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Form **990-EZ**Department of the Treasury
Internal Revenue Service**Short Form**
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.

▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-1150

2009Open to Public
Inspection**A** For the **2009** calendar year, or tax year beginning **JUL 1, 2009** and ending **JUN 30, 2010****B** Check if applicable:

- ☐ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization**CHILD HEALTH ASSOCIATION OF SEWICKLEY, INC.**

Number and street (or P.O. box, if mail is not delivered to street address)

1108 OHIO RIVER BLVD

City or town, state or country, and ZIP + 4

SEWICKLEY, PA 15143**D** Employer identification number**25-6061722****E** Telephone number**412-741-3221****F** Group Exemption Number ▶

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting method: ☒ Cash ☐ Accrual

Other (specify) ▶

I Website: ▶ **WWW.CHILDHEALTHASSOCIATION.ORG****J** Tax-exempt status (check only one) — ☒ 501(c) (**3**) ◀ (insert no.) ☐ 4947(a)(1) or ☐ 527**H** Check ☐ if the organization is **not****K** Check ☐ if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally **not** more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **409,300.****Part I** **Revenue, Expenses, and Changes in Net Assets or Fund Balances** (See the instructions for Part I.)

| | | | | |
|------------|---|--|----------|----------|
| Revenue | 1 | Contributions, gifts, grants, and similar amounts received | 1 | 43,643. |
| | 2 | Program service revenue including government fees and contracts | 2 | |
| | 3 | Membership dues and assessments | 3 | 7,320. |
| | 4 | Investment income | 4 | 19,609. |
| | 5a | Gross amount from sale of assets other than inventory Stmt 5 | 5a | 140,403. |
| | b | Less: cost of other basis and sales expenses | 5b | 147,627. |
| | c | Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) | 5c | -7,224. |
| | 6 | Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/> | | |
| | a | Gross revenue (not including \$ of contributions reported on line 1) | 6a | 99,338. |
| | b | Less: direct expenses other than fundraising expenses | 6b | 66,196. |
| c | Net income or (loss) from special events and activities (Subtract line 6b from line 6a) | 6c | 33,142. | |
| 7a | Gross sales of inventory, less returns and allowances Stmt 8 | 7a | 21,991. | |
| b | Less: cost of goods sold | 7b | | |
| c | Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) | 7c | 21,991. | |
| 8 | Other revenue (describe ▶ See Statement 4) | 8 | 76,996. | |
| 9 | Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8 ▶ | 9 | 195,477. | |
| Expenses | 10 | Grants and similar amounts paid (attach schedule) Stmt 7 | 10 | 147,748. |
| | 11 | Benefits paid to or for members | 11 | |
| | 12 | Salaries, other compensation, and employee benefits | 12 | |
| | 13 | Professional fees and other payments to independent contractors | 13 | 5,986. |
| | 14 | Occupancy, rent, utilities, and maintenance See Statement 6 | 14 | 9,166. |
| | 15 | Printing, publications, postage, and shipping | 15 | 3,407. |
| | 16 | Other expenses (describe ▶ See Statement 1) | 16 | 14,552. |
| | 17 | Total expenses. Add lines 10 through 16 ▶ | 17 | 180,859. |
| Net Assets | 18 | Excess or (deficit) for the year (Subtract line 17 from line 9) | 18 | 14,618. |
| | 19 | Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) | 19 | 817,844. |
| | 20 | Other changes in net assets or fund balances (attach explanation) | 20 | |
| | 21 | Net assets or fund balances at end of year. Combine lines 18 through 20 ▶ | 21 | 832,462. |

Part II **Balance Sheets.** If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ.

(See the instructions for Part II.)

| | (A) Beginning of year | (B) End of year |
|---|-----------------------|-----------------|
| 22 Cash, savings, and investments | 116,320. | 87,887. |
| 23 Land and buildings | 20,533. | 18,561. |
| 24 Other assets (describe ▶ See Statement 2) | 684,850. | 727,788. |
| 25 Total assets | 821,703. | 834,236. |
| 26 Total liabilities (describe ▶ See Statement 3) | 3,859. | 1,774. |
| 27 Net assets or fund balances (line 27 of column (B) must agree with line 21) | 817,844. | 832,462. |

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LHA For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form **990-EZ** (2009)

Form 990-EZ (2009)

SEWICKLEY, INC.

25-6061722

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Expenses

What is the organization's primary exempt purpose? **See Statement 10**

(Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others)

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, and other relevant information for each program title.

28 DETERMINATION OF ELIGIBILITY OF CHILD WELFARE ORIENTED
ORGANIZATIONS, ALLOCATION OF GRANTS, MONITORING THE USE OF
GRANT FUNDS TO PROMOTE CHILD WELFARE IN ALLEGHENY COUNTY.

28a 33,111.

(Grants \$) If this amount includes foreign grants, check here

29 _____

29a _____

(Grants \$) If this amount includes foreign grants, check here

30 _____

30a

(Grants \$) If this amount includes foreign grants, check here

31 Other program services (attach schedule)

31a

(Grants \$) If this amount includes foreign grants, check here

32 Total program service expenses (add lines 28a through 31a)

| | |
|----|---------|
| 32 | 33.111. |
|----|---------|

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV)

[illegible]

CHILD HEALTH ASSOCIATION OF
SEWICKLEY, INC.

25-6061722

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Part V Other Information (Note the statement requirements in the instructions for Part V.)

| | Yes | No |
|---|----------|----------|
| 33 Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity | | X |
| 34 Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes | X | |
| 35 If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T. | | |
| a Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements? | X | |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | X | |
| 36 Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Sch. N | | X |
| 37a Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a 0. | | |
| b Did the organization file Form 1120-POL for this year? | | X |
| 38a Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return? | | X |
| b If "Yes," complete Schedule L, Part II and enter the total amount involved 38b N/A | | |
| 39 Section 501(c)(7) organizations. Enter: | | |
| a Initiation fees and capital contributions included on line 9 39a N/A | | |
| b Gross receipts, included on line 9, for public use of club facilities 39b N/A | | |
| 40a Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0. ; section 4912 ▶ 0. ; section 4955 ▶ 0. | | |
| b Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I | | X |
| c Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0. | | |
| d Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ 0. | | |
| e All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T | | X |
| 41 List the states with which a copy of this return is filed. ▶ PA | | |
| 42a The organization's books are in care of ▶ TREASURER Telephone no. ▶ (412) 741-3221 Located at ▶ 1108 OHIO RIVER BLVD, SEWICKLEY, PA ZIP + 4 ▶ 15143 | | |
| b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? | | X |
| If "Yes," enter the name of the foreign country: ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. | | |
| c At any time during the calendar year, did the organization maintain an office outside of the U.S.? | | X |
| If "Yes," enter the name of the foreign country: ▶ | | |
| 43 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43 N/A | | |
| 44 Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ | | X |
| 45 Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ | | X |

Form 990-EZ (2009)

CHILD HEALTH ASSOCIATION OF
SEWICKLEY, INC.

