

# INSURANCE BINDER

DATE (MM/DD/YY)  
12/15/03

THIS BINDER IS A TEMPORARY INSURANCE CONTRACT. SUBJECT TO THE CONDITIONS SHOWN ON THE REVERSE SIDE OF THIS FORM.

PRODUCER  
 PHONE (A/C, No, Ext):  
**PENNOCK INSURANCE, INC.**  
**BRANDYWINE ONE, SUITE 301**  
**CHADDS FORD, PA 19317**

COMPANY  
**U.S. LIABILITY INS. COM.**  
 BINDER #  
**ND01007198C**

DATE	EFFECTIVE	TIME	EXPIRATION	DATE	TIME
01/01/04	12:01	X AM PM	UNTIL POLICY IS ISSUED	X	12:01 AM NOON

CODE: \_\_\_\_\_ SUB CODE: \_\_\_\_\_  
 AGENCY CUSTOMER ID:  
 INSURED  
**WEST CHESTER UNIVERSITY FOUNDATION**  
 BOX 2239  
 WEST CHESTER PA 19382

THIS BINDER IS ISSUED TO EXTEND COVERAGE IN THE ABOVE NAMED COMPANY PER EXPIRING POLICY #:  
 DESCRIPTION OF OPERATIONS/VEHICLES/PROPERTY (including Location)

TYPE OF INSURANCE	COVERAGE/FORMS	AMOUNT	DEDUCTIBLE	COINS %
<b>PROPERTY</b> CAUSES OF LOSS <input type="checkbox"/> BASIC <input type="checkbox"/> BROAD <input type="checkbox"/> SPEC				
<b>GENERAL LIABILITY</b> <input type="checkbox"/> COMMERCIAL GENERAL LIABILITY <input type="checkbox"/> CLAIMS MADE <input type="checkbox"/> OCCUR <input type="checkbox"/> OWNER'S & CONTRACTOR'S PROT RETRO DATE FOR CLAIMS MADE:				
<b>AUTOMOBILE LIABILITY</b> <input type="checkbox"/> ANY AUTO <input type="checkbox"/> ALL OWNED AUTOS <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS <input type="checkbox"/> NON-OWNED AUTOS				
<b>AUTO PHYSICAL DAMAGE</b> DEDUCTIBLE <input type="checkbox"/> ALL VEHICLES <input type="checkbox"/> SCHEDULED VEHICLES COLLISION: _____ OTHER THAN COLL: _____				
<b>GARAGE LIABILITY</b> <input type="checkbox"/> ANY AUTO				
<b>EXCESS LIABILITY</b> <input type="checkbox"/> UMBRELLA FORM <input type="checkbox"/> OTHER THAN UMBRELLA FORM RETRO DATE FOR CLAIMS MADE:				
<b>WORKER'S COMPENSATION AND EMPLOYER'S LIABILITY</b>				

GENERAL AGGREGATE	
PRODUCTS - COMP/OP AGG	\$
PERSONAL & ADV INJURY	\$
EACH OCCURRENCE	\$
FIRE DAMAGE (Any one fire)	\$
MED EXP (Any one person)	\$
COMBINED SINGLE LIMIT	\$
BODILY INJURY (Per person)	\$
BODILY INJURY (Per accident)	\$
PROPERTY DAMAGE	\$
MEDICAL PAYMENTS	\$
PERSONAL INJURY PROT	\$
UNINSURED MOTORIST	\$
ACTUAL CASH VALUE	
STATED AMOUNT	\$
OTHER	
AUTO ONLY - EA ACCIDENT	\$
OTHER THAN AUTO ONLY:	
EACH ACCIDENT	\$
AGGREGATE	\$
EACH OCCURRENCE	\$
AGGREGATE	\$
SELF-INSURED RETENTION	\$
STATUTORY LIMITS	
EACH ACCIDENT	\$
DISEASE - POLICY LIMIT	\$
DISEASE - EACH EMPLOYEE	\$

SPECIAL CONDITIONS/ OTHER COVERAGES: **NON-PROFIT DIRECTORS AND OFFICERS LIABILITY \$1,000,000. TERMS AND CONDITIONS AS PER COMPANY QUOTE.**  
 PREMIUM 1,144.00 TAX STAMPING FEE FEE

NAME / ADDRESS: \_\_\_\_\_  
 MORTGAGE \_\_\_\_\_ ADDITIONAL INSURED \_\_\_\_\_  
 LOSS PAYEE \_\_\_\_\_  
 LOAN # \_\_\_\_\_  
 AUTHORIZED REPRESENTATIVE: *Darryl Harrison*

ARTICLE VI

**Executive Council**

The Executive Council shall be authorized to transact routine business between meetings of the Board and to act in any emergencies. All business transactions by the Executive Council shall be reported to the full Board at its next meeting. The Executive Council shall be required to establish all committee deadlines no later than August 1 and to notify all committees of those dates. All members of the Executive Council, except the Immediate Past President, shall be required to attend two-thirds of all regularly scheduled Executive Council meetings. Officers who are absent from more than one-third of the meetings shall be considered immediately to have resigned from the Executive Council. The vacated office shall be filled through an election at the next regularly scheduled Board meeting with nominees coming from Directors at large.

ARTICLE VII

**Meetings**

Section 1. The Annual Meeting of the Association shall be held in May on a date and at a location to be determined by the Board. Twenty-five members of the Association shall constitute a quorum.

Section 2. The Board shall hold six regular meetings. The Executive Council, no later than August 1, shall determine the meeting calendar for the year and shall notify all Board members of the dates. Special meetings of the Board may be called by the President of the Association and must be held upon a call signed by four Board members. Ten members of the Board constitute a quorum.

