



BERKSHIRE UNITED WAY

By-Laws

ARTICLE I NAME; PRINCIPAL OFFICE; MEMBERS

- 1) **Name:** This Corporation shall be known as: Berkshire United Way, Inc. (hereinafter referred to in these By-Laws as the "Corporation").
- 2) **Principal Office:** The principal office of the Corporation shall be located at 200 South Street, Pittsfield, Massachusetts. The Board of Directors may change the location of the principal office in Massachusetts and establish other such offices as it deems appropriate.
- 3) **Members:** The Corporation shall have no members. Any action or vote required or permitted to be taken by members of the Corporation shall be taken by action or vote of the same percentage of the Directors.

ARTICLE II MISSION AND POWERS

- 1) **Mission Statement:** The Corporation ignites the collective power of individuals and organizations to build a stronger community together.
- 2) **Powers:** The Corporation shall have all powers necessary or appropriate under law to carry out its mission and purpose and to do any other act which may be done by a non-profit Corporation organized under Chapter 180 of the Massachusetts General Laws.

ARTICLE III NOT FOR PROFIT STATUS; DISSOLUTION

- 1) **Not-for-Profit Status:** No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its Directors, Officers or any other private person; but the Corporation shall be authorized and empowered to pay reasonable compensation for goods purchased and services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No substantial part of the activities, or as described pursuant to current statutes and/or regulations, of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene (including by the publication or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these By-Laws, the Corporation shall carry on only those activities permitted to be carried on by a Corporation described in sections 501(c)(3) or 170(c)(2) of the Internal Revenue Code, as amended (or the corresponding provisions of any future internal revenue law).

- 2) ***Dissolution:*** Upon the dissolution, liquidation, termination or winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, convey, transfer, or distribute the property and assets of the Corporation to one or more educational, charitable or literary institutions or organizations, created and organized for nonprofit purposes similar to those of the Corporation, which qualify as exempt from income tax under Section 501(c)(3) of the Internal Revenue Code as amended (or the corresponding provisions of any future internal revenue law), as the Board of Directors may determine; provided further that the Corporation's property and assets may be applied to charitable or educational purposes in accordance with the doctrine of cy pres in all respects as a court having jurisdiction may direct.

ARTICLE IV FISCAL YEAR

- 1) ***Fiscal Year:*** The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June in each year.

ARTICLE V MEETINGS

- 1) ***Annual Meeting:*** The Annual Meeting of the Corporation shall be held on such specific date and at such place and time as the Board of Directors shall determine. If no date for the Annual Meeting is established or such meeting has not been held on the date so determined, a special meeting in lieu of the Annual Meeting may be held with all of the force and effect of an Annual Meeting.
- 2) ***Regular Meetings:*** Regular meetings of the Board of Directors shall be held at least four times per year, on such specific dates, and at such places and times as the Board of Directors shall determine.
- 3) ***Special Meetings:*** Special Meetings of the Board of Directors may be called by the Chairperson of the Board of Directors, or six (6) or more Directors, at any time and at any place.

- 4) **Notice of Meetings:** Notice of any meeting shall be given by email to all Directors. At least thirty (30) days' notice shall be given for an Annual Meeting. At least ten (10) days' notice shall be given for a Regular or Special meeting where an amendment to the By-Laws will be proposed, except as provided in Article XIV, Section 5. At least forty-eight (48) hours' notice shall be given for any other Regular or Special Meeting. Whenever notice of a meeting is required, such notice need not be given to any Director if a written waiver of notice, executed before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to such Director. Such notice or waiver of notice need not specify the purposes of the meeting, unless otherwise required by law, the articles of organization of the Corporation, or by these By-Laws.
- 5) **Quorum at Meetings:** At any meeting of the Directors for the transaction of business, a majority of the Directors then in office shall constitute a quorum.
- 6) **Action by Vote:** When a quorum is present at any meeting, a majority of the Directors present and voting shall decide any question, except as provided in Article VI (regarding election of directors at meeting other than Annual Meeting), Article VIII (regarding removal of officers and directors), and Article XIV (regarding amendments to by-laws) or as otherwise provided by law.
- 7) **Action by Writing:** Any action required or permitted to be taken at any meeting of the Board of Directors may be taken without a meeting if two thirds (2/3) of the Directors consent to the action in writing (including by email) and the written consent is filed with the records of the meetings of the Board of Directors. Such consent shall be treated as a vote of the Directors at a meeting for all purposes.
- 8) **Presence through Communications Equipment:** Unless otherwise provided by law or the articles of organization, any Director may participate at a meeting of the Board of Directors or any Committee thereof by means of a conference telephone call, computer or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

