



Department of the Treasury  
Internal Revenue Service  
Tax Exempt and Government Entities

AJ CULTURAL AND EDUCATIONAL FUND  
% ALAN STEWART  
PO BOX 2207  
LITHONIA GA 30058

Date:

April 8, 2019

Person to contact:

Name: Mrs. Brown

ID number: # 02-02975

Employer ID number:

84-1680205

Form 990 required:

Yes

Dear Sir or Madam:

We're responding to your request dated December 20, 2018, about your tax-exempt status.

We issued you a determination letter in September 2014, recognizing you as tax-exempt under Internal Revenue Code (IRC) Section 501(c)(3).

We also show you're not a private foundation as defined under IRC Section 509(a) because you're described in IRC Sections 509(a)(1) and 170(b)(1)(A)(vi).

Donors can deduct contributions they make to you as provided in IRC Section 170. You're also qualified to receive tax-deductible bequests, legacies, devises, transfers, or gifts under IRC Sections 2055, 2106, and 2522.

In the heading, we indicated whether you must file an annual information return. If you're required to file a return, you must file one of the following by the 15th day of the 5<sup>th</sup> month after the end of your annual accounting period.

- Form 990, Return of Organization Exempt From Income Tax
- Form 990-EZ, Short Form Return of Organization Exempt From Income Tax
- Form 990-N, Electronic Notice (e-Postcard) for Tax-Exempt Organizations Not Required to File Form 990 or Form 990EZ
- Form 990-PF, Return of Private Foundation or Section 4947(a)(1) Trust Treated as Private Foundation

According to IRC Section 6033(j), if you don't file a required annual information return or notice for 3 consecutive years, we'll revoke your tax-exempt status on the due date of the 3rd required return or notice.

You can get IRS forms or publications you need from our website at [www.irs.gov/forms-pubs](http://www.irs.gov/forms-pubs) or by calling 800-TAX-FORM (800-829-3676).

If you have questions, call 877-829-5500 between 8 a.m. and 5 p.m., local time, Monday through Friday (Alaska and Hawaii follow Pacific time).

**Letter 4168 (2-2018)**  
Catalog Number 66666G

Thank you for your cooperation.

Sincerely,

*Stephen A. Martin*

Stephen A. Martin  
Director, Exempt Organizations Rulings  
and Agreements



Department of the Treasury  
Internal Revenue Service  
Tax Exempt and Government Entities Division  
550 Main Street  
Cincinnati, OH 45202

Date:  
April 8, 2019  
Taxpayer ID number:  
84-1680205  
Person to contact:  
Name: Mrs. Brown  
ID number: # 02-02975  
Telephone: 877-829-5500  
Fax: 855-204-6184

AJ CULTURAL AND EDUCATIONAL FUND  
% ALAN STEWART  
PO BOX 2207  
LITHONIA GA 30058

Dear Sir or Madam:

The address on your submission does not match our records. We located the address above through research, but we can't update our records without written verification that this is your organization's current mailing address.

**What you need to do**

Complete, sign, and date the enclosed Form 8822-B, Change of Address or Responsible Party - Business.

Attach a copy of this letter to the front of your response and send the information within 60 calendar days from the date of this letter, using one of the following methods:

- Mail your reply to the address above; or
- Fax your reply to the fax number above.

Failure to use the above address or fax number could result in processing delays. **Don't** use the mailing address or fax number on any of the attached documents if it differs from the information above.

If you have any questions, you can call the number listed above.

Sincerely,

*Stephen A. Martin*

Stephen A. Martin  
Director, Exempt Organizations  
Rulings and Agreements

Enclosure:  
Form 8822-B

# Change of Address or Responsible Party — Business

▶ Please type or print.  
 ▶ See instructions on back. ▶ Do not attach this form to your return.  
 ▶ Go to [www.irs.gov/Form8822B](http://www.irs.gov/Form8822B) for the latest information.

**Before you begin:** If you are also changing your home address, use Form 8822 to report that change.

If you are a tax-exempt organization (see instructions), check here

Check **all** boxes this change affects:

- 1  Employment, excise, income, and other business returns (Forms 720, 940, 941, 990, 1041, 1065, 1120, etc.)
- 2  Employee plan returns (Forms 5500, 5500-EZ, etc.)
- 3  Business location

<b>4a Business name</b>	<b>4b Employer identification number</b>
-------------------------	------------------------------------------

**5 Old mailing address** (no., street, room or suite no., city or town, state, and ZIP code). If a P.O. box, see instructions. If foreign address, also complete spaces below, see instructions.

Foreign country name	Foreign province/county	Foreign postal code
----------------------	-------------------------	---------------------

**6 New mailing address** (no., street, room or suite no., city or town, state, and ZIP code). If a P.O. box, see instructions. If foreign address, also complete spaces below, see instructions.

Foreign country name	Foreign province/county	Foreign postal code
----------------------	-------------------------	---------------------

**7 New business location** (no., street, room or suite no., city or town, state, and ZIP code). If a foreign address, also complete spaces below, see instructions.

Foreign country name	Foreign province/county	Foreign postal code
----------------------	-------------------------	---------------------

**8 New responsible party's name**

**9 New responsible party's SSN, ITIN, or EIN**

**10 Signature**

Daytime telephone number of person to contact (optional) ▶ \_\_\_\_\_

**Sign Here**

▶ _____ Signature of owner, officer, or representative	_____ Date
▶ _____ Title	

## Where To File

Send this form to the address shown here that applies to you.

IF your old business address was in . . .	THEN use this address . . .
Connecticut, Delaware, District of Columbia, Florida, Georgia, Illinois, Indiana, Kentucky, Maine, Maryland, Massachusetts, Michigan, New Hampshire, New Jersey, New York, North Carolina, Ohio, Pennsylvania, Rhode Island, South Carolina, Tennessee, Vermont, Virginia, West Virginia, Wisconsin	Internal Revenue Service Cincinnati, OH 45999-0023
Alabama, Alaska, Arizona, Arkansas, California, Colorado, Hawaii, Idaho, Iowa, Kansas, Louisiana, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Mexico, North Dakota, Oklahoma, Oregon, South Dakota, Texas, Utah, Washington, Wyoming, any place outside the United States	Internal Revenue Service Ogden, UT 84201-0023



## Future Developments

Information about any future developments affecting Form 8822-B (such as legislation enacted after we release it) will be posted at [www.irs.gov/Form8822B](http://www.irs.gov/Form8822B).

## Purpose of Form

Use Form 8822-B to notify the Internal Revenue Service if you changed your business mailing address, your business location, or the identity of your responsible party. Also, any entities that change their address or identity of their responsible party must file Form 8822-B, whether or not they are engaged in a trade or business. If you are a representative signing for the taxpayer, attach to Form 8822-B a copy of your power of attorney. Generally, it takes 4 to 6 weeks to process your address or responsible party change.

**Changing both home and business addresses?** Use Form 8822 to change your home address.

## Tax-Exempt Organizations

Check the box if you are a tax-exempt organization. See Pub. 557, Tax-Exempt Status for Your Organization, for details.

## Addresses

Be sure to include any apartment, room, or suite number in the space provided.

## P.O. Box

Enter your box number instead of your street address only if your post office does not deliver mail to your street address.

## Foreign Address

Follow the country's practice for entering the postal code. Please do not abbreviate the country name.

## "In Care of" Address

If you receive your mail in care of a third party (such as an accountant or attorney), enter "C/O" followed by the third party's name and street address or P.O. box.

## Responsible Party

Any entity with an EIN is required to report a change in its "responsible party" on lines 8 and 9 within 60 days of the change. See Regulations section 301.6109-1(d)(2)(ii). See Form SS-4, Application for Employer Identification Number, and its instructions, for guidance about who can be a "responsible party" for line 8 and which identification number to enter for line 9.

## Signature

An officer, owner, general partner or LLC member manager, plan administrator, fiduciary, or an authorized representative must sign. An officer is the president, vice president, treasurer, chief accounting officer, etc.



*If you are a representative signing on behalf of the taxpayer, you must attach to Form 8822-B a copy of your power of attorney. To do this, you can use Form 2848. The Internal Revenue Service will not complete an address or responsible party change from an "unauthorized" third party.*

## Privacy Act and Paperwork Reduction Act Notice.

We ask for the information on this form to carry out the Internal Revenue laws of the United States. Our legal right to ask for information is Internal Revenue Code sections 6001 and 6011, which require you to file a statement with us for any tax for which you are liable. Section 6109 requires that you provide your identifying number on what you file. This is so we know who you are, and can process your form and other papers.

Generally, tax returns and return information are confidential, as required by section 6103. However, we may give the information to the Department of Justice and to other federal agencies, as provided by law. We may give it to cities,

states, the District of Columbia, and U.S. commonwealths or possessions to carry out their tax laws. We may also disclose this information to other countries under a tax treaty, to federal and state agencies to enforce federal nontax criminal laws, or to federal law enforcement and intelligence agencies to combat terrorism.

If you are an entity with an EIN and your responsible party has changed, use of this form is mandatory. Otherwise, use of this form is voluntary. You will not be subject to penalties for failure to file this form. However, if you fail to provide the IRS with your current mailing address or the identity of your responsible party, you may not receive a notice of deficiency or a notice of demand for tax. Despite the failure to receive such notices, penalties and interest will continue to accrue on any tax deficiencies.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time is 18 minutes.

**Comments.** You can send us comments from [www.irs.gov/FormComments](http://www.irs.gov/FormComments). Or you can write to the Internal Revenue Service, Tax Forms and Publications Division, 1111 Constitution Ave. NW, IR-6526, Washington, DC 20224. **Don't send the form to this office.**



**Application for Recognition of Exemption  
Under Section 501(c)(3) of the Internal Revenue Code**

OMB No. 1545-0056  
Note: If exempt status is approved, this application will be open for public inspection.

Use the instructions to complete this application and for a definition of all bold items. For additional help, call IRS Exempt Organizations Customer Account Services toll-free at 1-877-829-5500. Visit our website at [www.irs.gov](http://www.irs.gov) for forms and publications. If the required information and documents are not submitted with payment of the appropriate user fee, the application may be returned to you.

Attach additional sheets to this application if you need more space to answer fully. Put your name and EIN on each sheet and identify each answer by Part and line number. Complete Parts I - XI of Form 1023 and submit only those Schedules (A through H) that apply to you.