Part VI **Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only.** All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

- 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I
- 47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II
- 48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E
- 49a Did the organization make any transfers to an exempt non-charitable related organization?
- b If "Yes," was the related organization a section 527 organization?
- 50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

| | Yes | No |
|-----|-----|----|
| 46 | | X |
| 47 | | X |
| 48 | | X |
| 49a | | X |
| 49b | | |

| (a) Name and address of each employee paid more than \$100,000 | (b) Title and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans & deferred compensation | (e) Expense account and other allowances |
|--|--|------------------|---|--|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

f Total number of other employees paid over \$100,000

- 51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

| (a) Name and address of each independent contractor paid more than \$100,000 | (b) Type of service | (c) Compensation |
|--|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |
| | | |

d Total number of other independent contractors each receiving over \$100,000

| | | |
|--------------------------|---|--|
| Sign Here | Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. | |
| | Signature of officer <i>Janet B. Kovac</i> | Date 3.2.11 |
| | Type or print name and title Janet B. Kovac, President | |
| Paid Preparer's Use Only | Preparer's signature <i>[Signature]</i> | Date 01/03/11 |
| | Check if self-employed <input checked="" type="checkbox"/> | Preparer's identifying number (See instr.) |
| | Firm's name (or yours if self-employed), address, and ZIP + 4 CARSON & CO LLC 400 BROAD STREET, SUITE 1006 SEWICKLEY, PA 15143 | EIN Phone no. 412-741-8588 |

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

OMB No 1545-0047

2009

**Open to Public
Inspection**

Employer identification number
25-6061722

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☐ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)

9 ☒ An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)

10 ☐ An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Other

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box _____

g ☐ Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization? _____

(ii) A family member of a person described in (i) above? _____

(iii) A 35% controlled entity of a person described in (i) or (ii) above? _____

h ☐ Provide the following information about the supported organization(s).

| | Yes | No |
|----------|-----|----|
| 11g(i) | | |
| 11g(ii) | | |
| 11g(iii) | | |

[illegible]**Total**

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|--|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | | | | | | |
| 2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 3 The value of services or facilities furnished by a governmental unit to the organization without charge .. | | | | | | |
| 4 Total. Add lines 1 through 3 | | | | | | |
| 5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f) | | | | | | |
| 6 Public support. Subtract line 5 from line 4 | | | | | | |

Section B. Total Support

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|--|----------|----------|----------|----------|-----------|-----------|
| 7 Amounts from line 4 | | | | | | |
| 8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | | | | | | |
| 9 Net income from unrelated business activities, whether or not the business is regularly carried on | | | | | | |
| 10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV) | | | | | | |
| 11 Total support. Add lines 7 through 10 | | | | | | |
| 12 Gross receipts from related activities, etc. (see instructions) | | | | | 12 | |
| 13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/> | | | | | | |

Section C. Computation of Public Support Percentage

| | | |
|---|-----------|---|
| 14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) | 14 | % |
| 15 Public support percentage from 2008 Schedule A, Part II, line 14 | 15 | % |
| 16a 33 1/3% support test - 2009. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| b 33 1/3% support test - 2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| 17a 10% -facts-and-circumstances test - 2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| b 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization <input type="checkbox"/> | | |
| 18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions <input type="checkbox"/> | | |

Schedule A (Form 990 or 990-EZ) 2009

CHILD HEALTH ASSOCIATION OF

Schedule A (Form 990 or 990-EZ) 2009 **SEWICKLEY, INC.**

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Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)**Section A. Public Support**

| Calendar year (or fiscal year beginning in) | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|---|----------|----------|----------|----------|----------|-----------|
| 1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.") | 53,121. | 55,252. | 48,138. | 63,303. | 50,963. | 270,777. |
| 2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose | 110,382. | 192,263. | 124,588. | 167,223. | 121,329. | 715,785. |
| 3 Gross receipts from activities that are not an unrelated trade or business under section 513 | | | | | | |
| 4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf | | | | | | |
| 5 The value of services or facilities furnished by a governmental unit to the organization without charge | | | | | | |
| 6 Total. Add lines 1 through 5 | 163,503. | 247,515. | 172,726. | 230,526. | 172,292. | 986,562. |
| 7a Amounts included on lines 1, 2, and 3 received from disqualified persons | 25,000. | 20,000. | 15,000. | 27,294. | 25,621. | 112,915. |
| b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year | | | | | | 0. |
| c Add lines 7a and 7b | 25,000. | 20,000. | 15,000. | 27,294. | 25,621. | 112,915. |
| 8 Public support. (Subtract line 7c from line 6) | | | | | | 873,647. |

Section B. Total Support

| Calendar year (or fiscal year beginning in) | (a) 2005 | (b) 2006 | (c) 2007 | (d) 2008 | (e) 2009 | (f) Total |
|--|----------|----------|----------|----------|----------|------------|
| 9 Amounts from line 6 | 163,503. | 247,515. | 172,726. | 230,526. | 172,292. | 986,562. |
| 10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources | 25,066. | 26,596. | 28,566. | 33,898. | 12,385. | 126,511. |
| b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975 | | | | | | |
| c Add lines 10a and 10b | 25,066. | 26,596. | 28,566. | 33,898. | 12,385. | 126,511. |
| 11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on | | | | | | |
| 12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV) | | | | | | |
| 13 Total support. (Add lines 9, 10c, 11, and 12) | 188,569. | 274,111. | 201,292. | 264,424. | 184,677. | 1,113,073. |
| 14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input type="checkbox"/> | | | | | | |

Section C. Computation of Public Support Percentage

| | | |
|--|----|---------|
| 15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f)) | 15 | 78.49 % |
| 16 Public support percentage from 2008 Schedule A, Part III, line 15 | 16 | 78.38 % |

Section D. Computation of Investment Income Percentage

| | | |
|---|----|---------|
| 17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f)) | 17 | 11.37 % |
| 18 Investment income percentage from 2008 Schedule A, Part III, line 17 | 18 | 11.41 % |

19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☒

b 33 1/3% support tests - 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Schedule A (Form 990 or 990-EZ) 2009

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.**
▶ **Attach to Form 990 or Form 990-EZ.** ▶ **See separate instructions.**

OMB No. 1545-0047

2009

Open To Public Inspection

Name of the organization **CHILD HEALTH ASSOCIATION OF
SEWICKLEY, INC.**

Employer identification number
25-6061722

Part I

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- 1 Indicate whether the organization raised funds through any of the following activities. Check all that apply

- a** ☐ Mail solicitations
b ☐ Internet and email solicitations
c ☐ Phone solicitations
d ☐ In-person solicitations
e ☐ Solicitation of non-government grants
f ☐ Solicitation of government grants
g ☐ Special fundraising events

- 2 a** Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services?

☐ Yes☐ No

- b** If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

[illegible]**Total**

- 3** List all states in which the organization is registered or licensed to solicit funds or has been notified it is exempt from registration or licensing.

CHILD HEALTH ASSOCIATION OF

Schedule G (Form 990 or 990-EZ) 2009

SEWICKLEY, INC.

