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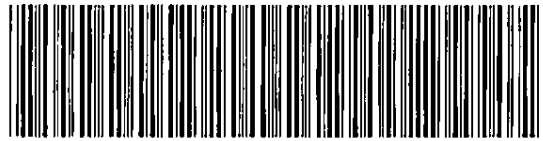
(Business Entity Name)

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## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** CITRUS COUNTY FIREFIGHTERS BENEVOLENT FUND, INC.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: CHARLES CLENDENNEY  
\_\_\_\_\_  
Name (Printed or typed)

P.O. BOX 39  
\_\_\_\_\_  
Address

LECANTO, FLORIDA 34460  
\_\_\_\_\_  
City, State & Zip

352-302-0553  
\_\_\_\_\_  
Daytime Telephone number

CURTCLENDENNEY@YAHOO.COM  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

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DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
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JAN 11 2006  
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

## ARTICLE I NAME

The name of the corporation shall be: CITRUS COUNTY FIREFIGHTERS BENEVOLENT FUND, INC

## ARTICLE II PRINCIPAL OFFICE

Principal street address:  
SEE ATTACHED AOI PAGE 1

Mailing address, if different is:  
SEE ATTACHED AOI PAGE 1

## ARTICLE III PURPOSE

The purpose for which the corporation is organized is: SEE ATTACHED AOI PAGES 2-3

## ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected and appointed: SEE BYLAWS PG 2

## ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: 1 Name and Title: SEE BYLAWS PAGES 4-5

Address: Address:

Name and Title: Name and Title:

Address: SEE BYLAWS PAGES 4-5 Address: SEE BYLAWS PAGES 4-5

Name and Title: Name and Title:

Address: SEE BYLAWS PAGES 4-5 Address: SEE BYLAWS PAGES 4-5

NOT RECORDED  
DIVISION OF REVENUE  
STAFF  
©

Name and Title: SEE BYLAWS PAGES 4-5 Name and Title: SEE BYLAWS PAGES 4-5  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
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Name and Title: SEE BYLAWS PAGES 4-5 Name and Title: SEE BYLAWS PAGES 4-5  
Address: \_\_\_\_\_ Address: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**ARTICLE VI REGISTERED AGENT**

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: CHARLES CLENDENNEY  
Address: 3300 S. JEAN AVENUE  
INVERNESS, FLORIDA 34450

**ARTICLE VII INCORPORATOR**

The **name and address** of the Incorporator is:

Name: CHARLES CLENDENNEY  
Address: 3300 S. JEAN AVENUE  
INVERNESS, FLORIDA 34450

**ARTICLE VIII EFFECTIVE DATE:**

NOVEMBER 26, 2024

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

CR Clendenny  
Required Signature of Registered Agent

11/26/24  
Date

*I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

CR Clendenny  
Required Signature of Incorporator

11/26/24  
Date

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TALLAHASSEE  
FLORIDA  
DEPARTMENT OF STATE

**ARTICLES OF INCORPORATION**  
**OF**  
**CITRUS COUNTY FIREFIGHTERS BENEVOLENT FUND, INC.**  
**A Florida "Not for Profit" Corporation**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation and acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

**NAME OF CORPERATION:** The name of the corporation is Citrus County Firefighters Benevolent Fund, Inc.

**PRINCIPAL OFFICE:** The principal office of the corporation is located at 4 Regina Blvd, Beverly Hills, Florida 34465

**MAILING ADDRESS:** The mailing address of the corporation is P.O. Box 39, Lecanto, Florida 34460

**RESISTERED AGENT:** Charles Clendenney, 3300 S. Jean Avenue, Inverness, Florida 34450

**DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualifications for members, if any and the manner of their admission shall be regulated by the bylaws.

**BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of directors shall be stated in the bylaws.

**INCORPORATORS:** The name and address of the incorporator is : Charles Clendenney, 3300 S. Jean Avenue, Inverness, Florida 34450

## CORPORATE PURPOSES:

This corporation is organized exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Specific purposes include:

1. To raise the awareness of the residents of the Citrus County, Florida, area regarding fire hazards and fire safety;
2. To provide recreational opportunities for children who are victims of catastrophic burns at no cost to the victims of their families;
3. To provide education opportunities for firefighters regarding fire prevention, suppression, and control and other matters which may promote the health and general welfare of firefighters.
4. To aid, support and assist by gifts, contributions, or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which ensures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.
5. To provide smoke detectors and other low-cost fire safety equipment to residents of the Citrus County Florida, area who might not otherwise be able to afford such equipment.
6. To do any and all lawful activities which may be necessary, useful or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind of nature such as corporations, firms, associations, trust, institutions, foundations, or governmental bureaus, departments of agencies.