**Part I Identification of Applicant**

1 Full name of organization (exactly as it appears in your organizing document) <b>A.J. CULTURAL AND EDUCATIONAL FUND, Inc.</b>		2 c/o Name (if applicable) <b>Alan Stewart</b>	
3 Mailing address (Number and street) (see instructions) <i>1422 CHATTAHOOCHEE Cir</i>		Room/Suite	4 Employer Identification Number (EIN) <b>EIN 84-1680205</b>
City or town, state or country, and ZIP + 4 <i>Roswell GA 30075</i>		5 Month the annual accounting period ends (01 - 12) <b>12/31</b>	
6 Primary contact (officer, director, trustee, or authorized representative) a Name: <b>Alan Stewart</b>		b Phone: <b>(615) 678-3823</b> c Fax: (optional)	
7 Are you represented by an authorized representative, such as an attorney or accountant? If "Yes," provide the authorized representative's name, and the name and address of the authorized representative's firm. Include a completed Form 2848, <i>Power of Attorney and Declaration of Representative</i> , with your application if you would like us to communicate with your representative.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
8 Was a person who is not one of your officers, directors, trustees, employees, or an authorized representative listed in line 7, paid, or promised payment, to help plan, manage, or advise you about the structure or activities of your organization, or about your financial or tax matters? If "Yes," provide the person's name, the name and address of the person's firm, the amounts paid or promised to be paid, and describe that person's role.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
9a Organization's website: <b>Under Construction</b>			
b Organization's email: (optional)			
10 Certain organizations are not required to file an information return (Form 990 or Form 990-EZ). If you are granted tax-exemption, are you claiming to be excused from filing Form 990 or Form 990-EZ? If "Yes," explain. See the instructions for a description of organizations not required to file Form 990 or Form 990-EZ.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
11 Date incorporated if a corporation, or formed, if other than a corporation. (MM/DD/YYYY)		<b>05 / 20 / 2005</b>	
12 Were you formed under the laws of a foreign country? If "Yes," state the country.		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

POSTMARK RECEIVED  
17152014092001 03272014 03312014

CINCINNATI  
SERVICE CENTER

*MA*



**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

**b** List the names, titles, and mailing addresses of each of your five highest compensated employees who receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation. Do not include officers, directors, or trustees listed in line 1a.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
N/A			

**c** List the names, names of businesses, and mailing addresses of your five highest compensated independent contractors that receive or will receive compensation of more than \$50,000 per year. Use the actual figure, if available. Refer to the instructions for information on what to include as compensation.

Name	Title	Mailing address	Compensation amount (annual actual or estimated)
N/A			

The following "Yes" or "No" questions relate to *past, present, or planned* relationships, transactions, or agreements with your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed in lines 1a, 1b, and 1c.

- 2a** Are any of your officers, directors, or trustees related to each other through family or business relationships? If "Yes," identify the individuals and explain the relationship.  Yes  No
- b** Do you have a business relationship with any of your officers, directors, or trustees other than through their position as an officer, director, or trustee? If "Yes," identify the individuals and describe the business relationship with each of your officers, directors, or trustees.  Yes  No
- c** Are any of your officers, directors, or trustees related to your highest compensated employees or highest compensated independent contractors listed on lines 1b or 1c through family or business relationships? If "Yes," identify the individuals and explain the relationship.  Yes  No

**3a** For each of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c, attach a list showing their name, qualifications, average hours worked, and duties.

- b** Do any of your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, or 1c receive compensation from any other organizations, whether tax exempt or taxable, that are related to you through common control? If "Yes," identify the individuals, explain the relationship between you and the other organization, and describe the compensation arrangement.  Yes  No

**4** In establishing the compensation for your officers, directors, trustees, highest compensated employees, and highest compensated independent contractors listed on lines 1a, 1b, and 1c, the following practices are recommended, although they are not required to obtain exemption. Answer "Yes" to all the practices you use.

- a** Do you or will the individuals that approve compensation arrangements follow a conflict of interest policy?  Yes  No
- b** Do you or will you approve compensation arrangements in advance of paying compensation?  Yes  No
- c** Do you or will you document in writing the date and terms of approved compensation arrangements?  Yes  No



**Part V Compensation and Other Financial Arrangements With Your Officers, Directors, Trustees, Employees, and Independent Contractors (Continued)**

- b Describe any written or oral arrangements you made or intend to make.
- c Identify with whom you have or will have such arrangements.
- d Explain how the terms are or will be negotiated at arm's length.
- e Explain how you determine or will determine you pay no more than fair market value or that you are paid at least fair market value.
- f Attach a copy of any signed leases, contracts, loans, or other agreements relating to such arrangements.

**Part VI Your Members and Other Individuals and Organizations That Receive Benefits From You**

The following "Yes" or "No" questions relate to goods, services, and funds you provide to individuals and organizations as part of your activities. Your answers should pertain to *past, present, and planned* activities. (See instructions.)

- 1a In carrying out your exempt purposes, do you provide goods, services, or funds to individuals? If "Yes," describe each program that provides goods, services, or funds to individuals.  Yes  No
- b In carrying out your exempt purposes, do you provide goods, services, or funds to organizations? If "Yes," describe each program that provides goods, services, or funds to organizations.  Yes  No
- 2 Do any of your programs limit the provision of goods, services, or funds to a specific individual or group of specific individuals? For example, answer "Yes," if goods, services, or funds are provided only for a particular individual, your members, individuals who work for a particular employer, or graduates of a particular school. If "Yes," explain the limitation and how recipients are selected for each program.  Yes  No
- 3 Do any individuals who receive goods, services, or funds through your programs have a family or business relationship with any officer, director, trustee, or with any of your highest compensated employees or highest compensated independent contractors listed in Part V, lines 1a, 1b, and 1c? If "Yes," explain how these related individuals are eligible for goods, services, or funds.  Yes  No

**Part VII Your History**

The following "Yes" or "No" questions relate to your history. (See instructions.)

- 1 Are you a successor to another organization? Answer "Yes," if you have taken or will take over the activities of another organization; you took over 25% or more of the fair market value of the net assets of another organization; or you were established upon the conversion of an organization from for-profit to non-profit status. If "Yes," complete Schedule G.  Yes  No
- 2 Are you submitting this application more than 27 months after the end of the month in which you were legally formed? If "Yes," complete Schedule E.  Yes  No

**Part VIII Your Specific Activities**

The following "Yes" or "No" questions relate to specific activities that you may conduct. Check the appropriate box. Your answers should pertain to *past, present, and planned* activities. (See instructions.)

- 1 Do you support or oppose candidates in political campaigns in any way? If "Yes," explain.  Yes  No
- 2a Do you attempt to influence legislation? If "Yes," explain how you attempt to influence legislation and complete line 2b. If "No," go to line 3a.  Yes  No
- b Have you made or are you making an election to have your legislative activities measured by expenditures by filing Form 5768? If "Yes," attach a copy of the Form 5768 that was already filed or attach a completed Form 5768 that you are filing with this application. If "No," describe whether your attempts to influence legislation are a substantial part of your activities. Include the time and money spent on your attempts to influence legislation as compared to your total activities.  Yes  No
- 3a Do you or will you operate bingo or gaming activities? If "Yes," describe who conducts them, and list all revenue received or expected to be received and expenses paid or expected to be paid in operating these activities. Revenue and expenses should be provided for the time periods specified in Part IX, Financial Data.  Yes  No
- b Do you or will you enter into contracts or other agreements with individuals or organizations to conduct bingo or gaming for you? If "Yes," describe any written or oral arrangements that you made or intend to make, identify with whom you have or will have such arrangements, explain how the terms are or will be negotiated at arm's length, and explain how you determine or will determine you pay no more than fair market value or you will be paid at least fair market value. Attach copies or any written contracts or other agreements relating to such arrangements.  Yes  No
- c List the states and local jurisdictions, including Indian Reservations, in which you conduct or will conduct gaming or bingo.



**Part VIII Your Specific Activities (Continued)**

- 11** Do you or will you accept contributions of: real property; conservation easements; closely held securities; intellectual property such as patents, trademarks, and copyrights; works of music or art; licenses; royalties; automobiles, boats, planes, or other vehicles; or collectibles of any type? If "Yes," describe each type of contribution, any conditions imposed by the donor on the contribution, and any agreements with the donor regarding the contribution.  Yes  No
- 
- 12a** Do you or will you operate in a foreign country or countries? If "Yes," answer lines 12b through 12d. If "No," go to line 13a.  Yes  No
- b** Name the foreign countries and regions within the countries in which you operate.
- c** Describe your operations in each country and region in which you operate.
- d** Describe how your operations in each country and region further your exempt purposes.
- 
- 13a** Do you or will you make grants, loans, or other distributions to organization(s)? If "Yes," answer lines 13b through 13g. If "No," go to line 14a.  Yes  No
- b** Describe how your grants, loans, or other distributions to organizations further your exempt purposes.
- c** Do you have written contracts with each of these organizations? If "Yes," attach a copy of each contract.  Yes  No
- d** Identify each recipient organization and any relationship between you and the recipient organization.
- e** Describe the records you keep with respect to the grants, loans, or other distributions you make.
- f** Describe your selection process, including whether you do any of the following:
- (i) Do you require an application form? If "Yes," attach a copy of the form.  Yes  No
- (ii) Do you require a grant proposal? If "Yes," describe whether the grant proposal specifies your responsibilities and those of the grantee, obligates the grantee to use the grant funds only for the purposes for which the grant was made, provides for periodic written reports concerning the use of grant funds, requires a final written report and an accounting of how grant funds were used, and acknowledges your authority to withhold and/or recover grant funds in case such funds are, or appear to be, misused.  Yes  No
- g** Describe your procedures for oversight of distributions that assure you the resources are used to further your exempt purposes, including whether you require periodic and final reports on the use of resources.
- 
- 14a** Do you or will you make grants, loans, or other distributions to foreign organizations? If "Yes," answer lines 14b through 14f. If "No," go to line 15.  Yes  No
- b** Provide the name of each foreign organization, the country and regions within a country in which each foreign organization operates, and describe any relationship you have with each foreign organization.
- c** Does any foreign organization listed in line 14b accept contributions earmarked for a specific country or specific organization? If "Yes," list all earmarked organizations or countries.  Yes  No
- d** Do your contributors know that you have ultimate authority to use contributions made to you at your discretion for purposes consistent with your exempt purposes? If "Yes," describe how you relay this information to contributors.  Yes  No
- e** Do you or will you make pre-grant inquiries about the recipient organization? If "Yes," describe these inquiries, including whether you inquire about the recipient's financial status, its tax-exempt status under the Internal Revenue Code, its ability to accomplish the purpose for which the resources are provided, and other relevant information.  Yes  No
- f** Do you or will you use any additional procedures to ensure that your distributions to foreign organizations are used in furtherance of your exempt purposes? If "Yes," describe these procedures, including site visits by your employees or compliance checks by impartial experts, to verify that grant funds are being used appropriately.  Yes  No



**Part IX Financial Data**

For purposes of this schedule, years in existence refer to completed tax years. If in existence 4 or more years, complete the schedule for the most recent 4 tax years. If in existence more than 1 year but less than 4 years, complete the statements for each year in existence and provide projections of your likely revenues and expenses based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. If in existence less than 1 year, provide projections of your likely revenues and expenses for the current year and the 2 following years, based on a reasonable and good faith estimate of your future finances for a total of 3 years of financial information. (See instructions.)

