

JUNIOR LEAGUE OF MIAMI FOUNDATION, INC.
RULES

STANDING

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STANDING RULE I GENERAL PURPOSES

The general purpose of the Junior League of Miami Foundation, Inc. (“the Foundation”) is to support the purposes and projects of The Junior League of Miami, Incorporated (“JLM.”)

STANDING RULE II BOARD OF DIRECTORS

A. Duties

The duties of the Foundation Board of Directors (“Foundation Board”) are as follows:

1. To oversee the investment of the Foundation’s assets in a manner that reflects the Foundation Board’s fiduciary responsibility and that protects the purchasing power of the Foundation’s funds.
2. To increase assets of the Foundation through appropriate marketing and solicitations of annual and planned gifts as well as grants.
3. To determine annual distributions if any.
4. Class 2 and 3 Directors are expected to hold an office and/or sit on at least one committee.

B. Directors

(See Article IV – Section 3 of the Bylaws for a more detailed Class description of the Directors.)

The Foundation Board consists of 17 directors from three different classes of Directors:

1. Class 1 - (3 slots) The JLM President, the JLM President-Elect, and the Vice President of Finance or if this member should decline, the Vice President of Development of JLM
2. Class 2 - (6 slots) Sustainers of JLM

3. Class 3 - (6 slots) Sustainers or Actives of JLM

C. Nomination of Directors

1. The outgoing Class 3 Directors will serve as the Nominating Committee. The Committee will be led by the outgoing Foundation President or, if not available, the Foundation Secretary. If both the Foundation President and Secretary are continuing on the Foundation Board, the Foundation Board will appoint another Director from amongst the outgoing Directors to be Chair of the Nominating Committee.
2. One month before the fourth quarter meeting in May, the Nominating Committee will solicit each current Foundation Board member to submit nominations for each open Class 2 and Class 3 non-ex officio Director positions for the next fiscal year.
3. In preparing the single slate, the Nominating Committee shall consider the needs of the Foundation Board for the next three years, as well as the ability and willingness of the slated directors to fulfill the duties pursuant to the Bylaws and Policies.
4. The Nominating Committee will review the list of nominees and prepare a single slate for the Foundation Board to ratify or reject at the fourth quarter meeting in May.
5. Once the Foundation Board has elected a person for each open non-ex officio Director position, a representative from the Nominating Committee will contact each slated director to inform of the decision.
6. Each slated director shall agree to serve before the slate is presented to the Foundation Board at the fourth quarter meeting in May.
7. The election of the Class 2 and 3 non-ex officio Directors will be by majority vote of the Foundation Board at the Foundation's fourth quarter meeting in May of each year for the following fiscal year.

D. Nomination of Executive Officers

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1. The Nominating Committee will prepare a slate of Executive Officers (President, Vice President, Secretary, and Treasurer) to present to the Foundation Board to ratify or reject at the fourth quarter meeting in May of each year. The Foundation President, Vice President, Secretary, and Treasurer will be selected from among all continuing and incoming Foundation Board members excluding Class 1 Directors.
2. Prior to submitting the single slate to the Foundation Board, all incoming and continuing Foundation Directors will be encouraged to self-submit for Executive Officer positions.
3. Each slated officer shall agree to serve before the single slate is presented.

E. Discretionary Committees

1. Special purpose committees may be formed at the discretion of the Foundation Board.
2. The Foundation President will serve as a voting ex-officio member of each discretionary committee.

F. Past Presidents Council

There shall be a Council of Foundation Past Presidents to serve as advisors to the Foundation.

1. The Council will be made up of the Past Presidents of the Foundation Board.
2. The Council will serve in an advisory capacity as ex-officio members of the Foundation Board.
3. The Council will have no voting rights.
4. The Council will be added to the Foundation Board distribution list.
5. The Council members can volunteer to serve on any discretionary committee.

