



**BY-LAWS
OF
SISTER SEASON FUND INC.**

ARTICLE ONE – ORGANIZATION

1. The name of this organization shall be SISTER SEASON FUND INC.
2. The organization shall have a seal which shall
Be in the following form
3. The organization may at its pleasure by vote of membership body change its name.

ARTICLE TWO – PURPOSES

The following are the purposes for which this organization has been organized:

First and foremost this organization is organized to meet the standards set forth as a tax exempt organization as described under IRC Section 501 (c)(3) as well as a charitable organization as to be in accordance with IRC Section 170.

The sole purpose of this organization is to raise and distribute funds for those who live and or work in the postal zip code of 33040 in the county of Monroe, city of Key West and outlying areas that are covered by the zip code in the state of Florida, and who are employed in **a tourist related industry or those who have demonstrated active commitment of their time and talent in support of those employed in the tourist related industry,*** find themselves in extreme financial distress **through no fault of their own** as to be facing the real probability of being homeless due to **temporary loss of work and** not having the capital reserves available to cover **basic expenses**, such as rent, utilities, a percentage of the cell phone bill, and other required **expenses**. **Temporary loss of work must be** due to injury, illness or other **demonstrable** uncontrollable circumstance, i.e. hurricane, tornado, or other reason for loss of employment other than **quitting; being laid off** or terminated for just cause; or being unemployed or **underemployed**.-**Sister Season Fund, Inc.**-is not established to assist in what could be considered Chronic or long-term health or disability problems but may assist upon the onset of such problems.

* Expansion of covered parties and limitation of benefits approved by board September 6, 2008

No benefit from this fund will ever be paid directly to a qualifying individual it will instead be paid directly to either the landlord or landlords' agent, the utility company or other third party requiring payment for some type of liability. Proof of said liability is required, such as notice of eviction from residence, notice of disconnect for non-payment from utility, etc. Collection notice for unpaid medical bills if the fund has the reserves to pay and no other form of assistance is available to make payment.

All decisions of what to pay shall be at the discretion of the board and an application to the fund does not mean that payment of said items will be paid until such time as the board has voted to approve the application and the fund does indeed have the monies available to make such payments. There shall never be any legal right or obligation to any party for receipt of any funds for any reason. **All payments are strictly gratuitous and are awarded, and may be revoked, by approval of a simple majority of the board, hereinafter specified.** The board has decided that a dollar limit per year in assistance per applicant needed to be established and such limit shall be the greater of 10% of the prior year's monies raised or 10% of the current years monies raised whichever is higher.*

ARTICLE THREE – MEMBERSHIP

As this organization being an organization formed in accordance to IRC 501(c)(3) and as a charitable organization under section 170 of the IRC it thereby has no memberships.

ARTICLE FOUR – MEETINGS

The annual meeting of this organization shall be held on the 1st Monday of August each and every year except if such day is a legal holiday then in that event the Board of Directors shall fix the day but it shall not be more than two weeks from the date fixed by these by-laws. The secretary shall cause **a written notice** to be provided to every director and officer at his or her address **or email address** in the roll book of this organization a notice telling the time and place of such annual meeting.

Special meetings of this organization may be called by the President when he/she deems it for the best interest of the organization. Notices of such meeting shall be **provided in writing**, to all officers and directors as they appear in the roll book at least three days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom called.

At the request of three members of the Board of Directors or three officers of the organization the president shall cause a special meeting to be called but such request must be made in writing at least seven days before the requested scheduled date.

*1.Assistance limit added December 2010

*2. Time limit for prior board members to be eligible for assistance was revised November 30, 2007

For the purposes of notification, "in writing" or "written" in this Article are defined as US Post, Courier, Fax, Email, Hand Delivery or Text Message.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

ARTICLE FIVE – VOTING

At all meetings, except for the elections of officers and directors, all votes shall be via voice, except that for election of officers ballots shall be provided and there shall not appear any place on such ballot any mark or marking that might tend to indicate the person who cast such ballot. In the event the officers nominated are running unopposed a voice ballot is permissible.

At any regular or special meeting if a majority so required any question may be voted upon in the manner and style provided for election of officers and directors.

At all votes by ballot the chairman of such meeting shall immediately prior to the commencement of balloting appoint a committee of no less than two and no more than three who shall act as “Inspectors of Elections” and who shall at the conclusion of such balloting certify in writing to the chairperson the results and the certified copy shall be physically affixed in the minute book to the minutes of that meeting.

No inspector of election shall be a candidate for office or shall be personally interested in the questions voted upon.

ARTICLE SIX – ORDER OF BUSINESS

- 1- Roll call.
- 2 – Reading of the minutes of the preceding meeting.
- 3 - Reports of committees.
- 4 – Reports of officers.
- 5 – Old and unfinished business.
- 6 – New Business.
- 7 – Good and welfare.
- 8 – Adjournments.

ARTICLE SEVEN – BOARD OF DIRECTORS

The business of this organization shall be managed by A Board of Directors consisting of a minimum board member number at 7 and the maximum at 19* including officers. The directors to be chosen for the ensuing year shall be chosen at the annual meeting of this organization in the same manner and style as the officers of this organization they shall attend 7 out of 12 meetings a year unless notification is given and they shall serve for a term of one year term renewal each year with the exception of elected officers (Executive Committee) which are for two years.*2 If a director is filling a vacant seat, their term

ends at the next annual election. Any new Board of Directors, shall be on a 90 day probation period for the purpose of ensuring their purpose and the Foundations purpose as well.

