

**BYLAWS OF
THE HAWTHORNE EMPOWERMENT COALITION
(A Pennsylvania Non-Profit Corporation)**

The undersigned Director, for the purpose of establishing Bylaws of a nonprofit corporation founded pursuant to the Nonprofit Corporation Law of the Commonwealth of Pennsylvania, hereby certify that on January 22, 2002 these Bylaws were adopted by an affirmative vote of the members of the Hawthorne Empowerment Coalition.

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ARTICLE I: PURPOSE

SECTION 1.1. Purpose

The Hawthorne Empowerment Coalition (hereinafter "the HEC") strives to strengthen the role of its members in establishing, advocating, coordinating and overseeing a neighborhood association to serve all people who live within the boundaries of the Hawthorne community. The boundaries of the Hawthorne community are defined as area inclusive from 11th Street to Broad Street and from South Street to Washington Avenue.

The purposes of the HEC are:

- (a) To advocate for information and resources to assure the highest practicable quality of life within the Hawthorne community.
- (b) To strengthen the role of neighborhood associations with their respective state and local government, with other civic and charitable groups; with the media and with the community-at large.
- (c) To provide a forum for the communication of information and the exchange of experiences among and between other neighborhood associations and civic groups as appropriate.
- (d) To develop recommendations to guide the HEC and to provide a representative to serve as a member on standing committees both within and outside the HEC.
- (e) To improve the quality of survey and information gathering programs and to coordinate these activities with related activities both within and outside the Hawthorne community.
- (f) To promote the development of community leaders of tomorrow through the HEC "Millennium Youth Council by providing annual scholarships and other opportunities for professional interaction, access to relevant role models, and training programs.
- (g) To promote the professional development of its Board members as related to community leadership and development.
- (h) To engage in any other lawful act or activity necessary to carry out the purposes listed above.

SECTION 1.2. Principal Office

The principal office for the transaction of the business of the corporation is hereby fixed and located at:

Hawthorne Empowerment Coalition
Hawthorne Cultural Arts Center Building
1200 Carpenter Street
P.O. Box 18054
Philadelphia, PA 19147

The Board of Directors is hereby granted full power and authority to change said principal office from one location to another. The Recording Secretary opposite this section shall note any such change in the bylaws, or this section may be amended to state the new location.

SECTION 1.3. Registered Agent

The registered agent for service of process or other legal notice in the Commonwealth of Pennsylvania is _____, Attorney at Law whose address is _____.

ARTICLE II: MEMBERSHIP

SECTION 2.1. Voting Members

There shall be two classes of voting members: (1) an attending member is a voting member who has attended at least five (5) general meetings within a year and is eligible to vote on all community issues, to vote in the annual election and on financial matters of HEC; (2) a general member is a voting member eligible to vote on all community issues. Each voting member shall be entitled to one vote on any question brought before the membership of HEC. Business Members shall be entitled to one vote per Business and must assign a designee to represent said Business. The Treasurer of HEC shall certify that the voting member is an attending member or general member before the voting member shall be eligible to cast his/her vote or assign a limited or unlimited proxy vote. Voting members will be identified at the time of entry by a mark next to their names on the sign-in sheet or in such other manner as may be designated by the Board of Directors.

SECTION 2.2. Honorary Members

An honorary member is a nonvoting member. An honorary member shall be a person or organization who has provided exceptional service or support to the organization. Such person or organization shall become a member upon approval of a majority of the Board of Directors, and may attend any general membership meeting, participate in discussions, and serve on committees. Honorary members shall not attend board meetings or executive meetings of the HEC, except by invitation of the respective bodies. An honorary member shall not be assessed dues in any amount. All past-presidents of the HEC shall be afforded honorary membership status.

SECTION 2.3. Membership Classes

The following membership classes may be established with approval of a two-thirds (2/3) majority of the voting members present in person or represented by written proxy at a general membership meeting:

- 1) Seniors and Disabled
- 2) Individual
- 3) Individual Patron
- 4) Small Business (1-15 employees)
- 5) Medium Business (16-35 employees)
- 6) Large Business (36+ employees)

SECTION 2.4. Guests

Persons or organizations other than members may be invited by consensus of the Board to attend any general membership or Board meeting, except an Executive Committee meeting of the HEC.

SECTION 2.5. Membership Dues

The dues for the various classes of HEC membership shall be determined by the Board of Directors and distributed annually. Membership dues, payable strictly on a voluntary basis, are not a requirement for membership in HEC.