STANDING RULE III MEETINGS

A. Materials

1. All materials to be considered at any regularly scheduled meeting of the Foundation shall be sent out at least 3 but not more than 30 days prior to the meeting.
2. Documents such as minutes, financials, investment reports, document revisions and budgeting materials shall be included.

B. Dates

The Foundation will meet a minimum of four times per year. The fourth quarter meeting will be in May. Other meeting dates will be determined by the Foundation Board.

C. Secretarial Duties

1. The Foundation Secretary shall keep signed minutes of the proceedings of the Foundation Board and any other committees of the Foundation.
2. The Secretary will keep a record of names and addresses of the Foundation Board at the Foundation's registered or principal office.

STANDING RULE IV ETHICS

The purpose of this policy is to ensure that decisions about the Foundation's operations and the use or management of the Foundation's assets are made solely in terms of the benefits to the Foundation and are not influenced by any private profit or other personal benefit to individuals affiliated with the Foundation.

A. Conflict of Interest

The Foundation Board recognizes that any real or perceived conflict of interest could severely impair the charitable activities of the Foundation. It is therefore

the policy of the Foundation Board to avoid all conflicts of interest and appearances of conflict of interest.

For the purposes of this policy, an “Affiliated Individual” is defined as any individual who, by the nature of his or her position with the Foundation (whether as a Director, employee, committee member, or member of JLM) has or may reasonably be perceived to have the ability to influence decisions within the Foundation.

1. An Affiliated Individual will have a conflict of interest if such individual, on behalf of the Foundation, participates directly or indirectly in any decision making process relating to the acceptance of gifts, investments of funds or other business transactions with that individual, his or her immediate family or any entity in which the individual or any individual in his or her immediate family has any legal, equitable or fiduciary interest or position.
2. An Affiliated Individual who has a potential conflict of interest will disclose such interest to the President of the Foundation and will recuse herself from discussion and voting related to such issue, but will be counted for purpose of a quorum.
3. Each member of the Foundation Board will review and affirm the Foundation’s Conflict of Interest Policy at the first meeting of the fiscal year. The signed statements will be maintained by the Secretary.

B. Self-Dealing Clause

The intent of this policy is to permit the Foundation to buy from, sell to, or deal with firms, associations or corporations of which directors or Executive Officers of the Foundation or JLM may be members, directors or Executive Officers or in which they may have any monetary interest.

No transaction may have the effect of causing any part of the net earnings of the Foundation to inure to the benefit of, or be distributable to, any director or officer of the Foundation or any private individual.

Examples of transactions prohibited under this policy include:

1. The lending of any part of the Foundation’s funds without the receipt of adequate security and a reasonable rate of interest;

2. The payment of more than just compensation for personal services, even if the services are reasonable and necessary to carry out the exempt purposes of the Foundation;
3. The payment of more than just reimbursement of expenses reasonably and necessarily incurred in carrying out the exempt purposes of the Foundation;
4. The making of any part of the Foundation's services available on a preferential basis;
5. Purchases by the Foundation of any substantial securities, or any other property, for more than adequate consideration in money or monies' worth;
6. The sales of any substantial part of the Foundation's securities, or other property, for less than the adequate consideration in money or monies' worth;
7. The engaging in any transaction, which results in a substantial diversion of the Foundation's funds.

C. Whistleblower Policy

This policy is intended to encourage Foundation Board Members, all staff (paid as an employee or independent contractor and volunteers) and others to report suspected or actual occurrence(s) of illegal, unethical or inappropriate events (behaviors or practices) without retribution.

1. The person suspecting or knowing of an actual event (herein after referred to as the "Reporter") should promptly report such an event to a member of the Foundation Board or to the President of JLM.
2. The event may be reported with his/her identity or anonymously.
3. There shall be no retaliation or retribution for any report that was provided in good faith – that was not done primarily with malice to damage another or the Foundation.

