

The Allegheny County Airport Authority Charitable Foundation Policies and Procedures

The following language, duly adopted by corporate action of the Allegheny County Airport Authority Charitable Foundation Board of Directors, (the “Board”) on this 10th day of June, 2016, hereby constitutes the policies and procedures of the Allegheny County Airport Authority Charitable Foundation, in accordance with its Articles of Incorporation and Bylaws. These policies and procedures may be amended from time to time by action of the Board of Directors.

I. Mission

The mission of the Allegheny County Airport Authority Charitable Foundation (ACAACF) is to enhance the experience of travelers at our airports and to work with communities located closest to our airports to better the lives of their residents. Within this mission, our focus will be on:

- Facilitating the comfort of current military service men and women and veterans utilizing the airports
- Enhancing airport spaces through art and cultural displays
- Engaging with communities around the airports to help in areas of educational and social need
- Any other purpose responding to needs as they arise

II. Service Area

The Foundation serves the area immediately surrounding the Pittsburgh International Airport and the Allegheny County Airport.

III. Funding Priorities

- A. **Military Service Organizations & ACAA Designated Fund for Military Support Programs & Services**
Funding will be considered for ACAA programs and services that assist military personnel, veterans and their families successfully manage deployments. This also may include support to organizations that enable and sustain independence for individuals and their families and to address such issues as housing, education, emergency financial assistance and family support, short term training, education, certification, and licensure requirements for employment.
- B. **Airport Enhancement Projects**
Funding will be considered for creating accessible, affordable art or cultural experiences which enhance each airport's image and travelers' experience.
- C. **Workforce Development and Education**
Funding will be considered for qualified organizations which connect individuals to education and employment with the goal of creating a path to success. Preference will be given to programs supporting minority and disadvantaged students and under-represented populations.

- Opportunities that help students move from high school to post-secondary success (including community college level).
- Traditional or accelerated degree, credential or certification program leading to employment.
- Job training and retraining programs with comprehensive supportive services for individuals facing challenges entering or re-entering the workforce.
- Education and training programs that assist in the front-line transportation and tourism service industry.
- Educational programs for individuals with academic potential and the desire to pursue STEM careers.
- Programs supporting individuals in the aeronautic field.

IV. Grant Distributions

The Board of Directors, Executive Committee of the Board, or a representative of the Board, will initially review each grant request from qualified organizations to ensure the organization meets the minimum criteria. Thereafter, the full Board of Directors will evaluate the requests from organizations and vote on final approval of all grant applications.

A. Reserve

A prudent reserve will be established from each year's fund.

B. Distribution Policy

Charitable funds will be distributed per the action of the board consistent with funding priorities.

C. Validation

Before any grant is issued, the applicant must complete the ACAACF grant application, attaching all appropriate documentation.

D. Minimum Grant Amount

The minimum amount for which a grant from the Foundation may be issued is \$1,000.

E. Maximum Grant Amount

There is no maximum grant amount limit as long as the activities of the fund remain in compliance with the Distribution Policy, IVB above.

F. Limit of Number of Grants

There is no limit on the number of grants which may be issued in a year.

G. Payment of Grants

The Charitable Foundation will pay each grant as soon as convenient after the grant has been approved and the required funds transferred to the Charitable Foundation's disbursement account. All grant checks will be accompanied by a letter explaining the grant award.

H. Publicity

Acceptance of any grant from the ACAA Charitable Foundation assumes an agreement that the award may be publicized to some degree by the Charitable Foundation. Publicity may vary from actions such as listing the grant in an annual report to submitting information about the grants and/or photographs to local newspapers.

V. Board of Directors

A. Governance

A volunteer Board is responsible for governance of the ACAA Charitable Foundation, including establishing policy, determining grants, and overseeing the Charitable Foundation's operations. The Foundation is governed by its Articles of Incorporation and Bylaws and by any resolutions, policies, and procedures adopted by the Board.

B. Composition and Expectations

Members of the Board are selected for their integrity, competency, and willingness and ability to contribute to the Charitable Foundation's mission and provide a wide range of experience, skills and interests. Also taken into consideration are geographic distribution, gender, and ethnicity. Regular meetings of the Board of Directors may be held at such times as the Board may determine but not less than four times each calendar year. Notice of regular meetings shall be provided to the members of the Board at least 10 days prior to each regular meeting, provided that the Board may determine to provide a schedule of regular meetings ("schedule") and the provision of the schedule once a year shall be sufficient notice of the regular meetings.

C. Nondiscrimination

The Board of Directors does not discriminate on the basis of race, color, creed, gender, handicap, sexual orientation or identity, or ethnic origin in its granting practices.

D. Committees

All committees will be chaired by a Board member but may include both Board members and non-Board members unless otherwise prohibited by the Bylaws or resolutions of the Board. The number of members on each committee will be determined by the President of the Board (the "President"). Each committee member is expected to actively participate in committee efforts.

