

1 Vision and Mission

1.1 Vision Statement

Our region's nonprofit sector gives citizens a greater voice, inspires public participation and promotes a vibrant community.

1.2 Mission Statement

The Greater Pittsburgh Nonprofit Partnership strengthens our region by improving the viability, impact and effectiveness of nonprofits.

1.3 About the Mission Statement

The primary purpose of the GPNP is to bring together Southwestern Pennsylvania's diverse nonprofit organizations, identify and address common issues facing the nonprofit sector and tackle systemic issues facing the entire region. The GPNP will provide the nonprofit sector with an opportunity to work together on the day-to-day challenges of aligning organizational mission with community-wide solutions.

Accordingly, the GPNP will connect nonprofits so that they can **advocate** together. Unlike the business community, the nonprofit sector has generally not been adept when advocating and lobbying. Yet, the nonprofit sector as a whole, as well as the economic, environmental, and social fabric of greater Pittsburgh, is affected commonly by legislation and public policy engineered in Harrisburg and Washington, DC. The GPNP will remedy this frailty by bringing together nonprofit leaders to lobby legislators and policy makers. The GPNP will allow even the smallest nonprofits to find strength in numbers.

Additionally, the GPNP will enable the nonprofit community to **communicate** collectively not only with policy makers but also with the media and public at-large. It is critical that the nonprofit community market itself ambitiously in order to build larger constituencies of donors, volunteers, and supporters generally. The GPNP will share widely the "story" of nonprofits, endeavoring to build public trust for what nonprofits do.

2 Membership

2.1 Eligibility for Membership

Any charitable organization incorporated as a tax-exempt 501(c)(3) corporation and serving Southwestern Pennsylvania may become an organizational member of the GPNP. Memberships are available to organizations instead of individuals. Organizations that do not have nonprofit, tax-exempt status may still acquire affiliate status with the GPNP, but representatives from such organizations will be ineligible to serve on the Advisory Team or vote on any matters.

2.2 Membership Fees

Any organization interested in joining the GPNP is required to make a one year membership contribution to the GPNP. The amount of this contribution amount will vary based on the size of the organization; no refunds of membership fees will be made. Membership dues are payable upon application, and must be received before October 31st of each year in order to secure voting privileges in the election of the GPNP Advisory Team.

2.3 Membership Benefits

Member organizations shall each have one GPNP representative. Each representative may submit one (1) ballot in the annual elections of the Advisory Team. All representatives will be eligible for election to the Advisory Team and will be eligible to vote in that election.

GPNP members will be convened to conduct GPNP business two (2) times during each calendar year. Elections shall be held annually, on or about the first week of November.

3 Leadership of the GPNP

3.1 Advisory Team

3.1.1 Make-up of the Advisory Team

The Advisory Team shall consist of fifteen (15) individuals. Nine (9) members will be elected by the Representatives of GPNP member organizations. Six (6) members will be selected to serve as at-large representatives nominated and approved by the Advisory Team.

3.1.2 Terms of Service

All Advisory Team members elected or appointed prior to 2014 are eligible for a maximum of three, 3 year terms.

Member representatives are elected to 3 year terms. Terms shall run from January 1 through December 31. Each Advisory Team member will be a representative of the member organization. An Advisory Team member elected or appointed as of 2014 may serve a maximum of two (2) full consecutive terms of three (3) years. At least one (1) year must elapse before an Advisory Team member who has served nine (9) consecutive years can be re-elected. Should an elected Advisory Team member resign or must be removed from the team, a new member will be elected during the following general election to serve the remainder of the term.

Should an at-large representative vacate his or her seat, a new member will be nominated and approved by the Advisory Team to serve the remainder of the former representative's term.

3.1.3 Eligibility

The Executive Director, or representative endorsed by the Executive Director, of every member organization in good standing shall be eligible for selection to the Advisory Team.

If a GPNP Advisory board member leaves his or her current position or his/her organization ceases to exist, the Advisory Team member will continue to serve until the following election and then automatically rotate off of the board regardless of what year the Advisory Team member is serving in his/her term.

3.1.4 Chair and Vice Chair of the Advisory Team

The members of the Advisory Team shall elect a Chair of the Advisory Team and a Vice-Chair of the Advisory Team. Nominations for chair and vice chair can be made by those serving on the Advisory Team. Those receiving nominations will be voted on and elected by the Advisory Team to serve a two (2) year term in their respective positions. The Vice-Chair shall serve as Chair-Elect.

At the conclusion of the Chair's two (2) year term, s/he can remain on the Advisory Team for the remainder of his/her elected or appointed term but will not be eligible for an additional term on the Advisory Team. The current Chair of the Advisory Team will invite and convene periodic (1-2 times annually) meetings of the past Advisory Team chairs for the purpose of organizational continuity and high level strategy input for the betterment of the GPNP and utilize this feedback in the agenda setting process of the current Advisory Team.