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4. Should it be determined that a report was not done in good faith, the Reporter is subject to discipline, including termination from the Board or employee/independent contractor relationship, or other legal means to protect the reputation of the Foundation Board and staff.
5. Anyone who retaliates against the Reporter (who reported an event in good faith) will be subject to discipline, including termination from the Board or employee/independent contractor status.
6. Crimes against person or property should immediately be reported to appropriate law enforcement personnel.
7. The person who receives the report must promptly act to investigate and/or resolve the issue.
8. The Reporter shall receive a report within 15 business days of the initial report, regarding the investigation, disposition or resolution of the issue.
9. If the investigation of a report that was done in good faith and investigated by the Foundation's Board is not to the Reporter's satisfaction, then he/she has the right to report the event to the appropriate legal or investigative agency.
10. The identity of the Reporter, if known, shall remain confidential to those persons directly involved in applying this policy, unless the issue requires investigation by law enforcement, in which case Directors of the Foundation are subject to subpoena.

STANDING RULE V DONATIONS

A. Accepting Gifts

1. The Foundation accepts donations of cash and marketable securities.
2. The Foundation is not in a position to accept gifts of tangible or real property.
3. The Foundation's highest priority is to secure outright gifts. An outright gift refers to a contribution of cash in which the donor retains no

interest and which can be used currently by the Foundation. Donors who are able to make an outright gift will be encouraged to do so.

4. A donor may complete a gift in a single transaction or make a pledge to be paid over whatever period of time is mutually acceptable to the donor and the Foundation.
5. The Foundation is open to accepting restricted gifts provided the gift meets the charitable purposes of JLM and the Foundation and JLM is able to fulfill the restrictions.
6. The Foundation Board, however, in its sole discretion, may decline to accept any gift for any reason, including but not limited to a gift that is deemed inconsistent with the charitable purposes or programs of the JLM.

B. Donor Recognition—Donor Recognition Societies

1. 1926 Society created in 2005 and named after the year JLM was founded recognizes those persons who have contributed \$1,926 or more to the Foundation. The recognition levels within the 1926 Society are as follows:
 - Builder of the Future \$1,926 - \$4,999
 - Pillar of the Future \$5,000 - \$9,999
 - Designer of the Future \$10,000 - \$24,999
 - Architect of the Future \$25,000 - \$49,999
 - Developer of the Future \$50,000 and above
2. The Hope Society created in 2004 recognizes those persons who have named the Foundation in their will and/or other estate plans and who have notified the Foundation of their intentions.

C. All Gifts Acknowledgement

The Foundation Board through the President will issue a standard letter of acknowledgment with respect to each gift to the Foundation. The standard letter of acknowledgement must make reference to the gift's purposes and restrictions, if any.

D. Donations of Marketable Securities

1. Gifts of marketable securities will be accepted and turned over to the Foundation's investment advisor(s) for deposit into Foundation account.
2. Valuation of Gifts
 - a. When the Foundation receives and accepts stock, bonds, and other marketable securities, the gift will be valued, for purposes of internally reporting the donor's gift, according to IRS regulations for valuing the respective gift asset. The Foundation Treasurer will maintain current files pertaining to the valuation of different types of gifts and the determination of the gifts' valuation date.
 - b. For the donor's tax purposes, the Foundation will acknowledge the asset given with an appropriate description of the asset (i.e. number of shares and stock issue for gifts of stock, etc.).
 - c. The Foundation is not able to calculate the fair market value of noncash gifts. The Foundation will not provide information to the donor regarding the value at which a gift is being recorded. The donor will be directed to consult with his/her professional advisor to assure proper reporting for tax purposes.

E. Planned Giving Program

For detailed information about guidelines and description see Appendix A.

F. Assistance to JLM to Accept Security Donations

The Foundation may facilitate JLM to accept donations of securities. It may accept securities on behalf of JLM in the Foundation's investment account and issue a check to JLM for the value of the gift. JLM will be responsible for acknowledging the donor and for providing appropriate tax documentation.

