

Jacksonville Jazz Society, Inc. Bylaws

ARTICLE I

Section 1. The organization will be known as the Jacksonville Jazz Society, Inc. The Jacksonville Jazz Society, Inc. designates the city of Jacksonville, Florida for operational and organizational activities to include all surrounding areas (Duval, St. Johns, Clay, Baker, Flagler, Nassau, and Putnam).

Section 2. Purpose

The Jacksonville Jazz Society, Inc. is an organization comprised of professional jazz musicians, scholars, media professionals, club performers and jazz enthusiasts that want to 'keep jazz alive' across the region. The organization is dedicated to the preservation of jazz history in the Jacksonville area. The mission is to 'keep jazz alive' through education, the promotion of local artists, jazz events and mentoring young musicians in high school and college.

ARTICLE II

Section 1. Corporation

The Jacksonville Jazz Society, Inc. is incorporated under the State of Florida (Chapter 617, F.A.C.) and is recognized as a not-for-profit organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code of 1954, as amended. The provisions of these Bylaws are supplementary to the provisions of the Articles of Incorporation, as implemented on March 6, 2013.

ARTICLE III

Section 1. Membership

a. Eligibility

Membership is open to jazz enthusiasts that want to 'keep jazz alive'. Members are dedicated to the preservation of jazz history through education, the promotion of local artists, jazz events and mentoring young musicians in Jacksonville, Florida, and the region.

b. Member Rights

Membership is granted after the completion of a membership application and receipt of current annual dues. A media release consent form must be included in the application to either decline or give permission to exhibit, distribute, publish, print the members' likeness. The permission either declines or allows the use of a members' photographs that may be displayed on the internet for the purpose of publicizing events and programs. All members whose participation meets the requirements set forth in these Bylaws, may speak, make motions and vote. All motions brought to the body at monthly meetings and seconded by the committee should be voted on at the time it is presented and ONLY tabled IF more information is needed to make the vote.

c. Responsibility

Only members that have been in good standing and have actively served on a committee for one (1) year, at the time of elections, may be elected and/or retain office. Any member in good standing may serve on a committee or be appointed as a Committee Chair.

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Section 2. Termination of Club Membership

Membership termination occurs when the member gives notice, becomes inactive or annual dues lapse. Membership shall be deemed to have lapsed if a member has not paid the prescribed membership fees on or before the date, they become due and payable, provided that the member has received a membership renewal notice not less than one (1) month prior to the membership expiry date.

Section 3. General Membership

Individual, Musician, and Jazz Students are the only current member categories.

Section 4. Annual Dues and Fee Structure

- a. **Annual Dues.** The fiscal year shall run from January 1st to December 31st. The fee structure and changes to annual dues may occur by a majority vote at the general membership meeting in October for the next fiscal year.
- b. **Membership Term.**
 1. Existing members renewal dues is January 1st – March 31st, BUT new membership is anytime of the year. The fee is due at time of application.
 2. Members who fail to renew by March 31st shall be considered inactive until dues are paid.
- c. **New Member Criteria.** A new member is defined as any individual who has NEVER, PREVIOUSLY been a paid, active member of the Jacksonville Jazz Society.
- d. **New Members Joining during the Membership Drive (October-December).**
 1. Any new member who joins on or after October 1st shall have their dues applied to the remainder of the current year and the full membership year immediately following.
 2. Such members shall enjoy all rights and privileges of membership immediately upon payment of dues.

ARTICLE IV

Section 1. Officers

Organization - The officers shall consist of the Founder, President, Vice President, Secretary, Corresponding Secretary and Treasurer.

Section 2. Eligibility

Members of the Jacksonville Jazz Society, Inc. are eligible to run for office after one (1) year as a member in good standing, at the time of elections.

Section 3. Term of Office

Officers shall serve a term of two (2) years.

Section 4. Removal from Office

An Officer may be removed by a majority vote of the Board of Directors. This may be done at any regularly scheduled or special meeting.

Section 5. Resignation from Office

Officers may resign at any time by providing written notice to the President.

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Section 6. Vacancy

Vacancies shall be filled by a majority vote of the remaining members of the Board for the unexpired term. A Director elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor in office and shall serve until his/her successor is elected and qualified.