Section 3. Within the operating year, July 1 through June 30, Directors shall not be absent for more than three of the six scheduled Board meetings. Any Director absent from more than three of these meetings shall be deemed to have resigned immediately, and that seat shall be filled in accordance with ARTICLE VIII, Section 4.

ARTICLE VIII

**Committees**

Section 1. A Bylaws Committee shall be appointed annually by the President of the Association. A duty of this committee shall be to submit its report of any suggested changes of the Bylaws to the Board.

## ARTICLE IX

### **Executive Director**

The West Chester University Director of Alumni Relations shall serve as the Executive Director of the Association, without compensation from the Association. The Executive Director shall be a consulting (non-voting) member of the Board and the Executive Council.

## ARTICLE X

### **Chapters**

Section 1. A Chapter may be authorized whenever at least ten members of the Association are interested in forming one. The bylaws of a proposed chapter must be approved by the Board prior to chapter recognition. The Chapter Standards Committee shall conduct an annual review of each chapter, and those failing to have held a business meeting and a special event during the year shall be accorded inactive status.

Section 2. The president of an active Chapter shall serve as a member of the Board, with all the privileges and responsibilities of same. Inactive Chapters shall not be represented on the Board.

Section 3. An inactive Chapter shall be restored to active status when it can show the necessary conditions have been met.

## ARTICLE XI

### **Quorum**

Section 1. Twenty-five members of the Association shall constitute a quorum for the Annual Meeting.

Section 2. Ten members of the Board shall constitute a quorum for Board Meetings.

## ARTICLE XII

### **Proxy**

No proxy votes shall be recognized.

Section 2. A Finance Committee, chaired by the Treasurer, shall be appointed annually by the President of the Association. Duties of this committee shall be to review the budget for the fiscal year, to oversee the Investment Account, and to monitor all budgetary expenditures in accordance with the current Memorandum of Understanding.

Section 3. A House and Grounds Committee shall be appointed annually by the President of the Association. A duty of this committee shall be to propose a budget for the fiscal year and to submit it to the Board for approval.

Section 4. A Nominating Committee shall be appointed annually by the President of the Association and shall consist of nine members: three members of the Board and six members of the Association who are not members of the Board. The Nominating Committee shall exclude those members of the Association as candidates who have been convicted of an offense involving dishonesty and/or moral turpitude. The Nominating Committee shall present to the Board no more than twelve and no less than six names of members of the Association as candidates for the office of Director. The slate of nominees shall be published and the ballots distributed to the alumni body by the University. Only sealed ballots received in the Office of the Director of Alumni and Special Events ten days prior to the Board Reorganizational Meeting shall be counted. Ballots shall be counted by a committee of members of the Association appointed by the President of the Association. Six nominees shall be elected and the remaining names of nominees shall be placed in rank order, according to the vote, to fill any vacancies which may occur on the Board during the following year. If there are no remaining names of nominees from the most recent election, the Board of Directors shall fill the opening (s) by an election at the next regularly scheduled meeting following the resignation (s). The Directors shall only nominate and elect candidates from whom they have received prior consent to run for office. Seconding speeches for each candidate shall be made. The voting shall be conducted by ballot, and a majority vote shall be required for election to office.

Section 5. The additional standing committees, appointed annually by the President of the Association, shall be: Awards (Distinguished Alumni, Service, Emeritus/Emerita), Chapter Standards, Programs (Alumni Day, Homecoming, Senior Day), and Scholarship.

Section 6. Such other committees, standing or special, shall be appointed by the President as the Executive Council shall from time to time deem necessary to carry on the work of the Association.

JUN 11 2000 10:00  
WCS HEALTH OFFICE

### ARTICLE XIII

#### Rules of Order

The Association shall be governed by the current edition of Sturgis' The Standard Code of Parliamentary Procedure in all points of order not provided for in these Bylaws.

### ARTICLE XIV

#### Amendments to Bylaws

The Bylaws shall be reviewed and amended, as needed, biennially by the Board. Proposed changes in the Bylaws shall be published and distributed to the Alumni by the University. These Bylaws shall be amended by a two-thirds vote at the Annual Meeting of the even numbered years.

Most recent revision: May 2, 1998

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Executive Council**

**President**

Joseph F. Kienle III '72, M'74  
828 Rosary Lane  
West Chester, PA 19382-5318  
610-608-4506 (cell)  
302-778-8494 (W) or 800-745-5455  
302-778-8497 (Fax) or 302-654-2178  
joseph.kienle@morganstanley.com

**Vice President**

Anne Sourbeer Morris '70  
1522 Fox Run Drive  
Coatesville, PA 19320-4724  
610-384-3805 (H)  
610-644-6440 (W)  
annemorris@aol.com **OR** amorris@gvzd.org  
(Joseph '74)

**Treasurer**

C. Curtis Norcini '87  
1450 West Chester Pike  
668 Summit Court  
West Chester, PA 19382  
610-431-0299 (H)  
610-647-3909(W) or 610-891-8806 (W)  
curtnorcini@comcast.net **OR** cnorcini@delcopalaw.com  
(Cindy)

**Secretary**

Tanya Hunter '93  
77 Talbot Court  
Media, PA 19063  
610-565-4533 (H)  
610-891-4201 (W)  
funnythunter@hotmail.com **OR** hunttert@co.delaware.pa.us

**Past President**

Carmen Evans Culp '52, M'64  
7 Buck Run Lane  
Malvern, PA 19355-1609  
610-644-3284 (H)  
Email: Lculp77101@aol.com  
(Lew)

