



**PENNSYLVANIA**  
**FFA FOUNDATION, INC.**

Pennsylvania FFA Foundation  
PO Box 157  
East Berlin, PA 17316  
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**By-Laws of the Pennsylvania Foundation Future Farmers of American, Inc.**

By-laws adopted June, 1991  
By-laws amended July 9, 1995  
By-laws amended May 16, 2006  
By-laws amended May 12, 2015

By-laws amended May 17, 2016  
By-laws amended May 10, 2018  
By-laws amended May 26, 2020

**Address:**

The PA FFA Foundation, Inc.  
P.O. Box 157  
East Berlin, PA 17316

**Article I – Purposes**

**Section 1 – Mission**

This mission of the Pennsylvania FFA Foundation, Inc. ("Foundation") is to cultivate partnerships and secures resources to enhance Agricultural Education and FFA .

**Section 2 – Objectives and Purposes**

The objectives and purpose of the Foundation are to receive, maintain, and hold, by bequest, devise, gift, or otherwise, either absolutely or in trust for any of its purposes, any property, real or personal, fund or funds without limitation as to amount or value; to convey each such property and to invest or reinvest any principle; and to deal with and spend the income and/or principal of the corporation for such educational activities and in such manner as in the judgment of the Board of Trustees will promote agricultural education on a statewide and on a national basis as relative to Pennsylvania FFA.

**Article II – Meetings of Trustees**

- (1) The Trustees of the Foundation shall meet at a minimum of four (4) times per calendar year.
- (2) The annual meeting of the Board of Trustees shall be held during the month of May at a time to be determined by the Executive Board.
- (3) The Board of Trustees shall meet an additional three (3) times corresponding to once per quarter, dates to be determined by the Executive Board and distributed before the start of the applicable calendar year. Trustees shall attend at least 75% of the scheduled meetings per year, including committee meetings when required or needed. Attendance may be in person or through a provided dial-in number to join the conference. Trustees will inform the Foundation Executive Director about their ability to attend meetings at least one day prior to the meeting.
- (4) Special meetings of the board shall be held at the direction of the President, or upon written request of at least four (4) trustees.
- (5) Notice of Board meetings shall be given by the Secretary or Executive Director, not less than 10 (10) days prior to any meeting.
- (6) Meeting Format – Meeting length should be set to ensure adequate time to conduct necessary business. Meetings can be conducted face to face, online, via conference call or any combination that meets the Foundation trustees needs/preferences.

### Article III – Trustees

The direction and management of the affairs and business of the corporation, including the control and disposition of its property and funds shall be vested in a Board of Trustees which shall be seventeen (17) in number.

- (1) All trustees are elected to three (3) year terms.
- (2) Trustees can be elected to fill a vacant position prior the annual meeting, upon the annual meeting the trustees can then be elected to fulfill a first term.
- (3) All trustees shall be elected at the annual meeting.
- (4) Trustees may serve two consecutive three-year terms, after which time the trustee must take a year off as a trustee. A trustee may be re-elected to the Board of Trustees following the one-year minimum absence from the Board of Trustees.
- (5) Responsibilities of Trustees are outlined in Appendix A.

### Article IV – Quorum

- (1) A quorum at a meeting shall consist of six (6) members of the Board of Trustees.

### Article V – Officers

- (1) The officers of the Foundation shall be President, Vice-President, Secretary, and Treasurer.
- (2) The President and Vice-President must be members of the Board of Trustees and shall be elected at the annual meeting of the Board of Trustees. Presidents have a two consecutive year term limit.
- (3) The Treasurer and Secretary shall have a voice on the board but will not have a vote. The Secretary and Treasurer shall be appointed at the annual meeting of the Board of Trustees.
- (4) In the event in which an officer is removed, resigns, or is unable to fulfill their obligations, the role will be filled by an individual selected by the majority vote of the remaining officers. That individual will fulfill the term in which they are selected to fill ends and then may be reelected at the annual meeting.

#### Section A: President

The President shall preside over all meetings of the Board of Trustees and Executive Committee and shall make such reports to the trustees as he/she may deem necessary or may be required of him/her by the Board of Trustees. The President shall appoint committee chairpersons and perform such other duties and exercise such powers as may be imposed upon him/her from time to time by the Board of Trustees.

