE I
CORPORATE AUTHORITY**

Section 1.1. Incorporation. City of North Miami Beach Employees' Assistance Trust Fund (the "Corporation") is a duly organized corporation authorized to do business in the State of Florida by the filing of its Articles of Incorporation on _____.

Section 1.2. State Law. The Corporation is organized under the State of Florida Statutes and except as otherwise provided herein, the Statutes shall apply to the governance of the Corporation. The laws, statutes, regulations and rules to which the Corporation is subject shall be referred to herein as "Applicable Law".

Section 1.3. Corporate Purpose. The purpose of the Corporation is to engage in any lawful activity for which the corporation was formed. The Corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making and distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE II
BOARD OF TRUSTEES' MEETINGS**

Section 2.1. Place of Meetings. Meetings of the Board of Trustees ("Board") shall be held in the City of North Miami Beach Council Chambers or at such other place as may be determined from time to time by the Board.

Section 2.2. Regular Meetings. The regular meeting of the Board shall be held quarterly (January, April, July, and October) at an hour and place determined at the previous meeting. At the Board's quarterly meeting, only such business properly brought before the Board and placed on the Agenda shall be conducted.

Section 2.3. Special Meetings. Special meetings may be called at any time and for any purpose by the President. Notice of a special meeting may be accomplished

telephonically to each member of the Board. No business shall be transacted at such a special meeting other than for which the meeting is called.

Section 2.4. Special Meetings. Special meetings may be called at any time and for any purpose by the President. Notice of a special meeting may be accomplished telephonically to each member of the Board. No business shall be transacted at such a special meeting other than for which the meeting is called.

Section 2.5. Notice of Meetings. Written notice shall be provided to the Board of any meeting where the Board is permitted to take action in the form of a vote and/or offer their consent or dissent for any actionable item. Such written notice shall detail the time, place, remote access (if available), and in the case of a special meeting, the purpose or purposes for which the meeting is called. Unless otherwise provided by law, written notice of any meeting shall be given no less than ten (10) days and no more than sixty (60) days before the date of the meeting.

Section 2.6. Quorum. The Board may take no action or conduct official business at a meeting unless there shall be a quorum in attendance. A majority of the voting members of the Board shall constitute a quorum for the transaction of business. A simple majority vote of members present shall constitute an approval of a matter and/or transaction voted on.

ARTICLE III BOARD OF TRUSTEE OFFICERS

Section 3.1. Officers. The officers of the Employee Assistance Trust Fund ("EATF") shall include the following:

ARTICLE I

Meetings

ARTICLE II

Duties of Officers

Section 1. The President

- a) The President shall be Chief Executive Officer of the Trust and shall preside at all meetings. The President shall maintain strict compliance to the Articles of Incorporation and By-Laws and enforce decorum among the members.
- b) The President shall state and put to vote all questions moved in accordance with the rules of parliamentary procedure in the course of the proceedings and shall announce the result of the vote.
- c) The President shall authenticate, by signature, all official documents that are authorized by the Board.
- d) The President shall together with the Treasurer sign and attest all checks, warrants, requisitions and vouchers for cash disbursements from any fund of the Trust. In the event that the President or Treasurer is unavailable, the signature of the Vice-President is required. In all circumstances, two (2) signatures of the above officers will be required on all checks.
- e) The President shall have the power to call special meetings when deemed necessary, or upon proper request from other Trustees.
- f) The President shall, at the end of the term or upon resignation, convey to their successor all unfinished business, files, and documents of the Trust.

Section 2. The Vice-President

- a) The Vice-President shall assist the President in conducting all meetings and, in the absence of the President, shall preside with the full power of the President.
- b) The Vice-President shall succeed the President in the event the President resigns the position.

c) The Vice-President shall, at the end of the term or upon resignation, convey to their successor all unfinished business, files, and documents of the Trust.

d) The Vice-President in the absence of the President shall together with the Treasurer sign and attest all checks, warrants, requisitions and vouchers for cash disbursements from any fund of the Trust. In the event that the President or Treasurer is unavailable, the signature of the Vice-President is required. In all circumstances, two (2) signatures of the above officers will be required on all checks.

Section 3. The Secretary

a) The Secretary shall oversee the books, records, documents, office paraphernalia, and equipment under the general authority and order of the President and Board.

b) The Secretary shall assure that an accurate record of the proceedings of all meetings of the Trust is maintained and shall conduct the general correspondence of the Trust.

c) The Secretary, shall, at the end of the term or upon resignation, deliver to their successor all books, records, documents, office paraphernalia, and equipment in their possession or control.

Section 4. The Treasurer

a) The Treasurer shall be the custodian of the funds of the Trust and shall keep an accurate record of all receipts and disbursements.

b) The Treasurer shall deposit all funds received into the account set up within the City for the Trust Fund.

c) The President shall together with the Treasurer sign and attest all checks, warrants, requisitions and vouchers for cash disbursements from any fund of the Trust. In the event that the President or Treasurer is unavailable, the signature of the Vice-President is required. In all circumstances two (2) signatures of the above officers will be required on all checks.

d) The Treasurer shall report the financial condition of the Trust at each regular meeting.

e) The Treasurer shall, at the end of the term or upon resignation, deliver to their successor all funds of the Trust, together with the books, records, documents, paraphernalia, files, etc., under their possession or control.