**A. Statement of Revenues and Expenses**

	Type of revenue or expense	Current tax year	3 prior tax years or 2 succeeding tax years			(e) Provide Total for (a) through (d)
		(a) From ..... To .....	(b) From ..... To .....	(c) From ..... To .....	(d) From ..... To .....	
<b>Revenues</b>	<b>1</b> Gifts, grants, and contributions received (do not include unusual grants)	<b>SEE</b>	<b>ATTACHED</b>	<b>PROPOSED</b>	<b>BUDGETS</b>	
	<b>2</b> Membership fees received					
	<b>3</b> Gross investment income					
	<b>4</b> Net unrelated business income					
	<b>5</b> Taxes levied for your benefit					
	<b>6</b> Value of services or facilities furnished by a governmental unit without charge (not including the value of services generally furnished to the public without charge)					
	<b>7</b> Any revenue not otherwise listed above or in lines 9-12 below (attach an itemized list)					
	<b>8</b> Total of lines 1 through 7					
	<b>9</b> Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to your exempt purposes (attach itemized list)					
	<b>10</b> Total of lines 8 and 9					
	<b>11</b> Net gain or loss on sale of capital assets (attach schedule and see instructions)					
	<b>12</b> Unusual grants					
	<b>13</b> Total Revenue Add lines 10 through 12					
<b>Expenses</b>	<b>14</b> Fundraising expenses					
	<b>15</b> Contributions, gifts, grants, and similar amounts paid out (attach an itemized list)					
	<b>16</b> Disbursements to or for the benefit of members (attach an itemized list)					
	<b>17</b> Compensation of officers, directors, and trustees					
	<b>18</b> Other salaries and wages					
	<b>19</b> Interest expense					
	<b>20</b> Occupancy (rent, utilities, etc.)					
	<b>21</b> Depreciation and depletion					
	<b>22</b> Professional fees					
	<b>23</b> Any expense not otherwise classified, such as program services (attach itemized list)					
	<b>24</b> Total Expenses Add lines 14 through 23					



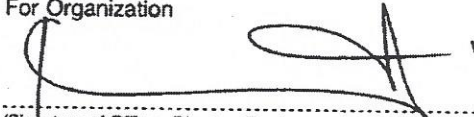
**Part X Public Charity Status (Continued)**

- e 509(a)(4)—an organization organized and operated exclusively for testing for public safety.
- f 509(a)(1) and 170(b)(1)(A)(iv)—an organization operated for the benefit of a college or university that is owned or operated by a governmental unit.
- g 509(a)(1) and 170(b)(1)(A)(vi)—an organization that receives a substantial part of its financial support in the form of contributions from publicly supported organizations, from a governmental unit, or from the general public.
- h 509(a)(2)—an organization that normally receives not more than one-third of its financial support from gross investment income and receives more than one-third of its financial support from contributions, membership fees, and gross receipts from activities related to its exempt functions (subject to certain exceptions).
- i A publicly supported organization, but unsure if it is described in 5g or 5h. The organization would like the IRS to decide the correct status.

- 6 If you checked box g, h, or i in question 5 above, you must request either an **advance** or a **definitive ruling** by selecting one of the boxes below. Refer to the instructions to determine which type of ruling you are eligible to receive.
- a **Request for Advance Ruling:** By checking this box and signing the consent, pursuant to section 6501(c)(4) of the Code you request an advance ruling and agree to extend the statute of limitations on the assessment of excise tax under section 4940 of the Code. The tax will apply only if you do not establish public support status at the end of the 5-year advance ruling period. The assessment period will be extended for the 5 advance ruling years to 8 years, 4 months, and 15 days beyond the end of the first year. You have the right to refuse or limit the extension to a mutually agreed-upon period of time or issue(s). Publication 1035, *Extending the Tax Assessment Period*, provides a more detailed explanation of your rights and the consequences of the choices you make. You may obtain Publication 1035 free of charge from the IRS web site at [www.irs.gov](http://www.irs.gov) or by calling toll-free 1-800-829-3676. Signing this consent will not deprive you of any appeal rights to which you would otherwise be entitled. If you decide not to extend the statute of limitations, you are not eligible for an advance ruling.

**Consent Fixing Period of Limitations Upon Assessment of Tax Under Section 4940 of the Internal Revenue Code**

For Organization

  
 (Signature of Officer, Director, Trustee, or other authorized official)

**Alan Stewart**  
 (Type or print name of signer)

**3-12-14**  
 (Date)

**President**  
 (Type or print title or authority of signer)

For IRS Use Only

IRS Director, Exempt Organizations

(Date)

- b **Request for Definitive Ruling:** Check this box if you have completed one tax year of at least 8 full months and you are requesting a definitive ruling. To confirm your public support status, answer line 6b(i) if you checked box g in line 5 above. Answer line 6b(ii) if you checked box h in line 5 above. If you checked box i in line 5 above, answer both lines 6b(i) and (ii).
- (i) (a) Enter 2% of line 8, column (e) on Part IX-A. Statement of Revenues and Expenses. \_\_\_\_\_
  - (b) Attach a list showing the name and amount contributed by each person, company, or organization whose gifts totaled more than the 2% amount. If the answer is "None," check this box.
  - (ii) (a) For each year amounts are included on lines 1, 2, and 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each **disqualified person**. If the answer is "None," check this box.
  - (b) For each year amounts are included on line 9 of Part IX-A. Statement of Revenues and Expenses, attach a list showing the name of and amount received from each payer, other than a disqualified person, whose payments were more than the larger of (1) 1% of line 10, Part IX-A. Statement of Revenues and Expenses, or (2) \$5,000. If the answer is "None," check this box.

- 7 Did you receive any unusual grants during any of the years shown on Part IX-A. Statement of Revenues and Expenses? If "Yes," attach a list including the name of the contributor, the date and amount of the grant, a brief description of the grant, and explain why it is unusual.  Yes  No

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: **SEP 15 2014**

A.J. CULTURAL AND EDUCATIONAL FUND,  
INC.  
C/O ALAN STEWART  
1422 CHATTAHOOCHEE CIR  
ROSWELL, GA 30075

Employer Identification Number:  
84-1680205

DLN:  
17053092321014

Contact Person:  
CUSTOMER SERVICE ID# 31954

Contact Telephone Number:  
(877) 829-5500

Accounting Period Ending:  
December 31

Public Charity Status:  
170(b)(1)(A)(vi)

Form 990 Required:  
Yes

Effective Date of Exemption:  
May 15, 2013

Contribution Deductibility:  
Yes

Addendum Applies:  
Yes

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

For important information about your responsibilities as a tax-exempt organization, go to [www.irs.gov/charities](http://www.irs.gov/charities). Enter "4221-PC" in the search bar to view Publication 4221-PC, Compliance Guide for 501(c)(3) Public Charities, which describes your recordkeeping, reporting, and disclosure requirements.

Sincerely,



Director, Exempt Organizations

Letter 947



A.J. CULTURAL AND EDUCATIONAL FUND,

ADDENDUM

Based on the information submitted with your application, we approved your request for reinstatement under Revenue Procedure 2014-11. Your effective date of exemption, as shown in the heading of this letter, is retroactive to the date of revocation.

# Form 1023 Checklist

(Revised June 2006)

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

**Note.** Retain a copy of the completed Form 1023 in your permanent records. Refer to the General Instructions regarding Public Inspection of approved applications.

**Check each box to finish your application (Form 1023). Send this completed Checklist with your filled-in application. If you have not answered all the items below, your application may be returned to you as incomplete.**

- Assemble the application and materials in this order:
- Form 1023 Checklist
  - Form 2848, *Power of Attorney and Declaration of Representative* (if filing)
  - Form 8821, *Tax Information Authorization* (if filing)
  - Expedite request (if requesting)
  - Application (Form 1023 and Schedules A through H, as required)
  - Articles of organization
  - Amendments to articles of organization in chronological order
  - Bylaws or other rules of operation and amendments
  - Documentation of nondiscriminatory policy for schools, as required by Schedule B
  - Form 5768, *Election/Revocation of Election by an Eligible Section 501(c)(3) Organization To Make Expenditures To Influence Legislation* (if filing)
  - All other attachments, including explanations, financial data, and printed materials or publications. Label each page with name and EIN.
- User fee payment placed in envelope on top of checklist. DO NOT STAPLE or otherwise attach your check or money order to your application. Instead, just place it in the envelope.
- Employer Identification Number (EIN)
- Completed Parts I through XI of the application, including any requested information and any required Schedules A through H.
- You must provide specific details about your past, present, and planned activities.
  - Generalizations or failure to answer questions in the Form 1023 application will prevent us from recognizing you as tax exempt.
  - Describe your purposes and proposed activities in specific easily understood terms.
  - Financial information should correspond with proposed activities.
- Schedules. Submit only those schedules that apply to you and check either "Yes" or "No" below.
- |            |                |            |                                                |
|------------|----------------|------------|------------------------------------------------|
| Schedule A | Yes ___ No ___ | Schedule E | Yes <input checked="" type="checkbox"/> No ___ |
| Schedule B | Yes ___ No ___ | Schedule F | Yes ___ No ___                                 |
| Schedule C | Yes ___ No ___ | Schedule G | Yes ___ No ___                                 |
| Schedule D | Yes ___ No ___ | Schedule H | Yes ___ No ___                                 |

- An exact copy of your complete articles of organization (creating document). Absence of the proper purpose and dissolution clauses is the number one reason for delays in the issuance of determination letters.
  - Location of Purpose Clause from Part III, line 1 (Page, Article and Paragraph Number) \_\_\_\_\_
  - Location of Dissolution Clause from Part III, line 2b or 2c (Page, Article and Paragraph Number) or by operation of state law \_\_\_\_\_
- Signature of an officer, director, trustee, or other official who is authorized to sign the application.
  - Signature at Part XI of Form 1023.
- Your name on the application must be the same as your legal name as it appears in your articles of organization.

Send completed Form 1023, user fee payment, and all other required information, to:

Internal Revenue Service  
P.O. Box 192  
Covington, KY 41012-0192

If you are using express mail or a delivery service, send Form 1023, user fee payment, and attachments to:

Internal Revenue Service  
201 West Rivercenter Blvd.  
Attn: Extracting Stop 312  
Covington, KY 41011



# I N M, I N C.

## INTERNAL REVENUE SERVICE

EP/EO Division

P.O. Box 192

Covington, KY 41012-0192

RE: **Reinstatement** of AJ CULTURAL AND EDUCATIONAL FUND, Inc.  
EIN 84-1680205

Dear Sirs/Madam:

Transmitted herewith is an Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code, Form 1023, for AJ CULTURAL AND EDUCATIONAL FUND, Inc. (the "Application"), along with certain relevant and appropriate exhibits and forms attached thereto.

### **Reinstatement of Tax Exemption**

While this organization was officially launched in 2005, it has been programmatically fiscally dormant from its inception. This inactive status has been the primary reason for the revocation of its tax exempt status. We now seek reinstatement of its tax exemption in order to carry out its originally stated purposes of charity and educational activities.

On behalf of AJ CULTURAL AND EDUCATIONAL FUND, Inc., I respectfully request that the Application be approved and that AJ CULTURAL AND EDUCATIONAL FUND, Inc. be granted tax exempt status.

Set forth below is a summary of the data in the Application regarding the purposes and organization of AJ CULTURAL AND EDUCATIONAL FUND, Inc., its past and proposed operations, its existing and propose sources of funding and a listing of the enclosures included in this package.