ARTICLE III. MEMBERSHIP MEETINGS

SECTION 3.1. Annual Nominations Meeting

Notice shall be circulated to the membership to announce an annual membership meeting, which shall be held each year during the month of June at a time and place as determined by the Board of Directors. Robert's Rules of Order shall govern the conduct of the annual nominations meeting. All questions shall be decided by a majority of those voting members present or represented by written proxy, except as specified in Article X.

In April, the Past President, who serves as the Chair of the Nominating Committee, will announce to the membership that nominations are being accepted for the Board of Directors. In May, all nominees will be allowed a specified period of time to articulate their qualifications and vision for the HEC. In June, the annual election will be held at a date and time specified by the Board of Directors and the Chair of the Nominating Committee. These may be separate from the general membership meetings, if determined by the Board of Directors.

SECTION 3.2. General Meetings

General meetings shall be held on the 2nd Tuesday of each month at a time and place to be determined by the Board of Directors.

SECTION 3.3. Special Meetings

Special meetings of the membership for any purpose or purposes, unless otherwise prescribed by statute, may be called at any time by the President, or by a majority of the Board of Directors, or by at least one-third (1/3) of the membership, or such meeting may be held at any time without call or notice upon unanimous consent of all members. Except in special cases where other express provision is made by statute, notice of such special meetings shall be given in the same manner and pursuant to the same notice provisions as for the annual nominations meeting of the members. Notices of any special meeting shall state, in addition to the place, day and hour of such meeting, the purpose or purposes of the meeting. Business transacted at any special meeting of the members shall be limited to the purposes stated in the notice.

Any person or persons empowered to call a special meeting may request one by providing written notice to the President, or if the President is absent or disabled, to the Vice-President, or in the absence of the Vice-President, to the Corresponding Secretary. If notice of such officer is the Corresponding Secretary, he or she shall provide notice of the meeting to the members. If such officer is the President or Vice-President, he or she shall cause the Corresponding Secretary to provide such notice. The notice shall inform the members that the meeting has been called for the purpose or purposes stated in the request and will be held at a specified time. The officer originating the notice shall specify the time, which shall be fixed at not less than thirty (30) nor more than sixty (60) days after receipt of the request.

SECTION 3.4. Voting List

The officer or agent who has charge of the Membership List of the corporation shall, before each membership meeting, prepare, as of forty-eight (48) hours prior to the convening of such meeting, a list of all members entitled to vote at such meeting, arranging the names alphabetically. Such officer or agent shall produce such list and shall keep it open at a place where the meeting is to be held, which place shall be specified in the notice of the meeting, or, if not so specified, at the place where the meeting is to be held during the business hours of at least one (1) full day immediately preceding the convening thereof and until the close of such meeting, and it shall be subject to inspection at any time during such period by any member or person representing a member.

SECTION 3.5. Quorum

A quorum at any given meeting of the membership shall consist of one-half of the attending members; either present or represented by written proxy.

SECTION 3.6. Order of Business

The order of business at general meetings, and so far as practicable at all other meetings of the members shall be as follows:

- 1) Call meeting to order;
- 2) Calls roll and check proxies;
- 3) Proof of notice of meeting;
- 4) Read any unapproved minutes;
- 5) Reports of officers with the Treasurer's Report to include a compilation of the Financial Statements of the corporation for the preceding year (month as related to monthly general

- membership meetings).
- 6) Reports of committees;
- 7) Nomination of directors and officers;
- 8) Unfinished business;
- 9) New business; and
- 10) Adjournment.

SECTION 3.7. Action Without Meeting

Any action which, under any provisions of the laws of the State of Pennsylvania or under the provisions of the Certificate of Incorporation or under these bylaws may be taken at a meeting of the members, may be taken without a meeting, without prior notice and without a vote if a consent in writing is signed by members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members having a right to vote thereon were present and voted, and such filed with the Recording Secretary of the corporation and made a part of the corporate records. Prompt notice of the taking of corporate action without a meeting by less than unanimous consent shall be given to those members who have not consented in writing.

ARTICLE IV: DIRECTORS AND OFFICERS

SECTION 4.1. Powers

Subject to limitations of the Certificate of Incorporation, of the bylaws and of the laws of the Commonwealth of Pennsylvania as to action to be authorized or approved by the members, and subject to the duties of directors as prescribed by the bylaws, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation, shall be managed and conducted by, the Board of Directors. Without prejudice to such general power, but subject to the same limitations, it is hereby expressly declared that the directors shall have the following powers, to wit,

First: To select and remove all agents and employees of the corporation, prescribe such powers and duties for them as may not be inconsistent with law, with the Certificate of Incorporation or the bylaws, and fix their compensation.