3.1.5 Standing Committees

The Advisory Team shall have the following Standing Committees: Governance, Membership, and Public Policy.

3.1.6 Standing Committees Co-chairs

The Members of the Advisory Team will elect one (1) Co-chair from the Advisory Team for each of the Standing Committees, exempting the Governance Committee, which will be Co-chaired by the Advisory Team chair, to serve a one (1) year term. The members of each individual Standing Committee will elect one (1) Co-chair from within the respective Standing Committee to serve a one (1) year term. Committee Co-chairs can serve up to three (3) one (1) year terms.

3.1.7 Ad Hoc Committees

The Advisory Team may choose to charge an ad hoc committee to address issues facing the organization. The Members of the Advisory Team will elect one member of the Advisory Team to act as the head of the Ad Hoc Committee.

3.1.8 Nominating Process

General Membership Election

Annually or as needed there will be a call for nominations for the Advisory Team from the general membership during its annual membership meeting. From among the GPNP membership body (consisting of one representative from each member organization), individuals representing GPNP member organizations willing to serve on the Advisory Team for one three-year term shall be identified by being nominated or nominating themselves. The Governance Committee will vet and identify the pool of candidates to be slated for election. Voting will be carried out by electronic ballot.

Each member organization shall have as many votes as the number of seats that are open. Member organizations may use their votes on a single candidate, or any combination of candidates, provided the total number of votes does not exceed the number of open seats. Ballots indicating more votes than the number of open seats, the representative's votes will be discarded. The candidates who receive the most votes shall be elected as Advisors. In the event of a tie, those candidates will take part in a runoff election.

At-large Advisory Team Appointments

Annually or as needed, there will be a call for nominations from the Advisory Team for members to serve as at-large Advisory Team members. The Governance Committee, to be led by the Advisory Team chair, will oversee this process. Members will be recommended for appointment by the Governance Committee to be approved by the Advisory Team.

3.1.9 Meetings of the Advisory Team

The Advisory Team of the GPNP shall meet at least four (4) times during any one-year period. The Forbes Funds shall convene the first meeting of the Advisory Team during January or February. Absence from three (3) consecutive meetings may result in removal from the Advisory Team.

3.1.10 Agenda of the Advisory Team

From time to time, The Forbes Funds' staff and the Advisory Team shall survey the membership of the GPNP about the membership's goals and priorities. This may be accomplished, for example, via electronic surveys or membership meetings. The Advisory Team shall review all findings and determine an appropriate agenda based upon the findings as well as other information received from the membership. The Advisory Team, in cooperation with The Forbes Funds' staff, shall then develop and propose a process for implementing this agenda.

The Advisory Team may also recommend staffing (such as administrative, fundraising, marketing, or lobbying professionals) for the GPNP, and may pursue funding to support such goals.

3.1.11 Structure of the Advisory Team

The elected Advisory Team shall be responsible for defining and establishing its own internal structure so as to ensure efficient and representative operation of the group.

The Advisory Team and The Forbes Funds' staff shall share administrative responsibilities for the GPNP. The following responsibilities shall be designated as indicated:

Marketing / Membership: The Advisory Team and The Forbes Funds' staff shall share responsibility for marketing the GPNP within the nonprofit sector and facilitating ongoing membership expansion. Both the Advisory Team and The Forbes Funds' staff shall also be responsible for external marketing to the community at-large, with the goal of building awareness of, and support for, the nonprofit sector throughout the Southwestern PA region.

Governance / Funding: In partnership with the Governance Committee, the Forbes Funds' staff shall be responsible for developing guidelines for the structural governance of the GPNP, in accordance with Section 4. Together with the Advisory Team, The Forbes Funds' staff shall be responsible for the raising of funds to support operational and programmatic expenses.

Planning / Programming: Together with the Advisory Team, The Forbes Funds' staff shall be responsible for planning and implementing GPNP programs, events, etc. The Forbes Funds' staff should work closely with the Advisory Team to ensure programming reflects the priorities of the GPNP.

3.1.12 Quorum

A quorum will be defined as 51% of the sitting Advisory Team membership.

Electronic Communication

Action without a Meeting: Any action which may be taken at a meeting of the Advisory Team may be taken without a meeting, if a consent or consents in writing setting forth the action so taken shall be affirmed electronically by 51% or more of the members of the Advisory Team.

3.1.13 Removal of Advisory Team Member

Any member elected or appointed may be removed by a majority of those authorized under these operating procedures whenever in their judgment the best interests of The Partnership will be served.

- 4 Public Policy Guidelines and Rapid Response Protocol
The GPNP Public Policy Guidelines and Rapid Response Protocol will be utilized and reviewed on an annual basis.

- 5 Amendments
These Operating Procedures may be amended, by ballot, upon approval by 2/3 of members of the sitting Advisory Team, subject to the approval of the Board of Directors for The Forbes Funds.