### Legal Discussion and Compliance with 501(c)(3) Requirements

A. AJ CULTURAL AND EDUCATIONAL FUND, Inc. qualifies for exemption under Section 501(c)(3).

An analysis of AJ CULTURAL AND EDUCATIONAL FUND, Inc. organizational structure, as well as its proposed operations, supports the conclusion that AJ CULTURAL AND EDUCATIONAL FUND, Inc. qualifies for exemption from taxation under Section 501(c)(3).



1. Organization - Charitable and Education Purposes.

The Articles of Incorporation of AJ CULTURAL AND EDUCATIONAL FUND, Inc., a copy of which is attached to the Application, provide for an organizational structure of AJ CULTURAL AND EDUCATIONAL FUND, Inc. which is consistent with the requirements of Section 501(c)(3) and the regulations of promulgated thereunder, the organization was originally created on March 3, 2005, and amended as AJ CULTURAL AND EDUCATIONAL FUND, INC. for the express exempt purpose of charity and education.

2. Funding

Funding for AJ CULTURAL AND EDUCATIONAL FUND, Inc. will be generated substantially through gifts, grants and contributions from other publicly supported organizations, governmental units and private donations as well as substantial volunteer support.

3. Operations

AJ CULTURAL AND EDUCATIONAL FUND, Inc. will operate exclusively within the meaning of Section 501(c)(3), since it is engaged in activities which further the needs of the public rather than private interests, and it is not for the benefit of any designated individual or individuals who created it. The assets of AJ CULTURAL AND EDUCATIONAL FUND, Inc. are and will be dedicated permanently for express exempt purposes and therefore will not inure to the benefit of any private individuals nor be used to promote legislation or political campaigns.

4. Enclosures

Enclosed with this package is:

- a) User Fee
- b) 1023 Checklist
- c) Form 1023 .
- d) a signed copy of the organization's Articles of Incorporation
- e) a signed copy of the organization's Bylaws
- f) Narrative Description of Activities
- g) List of Board Of Directors
- h) Past & Projected Budgets
- i) Fundraising Statement
- ii) Conflict of Interest Policy
- iii) Resume(s)
- iv) Schedules
- v) Dissolution
- vi) Purpose

If additional information or explanation should be required, please contact me at the telephone number or address set forth above. Your cooperation and assistance is greatly appreciated.

Very truly yours,

  
John Eaton

**Certificate  
and  
Articles of  
Incorporation**

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

CONTROL NUMBER: 0537242  
EFFECTIVE DATE: 05/20/2005  
JURISDICTION: GEORGIA  
REFERENCE : 0077  
PRINT DATE : 05/26/2005  
FORM NUMBER : 311

JOHN EATON  
2034 VENETIAN DRIVE  
ATLANTA, GA 30311

**CERTIFICATE OF INCORPORATION**

I, Cathy Cox, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**AJ CULTURAL AND EDUCATIONAL FUND, INC.**  
**A DOMESTIC NONPROFIT CORPORATION**

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

*President*



*Cathy Cox*

Cathy Cox  
Secretary of State



**ARTICLES OF INCORPORATION**  
**OF**  
**AJ CULTURAL AND EDUCATIONAL FUND, INC.**

**I.**

The name of the corporation is "AJ CULTURAL AND EDUCATIONAL FUND, Inc." This corporation shall be a non-profit corporation organized and operated under the Georgia Non-Profit Corporation Code.

**II.**

The term for which this corporation shall have existence shall be perpetual. The corporation shall not have members.

**III.**

Said 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law); provide charitable services to the general public and to carry on any lawful business activities allowed by nonprofit corporations in the State of Georgia, subject to the limitations of Section 501(c)(3) of the Internal Revenue Code.

**IV.**

The methods of election of Directors shall be as provided in the by-laws of the Corporation.

**V.**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 in Article 3 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 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law).



This corporation shall have power to receive and accept donations, in money or in property, either without restriction, or restricted to such purposes as the donor may provide, provided such purpose is within the purpose of this corporation, and any such restricted donations shall be used for the purposes to which restricted. Any such donation or contribution may be designated as a memorial and, in such case, the Director shall designate an appropriate memorial.

IX.

The initial registered office and mailing address of this corporation shall be at 174 Trinity Avenue, Atlanta, GA 30303. The initial registered agent at such address shall be Allan Alberga.

X.

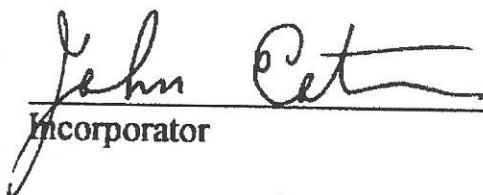
The name and address of the incorporator is:

John Eaton  
2034 Venetian Drive  
Atlanta, Georgia 30311

XI.

This Corporation shall not have stock.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation. This 3rd day of May, 2005.

  
\_\_\_\_\_  
Incorporator

SECRETARY OF STATE  
2005 MAY 20 P 3:27



CATHY COX  
Secretary of State

OFFICE OF SECRETARY OF STATE  
CORPORATIONS DIVISION

315 West Tower, #2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530  
(404) 656-2817

Registered agent, officer, entity status information via the Internet  
<http://www.georgiacorporations.org>

WARREN RARY  
Director

ENRICO M. ROBINSON  
Assistant Director

TRANSMITTAL INFORMATION  
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET #	PENDING #	2672487		CONTROL #
DOCKET CODE	DATE FILED	AMOUNT RECEIVED	100-	CHECK/ RECEIPT # 4320
TYPE CODE	DN	EXAMINER	JURISDICTION (COUNTY) CODE	060

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. 051180979

Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

AJ Cultural and Education Fund, Inc.

Corporate Name (List exactly as it appears in articles)

---

2. John Eaton 404 752-1286

Name of person filing articles (certificate will be mailed to this person, at address below) Telephone Number

2034 Venetian Drive

Address

Atlanta GA 30311

City State Zip Code

---

3. Mail or deliver the following items to the Secretary of State, at the above address:

- 1) This transmittal form
- 2) Original and one copy of the Articles of Incorporation
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

John Eaton 5/3/05

Authorized signature of person filing documents Date

Request certificates and obtain entity information via the Internet: <http://www.georgiacorporations.org>

# **Bylaws**



BYLAWS  
OF  
**AJ CULTURAL AND EDUCATIONAL  
FUND, INC.**

Incorporated under the Georgia Nonprofit Corporation Code

**ARTICLE ONE**

Name, Location and Offices

1.1 Name. The name of this corporation shall be "AJ CULTURAL AND EDUCATIONAL FUND, INC."

1.2 Registered Office and Agent. The corporation shall maintain a registered office in the State of Georgia, and shall have a registered agent whose address is identical with the address of such registered office, in accordance with the requirements of the Georgia Nonprofit Corporation Code.

1.3 Other Offices. The principal office of the corporation shall be located in Atlanta, State of Georgia. The corporation may have other offices at such place or places, within or without the State of Georgia, as the Board of Directors may determine from time to time or the affairs of the corporation may require or make desirable.

**ARTICLE TWO**

Purposes and Governing Instruments

2.1 Nonprofit Corporation. The corporation shall be organized and operated as a nonprofit corporation under the provisions of the Georgia Nonprofit Corporation Code.

Charitable and Educational Purposes. The 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law); provide charitable services to the general public and to carry on any lawful business activities allowed by nonprofit corporations in the State of Georgia, subject to the limitations of Section 501(c)(3) of the Internal Revenue Code. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 in Article 3 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

Signature

Date Adopted



publishing or distribution of statements) any political campaign on behalf of 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable and educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of Fulton County, GA, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2.2 Charitable and Educational Purposes. The corporation (**AJ CULTURAL AND EDUCATIONAL FUND, Inc.**) is a voluntary association of individuals who are board members of the AJ CULTURAL AND EDUCATIONAL FUND, Inc. the purposes of which, as set forth in the articles of incorporation, are **exclusively charitable**, within the meaning of section 501(c)(3) of the Internal Revenue Code. **The purposes of the corporation** shall include, but shall not be limited to, the following:

- a) To provide charitable and educational assistance to low income youth, with an emphasis on youth of Caribbean heritage,
- b) Conduct educational cross-cultural program activities bring about better relations between persons in the Caribbean and the United States of America, and
- c) Provide educational and charitable assistance to needy youth currently residing countries in the Caribbean community.

#### Governing Instruments.

The corporation shall be governed by its articles of incorporation and its bylaws, subject to the Georgia Nonprofit Corporations Code and the limitations of Section 501(c)(3) of the Internal Revenue Code.

### **ARTICLE THREE**

#### Board of Directors

3.1 Authority and Responsibility. The governing body of AJ CULTURAL AND EDUCATIONAL FUND, Inc. shall be the Board of Directors. The Board of Directors shall have supervision, control and direction of the management, affairs and property of the corporation; shall determine its policies or changes therein; and shall actively prosecute its purposes and objective and supervise the disbursement of its funds. The Board of Directors may adopt, by majority vote, the business of the corporation as shall be deemed advisable, and may, in the execution of the powers granted, delegate certain of its authority and responsibility to an executive committee. Under no circumstances,



however, shall the fundamental and basic purposes of the corporation, as expressed in the articles of incorporation, be amended or changed; and the Board of Directors shall not permit any part of the net earnings or capital to inure to the benefit of any member, directors, officer, or other private person or individual.

3.2 Initial and Regular Boards of Directors. The initial directors of the corporation shall be the six persons. At the first meeting of the initial Board of Directors, the directors shall elect a regular Board of Directors, to consist of the president, the vice president, the treasurer, and the secretary of the corporation, together with such other directors as may be elected by the affirmative vote of majority of the initial directors.

3.3 Manner of Election and Term of Office. The directors shall be elected at the annual meeting of the Board of Directors by a majority of the directors then in office, and each director shall continue in office for a term of one (1) year or until his or her successor shall have been elected and shall have qualified or until his or her earlier death, resignation, or removal. There shall be a minimum of three (3) directors, and the Board of Directors is authorized to fix by resolution the exact number of directors from time to time.

3.4 Removal. Any director may be removed either for or without cause at any special, regular, or annual meeting of the Board of Directors, by the affirmative vote of a majority of the directors then in office. A removed director's successor may be elected at the same meeting to serve the unexpired term.

3.5 Vacancies. Any vacancy in the Board of Directors arising at any time and from any cause, including the authorization of an increase in the number of directors, may be filled for the unexpired term at any meeting of the Board of Directors by a majority of the directors then in office. Each director so elected shall hold office until the election at the annual meeting of the Board of Directors and the qualification of his or her successor.

3.6 Committees of the Board of Directors. By resolution adopted by a majority of the full Board of Directors, the Board of Directors may designate from among its members one or more executive committees, each consisting of two (2) or more directors, which number shall always include the president or the vice president of the corporation. By resolution adopted by a majority of directors present at a meeting at which a quorum is present, the Board of Directors may designate from among its members one or more other committees, each consisting of two (2) or more directors. Except as prohibited by law, each committee shall have the authority set forth in the resolution establishing said committee. See Article Eight ("Committees of Directors").

