



BY-LAWS
of the
FLORIDA CERT ASSOCIATION, INC
A Florida Based Not-For Profit Corporation

ARTICLE I: DESCRIPTION

The legal name of this organization shall be the “Florida Community Emergency Response Team Association Incorporated,” hereinafter most times referred to as “CERT Association” or “CERT.”

The Association shall be a nonprofit organization, incorporated under and operated in compliance with the laws of the State of Florida. CERT shall be organized into regional areas established by the Board of Directors.

ARTICLE II: PURPOSE

Section A: Purpose

The Florida CERT Association (CERT) is organized exclusively for educational or training purposes under Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

The purpose of this Association shall include the following:

- a) To promote and support community disaster preparedness and response related to minor or major emergency events or disasters.
- b) To increase community awareness of CERT related functions throughout the State of Florida.
- c) To develop, promote, and conduct educational programs to include workshops, seminars, and conferences in the field of emergency management related to volunteer support.
- d) To assist local, state, and federal government agencies with available volunteer support.
- e) To build and sustain relationships with other Emergency Management related organizations and support when available.
- f) To provide coordination of CERT Conferences within the state.

Section B: Mission

To support education and development of volunteers through innovative solutions utilizing statewide intellectual currency from life-long learning to encourage community level capacity-building for the local, state, and Federal levels of our nation.

Section C: Goals

- 1) To exchange and disseminate information throughout CERT teams as well as local, state, and federal authorities to support public interests.

- 2) To create a climate of unity at all levels of volunteer support related to phases of emergency incidents or events and disastrous conditions.
- 3) To coordination efforts and plan of CERT with other groups, and organizations to achieve common goals and to undertake specific activities relative to disasters.
- 4) To support training, education, and professional development through systematic analysis of critical volunteer needs regarding emergency management, beginning at the local level.
- 5) To provide volunteer-related training and education as requested by local and state organizations, CERT Teams, and communities throughout the State of Florida.
- 6) To support mitigation efforts of local, state, and federal authorities; participate in local mitigation strategy organizations.
- 7) To participate in efforts to educate residents and organizations regarding actions they can take to protect individuals, property, the environment, and the economy from the effects of emergency and disastrous incidents or events.
- 8) To encourage organizational membership growth, providing guidance on the benefits of CERT locally throughout the State of Florida.

Section D: Objectives

- 1) In the spirit of Volunteer Florida, encourage communication, collaboration, and cooperation with local and State Emergency Management organizations to utilize trained CERT volunteers to assist in all phases of emergency management.
- 2) Maintain an active database of CERT Coordinators throughout the State of Florida.
- 3) Promote frequent communication and collaboration of CERT activities with Florida Division of Emergency Management (FDEM) and/or Volunteer Florida.
- 4) Provide education and outreach by sharing association relative information to its members and the public by the website, local and regional CERT events, or conferences, and through the Florida CERT Association's Annual Conference.

ARTICLE III: ORGANIZATION

Florida CERT Association, Inc. has been incorporated as a Non-Profit Corporation with the State of Florida and will follow and comply with the rules and regulations found in Section 501(c)(3). Any net earnings (e.g., from the annual conference) or the remainder of dues or donations shall go for the benefit of the organization and not any member, director, officer, or other private person. The Association will consist of a Board of Directors elected at the Annual Meeting by the members. The membership has been defined in Article IV.

The members of Florida CERT Association, Inc. shall adopt this set of By-laws to assist in conducting the objectives of the Association. If any member requests that these By-laws need to be revised, they may petition in writing to the Board of Directors, in accordance with Article XII: Section C, By-laws Amendments.

ARTICLE IV: MEMBERSHIP and CODE OF CONDUCT

Membership in the CERT Association shall be available to any person who has an interest in or whose responsibilities relate to emergency management with any governmental agency, tribal government, public or private non-profit organization, or private for-profit organization.

The Florida CERT Association, Inc. Board of Directors shall establish rules and regulations for all members to agree to follow. The most current version will be posted on the Association's website. Violations of these rules and regulations shall result in corrective action to be determined by the Board of Directors.

The Executive Committee may deny or revoke membership for violation of the Association's Standards of Conduct.

Section A: Membership

To become a member, applicants will visit Become a Member of FLORIDA C.E.R.T. ASSOCIATION, INC on the website (flacertassociation.org) and complete the current Association Membership Form and complete the payment. Membership dues are not refundable in full or in part for any reason.