Second: To designate any place within the City of Philadelphia for the holding of any membership meeting or meetings.

Third: To authorize the receipt of contributions as provided in the Articles of Incorporation.

Fourth: To establish the amount of dues for voting members. The membership may elect to establish an alternate amount of dues or class of dues to coincide with classes of membership (as described in sub-section 2.2 above), with approval of a two-thirds (2/3) majority of the voting members, present in person or represented by written proxy at a general membership meeting.

Fifth: To establish HEC policies;

Sixth: To hear reports of standing committees;

Seventh: To approve grants, contracts or subsidies applied for by the HEC;

Eighth: To approve the annual expenditure report and annual budget;

Ninth: To suspend rules in an emergency by unanimous vote the Board;

Tenth: To exercise those powers specified in sub-sections 4.3-4.7 below.

Section 4.2. Number, Election and Term of Office

(a). Board of Directors

The Board of Directors shall consist of five (5) attending members and shall be elected by a majority vote of the attending members at a meeting held specifically for the purpose of electing officers. Such election meeting shall be held once a year during the month of June at a specified date after the annual nominations meetings has been held. At the first annual nominations meeting, five members shall be elected for one-year terms. Thereafter at each annual membership meeting, five members shall be elected for a term of two years.

The officers of the HEC shall also serve as members of the Board of Directors. The Board of Directors shall meet at the call of the President; however, such meetings shall occur not less frequently than semi-annually.

(b) Officers

The members of the HEC shall elect a President, a President-Elect, a Vice-President, a Recording Secretary, a Corresponding Secretary, and a Treasurer. The officers shall be elected by a majority vote of the attending members present in person or represented by written proxy at the annual nominations meeting. The Nominating Committee or any attending member may nominate any attending member for the offices of President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer at the annual nominations meeting. All terms of office shall be for a period of two years. Officers shall be limited to two consecutive terms.

SECTION 4.3. Duties of the Officers

- (a) The President shall perform the following duties: preside at membership meetings of the HEC and at meetings of the Board of Directors; appoint members of standing committees and establish such ad hoc committees as s/he deems necessary and as approved by the Board of Directors; provide leadership necessary to achieve the purposes of the organization; serve as the HEC's liaison with both state & local government, the media, grant makers, foundations, funders and other civic associations; designate a representative of the HEC to serve on outside committees; and serve as the official spokesperson of the HEC. The President shall appoint a parliamentarian to serve during the annual nominations meeting and at board meetings. The President shall serve as the custodian of the business records of the HEC except for those records whose maintenance is specifically designated to other officers.
- (b) The Vice-President shall, in the absence of, or at the direction of the President, perform the duties of the office of President.
- (c) The Recording Secretary shall maintain the current roster of members, record the minutes at general membership meetings of the HEC and the meetings of the Board of Directors, perform roll call votes and record votes as required, and maintain and transmit the HEC's files to his/her successor, including a current copy of the HEC's bylaws. The Recording Secretary shall keep an accurate record of all HEC resolutions, including a numbered record of all resolutions, amendments to resolutions, and replacement of resolutions superseded by later resolutions.
- (d) The Corresponding Secretary shall circulate notices of membership and Board meetings to all voting members of the HEC, communicate to the membership and the Board the results of meetings, conduct correspondence on behalf of the HEC, and maintain and transmit the HEC's files to his/her successor, including copies of all correspondence sent and received during the term of office.
- (e) The Treasurer or designee shall collect dues and registration fees, disburse funds in accordance with the approved annual budget or at the direction of the Board of Directors, maintain accounts of receipts and disbursements, prepare an annual financial report and an annual budget for the Board of

Directors, present the financial report at the annual membership meeting, and maintain and transmit all files to his/her successor. The Treasurer shall distribute monthly financial statements to the members at each general meeting. The Treasurer shall cause the financial records of the HEC to be audited each year, prior to the annual nominations meeting. Such audit report shall be included in the annual financial report submitted to the membership. The Treasurer shall be bondable, and the HEC may purchase a bond on the Treasurer's behalf.

- (f) The Past-President shall serve as the chairperson of the Nominating committee.

SECTION 4.4. Vacancies

If the office of President becomes vacant prior to the end of a term, the Vice-President shall assume the duties of the President until the HEC's next annual elections meeting, at which time the President-Elect shall assume the office of President.