3.7 Compensation. No director of the corporation shall receive, directly or indirectly, any salary, compensation or emolument therefrom as such director, unless authorized by the concurring vote of two-thirds (2/3) of all the directors or (notwithstanding any quorum requirement of these bylaws) by the concurring vote of all the disinterested directors. All of The Board of Directors will be non-salaried and will not be related



to salaried personnel or to parties providing services. In addition, the salaried individuals can not vote on their own compensation and those compensation decisions will be made by the board. All compensation paid will be reasonable and will be based on the following factors; (1) the amount and type of compensation received by others in similar positions, (2) the compensation levels paid in this particular geographic community, (3) the amount of time the individual is spending his/her position, (4) the expertise and other pertinent background/skill sets of the individual, (5) the size and complexity of the organization, and (6) the need of the services of the particular individual.

#### **ARTICLE FOUR**

##### Meetings of the Board of Directors

- 4.1 Annual Meeting; Notice. The annual meeting of the Board of Directors shall be held at the principal office of the corporation or at such other place as the Board of Directors shall determine on such day and such time as the Board of Directors shall designate. Unless waived as contemplated in Section 5.2, notice of the time and place of such annual meeting shall be given by the secretary either personally or by telephone or by mail or by telegram not less than ten (10) nor more than fifty (50) days before such meeting.
- 4.2 Regular Meetings; Notice. Regular meetings of the Board of Directors shall be held from time to time between annual meetings at such times and at such places as the Board of Directors may prescribe. Notice of the time and place of each such regular meeting shall be given by the secretary either personally or by telephone or by mail or by telegram not less than seven (7) nor more than thirty (3) days before such regular meeting.
- 4.3 Special Meetings; Notice. Special meetings of the Board of Directors may be called by or at the request of the president or by any two of the directors in office at that time. Notice of the time, place and purpose of any special meeting of the Board of Directors shall be given by the secretary either personally or by telephone or by mail or by telegram at least twenty-four (24) hours before such meeting.
- 4.4 Waiver. Attendance by a director at a meeting shall constitute waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of business because the meeting is not lawfully called. See also Article Five ("Notice and Waiver").
- 4.5 Quorum. At meetings of the Board of Directors, a majority of the directors then in office shall be necessary to constitute a quorum for the transaction of business. In no case, however, shall less than two (2) directors constitute a quorum.
- 4.6 Vote Required for Action. Except as otherwise provided in these bylaws or by law, the act of a majority of the directors present at a meeting at which a quorum is present at the time shall be the act of the Board of Directors. Adoption, amendment and repeal of a bylaw is provided for in Article Twelve of these bylaws. Vacancies in the Board of Directors may be filled as provided in Section 3.5 of these bylaws.



4.7 Action by Directors Without a Meeting. Any action required or permitted to be taken at a meeting of 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 the members of the Board of Directors. Such consent shall have the same force and effect as an unanimous vote at a meeting duly called. The signed consent, or a signed copy, shall be placed in the minute book.

4.8 Telephone and Similar Meetings. Directors may participate in and hold a meeting by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in such a meeting shall constitute presence in person at the meeting, except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called or convened.

4.9 Adjournments. A meeting of the Board of Directors, whether or not a quorum is present, may be adjourned by a majority of the directors present to reconvene at a specific time and place. It shall not be necessary to give notice of the reconvened meeting or of the business to be transacted, other than by announcement at the meeting which was adjourned. At any such reconvened meeting at which a quorum is present, any business may be transacted which could have been transacted at the meeting which was adjourned.

#### **ARTICLE FIVE**

##### **Notice and Waiver**

5.1 Procedure. Whenever these bylaws require notice to be given to any director, the notice shall be given as prescribed in Article Four. Whenever notice is given to a director by mail, the notice shall be sent first-class mail by depositing the same in a post office or letter box in a postage prepaid sealed envelope addressed to the director at his or her address as it appears on the books of the corporation; and such notice shall be deemed to have been given at the time the same is deposited in the United States mail. Notice shall be deemed to have been given by telegram or cablegram at the time notice is filed with the transmitting agency.

5.2 Waiver. Whenever any notice is required to be given to any director by law, by the articles of incorporation, or by these bylaws, a waiver thereof in writing signed by the director entitled to such notice, whether before or after the meeting to which the waiver pertains, shall be deemed equivalent thereto.

**ARTICLE SIX**  
Board of Advisors

6.1 Appointment. The Board of Directors may appoint such persons as it reasonably deems necessary or desirable to act as the Board of Advisors of the corporation. To the extent possible, the Board of Advisors should consist of representatives of the business, cultural and the educational communities. The number of persons appointed to constitute the Board of Advisors shall be determined in the sole discretion of the Board of Directors.

6.2 Purpose. It shall be the function and purpose of the Board of Advisors to advise the Board of Directors on matters relating to the business and affairs of the corporation, and to suggest or be available for consultation with regard to projects or activities which the corporation may undertake, consistent with its exempt purposes, in furtherance of its goals and objectives.

**ARTICLE SEVEN**  
Officers

7.1 Number and Qualifications. The officers of the corporation shall consist of a president, a vice-president, a secretary and a treasurer. The board of Directors shall from time to time create and establish the duties of such other officers or assistant officers as it deems necessary for the efficient management of the corporation, but the corporation shall not be required to have at any time any officers other than a president, a secretary and a treasurer. Any two (2) or more offices may be held by the same person, except the offices of the president and the secretary.

7.2 Election and Term of Office. The officers of the corporation shall be elected by the Board of Directors and shall serve for terms of one (1) year and until their successors have been elected and qualified, or until their earlier death, resignation, removal, retirement, or disqualification.

7.3 Other Agents. The Board of Directors may appoint from time to time such agents as it may deem necessary or desirable, each of whom shall hold office during the pleasure of the board, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as the Board of Directors may from time to time determine.

7.4 Removal. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby. However, any such removal shall be without prejudice to the contract rights, if any, of the officer or agent so removed.

7.5 Vacancies. A vacancy in any office arising at any time and from any cause may be filled for the unexpired term at any meeting of the Board of Directors.

7.6 President. The president shall be the principal executive officer of the corporation and shall preside at all meetings of the Board of Directors. He/she shall be authorized to



sign checks, drafts, and other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation, and statements and reports required to be filed with the state or federal officials or agencies; and he/she shall be authorized to enter into any contract or agreement and to execute in the corporate name, along with the secretary, any instrument or other writing; and he shall see that all orders and resolutions of the Board of Directors are carried into effect. He/she shall have the right to supervise and direct the management and operation of the corporation and to make all decisions as to policy and otherwise which may arise between meetings of the Board of Directors, and the other officers and employees of the corporation shall be under his supervision and control during such interim. He/she shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe.

**7.7 Vice-President.** The vice-president shall, in the absence or disability of the president, perform the duties and have the authority and exercise the powers of the president. He/she shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the president may from time to time delegate.

**7.8 Secretary.**

(a) The secretary shall attend all meetings of the Board of Directors and record all votes, actions and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for the executive and other committees when required.

(b) She/He shall give, or cause to be given, notice of all meetings of the Board of Directors.

(c) She/He shall keep in safe custody the seal of the corporation and, when authorized by the Board of Directors or the president, affix it to any instrument requiring it. When so affixed, it shall be attested by his signature or by the signature of the treasurer or an assistant secretary.

(d) She/He shall be under the supervision of the president. She/He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the president may from time to time delegate.

**7.9 Assistant Secretary.** The assistant secretaries in the order of their seniority, unless otherwise determined by the president or by the Board of Directors, shall, in the absence or disability of the secretary, perform the duties and have the authority and exercise the powers of the secretary. They shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe or as the president may from time to time delegate.

**7.10 Treasurer.**

(a) The Treasurer shall have the custody of the corporate funds and securities and shall keep full and accurate accounts of receipts and disbursements of the corporation and shall deposit all monies and other valuables in the name and to the credit of the corporation into depositories designated by the Board of Directors.



(b) She/He shall disburse the funds of the corporation as ordered by the Board of Directors, and prepare financial statements each month or at such other intervals as the Board of Directors shall direct.

(c) If required by the Board of Directors, he shall give the corporation a bond (in such form, in such sum, and with such surety or sureties as shall be satisfactory to the board) for the faithful performance of the duties of his office and for the restoration to the corporation, in case of his death, resignation, retirement, or removal from office of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the corporation.

(d) She/He shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the president may from time to time delegate.

7.11 Assistant Treasurer. The assistant treasurers in the order of their seniority, unless otherwise determined by the president or by the Board of Directors, shall, in the absence or disability of the treasurer, perform the duties and have the authority and exercise the powers of the treasurer. They shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe or as the president may from time to time delegate.

## ARTICLE EIGHT

### Committees of Directors

8.1 Executive Committees. By resolution adopted by a majority of the directors in office, the Board of Directors may designate from among its members one or more executive committees, each of which shall consist of two (2) or more directors, including the president or the vice-president of the corporation, which executive committees, to the extent provided in such resolution, shall have and exercise the authority of the Board of Directors in the management of the affairs of the corporation; but the designation of such executive committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed upon it or him by law.

8.2 Other Committees of Directors. Other committees, each consisting of two (2) or more directors, not having and exercising the authority of the Board of Directors in the management of the corporation may be designated by a resolution adopted by a majority of directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be appointed by the president of the corporation. Any member of any committee may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of the corporation shall be served by such removal.

8.3 Advisory and Other Committees. The Board of Directors may provide for such other committees, including committees, advisory groups, boards of governors, etc., consisting in whole or in part of persons who are not directors of the corporation, as it deems necessary or desirable, and discontinue any such committee at its pleasure. It shall be the function and purpose of each such committee to advise the Board of Directors; and each such committee shall have such powers and perform such specific duties or functions, not inconsistent with the articles of incorporation of the corporation or these bylaws, as may



be prescribed for it by the Board of Directors. Appointments to and the filling of vacancies on any such other committees shall be reported to the Board of Directors at its meeting next succeeding such action and shall be subject to control, revision, and alternation by the Board of Directors, provided that no rights of third persons shall be prejudicially affected thereby.

8.4 Term of Appointment. Each member of a committee shall continue as such until the next annual meeting of the Board of Directors and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member shall be removed from such committee, or unless such member shall cease to qualify as a member thereof.

8.5 Chairman. One member of each committee shall be appointed chairman thereof.

8.6 Vacancies. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

8.7 Quorum. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum; and the act of a majority of members present at a meeting at which a quorum is present shall be the act of the committee.

8.8 Rules. Each committee may adopt rules for its own government, so long as such rules are not inconsistent with these bylaws or with rules adopted by the Board of Directors.

## **ARTICLE NINE**

### Contracts, Checks, Deposits and Funds

9.1 Contracts. The Board of Directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name and on behalf of the corporation. Such authority must be in writing and may be general or confirmed to specific instances.

9.2 Checks, Drafts, Notes, Etc. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents, of the corporation and in such other manner as may from time to time be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the treasurer or an assistant treasurer and countersigned by the president or the vice-president of the corporation.