STANDING RULE VI INVESTMENT POLICY

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It is the policy of the Foundation to monitor the investment of the Foundation's funds in a manner that recognizes the Foundation Board's fiduciary responsibilities under Florida Statute 518.11 of the Florida Investor Act (the "Act"). Discretion over the investment of the Foundation's funds will be delegated to outside Registered Investment Advisor(s).

A. Investment Objectives

Investments will be made with the following objectives in mind:

1. To maintain a diversified portfolio that allows for growth of the Foundation's funds. (See Acceptable Investments below.)
2. To ensure liquidity consistent with cash flow needs.
3. To protect the purchasing power of the Foundation's funds against deterioration caused by inflation.

B. Investment Duties

1. The Foundation Board is responsible for monitoring the performance of the outside Registered Investment Advisor(s) and the Foundation's investment portfolio and making recommendations regarding changes to the investment policies.
2. The Foundation will be responsible for insuring that we do not invest in any security that may jeopardize our 501(c)(3) tax-exempt status.
3. The Foundation Board is responsible for the selection of brokers, banking institutions, insurance companies (as they relate to planned gifts) external trustees and/or Registered Investment Advisors.
4. The Treasurer is responsible for preparing and presenting quarterly investment reports to the Foundation Board. The reports will include performance reviews of the assets managed by Registered Investment Advisor(s).

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5. The Registered Investment Advisor is responsible for the execution of investment transactions within policy guidelines as approved by the Foundation Board.
6. The Investment Policy will be reviewed annually by the Foundation Board.

C. Acceptable Investments

Investments for the Foundation are limited by the following: objectives, asset allocations and issue specifications.

1. The investment objective of this account is growth and income.
2. Consideration is given to increasing the level of income to offset the effects of inflation.
3. Moderate market volatility is expected.
4. The total return may not be sufficient to preserve the purchasing power of the assets and income during periods of high inflation.

D. Portfolio Allocation and Rebalancing

1. The marketable securities in the account shall be managed so that common stocks constitute no less than 40% and no more than 80% of the market value of the account; bonds constitute no less than 20% and no more than 50% of the value of the account; and cash equivalents may constitute no more than 20% of the account.
2. If the value of common stocks in the account exceeds the stated limit as a result of appreciation, a reasonable time shall be allowed for the sale and reinvestment of the excess common stock holding.
3. Similarly, a reasonable time shall be allowed to comply with the stated limits following additions to the account.
4. Cash equivalents are defined as having maturities of one year or less.

E. Investment Criteria

1. Only stocks, bonds and funds meeting the following criteria may be purchased in the account.
 - a. Obligations issued or guaranteed by the U.S. government, federal agencies and government sponsored corporations;
 - b. Obligations of domestic commercial banks and bank holding companies, including commercial paper, bankers' acceptances, certificates of deposit, time deposits, notes and bonds;
 - c. Obligations of domestic and foreign corporations, including commercial paper, notes and bonds, trust certificates, preferred and common stock and master limited partnerships¹;
 - d. Obligations of commercial banks, and corporations, and offshore branches of U.S. banks; and
 - e. Obligations of state and local governments located in the U.S.²
2. No more than 10% of the total market value of the account shall be invested in securities issued by a single issuer or group of affiliated issuers, other than obligations issued or guaranteed by the U.S. government, federal agencies or government-sponsored corporations.³
3. No more than 20% of the total market value of the account shall be invested in securities of issuers that have been in business for less than three years.
4. Performance statistics will be kept by the Registered Investment Advisor(s) for the following time periods: three months, one year, three years, and five years. The statistics will be reviewed annually. The Foundation Board will review the performance of any Registered

¹ Common stocks received in-kind may be held in the portfolio.

² Corporate, state or local government bonds must be rated A, or its equivalent, or better at the time of purchase.

³ One issuer is an affiliate of another issuer if either issuer has more than 50% ownership of the other.

Investment Advisor(s) at least annually, based on contractual performance standards.

