

**CRANBERRY TOWNSHIP COMMUNITY CHEST  
BY-LAWS**

**ARTICLE I  
NAME**

The name of the organization shall be the “Cranberry Township Community Chest.” The organization may at its pleasure by a vote of the board of directors change its name.

**ARTICLE II  
PURPOSE**

The purpose of this organization shall be to unite into one organization all the civic and charitable activities working for the welfare and improvement of Cranberry Township to:

1. Create a “Sense of Community” by engaging residents and businesses to volunteer and become active in nonprofit and civic organizations.
2. Help promote and increase membership in nonprofit and civic organizations in Cranberry Township.
3. Support new community projects and services and create volunteer opportunities for our residents.
4. Raise funds pursuant to Article VII.
5. To continually grow the CTCC Legacy Endowment by investing ten percent (10%) of CTCC revenue each year at the conclusion of CTCC Community Days into the CTCC Legacy Fund with The Pittsburgh Foundation.

Civic and nonprofit causes shall not include causes that have as their primary purpose the promotion of a particular religious belief or doctrine, any cause that promotes a political ideology, party or candidate, any cause the funding of which would violate the laws governing the nonprofit status of the organization, or that would jeopardizes the non-profit status of the organization.

**ARTICLE III  
ORGANIZATION**

- Section 1. The Board of Directors will conduct the business of the Cranberry Township Community Chest as set forth in these by laws. It will be comprised of five (5) to eleven (11) members. The officers will be President, Vice-President, Secretary, and Treasurer. No officer can hold his office for more than three (3) consecutive years, except Secretary.
- Section 2. The Annual Meeting of the organization shall be held at the Cranberry Township Municipal Building at such a time and place as shall be determined by the Board of Directors.
- Section 3. Board Meetings shall be held on the third Wednesday of each month for at least ten (10) out of twelve (12) months of the year, or a special meeting may be called by the Board President or the majority of the board of directors at least one (1) week in advance.

Section 4. Special Meetings may be called by the President, or, in the absence or incapacity of the President, by the Vice President or by a majority of the board. One week notice must be given to all Board Members of any special meeting.

Section 5. Quorum and voting.

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, if requested, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

A majority of the Board must be present for a meeting. A simple majority of the Board Members present and voting at a properly announced Board meeting shall decide all matters of the organization. An agenda must be made available to all Board Members (5) workdays before a scheduled meeting. Electronic mail voting is allowed on any subject, as long as a copy of the electronic mail is provided to all Board Members and the electronic mail is read into the minutes at the regular meeting. A member voting by electronic mail is not considered present for purposes of a quorum.

#### ARTICLE IV BOARD OF DIRECTORS

Section 1. Duties/Responsibilities: It shall be the duty and responsibility of the Board of Directors to set policy for the organization which promotes the purpose set forth herein and which is in accordance with the laws governing the activities of non-profit organizations. The Board of Directors shall set criteria for agency applications for funding and shall make all final decisions with regard to the disbursement of funds. The Board shall provide any necessary direction to the Executive Committee and take any action necessary for the efficient operation of the Cranberry Township Community Chest.

Section 2. Number: Five (5) to Eleven (11) members shall constitute the Board of Directors. A new applicant for a Director position can be selected with a motion and second by any directors who feel that this person will be a contributor to the organization. The new member then will be interviewed by at least two interested directors except the member who made the motion. At the next meeting, a vote will be held to accept or reject the new applicant.

Section 3. Term: Directors shall serve terms of three years after which they can renew for another 3 year term by informing the Board and getting reappointed by a written vote of a majority of the Board of Directors. The upcoming vote must be on the agenda prior to the meeting and sent to all Board members 24 hours (or more) in advance of the meeting. A motion at the meeting may be made for a voice vote, instead of a written ballot. If every member agrees to a voice vote, then a voice vote may be made in lieu of a written ballot. If one or more members vote against a voice ballot, then the renewing board member will be asked to leave the room.

The current President, Vice President, Secretary or Treasurer (in that order) is to handle the distribution, discussions and counting of ballots at the November, December or January meeting. A board member can submit their vote in advance (written or email) if they cannot attend the meeting, but may not do so after the vote. A renewing board member may not cast a vote for their own election. Members serving one-half or more of an unexpired term will deem to have served a full term.

- Section 4. Township Liaison: The President of the Board shall request that the Township Manager or his designee attend the meetings of the Board of Directors to act as the liaison between the Township and the Cranberry Township Community Chest organization.
- Section 5. Other: No member of the Board of Directors will receive any salary for services. Any Board member missing more than four (4) meetings in one year (January to December) without a valid excuse will automatically be removed from the board.
- Section 6. Community Service and Financial Support: Directors shall contribute at least 50 hours of community service each year. Directors will also facilitate grants by making an annual financial contribution to CTCC.