Section 7. Authority and Duties of Officers

The authority and duties of the Officers of the Jacksonville Jazz Society, Inc. shall be as follows:

Founder "Emeritus":

Plays a crucial role in securing funding, attracting volunteers, and building partnerships necessary for the society's operations.

President:

- a) Shall be the executive officer and shall preside at all meetings.
- b) Ensures the business and affairs of the Jacksonville Jazz Society, Inc. are conducted properly.
- c) Plays a major role in resource development.
- d) Represents the organization both inside and outside the community.
- e) The President or Board designee shall sign all legal documents.

Vice President:

- a) Provides support to the President.
- b) Plays a major role in resource development.
- c) Represents the organization both inside and outside the community.
- d) Assumes presidential duties in his or her absence.

Secretary:

- a) Shall be responsible for keeping accurate records of all meetings.
- b) Ensures all notices are duly given in accordance with these Bylaws and state and federal laws.
- c) Maintains accurate official records of the Board of Directors.
- d) Shall have the authority to certify any records, or copies of records of the organization.
- e) Shall maintain the minutes of the Board of Directors, Committees and Organizational meetings.
- f) Ensures meeting minutes are sent to the membership within seven (7) days after the monthly membership meeting.
- g) In his/her absence, still responsible for typing up minutes and sending them to the membership as defined in (f) above.

Corresponding Secretary:

- a) Shall be responsible for managing JJS email account jacksonvillejazzsociety@gmail.com including responding to email inquiries, distributing meeting minutes and jazz events info to all members.
- b) Manage Gmail Contacts by making changes as needed to reflect current membership
- c) Schedule Zoom calls and send out Express Text messages as necessary to inform members of upcoming meetings, listening events, etc.
- d) Manage Express Text application making changes as needed to reflect current membership, crafting and scheduling text messages, etc.

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- c) Monitor Hostmonster application to ensure email inquiries to Committee's email accounts are being addressed and familiarize a new Chair of their email account.

Treasurer:

Responsible for the financial management of the organization by:

- a) Tracking and categorizing all financial transactions (i.e. receipts, deposits, donations, etc.).
- b) Disbursing the Society's funds consistent with the budget that is approved by the Board of Directors; to include all categories.
- c) Filing all financial reports required by local state or federal laws.
- d) Providing monthly, itemized financial reporting to the Board of Directors to include balance sheets, income statements, membership, and program schedules.

ARTICLE V

Section 1. Nominations and Elections

a. Overview

The Elections Committee is responsible for a transparent nominating and election process every two (2) years. The result is the election of the officers who serve as the Board of Directors for the Jacksonville Jazz Society, Inc.

b. General Responsibilities

The Elections Committee shall coordinate all nominations and voting process to be used to elect new officers. The goal is to ensure a timely and coordinated election process. This committee shall work independent of the Board of Directors.

c. Meeting Frequency

The Elections Committee is convened by the Board of Directors no later than the September general membership meeting in an election year. Subsequent meetings shall be called by the Committee Chair as needed to allow for an orderly election process. Meeting frequency is determined every two (2) years and related tasks required to ensure a successful election.

d. Responsibilities

The Elections Committee is responsible for managing the election process and ensuring that the candidates' membership fees are current. Nominations will commence at the September general meeting.

Section 2. Elections

- a. The Officers shall be elected at the October meeting in person, by proxy, or over a period of a week if electronic voting has been selected by a simple majority vote of members in good standing.
- b. Elections shall be via secret ballot, which may include electronic voting software.
- c. Successful candidates will experience a transition period from November thru December and then take office at the first meeting in January.
- d. The term of office shall be for a period of two (2) years.
- e. Officers may succeed themselves.

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ARTICLE VI

Section 1. Monthly Meeting

Occurs the second Saturday of each month at 11:30 a.m. in person or via the internet, or other electronic communication device.

Section 2. Special Meetings

Special meetings may be requested by the President or the Board of Directors. A special meeting of members is not required to be held at a geographic location. The meeting may be held by means of the internet, or other electronic communications. The meeting allows the members an opportunity to read or hear the proceedings. The members may take notes, submit questions, and make comments.

Section 3. Notice

Written notice of all meetings shall be provided under this section or as otherwise required by law. The notice shall state the place, date, hour and the purpose of the meeting. Such notice shall be sent electronically, by mail or via telephonic device.