7. To assist Firefighters or the families of firefighters in a time of need.
8. All of the forgoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c) (3) of the corresponding provision of any future United States Internal Revenue law.

### **501(c)(3) LIMITATIONS**

1. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.
2. **CORPORATE PURPOSES :** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth as **CORPORATE PURPOSES** hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code."
4. **DISSOLUTION:** Upon the dissolution of the corporation, assets shall be distributed 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 of 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

5. "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U.S. Internal Revenue service under provisions of the United States Code the following provisions apply:

- a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e) The Corporation will not make any taxable expenditure as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### INDEMNIFICATION:

Any person (and the heirs, executors and administrators of such persons) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or his heirs, executors or administrators) in connection with the defense of settlement of such action, suit or proceeding, or in conjunction in connection with any appearance, therein, except in relation to matters as to which it shall be adjudged in such action, suit or

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Charles Clendenney. acknowledges that he is familiar with the duties and responsibilities of a Registered Agent.— Charles Clendenney hereby accepts the duties and responsibilities and designation as Registered Agent for the Citrus County Firefighters Benevolent Fund, Inc.

Charles Clendenney - Registered Agent

This document was executed this 26<sup>TH</sup> day of NOVEMBER, 2024 by Charles Clendenney, Incorporator of the Citrus County Firefighters Benevolent Fund, Inc.

Charles Clendenney - Incorporator

**BYLAWS**  
**of**  
**Citrus County Firefighters Benevolent Fund, Inc.**  
**A Florida "Not for Profit" Corporation**

These bylaws constitute the code of rules adopted by the Citrus County Firefighters Benevolent Fund, Inc.

**MEMBERSHIP**

**Members:** Any individual that is a member in good standing with the Citrus County Professional Firefighters, IAFF Local 4562, as well as anyone that maintains an active retired status. Additional classifications of membership may be established by the Board of Directors and may consist of separate categories of membership, each with different rights and responsibilities.

**Rights of Members:** Each member of the Corporation shall be entitled to one vote on each matter submitted to a vote at a meeting of the members, except to the extent that the voting rights are limited or denied by the Articles of Incorporation. No member shall be entitled to any dividend of any part of the income of the Corporation or the share in the distribution of the corporate assets upon dissolution.

**How the Membership can legally Act:** The membership may act only at properly called meeting of the membership where a quorum is present. At such a meeting a vote of a majority of the members in attendance shall be an act of the membership.

**Special Membership Meetings:** Special meetings of the members may be called at any time by the president or by the Board of Directors, or on written request of one-fourth of the members who are entitled to vote.

**Notice of Special Meetings:** Notice of special meetings of the membership shall be made by e-mailing all the members. This email must give each member at least five days of advanced notice prior to the meeting. A notice will also be posted on the Union Bulletin Boards in all Stations.

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TALLAHASSEE, FLORIDA

**Quorum:** The attendance of ten members constitutes a quorum for the conducting of business at either an annual or a special meeting of the membership.

## **DIRECTORS**

**Definition of Board of Directors:** The Board of Directors is that group of persons vested with the management of the business and affairs of this Corporation subject to the law, the Articles of Incorporation, and these bylaws.

**Qualifications:** The Board of Directors of the corporation shall consist of those persons who serve as the elected officers of Citrus County Professional Firefighters - IAFF 4562.

**Number of Directors:** The Board of Directors will consist of five (5) directors: Chairman/President, two Vice-Presidents, Secretary and Treasurer which will coincide with the elections and terms associated with those positions within Citrus County Professional Firefighters, IAFF Local 4562.

**Time of Elections** - The election of Directors shall be held in accordance with the bylaws of the Citrus County Professional Firefighters, IAFF Local 4562.

**Eligibility for Position of Director** - Any member in good standing of Citrus County Professional Firefighters, IAFF Local 4562 shall be eligible to be a candidate for any Board of Director position in this Foundation.

**Method of Nomination and Election** – Nominations and elections of Directors shall be in accordance with the procedures called for in the bylaws of the Citrus County Professional Firefighters, IAFF Local 4562.

**Ballots Preserved** - The Ballots and all other records of the election of Local 4562 Officers / Directors shall be preserved by the Secretary for a period of one (1) year.

**Vacancies in Board of Directors** – Vacancies of Director positions shall be refilled via the nomination and election procedures outlined in the bylaws of the Citrus County Professional Firefighters, IAFF Local 4562.

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## MEETINGS

**Procedure of Board Meetings:** The rules contained in the handbook on Parliamentary Procedure ("Roberts Rules of Order") shall govern the meetings of the Board of Directors.