If the office of Vice-President becomes vacant prior to the end of a term, the President-Elect shall assume the duties of the Vice-President, in addition to being President-Elect, until the HEC's next annual elections meeting, at which time the office of Vice-President shall be filled in accordance with procedures contained in this Article.

If the office of President-Elect becomes vacant prior to the end of a term, the office shall remain vacant until the HEC's next annual elections meeting, at which time the first order of business after convening the meeting shall be a special election of a President-Elect. The office of President-Elect shall be filled in accordance with procedures contained in this Article.

If the office(s) of Recording or Corresponding Secretary or Treasurer becomes vacant prior to the end of a respective term, the Board of Directors shall fill the vacant office by appointing a voting member to serve for the remainder of the term. The appointed officer shall serve until the HEC's next annual elections meeting, at which time the office shall be filled in accordance with procedures contained in this Article.

If both the offices of Vice-President and President-Elect become vacant prior to the end of their respective terms, the Board of Directors shall fill the office of Vice-President by appointing a member of the Board of Directors to serve for the remainder of the term. The appointed officer shall serve until the HEC's next annual elections meeting, at which time the office shall be filled in accordance with procedures contained in this Article.

If the offices of President, Vice-President and President-Elect become vacant simultaneously prior to the end of their respective terms, a member of the Board of Directors shall call a special meeting of the Board of Directors, at which time the Board shall appoint, by majority vote, a Board member to serve for the remainder of each term. The appointed officer shall serve until the HEC's next annual elections meeting, at which time the offices shall be filled in accordance with procedures contained in this Article.

SECTION 4.5 Delegation of Duties

In case of the absence or disability of any officer of the corporation, the Board of Directors may, by a 2/3 majority vote, delegate, for the time being, the powers or duties, or any of them, of such officer to any other officer or to any director.

SECTION 4.6 Removal

The Board of Directors may remove a Board member, upon a unanimous vote of the Board, for non-attendance at two consecutive Board meetings or for failure to discharge the duties of a Board member. If a vacancy occurs as a result of removal of a Board member, the term shall be filled in accordance with procedures contained in this Article.

SECTION 4.7. Place of Meeting

The Board shall propose for adoption at the annual nominations meeting, a schedule of the following year's Board meetings, including dates and sites for holding meetings.

SECTION 4.8. Regular Meetings

Board meetings shall be conducted in the following manner:

- (a) Any HEC member shall be entitled to speak on any issue under consideration by the Board.
- (b) Board members shall be identified during the meeting by some distinctive means of identification.
- (c) The President, in order to facilitate the efficient conduct of business, may limit the debate to a specified time period or specified number of speakers, both pro and con. The Board, by a simple majority vote, may extend the time period for debate.
- (d) The President shall name an official parliamentarian who shall identify the applicable portions of Robert's Rules of Order needed to efficiently conduct the HEC's business. Said rules shall be distributed and explained to all Board meeting attendees and the parliamentarian shall assist the President and any Board meeting attendee in using these rules properly.
- (e) At the start of a Board meeting, the President shall circulate a sign-in list to be signed by all Board members. Non-Board members shall sign the sign-in list as well.
- (f) The order of business shall, to the extent applicable, be as specified in section 3.6.
- (g) The vote of a majority of the directors present, in person or by proxy, shall be required to decide issues or resolutions under consideration at a meeting of a quorum of the directors.
- (h) Board meetings should be budget neutral.

SECTION 4.9 Emergency Meetings

Emergency meetings of the Board of Directors for any purpose or purposes shall be called at any time by the President or, if (s)he is absent or unable to act, by the Vice-President. The Board of Directors may also call an emergency meeting.

SECTION 4.10. Notice of Emergency Meetings

Notice of the time, place or medium and the purposes of all emergency meetings shall be given orally or in writing to each Director. In case such notice is mailed, it shall be deposited in the United States Mail in the place in which the principal office of the corporation is located at least three (3) days prior to the time of the holding of the meeting, charges prepaid, addressed to him or her at his or her last known address. In case such notice is delivered orally in person, it shall be so delivered at least twenty-four (24) hours prior to the time of the holding of the meeting.

SECTION 4.11. Quorum

One-half of the members of the Board of Directors shall be present to constitute a quorum at any official meeting of the Board.