Section 4. Place of Meeting

Meetings shall be held at the organization's principal place of business unless otherwise stated in the notice. Unless the Articles of Incorporation or Bylaws provide otherwise, the Board of Directors may permit any or all Directors to participate in all meetings or conduct meetings using any means of communication.

Section 5. Quorum.

- a. A majority of the Officers shall constitute a quorum at all meetings.
- b. In the absence of a quorum, a majority of the Officers may adjourn the meeting to another time without further notice.
- c. The Officers present at a meeting represented by a quorum may continue to transact business until adjournment, even if withdrawal of some of the Officer's results in representation of less than a quorum.

ARTICLE VII

Section 1. Board of Directors Composition

The number of directors of the Jacksonville Jazz Society Inc. shall not be less than three (3), per the provision in the Articles of Incorporation dated March 6, 2013. The number of Directors may be increased or decreased by an amendment of the Bylaws, but never less than three (3). The composition of the Board of Directors is the elected Officers of the Jacksonville Jazz Society, Inc.

- a. Founder "Emeritus"
- b. President
- c. Vice President
- d. Secretary
- e. Corresponding Secretary
- f. Treasurer

Others who attend the Board of Directors meetings shall include:

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- g. **Parliamentarian** - is an appointed position. The role of the Parliamentarian at meetings is to be a resource to the chair, to assist the chair in the conduct of the meeting. The Parliamentarian sits adjacent to the chair and unobtrusively gives the chair help, guidance, and support during the meeting. The chair can and should consult with the Parliamentarian when not certain on how to rule on a question or proceed in the circumstances.
- h. **Sergeant-At-Arms** - is an appointed position and serves at the pleasure of the board. The Sergeant-At-Arms has various duties, but is primarily responsible for organizing meetings, following protocols and keeping members in order.
 - 1. **Before Board Meetings:** The Sergeant At-Arms typically sets up the venue before the meeting starts and checks that everything is in order before other Board Members arrive. He/she may organize equipment and set up refreshments. If new members are attending their first meeting, the Sergeant At-Arms greets them and briefs them on protocol and procedures. He/she also welcomes any guests. The Sergeant administers sign-in documentation and ensures that the meeting starts on time.
 - 2. **During Board Meetings:** During meetings, the Sergeant keeps order. If other Board Members or meeting attendees are disruptive, the Sergeant may warn them and, in extreme cases, eject them from the meeting. The role may involve some administrative tasks such as collecting ballots, tallying votes and recording attendance. In addition to these duties, he/she must also meet his/her responsibilities to the general Board and Committee roles during meetings.
 - 3. **After Board Meetings:** The Sergeant typically oversees the cleanup process after meetings, either alone or with the help of members. He/she packs up equipment and materials and restores the room or hall to its original state after the meeting. The Sergeant is typically responsible for the safe storage of any equipment, supplies and property owned by the organization, inventorying them after each meeting and reordering supplies when needed.
- i. **Committee Chairperson OR his/her Designee** – Their job is to bring out the best in their team without ever losing sight of the common goal; generating quality work that, by truly combining everyone’s talents, transcends individual contributions.
 - 1. Shall represent the interests and concerns of their areas of expertise, as well as the Society as a whole.
 - 2. Shall advise and assist the Board of Directors concerning the operations of the Society.
 - 3. Shall ensure the actions taken by the Committee are aligned with the Society’s mission.
 - 4. Shall report the highlights and key decisions from their Committee meetings to the Board of Directors.

Section 2. Authority and Duties

- a. The organization will be managed by the Officers of the Jacksonville Jazz Society, Inc. also known as the Board of Directors.
- b. Article IV, Section 7 outlines the duties of the Officers’ functions.

Bylaws of Jacksonville Jazz Society, Inc.

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Section 3. Term of Office

The Directors shall be elected at an annual meeting. Each Director shall serve a term of two (2) years.

Section 4. Qualification

To be duly elected as Officers of the Jacksonville Jazz Society, Inc.:

- a. Must have a minimum membership of one (1) year in good standing.
- b. Must have actively served on a committee for at least one (1) year.
- c. Dual Board Service Prohibited. No Executive Board member or Committee Chairperson of the Jacksonville Jazz Society may simultaneously serve as an Executive Board member of any other jazz organization.
- d. Individuals may hold general membership in more than one jazz organization. An individual may serve as an Executive Board member of the Jacksonville Jazz Society, while holding "only" general membership (non-board role) in another jazz organization.