5. The Foundation Board will perform an in-depth evaluation of current comparable products, services, fees, philosophies and performance every three to five years. In conjunction with this evaluation, the Foundation Board will solicit proposals from prospective Registered Investment Advisors as well as the current Advisor.
 - a. A minimum of three proposals from Registered Investment Advisor(s) will be reviewed at the Foundation's third quarter meeting.
 - b. The Foundation Board will make the final selection of the Registered Investment Advisor(s.)
 - c. Any contract entered into by the Foundation Board with the Registered Investment Advisor(s) will specifically state that the contract may be terminated within a 30-day notice.

F. Approved Investment Institutions

1. The Executive Officers of the Foundation Board will determine a list of qualified brokers, insurance companies, external trustees, Registered Investment Advisor(s,) and banking institutions approved to transact and hold in safekeeping investments on behalf of the Foundation.
2. In addition to these approved institutions, the Treasurer, with the approval of the Foundation Board, is authorized to open accounts of up to the insured limit with any federally insured bank, trust company, credit union or savings and loan.

STANDING RULE VII LOANS TO THE JLM

- A. The Foundation may loan funds to JLM upon receipt of a written request to the Foundation Board.
- B. A loan request may be voted on by the Foundation Board at a regularly scheduled or special meeting of the Foundation Board.

- C. The Foundation will charge interest on loans to JLM in conformity with IRS regulations, and at a rate not to exceed the prime rate charged on the date of the loan by the banking institution that serves on that date as the primary depository institution for the Foundation's funds.
- D. The loan must be documented in writing. Payment terms should require no less than annual payments of interest and principal.
- E. In determining the amount of the loan and the interest rate, the Foundation Board will need to consider its fiduciary duties to the Foundation's funds.

STANDING RULE VIII EXPENDITURES POLICY

- A. Foundation earnings of the unrestricted funds will first and foremost cover the administration and management costs directly attributable to the Foundation's operations.
- B. These expenses, which excludes investment fees and related investment costs, should not exceed 2% of the Foundation's net assets, based on the average net asset amount of the immediate twelve preceding quarters.

STANDING RULE IX FUND BALANCES AND DISTRIBUTIONS THEREOF

- A. The Foundation has three types of fund balances:
 - 1. Permanently Restricted *Ronni W. Bermont Endowment Fund for Community Projects*
 - 2. Designated Funds which are Temporarily Restricted
 - a. *Carolyn Browning Fund for Domestic Violence*
 - b. *Developer's Fund for Inn Transition South*
 - c. *JLM Project Surplus Fund*
 - d. *Donor Specified Requests*
 - e. *Undistributed earnings from the Ronni W. Bermont Endowment Fund*

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3. Unrestricted

- B. The funds should be separately accounted for but may be commingled for investment purposes.
- C. The Treasurer shall annually notify JLM's Vice President of Finance of the year-end amounts of each fund balance. Written notification should be made by September 1.
- D. Distributions will be made to JLM upon written request by JLM's Vice President of Finance and/or JLM's President according to the policies noted below. To allow for proper planning, to the extent possible, the submission should be made prior to the Foundation's third quarter meeting in March.
- E. Each fund requires its own distribution policy:

1. Permanently Restricted *Ronni W. Bermont Endowment Fund for Community Projects:*

The principal of the Ronni W. Bermont Endowment Fund is permanently restricted and may not be spent. The principal is defined as the donations received by JLM through September 2005, which was calculated to be \$345,000, and subsequent donations that have been specifically designated by the donor as a gift to the Ronni W. Bermont Endowment Fund. Earnings will be distributed as requested by JLM to fund JLM's community projects. Undistributed earnings will be considered temporarily restricted. (See Policy IX.E.2.e. below)

2. Designated Funds which are Temporarily Restricted

- a. *Carolyn Browning Fund for Domestic Violence* was donated to support JLM domestic violence programming. Distributions from the Carolyn Browning Fund will be made as requested by JLM and will not affect other distribution requests.
- b. *Developer's Fund for Inn Transition South* was donated to support JLM's Inn Transition South Project. Distributions from the Developer's Fund will be made as requested by JLM and will not affect other distribution requests.