#### Section B: Vice President

The Vice President shall perform the duties and exercise powers of the President during the absence or incapacity of the president.

#### Section C: Secretary

The Secretary shall supervise the preparation of business, record accurate minutes of all meetings of the Board of Trustees and discharge minutes via email within one week after the meeting.

#### Section D: Treasurer

The Treasurer shall have care and custody of all funds and property of the Foundation and shall deposit funds and documents as directed by the Board of Trustees. They shall also give the corporation a bond in the amount stipulated by the Board of Trustees and provide quarterly financial reports comparing income and expenditures to the annual budget to the Executive Director and President. Upon request the Treasurer will provide copies of monthly bank statements to the Executive Director and President, as well as detailed financial reports comparing all income and expenditures to the annual budget at all board meetings. Within 90 days of special events the Treasurer will also provide financial reports via email to all board members.



## Article VI-Standing Committees

- (1) The following will be standing committees of the FFA Foundation:
  - a. Executive Committee
  - b. Finance
  - c. Fundraising
  - d. Marketing Committee
  - e. Advancement and Advisory
- (2) Chairpersons of all committees shall be members of the Board of Trustees. Chairpersons shall be appointed by the president. The Board of Trustees must ratify all chairperson appointments.

## Article VII-Executive Committee

- (1) There shall be an Executive Committee consisting of the following elected or appointed trustees and ex-officio members:
  - a. **Trustees:**
    - i. President
    - ii. Vice president
    - iii. Immediate Past President
    - iv. Finance Committee Chairperson
    - v. Fundraising Committee Chairperson
    - vi. Marketing Committee Chairperson
    - vii. Advancement and Advisory Committee Chairperson
  - b. **Ex-Officio Members:**
    - i. Treasurer
    - ii. Secretary
- (2) The Executive Committee can approve financial spending up to \$5000.
- (3) The Executive Committee can achieve approval for spending over \$5000 through electronic voting of the board of trustees.
- (4) The Executive Committee shall keep record of its proceeding and report the same to the Board of Trustees at the next quarterly meeting of the Board of Trustees.

## Article VIII-Personnel

### Section A: Executive Director

An Executive Director may be hired by the Board of Trustees for the purpose of administering the program of the Foundation as directed by the Board of Trustees. The job description shall be found in an annual contract. This contract, as the option of both parties, may be reviewed annually. Appendix B

### Section B: Administrative Assistant

An Administrative Assistant may be hired by the Board of Trustees for the purpose of administering the financial needs of the Foundation as directed by the Board of Trustees. The job description shall be found in an annual contract. This contract, at the option of both parties, may be reviewed annually. Appendix C

## Article IX - Amendments

These by-laws may be amended at all time by an affirmative vote of the majority of all members of the Board of Trustees, provided that at least thirty (30) days' notice is given to all members of the Board of Trustees of the character of the proposed amendments, or amendments to be voted upon.

### Article X - Agricultural Education Representation

- (1) The purpose is to serve as an advisory group to the Board of Trustees and provide the means for groups to interact and exchange ideas.
- (2) The representation shall be appointed by the president of the Board of Trustees
- (3) The following groups will be considered for representation, but not limited to:
  - a. PA FFA Alumni
  - b. PA Agriculture Educators Association
  - c. PA FFA Association
  - d. PA Department of Education
  - e. The Commission for Agricultural Education Excellence
  - f. PA Department of Agriculture

### Article XI: The Fiscal Year

The fiscal year of the Foundation shall be June 1 through May 31<sup>st</sup>.

### Article XII: Inspection of Books and Records

Books and records of the Foundation may be inspected by any member or member's agent at any reasonable time. Arrangement for such inspection shall be made with the Board of Trustees President.

### Article XIII: Voluntary Dissolution

Dissolution shall be proposed by: The adoption of the Board of Trustees of a resolution recommending that organization be dissolved voluntarily; or by petition of member entitled to cast at least 15% of the votes to the Board of Directors recommending that the organization be dissolved voluntarily. In either case, the Board of Trustees shall direct that the question of dissolution be submitted to a vote of the Board. The board of Trustees shall have full power to resolve and settle affairs of the Foundation, including the transfer of all remaining funds to the Pennsylvania FFA Association upon dissolution.