Members are expected to create an environment that promotes fairness, and respect for others. Respectful conduct includes:

- Treating others with dignity regardless of their position, role, or background.
- Maintaining a professional and appropriate tone in written and verbal communication.
- Providing constructive guidance and feedback courteously.
- Manage any conflict in a proactive and mutually respectful way.

Board Members have a responsibility to ensure that all members and their views are heard and respected.

Section B: Dues and Fees

Annual dues shall be paid no later than December 31 of each calendar year for the subsequent year. Dues shall be reviewed and adjusted as necessary by the Board of Directors and any changes in dues must be brought to a vote before membership. Members resigning prior to the end of the calendar year shall forfeit dues.

Membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days from end of conference. A lapsed membership shall be reinstated without penalty at the time dues are paid.

Section C: Code of Conduct

The Association is committed to ensuring a safe and welcoming environment for all members, participants, guests, students, instructors, staff, vendors, and venue employees always.

The Association has adopted a "Code of Conduct" that each member agrees to abide by. Please see the Code of Conduct Policy located on the Association's website. Every member agrees to hold themselves to this "Code of Conduct". A signed acknowledgment form will be executed by each member.

Section D: Conflict of Interest

The Association's Board of Directors (or members) has(have) an obligation to disclose Conflicts of Interest and will disclose any annually by completing a Conflict of Interest Form.

Section E: Open-Door Policy

The Association has an open-door policy and suggests that members share their questions, concerns, suggestions, or complaints with the Board Member(s). Members who are not comfortable speaking to a Board Member or are not satisfied with the Board Members response(s) are encouraged to speak with the Parliamentarian.

ARTICLE V: Disciplinary Action

The Board of Directors, on a majority vote of the Directors, may consider any member for expulsion if the member improperly utilizes their membership for commercial or personal gain.

a. Expulsion

When considering expulsion, the issue shall be given consideration in accordance with the policies and procedures of the Association. Said member shall have the right to speak in his/her behalf. Expulsion of a member requires at least two thirds (2/3) vote of the Board of Directors in meeting attendance.

b. Suspension

By majority vote of the Board of Directors, a member may be suspended rather than terminated. No member may be suspended for more than 30 days in any six-month period.

When considering suspension, the issue shall be given consideration in accordance with the policies and procedures of the Association. Said member shall have the right to speak on his/her behalf.

c. Termination of Members

Resignation, lapsing, or expulsion shall terminate membership in the Florida CERT Association. Any member may resign from the Florida CERT Association, Inc. upon written notice to the Secretary

ARTICLE VI: BOARD OF DIRECTORS

Section A: Composition

A Board of Directors shall manage the affairs of the Association. It is the desire of the Association to achieve the goal of Board representation from each Florida Emergency Preparedness Association area, if possible. The Board of Directors will establish a set of rules for operational procedures and all training events related to the Association or for its members. This may be accomplished during meetings of the Board of Directors or through standing or ad hoc committees. These rules or operational procedures can be established and amended by approval of the Board of Directors when a quorum is present.

The board is responsible for ensuring that the organization is accountable to its purpose and operating ethically and responsibly. It provides an essential safeguard for addressing impropriety or lack of performance that would threaten the organization and its work. The oversight role is critical even when things are going well because neglecting it can put the organization at risk of failure. A board therefore must take its oversight role seriously, and its constituents must be made aware that the board is doing so. Key components of this role include evaluating and supporting the Executive Committee, ensuring legal and ethical integrity, providing financial oversight and strategic deployment of resources, managing risk, and monitoring progress toward implementing organizational strategy.

Section B: Limits on Personal Liability

No member of the Association shall be personally liable for any of its debts, liabilities, or obligations, nor shall any member be subject to any assessment except as provided in these by-laws.

Section C: Board Structure

Regional Representation:

- The Board shall include **seven (7)** regional representatives, with **one (1)** representative from each of the seven (7) geographic areas as designated by the Florida Emergency Preparedness Association.