- c. *Project Surplus Fund* will consist of any project money rolled over by JLM Board to the Temporarily Restricted Fund of the Foundation. Distributions from the Project Surplus Fund will be made as requested by JLM and will not affect other distribution requests.
 - d. *Donor Specified Requests* are donations provided to the Foundation by donors who wish to specify the intended use of their gifts. (See Standing Rule V). These funds will be available on request by JLM as long as JLM's use of the funds is consistent with the donor's request.
 - e. *Undistributed earnings from the Ronni W. Bermont Endowment Fund* are restricted for JLM's community projects as noted in Standing Rule IX. Distributions from this fund will be available annually at up to 10% of the balance of this fund upon request by JLM and will not affect other distribution requests.
3. Unrestricted Funds
- a. The Unrestricted Fund balance represents the balance of the funds. In order for the Foundation's unrestricted balance to grow, there will be no distributions to JLM (except as stipulated elsewhere) until the value of the Foundation's fund balance is at least \$1,000,000. As of March 31, 2012, the Foundation's fund balance exceeded \$1,000,000. The policy of the Foundation is to distribute annually 2% of the trailing 12 quarter (using calendar quarters) average of the Foundation's **total fund balance**, with the expectation that, over time, the total real return from investments will exceed the Foundation's pay-out rate, thus allowing for real growth of the Foundation's assets.
 - b. Once the fair market value of the Foundation's **unrestricted fund balance** reaches \$1,000,000, the distribution percentage will change to 3% of the trailing 12 quarter (using calendar quarters) average of the Foundation's unrestricted fund balance.
 - c. Once the fair market value of the Foundation's **unrestricted fund balance** reaches \$2,000,000, the distribution percentage will

change to 4% of the trailing 12 quarter (using calendar quarters) average of the Foundation's unrestricted fund balance.

- d. The Treasurer should notify JLM's Vice President of Finance of the available distribution under this section by end of February to assist in the budgeting process of JLM.
- e. The distribution should be made to JLM at the beginning of their fiscal year unless mutually agreed otherwise.
- f. Should JLM wish to defer the receipt of this distribution, JLM may submit a request in writing to have the funds re-contributed to the Foundation and held in a temporarily restricted fund until such time as JLM requests the distribution of these funds. The temporarily restricted account will be such as that noted in Policy IX.E.2.d. above.

F. Extraordinary Needs Distributions

1. It is contemplated that the JLM Board of Directors may require a distribution not currently allowed under the policies noted above. A "situation of extraordinary need" is defined as including any financial emergency or liability of JLM.
2. Should the JLM Board of Directors determine that there is, in fact, a situation of extraordinary need, a written request should be made to the Foundation Treasurer for a distribution under this Standing Rule (IX.F.) The Foundation Treasurer will then contact the Foundation President to call a special meeting according to the Foundation's Bylaws. The Foundation Treasurer will be responsible for consulting with the JLM Board of Directors.
3. In the case of a JLM situation of extraordinary need, the Foundation Board must approve the distribution by a vote of 80% of the Board then in office. To the extent any distribution reduces any of the temporarily restricted fund balances, and/or the Ronni W. Bermont Endowment Fund restricted fund balance, a request must be made to the donor (s) to the temporarily restricted funds or the namesake's family and/or representative(s) for the Ronni W. Bermont Endowment Fund. The Foundation could approve a distribution in any amount so long as it found that there is in fact a JLM situation of

extraordinary need and that the Foundation was properly exercising its fiduciary duties to the Foundation's funds.