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Term Expires 2003 (Held over one year)**

Oreste Leto '43  
720 Rosedale Road  
POB 788  
Kennett Square, PA 19348-0788  
610-444-5734 (H)  
(Betty)

Alexander Murphy '71  
912 Adams Way  
West Chester, PA 19382-8734  
610-399-4406 (H)  
610-399-9033 or 212-245-6221 (W)  
amurphyjr@comcast.net  
(Jody)

Lynn McDowell '76  
734 Shropshire Drive  
West Chester, PA 19382-2241  
610-436-7444 (H)  
302-892-1547 (W)  
lynn.a.mcdowell@usa.dupont.com

Joseph F. Kienle '72, M'74  
828 Rosary Lane  
West Chester, PA 19382-5318  
610-696-5645 (H)  
302-778-8494 (W)  
302-778-8497 (Fax) or 302-654-2178  
joseph.kienle@morganstanley.com

Arthur DiGiuseppe '62  
1745 Yardley Drive  
West Chester, PA 19380  
610-429-4212 (H)  
610-619-7454 (W)  
diguseppe@navmar.com  
(Antoinette)

Barry Markey '71  
701 Willowdale Lane  
Kennett Square, PA 19348  
610-444-2835  
bmarkey@juno.com  
(Karen)

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Term Expires 2004**

Angela Howard '96  
503 Mark Lane  
Downingtown, PA 19335  
610-873-6998 (H)  
610-436-3411 (W)  
ahoward@wcupa.edu

Tanya Hunter '93  
77 Talbot Court  
Media, PA 19063  
610-565-4533 (H)  
610-891-4161 (W)  
funnythunter@hotmail.com OR huntert@co.delaware.pa.us

Judith A. Jarrett '67  
615 West Gay Street  
West Chester, PA 19380  
610-696-6564 (H)

C. Curtis Norcini '87  
1450 West Chester Pike  
668 Summit Court  
West Chester, PA 19382  
610-431-0299 (H)  
610-647-3909(W) or 610-891-8806 (W)  
curtnorcini@comcast.net OR cnorcini@delcopalaw.com  
(Cindy)

John Stoddart '93, 99  
2355 Patwynn Road  
Wilmington, DE 19810  
302-529-0144 (H)  
484-881-4141 (W)  
Jstodd7075@aol.com

Douglas Owens '79  
214 Arlington Avenue  
Milmont Park, PA 19033-3003  
610-532-4410 (H)  
dougkaren@rcn.com  
(Karen)

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Term Expires 2005**

Nancy Ambrosia MacMullan '51  
719 Midway Lane  
Blue Bell, PA 19422  
215-646-7260 (H)  
nanmac719@msn.com  
(Robert)

Anne Sourbeer Morris '70, M'79  
1522 Fox Run Drive  
Coatesville, PA 19320  
610-384-3805 (H)  
610-644-6440 (W)  
annemorris@aol.com OR amorris@gvsd.org  
(Joseph)

Nick D. Polcini '00  
27 E. Central Avenue  
Apt. #E-5  
Paoli, PA 19301  
610-296-9048 (H)  
610-932-6640 (W)  
ndpolcini2000@aol.com OR npolcini@oxford.k12.pa.us

Ann G. Rilatt '61  
811 South Church Avenue  
West Chester, PA 19382  
610-436-4684 (H)  
arilattwcpa@aol.com

Christopher P. Schrode '62  
38 Cleaver School Road  
Boyertown, PA 19512  
610-367-9052 (H)  
cschrode@aol.com  
(Amy)

Terry P. Weyant '54  
758 Country Club Trail  
Fairfield, PA 17320-8583  
717-642-5582 (H)  
jojoqu@earthlink.net

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Board Emeriti**

Herb Lee '59, M64  
48 Dogwood Lane  
Glen Mills, PA 19342-1328  
610-459-5477 (H)  
610-436-3508 (W)  
hlee@wcupa.edu  
(Elen)

John F. Murphy '43  
P.O. Box 477  
Longport, NJ 08403-0423  
609-822-4581 (H)  
nmurphy609@aol.com  
(Norine)

**President Emeriti**

Janice Weir Etshied '50  
54 Westerly Road  
Camp Hill, PA 17011-2957  
717-737-5980  
marina31@webtv.net

Karl Helicher '72, M'82, M'87  
959 Penn Circle, Apt. C-103  
King of Prussia, PA 19406  
610-783-0478  
610-265-1196 (W)  
610-265-3398 (FAX)  
khelicher@mclinc.org

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**President Emeriti (Cont'd.)**

Richard D. Merion '59, M69  
104 Cloverly Lane  
West Chester, PA 19380  
610-692-1760 (H)  
610-692-4509 (W); FAX 610-692-9412  
Rmerion@iwon.com  
(Jeannette)

Dr. Luther B. Sowers '49  
16 N. Royal Street  
York, PA 17402-2337  
717-755-4392  
(Ruth)

**Liaisons**

**Faculty Liaison**

Emlyn H. Jones '63  
905 West Chester Pike  
West Chester PA 19382-4846  
610-692-0593(H)  
610-436-2260 (W)  
ejones@wcupa.edu  
(Linda)

**Parliamentarian**

Dr. Carolyn Keefe  
5 Hershey Drive  
West Chester, PA 19380  
(610) 696-3603  
(Frederick)

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**Pennsylvania Council of Alumni  
Associations (PCAA) Representatives**

Janice Weir Etshied '50  
54 Westerly Road  
Camp Hill, PA 17011-2957  
717-737-5980  
marina31@webtv.net

Dr. Luther B. Sowers '49  
16 N. Royal Street  
York, PA 17402-2337  
717-755-4392  
(Ruth)