Section 5. Removal of Director

A Director may be removed by a majority vote of the Board of Directors.

Section 6. Resignation

Except as otherwise required by these bylaws, a Director may resign from the Board by giving notice in writing. Such a resignation will take effect at the time specified in the written notice.

Section 7. Vacancy

Vacancies shall be filled by a majority vote of the remaining members of the Board of Directors for an unexpired term. The Acting Director filling this position will do so until a qualified successor is elected.

Section 8. Regular Meetings

- a. The Board shall hold regular meetings but may meet more often as circumstances require. Standing Committee Chairpersons and other designated chairpersons shall attend Board of Directors meetings as invited to update the Board about scheduled events, activities, requested resources and deadlines
- b. Membership meetings should be held monthly, or when otherwise called by the Board of Directors.

Section 9. Special Meetings

- a. Special meetings may be called by the President.
- b. At least 48-hour notice shall be given (personal, written or telephoned). The business transacted at any special meeting shall be limited to that purpose for which the meeting was called.

Section 10. Informal Action

Unless restricted by the Articles of Incorporation or these Bylaws, any action required or permitted to be taken by the Board of Directors may be taken without a meeting *if* a majority of the Directors consent through accepted electronic means of communication. The resolutions and written

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consents of the Directors shall be filed with the minutes of the meeting of the Board. Such participation shall constitute presence in person at the meeting.

Section 11. Voting

Each Director and each Committee Chair shall have one (1) vote. Proxy voting shall be permitted.

Section 12. Absence

Each Board Member is responsible to communicate with the President in advance of the Board Meeting of their intent to attend or not. Other agreed upon means of communication can be utilized to confirm Board Members participation. Any Board Members absent without acceptable reasons, for three (3) consecutive meetings or fails to participate for any six (6) meetings, shall be deemed to have resigned due to non-participation. His/her position will be declared vacant.

Section 13. Quorum

- a. A majority of the officers shall constitute a quorum at all meetings.
- b. In the absence of a quorum, a majority of the officers may adjourn the meeting to another time without further notice.
- c. The officers present at a meeting represented by a quorum may continue to transact business until adjournment, even if withdrawal of some of the Officer's result in representation of less than a quorum.

Section 14. Board Transition

There shall be a transition period between the previous Board of Directors and the newly elected Board of Directors commencing November through December.

ARTICLE VIII

Section 1. Standing Committees

- a. Education, Community Outreach and Wayne Barlow Scholarship Selection Committee
- b. Sponsorship and Fundraising Committee
- c. Communication and Technology Committee
- d. Finance and Audit Committee
- e. Membership Committee
- f. Events Committee

Section 2. Committee Creation

- a. All committees - The Committee Chairs are approved by the Board of Directors and are subject to ratification by the Board. The Committee Chair may recruit and appoint its members as long as the members of the organization are in good standing.
- b. Standing Committees - The Board of Directors may create Standing Committees which must have a Chair and at least two (2) other members in good standing.
- c. Adhoc (Temporary Committee) - The President may create Adhoc Committees.

Section 3. Authority

The authority given to the Committee will be specified by the Board as set forth in the Bylaws under Committee responsibility. The responsibility of the Committee has subscribed goals. The Committee may adopt procedural rules as long as they are consistent with these Bylaws.

Bylaws of Jacksonville Jazz Society, Inc.

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Section 4. Reports

Each Committee Chair will provide minutes in a standard format. This will include scope of plans, request for resources and deadlines to the Board of Directors when needed or as requested.

Section 5. Standing Committee Responsibilities

a. Education, Community Outreach and Wayne Barlow Scholarship Selection Committee

1. Overview

The Wayne Barlow Scholarship Selection Committee (WBSSC) is responsible for establishing relationships and partnerships with individuals within our target audience for mentorship opportunities. The Committee will monitor and examine existing programs and facilitate discussions about new programs. The priorities of the education and community outreach programs supported by the Jacksonville Jazz Society Inc., are determined by the Board of Directors. This committee will ensure that the community is aware of this scholarship opportunity year-round. The WBSSC is an annual Adhoc Committee formed from the Education, Community Outreach Committee. The Chair or at least one (1) member of the WBSSC should meet the following criteria: a musician, music educator or someone who has studied music or has a musical background. The WBSSC will consist of no more than 3 to 5 members to include the chair. The Board of Directors will be notified of the number of scholarship applications submitted five (5) days after the scholarship application deadlines.