SECTION 4.12 Adjournment

A quorum of the directors may adjourn any directors' meeting to meet again at a stated day and hour; provided, however, that in the absence of a quorum, a majority of the directors present at any directors' meeting, either regular or special, may adjourn to a later date but may not transact any business until a quorum has been secured. At any adjourned meeting at which a required number of directors shall be present, any business may be transacted which might have been transacted at the meeting as originally notified.

SECTION 4.13. Notice of Adjournment

Notice of reconvening an adjourned meeting need not be given to absent directors if the time and place is fixed at the meeting adjourned.

SECTION 4.14. Fees and Compensation

Directors and members of committees may not receive compensation for their services, except that they may receive reimbursement for expenses, as may be fixed or determined by resolution of the Board.

SECTION 4.15. Action Without Meeting

The Board of Directors shall consider the issue of fax/electronic mail voting and make a determination as applicable.

SECTION 4.16. Telephonic Meetings

Members of the Board of Directors may participate in a meeting of such Board by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other, and participation in a meeting pursuant to this section shall constitute presence in person at such meeting.

ARTICLE V: COMMITTEES

SECTION 5.1. Executive Committee

The members of the Executive Committee are the President, the President-Elect, the Vice-President, the Recording Secretary, the Corresponding Secretary, the Treasurer and the Past-President. The Executive Committee shall be responsible for the day to day functioning of the organization. The Executive Committee and individual members, when representing the HEC are responsible to represent the HEC as a whole.

SECTION 5.2. Duties

The Executive Committee shall have and exercise all of the authority of the Board in the management of the corporation in the interval between meetings of the Board, subject to the control and direction of the Board, except the power to adopt, amend or repeal the bylaws and where action of the Board of Directors is required by law. A majority of the Executive Committee shall authorize expenditures and the Committee shall monitor Association expenditures. It shall keep regular minutes of its proceedings, which shall be reported to the directors at their next meeting.

SECTION 5.3. Meetings

The Executive Committee shall meet at such times as may be fixed by the Committee or on the call of the President. Notice of the time and place of the meeting shall be given to each member of the Committee in the manner provided for the giving of notice to members of the Board of Directors of the time and place of special meetings of the Board of Directors or in such other manner as the Executive Committee by resolution may prescribe.

SECTION 5.4. Quorum and Voting

A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business. The act of the majority of the members of the Executive Committee present at a meeting at which a quorum is present shall be the act of the Executive Committee. At all meetings of the Executive Committee, each member present shall have one (1) vote which shall be cast by him or her in person.

SECTION 5.5. Action Without Meeting

Teleconference meetings may be held by the Executive Committee in a manner approved by the Board of Directors.

SECTION 5.6 Designation

In addition to any standing committees established by the Board of Directors and any ad hoc committees established by the President and approved by the Board, there shall be the following committees:

- (a) A Nominating Committee consisting of the Past-President, the President-Elect and three (3) Board members appointed by the President.
- (b) A committee or committees, which shall research, issues and develop policy and position statements for the Board of Directors and the HEC. Each committee or subcommittee so established shall have as members, at least two voting members of the HEC.
- (c) Chairs of standing committees are members of the Executive Committee. Chairs of ad hoc, or temporary committees, are members of the Executive Committee as long as those committees are active.

ARTICLE VI: RECORDS OF MEMBERSHIP

SECTION 6.1. Membership List

There shall be kept at the registered office of the HEC a record containing the names and addresses of all Members of the corporation and the ending date of their membership; provided, however, that the foregoing shall not be required if the corporation shall keep at its registered office a statement containing the name and post office address, including street number, if any, of the custodian of such record. Duplicate lists may be kept in such other state or the Board as may, from time to time, determines states.

ARTICLE VII: EXECUTION OF INSTRUMENTS

SECTION 7.1 Contracts

The Board may authorize any officer or officers, agent or agents, to enter into any contract or to execute and deliver in the name and on behalf of the corporation any contract or other legal instrument, and such authority may be general or may be confined to specific instances or instruments.

SECTION 7.2. Checks and Drafts

All checks, drafts or other orders for the payment of money, notes, acceptances or other evidences of indebtedness issued by or in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall be determined from time to time by resolution of the Board.

SECTION 7.3 Deposits; Bank Accounts

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board may from time to time designate or as may be designated by an officer or officers of the corporation to whom such power of designation may from time to time be delegated by the Board. The Board may make such special rules and regulations with respect to such bank accounts, not inconsistent with the provisions of these bylaws, as it may deem expedient. Unless otherwise provided by resolution of the Board, endorsements for deposit to the credit of the corporation in any of its duly authorized depositories may be made by hand-stamped legend in the name of the corporation or by written endorsement of any officer without countersignature.

