

BYLAWS of the BETHLEHEM FESTIVAL FUND
(A charitable non-profit)

I. FOREWORD and PURPOSE: The Bethlehem Community Christmas Festival was instituted in 1942 for the purpose of celebrating Christmas on a community wide basis and with its influence extending throughout the year. The main feature of aid to specified categories of persons and organizations, determined at that time, had been continued until 1999 when the name was formally changed to the Bethlehem Festival Fund and there were changes in the organization and operation of the program.

The program consists of community activities throughout the year with particular emphasis on the welfare of children and needy families. These activities are made possible by gifts of money and materials by persons and organizations of the Community, and are carried out by volunteer services. While the management and operation of the Fund is conducted by lay volunteers of the Bethlehem community, full cooperation of the officials of the Bethlehem Township and the Bethlehem Central School District has always prevailed. This has been fully appreciated. This same cooperation, within the legislative limits in effect, is confidently solicited with continued appreciation for the future.

II. NAME: The organization shall operate under the name of 'Bethlehem Community Fund'.

III. AREA OF OPERATION: The local area for these activities is the Town of Bethlehem and other areas of the Bethlehem Central School District and such other adjacent areas as may be approved by the Executive Committee or the Board of Trustees.

IV. ORGANIZATION: The Fund will have a Board of Trustees, including the following officers: President, Vice- President, Secretary and Treasurer.

A) Board of Trustees - The Board of Trustees will be made up as follows with terms and duties as indicated:

1. The Board of Trustees shall be appointed at a special meeting for a term of three years. The number of Trustees shall not exceed twenty one (21) plus the elected officers. Members of the board shall be elected for a term of three years- one third of the members each year.
2. There is no limit to the number of times a Trustee may be re-elected.
3. The officers of the Fund shall be elected by the Trustees at a meeting to be held during February of each year to take office on February 28, for a period of one year with eligibility for re-election to the same office or election to another office for a term of one year. There is no limit on the number of times an officer may be reelected. They shall serve until successors are elected.
4. A Nominating Committee, chosen from the Board of Trustees and appointed by the President, shall, once a year, present a slate of nominees for officers and members of the Board of Trustees. Such officers and Board members shall be elected at the February meeting and take office on February 28.
5. Duties of Officers shall be those usually pertaining to the positions as indicated and such other duties as may be directed by the President in promoting the work of the organization.
6. Duties of Board of Trustees shall be to:
 - a. Be responsible for handling the money, paying all bills, maintaining liability insurance coverage, and developing other financial procedures and services as needed.
 - b. Provide for an annual audit of the account.
 - c. Prepare a list annually showing the names of persons making up the Board of Trustees together with the dates of their appointment or election, and expiration of appointment or

election.

B) Meetings- The annual meeting shall be held in February, when reports of officers and others will be received, officers elected, new trustees installed and necessary business cared for. Other meetings shall be held when needed as may be determined by the President or two other officers. Email voting is permitted according to the email voting policy and may be used by the Officers/Board of Trustees when an important issue must be discussed and decided upon prior to the next scheduled Board meeting.

C) The fiscal year shall coincide with the calendar year.

D) Working Committees.

a. Community Needs: Caring for emergency needs and providing health care for children throughout the area of operation, when such needs are not covered by other public service agencies. This service continues throughout the year. While the limited resources available do not permit wide service as a public relief agency, the Chairman of the Committee who shall be the Treasurer of the Bethlehem Community Fund, with the advice of school nurses, County health representatives, and other interested citizens determines the best manner for meeting requests for aid. In handling these activities, effort is made to be of optimum help in a manner that will not cause embarrassment to the recipients. The matters involved shall be treated confidentially.

b. Fund Raising Activities: Actively solicit community support and conduct fund raising events.

V. LIABILITY OF THE BOARD OF DIRECTORS

The members of the Board of Directors shall not be liable to the Corporation for any mistake of judgment, negligence, or other, except for their own individual willful misconduct or bad faith. The Corporation shall indemnify and hold harmless each of the members of the Board of Directors against all liability to others arising from their acts as, or by the Board of Directors. It is intended that the members of the Board of Directors shall have no personal liability with respect to any contract made by them within the scope of their authority on behalf of the Corporation.

Each person who is made or threatened to be made a party in any civil or criminal action or proceeding by reason of the fact that he, his testator or his intestate is or was a member of the Board or an officer of the Corporation or served any other entity in any capacity at the request of the Corporation shall be indemnified by the Corporation from and against amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, except as such indemnification may be proscribed by statute from time to time. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which such person may be entitled apart from this By-Law, whether by contract or otherwise

VI. NON DISCRIMINATION

The Corporation shall provide all services free of charge to youth regardless of race, creed, color, sex, disability, national origin or religion. Applicants for employment will not be discriminated against based on race, creed, color, sex, disability, national origin, religion or marital status.