9.3 Deposits. All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

- 9.4 Gifts. The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the corporation.

## ARTICLE TEN

### Indemnification and Insurance

10.1 Indemnification. In the event that any person who was or is a party to or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, seeks indemnification from the corporation against expenses, including attorneys' fees (and in the case of actions other than those by or in the right of the corporation, judgments, fines and amounts paid in settlement), actually and reasonably incurred by him in connection with such action, suit, or proceeding by reason of the fact that such person is or was a director, officer, employee, trustee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, trustee, or agent of another corporation, domestic or foreign, non-profit or for profit, partnership, joint venture, trust, or other enterprise, then, unless such indemnification is ordered by a court, the corporation shall determine, or cause to be determined, in the manner provided under Georgia law whether or not indemnification is proper under the circumstances because the person claiming such indemnification has met the applicable standards of conduct set forth in Georgia law; and, to the extent it is so determined that such indemnification is proper, the person claiming such indemnification shall be indemnified to the fullest extent now or hereafter permitted by Georgia law.

10.2 Indemnification Not Exclusive of Other Rights. The indemnification provided in Section 10.1 above shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the articles of incorporation or bylaws, or any agreement, vote of members or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, trustee or agent, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

10.3 Insurance. To the extent permitted by Georgia law, the corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee, trustee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, trustee or agent of another corporation, domestic or foreign, non-profit or for profit, partnership, joint venture, trust or other enterprise.

## ARTICLE ELEVEN

### Miscellaneous

11.1 Books and Records. The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Board of Directors and committees having any of the authority of the Board of Directors.



11.2 Corporate Seal. The corporate seal (of which there may be one or more exemplars) shall be in such form as the Board of Directors may from time to time determine.

11.3 Fiscal Year. The Board of Directors is authorized to fix the fiscal year of the corporation and to change the same from time to time as it deems appropriate.

11.4 Internal Revenue Code. All references in these bylaws to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1954, as

from time to time amended, to the corresponding provisions of any applicable future United States Internal Revenue Law, and to all regulations issued under such sections and provisions.

11.5 Construction. Whenever the context so requires, the masculine shall include the feminine and neuter, and the singular shall include the plural, and conversely. If any portion of these bylaws shall be invalid or inoperative, then, so far as is reasonable and possible:

(a) The remainder of these bylaws shall be considered valid and operative.

(b) Effect shall be given to the intent manifested by the portion held invalid or inoperative.

11.6 Table of Contents; Reading. The table of contents and headings are for organization, convenience and clarity. In interpreting these bylaws, they shall be subordinated in importance to the other written material.

11.7 Relation to Articles of Incorporation. These bylaws are subject to, and governed by, the articles of incorporation.

## **ARTICLE TWELVE**

### Amendments

12.1 Power to Amend Bylaws. The Board of Directors, or any executive committee of the Board of Directors, shall have the power to alter, amend or repeal these bylaws or adopt new bylaws.

12.2 Conditions. Action by the Board of Directors with respect to bylaws shall be taken by the affirmative vote of a majority of the directors present at a meeting at which a quorum is present as provided in Section 4.6 of these bylaws. Action by any executive committee of the Board of Directors with respect to bylaws shall be taken by the affirmative vote of a majority of the members of such committee present at a meeting at which a quorum is present.

## ARTICLE THIRTEEN

### Periodic Meetings

13.1 Periodic Meetings. The Board of Directors, Board of Advisors, officers, members of the corporation and interested members of the community shall meet from time to time at times and places to be determined by the president of the Board of Directors. Notice of each such meeting, time and place shall be given to the directors, advisors, officers, and members of the corporation and to those individuals who have caused their names to be placed on the corporation mailing list. The mailing list shall be kept by the secretary. The date of the meeting may be changed by the president or any two (2) members of the Board of Directors, provided that notice is given of such change at least two (2) days before the regularly scheduled date of such meeting.

## ARTICLE FOURTEEN

### Tax-Exempt Status

14.1 Tax-Exempt Status. The affairs of the corporation at all times shall be conducted in such a manner as to assure its status as a "publicly supported" organization as defined in section 509(a)(1) or section 509(a)(2) or section 509(a)(3) of the Internal Revenue Code, and so in other ways to qualify for exemption from tax pursuant to section 501(c)(3) of the Internal Revenue Code.

## ARTICLE FIFTEEN

### Conflict of Interest Policy

15.1 Conflict of Interest Policy. Any director, officer, or key employee who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of their interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse the corporation's interest. No member or director shall cast a vote on any matter which has direct bearing on services to be provided by that member, director, or any organization which such member or director represents or in which such member or director has an ownership interest or is otherwise interested or affiliated, which would directly or indirectly financially benefit such member or director. All such services will be fully disclosed or known to the Board members present at the meeting at which such contract shall be authorized. Any director, officer, or key employee of AJ CULTURAL AND EDUCATIONAL FUND, Inc. who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his/her interest to the Board or committee prior to acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be adverse to the corporation's interest. The body to which such disclosure is made shall thereupon determine by a vote of seventy-five percent (75%) of the board members entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict of interest is deemed to exist, such



person shall not vote on, nor use his or her personal influence on, nor participate (other than to present factual information, or respond to questions) in the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board or committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, the abstention from voting and participation, and whether a quorum was present.

# **Program Description**

# **Schedule of Activities**



Attachment "A"

**Activities and Operational Information**  
for  
**AJ CULTURAL AND EDUCATIONAL**  
**FUND, Inc.**

This organization shall not, in any way, provide assistance to any foreign government nor agency of such government in the delivery of its services. Through the havoc reeked on the civilian populations by natural disaster, youth and children suffer more than the adults because they are less prepared to fend for themselves and are most often orphaned. The mission of the organization is to giving comfort to the afflicted by carrying out holistic relief operations, bring good news and resources to those affected by major disasters in the Islands of the Caribbean. Of the populations to be served by our initiatives, the youth and children will be a priority. The disruption of educational activities is one of the first casualties of major disasters. Most West Indian countries are in need of educational text books notwithstanding any major disasters. Other American missionary groups operating schools in the West Indies are in need of books and other school supplies. We will solicit and store such educational supplies in order to assist these other charitable initiatives. The primary activities of this organization will fall into three categories; identification of populations in need, gathering and storage of resources and, the shipping and distribution of resources. This mission will be carried out through the following activities:

**Gift of Books** – Surplus books will be solicited from publishing houses, boards of education, and library systems for the purpose of shipping to other American charitable and educational relief entities working in the Caribbean Islands. While Creole languages are spoken throughout The Caribbean Islands, English is the business language of most the Caribbean Islands and is taught in most schools. The books solicited will be at the primary and secondary education levels. We are currently in the process of:

- seeking a location to store all of the resources to be solicited;
- establishing relations with other relief organizations; and
- researching the needs of the Caribbean populations currently in peril

The board of directors of this organization are the parties volunteering to accomplish the aforementioned objectives. Each of the board members averages five hours per week on these tasks. In the future, we intend to hire a full-time staff person who will devote at least one quarter (1/4) of their time to the foregoing tasks.

**Clothing** – All refugee populations are usually displaced from their homes and belongings. Many have only the clothes on their backs, which are often tattered. Thus, there is tremendous need for clothing among these refugee populations. AJCEF will conduct clothing drives to gather used and discarded clothing for the purpose of shipping and distributing such clothing to the Caribbean Islands refugee populations. These solicitations will be conducted through:

- print and electronic media via public service announcements (PSAs);
- door-to-door solicitation campaigns; and
- appeals to clothing retailers and manufacturers



The board of directors of this organization as well as community volunteers are the parties volunteering to accomplish the aforementioned objectives.

Each of the board members and volunteers will devote 20 hours per year to the accomplishment of these tasks. In the future, we intend to hire a full-time staff person who will devote at least one quarter (1/4) of their time to the foregoing clothing gathering and distribution tasks.

The board of directors of this organization as well as community volunteers are the parties volunteering to accomplish the aforementioned objectives.

Each of the board members and volunteers will devote 20 hours per year to the accomplishment of these tasks. In the future, we intend to hire a full-time staff person who will devote at least one quarter (1/4) of their time to the foregoing medical supply gathering and distribution tasks.

**Annual Gala** – Beginning in the fall of 2014, AJCEF will conduct an annual Gala as a fund-raiser and recognition dinner for the organization's volunteers and the supporters of our initiatives. This event will be held at one of Atlanta's major hotels. Tickets will be sold to this event and such tickets will state that the cost of the meal will not be deductible as a charitable donation to ACCF. The date for this event has not yet been established, but we intend to do it in late spring each year. The board of directors will appoint a special committee to take charge in conducting the event each year and the activity will be our annual special event fund-raiser. Most of the activities and solicitations of the organization will involve

volunteer personnel services and in-kind contributions/donations. Therefore, ACCF cash needs will not be high. In 2005, AJCEF will hire one part-time coordinator to oversee its operations and we do intend to incur some expenses related to storage space, office space, shipping and production costs.

### **Planned Domestic Activities**

Beginning in the fall of 2014, a series of community seminars will be launched to educate and inform the general public on the various cultures of the West Indies. These sessions will be facilitated by volunteer scholars, historians, artisans and others with knowledge of the various cultures of the area. The Atlanta University will be a major resource for lecturers and presenters for this project. The educational purpose of these sessions will be to diminish the social distance between the American general public and persons from the West Indies. These sessions will be conducted at local churches and community centers. It is our plan to conduct at least six sessions per year.

**100% of the organization's efforts will be devoted to all of the foregoing activities.** The board of directors of this organization as well as community volunteers are the parties volunteering to accomplish the aforementioned objectives. Each of the board members and volunteers will devote 20 hours per month to the accomplishment of these tasks. In the future, we intend to hire a full-time staff person who will devote at least one quarter (1/4) of their time to the foregoing activities and tasks.



### **Administrative Staffing**

The organization begin with one part-time paid staff position; the Executive Director. In the second year, if resources are available, that position will be made full-time. This person will coordinate all program activities ranging fro recruitment and management of volunteers to handling all aspects of service delivery. He/she will report to the board of directors and be the liaison between the governance body, community and those to be served.

### **Location**

All activities will be conducted at local churches and community centers. No fees or rents will be charged for our activities.

### **Timetable**

All activities will commence in the winter spring summer fall of 2014

### **Publicity**

All program activities will be publicized to the general public through public service announcements (PSA) made through the print and electronic media.