Section 5. Assistant Treasurer

a) The Assistant Treasurer shall assist the Treasurer in all duties, or act on behalf of the Treasurer, as outlined in Section 4, a through e.

Section.6. Board of Trustees

- a) The Board shall be made up of seven (7) active members.
- b) They shall ascertain that all monies received have been allocated to the credit of the proper funds and so deposited in the name and to the credit of the Trust.
- c) They shall annually cause an audit of funds, financial books, and records of the Trust and make an annual written report to the Finance Department. The audit shall cover the same time period as reported to the Internal Revenue Service for tax filing purposes.
- d) They shall perform duties as the President may require, except to the extent that such direction may be in direct and conflict with the Articles of Incorporation, Code of Ethics, or By-Laws.
- e) They shall, at end of term or upon resignation, deliver to their successors all books, records, documents, paraphernalia, and equipment in their possession or under their control.
- f) They shall appoint or hire as necessary persons to assist the Trust in achieving its objectives.
- g) All Board members shall be elected by full time employees.
- h) Elections for the Board members will be held the third Tuesday of February.
- i) The term of service for EATF Board Members shall be four (4) years commencing April 1st.
- j) Special elections may be held if a Board member resigns before the election period. Date and time to be determined by the Board.
- k) There may be no more than two (2) representatives from any Department serving on the Board at any time.
- l) There shall be no comingling of personal funds with EATF funds. With the exception of filing of Online Annual Report by credit card. Reimburse must be within thirty (30) days of filing.

Section 7. Compensation

No part of the net earning of the organization shall be used to the benefit of, or be distributable to its trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE III

Committees

Section 1. The following shall be the committees of the Trust:

Fund-raising Committee

Section 2. The Fund-raising Committee shall consist of not less than four (4) Board members. It shall be the duty of this committee to seek and evaluate all new proposals for fund-raising activities. The committee shall report these findings to the Board at the regular monthly meetings.

Section 3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 4. The organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under Section 171 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV

Financial Assistance

Section 1. The President shall, within seven (7) days from receipt, refer any and all applications for assistance to the Board, who will investigate immediately to determine the following:

- a) That the applicant is a full-time employee who has worked for the City of North Miami Beach, Florida for a period of one year from date of hire.
- b) That the need for assistance has evolved from an incident arising due to death, disability, illness, injury or some other catastrophic circumstance, including assistance from non-traditional therapies when a terminal illness has been diagnosed, and the circumstances which caused the need occurred while they were employed by the City of North Miami Beach, Florida.
- c) That the need for assistance is specifically for the full-time employee, spouse/partner or children, or dependent. On a case by case basis, if recommended by the Board, situations regarding an employee's family that is outside the stated parameters of spouse or children may be considered.
- d) That the applicant has exhausted all other remedies to obtain financial assistance prior to application.

Section 2. The following definitions shall control in matters relating to financial assistance as to the objectives of the Trust.

a) That the term “employee” shall refer to all full-time employees who work for the City of North Miami Beach, Florida.

b) “Disabled” shall mean the incapacitation of an employee to the extent that they are unable to perform the duties for which they have been educated or trained, and the employee’s disability shall be determined exclusively by the Board from factual evidence presented.

c) “Unusual Medical Expenses” shall mean expenses arising from those types of medical, dental, or psychiatric treatments which are not covered by a policy of health, medical, hospital, or other insurance.

Section 3. Disclosure. The applicant further agrees to complete an Application for Assistance Form which includes a Financial Disclosure Worksheet. Confidentiality will be adhered to whenever possible.

Section 4. Notifications. The applicant shall be notified, in writing, as to the Board’s decision on the applicant’s request for financial assistance.

a) In the case of approval, this written notification shall include the length of time and the amount of funds to be granted and/or loaned.

b) In the case of denial, this written notification shall include the reason(s) the request was denied.

Section 5. Funding Limitations. The Board shall set a limit on the length of time and the amount of funds to be granted to the applicant in instances where they rule that the applicant is entitled to such assistance. In fixing the length of time and the amount of the funds granted, the Board shall consider the nature of the request, the applicant’s financial situation, and will, whenever possible, see that payments are made directly to creditors from the Board. If further assistance is needed, the Board shall submit their findings and recommendations, including all assistance provided to date for review and approval.

ARTICLE V

Fees

There will be a non-refundable \$30.00 application processing fee for all applications. The application fee will be waived if the employee contributes a minimum of \$26.00 to the Trust Fund on an annual basis.

ARTICLE VI

Amendments

Section 1. Proposed amendments to these By-Laws shall be submitted in writing and read at two (2) consecutive regular meetings of the Board. Final action shall be taken on the second reading. Upon adoption by two-thirds (2/3) of the members present at the second reading, provided such meeting shall have in attendance a quorum as provided by the By-Laws, the proposed amendment shall become effective.

ARTICLE VII

Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the office is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Loans and Repayments

<u>Loan Amount</u>	<u>Minimum Repayment Per Pay Period</u>
\$0.00 - \$999	\$25.00
\$1,000 - \$1,500	\$50.00

EATF President

Date

Witness

Date

Witness

Date

PASSED AND ADOPTED by a _____ vote of the Board of Trustees of the City of North Miami Beach Employees' Assistance Trust Fund of the City of North Miami Beach, Florida, this _____ day of _____.

PRESIDENT