**West Chester University  
Council of Trustees Liaison**

Hon. Elinor Zimmerman Taylor '43  
859 Spruce Avenue  
West Chester, PA 19382  
610-696-8229  
610-436-4433 – W.C. Office/ 717-783-3737 – Harrisburg Office  
etaylor@pahousegop.com  
(William)

**Chapter Representatives  
Black Caucus**

Corinne Mike '01  
Arcadia University  
450 S. Easton Road  
Glenside, PA 19038  
267-620-4117 (W)  
mikec@arcadia.edu

**Chester County**

Sara Eastwick '02  
400 Beechwood Avenue  
Haddonfield, NJ 08033  
856-428-1680 (H)  
eastwick4444@yahoo.com

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

**DelMarVa**

Donald A. Lewis, Jr. '90  
2506 Wilson Avenue  
Claymont, DE 19703  
302-791-9654(H)  
302-792-1300 (W)  
DALEWISJR@aol.com

**New Jersey**

J. Glenn Crawford '88  
8 Pine Fork Drive  
Toms River, NJ 08755  
609-514-6469 (W)  
609-927-9657(Cell)  
jg\_crawford@msn.com

**York County**

James Young '71  
103 North Marshall Street  
York, PA 17402  
717-755-6300 (H)  
717-843-3883 x246 (W)  
jmyoung@suscom.net  
jyoung@shs.k12.pa.us  
(Jane Marie)

**WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION  
BOARD OF DIRECTORS  
2003-2004**

Dr. Mark Pavlovich  
WCU Vice President for Advancement  
WCU - Filano Hall

Carole Murray  
Director of Alumni Relations  
Veterans Memorial Alumni House  
Cmurray@wcupa.edu  
(James)

**COMMERCIAL LIABILITY COVERAGE DECLARATION**Policy Effective Date: **FEBRUARY 19, 2003**Coverage Effective Date: **FEBRUARY 19, 2004**

Business of Named Insured:

**ALUMNI ASSOCIATION**

Insurance is provided only for those coverages for which a specific limit is shown in the following coverage schedule.

**Coverage Limits****COMMERCIAL GENERAL LIABILITY**

General Aggregate Limit (Other Than Products-Completed Operations)	\$2,000,000
Products-Completed Operations -- Aggregate Limit	\$2,000,000
Personal and Advertising -- Injury Limit	\$1,000,000
Each Occurrence Limit	\$1,000,000
Damage To Premises Rented To You Limit -- Any One Premises	\$100,000
Medical Expense Limit -- Any One Person	\$5,000

**Commercial Liability Premium(s)**

Classification	Class Code	Premium Basis	Rates		Advanced Premium	
			Premises - Operations	Products - Completed Operations	Premises - Operations	Products - Completed Operations
<b>LOCATION #001 BUILDING #001</b>						
CLUB CIVIC, SERVICE OTHER THAN NOT FOR (T-13B)	41667	1,840 (A)	308.430	INCL.	\$568.00	INCL.
APARTMENT BUILDINGS (T-13B)	60010	1,000 (U)	104.598	INCL.	\$105.00	INCL.
<b>Minimum Premium</b>			<b>\$276.00</b>	<b>\$ 00</b>	<b>Total Premium</b>	
					<b>\$673.00</b>	<b>\$ 00</b>

Location of all premises you own, rent, or control:

Refer to "Schedule of Locations"

(A) Area  
(U) Units- rate per 1000 square feet  
- rate per unit

This Schedule lists all your premises, operations and other exposures, as they exist as of the coverage effective date.

Forms and Endorsements:

Refer to "Commercial Policy Forms and Endorsement Schedule"

Total/Advanced Premium

\$673.00

(This premium may be subject to adjustment)

S 1286907

SELECTIVE INSURANCE COMPANY OF SOUTH CAROLINA  
3420 TORINGDON WAY, CHARLOTTE, NC 28277

COMMERCIAL POLICY COMMON DECLARATION

<b>Named Insured and Address</b> WEST CHESTER UNIVERSITY ALUMNI ASSOCIATION 806 S CHURCH AVENUE WEST CHESTER, PA 19381	<b>Policy Period</b> From: FEBRUARY 19, 2003 To: FEBRUARY 19, 2004  12:01 A.M. Standard Time At Location of Designated Premises.
<b>Named Insured is:</b> CLUB	<b>Producer Number:</b> 00-02750-00000

**Producer:**

FRANCIS A HALL INC  
PENNSYLVANIA

**Service Establishment**

**Schedule of Coverage**

COMMERCIAL PROPERTY COVERAGE  
COMMERCIAL GENERAL LIABILITY COVERAGE  
COMMERCIAL AUTOMOBILE COVERAGE  
COMMERCIAL INLAND MARINE COVERAGE

**REFER TO THE ATTACHED IMPORTANT NOTICE CA7048 FOR  
INFORMATION REGARDING COLLISION COVERAGE ON RENTAL VEHICLES**

In return for payment of the premium, and subject to all the terms of this policy, we agree with you to provide the insurance indicated in the schedule above. Insurance is provided only for those coverages for which a specific limit is shown on the attached coverage declaration(s).