STANDING RULE X ACCOUNTING POLICIES

- A. The books and accounts of the Foundation shall be kept in accordance with generally accepted accounting principles.
- B. Monthly financial statements will be reviewed by the Treasurer on a regular basis. Financial statements will be presented at each board meeting.
- C. The books shall be audited or reviewed annually in coordination with the JLM's audit/review. A copy of the auditor's report shall be provided upon request to any donors, prospective donors and Executive Officers and directors of both the Foundation and JLM.
- D. At the May meeting, the Treasurer will present a budget for the upcoming year to be ratified by the Foundation Board.
- E. All checks, drafts, or other orders for payment in the name of the Foundation will be signed by one of the Executive Officers of the Foundation unless such payment is in an amount of \$5,000 or more, in which case two Executive Officers' signatures will be required. The Foundation Board, however, may designate each year up to two other Directors as signatories for checks, drafts or other orders for payment in the name of the Foundation.
- F. Requests for payment will be approved by the Foundation President or Foundation Treasurer. Bids will not be required on items that are within budget. Three bids will be required for items over budget.
- G. Expenditures which will cause the Foundation to exceed its budget by no more than \$1,000 will be available upon unanimous approval by the Foundation Executive Board. Should the amount exceed \$1,000, the expenditure must be approved by a 2/3 vote of the Foundation Board.
- H. Contributions to the Foundation made with other payments to the JLM General Fund will be treated as receivables to the Foundation and settled on no less than on an annual basis.

- I. Review of Return of Organization Exempt from Income Tax, Form 990, will be completed annually and copies will be provided to the Executive Officers. At that time, the Treasurer will review the Form 990 with the Executive Officers. Any necessary changes will then be updated on the form. Once all necessary changes are made and the President is in agreement with the Treasurer on the finished Form 990, it will be signed by the President or Treasurer, dated and submitted by the filing deadline. A copy of the approved Form 990 will be provided upon request to any donors, prospective donors, and Executive Officers and directors of both the Foundation and JLM.

- J. Records shall be maintained at JLM's headquarters in accordance with the Document Retention Policy noted in the Appendix B.

STANDING RULE XI POLICY REVIEWS

The Foundation Board will review these policies every three years to determine what revisions or additions, if any, might be appropriate.

APPENDIX A PLANNED GIVING PROGRAM

The Foundation is authorized to encourage donors to make both outright and deferred gifts. The types of deferred gifts to be offered include bequests, charitable remainder trusts, charitable lead trusts, and such other gift arrangements as the Foundation Board may from time to time approve. All programs, solicitation plans, and activities shall be subject to the oversight of the Foundation Board.

The Foundation is permitted to accept gifts and contributions only as authorized in these policies. The following guidelines are established to assure that planned gifts accepted by the Foundation will be cost-effective and beneficial to all parties involved. Exceptions to these policies shall only be approved by the Foundation Board with a specific motion to do so.

- A. The policy of the Foundation is to inform, serve, guide, or otherwise assist donors whom wish to support the Foundation activities, but never under any circumstances to pressure or unduly persuade.

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- B. No gift will be accepted or program promoted which is not in the best interests of the donor or violates the Policies, Bylaws or Articles of Incorporation of the Foundation.
- C. The Foundation or its representatives shall not engage in offering legal or tax advice to donors or gift prospects. Information on giving arrangements shall be supplied, and donors and prospects shall be urged to contact their personal professional advisors.
- D. The Foundation should always seek to serve the charitable giving needs and objectives of its donors by encouraging contributions and volunteerism and properly recognizing the material and personal contributions of its donors.
- E. The Foundation should remain open and accessible to its donors, providing full communication of its activities, use of funds and policies and procedures.
- F. The President and persons designated by the President are authorized to negotiate planned gift agreements with prospective donors, following program guidelines approved by the Foundation Board.
- G. All planned giving documents requiring execution by the Foundation shall first be reviewed and approved as to form by the Foundation's legal counsel.
- H. The following planned gifts must be reviewed by the Foundation Board.
 - 1. Charitable Remainder Trusts
 - 2. Charitable Lead Trusts
- I. The Foundation will not serve as trustee for any trusts.
- J. The costs of administration of any charitable trusts shall be an expense of the respective trusts.
- K. The Planned Giving Program guidelines and Policy V (Donations) shall be reviewed as needed by the Treasurer and the Executive Officers at the Foundation's second quarter meeting, if necessary.