2. Meeting Frequency

Meeting frequency is determined by commitments the Jacksonville Jazz Society Inc., has scheduled. The Wayne Barlow Scholarship Selection Committee will convene annually. Meeting frequency will be determined by need as scholarship applications are processed or directed by the Board of Directors as deemed necessary to choose scholarship awardees. The Chair will post meeting day, time, and place and keep the Board of Directors apprised of their activity.

3. Essential Tasks of the Education, Community Outreach Committee

- a. Identify and create plans to fulfill relevant short and long-term goals from the annual plan.
- b. Create ways to strengthen relationships with target audiences.
- c. Review and analyze current outreach strategies and determine effectiveness and potential for continuation or enhancement.
- d. Provide input and create a framework for new programs.
- e. Monitor and examine progress toward program goals and objectives on a consistent basis.
- f. Evaluate and explore opportunities of potential partnerships to strengthen relationships and applicant experience.
- g. Develop a best practices toolkit to be provided to high school students and young musicians.
- h. Provide resources and feedback for potential programming revision.

4. Wayne Barlow Scholarship Selection Committee Roles and Responsibilities

- a. The Wayne Barlow Scholarship Selection Committee will review all scholarship applications according to the requirements set forth in the WBSSC application. For transparency of the process the committee will use a scoring tool, like a rubric, for all submitted applications.

Bylaws of Jacksonville Jazz Society, Inc.

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b. The committee chair will report the following to the Board of Directors five (5) days after the application deadline:

1. Number of applications submitted.
2. Application packages (they can be electronically sent).
3. Score of Applicants.
4. Recommended candidate(s) to receive the scholarship.
5. Advise the board if the scholarship application or process needs to be modified.
6. Assume such other functions as deemed necessary by the Board of Directors.
7. Note: Once the monetary award has been approved by the Board of Directors the Treasurer will advise both the Board of Directors and the Selection Committee Chair that the awarded funds have been disbursed. The committee chair will inform the awardee(s) that the money has been submitted to the school's Bursar.
8. Follow-up with the scholarship recipients to ensure they have received the award.
9. A completed Jacksonville Jazz Society student membership form should be submitted with the awardee application. Permission to use the awardees photo, music, and videos for use on the Jacksonville Jazz Society, Inc. website and social media are contained on a signed scholarship application.

b. Sponsorship Fundraising Committee

1. Overview

The Sponsorship Fundraising Committee is responsible for the implementation of an annual sponsorship and fundraising campaign in coordination with the scholarship program. Maintains relationships with existing sponsors while establishing new sponsors throughout the year. The Sponsorship Fundraising Committee will serve as an umbrella committee for the organization to collaborate with and monitor the annual fundraising programs and other designated committees based on a budget established by Board of Directors.

2. Responsibilities

The Committee runs the annual fundraising program based on a budget goal established by the Board of Directors at the annual planning session. The Sponsorship Committee establishes a financial goal by the number of sponsors and dollar amounts that are anticipated to be raised. This goal should increase yearly by a set percentage. This committee engages all Board members in this process by maintaining a target list of companies that have been vetted and then approved by the Board of Directors. In addition, the Committee tracks commitments, issues updated reports, assists with invoices, letters and other collateral material that are germane to sponsors of the Jacksonville Jazz Society, Inc.