<b>PAYMENT METHOD</b> D/B - 1	Total Policy Premium <u>52,637.00</u> (This premium may be subject to adjustment.)
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<b>Date Issued:</b> JANUARY 29, 2003 <b>Issuing Office:</b> PENNSYLVANIA REGION	Authorized Representative <u><i>Robert A. Ferraro</i></u>
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L-7025 (11/89)

INSURED'S COPY



Council of Trustees  
West Chester University  
West Chester, Pennsylvania 19383-1000

Council of Trustees  
Resolution  
2004-07

www.wcupa.edu

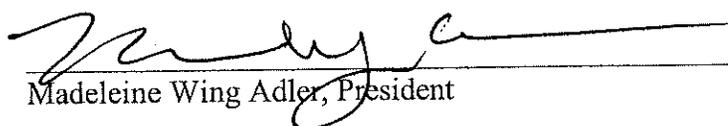
**PROPOSED**

RESOLUTION  
COUNCIL OF TRUSTEES  
WEST CHESTER UNIVERSITY OF PENNSYLVANIA  
JANUARY 27, 2004

**Certification of Compliance of the Sturzebecker Foundation with Board of  
Governor's Policy on External Financial Support  
(Policy 1985-04)**

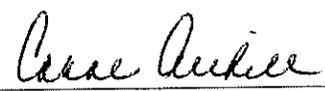
NOW, IN KEEPING WITH THE BOARD OF GOVERNORS' POLICY 1985-04 AND AFTER A REVIEW OF THE PERTINENT MATERIALS, THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA FIND THAT FOR THE FISCAL YEAR OF 2002-2003, THE STURZEBECKER FOUNDATION IS MEETING ITS DESIRED PURPOSES AND REQUIREMENTS AND IS IN COMPLIANCE WITH THE CONDITIONS ESTABLISHED BY THE BOARD OF GOVERNORS FOR AFFILIATED ORGANIZATIONS.

APPROVED PENDING ACTION BY THE COUNCIL OF TRUSTEES

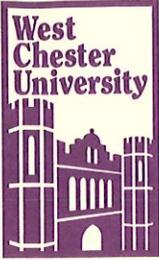
  
\_\_\_\_\_  
Madeleine Wing Adler, President

1/12/04  
Date

APPROVED BY VOTE OF THE COUNCIL OF TRUSTEES

  
\_\_\_\_\_  
Carol Aichele, Chairperson  
Council of Trustees

\_\_\_\_\_  
Date



Office of the Vice President for Advancement  
Filano Hall 101  
West Chester University  
West Chester, Pennsylvania 19383-7000

610-436-3303  
fax: 610-436-2606  
www.wcupa.edu

## MEMORANDUM OF CERTIFICATION

**TO:** The Council of Trustees

**FROM:** Mark G. Pavlovich, Vice President for Advancement

**RE:** Certification of The Sturzebecker Foundation

**DATE:** January 13, 2004

I am pleased to certify that The Sturzebecker Foundation is in compliance with the Board of Governor's Policy on External Financial Support (Policy 1985-04). The Foundation meets all of the following criteria:

- 1) An annual statement summarizing University support for and contributions from The Sturzebecker Foundation has been prepared for the year ending June 30, 2003 (copy attached).
- 2) A Memorandum of Understanding signed by The Sturzebecker Foundation, University, and legal counsel is in place (copy attached).
- 3) An annual audit has been performed and the results will be available for review by the Council of Trustees at the meeting.
- 4) Articles of Incorporation and Bylaws are presented to the Council of Trustees (copy attached).
- 5) A current list of Sturzebecker Foundation Trustees and Officers is available to the Council of Trustees (copy attached).
- 6) Proof of Insurance is presented to the Council of Trustees (copy attached).

mgp



Office of the Vice President  
for Administrative and Fiscal Affairs  
Philips Building - Room 202  
West Chester University  
West Chester, Pennsylvania 19383-3000

610-436-2731  
fax: 610-738-0314  
www.wcupa.edu

**Annual Summary Report of Direct University Support To  
and Contributions Made By The Sturzebecker Foundation  
For the Year Ending June 30, 2003**

**Direct University support to The Sturzebecker  
Foundation**

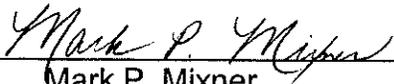
\$ - 0 -

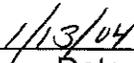
**Contributions made to or benefiting  
West Chester University of Pennsylvania**

\$ 300

In-Kind Gift

Prepared by the Vice President for Administrative and Fiscal Affairs  
West Chester University of Pennsylvania

  
\_\_\_\_\_  
Mark P. Mixner

  
\_\_\_\_\_  
Date

**MEMORANDUM OF UNDERSTANDING  
BETWEEN  
WEST CHESTER UNIVERSITY OF PENNSYLVANIA  
AND  
THE STURZEBECKER FOUNDATION**

By this Memorandum of Understanding (hereinafter "MOU"), West Chester University of Pennsylvania of the State System of Higher Education (hereinafter "University") will affiliate with The Sturzebecker Foundation (hereinafter "Foundation"), a private 501 (c)(3) nonprofit organization which exists to develop and manage independent sources of financial support solely for the benefit of the University.

Provision for the MOU is provided within Policy 1985-04 of the Board of Governors of the State System of Higher Education, Commonwealth of Pennsylvania.

The Foundation was founded in 1997 and has supported the University of its programs continuously since that time. The purposes of the Foundation are stated in the following paragraphs:

1. The corporation is formed exclusively for charitable, educational, and/or scientific purposes within the meaning of §7311 of the Pennsylvania Nonprofit Corporation Law and §501(c)(3) of the Internal Revenue Code of 1954, as amended (the "Code").
2. In furtherance of its exclusive charitable, educational, and/or scientific purposes, the Foundation shall promote the interests of the University and shall, without otherwise limiting its powers, perform the following:
  - a. Solicit and receive funds and any other property or interests in property by gift, grant, bequest, devise, bargain, purchase, or similar transaction, and to hold, administer, invest, and disburse such funds and property, and such income as may be generated through the investment of such funds and property, exclusively for the benefit of the University.
  - b. Accept donations to further, improve, and advance the interests of the University.
  - c. Receive contributions from whatever sources, whether unrestricted or for designated purposes and hold the same for such designated purposes, or subject to any conditions specified in the terms of the gift or grant.
  - d. Engage in and do any and all acts and engage in all lawful business which a nonprofit corporation may do consistent with or in furtherance of the purposes set forth above.