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*The Pennsylvania FFA Foundation, Inc. is a 501(c)(3) non-profit organization.*  
*PO Box 157, East Berlin, PA 17316 Phone: 717.781.5780 (Tax ID: 22-2801643)*  
[www.paffafoundation.org](http://www.paffafoundation.org)

# Appendix A:

## Board of Trustees Summary of Responsibilities

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### Board Meetings

1. Trustees are expected to attend all board meetings. A conference call option is also available if in-person attendance is not possible. (4 quarterly meetings per year)
2. An agenda is prepared by the President and Executive Director. Agendas and Board meeting minutes are emailed to all Trustees prior to each Board meeting.
3. Trustees who miss three meetings will be contacted by the President to determine their level of commitment.

### Terms

1. Board members are elected to three-year terms which coincide with the Pennsylvania FFA Foundation's fiscal year (June 1<sup>st</sup>-May 31<sup>st</sup>).
2. Trustees may be elected to fill unexpired terms of outgoing members. The term will begin with election at the annual meeting.
3. Trustees may not be elected to more than two consecutive three-year full terms.

### Committee Assignments

1. Board members' committee placements are based on members' interests, passions and foundation needs. The assignments are assigned by the Executive Committee at the beginning of each fiscal year (June 1<sup>st</sup>).
2. Each committee has a Chair and a Vice-Chair who share leadership duties.
3. The Vice-Chair becomes the Chair the following year.
4. Each committee chair establishes regular committee meeting dates and times.
5. The frequency of meetings varies with the projects and yearly goals and expectations of each committee.

### Special Events

1. Board members are expected to actively participate in all Special Events.
2. The current Special Events are:
  - a. FFA Golf Tournament
  - b. Concessions: APD and Farm Show
  - c. Farm Show Awards Reception

### Fundraising

1. Each Board member is expected to participate and support foundation fund-raising activities including participating in special fund-raising events, soliciting and obtaining business sponsors for fundraising events, soliciting for annual and capital gifts, and seeking in-kind donations of goods and services.
2. Board members are asked to pledge a gift to the Annual Board Giving Campaign. This gift may be paid in installments throughout the year. A yearly pledge of at least \$250 is suggested, but each board member is encouraged to give according to his/her ability and level of comfort.

### Public Relations and Marketing

1. Each Board member is expected to be an ambassador for the Pennsylvania FFA Foundation and will be called upon to represent it. Board members are expected to be knowledgeable and up-to-date about the FFA's current programs, exhibits, and activities.
2. Board members help to educate and inform businesses, families, and individuals in the greater agricultural community about the mission and activities of the Pennsylvania FFA.



## Contract of Employment

**JOB TITLE:** Executive Director

**ORGANIZATION:** PA FFA Foundation, Inc.

**JOB RELATIONSHIPS:**

Supervised by: FFA Foundation Board of Trustees

Works with: Pennsylvania FFA Association, National FFA Organization, PA Association of Agricultural Educators, and Pennsylvania FFA Alumni

**POSITION SUMMARY:**

The Executive Director is responsible for the day-to-day activities of the Pennsylvania FFA Foundation, which includes fundraising, accounting, marketing and promotional planning, and other necessary functions as directed by the FFA Foundation Board of Trustees.

**ESSENTIAL JOB FUNCTIONS:**

1. Develop and carry out strategies to successfully raise funds for FFA activities
2. Organize and provide leadership for fundraising activities including but not limited to golf tournament(s), Pennsylvania Farm Show and Ag Progress Days food booths
3. Provide oversight of current endowment and future capital campaigns including volunteer coordination, materials development, donor recognition at appropriate events, and timely billing
4. Increase and maintain grant funding
5. Help coordinate financial interaction between the Foundation and the FFA Association
6. Maintain website, social media and ongoing network of communication between board members
7. Facilitate meetings of the FFA Foundation Board of Trustees
8. Represent the Foundation at appropriate FFA Foundation/Association functions and other activities as directed
9. Provide timely summaries of fundraising activities to the Board of Trustees within 30 days of the event
10. Shall have care and custody of all funds and property of the Pennsylvania FFA Foundation. This includes coordinating the annual audit, depositing funds, paying invoices in a timely manner and assist with budget development.
11. Maintaining the Pennsylvania FFA Foundation's status as a 501(c)3 charitable organization
12. Other duties as assigned by the Board of Trustees