**Meetings:** Meetings of the Board of Directors may be called by:

- A. The board of Directors
- B. The president
- C. The secretary upon written request of three directors

**Notice of Board Meetings:** Notice of all board meetings shall be given to each board member no less than two (2) days nor more than ten (10) days prior to the meeting.

**Quorum:** A majority of the incumbent directors (not counting vacancies) shall constitute a quorum for the conduct of business. At board meetings where a quorum is present, a majority vote of the directors attending shall constitute an act of the board unless a greater number is required by the Articles of Incorporation or any provision of these bylaws.

**Self-Dealing:** No director shall use confidential information gained by reason of being a member of the Board of Directors for personal gain to the detriment of the Corporation. Any director who so abuses confidential information shall be removed from the board by a vote of the Board of Directors at a meeting wherein prior notice of the nature of the proposed removal has been given to each director.

## OFFICERS

**Roster of Officers:** The Corporation shall have a Chairperson/President, two Vice Presidents, Secretary, and a Treasurer.

**Chairperson/ President:** The Chairperson/President shall be the President of Citrus County Professional Firefighters, - IAFF Local 4562. The Chairperson/President shall preside at all board meetings and shall exercise parliamentary control in accordance with Roberts Rules of Order. The

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Chairperson/President will perform all duties incident to such office and such other duties as may be provided in these bylaws or as may be prescribed from time-to-time by the Board of Directors. The President shall preside at all board meetings and shall exercise parliamentary control in accordance with Roberts Rules of Order. The President shall also: (a) serve as an ex-officio member of all committees; (b) has the power to call regular or special meetings of the Board of Directors; and (c) shall have the power to sign all contracts and other obligations on behalf of the corporation. The President shall also serve as the manager of all employees of the corporation and may, by contract with the corporation, be entitled to receive reasonable remuneration and reimbursement of expenses for performance of such duties. The President shall be the Chairperson of the corporation. The Chairperson shall preside over the meetings of the Board of Directors and may establish committees of the Board to undertake activities on behalf of the corporation. The initial Chairperson/President shall be Nicholas Faso.

**Vice Presidents:** The Vice Presidents shall be the elected vice-presidents of the Citrus County Professional Firefighters, - IAFF Local 4562. The Vice Presidents shall act in place of the President in the event of the President's absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required by the board. The initial Vice-Presidents shall be Charles Clendenney and Austin Featherstone.

**Secretary:** The Secretary shall be a member of the elected Secretary of the Citrus County Professional Firefighters, - IAFF Local 4562. The Secretary will keep minutes of all meetings of the Board of Directors, will be the custodian of the corporate records, will give all notices as are required by law or these bylaws, and generally, will perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these bylaws. The initial Secretary shall be Gary Bonick.

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**Treasurer:** The Treasurer shall be the elected Treasurer of the Citrus County Professional Firefighters, - IAFF Local 4562. The Treasurer will have charge and custody of all funds of this corporation, will oversee and supervise the financial business of the Corporation, will render reports and accountings to the directors as required by the Board of Directors, and will perform in general all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these bylaws or which may be assigned from time-to-time by the Board of Directors. The initial Treasurer shall be Patrick Gaule.

**Selection of Other Officers:** Any other officers of the corporation created by the Board of Directors shall be appointed by the Board of Directors upon recommendations of the President.

**Removal of Officers:** Any officers elected or appointed to office may be removed by the Board of Directors whenever in their judgment the best interests of this Corporation will be served. Such removal, however, will be without prejudice to any contract rights of the officer so removed.

### **Informal Action**

**Waiver of Notice:** Whenever any notice whatever is required to be given under the provisions of the law, the Articles of Incorporation, or these bylaws, a waiver of such notice in writing signed by the person or persons entitled to notice, whether before or after the time stated in such waiver, will be deemed equivalent to the giving of such notice. Such waiver must, in the case of a special meeting of members, specify the general nature of the business to be transacted.

**Action by Consent:** Any action required by law or under the Articles of Incorporation or by these bylaws, or any action which otherwise may be taken at a meeting of either the members or the Board of Directors may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all of the persons entitled to vote with respect to the subject matter of such consent, or all directors in office, and filed with the secretary of the Corporation.

## COMMITTEES

**Appointment of Committees:** The Board of Directors may from time-to-time designate and appoint one or, more standing committees as it sees fit. Such committees shall have and exercise such prescribed authority as is designated by the Board of Directors.

**Executive Committee:** The four officers of the Corporation shall constitute the executive committee. The Chairperson shall act as chairperson of the executive committee.