The University will recognize the Foundation as an affiliated organization and will permit the Foundation to use the name of the University in connection with the activities listed above. The name to be used by the Foundation in connection with these activities will be "The Sturzebecker Foundation of West Chester University."

Pursuant to Board of Governors Policy 1985-04, the Foundation will provide the University with an annual report summarizing contributions, as well as the following information:

1. Articles of incorporation and bylaws; following initial submission, it is only necessary to submit additional copies in the event that a revision, amendment, or other change is made to the original documents
2. Annual external financial audit.
3. Certification of liability insurance.
4. A listing of the Board of Directors.

The Foundation shall carry directors and officers liability insurance at its expense in the amount of \$1,000,000.

The Foundation agrees to indemnify and hold harmless the University from any and all damages, awards, judgements, liens or other remedies or encumbrances incurred as a result of negligent acts or omissions of the Foundation arising from and/or resulting from the execution and performance of this MOU. The University agrees to indemnify and hold harmless the Foundation from any and all damages, awards, judgements, liens or other remedies or encumbrances incurred as a result of negligent acts or omissions of the University arising from and/or resulting from the execution and performance of this MOU.

All fund raising activities conducted by the Sturzebecker Foundation must be endorsed by the Vice President for Advancement of West Chester University of Pennsylvania or his/her designee.

All contributions from the Foundation to the University or its students must be made through the Office of Development at West Chester University of Pennsylvania.

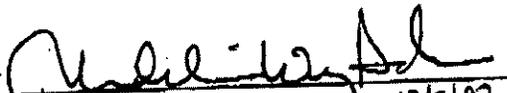
The fund raising goals and activities of the Foundation shall benefit the School of Health Sciences of West Chester University of Pennsylvania or its successor.

The Dean of the School of Health Sciences of the University shall serve as the University liaison to the Board of the Foundation. No voting members of the Foundation Board may be employees of the University.

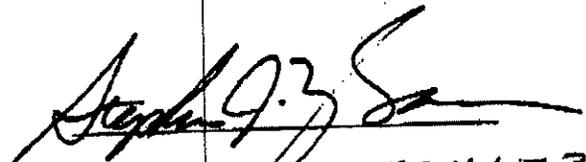
The initial term of this MOU will be from September 25, 2002, to the ending date of June 30, 2003. The ending date will establish the annual "anniversary date" which is defined as that same month and day during succeeding years. If not otherwise modified in writing, the MOU will automatically renew and continue in effect for additional one year periods from anniversary date to anniversary date. Notwithstanding the forgoing, the University and the Foundation may terminate this MOU for any reason with sixty (60) days advance written notice.

West Chester University  
of Pennsylvania  
The State System of Higher Education

The Sturzebecker Foundation

  
President 10/3/02

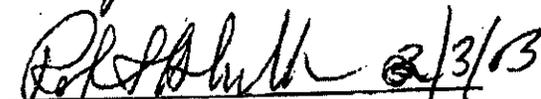


  
Federal I.D.# 23-7911673

N/A  
State System of Higher Education  
Office of the Chancellor

APPROVED AS TO FORM AND LEGALITY

  
University Legal Counsel

 2/3/03  
Office of Attorney General  
Commonwealth of Pennsylvania

Page 2  
EFFECTIVE DATE  
FEB 4 2003  
OF CONTRACT

FEB 2003  
West Chester University

01/30/02  
DRAI # 3002



Council of Trustees  
West Chester University  
West Chester, Pennsylvania 19383-1000

Council of Trustees  
Resolution  
2002-20

www.wcupa.edu

PROPOSED

RESOLUTION

COUNCIL OF TRUSTEES

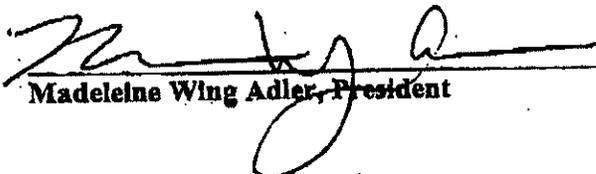
WEST CHESTER UNIVERSITY OF PENNSYLVANIA

SEPTEMBER 25, 2002

THE STURZEBECKER FOUNDATION  
MEMORANDUM OF UNDERSTANDING

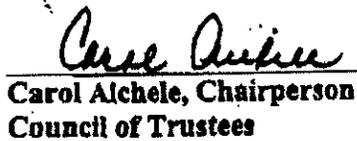
BE IT RESOLVED THAT THE COUNCIL OF TRUSTEES OF WEST CHESTER UNIVERSITY OF PENNSYLVANIA HEREBY APPROVES THE MEMORANDUM OF UNDERSTANDING BY AND BETWEEN THE STURZEBECKER FOUNDATION AND WEST CHESTER UNIVERSITY OF PENNSYLVANIA.