- L. Existing planned gift arrangements shall be reviewed at least annually by the Treasurer and a report submitted to the Foundation Board at the Foundation's first meeting.
- M. The Foundation or its representatives shall not engage in offering legal or tax advice to donors or gift prospects. Information on giving arrangements shall be supplied, and donors and prospect shall be urged to contact their personal professional advisors.
- N. Accepting Gifts

- 1. Charitable Remainder Trust

- a. Description

- The Charitable Remainder Trust is a separately administered trust established by the donor. It provides for payments to the donor and/or other named beneficiary(ies) either for life or a term of years (not exceeding 20 years), whereupon the remaining trust assets are distributed to one or more charities.

- 2. The Charitable Lead Trust

- a. Description

- A Charitable Lead Trust is a trust in which the income, or "lead" interest, is paid to the Foundation, and the "remainder" interest is given to one or more non-charitable beneficiaries, who could be either the donor or family members. The amount paid to the Foundation may be either a fixed sum (an "annuity trust" interest) or a percentage of the trust assets as valued each year (a "unitrust" interest).

- 3. Bequests

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a. Description

- i. A bequest is a testamentary gift (a gift received after death) generally received through a donor's will or other estate-planning document.
- ii. Bequests have historically been the most important kind of deferred gift, and they may contribute significantly to the fundraising revenue of the Foundation. The encouragement of bequests will be one of the highest priorities of the Foundation.

b. Guidelines

- i. Donors will be urged to obtain the advice of a professional advisor to create a bequest that is in their best interest. Donors will also be invited to provide a confidential copy of that section of their wills naming the Foundation.
- ii. During the probate of the estates containing a bequest to the Foundation and during the post-death administration of revocable trusts containing dispositive provisions benefiting the Foundation, the Foundation Treasurer and/or President, in consultation with the Foundation's legal counsel shall represent the Foundation in all dealings with the attorney and personal representative of the estate.

APPENDIX B DOCUMENT RETENTION POLICY

The following types of documents will be retained for the following periods of time. At least one copy of each document will be retained according to the following schedule.

- A. Corporate Records should be maintained permanently and include the following:

Articles of Incorporation

Application for Recognition of Exemption under Section 501(c) (3) of the Internal

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Revenue Code, IRS Form 1023
Letter of Determination from the Internal Revenue Service
Bylaws
Board Standing Rules
Board resolutions
Board meeting minutes
Employee identification number designation
Annual corporate filings with the Internal Revenue Service, Form 990

B. Financial Records should be maintained as noted below:

Audits/Reviews of Financial Statements-- Permanent
Financial statements, including the general ledger-- Permanent
Check registers/books-- 7 years
Business expenses documents-- 7 years
Bank deposit slips-- 7 years
Cancelled checks-- 7 years
Invoices-- 7 years
Investment records (deposits, earnings, withdrawals) -- 7 years

C. Insurance Records should be maintained for three years:

Property Insurance policy
Directors and Executive Officers Insurance policy

D. Donations Records should be maintained as noted below:

Grant dispersal contract-- Permanent
Donor lists-- Permanent
Grant applications-- 7 years
Donor acknowledgements-- 7 years

E. Document Protection

Documents (hardcopy, online or other media) will be stored in a protected environment for the duration of the Document Retention Schedule. Computer backup media will be included.

F. Document Destruction

Hardcopy of documents will be destroyed by shredding after they have been retained until the end of the Document Retention Schedule. Online copies will be destroyed by fire or other proven means to destroy such media after they have been retained until the end of the Document Retention Schedule.

G. Provision of Documentation for Investigations or Litigation

Documents requested and subpoenaed by legally authorized personnel will be provided within fifteen business days. The Foundation President and Treasurer will authorize provision. No documents will be concealed, altered or destroyed with the intent to obstruct the investigation or litigation.