Chair Positions:

- The Board shall also have **seven (7)** designated Chair positions responsible for specific functions, who can be elected from any region in the State of Florida. Each Chair position will oversee its respective area, contributing to the effective governance and operational success of the Florida CERT Association. These positions include:
 - **Awards Chair**
 - **Volunteers and Membership Chair**
 - **Conference Chair**
 - **Sponsorship Chair**
 - **Education Chair**
 - **Public Information Chair**
 - **Technology Chair**

Executive Committee:

- The Executive Committee will be comprised of the Officers of the Association and shall include:
 - **President**
 - **Vice-President**
 - **Secretary**
 - **Treasurer**
 - **Parliamentarian**

The Executive Committee plays a key role in overseeing the Association's day-to-day operations and handling urgent matters that require prompt attention. As its name suggests, the Executive Committee has special responsibilities and authority that surpass those of other committees. The executive can act on behalf of the full board, primarily to streamline decision-making between board meetings or during emergencies.

In addition to these duties, the Executive Committee often serves as the primary communication link with the chief executive and may be tasked with evaluating the chief executive's performance.

However, the Executive Committee's authority is often limited to prevent the delegation of essential powers from the full board. Specifically, the Executive Committee should not:

- Amend the by-laws
- Elect or remove board members
- Approve or modify the budget
- Make significant structural decisions

These limitations ensure that crucial governance decisions remain the responsibility of the full board, preserving a balanced distribution of authority within the organization.

Section E: Action of the Board

The latest edition of Robert's Rules of Order Newly Revised shall govern the transactions of business at all meetings of the Association unless otherwise provided in these By-laws. All actions or approval by the Board of Directors shall be by majority vote of all Directors present at the meeting unless otherwise provided in these By-laws.

ARTICLE VII: MEETINGS

Regular membership meetings will be held at least two times each calendar year unless otherwise directed by the Board of Directors. All meetings shall require at least fourteen (14) days' notice; however, the Executive Committee may waive this requirement.

Meetings of the Executive Committee, Board of Directors, or any committee may be held in person, through conference call, webinar, or other electronic or virtual means.

There must be a quorum of at least 50% of Directors present for the Board of Directors to hold a meeting. Meetings may occur face to face or virtually.

Section A: Voting – move under meeting

For the Board to take voting action a quorum is required. A quorum is defined as a simple majority (>50%). In the event the number of Directors should drop below even (7), the Board may waive the Region requirement and appoint a qualified Association member to fill the vacancy or vacancies until the next annual election.

Section B: Board Meetings

The Board shall meet at a minimum quarterly by the Board of Directors virtually.

Meetings of the Board shall be open to all members, and members shall have the privilege to be heard during membership comments. The membership will be notified of the date and time of the next Board Meeting by a member of the Florida CERT Association Executive Committee through email.

Minutes of all Board Meetings shall be available upon request by current members.

For time-sensitive matters that arise during an emergency meeting, Board members may cast votes electronically via email. This method ensures that decisions are made swiftly.

Section C: Emergency Board Meetings

- 1) **Authority:** The President may call an emergency Board meeting. In the President's absence, any Board member has the authority to call such a meeting.
- 2) **Notification:** The purpose of the emergency meeting must be clearly stated in the notification to all Board members. This notification should be sent via email or other agreed-upon methods as soon as possible.
- 3) **Criteria:** An emergency meeting is defined as a meeting convened to address urgent issues that require immediate attention and cannot wait until the next scheduled Board meeting. Examples include, but are not limited to, critical financial issues, legal matters, or urgent organizational decisions that affect the functioning of the organization.
- 4) **Format:** Emergency meetings can be conducted electronically, via conference call, or in person, depending on the urgency and availability of members.
- 5) **Documentation:** Minutes must be recorded and distributed to all Board members following the meeting.
- 6) **Electronic Votes:** For time-sensitive matters that arise during an emergency meeting, Board members may cast votes electronically via email. This method ensures that decisions are made swiftly.
- 7) **Future Discussion:** Any topic decided through an electronic vote will be brought up for discussion at the next regular Board meeting to ensure transparency and allow for further deliberation.

This policy ensures that emergency meetings are conducted in a structured and transparent manner while allowing for swift decision-making in urgent situations.

Section D: Annual Meetings

The CERT Annual Meeting is to provide an opportunity to foster collaboration and communication among members of the Association. This meeting will be held on an annual basis and is to be further referred to as the Annual Florida CERT Association Conference.

ARTICLE VIII: Annual Election and By-laws Amendments

The Annual Election is the process by which members vote to elect members to serve on the board of directors or other key positions. The election process ensures that leadership roles are filled, and it may include the election of new members or the re-election of current members whose terms are ending.