25-6061722 Page 2

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

| | | (a) Event #1 | (b) Event #2 | (c) Other events | (d) Total events (add col. (a) through col. (c)) |
|-----------------|--|----------------------|------------------------------|------------------------|--|
| | | BALL (event type) | ANTIQUE SHOW (event type) | None (total number) | |
| Revenue | 1 Gross receipts | 63,825. | 64,603. | | 128,428. |
| | 2 Less: Charitable contributions | 28,775. | 12,785. | | 41,560. |
| | 3 Gross income (line 1 minus line 2) | 35,050. | 51,818. | | 86,868. |
| Direct Expenses | 4 Cash prizes | | | | |
| | 5 Noncash prizes | | | | |
| | 6 Rent/facility costs | | | | |
| | 7 Food and beverages | | | | |
| | 8 Entertainment | | | | |
| | 9 Other direct expenses | 30,021. | 36,190. | | 66,211. |
| | 10 Direct expense summary. Add lines 4 through 9 in column (d) | | | | (66,211) |
| | 11 Net income summary. Combine line 3, column (d), and line 10 | | | | 20,657. |

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

| | | (a) Bingo | (b) Pull tabs/instant bingo/progressive bingo | (c) Other gaming | (d) Total gaming (add col. (a) through col. (c)) |
|-----------------|---|---|---|---|---|
| | | | | | |
| Revenue | 1 Gross revenue | | | | |
| | 2 Cash prizes | | | | |
| Direct Expenses | 3 Noncash prizes | | | | |
| | 4 Rent/facility costs | | | | |
| | 5 Other direct expenses | | | | |
| | 6 Volunteer labor | <input type="checkbox"/> Yes _____ % <input type="checkbox"/> No | <input type="checkbox"/> Yes _____ % <input type="checkbox"/> No | <input type="checkbox"/> Yes _____ % <input type="checkbox"/> No | |
| | 7 Direct expense summary. Add lines 2 through 5 in column (d) | | | | () |
| | 8 Net gaming income summary. Combine line 1, column (d), and line 7 | | | | |

9 Enter the state(s) in which the organization operates gaming activities: _____

a Is the organization licensed to operate gaming activities in each of these states?

b If "No," explain:

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If "Yes," explain:

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

| | Yes | No |
|-----|-----|----|
| 9a | | |
| 10a | | |
| 11 | | |
| 12 | | |

13 Indicate the percentage of gaming activity operated in:

a The organization's facility

13a %

b An outside facility

13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

15a

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer

☐ Employee

☐ Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

17a

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

| Form 990-EZ | Other Expenses | Statement | 1 |
|-------------------------------|----------------|-----------|---|
| Description | | Amount | |
| INSURANCE | | 7,808. | |
| CONTRACT LABOR | | 2,042. | |
| CONFERENCES AND MEETINGS | | 854. | |
| MISCELLANEOUS | | 2,659. | |
| SUPPLIES | | 1,039. | |
| TAXES | | 150. | |
| Total to Form 990-EZ, line 16 | | 14,552. | |

| Form 990-EZ | Other Assets | Statement | 2 |
|-------------------------------|--------------|-------------|---|
| Description | Beg. of Year | End of Year | |
| MUTUAL FUNDS - ENDOWMENT | 683,124. | 727,055. | |
| PREPAID EXPENSES | 1,726. | 108. | |
| ACCOUNTS RECEIVABLE | 0. | 625. | |
| Total to Form 990-EZ, line 24 | 684,850. | 727,788. | |

| Form 990-EZ | Other Liabilities | Statement | 3 |
|---------------------------------------|-------------------|-------------|---|
| Description | Beg. of Year | End of Year | |
| ACCOUNTS PAYABLE AND ACCRUED EXPENSES | 3,859. | 281. | |
| CASH OVERDRAFT | 0. | 1,493. | |
| Total to Form 990-EZ, line 26 | 3,859. | 1,774. | |

| Form 990-EZ | Other Revenue | Statement | 4 |
|--|---------------|-----------|---|
| Description | | Amount | |
| UNREALIZED GAIN ON MARKETABLE SECURITIES | | 76,996. | |
| Total to Form 990-EZ, line 8 | | 76,996. | |

| | | | |
|-------------|---|-----------|---|
| Form 990-EZ | Gain (Loss) From Publicly Traded Securities | Statement | 5 |
|-------------|---|-----------|---|

| Description | Gross Sales Price | Cost or Other Basis | Expense of Sale | Net Gain or (Loss) |
|------------------------|----------------------|------------------------|--------------------|-----------------------|
| | 140,403. | 147,627. | 0. | -7,224. |
| To Form 990-EZ, line 5 | 140,403. | 147,627. | 0. | -7,224. |

| | | | |
|-------------|--|-----------|---|
| Form 990-EZ | Occupancy, Rent, Utilities and Maintenance | Statement | 6 |
|-------------|--|-----------|---|

| Description | Amount |
|-------------------------------|--------|
| Depreciation | 1,972. |
| Other Expenses | 7,194. |
| Total to Form 990-EZ, line 14 | 9,166. |

| Form 990-EZ | Cash Grants and Allocations | Statement | 7 |
|--|-----------------------------|-----------|---|
| Class of Activity/Grantee's Name and Address | Grantee's Relationship | Amount | |
| FALL 2009 ALLOCATIONS QUAKER VALLEY RECREATION ASSOCIATION PO BOX 74 LEETSDALE, PA 15056 | None | 22,500. | |
| FALL 2009 ALLOCATIONS QUAKER VALLEY SCHOOL DISTRICT 203 GRAHAM STREET SEWICKLEY, PA 15143 | None | 39,000. | |
| FALL 2009 ALLOCATIONS FAMILY LINKS 2644 BANKSVILLE ROAD PITTSBURGH, PA 15216 | None | 6,100. | |
| FALL 2009 ALLOCATIONS THE NEIGHBORHOOD ACADEMY 5231 PENN AVENUE SUITE 200 PITTSBURGH, PA 15224 | None | 7,000. | |
| FALL 2009 ALLOCATIONS UNION AID SOCIETY 601 THORN STREET SEWICKLEY, PA 15143 | None | 7,000. | |
| SPRING 2010 ALLOCATIONS HOMELESS CHILDRENS EDUCATION FUND 2100 SMALLMAN STREET 2ND FLOOR PITTSBURGH, PA 15222 | None | 5,400. | |
| SPRING 2010 ALLOCATIONS SEWICKLEY COMMUNITY CENTER 15 CHADWICK STREET SEWICKLEY, PA 15143 | None | 7,415. | |
| BALL PROCEEDS PARTNER LAUGHLIN CENTER 424 FREDERICK AVENUE SEWICKLEY, PA 15143 | None | 10,000. | |
| ALL OTHER GRANTS NOT GREATER THAN \$5,000 | None | 43,333. | |
| Total Included on Form 990-EZ, Line 10 | | 147,748. | |

Form 990-EZ

Income and Cost of Goods Sold
Included on Part I, Line 7a

Statement 8

Income

| | | |
|--|--------|--------|
| 1. Gross receipts | 21,991 | |
| 2. Returns and allowances | | |
| 3. Line 1 less line 2 | | 21,991 |
| 4. Cost of goods sold (line 13) | | |
| 5. Gross profit (line 3 less line 4) | | 21,991 |

Cost of Goods Sold

| | |
|--|--|
| 6. Inventory at beginning of year | |
| 7. Merchandise purchased | |
| 8. Cost of labor | |
| 9. Materials and supplies | |
| 10. Other costs | |
| 11. Add lines 6 through 10 | |
| 12. Inventory at end of year | |
| 13. Cost of goods sold (line 11 less line 12). . | |

FORM 990-EZ

Information Regarding Transfers
Associated with Personal Benefit Contracts

Statement 9

- A) Did the organization, during the year, receive any funds,
directly or indirectly, to pay premiums on a personal
benefit contract? [] Yes [X] No
- B) Did the organization, during the year, pay premiums,
directly or indirectly, on a personal benefit contract? . . [] Yes [X] No

990-EZ Pg 2

Statement 10

TO PROMOTE CHILD WELFARE IN ALLEGHENY COUNTY.