## OPERATIONS

**Fiscal Year:** The fiscal year for this Corporation will be calendar year, January 1 through December 31.

**Inspection of Books and Records:** All books and records of this Corporation may be inspected by any director for any purpose at any reasonable time on written demand.

**Loans to Management:** This Corporation will make no loans to any of its directors or officers.

**Execution of Documents:** Except as otherwise provided by laws, checks, drafts, and orders for the payment of money of this Corporation shall be signed by at least two persons who have previously been designated by a Resolution of the Board of Directors. Contracts, promissory notes, leases, or other instruments executed in the name of and on behalf of the Corporation shall be signed by a person who has been authorized and directed to do so by the Board of Directors.

## AMENDMENTS

The Board of Directors may adopt Articles of Amendment (amending the Articles of Incorporation). Articles of Amendment must be adopted in accordance with

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Florida Law. The bylaws may be amended at any time by a vote of the majority of directors at a meeting where a quorum is present.

## **PUBLIC STATEMENTS**

Authority to make Statements- No person, except for the President or the Public Information Officer (if one Has been appointed by the Board of Directors) shall be authorized to make any public statements, whether written or oral, purporting to represent the official policy, position, or opinion of this Corporation, without first having obtained the approval of the Board of the Directors.

Limitation on Statement - Any person who is authorized to make any public statement, whether written or oral, purporting to represent the official policy, position, recommendation or opinion of the Corporation, shall first make it clear that he or she is representing the Corporation. Thereafter, throughout the entire presentation, he or she shall confine his/her presentation only to those matters which have been properly approved by the Corporation. He or she shall not at the same time present any statement purporting to represent any other firm, group, or organization or purporting to represent his or her own personal views.

## **INDEMNIFICATION**

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a director or officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance there in, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such director or officer (or such heirs, executors or administrators) may be entitled apart from this Article.



## **Distribution of Assets**

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

## **CONFLICT OF INTEREST POLICY**

### **Section I Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt organization (Citrus County Firefighters Benevolent Fund, Inc.) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Citrus County Firefighters Benevolent Fund, Inc. or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **Section II Definitions**

#### **1. Interested Person**

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

#### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

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- a. An ownership or investment interest in any entity with which the Citrus County Firefighters Benevolent Fund, Inc. has a transaction or arrangement.
- b. A compensation arrangement with the Citrus County Firefighters Benevolent Fund, Inc. or with any entity or individual with which the Citrus County Firefighters Benevolent Fund, Inc. has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Citrus County Firefighters Benevolent Fund, Inc. is negotiating a transaction or arrangement. Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

### **Section III Procedures**

#### **1. Duty to Disclose**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

#### **Determining Whether a Conflict of Interest Exists**

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

#### **3. Procedures for Addressing the Conflict of Interest**

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting.

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during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

b. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

c. After exercising due diligence, the governing board or committee shall determine whether the Citrus County Firefighters Benevolent Fund, Inc. can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Citrus County Firefighters Benevolent Fund, Inc.'s best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### **4. Violations of the Conflicts of Interest Policy**

a. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

#### **Section IV Records of Proceedings**

The minutes of the governing board and all committees with board delegated powers shall contain:

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a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

## **Section V Compensation**

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Citrus County Firefighters Benevolent Fund, Inc. for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Citrus County Firefighters Benevolent Fund, Inc. for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Citrus County Firefighters Benevolent Fund, Inc., either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## **Section VI Annual Statements**

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

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d. Understands the Citrus County Firefighters Benevolent Fund, Inc. is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

## **Section VII Periodic Reviews**

To ensure the Citrus County Firefighters Benevolent Fund, Inc. operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management Citrus County Firefighters Benevolent Fund, Inc. conform to the Citrus County Firefighters Benevolent Fund, Inc.'s written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

## **Section VIII Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Citrus County Firefighters Benevolent Fund, Inc. may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

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## CERTIFICATION

I hereby certify that these bylaws were adopted by the Board of the Citrus County Firefighters Benevolent Fund, Inc., at their meeting held on November 26, 2024:

President / Chairman Signed

President / Chairman Printed Name

Nicholas FASO

Vice-President Signed (1<sup>st</sup>)

CH. CARAVETTO

Vice-President Printed Name

CHRISTOPHER A. CARAVETTO

Vice-President Signed (2<sup>nd</sup>)

Jon Patrick Ehnis

Vice-President Printed Name

Jon Patrick Ehnis

Secretary Signed

GARY BONICK

Secretary Printed Name

GARY BONICK

Treasurer Signed

C R Clendernay III

Treasurer Printed Name

C R Clendernay III

FILED  
ON SECRETARY OF STATE  
NOV 27 2024