**QUALIFICATIONS:**

1. Excellent skills in verbal and written communications, group presentations, and organizational skills
2. Computer proficiency with Excel, Word, PowerPoint and electronic communication tools
3. Proficient in website and social media maintenance
4. Ability to work independently and manage multiple tasks simultaneously
5. Ability to work with students, donors, and agriculture teachers to coordinate activities
6. Working knowledge of current agricultural industry and educational issues/concerns

**TERMS OF EMPLOYMENT**

1. Successful candidate will enter a contractual relationship with the Pennsylvania FFA Foundation for a period not less than one year unless terminated by the Board of Trustees. Period: June 1<sup>st</sup>-May 31<sup>st</sup>
2. If the Executive Director wishes to terminate an additional yearly contract, 60 days' notice must be given to the Board of Trustees President
3. Executive Director will be considered a full-time (40hours/week).

**COMPENSATION**

1. Annual wages will be determined each year at the performance review.
2. Wages will be paid once monthly
3. The Board of Trustees may approve additional compensation for performance that exceeds expectations

Employee Signature: \_\_\_\_\_

President's Signature: \_\_\_\_\_

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## Contract of Employment

**JOB TITLE:** Administrative Assistant

**ORGANIZATION:** PA FFA Foundation, Inc.

**JOB RELATIONSHIPS:**

Supervised by: FFA Foundation Board of Trustees

Works with: Pennsylvania FFA Association, National FFA Organization, PA Association of Agricultural Educators, and Pennsylvania FFA Alumni

**POSITION SUMMARY:**

The Administrative Assistant is responsible for the day-to-day activities of the Pennsylvania FFA Foundation, which includes data entry, grant writing, mass mailings, stewardship via written thank you notes, business industry tours and visits, concessions, golf outing, event attendance, fundraising, and other necessary functions as directed by the FFA Foundation Board of Trustees.

**ESSENTIAL JOB FUNCTIONS:**

1. Develop and carry out strategies to successfully raise funds for FFA activities
2. Assist with organize and provide leadership for fundraising activities including but not limited to golf tournament(s), Pennsylvania Farm Show and Ag Progress Days food booths
3. Increase and maintain grant funding
4. Assist with committee meeting
5. Take minutes during all Foundation and Committee meetings
6. Ongoing network of communication between board members
7. Represent the Foundation at appropriate FFA Foundation/Association functions and other activities as directed
8. Date Entry into Donor Perfect
9. Assist with mass mailing for events, fundraising and stewardship
10. Write thank you notes
11. Attend Business and Industry Tours
12. Attend all concessions events
13. Attend all FFA events where there is Foundation presence
14. Other duties as assigned by the Board of Trustees

**QUALIFICATIONS:**

1. Excellent skills in verbal and written communications, group presentations, and organizational skills
2. Computer proficiency with Excel, Word, PowerPoint and electronic communication tools
3. Ability to work independently and manage multiple tasks simultaneously
4. Ability to work with students, donors, and agriculture teachers to coordinate activities
5. Working knowledge of current agricultural industry and educational issues/concerns

**TERMS OF EMPLOYMENT**

1. Successful candidate will enter a contractual relationship with the Pennsylvania FFA Foundation for a period not less than one year unless terminated by the Board of Trustees. Period: June 1<sup>st</sup>-May 31<sup>st</sup>
2. If the Administrative Assistant wishes to terminate an additional yearly contract, 60 days' notice must be given to the Board of Trustees President
3. Administrative Assistant will be considered a part-time (20-30 hours/week).

**COMPENSATION**

1. Annual wages will be determined each year at the performance review.
2. Wages will be paid once monthly
3. The Board of Trustees may approve additional compensation for performance that exceeds expectations

Employee Signature: \_\_\_\_\_

President's Signature: \_\_\_\_\_

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