ARTICLE VI BOARD OF DIRECTORS

- 1) **Powers:** The Board of Directors shall have and may exercise all the powers of the Corporation except such as are conferred upon others by law or as expressly provided in these By-Laws.
- 2) **Numbers and Elections:** The Corporation shall have a Board of Directors of at least fifteen (15) but no more than twenty-five (25) Directors. To the extent the number of Directors in office is less than 25, a vacancy or vacancies shall be deemed to exist. All Directors shall be volunteers; no Director shall be an employee of the Corporation.

- (a) Directors shall be elected to serve terms of three years, except that the Board may shorten or lengthen a Director's first term by up to 364 days. Unless otherwise specified by the Board, a Director's term shall run from July 1 in the year of the Director's election to June 30 of the third year following the Director's election. No Director may serve more than two consecutive terms. A Director who has served two consecutive terms may be newly elected as a Director after a minimum one-year absence from the Board. A Director's term shall be tolled during the Director's service as an officer of the Corporation (i.e., the time when the Director is serving as an officer shall not be included in the calculation of the Director's term for purposes of this section).
- (b) Each Director shall be elected at an Annual Meeting, except that a director may be elected to fill a vacancy at a meeting other than an Annual Meeting. For purposes of the term limits set forth in Section 2(a) of this article, the term of a Director elected to fill a vacancy at a meeting other than the Annual Meeting shall be deemed to have commenced on the first day of July immediately preceding the election, unless another date is specified by the Board.
- (c) Notwithstanding the above, if the expiration of the term of a Director (or Directors) would result in there being fewer than 15 Directors on the Board, such Director (or Directors) may continue to serve until a successor (or successors) shall be elected and qualified.

ARTICLE VII OFFICERS

- 1) **Offices and Qualification:** The Officers of the Corporation shall be the Chairperson of the Board of Directors, Vice-Chairperson, Treasurer, Clerk, and President/Chief Executive Officer (CEO). Each Officer shall be a Director of the Corporation, except the President/CEO. Officers shall be appointed by the Board.
- 2) **Appointment of Officers**
 - a. **Appointment of Officers Other than President/CEO:** With respect to the Officers of the Corporation other than the President/CEO:
 - i. Officers shall be appointed to serve terms of two years, except that the Board may shorten or lengthen an Officer's first term by up to 364 days. Officers shall be appointed by the Board of Directors at the Annual Meeting of the Corporation or, in the event of a vacancy, at a meeting other than an Annual Meeting. Unless otherwise specified by the Board, the term of each Officer shall run from July 1 in the year of the Officer's appointment to June 30 of the second year following the Officer's appointment.
 - ii. No Director shall serve more than three consecutive terms as an Officer, whether in a single office or multiple offices.

- iii. Notwithstanding the above, if the expiration of the term of an Officer would result in a vacancy in the office, such Officer may continue to serve until a successor takes office.
- b. **Appointment of President/CEO:** The President/CEO shall be appointed by the Board of Directors. The President/CEO may not be related by blood or marriage/domestic partnership within the second degree of consanguinity or affinity to any member of the Board of Directors. Nothing herein shall confer any compensation or other rights on the President/CEO, who shall remain an employee terminable at will.