By-laws Amendments refer to changes or modifications made to the organization's by-laws, which are the rules and guidelines that govern the operation of the organization. Amendments can include adding, removing, or revising sections of the by-laws. These changes usually require approval by a vote of the board of directors or the organization's general membership, often during the annual meeting or a special meeting called for this purpose.

Section A: Quorum for Annual Member Meeting

A quorum for any business consists of ten percent (10%) of the Association's voting members present

at the annual conference.

Each member is entitled to one vote, making them a "voting member." This means that any member who has the right to vote on matters within the organization is considered a voting member, and each voting member has a single vote in the decision-making process.

Section B: Board Term

A board term refers to the length of time that a board member is elected to serve as part of the governing board of the Florida CERT Association. The term defines the period during which a board member has the authority and responsibility to fulfill their duties as a part of the board.

Regional Representatives and Chair Positions: Regional Representatives and Chair Positions will serve a two-year term. To maintain continuity on the Board, the Directors will be divided into two groups: A Term (Even Years) and B Term (Odd Years). These groups will be elected in alternating years.

Executive Committee Election: Executive Committee members will serve a one-year term. The Executive Committee will be elected by the Board of Directors following the election conducted at the annual meeting.

Section C: Election of Board of Directors

Voting for the election of Regional Representatives and Chair Positions by members shall be by a ballot process. The ballot shall be designed to indicate the candidates and the board positions they are running for. This will facilitate the distribution of Directors as per Article VI, Board of Directors.

To be eligible as a candidate for the Board of Directors, a letter of support must be received from the candidate's sponsoring agency. (Sponsoring Agency: County, City, Fire, Law Enforcement, or emergency Management Agency) Additionally, the candidate must be an active member of the Florida CERT Association. The election of new or replacement Board Directors will proceed only after these requirements are met.

To maintain continuity on the Board, the Directors will be divided into two groups: A Term (Even Years) and B Term (Odd Years). These groups will be elected in alternating years.

- A Term Member: Serve for 2 years. Elections for A-term (Even Years) seats occur every other year.
- B Term Members: Also serve for 2 years. Elections for B-term (Odd Years) seats occur in alternating years.

Nomination Process: Nominations are collected for the specific term positions on the board. This may involve half or a designated portion of the total board seats.

Voting:

- Members of the organization cast their votes to elect candidates for the available term seats.
- The candidates who receive the most votes are elected and will serve on the board for a 2-year term.

Notification of Election Results: The voting results from the Annual Meeting are announced during

the meeting itself.

Transfer of Duties: If a newly elected candidate is not the incumbent, they are given 14 days to meet with the outgoing Board Member. During this period, the outgoing Board Member must hand over all materials related to their position. Together, they will follow the Florida C.E.R.T Association, INC. roles and responsibilities policy on position transition, which must be completed within 30 days of the position change. This process ensures a seamless transfer of responsibilities.

Following the Annual Meeting, the election process for the Executive Board follows a structured procedure:

- **Nomination:** Members are nominated for executive positions by the board of directors.
- **Voting:** Voting takes place, and results are announced during the meeting.
- **Election:** New members are elected, and the Executive Committee is formed based on the outcomes.
- **Executive Committee Election Process:** The Executive Committee will be elected by the Board of Directors following the election conducted at the annual meeting. The president will designate/appoint the parliamentary position.
- **Handling a Voted-Out Executive Committee Member:** Removal from Position: If an executive committee member is voted out of their position, they are typically removed from their current role.
- **Re-nomination:** The outgoing executive member may be eligible to be nominated for another position within the organization if nominated by a current board member.

In summary, when an executive member is voted out, they do not automatically transition into a new position. Instead, they may be re-nominated for a different role, or the vacancy is filled according to the organization's procedures.

Vacancy Filling of Board of Directors: If a position becomes vacant the board has the authority to vote in a candidate until the annual election.

Section D: By-laws Amendments

Amendments or changes to the by-laws may be proposed by the Executive Committee or any member of the Board of Directors.

To propose a bylaw revision via a member petition, at least ten percent (10%) of the Association's voting members present at the annual conference must support the proposed change.

All amendments recommended by the Board of Directors shall be presented to the membership at the annual conference for review and discussion. If a member wishes to petition for changes to the Board of Director amendments, they must submit their petition for consideration at the next annual

conference.

