

ARTICLES OF ASSOCIATION
OF THE
ESTATE PLANNING COUNCIL
OF
NORTHEAST FLORIDA
(October 1, 1954, as amended 1999)

I. NAME

The name of this association shall be the “Estate Planning Council of Northeast Florida (“the Council).”

II. OBJECT

The object of the Council shall be:

To provide a better understanding of the services which Chartered Life Underwriters, Chartered Financial Consultants, Certified Financial Planners, Certified Trust and Financial Advisors and/or trust officers, lawyers, and Certified Public Accountants can render to the general public.

To promote cooperation between each of the disciplines listed above and to foster a better understanding of the proper relationship which each discipline bears to the other and to the general public.

To use this understanding and cooperation to better serve clients. To promote the interests of its members and the general public.

III. MEMBERSHIP

The membership of this Council shall consist of all members in good standing and who practice in one of these four disciplines:

1. Certified Trust and Financial Advisors, officers of trust companies, and officers of bank trust departments
2. Chartered Life Underwriters, Chartered Financial Consultants, and Certified Financial Planners
3. Lawyers who are members in good standing of the Florida Bar
4. Certified Public Accountants qualified to practice in Florida

All members must be interested in and actively practicing estate planning or related subjects in Northeast Florida. A member in good standing is defined as a member who has paid the annual dues.

The charter members shall be those adopting and signing these Articles of Association on or before the first day of October, 1954. Subsequent members of any of said groups shall be elected by a majority vote of the Executive Committee after having submitted an application for membership to the Secretary.

The Executive Committee can grant membership to individuals who are candidates on track to qualify for certification under one of the membership disciplines ("Junior Membership"). Generally, Junior Membership shall not exceed three years.

Other persons whose business or profession is related to estate planning may become members by approval of the Executive Committee.

IV. EXECUTIVE COMMITTEE

All powers necessary for the government of the Council shall be vested in an Executive Committee composed of the officers, the immediate past President, and four other members, one to be elected by the full membership from each of the four disciplines comprising the Council.

At the annual meeting and at all other meetings for the election of members of the Executive Committee, four members shall be elected for a term of one year.

V. OFFICERS

The officers of the Council shall consist of a President, a Vice President, a Secretary, and a Treasurer, one of whom shall be elected from the membership of each of the four disciplines. The Vice President shall be chair of the Program Committee. The Secretary shall be chair of the Membership Committee. The officers shall hold office for one year or until their successors shall be chosen.

VI. QUORUMS

Any five members of the Executive Committee shall constitute a quorum for the transaction of business. The Executive Committee shall have the power to fill, for the unexpired term, any vacancy which may occur either in their own body or of any officer, by a concurrence of at least five members. One third of the members in good standing present at any regular meeting of the council shall constitute a quorum for the transaction of business.

VII. NOMINATIONS AND ELECTIONS

The President shall, fifteen days prior to the date of each annual meeting, appoint one member from each of the four disciplines as a Nominating Committee to submit a list of nominees for officers of the Council, and for members of the Executive Committee, to be voted upon at the annual meeting. Such Committee shall file the names of their nominees with the Secretary at least ten days before the date of the meeting. In addition, any nine members, by notice in writing filed with the Secretary at least five days before the date of the meeting, may nominate candidates for officers of the Council and for members of the Executive Committee. The

members shall be entitled to vote for any candidate named by either one of the above methods at such meeting. The candidate receiving the majority of votes of the members in good standing present shall be declared elected.

At the first meeting of the Council, the Executive Committee and the officers shall be elected by a majority vote of the members in good standing then present, and shall hold office until their successors are elected and qualified as hereinbefore provided.

VIII. ANNUAL MEETING

The annual meeting of the Council shall be held in the month of April or May of each year, at such time and place as may be selected by the President. The Secretary shall mail each member a notice of the meeting at least five days prior to the date thereof. Notification by means of electronic mail shall constitute adequate notice.

IX. EXECUTIVE COMMITTEE MEETING

Meetings of the Executive Committee may be called by the President at the President's discretion, or when requested so to do by three members of the Committee. It shall be the duty of the Executive Committee to establish rules of procedures and practices for its meetings, subject to the approval of or amendment by the Council.

X. COMMITTEES

The President of the Council and in the President's absence the Vice President shall, with the advice and consent of the Executive Committee, have the power to appoint committees on Programs, Membership, Ethics, Cooperation, Education, Legislation, and Publicity, and such other committees as the President 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 Executive Committee shall deem advisable. Each discipline shall have equal representation on all committees.

XI. MEETINGS

Meetings for the furtherance of the objectives of this association may be called by the Executive Committee at stated times, or from time to time at their discretion. The program of such meetings shall be arranged by the Executive Committee or the Program Committee. Any member may, in writing addressed to the Secretary, request the Executive Committee to bring up for discussion at any meeting, except the annual meeting, any matter in which such member may be interested.

XII. DUTIES OF OFFICERS

The President shall preside at all meetings of the Council and the Executive Committee, 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. The Treasurer shall deposit all funds of the Council in the name of the Council in a bank or trust company with an office located in Northeast Florida. All withdrawals of such funds shall be on checks or orders signed by the Treasurer or President or by credit card or electronic payment, as appropriate. 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 Executive Committee may require.

The Secretary shall keep a record of proceedings of all meetings of the Council and Executive Committee, and the Secretary shall be responsible for the mailing of notices of meetings and other communications to members. Notices and other communications may also be sent via electronic mail.

XIII. EXPENSES AND DUES

The expenses of the Council shall be provided for by annual dues for each member, payable in advance on or before the date of the first meeting in each year. The annual dues rate shall be determined by the Executive Committee. The dues of new members accepted subsequent to the first meeting shall be prorated on a basis determined by the Treasurer.

XIV. AMENDMENTS

These Articles of Association may be amended at any annual or special meeting of the Council by a vote of two-thirds of the members in good standing present; provided that notice setting forth the proposed amendment shall have been mailed or sent via electronic mail to all members at least five days prior to the date of such meeting, and provided further, that the Executive Committee shall have theretofore approved such amendment in writing. Notification by means of electronic mail shall constitute adequate notice.

IN WITNESS WHEREOF, these Articles of Association of the Estate Planning Council of Northeast Florida, Jacksonville, Florida, were approved by the Executive Committee on January 25, 2011 and then by a vote of at least two-thirds of the members at a special meeting on March 15, 2011.

Elizabeth Riker Williams, Secretary