3) **Officers' Duties**

- a. **President/CEO:** The President/CEO shall have general charge and supervision of the affairs of the Corporation. The President/CEO shall, in accordance with the policies, budget and practices of the Corporation, have immediate and overall supervision of the operations of the Corporation, and shall direct the day-to-day business of the Corporation, maintain properties of the Corporation, hire, discharge and determine salaries and other compensation of all staff members under the President/CEO's supervision, and perform such additional duties as may be directed by the Board of Directors or the Executive Committee, be the custodian of all papers, documents, and records of the Corporation, and cooperate with and furnish information and assistance to all Committees.
- b. **Chairperson:** The Chairperson of the Board of Directors shall preside at all meetings of the Board of Directors and the Executive Committee. The Chairperson shall be an ex-officio member of all Committees with voting authority, and shall have such powers and duties incident to the office, or as may be determined by the Board of Directors.
- c. **Vice-Chairperson:** The Vice-Chairperson shall perform all the duties of the Chairperson upon the absence or inability of the Chairperson to serve, and shall assist the Chairperson as necessary. If the office of Chairperson becomes vacant, the Vice-Chairperson shall serve for the unexpired term. The Vice-Chairperson shall have all other powers and duties incident to the office, or as may be determined by the Board of Directors.
- d. **Treasurer:** The Treasurer shall have oversight of all assets of the Corporation and shall assure that full and accurate accounts of receipts and disbursements are maintained in books belonging to the Corporation. The Treasurer shall assure and provide oversight of the financial affairs of the Corporation.
- e. **Clerk:** The Clerk of the Corporation shall ensure that an accurate record of all meetings, votes and proceedings of the Board of Directors in a book, computer database, or similar medium to be kept for that purpose. The Clerk shall ensure that notice of all meetings of the Board of Directors is given as

provided by these By-Laws and by law.

- 4) **Other Officers:** Other Officers of the Corporation may be appointed by, and shall have such duties and powers as may be designated from time to time by, the Board of Directors.

ARTICLE VIII RESIGNATION AND REMOVAL

- 1) **Resignation:** Any Director or Officer may resign at any time by delivering his resignation in writing to the Chairperson of the Board of Directors, the President/CEO, the Clerk, or to the Corporation at its principal office. Such resignation shall be effective upon receipt unless specified to be effective at some other time.
- 2) **Removal:** A Director or Officer may be removed, with or without cause, by the vote of two-thirds (2/3) of the Directors then in office.

ARTICLE IX COMMITTEES

- 1) **Standing Committees:** There shall be standing committees as set forth herein. Community members who are not Directors may serve on standing committees, except that the chairperson of each standing committee shall be a Director. The chairperson and members of each standing committee shall be elected or appointed by the Board of Directors, unless otherwise expressly provided herein. The President/CEO and Chair shall each be an ex officio, nonvoting member of each standing committee. Each standing committee shall have a Charter that outlines the committee's specific functions, authority and designated powers.
 - a. **Executive Committee:** There shall be an Executive Committee which shall consist of the current Officers of the Corporation, the Chairpersons of the Community Impact, Development, Diversity, Equity, Inclusion, and Belonging (DEIB), Finance, Governance, and Human Resources committees, and not more than three at-large members to be appointed by the Chairperson of the Board of Directors. The Executive Committee shall exercise such powers as the Board of Directors shall delegate and shall, in general, exercise the powers of the Board of Directors between meetings thereof, and shall keep regular minutes of its proceedings, and report the same to the next meeting of the Board of Directors.
 - b. **Finance Committee:** There shall be a Finance Committee to oversee the development and management of the Corporation's annual budget; the management of its financial resources including any building and investment assets and report recommendations; the evaluation of the Corporation's financial controls and accounting system. The Finance Committee shall also receive financial statements and report to the Board no less than quarterly.