APPROVED PENDING ACTION BY THE COUNCIL OF TRUSTEES

  
\_\_\_\_\_  
Madeleine Wing Adler, President

10-3-02  
Date

APPROVED PENDING VOTE OF THE COUNCIL OF TRUSTEES

  
\_\_\_\_\_  
Carol Alchele, Chairperson  
Council of Trustees

10-3-02  
Date

08/30/02 8:26 AM

West Chester University of Pennsylvania is a member of the State System of Higher Education

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

221

STURZEBECKER FOUNDATION THE

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITIES THAT ARE CHARITIES AND SOLICIT FUNDS SHOULD CONTACT THE  
BUREAU OF CHARITABLE ORGANIZATIONS FOR REGISTRATION REQUIREMENTS AT  
DEPARTMENT OF STATE, BUREAU OF CHARITABLE ORGANIZATIONS, SUITE 300  
124 PINE STREET, HARRISBURG, PENNSYLVANIA 17101 (717) 783-1720 OR  
1-800-732-0999 WITHIN PENNSYLVANIA.

ENTITY NUMBER: 2781788

MICROFILM NUMBER: 09854

1713-1715

JAMIE W GONCHAROFF ESQ  
14 N CHURCH ST  
WEST CHESTER PA 19380

9854-1713

Microfilm Number

Filed with the Department of State on

JUL 20 1998

Entity Number

2781788

Secretary of the Commonwealth

JK

ARTICLES OF AMENDMENT-DOMESTIC NONPROFIT CORPORATION  
DSCB:15-5915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5915 (relating to articles of amendment), the undersigned nonprofit corporation, desiring to amend its articles, hereby states that:

1. The **name** of the corporation is:

The Sturzebecker Foundation

2. The (a) **address** of this corporation's current registered office in this Commonwealth or (b) **name** of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) 9 North High Street, P.O. Box 3015, West Chester, PA 19381	Chester
Number and Street	City State Zip County

(b) c/o:

Name of Commercial Registered Office Provider	County
---	--------

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The **statute** by or under which it was incorporated is:

Nonprofit Corporation Law of 1988

4. The **date** of its incorporation is:

October 27, 1997

5. (Check, and if appropriate complete, one of the following):

X The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: \_\_\_\_\_  
Date Hour

6. **(Check one of the following):**

The amendment was adopted by the members (or shareholders) pursuant to 15 Pa.C.S. § 5914(a).

The amendment was adopted by the incorporator.

7. **(Check, and if appropriate complete, one of the following):**

The amendment adopted by the corporation, set forth in full, is as follows:

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

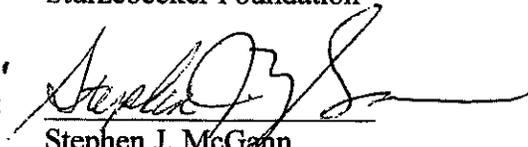
8. **(Check, if the amendment restates the Articles):**

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized incorporator thereof this 16<sup>th</sup> day of July, 1998 .

Sturzebecker Foundation

BY:

  
Stephen J. McGinn  
Incorporator

**EXHIBIT A****ARTICLES OF AMENDMENT FOR THE STURZEBECKER FOUNDATION**

*Paragraph 3 of the original Articles of Incorporation is hereby superceded and replaced by the following:*

The corporation is incorporated under the Nonprofit Corporation of Law of 1988. Said corporation is organized exclusively for charitable and educational purposes as authorized under section 501(c)(3) of the Internal Revenue Code, which purposes include the awarding of scholarships to students attending West Chester University, a Pennsylvania State University, and the recognition of individuals for distinguished achievement who are associated with West Chester University.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such 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, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Microfilm Number

9779-330

Filed with the Department of State on

OCT 27 1997

Entity Number

2781288

Secretary of the Commonwealth

JHL

ARTICLES OF INCORPORATION-DOMESTIC NONPROFIT CORPORATION

DSCB:15-5306 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 5306 (relating to articles of incorporation), the undersigned, desiring to incorporate a nonprofit corporation, hereby state(s) that:

1. The name of the corporation is: The Sturzebecker Foundation

2. The (a) address of this corporation's initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) 9 North High Street, PO Box 3015, West Chester, PA 19381 Chester
Number and Street City State Zip County

(b) c/o: Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes: award scholarships to students attending West Chester University (WCU), to recognize individuals associated with WCU for distinguished achievement, and all lawful purposes for which corporations may be incorporated under the Non-profit Corporation Law of 1988.

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

5. The corporation is organized upon a nonstock basis.

6. (Strike out if inapplicable): The corporation shall have no members.

7. (Strike out if inapplicable): The incorporators constitute a majority of the members of the committee authorized to

incorporate

by the requisite vote required by the organic law of the association for the amendment of such organic law.

8. The name and address, including street and number, if any, of each incorporator is:

Name Address
Stephen J. McGann 9 North High Street, PO Box 3015, West Chester, PA 19381

9. The specified effective date, if any, is: month day year hour, if any

10. Additional provisions of the articles, if any, attach an 8 1/2 x 11 sheet.

PA DEPT. OF STATE

OCT 27 1997

# The Sturzebecker Foundation

## Bylaws

### ARTICLE 1 – OFFICES

1. The registered office of the Corporation shall be at The First National Bank of West Chester, 9 North High Street, P.O. Box 3105, West Chester, PA 19381.
2. The Corporation may also have offices at such other locations as the Board of Trustees may from time to time appoint or the activities of the Corporation may require.

### ARTICLE II – SEAL

1. The Corporate seal shall have inscribed thereon "The Sturzebecker Foundation, 1997, Not for Profit, Commonwealth of Pennsylvania".