# **Proposed Budgets**



**Proposed Budgets  
For  
AJ CULTURAL and EDUCATIONAL  
FUND, Inc.**

## Proposed Budgets

<b>INCOME:</b>	<b>2014</b>	<b>2015</b>	<b>2016</b>	<b>2017</b>
Donations (public)	5,000	5,000	5,000	5,000
State of Georgia	2,000	2,000	2,000	2,000
Foundations	1,000	1,000	1,000	1,000
Corporate Donations	1,000	1,000	1,000	1,000
<b>Total Income</b>	<b>\$9,000</b>	<b>\$9,000</b>	<b>\$8,000</b>	<b>\$8,000</b>
<b>EXPENSES:</b>				
Salaries (Part-time Staff Coordinator)	2,500	2,500	2,500	2,500
FICA	200	200	200	200
Shipping	1,500	1,500	1,500	1,500
Space Rental	1,000	1,000	1,000	1,000
Travel (conferences)	500	500	500	500
Postage/Duplicating/Print	750	750	750	750
Phones	800	800	800	800
Website (construction & Maintenance)	910	910	910	910
Office Supplies	1,440	1,440	1,440	1,440
<b>Total Expenses</b>	<b>\$9,000</b>	<b>\$9,000</b>	<b>\$9,000</b>	<b>\$9,000</b>

# **Board List**



**List Of Board Members  
For  
AJ CULTURAL AND EDUCATIONAL FUND, Inc.**

Alan Stewart – President  
1422 Chattahoochee Circle  
Roswell, GA 30075

Alan Alberga - Secretary  
1576 Brewer Boulevard  
Atlanta, Ga 30310

Astley Leslie, Treasurer  
1422 Alice Avenue,  
Lithonia , GA 30058

**VALRIE WALKER SANDERS**  
1398 Blvd. Lorraine, SW  
Atlanta, Georgia 30311

**Janet Y. Henry**  
**750 Garden View Dr.,**  
**Stone Mountain, GA 30083**

# **Resume(s) Of Key Personnel**



# Janet Y. Henry

750 Garden View Dr., Stone Mountain, GA 30083  
(Mobile) 770.617.5629 (Home) 770.413.3990  
janethenrymunk@bellsouth.net

**OBJECTIVE:** To obtain a position in the Management and Program Analyst field that will allow me to utilize my skill to meet the mission and goals of an organization.

**PROFESSIONAL PROFILE:** Organized, articulate Administrative Professional with 18+ years of progressively experience in the strategic areas of administrative operations, financial management and customer service skills. Excellent organization, research, and communication capabilities. Demonstrate ability to prioritize tasks, meet time-sensitive deadlines, and work independently to achieve goals.

## SUMMARY OF QUALIFICATION:

- Program Analyst-Office on Smoking and Health (OSH), Epidemiology Branch
- Two years as a Management and Program Analyst for the National Diabetes Prevention Program, DDT, CDC
- One year as the Administrative Specialist with the Extramural Research Program Office (ERPO)
- Two and a half years as the Lead Administrative Assistant to the Director and Deputy Director of Office on Smoking and Health (OSH)
- Two and a half years' experience working with the Lead Poisoning Prevention Branch (LPPB) at the Centers for Disease Control and Prevention (CDC) as a Program Analyst and Committee Management Specialist for the Advisory Committee on Childhood Lead Poisoning Prevention (ACCLPP)
- 10 years with the CDC Federal Credit Union as a Branch Manager

## EMPLOYMENT HISTORY

Centers for Disease Control & Prevention (CDC) April 2012-present  
Office of Smoking and Health, Epidemiology Branch

### Program Analyst

Function as the point of contact for branch's automation and logistical issues as well as coordinating point of contact for the Branch Chief, Deputy Branch Chief, and Public Health Analyst. Specific responsibility for this position includes, but not limited to:

- Provide extensive technical advice and assistance on budget planning.
- Process ICE, EPMIS and E-IRIS transactions
- Create and manage agency agreements
- Coordinator for the branch's SharePoint site
- Coordinates suspense and other high-level requests for information from the OSH, OD and NCCD OD.
- Other duties as assigned

Centers for Disease Control & Prevention (CDC) July 2009-Sept 2011  
Division of Diabetes Translation (DDT)

### Management and Program Analyst

Served as the division liaison for the Health Impact.Net, ORISE and Unliquidated Obligations (ULO). Provided comprehensive day to day administrative services and support functions on behalf of the division. Demonstrated knowledge of federal administrative policies, regulations, directives and procedures. Reviewed and analyzed policies and directives and provided guidance on application. Worked to improve the effectiveness, efficiency and timelines of administrative functions and work process. Conducted human resource analyses, providing reports and responding to requests for staffing data. Served as liaison for internal and external customers and contacts. Ensured that DDT supervisors and staff are informed of all administrative policies and procedures. Prepared briefing materials, correspondence and reports. Worked with staff to prepare appropriate documents for posting to CDC Intranet and Internet.

**Key Accomplishments**

- **National Diabetes Prevention Program:** Served as the liaison for the Primary Prevention Work Group (PPWG), this includes participants from outside of the CDC and the division's staff. I planned, coordinated and execute all meetings pertaining to the PPWG, and recently I was instrumental in the development and dissemination of information on the prevention of Type 2 Diabetes.
- **Internal and External Document and Material Controls:** Conducted inventory of existing and electronic hardware documents and materials. Established a system for cataloging, organizing and tracking documents and materials including correspondences, budget/funding documents, PowerPoint presentations, journal articles, publications and legislative reviews. Worked with staff to prepare appropriate documents for posting to CDC Intranet and Internet website.
- **Document and Material Management:** Established a protocol for documents and materials management. Managed documents and materials, and assist staff in understanding documents and materials management protocols and using electronic and hardcopy filing systems. Coordinated and tracked the flow of documents from external sources to staff.
- **Meetings, Correspondence and Reports:** Worked with staff to develop agendas for internal meetings. Prepared drafts and circulate for comments, revise and finalize agendas. Worked with staff to develop briefing folders and materials for meetings, conferences and information sharing with partner organizations.  
Work includes research to gather background information, such as Internet searches on organizations and individuals.

**Centers for Disease Control & Prevention (CDC)**  
**(NCCDPHP)/ Extramural Program Office (ERPO)**

May 08-July 2009

**Program Analyst**

Functioned as a point of contact for all administrative issues as well as coordinate administrative activities for the office of the Director, support includes providing administrative guidance and assistance on procedures, instructions, and regulations to staff members. Provided advanced administrative and programmatic support to the Extramural Research Program Office Director and Staff.

Developed and maintained administrative, programmatic, and technical procedures for the day-to-day operations of the Office. Initiate, plan, and coordinate communication among office staff to ensure and facilitate the timely flow of information and results of activities. Prepared executive level correspondence and reports and performed database management and analysis to assist scientists with surveillance, research, and to assist the Director with development of databases for the office financial budgets, staffing and travel. Provided advanced program and technical support in the areas of research development, grant and contract management, budget, time-keeping and short-term and long-term special projects. Developed and maintained systems to track and oversee Extramural functions and activities. Maintained calendar of meetings, conferences, conference calls, and scheduling of other organizational events. Developed and maintain directives and design, development, documentation, and implementation of various reporting



systems. Respond to request for information and administrative problems. Tracked and assist in the preparation of requests for information and specials. Prepared general and non-technical correspondence.

**Centers for Disease Control & Prevention (CDC)**

Sept 07-April 08

The Division of Birth Defects and Developmental Disabilities (DBDDD)  
Birth Defects Branch

**Management and Program Analyst**

Provided advanced administrative and programmatic support to the Branch Chief and Birth Defects Branch Office of the Director. Developed and maintained administrative, programmatic, and technical procedures for the day-to-day operations of the Branch. Initiated, planned, and coordinate communication among branch staff to ensure and facilitate the timely flow of information and results of activities.

Developed, maintained and use data systems to access, analyze, and disseminate information; and interpret the results of quantitative and qualitative analysis to advice management on the effectiveness of the administrative and programmatic operations and other issues.

Provided advanced program and technical support in the areas of research development, grant and contract management, budget, time-keeping and short term and long term special projects. Developed and maintained directives and design, development, documentation and implementation of various reporting systems. Perform database management and analysis to assist scientist with surveillance, research, and to assist the Branch Chief with development of databases for Branch Financial budgets, staffing and travel.

I prepared, oversee and maintain branch financial spreadsheets. Assist the Branch Chief and research scientists with preparation of reports, presentations, and papers for publication in scientific journals. Prepared travel logistics and other task orders for visiting research scientists. Developed and maintained systems to track and oversee Birth Defects Branch functions and activities.

**Centers for Disease Control & Prevention (CDC)**  
NCCDPHP/Office of Smoking and Health (OSH)

Sept 05- Sept 07

**Lead Administrative Assistant**

Functioned as a point of contact for all administrative issues as well as coordinate administrative activities for the office of the Director, Office of Smoking and Health (OSH). This includes the Deputy Director, Associate Director for Policy, Associate Director for Program Development, Associate Director for Science, Lead Strategic Coordinator and the Policy Unit Staff. Support included providing administrative guidance and assistance on procedures, instructions, and regulations.

- Managed administrative workflow and overall quality and efficiency of day to day staff operations.
- Provided oversight for the administrative management program. Provide input in resolving problems and communicate trends observed and analyzed in administration management.
- Provided liaison support to other Divisions within the NCCDPHP for the integration, coordination and collaboration on tobacco-use prevention and control activities. Includes preparation of materials, coordination of meetings, follow-up on joint activities and the integration of reporting on these activities into other office program reports.

- Maintained calendar of meetings, conferences, conference calls, and scheduling of other organizational events.
- Prepared executive level correspondence and reports. Respond to request for information and administrative problems.
- Tracked and assisted in the preparation of requests for information and specials. Prepared general and non-technical correspondence and specials. Assure quality control for Office operational procedures with all staff.
- Reviewed and ensure all correspondence packages, including executive correspondence packages, use the correct format, grammar, punctuation, spelling, and conform to current administrative policies
- Prepared and maintained a resource guide for OD programs
- Coordinated OD meetings, setting agenda and documenting action items. Managed calendar for the Director, Deputy Director and Associate Directors and schedule appointments. Coordinate, schedule, track and support meetings for the purpose of sharing information. Provided logistical support for meetings, seminars, and conferences. Arranged meetings, including space and time and inform participants of topics to be discussed
- Developed and maintained a system for monitoring the office's travel and training
- Process training orders and make necessary reservations for lodging, airlines, etc. in support of the OD staff. Coordinate travel arrangements and prepare travel and arranging schedule of visits. Projected and submitted cost for the travel budget

**Centers for Disease Control & Prevention (CDC)**

Feb 03-July-05

National Center for Environmental Health (NCEH) Lead Poisoning and Prevention Branch (LPPB)

#### **Program Analyst**

As a Program Analyst, I served as direct liaison for the Department of Health and Human Services (DHHS) appointed members of the Advisory Committee on Childhood Lead Poisoning Prevention (ACCLPP). In this capacity I communicated daily with members on all aspects of their committee involvement to ensure that the ACCLPP charter mandates are fulfilled. I was responsible for the preparation of the nomination packets for new potential members for approval from DHHS. I worked closely with the Branch Chief on matters related to the committee and with the Epidemic Intelligence Service (EIS) officer and other Lead Poisoning Prevention Branch (LPPB) professional staff members on special projects for the subgroup such as the Lead and Pregnancy project. I have developed and administered time lines for all ACCLPP related issues on behalf of the branch. I provided over site on the branch's customer service relations and general quality control issues. Another responsibility was to research and create expenditure reports on behalf of the branch. I have developed written procedures for non-branch travelers and a tracking mechanism which is currently being utilized branch wide. I negotiated contracts with hotels and conference room space providers and actively participate in meeting planning and execution of meetings.