- c. **Governance Committee:** The Governance Committee shall be responsible for preparing and presenting nominations for the Board of Directors and Officers of the Corporation at the Annual Meeting. The Committee shall meet at least annually to review and monitor the attendance, performance and composition of the Board of Directors for the purpose of assuring inclusiveness and active participation in the governance of the Corporation. The Committee may, at its discretion and for any reason the Committee sees fit, recommend removal of a Director from the Board of Directors, although no such recommendation is required for removal.
- d. **Community Impact Committee:** The Community Impact Committee shall consist of members and task forces designated by the Board of Directors to reflect the goals and mission of the Corporation and shall be responsible for identifying the needs of the community, evaluating strategies to address these needs, and recommending to the Board of Directors investments into those programs that attack root causes, deliver meaningful and measurable results, and help to create sustainable changes in Berkshire County.
- e. **Development Committee:** The Development Committee plans and executes strategies for attracting and retaining donors in line with annual and long-term campaign goals.
- f. **Audit Committee:** The Audit Committee shall oversee the external and internal audits of the Corporation's financial transactions, the necessary controls to ensure compliance with the Corporation's financial policies, and compliance with federal and state legal requirements. The Committee shall recommend to the Board the designation of an independent auditor for the Corporation and shall ensure that the Annual Audit Report is prepared in a timely fashion and submitted to the Board of Directors for review.
- g. **Diversity, Equity, Inclusion, and Belonging (DEIB) Committee:** The Diversity, Equity, Inclusion, and Belonging (DEIB) committee is responsible for ensuring the Corporation's Board and staff advance the commitment to enriching community experience by inclusively leading, collaborating, and mobilizing resources to address community needs and priorities. The committee shall be responsible for identifying training and resources to build organizational capacity and competency that help BUW more effectively engage partners with unique individual backgrounds to address the issues facing the communities we serve.
- h. **Human Resources Committee:** The Human Resources Committee is responsible for reviewing, developing, and recommending personnel policies to BUW for approval by the Board of Directors. The committee reviews and makes recommendations on employee compensation and benefits, and acts as an advisory group to the Board, CEO, and staff on a variety of personnel matters.

- i. **Investment Committee:** The primary responsibility of the Investment Committee is to oversee the Corporation's investment portfolio and the evaluation of contemplated investment and portfolio companies on behalf of the Board and report the results of their activities to the Board.
- 2) **Special Committees and Task Forces:** The Board of Directors may from time to time establish special committees or task forces in areas including but not limited to: Marketing; Communications; and Public Relations. Each Committee or Task Force shall consist of such number of persons as the Board of Directors deems advisable. Community members who are not Directors may serve on such committees or task forces. All acts of such Committees or task forces shall be subject to approval of the Board of Directors. Unless the Board of Directors determines otherwise, the Chairperson of the Board of Directors and the President/CEO shall be ex officio members of all special committees and task forces.
- 3) **Public Comment:** No Committee or task force, nor any member of a Committee or task force, shall make public any action or resolution without authorization by the Board of Directors.
- 4) **Quorum:** At any meeting of a Committee or task force a majority of the Committee or task force members shall constitute a quorum, except that when a Committee or task force consists of more than nine (9) members, five (5) members shall constitute a quorum.
- 5) **Action by Vote:** When a quorum is present at any meeting, a majority of the committee or task force members present and voting shall decide any question.

ARTICLE X CONFLICT OF INTEREST

- 1) **Purpose:** It is of the utmost importance to the Corporation that its deliberations and decisions are made in the Corporation's best interests. In particular, the Corporation's interests must be protected when it is contemplating or entering into a transaction or arrangement that might benefit the private interests of a Director, Officer, or third party.
- 2) **Disclosure and Recusal:** With respect to any entity or individual with whom the Corporation is contemplating or entering into a transaction (referred to herein as a "Counterparty"), each Director and Officer shall disclose potential conflicts of interest as follows:
 - a. any ownership or beneficial interest in the Counterparty on the part of the Director or Officer or any of the following family members of a Director or Officer: spouse, siblings and their spouses, children and their spouses, grandchildren and their spouses, and great-grandchildren and their spouses;

- b. any arrangement whereby the Counterparty provides compensation to the Director or Officer or any of the following family members of a Director or Officer: spouse, siblings and their spouses, children and their spouses, grandchildren and their spouses, and great-grandchildren and their spouses;
- c. unpaid service as a trustee, director, member, or officer of the Counterparty.

No Director or Officer who has such a potential conflict of interest shall vote on or participate in deliberations about the contemplated transaction with the Counterparty.