### ARTICLE III - TRUSTEES

1. The business of this Corporation shall be managed by its Board of Trustees, not more than twenty-four in number, who shall be natural persons of full age and who need not be residents of this Commonwealth. Three of the Trustees shall be those individuals who hold the West Chester University positions of the Dean of School of Health Sciences, the Director of Alumni Relations, and the Chair of the Scholarship Committee, and these three trustees will be non-voting trustees. Each Trustee shall serve until his or her successor has been elected and duly qualified in accordance with these Bylaws. Vacancies shall be filled as set forth in ARTICLE V.
2. Upon the expiration of the initial term of each Trustee as set forth in the Statement of Incorporator, Trustees will be elected to serve three year terms, it being the intent of the Bylaws to have approximately one-third of the Board of Trustees elected each year. Notwithstanding the foregoing, the two individuals who are Trustees by virtue of their position as Dean of School of Health Sciences and Director of Alumni and Special Events, may serve as Trustee so long as they hold those positions.
3. In addition to the powers and authorities by these Bylaws expressly conferred upon the Trustees, the Board of Trustees may exercise all such powers of the Corporation and do all such lawful acts and things as are authorized by statute, the Articles of Incorporation, and these Bylaws.

4. Meetings of the Board of Trustees shall be held at The First National Bank of West Chester, 9 North High Street, West Chester, Chester County, PA, or at such other place or places, either within or without the Commonwealth of Pennsylvania, as may from time to time be selected by the President.

5. The Annual meeting of the Board of Trustees shall be held in January of each year when Trustees and Officers shall be elected and such other business transacted. Unless the President selects another date for the annual meeting and causes at least ten days notice thereof to be given to each Trustee, the meeting shall be held at 10:00 a.m. on the third Thursday of January in each year if not a legal holiday, and if a legal holiday, then on the next full business day following at 10:00 a.m.

6. Special meetings of the Board of Trustees may be called at any time by the President, or by any three Trustees of the Corporation. At any time, upon written request of any person(s) entitled to call a special meeting, it shall be the duty of the Secretary to call a special meeting of the Board of Trustees to be held at such time at the Secretary may fix, not less than ten nor more than sixty days after the receipt of the request. If the Secretary shall neglect or refuse to issue such call, the person or persons making the request may do so. Business transacted at all special meetings shall be confined to the objects stated in the call and matters germane thereto.

7. Written notice of every meeting of the Board of Trustees, stating the time, place, and object thereof, shall be given by or at the direction of the person authorized to call the meeting, to each Trustee entitled to vote at the meeting, at least ten (10) days prior to the day named for the meeting, unless a greater period of notice is required by statute in a particular case. When a meeting is adjourned, it shall not be necessary to give any notice of the adjourned meeting, or of the business to be transacted at an adjourned meeting, other than by announcement at the meeting at which such adjournment is taken.

8. A Board of Trustees meeting duly called shall not be organized for the transaction of business unless a quorum is present. The presence in person of a majority of Trustees shall constitute a quorum at all meetings for the transaction of business except as may be otherwise provided by law or by the Articles of Incorporation. The Trustees present at a duly organized meeting can continue to do business until adjournment, notwithstanding the withdrawal of enough Trustees to leave less than a quorum. If a meeting cannot be organized because a quorum has not attended, those present may, except as otherwise provided by statute, adjourn the meeting to such time and place as they may determine, but in the case of any meeting called for the election of Trustees, those who attend the second of such adjourned meetings, although less than a quorum, shall nevertheless constitute a quorum for the purpose of electing Trustees.

9. Except as otherwise provided in the Articles of Incorporation, any action which may be taken at a meeting of Trustees may be taken without a meeting if a consent or consents in writing, setting forth the action so taken, shall be signed by a majority of all Trustees who would be entitled to vote at a meeting for such purpose. The consents shall be filed with the Secretary of the Corporation and the action taken by consent shall be deemed a valid Corporate action.

10. Every Trustee of the Corporation shall be entitled to one vote. In all elections for Trustees, each Trustee shall have the right to multiply the number of votes to which he may be entitled by the total number of Trustees to be elected, and he may cast the whole number of his votes for one candidate or distribute them upon two or more candidates, as he may prefer. The candidates receiving the highest number of votes up to the number of Trustees to be elected shall be elected. No Trustee shall sell his vote for money or anything of value. Upon request of a Trustee, the books or records of the Corporation shall be produced at any general or special meeting of the Corporation. If at any meeting the right of a person to vote is challenged, the presiding officer shall require such books or records to be produced as evidence of the right of the person challenged to vote, and all persons who appear by such books or records to be Trustees may vote. The right of a Trustee to vote, and his right and interest in the Corporation shall cease upon the termination of his service as a Trustee.

11. While all members of the Board of Trustees are encouraged to attend all meetings of Trustees, each Trustee shall not be absent from more than one-half of the meetings in a calendar year. In the event a Trustee shall be absent from more than one-half of the meetings in a calendar year, the Board of Trustees shall have the authority, but not the obligation, to terminate that Trustee from the Board of Trustees, in which case the Board of Trustees may choose a successor who shall hold office for the remaining period of the unexpired term of the terminated Trustee.

#### ARTICLE IV – OFFICERS

1. The executive officers of the Corporation shall be elected by the Board of Trustees and shall be a President, Vice-President, Secretary and Treasurer, and such other officers and assistant officers as the needs of the Corporation may require. The President and Secretary shall be natural persons of full age; the Treasurer, however, may be a Corporation, but if a natural person, shall be of full age. They shall hold their offices for such duties as shall from time to time be prescribed by the Board of Trustees. Any two or more offices may be held by the same person, except the offices of President and Secretary. All officers shall be Trustees. The Board of Trustees may secure the fidelity of any or all such officers by bond or otherwise. The Officers shall hold their office for one year terms, and each officer may be reelected for additional terms.