ARTICLE VIII: MISCELLANEOUS

SECTION 8.1. Fiscal Year

The fiscal year of the corporation shall be January 1 through December 31 of each year.

SECTION 8.2. Name

The name of the HEC shall be the Hawthorne Empowerment Coalition (HEC).

SECTION 8.3. Organization

HEC shall be a non-profit corporation organized under the laws of the State of Pennsylvania. If the corporation shall be dissolved at anytime, no part of its funds or property shall be distributed to or among its members but after payment of all indebtedness, its surplus funds and properties shall be used in such legal manner within the scope of the Internal Revenue Service Code 501(c)(3), or amendments thereof.

ARTICLE IX: NOTICES

SECTION 9.1. Form of Notices

Whenever, under the provisions of these bylaws, notice is required to be given to any director, officer or Member, it shall not be construed to mean only personal notice, but such notice may also be given telephonically or electronically by e-mail, or in writing, by mail by depositing the same in the United States Mail in a postpaid sealed wrapper, addressed to such director, officer or Member at such address as appears on the books of the corporation, or, in default of other address, to such director, officer or Member at the general post office in the city where the corporation's principal office for the transaction of business is located, and, except as specified in section 4.10, such notice be deemed to be given at the time when the same shall be thus mailed.

SECTION 9.2. Waiver of Notice; Attendance at Meeting

Any member, director or officer may waive any notice required to be given under these bylaws by a written waiver signed by the person, or persons, entitled to such notice, whether before or after the time stated therein, and such waiver shall be deemed equivalent to the actual giving of such notice. Attendance of a person at a meeting shall constitute a waiver of notice of such meeting, except when the person attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

ARTICLE X: AMENDMENTS

SECTION 10.1. Who May Amend

Two-thirds of those voting members at an official meeting of the membership present or represented by written proxy shall be required to amend the bylaws. The Board of Directors shall notify all voting members of any proposed amendments to the bylaws at least thirty (30) days prior to the date of the annual membership meeting.

ARTICLE XI: RESOLUTIONS

SECTION 11.1 Purpose of Resolutions

Corporate resolutions shall be developed to formalize a position of the membership of the HEC. All Resolutions previously adopted by the HEC remain in effect until they are repealed, or unless they are duplicative of, or in conflict with, the provisions of these bylaws.


SECTION 11.2 Procedure for Proposal and Adoption of Resolutions

Any voting Member of the HEC may recommend the adoption of a Resolution by submitting a copy of the language of the proposed Resolution, a description of the reasons for his or her recommendation, and a summary of the advantages and disadvantages of adopting the Resolution to the President. The President shall include a discussion of the proposal on the Agenda for the next regularly scheduled meeting of the Board of Directors. If the Board of Directors, by majority vote, recommends the adoption of the Resolution, it shall be the official HEC policy until the next regularly scheduled membership meeting of the HEC. If the Members of the HEC, by a two-thirds vote for any Resolution that conflicts with or modifies a provision of these bylaws, or by a majority vote for any other Resolution, vote to adopt the Resolution, it shall become effective on the day after the vote is taken.


SECTION 11.3 Revision or Rescission of Resolutions

Any Member of the HEC may recommend the revision or rescission of a Resolution by submitting a copy of the language of the proposed revision, or a request that the Resolution be rescinded, a description of the reasons for his or her recommendation, and a summary of the advantages and disadvantages of adopting his or her recommendation to the President. The President shall include a discussion of the proposal on the Agenda for the next regularly scheduled meeting of the Board of Directors. If the Board of Directors, by majority vote, adopts a resolution, it shall be official HEC policy from the time of its adoption by the Board until the next annual membership meeting at which time it shall be submitted to the Members for disposition. If the Members of the HEC, by the same percentage of votes required to adopt the Resolution, vote to revise or rescind the Resolution, it shall be revised or rescinded effective on the day after the vote is taken.

IN WITNESS WHEREOF, the undersigned Director of the HEC has adopted these Bylaws on this 22nd day of January, 2002.

(SEAL) 

Sworn and subscribed to before the undersigned Notary Public for the State of Pennsylvania on this 23 day of JANUARY, 2002, by Raydell Fisher, President of the Hawthorne Empowerment Coalition.


(Notary Public)

Notarial Seal
Anthony J. Volpone, Notary Public
Philadelphia, Philadelphia County
My Commission Expires Aug. 30, 2004
Member, Pennsylvania Association of Notaries