

Burning Issues for Erie County Cultural Funding Application

Tuesday, May 2 (6pm – 7:30pm)

Hallwalls Contemporary Art Center (Screening Room), 341 Delaware Avenue, Buffalo Governance Session (May 2 at Hallwalls)

This session will explore committees of the corporation and of the board – their differences and duties; the NYS Nonprofit Revitalization Act requirements; Whistleblower, Conflict of Interest, organizational by-laws (including a process for dissolution) – best practices for these policies and templates.

Materials can be found at: www.asiwny.org/2017/05/02/resources-erie-county-cultural-funding-applicants/

Presenters:

Stephanie Cole Adams, General Counsel, Niagara University

Tod A. Kniazuk, Executive Director, Arts Services Initiative of WNY

Checklist of questions and take-aways:

1. Critical fundamentals

What is the charitable mission of your organization?

The term charitable is used in its generally accepted legal sense and includes relief of the poor, the distressed, or the underprivileged; advancement of religion; advancement of education or science; erecting or maintaining public buildings, monuments, or works; lessening the burdens of government; lessening neighborhood tensions; eliminating prejudice and discrimination; defending human and civil rights secured by law; and combating community deterioration and juvenile delinquency.

What type of entity are you?

A not-for-profit corporation is a corporation formed pursuant to the Not-for-Profit Corporation Law. Not-for-Profit Corporation Law Section 201 (Purposes) provides that a not-for-profit corporation may be formed for as a Charitable Corporation or a Non-charitable Corporation as defined in Not-for-Profit Corporation Law Section 102 (Definitions). A not-for-profit corporation may not be formed for pecuniary profit or financial gain and the corporation's assets, income or profit may not be distributed to or otherwise used to benefit the corporation's members, directors or officers except as permitted by the Not-for-Profit Corporation Law, e.g., as reasonable compensation for services to the corporation.

Why type of public filings do you submit?

Are your directors independent?

"Independent" directors are members of the board who are not paid by the organization and neither they nor their family members have any financial relationship with the organization.

Does your conflict of interest policy ask your directors to certify to their independence on an annual basis?

Make sure there is a conflict of interest policy and that it is provided to and signed by new directors and before they join the organization, and annually to directors, officers, and employees for review and signature annually

Does your board have the required committees?

Corporations required to file an audit with the Attorney General's Charities Bureau must have an audit committee made up of independent directors or the board must assume that function with only independent members participating.

Does your Whistleblower Policy protect the confidentiality of reporters?

Are your directors and employees indemnified?

Does your mission rely on professional accreditation or licensing?

Do you have a dissolution provision in your bylaws?