# A blue and white logo with a bird and a heart AI-generated content may be incorrect.Article I – Name and Purpose

## Section 1 – Name: The name of the organization shall be the Betty Erickson Carey Foundation.

## Section 2 – Purpose: The Foundation is organized exclusively for charitable, educational, civic, and community-enriching purposes in accordance with Section 501(c)(3) of the Internal Revenue Code and the Illinois General Not for Profit Corporation Act, including but not limited to:

#### Honoring and preserving the legacy of Betty Erickson Carey.

#### Promoting arts, crafts, caregiving, and community service programs.

#### Hosting the “Under the Big Top” festival and other community events.

#### Providing public education, including CPR and Stop the Bleed training, to promote community safety and awareness.

#### Supporting the development of future caregivers and first responders through scholarships for students pursuing careers in nursing, EMS, or firefighting. Applicants must submit an essay detailing their passion for the field, and a vote of the board will approve scholarship awards.

# Article II – Board of Directors

Section 1 – Composition:  
The Foundation shall have ten (10) board members. A direct family member of Betty Erickson Carey shall always hold a minimum of one board seat.

## Section 2 – Roles and Duties:

#### **President** – Oversees all operations and chairs meetings.

#### **Vice President** – Assists the President; assumes duties in their absence.

#### **Secretary-Treasurer** – Maintains records, meeting minutes, and official documents. Manages finances, budgeting, and filings.

#### **Director of Community Engagement** – Coordinates with the public and the city.

#### **Director of Events** – Manages logistics for all events.

#### **Director of Partnerships** – Leads fundraising strategy.

#### **Director of Outreach** – Expands partnerships and volunteer base.

#### **At-Large Members (2)** – Support general operations and fill temporary needs.

Section 3 – Terms and Elections:  
Each director shall serve a two-year term, renewable by board vote. Family members may serve indefinite terms, preserving the legacy and intent of the foundation.

Section 4 – Quorum and Voting:  
A quorum shall consist of five members. All decisions require a majority vote of those present, unless otherwise stated. There will be no proxy voting accepted; however, digital acceptances will be allowed for appearances via Zoom, Skype, etc.

# Article III – Family Representation and Legacy Clause

## To maintain the spirit and continuity of Betty Erickson Carey’s vision:

## A family representative must be present at all official meetings and shall have final tie-breaking authority.

## The Foundation may not alter this clause without the unanimous consent of all living family board members.

# Article IV – Conflict of Interest

Section 1 – Policy:  
Any board member with a personal, financial, or professional interest in matters before the board must:

#### Disclose the nature of the conflict.

#### Abstain from voting on related issues.

#### Be recused from discussion if requested by the board.

Section 2 – City Officials:  
City council members serving on the board must:

#### Recuse themselves from any discussions or votes that could involve city funding, partnerships, or policymaking to ensure compliance with local ethics laws.

# Article V – Meetings

## The board shall meet at least quarterly. The President or any three directors may call special meetings with five (5) days’ notice. Meeting agendas and approved minutes shall be posted on the Foundation’s website to promote transparency. Minutes shall be maintained in accordance with the Illinois Open Meetings Act, to the extent applicable, and made accessible to the public via the Foundation’s official website within a reasonable time frame following each meeting.

# Article VI – Conduct, Disputes, and Ethics

Section 1 – Board Disputes:  
Should conflict arise among board members that impedes the Foundation’s function, a special meeting shall be called to mediate the issue. The President and Vice President shall act as facilitators, or an independent third-party mediator may be appointed. A majority vote may be used to resolve disputes.

Section 2 – Misconduct:  
Board members found to have engaged in unethical, illegal, or harmful conduct, including the misuse of Foundation funds, abusive behavior, or public defamation of the Foundation, may be removed by a two-thirds vote of the board, following written notice within 72 hours of the violation and an opportunity to be heard by the board the evidences will be presented and a private session will be held to vote on the misconduct.

Section 3 – Ethics Policy:  
All board members shall adhere to a code of ethics, which includes acting in the best interest of the Foundation, avoiding personal gain from Foundation activities, and maintaining the highest standards of professionalism and confidentiality.

# Article VII – Amendments

## A two-thirds vote of the board may amend these bylaws, provided that written notice is given at least ten days before the vote. Family legacy clauses may only be amended by the unanimous consent of all family board members.

# Article VIII – Financial Oversight and Transparency

Section 1 – Financial Records:  
The Foundation shall maintain accurate financial records, including receipts, disbursements, budgets, and audits, which shall be made available to the board and, upon request, to the public.

Section 2 – Annual Report:  
An annual financial report and activity summary shall be prepared and published on the Foundation’s website.

Section 3 – Prohibition on Private Inurement:  
No part of the Foundation’s net earnings shall benefit any private individual. Directors and officers shall not receive compensation, except for reimbursement of approved expenses.

# Article IX – Non-Discrimination Policy

## The Foundation shall not discriminate based on race, color, religion, sex, gender identity, age, national origin, disability, marital status, or sexual orientation in any of its activities or operations.

# Article X – Scholarship Administration

Section 1 – Application Process:  
All scholarship applicants are required to submit an essay and a completed application form. The board will evaluate applications based on merit, community involvement, and alignment with the Foundation’s mission.

Section 2 – Selection and Disbursement:  
The two members at large will vet the applications for compliance and originality and will recommend awardees. Final approval requires a majority blind vote from the board. (Meaning the board members will only know the applicants by application numbers, not names.) Funds will be disbursed directly to educational institutions when possible.

Section 3 – Accountability:  
Recipients may be asked to provide proof of enrollment and a summary of their academic year at the end of their academic year.

# Article XI – Insurance and Indemnification

## The Foundation shall carry Directors and Officers (D&O) liability insurance. Directors and officers shall be indemnified against expenses and liabilities arising from good faith service to the Foundation, to the fullest extent allowed by law.

# Article XII – Dissolution Clause

## Upon dissolution of the Foundation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, preferably to another organization carrying out similar work in caregiving, health, or community service.