

CONSTITUTION AND BY-LAWS SCHUYLKILL UNITED WAY

ARTICLE I

Section 1. The name of this organization shall be the

SCHUYLKILL UNITED WAY

ARTICLE II

OBJECTS

Section 2. The object of this organization shall be to develop cooperation among the health, welfare and character building agencies serving Schuylkill County, to coordinate in the effective planning of the social service programs and to facilitate the raising of funds for the furtherance of their work.

ARTICLE III

MEMBERS

Section 1. The members of this organization shall be individual, institutional and honorary.

Individual Members

Section 2. (a) Any resident of this community agreeing to give service through this organization, may upon the approval of the Board of Directors of this organization, can become an individual member.

(b) Each contributor to the Schuylkill United Way shall be a member of this organization.

Constitution Members

Section 3. Any Organization or agency, public or private, interested in the object of this organization, may upon the approval of the Board of Directors of this organization, become an institutional member.

Honorary Members

Section 4. The Board of Directors may elect one or more honorary members each year. The selection of such honorary members shall be made in recognition of outstanding and unselfish service to the public welfare. The nominations of such honorary members shall be made as provided in the By-laws of this organization.

ARTICLE IV

BOARD OF DIRECTORS

Section 1. (a) **COMPOSITION.** The Board of Directors shall consist of Thirty (30) members to be elected by the Board of Directors of the Organization.

(b) **TERM AND QUALIFICATION.** All Directors shall be elected for a term of three (3) years. The thirty (30) Directors shall be divided into three (3) classes of ten (10) each, with two (2) to be elected each year. A Director

who has served two consecutive terms shall not be eligible for re-election to the Board for one (1) year after the expiration of his or her second term, except in the case of a Director elected as Second vice-president. He or she shall be eligible for as many additional terms as needed to move to the post of President and to remain on the Board for one additional year as Immediate Past President.

(c) Any member of the Board of Directors who is absent for three (3) consecutive meetings without sufficient cause shall be notified by Certified Mail that he or she is being dropped from membership, and at the next regular meeting the Board may appoint a successor.

(d) QUORUM. TEN (10) members of the Board of Directors present at any meeting, regular or special, shall constitute a quorum.

Section 2. Each year the Nominating Committee shall nominate ten persons for election to the Board of Directors at the November meeting of the Board. Additional nominations may be made by the Board of Directors at that time or at the December meeting of the Board at which time the election of Directors shall be made.

DUTIES OF BOARD OF DIRECTORS

Section 3. (a) The Board of Directors shall manage the affairs of this organization between meetings of the members thereof.

(b) It shall adopt such by-laws for the government of this organization as may be consistent with this constitution and designed to carry out the objects of this organization.

(c) It shall appoint such committees as it may deem expedient for the carrying out of this objects of this organization.

(d) It shall control the distribution of funds collected.

(e) It shall employ such persons as it may deem necessary for the successful prosecution of this objects of this organization.

(f) It shall give at least once a year a full and complete report of its activities at a meeting of the members.

ARTICLE V

OFFICERS

Section 1. (a) The officers of this organization shall be a President, a First and a Second Vice-president, and a Treasurer, who shall be elected from among its members by the Board of Directors at its December meeting.

(b) In addition, thereto, the Board of Directors may elect and employ an Executive Director, who in that case shall serve as Secretary of the Board of Directors. If they do not so name an Executive Director, the Board of Directors shall elect a Secretary from among its members.

DUTIES OF OFFICERS

Section 1. (a) It shall be the duty of the President to preside at all meetings of the Board of Directors, to appoint all committees unless otherwise directed, and to call special meetings whenever he or she deems it necessary, or upon written request of five members of the board.

(b) The Vice-presidents in their order, shall perform the duties of the President in the event of his or her absence, resignation, or inability to perform his or her duties.

ARTICLE V
DUTIES OF OFFICERS (CONTINUED)

Section 1. (c) The Treasurer shall have charge of the funds of the organization and shall give bond with approved surety for the faithful performance of his or her duties, in such amounts as shall be fixed by the Board of Directors.

(d) The funds of the Schuylkill United Way shall be deposited in a bank selected by the Board of Directors in the name of the Schuylkill United Way.

(e) The Executive Director, or Secretary, shall keep the minutes and records of this organization, and of its Board of Directors and of its official committees and shall perform such other duties as the Board of Directors shall decide.

ARTICLE VI
CAMPAIGN COMMITTEE

Section 1. The campaign committee of this organization shall consist of the Campaign Chairperson, Assistant Campaign Chairperson and other such additional persons as named with the approval of the Board of Directors.

ARTICLE VII
CONSTITUTIONAL COMMITTEES

Executive Committee

Section 1. (a) The Executive Committee shall consist of the officers of the Board of Directors and such other members as the Board of Directors shall appoint from its own membership.

(b) The duties of the Executive Committee shall be to supervise and direct the general routine work and administration of the organization subject to the supervision and direction of the Board of Directors.

Budget Committee

Section 2. (a) The Budget Committee shall consist of an uneven number of members advisable by the Board of Directors, but not less than eleven, and shall be appointed by the President with the approval of the Board of Directors.

(b) The duties of the Budget Committee shall be to consider and decide all matters pertaining to the allowance, increases and reduction of budgets, including payments to the agencies in accordance with these budget allowances and all other matters incident thereto. All actions of the Budget Committee shall be subject to the final approval of the Board of Directors.

Agency Advisory Committee

Section 3. (a) Composition. The Agency Advisory Committee shall consist of the Executive and one lay representative of each agency supported by this organization.

(b) Duties. the Agency Advisory Committee shall advise this organization on matters of fund raising and distribution as well as inter-agency relations.

ARTICLE VIII

MEETINGS

Section 1. The members of this organization shall meet in the month of January each year at such time and place as the Board of Directors shall determine to receive reports and to transact any other business presented to it. Additional meetings of the members may be held on call of the Board of Directors.

Section 2. The Board of Directors shall meet annually in December for the purpose of electing officers and completing its organization, and in addition thereto: as often as may be provided in the by-laws.

ARTICLE IX

GENERAL PROVISIONS

DESIGNATIONS

Section 1. Any subscriber may designate the member agency or organization to which he desires his subscription to be created, but the Board of Directors shall determine whether his subscription shall be so credited in case the total designation shall exceed the budget allowance.

Budget Reports

Section 2. Each member agency participating in the combined campaign shall submit to the Board of Directors such information concerning finances, programs etc., and in such form as the Budget Committee may require.

Special Campaigns

Section 3. No member agency which participates in the annual United Way campaign shall conduct any public campaign or solicitation for financial assistance for ordinary routine purposes, nor any special campaign for special financial purposes, except with the consent first obtained by the Board of Directors of the Schuylkill United Way.

ARTICLE X

Amendment

Section 1. This Constitution may be amended as follows:

Any proposed amendment must be submitted in writing to the Board of Directors at a regularly scheduled meeting. A copy of said amendment shall be distributed to each board member at least ten days prior to the vote. Said amendment will be voted upon at the next regular scheduled meeting of the Board of Directors. For the amendment to be adopted, such proposed amendment, or any amendment germane thereto, requires a two-thirds vote of the members present but not less than ten.