3. Meeting Frequency

Meeting frequency is determined by commitments established by the Board of Directors. The overarching goal of the Sponsorship Fundraising Committee is comprised of supporting the following events to assist with developing an annual Jacksonville Jazz Society, Inc calendar:

- a. Annual Wayne Barlow Scholarship Fundraiser
- b. Listening Parties
- c. Black History Month Celebrations (February)
- d. Jazz Appreciation, Founders Celebration, and Member Appreciation Month (April)
- e. Game Nights

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- f. Virtual Concerts with local musicians
- g. Holiday Party (December)
- h. Membership drives at all events and one of them dedicated to Wayne Barlow's Birthday (October)
- i. Research (Potential Big Business Sponsors)

4. Role

- a. To report on all sponsorship and all fundraising matters related to the organization and to provide income that is agreed upon by the Board on an annual basis.
- b. To produce a monthly update and get feedback from the Board of Directors.
- c. To build and maintain long term relationships with sponsors in support of the Jacksonville Jazz Society, Inc.
- d. Create a target list and actual list of sponsors to market as above.
- e. Create marketing strategies for each year.
- f. Deliver information to market via website and social media and other communication channels.
- g. Liaison with all sponsorship businesses to ensure website information is correct.
- h. Ensure sponsors' logos are represented at every opportunity and presentation.
- i. Ensure sponsors are informed of all publications and provide feedback.
- j. Review all packages with sponsors post events to ensure client satisfaction.
- k. Attend events and promote sponsorship opportunities to everyone.
- l. Produce letters of agreement and send to all sponsors of all events.
- m. Produce invoices for the sponsorship and deliver to sponsors.
- n. Produce all necessary information to the finance officer.

c. Communications and Technology Committee

1. Overview

The Communications and Technology Committee is responsible for developing, updating and monitoring the communications policies. They will manage social networking accounts and make recommendations of new ways to communicate with members through alternative media. The Committee is also responsible for promoting a positive image of the Jacksonville Jazz Society, Inc. in social media outlets and for regularly updating and marketing information about the organization. They shall post current national information about world events in Jazz. The goal is to keep members and followers in tune with up-to-date information about fundraising activities, jazz music events and exposure, to scholarship opportunities, virtual jazz listening events and seminars all in coordination with the board.

2. Responsibilities

The Communications and Technology Committee organizes the monthly virtual events and they assist with the live jazz listening events by setting up all electronic equipment and ensures that all committees are properly recognized on social media platforms. This Committee engages all members and the Board members in this process by incorporating their collective interests in the type of information shared on social media.

3. Meeting Frequency

The Communications Committee shall meet once per month at a minimum and more frequently

Bylaws of Jacksonville Jazz Society, Inc.

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as goals and projects dictate.

4. Role

- a. Responsible for ensuring the publications of all written, spoken, and electronic interactions.
- b. Responsible for producing the entertainment and music for monthly listening events.

d. Finance Audit Committee

1. Overview

The Committee Chair of the Finance Committee is financially literate, experienced and forward thinking; works independent of the Treasurer to ensure the Committee is focused on risk management and financial oversight of the organization and its strategic direction. The Committee should consist of at least three (3) or more members in good standing.

2. Responsibilities

- a. Honest and ethical conduct, including the handling of actual or apparent conflict of interest.
- b. Financial Reporting-Oversight on financial reporting of internal accounting and disclosure.
- c. Risk Management-Full, accurate, timely and understandable disclosure of financial reports and preparation for tax returns for the organization.
- d. Audit function-Compliance with applicable state and federal rules and regulations.

3. Role

- a. Monthly financial review with Treasurer to assess cash requirements and/or concerns.
- b. Ensure practicality and reporting efficiency of receipt and disbursement sources from the organizations' bank account, PayPal account and Cash App or any other financial mechanism that the organization uses.
- c. Ensure all independent cash activity is reconciled and documented from the bank statement, PayPal, Cash App or any other financial mechanism that the organization uses.
- d. Review the monthly reconciliation of receipts, disbursements, and balances.
- e. Ensure monthly financial statements are reported in a proper accounting manner.
- f. Ensure the financial activities and procedures are evaluated, to determine that adequate internal controls are in place.
- g. Ensure the organization is in good financial health.
- h. Audit the organization's financial statements annually.
- i. Establish financial goals to determine operational efficiency.
- j. The Board of Directors and Committee Chairs, in coordination with the Treasurer shall utilize a process to include planned revenue, costs, and estimated profitability.
- k. Establish a review process to ensure budget criteria are met.

e. Membership Committee

1. Overview

The primary role of the Membership Committee is to advocate and act as a resource for the retention of existing members and is responsible for the annual re-enrolment of the Jacksonville Jazz Society, Inc., members. In addition, this committee shall conduct outreach efforts to attract new members. The Membership Committee will work closely with all committees and coordinate membership activities around events and programs that are planned annually.