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization 990-EZ**
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2009Attachment
Sequence No 67

Name(s) shown on return

Business or activity to which this form relates

Identifying number

**CHILD HEALTH ASSOCIATION OF
SEWICKLEY, INC.****Form 990-EZ Page 1****25-6061722****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

| | | | |
|---|---|---|----------|
| 1 | Maximum amount. See the instructions for a higher limit for certain businesses | 1 | 250,000. |
| 2 | Total cost of section 179 property placed in service (see instructions) | 2 | |
| 3 | Threshold cost of section 179 property before reduction in limitation | 3 | 800,000. |
| 4 | Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 | |
| 5 | Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5 | |

| 6 | (a) Description of property | (b) Cost (business use only) | (c) Elected cost |
|---|-----------------------------|------------------------------|------------------|
| | | | |
| | | | |
| | | | |
| | | | |

| | | | |
|----|---|----|--|
| 7 | Listed property. Enter the amount from line 29 | 7 | |
| 8 | Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 | |
| 9 | Tentative deduction. Enter the smaller of line 5 or line 8 | 9 | |
| 10 | Carryover of disallowed deduction from line 13 of your 2008 Form 4562 | 10 | |
| 11 | Business income limitation. Enter the smaller of business income (not less than zero) or line 5 | 11 | |
| 12 | Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11 | 12 | |
| 13 | Carryover of disallowed deduction to 2010. Add lines 9 and 10, less line 12 | 13 | |

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

| | | | |
|----|--|----|--------|
| 14 | Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year | 14 | |
| 15 | Property subject to section 168(f)(1) election | 15 | |
| 16 | Other depreciation (including ACRS) | 16 | 1,972. |

Part III MACRS Depreciation (Do not include listed property.) (See instructions)**Section A**

| | | | |
|----|--|----|--|
| 17 | MACRS deductions for assets placed in service in tax years beginning before 2009 | 17 | |
| 18 | If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/> | | |

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only - see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|--------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | S/L | |
| h Residential rental property | / | | 27.5 yrs. | MM | S/L | |
| | / | | 27.5 yrs. | MM | S/L | |
| i Nonresidential real property | / | | 39 yrs. | MM | S/L | |
| | / | | | MM | S/L | |

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|----------------|---|--|---------|----|-----|--|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs. | | S/L | |
| c 40-year | / | | 40 yrs. | MM | S/L | |

Part IV Summary (See instructions.)

| | | | |
|----|---|----|--------|
| 21 | Listed property. Enter amount from line 28 | 21 | |
| 22 | Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr. | 22 | 1,972. |
| 23 | For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 | |

**CHILD HEALTH ASSOCIATION OF
SEWICKLEY, INC.**

Form 4562 (2009)

25-6061722 Page 2

Part V **Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/ investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/ Convention | (h) Depreciation deduction | (i) Elected section 179 cost |
|--|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|
|--|-------------------------------------|--|-------------------------------|--|---------------------------|------------------------------|----------------------------------|---------------------------------------|

25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

26 Property used more than 50% in a qualified business use:

| | | | | | | | | |
|--|--|---|--|--|--|--|--|--|
| | | % | | | | | | |
| | | % | | | | | | |
| | | % | | | | | | |

27 Property used 50% or less in a qualified business use:

| | | | | | | | |
|--|--|---|--|--|-------|--|--|
| | | % | | | S/L - | | |
| | | % | | | S/L - | | |
| | | % | | | S/L - | | |

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | (a) Vehicle | | (b) Vehicle | | (c) Vehicle | | (d) Vehicle | | (e) Vehicle | | (f) Vehicle | |
|---|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|----------------|----|
| 30 Total business/investment miles driven during the year (do not include commuting miles) | | | | | | | | | | | | |
| 31 Total commuting miles driven during the year | | | | | | | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| 33 Total miles driven during the year Add lines 30 through 32 | | | | | | | | | | | | |
| 34 Was the vehicle available for personal use during off-duty hours? | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | | | | | | | |
| 36 Is another vehicle available for personal use? | | | | | | | | | | | | |

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

| | | |
|--|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | Yes | No |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? | | |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

Part VI **Amortization**

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|
|-----------------------------|------------------------------------|------------------------------|------------------------|---|--------------------------------------|

42 Amortization of costs that begins during your 2009 tax year:

| | | | | | |
|--|--|--|--|--|--|
| | | | | | |
| | | | | | |

43 Amortization of costs that began before your 2009 tax year **43**

44 Total. Add amounts in column (f). See the instructions for where to report **44**

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.*

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

| | | |
|---|--|---|
| Type or print File by the due date for filing your return. See instructions. | Name of Exempt Organization CHILD HEALTH ASSOCIATION OF SEWICKLEY, INC. | Employer identification number 25-6061722 |
| | Number, street, and room or suite no. If a P.O. box, see instructions 1108 OHIO RIVER BLVD, No. 802 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. SEWICKLEY, PA 15143 | |

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input checked="" type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

TREASURER

- The books are in the care of ► **1108 OHIO RIVER BLVD - SEWICKLEY, PA 15143**

Telephone No ► **(412) 741-3221**FAX No. ► **412-741-3997**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **February 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year _____ or► ☒ tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

| | | |
|---|-----------|---------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ |
| b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ |
| c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ N/A |

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions**LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 4-2009)

By-laws
The Child Health Association of Sewickley

Article I

Name

The name of this Corporation shall be the Child Health Association of Sewickley, hereinafter referred to as the "Corporation".

Article II

Purpose

The Corporation is organized pursuant to the Nonprofit Corporation Law (NPCL) of 1988, as amended, of the Commonwealth of Pennsylvania, and shall be organized and operated exclusively for charitable, scientific, literary and educational purposes permitted within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, including but not limited to developing the ability of its members to promote child welfare, and to promote child welfare in the Borough of Sewickley, the County of Allegheny and elsewhere in the Commonwealth of Pennsylvania. In furtherance of these purposes, the Corporation may exercise all rights and powers conferred by the laws of the Commonwealth of Pennsylvania upon nonprofit corporations.

Article III

Membership

Section 1. Classes of Members

The membership of the Corporation shall consist of three classes: provisional, active and associate.

- A. **Active members** are members who have completed the requirements of the 12-month provisional period, comply with the member responsibilities as outlined in the Member Handbook, and have full privileges of membership
- B. **Provisional members** are members during their first 12 months in the Corporation who are engaged in complying with the responsibilities precedent to admission to active membership.
- C. **Associate members** are former active members who have applied for and been duly transferred to associate status. They shall have all the privileges of membership, except those of making motions, voting and holding office.
- D. **Provisional and active members** shall be limited to a total of 80 women who are residents of the Quaker Valley School District at the time of admission to membership. Residency status and time will be considered pursuant to Article III, Section 6.A.

Section 2. Admission to Membership

A. Admission of Provisional Members

- 1. The candidate for provisional membership in the Corporation must reside in Quaker Valley School District and shall demonstrate a willingness and ability to do volunteer work and to support the Corporation.
- 2. Such candidate shall be sponsored by an active, provisional or associate member. Names of those proposed must be brought before the Board of Directors ("Board") for approval prior to the September membership meeting for September entry or prior to the January membership meeting for January entry into the Corporation.
- 3. The candidate's qualifications for membership shall be stated on the Corporation application and submitted to the Vice President.
- 4. Each application must be signed by the applicant and the sponsoring member.
- 5. The affirmative vote of a majority of the Board shall be required to elect a candidate to provisional membership.

B. Admission of Former Members

Former members, who have resigned in good standing or have been transferred to associate status, upon written request and being otherwise qualified, shall be reinstated to membership upon approval of the Board.