Managed and oversees the branch customer service relations and general quality control issues

- Liaison for the Advisory Board on Childhood Lead Poisoning and Prevention (ACCLPP)
- Prepared and submitted nomination packages for possible new nominees or reappointments to the office of the Secretary of Health and Human Services (HHS)
- Researched and create financial reports on branch expenditure
- Assist with meeting planning, and execution of meetings on behalf of the branch
- Prepare 20+ memo to the Office of the Director for approval
- Processed committee members' travel orders and travel vouchers
- Prepared Federal Registry Notices (FRN)
- Assisted with the acquisition of meeting space for meetings
- Negotiated Contract with hotel of choice
- Researched and obtain medical articles on behalf of the ACCLPP



**CDC Federal Credit Union**  
Atlanta, GA 30359

March 93-Jan 03

**Branch Manager**

Ensured the satisfactory delivery of financial services to the members. On a daily basis I administered the operational and lending functions of the branch office. I was responsible for administering policies, practices and procedures for branch operations. On a yearly basis I administered and forecast annual budget expenditures and initiated other branch operational planning. I was instrumental in developing and implementing written procedures for standard office operations.

Utilized the FITECH (Manager Gold Systems) to execute the daily processing of contractual documents, agreements, mortgage loans, construction loans, equity line of credits, consumer credit cards and other financial transactions. I was responsible for hiring, and provided on the job training for new staff and conducted performance evaluations. It was my responsibility to interpret new procedures, new products, policies, and rules to maintain effective levels of performance and coordinated staff training to ensure compliance with polices and rules to maintain effective levels of performance. I also conducted monthly staff meetings to present updates and evaluate branch goals. I personally screened newly hired personnel on behalf of the Credit Union during their probationary period. I conducted and attended monthly manager's meetings with my immediate supervisor and/or Senior Executives of the Credit Union, other branch managers and marketing director to discuss, resolve issues and implement procedures that impacted overall service to our members. I conversed daily with a variety of members and provided assistance and advice on issues associated with financial matters.

- Managed and ensured satisfactory delivery of financial services to members
- Managed and administered the operational and lending functions of the branch office
- Administered policies, practices and procedures for the branch operation
- Managed, administered and forecast annual budget expenditures for the branch.
- Managed and administer and initiate branch operational planning on year-to-year basis
- Created and maintained an atmosphere to stimulate and motivate associates to achieve smooth branch and Credit Union operations
- Processed contractual documents and agreements
- Maintained productive workflow
- Conducted monthly staff meetings
- Interviewed and hire new staff as well as provide on the job training
- Reviewed job descriptions for accuracy
- Trained new staff on the rules and regulations pertaining to all aspects of internal operating procedures, and associate processing, contracts, memorandum of agreements and grants
- Developed and implemented written procedures for standard office operations
- Discussed and negotiate prices for new member services
- Ensured adequate staff levels and adapt manning tables for efficiency
- Evaluated all branch operating systems and procedures
- Administered the processing of consumer loans
- Administered the processing of 2<sup>nd</sup> mortgages and Equity Lines of Credit (ELOC)
- Administered the establishment of Visa Credit Card accounts
- Administered Certificates of Deposits

**COMPUTER SKILLS**

Word Perfect 2000, Microsoft Word, Power Point Excel, Access and various federal agency packages

**CDC TRAINING**

GSA travel

Effective Briefing Techniques  
Introduction to Public Health Surveillance

**PROFESSIONAL LICENSES**

Licensed agent – life and health insurance with Primerica

**EDUCATION**

- Saint Catherine High School (Spanish Town, St. Catherine, Jamaica W.I.)  
1981-1986
- Associates Degree (St. Catherine High School) 1985-1986
- DeKalb Community College
- Fredricksson School of Danish (Denmark)  
Fredricksson School for Danish                      Student  
Fredricksson Denmark                                  Dec 1994-Dec 1995  
Studied Danish grammar, written and spoken language

**NON-PAID EXPERIENCE**

Ms. Green's Wish (non profit organization) Executive Director

- The Executive Director is responsible for the day to day operation of the organization, this includes;
  - Serve as primary contact for the organization
  - Review and assist with the approval process for the request for assistance
  - Managed and assisted with the development of the goals, mission and objectives on behalf of the Organization
  - Authored, designed and developed the graphic designs for the website, brochure and educational booklet
  - Manage and assist with the implementation of the budgetary expenditure on a yearly basis
  - Established working relationship with eight different Caribbean countries as designated in the organization's mission and objectives

Developed, coordinated and administered fundraising efforts for the Children's Miracle Network on behalf of the Credit Union on a yearly basis.

References and letters of recommendation available upon request



**VALRIE WALKER SANDERS**

1398 Blvd. Lorraine, SW  
Atlanta, Georgia 30311

**Home Phone/Fax:** 404-752-6080

**Email:** valriews@gmail.com

**EDITOR/TECHNICAL WRITER, GRANT WRITER**

**PROFESSIONAL SUMMARY**

A highly motivated, committed and goal-oriented community organizer and advocate, with experience defining, implementing and evaluating projects. Recognized leader with demonstrated experience in building and maintaining strong community partnerships and establishing community collaborative efforts. Experienced in editing, technical writing and grant writing. Expertise in development and fund-raising, budgeting and implementing special events and international projects. Conducted corporate funding research. Led several grant writing teams. Received and administered funding totaling \$60,000. Received State commendation and recognition for effective managing and completion of projects. Coordinated board development. Delegated duties to volunteers.

**EMPLOYMENT HISTORY**

June 2013 to present – U.S. Department of Commerce (Census Bureau). Field Representative.

December 2012 – May 2013 – TJFact, Atlanta, Georgia. Editor/Technical Writer.

August 2011 to May 2013 – SCSEP. Atlanta, Georgia. Title V Federally Funded Program. Host Agencies: Southern Partners Fund. Grant Writer. Quality Living Services. Office Assistant. Assist with grant writing.

July 2004 to June 2009 – Sutherland Asbill & Brennan LLC, Atlanta, Georgia. Legal Assistant to Senior Partner and several associates in Real Estate Department. Performed legal support duties.

- Managed private investment accounts for Senior Partner.
- Made online travel arrangements for speaking engagements.
- Assist with preparation of Power Point presentations.

**COMMUNITY/INTERESTS**

Extensive international travel to Africa, the Caribbean, Europe and the Far East.

January 2012 to present - SCLC/Women, Inc., Atlanta, Georgia.

Chairperson of the International Task Force

September 2011 – A Regional Representative at the White House Community Leaders Briefing

April 2011 to present - Coordinate and instruct Citizenship & Integration classes for permanent U.S. residents. Venue: Atlanta-Fulton County Public Library, Atlanta, Georgia.

2009 – GCAHC Representative at the FEMA Black Leadership Conference, Washington, DC

2006 to present – Founding President and Special Events Director of the Georgia Caribbean American Heritage Coalition, Inc. (GCAHC);

Chairperson of the GCAHC Complete Count Committee for U.S. Census 2010

August 2008 - Awarded the Georgia Secretary of State's Outstanding Georgia Citizen/Goodwill Ambassador.

1993 to 1995 – Atlanta Chamber of Commerce - Business Volunteer for the Arts.  
Assist non-profit groups with corporate funding research and board development.  
1990 to 1996 - Sankofa Cultural Dance Co., Atlanta, Georgia. Development Coordinator.  
Published author of *African Hospitality* (Xlibris Publishing Co., 2012).

**EDUCATION**

- 1993 - Atlanta Law School - Juris Doctor Degree
- 1991 - Georgia State University -Master of Arts in International Relations  
Awarded Regents Opportunity Scholarship

**SOFTWARE SKILLS**

Microsoft Office – Word, Excel, Power Point training, Outlook, Word Perfect, Publisher,  
Internet Search Engines.



# **Fundraising Statement**

**Fundraising Statement For  
AJ CULTURAL AND EDUCATIONAL FUND, Inc.**

This organization will solicit grant support from the City of Atlanta, Fulton County, and the state of Georgia (all government agencies). Each of these funding sources issues *Request For Proposals* (RFP) annually and this organization will respond by submitting applications for grant support. Additionally, we will seek funding from United Way, other publicly supported organizations and the general public. We will solicit and accept donations from the general public. No solicitations have been made to date because all listed sources require that applicants have the 501(c)(3) tax exempt status before applying for support.



# **Conflict of Interest Policy**

## **Bylaws**

### **ARTICLE FIFTEEN** **Conflict of Interest Policy**

**15.1 Conflict of Interest Policy & Compensation/Salary Declaration** Any director, officer, or key employee who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of their interest to the Board or committee prior to its acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction that might reasonably be construed to be adverse the corporation's interest.

No member or director shall cast a vote on any matter which has direct bearing on services to be provided by that member, director, or any organization which such member or director represents or in which such member or director has an ownership interest or is otherwise interested or affiliated, which would directly or indirectly financially benefit such member or director. All such services will be fully disclosed or known to the Board members present at the meeting at which such contract shall be authorized.

Any director, officer, or key employee of *AJ CULTURAL AND EDUCATIONAL FUND* who has an interest in a contract or other transaction presented to the Board or a committee thereof for authorization, approval, or ratification shall make a prompt and full disclosure of his/her interest to the Board or committee prior to acting on such contract or transaction. Such disclosure shall include any relevant and material facts known to such person about the contract or transaction which might reasonably be adverse to the corporation's interest.

The body to which such disclosure is made shall thereupon determine by a vote of seventy-five percent (75%) of the board members entitled to vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict of interest is deemed to exist, such person shall not vote on, nor use his or her personal influence on, nor participate (other than to present factual information, or respond to questions) in the discussions or deliberations with respect to such contract or transaction. Such person may be counted in determining whether a quorum is present but may not be counted when the Board or committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, the abstention from voting and participation, and whether a quorum was present but may not be counted when the Board or committee of the Board takes action on the transaction. The minutes of the meeting shall reflect the disclosure made, the vote thereon, the abstention from voting and participation, and whether a quorum was present.

#### **Purpose**

The purpose of the conflict of interest policy is to protect the *AJ CULTURAL AND EDUCATIONAL FUND* interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the



Organization 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.

### **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:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization 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 Organization 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.

### **- 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.

#### **2. 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 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 Organization 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 Organization'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.

**Records of Proceedings**

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

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.

**- Compensation**

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization 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 Organization 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 Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

**- Annual Statements**

Each director, 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
- d. Understands the Organization 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.

**- Periodic Reviews**

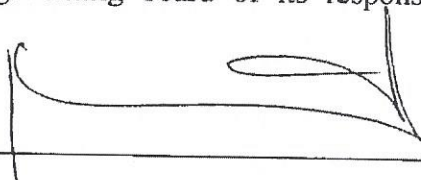
To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- 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 organizations conform to the Organization'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.

**- Use of Outside Experts**

When conducting the periodic reviews as provided for in Article VII, the Organization 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.

President



Date

3 - 12 - 14