- 3) **Annual Disclosure:** Each Director and Officer shall, on an annual basis, acknowledge receipt of a copy of the Corporation's conflict of interest policy as set forth in Sections 1 and 2 of this Article X and make the required disclosure, if any. Such disclosure shall be supplemented if a potential conflict of interest arises or is discovered after the disclosure is made.
- 4) **Validity of Transactions Triggering Disclosure Requirement:** If the Corporation enters into a transaction with a Counterparty with respect to which a Director or Officer has a potential conflict of interest, such transaction shall not be invalidated by virtue of the potential conflict of interest provided it is disclosed in accordance with Section 2 of this Article X. No Director or Officer having disclosed such interest shall be liable to the Corporation or to any creditor of the Corporation or to any other person for loss incurred by it under or by reason of any such contract or transaction, nor shall any such Director or Officer be accountable for any gains or profits to be realized thereon.

ARTICLE XI INDEMNIFICATION

- 1) **Indemnification:** The Corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as a director or officer of the Corporation or of any of its subsidiaries, or who at the request of the Corporation may serve or at any time has served as a director, officer or, committee member or in a similar capacity with, another organization, against all expenses and liabilities (including counsel fees, judgments, fines, excise taxes, penalties and amounts payable in settlements) reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or other proceeding, whether civil, criminal, administrative or investigative, in which he or she may become involved by reason of his or her serving or having served in such capacity (other than a proceeding voluntarily initiated by such person unless he or she is successful on the merits, the proceeding was authorized by the Corporation or the proceeding seeks a declaratory judgment regarding his or her own conduct); provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation; and provided, further, that as to

any matter disposed of by a compromise payment by such person, pursuant to a consent decree or otherwise, the payment and indemnification thereof have been approved by the Corporation, which approval shall not unreasonably be withheld, or by a court of competent jurisdiction. Such indemnification shall include payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of an undertaking by the person indemnified to repay such payment if he or she shall be adjudicated to be not entitled to indemnification under this article, which undertaking may be accepted without regard to the financial ability of such person to make repayment.

A person entitled to indemnification hereunder whose duties include service or responsibilities as a fiduciary with respect to a subsidiary or other organization shall be deemed to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Corporation if he or she acted in good faith in the reasonable belief that his or her action was in the best interests of such subsidiary or organization or of the participants or beneficiaries of, or other persons with interests in, such subsidiary or organization to whom he or she had a fiduciary duty.

Where indemnification hereunder requires authorization or approval by the Corporation, such authorization or approval shall be conclusively deemed to have been obtained, and in any case where a director of the Corporation approves the payment of indemnification, such director shall be wholly protected, if:

- (i) the payment has been approved or ratified (1) by a majority vote of a quorum of the directors consisting of persons who are not at that time parties to the proceeding, (2) by a majority vote of a committee of two or more directors who are not at that time parties to the proceedings and are selected for this purpose by the full board (in which selection directors who are parties may participate), or (3) by the members of the Corporation if disinterested; or
- (ii) the action is taken in reliance upon the opinion of independent legal counsel (who may be counsel to the Corporation) appointed for the purpose by vote of the directors or in the manner specified in clauses (1), (2) or (3) of subparagraph (i); or
- (iii) the payment is approved by a court of competent jurisdiction; or
- (iv) the directors may have otherwise acted in accordance with the standard of conduct set forth in Chapter 180 of the Massachusetts General Laws.

Any indemnification or advance of expenses under this article shall be paid promptly and in any event within 60 days, after the receipt by the Corporation of a written request therefore from the person to be indemnified, unless with respect to a claim for indemnification the Corporation shall have determined that the person is not entitled to indemnification. If the Corporation denies the request or if payment is not made within such 60-day period, the person seeking to be indemnified may at any time thereafter seek to enforce his or her rights hereunder in a court of competent jurisdiction and, if successful in whole or in part, he or she shall be entitled also to

indemnification for the expenses of prosecuting such action. Unless otherwise provided by law, the burden of proving that the person is not entitled to indemnification shall be on the Corporation.