Section 3. Requirements, Duties and Privileges of Membership

- A. **Member Requirements** – To be considered a member in good standing, active and provisional members shall comply with member responsibilities for voluntary service, financial responsibilities and meeting attendance as set by the Board and published in the Member Handbook.
- B. **Meeting Attendance** – Active and provisional members are expected to attend all regular meetings. Each member is required to attend at least five regular meetings between September and May. Provisional members admitted in January are required to attend a minimum of three regular meetings between January and May. Members are requested to contact the Secretary prior to the meeting if they are unable to attend. It is the Board's discretion to consider extenuating circumstances for excessive absences on a case-by-case basis.
- C. **Voting** – Active members in good standing shall be entitled to vote at all regular and special meetings of the membership of the Corporation. Provisional members shall be entitled to vote on allocations and for officers five (5) months after their date of admission.
- D. **New Member Sponsorship** – It is the privilege of active, provisional and associate members to sponsor candidates for membership according to the procedures set forth in Article III, Section 2A. Each member may sponsor two (2) candidates per year.
- E. **Conflict of Interest** – In the event of the possibility of personal interest conflict, the member shall disclose her interest prior to the matter being considered, and it shall be recorded in the minutes. The member may participate in discussion after her disclosure, but shall abstain from voting on the matter.

Section 4. Meetings of Membership

A. Regular Meetings (i.e., Membership Meetings)

- 1. **Regular Meetings** – Regular meetings (also referred to as membership meetings) of the members of the Corporation, except as they may be otherwise determined by the Board, will be held on the second Friday of each month from September through May at such time and place as the Board shall so designate via Proper Notice not less than five days in advance of such meetings. "Proper Notice" shall be defined as communication in writing (including by e-mail). Telephone notice may only be used in urgent situations. When the words "Proper Notice" appear in these Bylaws, the meaning is "written," by mail, by telecopy or by electronic mail. The last regular meeting shall be known as the Annual Meeting.
- 2. **Community Research Recommendations** – The Community Research Committee shall present its recommendations on grant allocations to the membership at the November and April meetings, at which time discussion is requested and encouraged. All active and provisional members are expected to attend these meetings. Ballots to vote on proposed allocations shall be mailed one week prior to the December and May membership meetings. The final vote on allocations shall proceed at the December and May membership meetings. If a voting member is unable to attend the December or May membership meeting, absentee ballots shall be accepted and shall be received by the Community Research Chair prior to the membership meeting.

B. Special Meetings of Membership

Special meetings may be called at any time by the President or five active members, with at least five (5) days advance Proper Notice, specifying the date, hour and place. The purpose of a special meeting shall be stated in the notice thereof.

C. Waiver of Notice

Whenever any Proper Notice is required to be given to members by law, or pursuant to these By-laws or the Corporation's Articles of Incorporation (the "Articles"), a waiver thereof in writing signed by the member or members entitled to the notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of the notice. Except in the case of a special meeting, neither the business to be transacted at, nor the purpose of, a meeting need be specified in the waiver of notice of the meeting. In the case of a special meeting of members, the waiver of notice shall specify the general nature of the business to be transacted.

Attendance of a member at any meeting shall constitute a waiver of notice of the meeting, except where a member attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting was not lawfully called or convened.

Section 5. Quorum

A quorum shall consist of one-third (1/3) of the membership consisting of active members and those provisional members with voting privileges.

Section 6. Change in Membership Status or Termination

Requests for a change in membership status must be made in writing (or by e-mail) and will be considered by the Board on a case-by-case basis. Changes in membership status include those due to residency changes, a leave of absence, a transfer to associate status, or resignation. Requests for a change in membership status will be acted upon as the Board receives them.

A. Residency Change - Any provisional member or active member who has removed her residence from the Quaker Valley School District may request to remain a member and the Board may approve as long as she is able to meet her meeting attendance, financial and volunteer service requirements. The member must notify the Board of a residence change and request her desire to remain a member. Members must be in good standing for this change in membership status to be considered.

B. Leave of Absence - Provisional or active members may request a leave of absence. The Board will consider extenuating circumstances by individual petition. A leave of absence will last no longer than one year. During the leave, the member will be expected to meet all financial obligations but is exempt from volunteer service participation and meeting attendance and forfeits voting privileges. The timeframe of any leave of absence will be excluded from the time requirements necessary for provisional membership and/or for transfer to associate membership. Members must be in good standing for this change in membership status to be considered.

C. Transfer to Associate Status - In order to be transferred to associate status, an active member must have at least three years of membership with the Corporation (including her provisional year). Members must be in good standing for this change in membership status to be considered.

D. Resignation - A member may resign by submitting a written (or e-mail) request to the Vice President.

E. Termination - If any member of the Corporation shall fail to pay all delinquent dues within ten days after receiving the third notice provided for in Article VI, the Board shall terminate her membership without further action.

Section 7. Warning or Disciplinary Action

A. Member

Any member may be subject to warning or disciplinary action (up to and including termination) by a vote of two-thirds (2/3) of the Board at a special meeting for any of the following reasons:

1. Failing to perform any of the duties or member requirements set forth in Article III, Sections 2 and 3.
2. Failing to comply with confidentiality requirements.
3. Giving information to the press without proper authorization.
4. Taking any action deemed contrary to the best interests of the Corporation.

B. Director

Any Director may be removed from office at any special meeting, with or without cause, by a larger than majority vote of 2/3 of the Board of Directors in office, at its sole discretion, with or without cause, including, but not limited to:

1. Failing to perform any of the duties or requirements set forth in Sections 2 and 3 of Article IV.
2. Failing to comply with confidentiality requirements.
3. Giving information to the press without proper authorization.
4. Taking action deemed contrary to the best interests of the Corporation.

C. Officer

Any Officer may be removed, with or without cause, by a 2/3 vote of the Board of Directors in office, at its sole discretion, including, but not limited to:

1. Failing to perform any of the duties or requirements set forth in Sections 2 and 3 of Article IV.
2. Failing to comply with confidentiality requirements.
3. Giving information to the press without proper authorization.
4. Taking action deemed contrary to the best interests of the Corporation.

Section 8. Member Handbook

The Member Handbook with its membership list shall not be made available to anyone other than the members of the Corporation except by approval of the Board.

Article IV Board of Directors

The Board shall consist of nine (9) Directors, four (4) of whom are executive officers. (In Article VIII, the use of the word "Directors" includes "officers" and they shall have general control and direction of the affairs of the Corporation). The Board shall present to the membership all proposed major activities for ratification. All members of the Board shall be persons 18 years of age or older.

Section 1. The Executive Officers

The Executive Officers shall consist of a President, Vice President, Secretary, and Treasurer.

A. President

1. The President shall preside at all meetings of the members and the Board.
2. She shall have general executive management of the affairs of the Corporation.

3. She shall be an ex-officio member of all committees, except for the Nominating Committee.
4. She shall review bank accounts and investment accounts of the Corporation at least twice yearly and recommend any changes to the Board.

B. Vice President

1. The Vice President shall assist the President and shall act in her place during her absence.
2. She shall be the chair of the Membership Committee.
3. Each year she shall arrange for publication of the Member Handbook that will be provided to each active, provisional, and associate member. She shall arrange publication and distribution of any By-laws changes.
4. She shall prepare a review of provisional and active members' fulfillment of volunteer service requirements for review at the January and May Board meetings.

C. Secretary

1. In the absence of the President and Vice President, she shall preside until a chairman pro tem shall be elected.
2. She shall keep a list of all members, Directors, officers, and committee members.
3. She shall keep the minutes of all Board and membership meetings.
4. She shall keep a file of all committee and function reports.
5. She shall attend to all business requiring correspondence that is not the responsibility of other officers or committees.
6. She shall give Proper Notice of all meetings as stated in Article III, Section 4, and Article IV, Section 3.
7. She shall keep a record of the members present at each meeting.
8. She shall prepare a review of provisional and active members' meeting attendance for review at the January and May Board meetings.