ARTICLE IX: OFFICERS

The Executive Committee will be comprised of the Officers of this Association and shall include the President, the Vice-President, the Secretary, the Treasurer, and the Parliamentarian.

Section A: Enumeration of Officers

All Executive Committee members must be an elected member of the Board of Directors.

The Executive Committee is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions as approved by the Board of Directors. They have also been given the authority to make purchases for the Association in emergency situations.

Section B: Compensation

Upon election, Directors accept the responsibility for covering out-of-pocket expenses. The Board generally does not offer stipends, salaries, reimbursements, or other types of remuneration. However, exceptions may be made if deemed necessary and appropriate by the Board for partial reimbursement of legitimate Board member expenses.

The Association shall follow the current state's guidelines for all travel reimbursement.

Section C: Board Member Acceptance and Confirmation

- 1) Roles and Responsibilities: All existing and new Board members are required to accept their roles and responsibilities, including but not limited to adherence to the meeting attendance policy and other expectations.
- 2) Expenses: Board members will acknowledge their understanding of expenses associated with their role, including both out-of-pocket expenses and any other financial implications.
- 3) By-laws Acknowledgment: Each Board member must provide online confirmation that they have:
 - a) Received a copy of the organization's by-laws.
 - b) Read and understand the by-laws.
 - c) Agreed to follow the by-laws.

This confirmation ensures that all Board members are aware of and committed to the governance framework and operational guidelines of the organization.

Section D: Special Appointments

The Board of Directors may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may determine.

Section E: Resignation and Removal

Officers may be removed by a majority vote of the Board of Directors. The Board may remove any

officer from the office with cause. Any officer may resign at any time by giving written notice to the Board, the President, or the Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

If a board of director has (3) three unexcused absences from meetings this shall be considered grounds for removal from the board. The President will send a letter of intent for removal via email. Once the letter has been sent the board of directors will vote after the 30 days has lapsed.

Section F: Voting on Removal of Directors

A vote of approval of fifty percent (50%) of the total board of directors' membership plus one (1) is required to remove any Director.

Section G: Appeal Process for Removal

For a board member to make an appeal to remain on the board, the request should be made to the Executive Committee within 30 days of the removal decision.

Section H: Vacancies

A vacancy in any office may be filled by appointment by the Board of Directors. The officer appointed to such vacancy shall serve for the unexpired term of the office he or she replaces.

ARTICLE X: COMMITTEES AND WORKING GROUPS

Committees, Sub-committees, or Working Groups will be appointed as needed by the Executive Committee. All discussions and outcomes must be electronically saved and provided to the Secretary for record retention. At the end of the project or assignment, the dissolution of the body will be finalized by a closing vote of the Executive Committee when deemed necessary.

ARTICLE XI: DUTIES OF ELECTED OFFICERS

The CERT Association shall have the power to rent, purchase or otherwise own or hold property, including beneficial interests therein, either solely or jointly with other organizations; to solicit and receive contributions; to assess and collect dues; to contract with governmental units, persons, firms or other organizations to procure or provide services or to perform functions by either contracting partly or jointly and to pay or receive money therefore; and to do all such other things as are incidental and proper or reasonable and desirable to carry into effect the purposes of the Association.

SECTION A: President

The President shall be the Chief Executive Officer of the Florida CERT Association, Inc. and shall have general and active control of its business and affairs. In conjunction with the Treasurer, he/she will have the authority to spend up to \$250.00 without prior approval of the Board. All expenditure receipts must be submitted to the Treasurer for record keeping with 72 hours of purchase.

All contracts more than \$250.00 must be approved by the majority of the board. Additional responsibilities include the following.

- Presiding at all meetings of the members.

- Executing all instruments and documents on behalf of the Association.
- Making recommendations for all committees.
- Is a member of the Executive Committee.

SECTION B: Vice-President

The Vice-President shall perform the duties of the President in the absence or incapacity of the President or when the office of the President becomes vacant and shall assist the President with his or her duties.

In conjunction with the Treasurer shall have the authority to spend up to \$250.00 without prior approval of the Board. All expenditure receipts must be submitted to the Treasurer for record keeping with 72 hours of purchase. The Vice President is a member of the Executive Committee.

SECTION C: Secretary

The Secretary shall have the following roles and responsibilities.