E. Conflict and Duality of Interest

Occasions may arise when a Board member, staff member, or immediate family of either has an association with an organization or business which could be viewed as a conflict of interest. "Immediate family" shall be defined as the parents, children, spouse, or sibling of a Board member or staff member. On such occasions, board members and staff are expected to act in the Foundation's interests and not use the Foundation to further their own interests. Board or staff members who entrust the Foundation with funds are expected to act in the corporate interest of the Charitable Foundation rather than their personal interests. Therefore, to avoid any real or perceived conflicts, the Charitable Foundation has adopted this Conflict of Interest Policy.

A potential business conflict may arise when the Foundation has business or financial dealings with an entity of which a Board member, staff member, or immediate family of either is an officer, director, partner, or substantial stockholder. Such a conflict may also arise from a grant made to an organization for the primary purpose of supporting a transaction with such an enterprise.

A potential conflict may also arise from awarding a grant to an organization of which a Board member, staff member, or immediate family of either is an officer, director, or trustee.

When any such situation occurs, the affected Board member or staff member must disclose the possible conflict of interest. If the Board member holds a paid position in, or is an officer, director, partner, or significant stockholder of the entity to be discussed, he or she shall leave the room during any discussion of the subject during a Board meeting and abstain from voting. If the Board member's association is on a volunteer basis only with the nonprofit, he or she may participate in discussions during Board meetings but must abstain from voting.

This policy will also apply to any members of ACAACF's committees during committee meetings.

To facilitate the recording of and to avoid any potential conflicts of interest, each Board member and staff member shall, at the beginning of each fiscal year, sign a document attesting to any positions held with other nonprofit organizations either personally or, to the extent of the Board member's or staff member's knowledge, by members of his or her immediate family.

F. Confidentiality

As grant applicants and donors entrust the Charitable Foundation with important information relating to their organizations and personal finances, service on the Board assumes an obligation to maintain confidentiality on such sensitive matters, even once that service with the Charitable Foundation ceases. Any violation of confidentiality could seriously injure the Foundation's reputation and effectiveness. All Board members shall sign a Confidentiality Document acknowledging the importance thereto.

G. Annual Report/Meeting

The Foundation will hold an annual meeting detailing the activities of the previous year including, but not limited to, grants awarded, major funds received from charitable events and other means, and significant accomplishments. The financial reports shall be audited and prepared in accordance with generally accepted accounting principals.

VI. Operations

A. Document Retention/Destruction

1. Retention of Records

Records falling with these categories shall be retained for the following minimum periods:

- Accounts payable ledgers and schedules 7 years
- Accounts receivable ledgers and schedules 7 years
- Auditor's Report Permanently
- Bank reconciliations 3 years
- Bank statements and deposit slips 3 years
- Chart of accounts 7 years
- Checks (canceled, for important payments such as taxes property, special contracts – filed with papers pertaining to the underlying transaction) Permanently
- Correspondence (general) 3 years
- Correspondence (legal and important matters) Permanently
- Expense reports 6 years 6 years
- Financial statements (end-of-year) Permanently
- Financial statements (monthly) Optional
- General and private ledgers (and end-of-year trial balance) Permanently
- Grant applications and all supporting documentation 7 years
- Internal audit reports 3 years
- Internal reports 3 years
- Minute books for directors, including bylaws/charter Permanently
- Tax returns and worksheets, revenue agents' reports and other documents relating to tax liability determination Permanently
- Vouchers for payments to vendors, employees, etc. 8 years
(includes allowances and reimbursement of employees, officers, etc. for travel and entertainment expenses)

2. Electronic Records

This policy applies to any electronic records. Staff may determine whether a document should be held in paper or electronic format, if it exists in both. Either the paper version should be destroyed and the electronic version maintained for the time requirements of this policy, or the electronic version deleted and the paper version maintained for the time requirements of this policy. Duplication of records in both electronic and paper format is unnecessary and cumbersome.

If a member of the Board or employee has performed Foundation-related work on his or her personal computer, any records or documents should be transferred at the earliest possible time to an ACAA Charitable Foundation-owned computer and deleted from the personal computer. This ensures that the document will be maintained under this policy.

E-mail correspondence which may be identified as falling under one of the protected types of documents addressed in this policy should be saved either by printing a paper copy for filing or saving an electronic copy of same for the period specified in the policy. E-mail correspondence which does not directly fall under one of these categories may be kept as long as the staff member believes it is necessary but no more than one year.

3. Unnecessary Documents

Those documents whose continued preservation serves no useful purpose and may, in fact, expose the Foundation to storage costs and liability shall be promptly and systematically deleted and destroyed by the employee who generated them. These include, but are not limited to, personal e-mails and correspondence unrelated to Foundation matters; preliminary drafts of letters and memoranda if a final version has been retained; brochures and newsletters received by the Foundation unrelated to its activities; and any "junk mail" received by the Foundation. However, any of the above documents relevant to or discoverable in pending or potential litigation and other legal and official proceedings shall be retained.

4. Document destruction

Documents which have been held past the minimum time periods indicated in this policy may be destroyed at the direction of the President. In the event that a federal, state, or local regulatory or law enforcement agency notifies the Charitable Foundation of an investigation into its activities, all record destruction shall immediately cease until such time as confirmation has been received that said investigation has been complete. During the time of such an investigation, no records related to the investigation may be altered or concealed.

VII. Policy Exceptions

Exceptions to these policies may be granted by a majority vote of the Directors in office at the time the exception is considered.