D. Treasurer

1. The Treasurer shall be the custodian of the funds of the Corporation, which she shall keep on deposit in such bank or banks, investment accounts, and other monetary instruments as the Board shall direct. She shall collect all dues and notify delinquent members. She shall receive all donations and deposit them in the Corporation's bank account.
2. She shall pay all bills and disburse funds at the direction of the Board. All checks shall be signed by the Treasurer and shall be countersigned by one of the other three Executive Officers. She shall keep, or cause to be kept, a full and accurate account of the receipts and disbursements of the Corporation and shall present a monthly statement thereof at each regular meeting of the members. She shall prepare an annual report to be included in the Member Handbook. She shall submit copies of the Corporation's audit to the Board.
3. She shall review the insurance program of the Corporation annually. She shall ensure the timely completion and submission of all year-end tax reporting and shall ensure that all tax-exempt status paperwork for the Corporation is kept current.
4. She shall supervise the assistant treasurers (those assigned to each event) of the Corporation. Such assistant treasurers shall submit proposed budgets of expenses and disbursements for the respective projects to the Board for approval. The assistant treasurers shall keep an accurate account of all monies received and disbursements made. Each assistant treasurer must turn over to the Treasurer a complete accounting of funds four months after the event has been held, or no later than June 30.
5. The incumbent Treasurer shall maintain responsibility for the accounting and financial records of the last fiscal year until completion of the audit. The Treasurer-elect, who takes office July 1, shall have all the privileges of her office, including responsibility for the current fiscal year's accounting and financial records.
6. She shall be a member of the Endowment Committee.
7. The fiscal year shall commence July 1 each year.
8. She shall prepare a proposed yearly budget for the Corporation to be adopted by the Board before the October membership meetings. Such a budget shall include reserve monies for future projects, grant monies available for allocation, and projected expenditures and

revenues for the Corporation for the current fiscal year. She shall present to the Board a six-month review of the budget for the current fiscal year.

9. She shall prepare a review of provisional, active, and associate members' fulfillment of financial requirements for review at the January and May Board meetings.

E. Director

1. Directors have general control and direction of the affairs of the Corporation.
2. Directors may be reelected for one additional consecutive one-year term.
3. Directors attend regular meetings of the Board on the first Friday of each month from September through May, except as may be otherwise determined, and any special meetings.

Section 2. Nomination, Election, and Term of Office

A. Nomination

1. Executive Officers – Only active members with prior Board experience with the Corporation or equivalent are eligible to be nominated for elected Executive Officer positions.
2. Directors – Only active members and voting provisional members are eligible to be nominated for Director positions.
3. Process – For all Executive Officer and Director positions, with the exception of the Treasurer position, the Nominating Committee shall accept nominations from the active and voting provisional membership. The Treasurer nomination shall be provided to the Nominating Committee by the Board. The Nominating Committee shall then prepare a single slate, listing one nominee for each executive office and five nominees for Directors, (nine nominees in all). Overall, the Nominating Committee will follow the Nominating Committee Operational Guidelines.

B. Election

1. The slate of nominees shall be presented to the members at the regular meeting in March. A copy of the ballot shall be mailed to each active and voting provisional member by the Nominating Committee at least 14 days prior to the April meeting.
2. Elections shall take place at the April meeting at which time nominations may be made from the floor for any executive office, or for the office of director, with prior consent of the nominee.
3. The Executive Officers and Directors shall be elected by the active and voting membership by ballot at the April meeting from nominees presented. If a voting member is unable to attend this meeting, absentee ballots shall be received and accepted by the Nominating Committee Chair prior to the membership meeting.

C. Term of Office

1. Each officer (except the Treasurer) shall assume duties at the Annual Meeting and shall serve for one year, or until their successors are duly elected. Each officer may be reelected for one additional consecutive one-year term. No officer shall serve for more than two consecutive one-year terms in the same office. The Board shall have the power to remove an officer from office, either with or without cause, provided that Proper Notice of a special meeting of the Board to vote is provided as set forth in Article IV, Section 3B.
2. The Treasurer shall assume duties at the start of the fiscal year on July 1 and shall serve for one year, or until her successor is elected. The Treasurer may be elected for an additional consecutive one-year term. The Board shall have the power to remove the Treasurer from office, either with or without cause, provided that Proper Notice of a special meeting of the Board to vote is provided as set forth in Article IV, Section 3B.
3. The Directors shall assume duties at the Annual Meeting and shall serve for one year, or until their successors are duly elected. Each Director may be reelected for one additional consecutive one-year term. A Director shall not serve as a non-officer Director for more than two consecutive one-year terms. The members shall have the power to remove a Director

- from office, either with or without cause, provided that Proper Notice of a special meeting of the membership is provided as set forth in Article III, Section 4B.
4. After serving six consecutive years in any capacity on the Board, a Board member is ineligible to serve as a Director or Executive Officer and may be eligible for the same or other office following a lapse of one year, during which time the member has not served on the Board in any capacity.
 5. At any time the membership may call a special meeting to remove any or all officers, either with or without cause, provided that Proper Notice of a special meeting of the membership is provided as set forth in Article III, Section 4B.

Section 3. Meetings

- A. Regular meetings – Regular meetings of the Board shall be held, except as may be otherwise determined, on the first Friday of each month from September through May.
- B. Special meetings – Special meetings of the Board may be called at any time by the President or two other Board members, with at least five (5) days advance Proper Notice.
- C. Membership Review – The Board shall review all active and provisional members for compliance with the member responsibilities outlined in the Member Handbook at the January and May Board meetings. For members not in compliance, disciplinary action as described in Article III, Section 7 may be taken.
- D. Quorum – Five members of the Board, including at least one officer, shall constitute a quorum of the Board.
- E. Failure to Object – A Director of the Corporation who is present at a meeting of the Board at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless such Director's dissent shall be entered in the minutes of the meeting or unless such Director shall file a written dissent to such action with the person acting as the Secretary of the meeting before the adjournment of the meeting. Such right to dissent shall not apply to a Director who has voted in favor of such action.
- F. Waiver of Notice – A waiver of notice, in writing, signed by the person or persons entitled to such notice, whether before or after the date stated therein, shall be deemed equivalent to the giving of such notice, and except in the case of a special meeting, neither the business to be transacted nor the purpose of the meeting need be specified in the notice of such meeting.
- G. Action by the Directors Outside of Meetings – Any action which may be taken at a meeting of the Directors may be taken without a meeting, if a consent or consents in writing, setting forth the action so taken, is signed by all of the Directors who would be entitled to vote at a meeting for such purpose and such consent is filed with the Secretary of the Corporation.
- H. Proceedings of all meetings are to be kept confidential.

Section 4. Vacancies

If a vacancy occurs during the term of any Director, whether caused by resignation, removal or death, or any reason whatsoever, the vacancy shall be filled by an appointment for the remainder of the unexpired term by a majority vote of the remaining Directors. A Director appointed to fill a vacancy shall serve until the next election, although she would be eligible to be nominated by the Nominating Committee and elected for two consecutive one-year terms. In the event of a stalemate, the presiding President shall cast a deciding vote. Any Director may resign by delivering a Proper Notice of such resignation to the Board.