#### ARTICLE V DUTIES OF OFFICERS

- Section 1. The President shall preside at the Annual Meeting and at all scheduled and special meetings of the organization. He/She shall issue the call for all such meetings. He/She shall appoint committees as provided in these by-laws and such other committees as the Board of Directors may authorize. He/She may serve as a member of all appointed committees. He/She shall be elected from the membership of the Board at the Annual Meeting and serve for one year or until his successor is elected.
- Section 2. The Vice President shall act for the President, at the President's request, or if necessary in the event of the President's illness, incapacity or absence. He/She shall preside at all meetings in the absence of the President. He/She shall be elected from the membership of the Board at the Annual Meeting and serve for one year or until his/her successor is elected.
- Section 3. The Secretary shall keep a written record of all meetings of the organization. He/She shall handle all correspondence referred to the organization. He/She shall be elected from the membership of the Board at the Annual Meeting and serve for one year or until his/her successor is elected.
- Section 4. The Treasurer shall receive, hold and, subject to the direction of the President and Board of Directors, disburse the current funds of the organization. He/She shall keep the accounts of the organization in suitable books and shall present an annual audited written report at the Annual Meeting. The Treasurer shall maintain bonding as required by the Board of Directors. He/She shall be elected

from the membership of the Board at the Annual Meeting and serve for one year or until his/her successor is elected.

## ARTICLE VI COMMITTEES

Section 1. Current and New Committees of this organization will be determined by a majority of the current board directors.

Section 2. The Permanent Committees shall be:

The Executive Committee shall be responsible for the day to day activities of the Cranberry Township Community Chest. Executive Committee members shall be the President, Vice President, Secretary and Treasurer.

The Volunteer Committee interfaces with the nonprofits/civic groups to determine how best our organization can help them.

The Community Days Committee will be in charge of planning community days with the Township and nonprofits/civic groups.

## ARTICLE VII APPLICATION/DISBURSEMENTS

Section 1. Agencies or organizations wishing to receive funds from the Cranberry Township Community Chest shall submit an "Application for Funding" (Exhibit 1). The Application will be reviewed at the next board meeting to determine if the application will be supported, denied or requires more information for a future determination.

Section 2. Disbursements will be made based on the financial condition of CTCC at the time of the application. The basis for distributions shall be as follows:

- a) Ideal distributions will be for new projects or services that benefit our Cranberry community
- b) Distribution is not intended for operational cost of a nonprofit.
- c) The amount requested is no more than 50% of the project cost.
- d) No amount more than 50% of CTCC "distribution reserves" can be awarded to any organization per grant request.
- e) Exception of distribution guidelines can be made if the current board is in full agreement to do so.

## ARTICLE VIII FISCAL YEAR

The fiscal year of the organization shall begin the 1<sup>st</sup> of January and close the 31<sup>st</sup> of December each year.

ARTICLE IX  
AUDIT

An audit conducted by a Certified Professional Accounting Firm of the Community Chest's financial records must be completed each year prior to December 31 of the succeeding year. The CPA or the CPA firm may not be a member of the Board of Directors.

ARTICLE X  
DISSOLUTION STATEMENT

Upon the dissolution of Cranberry Township Community Chest (CTCC), the Board of Directors or governing staff shall, after paying or making provision for the payment of all of the liabilities of the organization, dispose of all the assets of the organization in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors or governing staff shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation or organization is then located, exclusively for such purposes as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI  
ADOPTION AND AMENDMENT

These by-laws shall become effective upon adoption. They may be amended at any regularly scheduled or special meeting of the organization by a two-thirds majority or greater of the current Board of Directors in two consecutive meetings provided notice of amendment(s) shall have been given with the call for the meeting. In case of a special meeting, the notice shall have been given to all members at least seven (7) days before the meeting date.

ARTICLE XII  
RESIGNATION OF CURRENT BOARD OF DIRECTORS

The Board of Directors in place at the time these by laws are first adopted agrees to resign their respective positions effective upon the appointment of the new Board of Directors as set forth in Article IV, Section 2.

ARTICLE XIII  
CONFLICT OF INTEREST

Conflict of Interest: No member of an agency or organization who has an application for funds pending before the Cranberry Township Community Chest, or intends to apply for funds from the Cranberry Township Community Chest shall vote on any request submitted by a member organization, but shall abstain from the vote to avoid a conflict of interest.