The right of indemnification under this article shall be a contract right inuring to the benefit of the directors, officers and other persons entitled to be indemnified hereunder and no amendment or repeal of this article shall adversely affect any right of such director, officer or other person existing at the time of such amendment or repeal.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of a director, officer or other person entitled to indemnification hereunder. The indemnification provided hereunder may, to the extent authorized by the corporation, apply to the directors, officers and other persons associated with constituent corporations that have been merged into or consolidated with the corporation who would have been entitled to indemnification hereunder had they served in such capacity with or at the request of the corporation.

The right of indemnification under this article shall be in addition to and not exclusive of all other rights to which such director or officer or other persons may be entitled. Nothing contained in this article shall affect any rights to indemnification to which Corporation employees or agents other than directors and officers and other persons entitled to indemnification hereunder may be entitled by contract or otherwise under law.

- 2) ***Personal Liability:*** No Officer or Director shall have any personal liability to the Corporation for monetary damages for breach of fiduciary duty as an Officer or Director notwithstanding any provision of law imposing such liability; but this provision shall not eliminate or limit the liability of an Officer or Director (1) for any breach of the Officer's or Director's duty of loyalty to the Corporation; (2) for acts or omission not in good faith or which involve intentional misconduct or a knowing violation of the law; or (3) for any transaction from which the Officer or Director derived an improper personal benefit. This provision shall not eliminate the liability of any Director or Officer for any act or omission occurring prior to the date on which this provision becomes effective. No amendment to or repeal of this provision shall apply to or have any effect upon the liability or the alleged liability of any Director or Officer of the Corporation for or with respect to any acts or omissions of such Director or Officer occurring prior to such amendment or repeal.
- 3) ***Insurance:*** The Corporation shall purchase and maintain insurance on behalf of any person who is serving or who has served as a Director, Officer, employee or other agent of the Corporation, or who is serving or has served at the request of the Corporation as Director, Officer, Committee Member, employee or other agent of another organization, with such insurance to be against any liability incurred in any such capacity or arising out of his/her status as such, whether or not the Corporation has the power to indemnify him/her against any such liability.

ARTICLE XII AMENDMENTS

- 1) **Amendments:** These By-Laws may be amended or repealed, in whole or in part, by vote of two-thirds of the Directors then in office at any meeting of the Board of Directors, if a notice of the proposed alterations, repeal or substitution is contained in the notice of such meeting.

ARTICLE XIII NON-DISCRIMINATION

- 1) **Non-discrimination.** The Officers, Directors, Committee members, employees and persons served by the Corporation shall be selected entirely on a non-discriminatory basis with respect to color, race, age, sex, national origin, sexual orientation, genetic information, gender identity or expression, religion, disability, marital status, veteran status, ancestry, national origin or any group protected by federal, state or local law.

ARTICLE XIV MISCELLANEOUS PROVISIONS

- 1) **Execution of Instruments:** All contracts, deeds, leases, bonds, notes, checks and other instruments authorized to be executed by an Officer of the Corporation on its behalf shall be signed by the Chairperson of the Board of Directors, Vice Chairperson, President/CEO or Treasurer except as the Board of Directors may generally or in particular cases otherwise determine.
- 2) **Voting of Securities:** Except as the Board of Directors may otherwise designate, the Chairperson of the Board of Directors, Vice Chairperson, President/CEO or Treasurer may waive notice of, and appoint any person or persons (with or without power of substitution) to act as proxy or attorney in fact for this Corporation at any meeting of stockholders of any other corporation, the securities of which may be held by this Corporation.
- 3) **Corporate Records:** The original or attested copies of the articles of organization, By-Laws and records of all meetings of incorporators and Directors shall be kept in Massachusetts at the principal office of the Corporation.
- 4) **Definitions:** All references in these By-Laws to the articles of organization and to these By-Laws shall be deemed to refer, respectively, to the articles of organization and the By-Laws of the Corporation as amended and in effect from time to time.
- 5) **Savings Clause:** If any provision of these By-Laws should be rendered or declared invalid in whole or in part, the Board of Directors may amend said provision to bring it into conformance with applicable law. A special meeting may be called on forty-eight (48) hours' notice for the purpose of making such an amendment.



Rachel Melendez Mabee, Clerk

4/16/25

Date

Approved by the Berkshire United Way Board of Directors on January 24, 2025.