Section 5. Contracts

In the absence of fraud, no contract or other transaction between the Corporation and any other corporation shall be affected by the fact that Directors of the Corporation are Directors, employees or agents of such other corporations, if such contract or transaction shall be approved or ratified by the affirmative vote of a majority of the Directors present at a meeting of the Board or of the committee of the Corporation having authority in the premises, who are not so interested. Any Director individually, or any firm of which any Director is a partner or shareholder, may be a party to or may be interested in any contract or transaction of the Corporation; provided, that such contract or transaction shall be approved or ratified by the affirmative vote of at least a majority of the Directors present at a meeting of the Board or of the committee of the Corporation having authority in the premises, who are not so interested. No Director

shall be liable to account to the Corporation for any profit realized by such Director from or through any such transaction or contract of the Corporation, ratified or approved as aforesaid, by reason of such Director's interest in such transaction or contract. Directors so interested may be counted when present at meetings of the Board or of such committee for the purpose of determining the existence of the quorum.

Article V

Committees and Functions

Section 1. Committees

A. **Standing Committees** - The Standing Committees shall be: Community Research, Endowment, Membership, Publicity and Underwriting. The Board shall define the need for any other standing committee(s) annually as part of the Volunteer Service Responsibilities (VSR) review process.

B. **Fundraising Events Committees** - The Fundraising Events Committees shall be defined annually as part of the VSR review process.

Section 2. Functions

A. **Operational Functions** - The Operational Functions shall be defined annually as part of the VSR review process.

B. **Outreach Functions** - The Outreach Functions shall include the Betty Galey Vision Screening, Dental Hygiene, and any other outreach functions defined annually as part of the VSR review process.

Section 3. Membership and Appointments to Committees and Functions

The VSR document detailing volunteer service needs for the upcoming year shall be presented to membership in March (or such other time designated by the Board.) Each provisional and active member shall review this document and complete a preference form no later than the April membership meeting indicating committees and functions that she is interested in chairing or serving on. Associate members may serve on committees and functions, with the exception of the Community Research Committee and the Nominating Committee. The Board shall appoint all members of the Community Research and Endowment Committees. The Endowment Committee shall consist of the persons specified in Section 4.B.2 of Article V.

Section 4. Duties of Standing Committees

A. Community Research -

1. The Community Research Committee shall:

- a. Investigate and recommend to the Board those grant proposals that may merit the support of the Corporation.
- b. Make cultural enrichment recommendations for funding programs which enrich the curricula of schools residing in the Quaker Valley School District including private schools. Programs concerning the safety and well-being of the children of the community are included in this committee.
- c. Lead community outreach initiatives.

2. Membership on the committee is limited to active members. Committee members may only serve two consecutive years and then shall rotate off the committee for at least one year, with the exception of a member who is serving one additional year as chair/co-chair.

B. Endowment -

1. The Endowment Committee shall be responsible for developing for approval by the Board investment and distribution policies for the Endowment Fund. The Endowment Committee

also shall be responsible for monitoring the performance of the Endowment Fund and may authorize changes in particular investments of the Endowment Fund, provided such investments and/or reinvestments are consistent with the investment policies approved by the Board. Each change in the investment of the Endowment Fund shall be reported to the Board at the meeting following such change. The Endowment Committee may make recommendations to the Board regarding distributions, but all distributions from the Endowment Fund shall require the approval of the Board.

2. The Endowment Committee shall consist of the Treasurer of the Corporation and such other active members and associate members as may be appointed by the Board.
3. The Endowment Committee shall meet as needed, but not less frequently than semi-annually.

C. Membership –

1. The Membership Committee is responsible for member recruitment and retention. This committee shall be responsible for providing membership applications, securing completed applications, and presenting qualified candidates to the Board.
2. The Membership Committee shall provide orientation sessions for provisional members on their responsibilities in the Corporation and shall generally assist in acquainting provisional members with activities of the Corporation.
3. The Membership Committee shall recommend to the Board those provisional members who, having successfully completed member responsibilities as outlined in the Member Handbook, are eligible to become active members.
4. The Membership Committee shall consist of the Vice President as chair and additional members as determined as part of the VSR review process.

D. Publicity – The Publicity Committee shall have charge of general publicity and public relations for the Corporation, including oversight of event-specific publicity. The Publicity Committee shall also be responsible for printed materials design, organization branding, newsletter and Web sites.

E. Underwriting – The Underwriting Committee shall develop relationships with potential underwriters and gather commitments for underwriting of the Corporation's events. The Underwriting Committee is also responsible for tracking underwriter commitments and the Corporation's commitments to underwriters.

Section 5. Duties of Outreach Functions

- A. Betty Galey Vision Screening – Together with Pittsburgh Vision Services, the Vision Screening Chair shall be responsible for training the Corporation's members and scheduling them to conduct vision screening at preschools residing in the Quaker Valley School District.
- B. Dental Hygiene – The Dental Hygiene Chair shall be responsible for coordinating volunteers to assist with the Quaker Valley School District dental hygiene program.
- C. Other outreach functions may occur from time to time and will be handled as applicable.

Section 6. Special Committees

Such committees standing or otherwise, shall be appointed by the Board to carry out such duties as may be assigned to them.

Section 7. Reports of Committees and Functions

The reports of the chairs of all committees and functions, whose work is completed by May 1, shall be submitted to the Secretary on or before the Annual Meeting of each year. The President's report is due July 31 of each year along with the reports of committees whose work continues through the fiscal year or was completed after May 1.

Section 8. Nominating Committee

In January of each year, the Board shall appoint a Nominating Committee Chair. The Chair will be announced at the January membership meeting. In February, the four remaining committee members will

be chosen as per the Nominating Committee Operational Guidelines. The Nominating Committee shall select nominees and conduct elections in accordance with Article IV, Section 2 of these By-laws.

Article VI

Dues

The annual dues for associate, active and provisional members shall be designated by the Board annually and shall then be approved by the active membership. Such dues are levied to cover the basic operating costs of the Corporation. Such dues are payable on or before November 1 of each year. The Treasurer shall send to each member, on or about October 1 of each year, a statement showing the amount due, via Proper Notice. If by the following January 1, any member shall not have paid such dues amount, a second Proper Notice shall be sent, and if payment is not made within 30 days, a third Proper Notice shall be sent stating that if the amount is not paid within 10 days, the membership of such delinquent member will be automatically terminated. Members admitted to the Association in January will be billed in like manner commencing February 1.

Article VII

Dissolution

Section 1. Method of Dissolution

The Corporation may be dissolved by a three-fourths (3/4) vote of the entire membership. Two notices of the proposed dissolution must be mailed to each active and associate member. The first notice must be mailed at least 30 days prior to the meeting, and the second must be mailed at least 10 days prior to the meeting.

Section 2. Disposition of Assets

In case of dissolution, the net assets of the Corporation shall be applied and distributed as follows:

- A. All liabilities and obligations shall be paid, satisfied and discharged, or adequate provisions shall be made thereof.
- B. Provisions shall be made for the disposal of all records and property.
- C. The Board shall, after making provision 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 organizations which are described in Section 501©(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent United States Internal Revenue law, as the Board shall determine, with special consideration given to similar organizations in the Sewickley, Pennsylvania area whose aims and purposes are compatible with those of child welfare as set forth in the articles of incorporation of the Corporation. Special consideration shall also be given to similar organizations with which the Corporation has been historically related. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located to such organizations described in Section 501©(3) of the Internal Revenue Code of 1986, as amended, or in accordance with the corresponding provisions of any subsequent United States Internal Revenue law, as such court shall determine.