Bylaws of Jacksonville Jazz Society, Inc.

Sorbi, Chris. "Sample Nonprofit Bylaws Template for 501c3 Organizations." *IRS Form 1023 Help – Nonprofit Application For 501(c)(3) Organizations*, Form 1023 Help, 31 Aug. 2012, form1023.org/Adopted 03/06/2013; Amended 02/17/2020; Revised 04/30/2021; Amended 01/17/2022; Amended 08/02/22; Revised 02/28/25; Amended 11/08/25.

2. Meeting Frequency

The Membership Committee shall meet once per month at a minimum and more frequently as goals and projects dictate.

3. Responsibilities

- a. The Membership Committee is responsible for outreach efforts designed to attract new members and to encourage existing members to renew their membership status.
- b. Participate in opportunities to attract new members and renew existing members.

f. Events Committee

1. Overview

The purpose of the Events Committee is to research, organize and/or host local and/or national Jazz related events throughout the year either in-person or via video conference platforms, to the members. The committee aims to promote and encourage the love of all types of Jazz music, one beat at a time while fellow shipping and sharing good vibes.

2. Meeting Frequency

The Events Committee shall meet every other month at a minimum and more frequently as goals and projects dictate.

3. Responsibilities

- a. Provide networking opportunities for the membership for jazz events that may be of interest to the organization.
- b. With concurrence of the Board of Directors, coordinate events and sets event fees for members and non-members.
- c. Works with the Board of Directors to arrange ticket pricing, distribution of relevant attendee materials, and any contractual requirements.

4. Role

The Events Committee is responsible for identifying local and national jazz events that may be of interest to the organization.

ARTICLE IX

Section 1. Parliamentary Authority

For all meetings, the rules contained in the current edition of *Robert's Rules of Order* shall be the parliamentary authority for all matters not specifically covered in these Bylaws and standing rules of the Jacksonville Jazz Society, Inc.

ARTICLE X

Section 1. Amendments

The Bylaws may be amended, altered, or repealed by the Board of Directors by a majority vote at any regular or special meeting. The text of the proposed change shall be distributed to all board members at least ten (10) days before the meeting on an abridged page known as the Amend Bylaws Page for Jacksonville Jazz Society Board of Directors.

Bylaws of Jacksonville Jazz Society, Inc.

Sorbi, Chris. "Sample Nonprofit Bylaws Template for 501(c)3 Organizations." *IRS Form 1023 Help – Nonprofit Application For 501(c)3 Organizations*, Form 1023 Help, 31 Aug. 2012, form1023.org/Adopted 03/06/2013; Amended 02/17/2020; Revised 04/30/2021; Amended 01/17/2022; Amended 08/02/22; Revised 02/28/25; Amended 11/08/25.

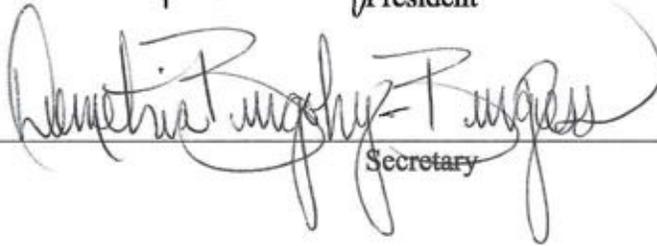
Certification

Tiphonie Mattis, President of the Jacksonville Jazz Society Inc., and Demetria Burgohy-Burgess, Secretary of the Jacksonville Jazz Society Inc., certify that the foregoing is a true and correct copy of the Bylaws of the above-named organization, duly adopted by the Board of Directors on November 8, 2025.

We certify that the foregoing is a true and correct copy of the Bylaws of the above-named organization, which was duly adopted by the initial Board of Directors on November 8, 2025.



President



Secretary

Bylaws of Jacksonville Jazz Society, Inc.

Sorbi, Chris. "Sample Nonprofit Bylaws Template for 501c3 Organizations." *IRS Form 1023 Help – Nonprofit Application For 501(c)(3) Organizations*, Form 1023 Help, 31 Aug. 2012, form1023.org/Adopted 03/06/2013; Amended 02/17/2020; Revised 04/30/2021; Amended 01/17/2022; Amended 08/02/22; Revised 02/28/25; Amended 11/08/25.