- Ensure the members are provided notice of all meetings.
- Is a member of the Executive Committee.
- Oversee the corporate seal and have authority to attest to all instruments and writings to which the same may be affixed.
- Ensure candidates for Officer positions are notified of their election to office.
- Take roll at all meetings, keep minutes at all meetings, keep the attendance records.
- Maintain the documentation for any excused absence (which is verified by the Executive Committee) of a Board member.
- Maintain an updated list of members of Florida CERT Association, Inc.
- Maintain files of printed materials and formal documents of the Association.
- Post all meeting notices on the website and email to the membership.
- Perform other duties as determined by the Board of Directors.

SECTION D: Treasurer

The Treasurer shall have the following roles and responsibilities.

- Authority to spend up to \$250.00 without prior approval of the Board.
- Is a member of the Executive Committee.
- Review and follow the financial policy and procedures manual created by the Audit Committee.
- Manage on time requirements for maintaining a 501(c)(3) within the State of Florida.
- Ensure the Solicitation for Contributions is filed annually with the Department of Consumer Services.
- Ensure all records and dues are current with Sunbiz or state Aquilian site.
- Deposit all funds of the Association in a timely manner in compliance with accepted accounting practices.
- Maintain all books of accounts relating to the business of Florida C.E.R.T. Association, Inc.
- Administer, update and report membership list and dues statuses to the Secretary.

- Pay all liabilities as approved by the Executive Committee or Board of Directors.
- Manages the Association's books; ensures their availability for inspection, when requested.
- Maintain the report for income and expenses, provide it to the Association Board of Directors on a quarterly basis and report balances at each regular meeting.
- Provide an annual summary report of the Association's financials for the previous year at each annual meeting.

SECTION E: Parliamentarian

The Parliamentarian shall have the following roles and responsibilities.

- Assists the President to manage meetings and advises on parliamentary procedure.
- Is a member of the Executive Committee.
- Chairs By-laws Committee to review association By-laws each year.
- Arranges nominating committees' first meeting, providing information on nomination and election process.
- Entitled to all rights and privileges of membership, including the right to make motions, engage in discussions and vote on items.
- Meet with the incoming president to identify ways to work together to make board and association meetings even more effective.
- At the first board meeting during the Annual Conference, inform members about where they can access the By-laws to review them.
- Provides education and training of the FLORIDA C.E.R.T. ASSOCIATION, INC for effective board meetings; provides information on parliamentary procedures.
- Function as a facilitator for by-laws, consultant to manage meetings and mentor for members on parliamentary procedure.
- Follows/references Robert's Rules of Order.

ARTICLE XII: ORGANIZATION YEAR

The Association's fiscal year shall begin on the first day of January and end on the last day of December.

The Association's annual year refers to the period between one annual conference and the next. It is typically defined as the time from the conclusion of one annual conference to the start of the next one.

This annual cycle is used for planning, reporting, and implementing changes, including:

Financial Reporting: Budget and financial reports are often prepared for this annual period.

Elections: Board elections and appointments are scheduled to align with the annual conference.

Amendments: By-laws amendments and other changes are discussed and voted on during the annual conference, affecting the upcoming annual year.

Membership Renewals: Membership statuses and renewals are often reviewed on an annual basis.

ARTICLE XII: DISSOLUTION

The Association may be dissolved at any time with the written consent of not less than two-thirds of the entire active membership. In the event of dissolution of the Association, whether voluntarily or involuntarily, or by operation of the law, none of the property of the Association nor any proceeds thereof, or any assets of the Association shall be distributed to any members of the Association.

After payment of the Association, the Board of Directors shall distribute its property and assets for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the 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 so disposed shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII: DOCUMENTATION OF BYLAW ACTIVITY

ACTION	DATE
Developed by the initial Board of Directors	2003
Adopted by the Membership	1-17-2004
Revised by the Board of Directors	1-8-2005
Adopted by the Membership	3-10-2007
Revised by the Board of Directors on 03-02-2008.	3-2-2008
Revised by the Board of Directors (from the recommendations from the By-laws Committee and legal review from the state)	12-17-2009
Adopted by the Membership	3-11-2010.8-26-17
Revised by the Board of Directors	08-12-2017
Adopted by the Membership	08-26-2017
Revised by the Board of Directors (from the recommendations from the By-laws Committee) on 8-1-2022 Adopted by the Membership on 9-22 -2022.	8-1-2022 / 9-22-2022
Revision conducted by a Board requested Sub-Committee	