Article VIII

Personal Liability of Directors and Indemnification

Section 1. Definition of Authorized Representative

For purposes of this Article, the term "authorized representative" shall mean a director, officer, member, agent or employee of the Corporation or of any corporation or entity controlled by the Corporation, or a person serving another corporation, partnership, joint venture, trust or other enterprise in any of the foregoing capacities at the request of the Corporation. The term "authorized representative" shall not include money managers or investment advisors (or any employees thereof) hired by the Corporation.

For the purpose of this Article, "Director" shall mean a director or executive officer currently serving on the Board of the Corporation.

Section 2. Directors' Personal Liability

To the fullest extent that the laws of the Commonwealth of Pennsylvania, as in effect on the date of adoption of this Section 2 or as such laws are thereafter amended, permit elimination or limitation of the liability of Directors, no Director of the Corporation shall be personally liable as such for monetary damages for any action taken, or any failure to take any action, as a Director. Specifically, a Director shall not be personally liable for monetary damages, unless (1) the Director has breached or failed to perform the duties of her office and (2) the breach or failure to perform constitutes self-dealing, willful misconduct or recklessness. Any amendment or repeal of this Section 2 or adoption of any other provision of these By-laws or the Corporation's Articles of Incorporation which has the effect of increasing Director liability shall operate prospectively only and shall not have any effect with respect to any action taken, or failure to act, prior to the adoption of such amendment, repeal or other provision.

In performing her duties, a Director may rely in good faith upon information, opinions, reports or statements, including financial statements and other financial data, prepared or presented by (1) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent in the matters presented, or (2) counsel, public accountants or other persons as to matters which the Director reasonably believes to be within the professional or expert competence of such person, or (3) a committee of the Board upon which the Director does not serve, duly designated in accordance with law, as to matters within its designated authority, which committee the Director reasonably believes to merit confidence. A Director shall not be considering to be acting in good faith, however, if such Director has knowledge concerning a matter which would cause his reliance on any of the foregoing to be unwarranted.

In discharging the duties of their respective positions, the Board, committees of the Board and individual Directors may, in considering the best interest of the Corporation, consider the effects of any action upon employees, upon suppliers of the Corporation, and upon communities in which offices or other establishments of the Corporation are located, and all other pertinent factors. The consideration of those factors shall not constitute a violation of such person's fiduciary standard of care. In addition, absent breach of fiduciary duty, lack of good faith or self-dealing, actions taken by a Director or any failure to take any action shall be presumed to be in the best interest of the Corporation.

This Section 2 shall not apply to a Director's responsibility or liability under any criminal statute or a Director's liability for payment of taxes under any local, state or federal law.

Section 3. Mandatory Indemnification of Directors and Officers

The Corporation shall indemnify, to the fullest extent now or hereafter permitted by law, (including but not limited to the indemnification provided by Chapter 57, Subchapter D of the NPCL) each current or former Director or officer of the Corporation who was or is made a party to or a witness in or is threatened to be made a party to or a witness in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that that person is or was an authorized representative of the Corporation, against all expenses (including attorney's fees and disbursements), judgments, fines (including excise taxes and penalties) and amounts paid in settlement actually and reasonably incurred in connection with such action, suit or proceeding.

Section 4. Permissive Indemnification

The Corporation may, as determined by the Board from time to time, indemnify to the fullest extent now or hereafter permitted by law, any other authorized representative now covered in Section 3 who was or is a party to or a witness in or is threatened to be made a party to or a witness in, or is otherwise involved in, any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that that person is or was an authorized representative of the Corporation, both as to action in an official capacity and as to action in another capacity while holding such office or position, against all expenses (including attorneys' fees and disbursements), judgments,

finances (including excise tax and penalties), and amounts paid in settlement actually and reasonably incurred in conjunction with such action, suit or proceeding.

Section 5. Advancement of Expenses to Authorized Representatives

The Corporation may, as determined by the Board from time to time, pay expenses (including attorney's fees and disbursements) incurred by an authorized representative of the Corporation in defending or appearing as a witness in any civil or criminal action, suit or proceeding described in Section 3 or 4 hereof in advance of the final disposition of such action, suit or proceeding. The expenses incurred by such authorized representative may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding only upon receipt of an undertaking by or on behalf of such authorized representative to repay all amounts advanced if it shall ultimately be determined that that person is not entitled to be indemnified by the Corporation.

Section 6. Scope of Indemnification

Indemnification under this Article shall not be made by the Corporation in any case where a court determines that the alleged act or failure to act giving rise to the claim for indemnification is expressly prohibited by Chapter 57, Subchapter D of the NPCL or any successor statute as in effect at the time of such alleged action or failure to take action.

Section 7. Insurance

The Corporation may purchase and maintain insurance to protect against any liability, cost or expense incurred in connection with any such action, suit or proceeding.

Section 8. Miscellaneous

Each authorized representative of the Corporation shall be deemed to act in such capacity in reliance upon such rights of limitation of liability, indemnification and advancement of expenses as are provided in this Article. The rights provided by this Article shall not be deemed exclusive of any other rights to which any person seeking limitation of liability, indemnification or advancement of expenses may be entitled under any agreement, vote of disinterested Directors, statute or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office or position, and shall continue as to a person who has ceased to be an authorized representative of the Corporation and shall inure to the benefit of the heirs, executors and administrators of such person. Indemnification and advancement of expenses under this Article shall be provided whether or not the indemnified liability arises or arose from any threatened, pending or completed action by or in the right of the Corporation. Any repeal or modification of this Article by the members or the Board of the Corporation shall not adversely affect any right or protection existing at the time of such appeal or modification to which any person may be entitled under this Article.

Article IX Parliamentary Authority

Except to the extent that other rules may be specifically adopted, all meetings shall be conducted in accordance with the current revised edition of Robert's Rules of Order. With respect to any questions of interpretation of these By-laws, the decision of the Board shall be conclusive.

Article X
Execution of Documents

Section 1. Checks, Notes, Etc.

In addition to the Treasurer, the Board shall from time to time designate the officers or agents of the Corporation who shall have power, in its name, to sign and endorse checks. Also, the Board shall from time to time designate the officers or agents of the Corporation who shall have power, in its name, to sign and endorse other negotiable instruments and to borrow money for the Corporation, and in its name, to make notes or other evidences of indebtedness.

Section 2. Other Documents

Unless otherwise authorized by the Board, all contracts, leases, deeds, deeds of trust, mortgages, and all other documents requiring the seal of the Corporation shall be executed for and on behalf of the Corporation by the President, or a Vice President, and the corporate seal shall be affixed by such person or at his direction, all of which shall be attested by the Secretary.

Article XI
Annual Report of Directors

At an annual meeting of the Board, an Annual Report verified by the President and the Treasurer of the Corporation shall be submitted to the Board, and shall be filed with the minutes of such annual meeting of the Board. The Annual Report shall show in appropriate detail the following:

- a. The assets and liabilities, including trust funds, of the Corporation as of the end of the fiscal year immediately preceding the date of the Report.
- b. The principal changes in assets and liabilities, including trust funds, during the year immediately preceding the date of the Report.
- c. The revenue or receipts of the Corporation for the year immediately preceding the date of the Report, including separate data with respect to each trust fund held by or for the Corporation.
- d. The expenses or disbursements of the Corporation, for both general and restricted (if any) purposes during the year immediately preceding the date of the Report, including separate data with respect to each trust fund held by or for the Corporation.

Article XII
Amendments

These By-laws may be amended by a two-thirds (2/3) vote of the membership present and voting at any regular or special meeting at which a quorum is present. Each member must be provided with Proper Notice of such meeting and a written copy of the proposed amendment at least ten days previous to the meeting.

Revised November 2009

Approved by Members: Date ~~8/8/09~~
1/8/10