The Board of Directors shall have the control and management of the affairs and business of this organization. Such Board of Directors shall only act in the name of the organization when it shall be regularly convened by its chairman after due notice to all the directors of such meeting.

Each director shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The president of the organization by virtue of the office shall be chairperson of the Board of Directors. The Board of Directors shall select from one of their number a secretary.

A director may be removed when sufficient cause exists for such removal. "Cause means (1) conviction of a Felony (2) fraud upon or theft from the organization (3) effrontery or aggressive behavior toward another board member, applicant or volunteer or (4) conduct which is materially detrimental to the purpose or spirit of the organization." The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules as it may in its discretion consider necessary for the best interests for the organization, for this hearing. At the General Board of directors the Sister Season Fund Board Members Pledge was ratified and adopted. *3

- * NUMBER OF BOARD MEMBERS WAS REVISED AS OF February 3 2008
- *2 CLARIFICATION OF BOARD MEMBERS AND TERMS OF OFFICE July 3, 2009
- *3 ADOPTION OF BOARD MEMBER PLEDGE July 3, 2009
- *4 CHANGE TO THE COMPOSITION OF THE BOARD WAS REVISED AS OF NOVEMBER 5,2011

ARTICLE EIGHT – OFFICERS

The officers of the organization shall be as follows:

President

Vice President

Secretary

Treasurer

The President shall preside at all meetings, by virtue of the office be chairperson of the Board of Directors, present at each annual meeting of the organization an annual report of the work of the organization, appoint all committees, temporary or permanent, see that all books, reports and certificates as required by law are properly kept or filed, be one of the officers who may sign the checks or drafts of the organization, and have such powers as may be reasonably construed as belonging to the chief executive of any organization. This is a two year term ending in even numbered years.

The Vice President, in the absence of the President, presides at all Board Meetings, public meetings, and events. Support the President in all tasks related to the operation and welfare of the organization. This is a two-year term ending in odd numbered years.

The Secretary shall keep the minutes and records of the organization in appropriate books. File any certificate required by any statute, federal or state, give and serve all notices to members of the organization, be the official custodian of the records and seal of the organization, be one of the officers required to sign checks or drafts of the organization, present to the membership any communication addressed to the secretary of the organization, submit to the Board of Directors any communications which shall be addressed to the secretary of the organization, attend to all correspondence of the organization and exercise all duties incident to the office of secretary. This is a two year term ending in odd numbered years.

The Treasurer shall have the care and custody of all monies belonging to the organization, be solely responsible for such monies or securities of the organization and be one of the officers **who shall** sign checks or drafts of the organization. No special fund may be set aside that shall make it necessary for the Treasurer to sign the checks issued upon it. This is a two year term ending in even years.

The Treasurer shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be affixed to the minutes of the Board of Directors of such meeting and shall exercise all duties incident to the office of the Treasurer.

No officer or director shall for reason of the office be entitled to receive any salary or compensation, but nothing herein shall be construed to prevent an officer or director for receiving any compensation from the organization for duties other than as a director or officer.

The signature of two (2) Officers are required to execute any check issued by the organization
Authorized signatures shall appear on a current signature card and held on file at the organizations bank of record.

The Executive Committee shall consist of the 4 elected officers of the organization, including President, Vice President, Treasurer and Secretary and Past President. Those holding the title of President Emeritus shall be invited to participate in the Executive Committee activities as a non-voting member.

The Executive Committee will have the responsibility of management of the affairs and business of this organization to the extent permitted by the Board of Directors. These responsibilities may include, but not limited to, the review of and recommendation for:

Budgets

Operations

BY –Laws

Policy and Procedures

The Executive Committee shall have the authority to approve and issue payment for expenditures up to and including the amount of \$500.00.

The Executive Committee shall schedule, and conduct meetings as requested by the Chair of the Committee or 2 other members the Committee by written notice of at least 24 hours. The president of the organization by virtue of the office shall be chairperson of the Executive Committee. The Executive Committee Members shall select from one of their number a secretary. Fifty-one percent of the Committee shall constitute a quorum.

ARTICLE NINE – SALARIES

The Board of Directors shall hire and fix the compensation of any and all employees which they in the discretion may determine to be necessary in the conduct of the business of the organization.

ARTICLE TEN- COMMITTEES

All committees of this organization shall be created by the Board of Directors and their term of office shall be for a period of one year or less if sooner terminated by the action of the Board of Directors.

The permanent committees shall be:

Fundraising committee 2-4 PPL

Events Coordination 2 PPL

Volunteer Committee 2 PPL

Social Media / PSA's 2 PPL

Grant Writing Committee 2 PPL

ARTICLE ELEVEN – DUES

As this is not a membership organization there will be no dues.

ARTICLE TWELVE – DISSOLUTION OF ORGANIZATION

If for any reason the Board of Directors decided to terminate the existence of this organization it must be done on a vote of no less than 75% of all board members and any and all funds held by the organization shall be turned over to some other 501 (c)(3) organization also operation under the IRC section 170. The disbursement of monies will be based on a vote of the board and may be to more than one organization.

ARTICLE THIRTEEN –AMENDMENTS

These By-Laws may be altered, amended, repealed, or added to with the exception of Article Twelve as well as the First Paragraph of Article Two, by an affirmative vote of not less than 60% of the members.

Draft 4/9/17 G. King, President Emeritus