

**Pittsburgh's Old Stone Tavern Friends Trust, Incorporated
Board of Directors Nominee Kit**

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Office of Attorney General
"Handbook for Charitable Nonprofit Organizations November 2011"**

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Commonwealth of Pennsylvania
Nonprofit Corporation Law of 1988, as amended, 15 Pa. C.S.A.
+ **Link to full online 15 Pa. C.S.A. text**

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Revised: October 16, 2015

Introduction

Greetings,

You have been nominated to be a candidate for election to the Board of Directors of Pittsburgh's Old Stone Tavern Friends Trust, Inc.

This kit is to guide you through the process of learning of your responsibilities and what will be expected of you, to enable you to decide if you want to join with us as we work to carry out our Mission Statement:

"To secure Pittsburgh's Old Stone Tavern and its property, provide for its long term preservation, and educate the public regarding its significance in United States History."

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Step 1a

Read the Articles of Incorporation.

Pittsburgh's Old Stone Tavern Friends Trust, Inc. - Articles of Incorporation

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Docketing Statement DSCB:15-134A (Rev 2012)
 Departments of State and Revenue

One (1) required

BUREAU USE ONLY:				
Dept.	of	State	Entity	#
Dept. of Rev. Box # _____				
Filing Period _____		Date 3 4 5 _____		
SIC/NAICS _____		Report Code _____		

Check proper box:

Pennsylvania Entities

<input type="checkbox"/>	business stock
<input type="checkbox"/>	business non-stock
<input type="checkbox"/>	professional
<input type="checkbox"/>	nonprofit stock
<input checked="" type="checkbox"/>	nonprofit non-stock
<input type="checkbox"/>	statutory close
<input type="checkbox"/>	management
<input type="checkbox"/>	cooperative
<input type="checkbox"/>	insurance
<input type="checkbox"/>	benefit
<input type="checkbox"/>	limited liability company
<input type="checkbox"/>	restricted professional
<input type="checkbox"/>	limited liability company
<input type="checkbox"/>	business trust

Foreign Entities
 State/Country Date _____

<input type="checkbox"/>	business
<input type="checkbox"/>	benefit
<input type="checkbox"/>	nonprofit
<input type="checkbox"/>	limited liability company
<input type="checkbox"/>	restricted professional
<input type="checkbox"/>	limited liability company
<input type="checkbox"/>	business trust

Other

<input type="checkbox"/>	domestication
<input type="checkbox"/>	division
<input type="checkbox"/>	consolidation

1. Entity Name: **Pittsburgh's Old Stone Tavern Friends Trust**

2. Individual name and mailing address responsible for initial tax reports:

Paul J. Sentner	1024 Valonia Street	Pittsburgh	Pennsylvania	15220
Name	Number and street	City	State	Zip

3. Description of business activity: **To secure Pittsburgh's Old Stone Tavern and its property, provide for its long term preservation, and educate the public regarding its significance in United States History.**

4. Specified effective date, if any:
 month/day/year _____ hour, if any _____

5. EIN (Employer Identification Number), if any:

6. Fiscal Year End:
September 30

7. Fictitious Name (only if foreign corporation is transacting business in PA under a fictitious name):

PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS

Articles of Incorporation-Nonprofit

(15 Pa.C.S.)

- Domestic Nonprofit Corporation (? 5306)
 Nonprofit Cooperative Corporation (? 7102B)

Name	Paul J. Sentner
Address	1024 Valonia Street
City State	Pittsburgh, Pennsylvania
Zip Code	15220

Document will be returned to the name and address you enter to the left.

Fee: \$125

Commonwealth of Pennsylvania
ARTICLES OF INCORPORATION-NON-PROFIT 4 Page(s)



T1332541044

In compliance with the requirements of the applicable provisions (relating to articles of incorporation or incorporation of corporations generally), the undersigned, desiring to incorporate a nonprofit corporation, hereby state(s) that:

1. The name of the corporation is:
Pittsburgh's Old Stone Tavern Friends Trust

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and Street	City	State	Zip	County
1024 Valonia Street	Pittsburgh	Pennsylvania.	15220	Allegheny

(b) Name of Commercial Registered Office Provider _____ County _____
c/o: _____

3. The corporation is incorporated under the Nonprofit Corporation Law of 1988 for the following purpose or purposes:

To secure Pittsburgh's Old Stone Tavern and its property, to provide for its long term preservation, and to educate the public regarding its significance in United States History.

4. The corporation does not contemplate pecuniary gain or profit, incidental or otherwise.

PA DEPT. OF STATE

NOV 20 2013

5. Check one of the following:

The corporation is organized on a non-stock basis.

Option for Nonprofit Cooperative Corporation Only: The corporation is organized on a stock share basis.

6. For Nonprofit Corporation Only:

~~(Strike out if inapplicable): The corporation shall have no members.~~

~~(Strike out if inapplicable): The incorporators constitute a majority of the members of the committee authorized to incorporate: by _____ the requisite vote required by the organic law of the association for the amendment of such organic law.~~

7. For Nonprofit Cooperative Corporation Only:

Complete and strike out the inapplicable term: The corporation is a cooperative corporation and the common bond of membership among its (members) (shareholders) is: _____

8. The name(s) and address(es) of each incorporator(s) is (are) (all incorporators must sign below):

Name(s)	Address(es)
PAUL J. SENTNER	22 E. CO. ST. PITTSBURGH, PA. 15220
Francine Brentzel	1215 54th St. Pittsburgh, PA 15217
NORENE M BEATTY	1222 28th St. BETHEL PARK PA 15102

9. The specified effective date, if any, is:

month day year hour, if any

10. Additional provisions of the articles, if any, attach an 8 x 11 sheet.

IN TESTIMONY WHEREOF, the incorporator(s) has/have signed these Articles of Incorporation this

15th day of November, 2013

**Articles of Incorporation - Nonprofit - (15 Pa.C.S.) - Domestic Nonprofit Corporation (5306)
Pittsburgh's Old Stone Tavern Friends Trust**

10. Additional provisions of the Articles of Incorporation of **Pittsburgh's Old Stone Tavern Friends Trust**. The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of **Pennsylvania**, do hereby certify:

First: The name of the Corporation shall be **Pittsburgh's Old Stone Tavern Friends Trust**

Second: The place in this state where the principal office of the Corporation is to be located is the City of **Pittsburgh**, **Allegheny** County.

Third: Said corporation is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Fourth: The names and addresses of the persons who are the initial Board of the corporation are as follows:

Name Paul J. Sentner Address 1241 E 13th Pittsburgh, Pa. 15220

Name Francie Brentzel Address 555 Hickvale Pittsburgh, Pa. 15217

Name Norene M. Beatty Address 1100 W 12th Bethel Park, Pa. 152102

Fifth: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof.

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

In witness whereof, we have hereunto subscribed our names this 13th day of NOVEMBER, 2013.

Step 1b:

If you will abide by the Articles of Incorporation, **Read this booklet:**

**“Commonwealth of Pennsylvania Office of Attorney General
Handbook for Charitable Nonprofit Organizations
November 2011”**

This booklet gives an overview of what the State of Pennsylvania expects of nonprofit organizations such as Pittsburgh’s Old Stone Tavern Friends Trust, Inc.

Here is the online link:

<http://www.attorneygeneral.gov/uploadedFiles/Consumers/nonprofitbooklet.pdf>

If you are still interested after reading the "Handbook",
proceed to **Step 1c**

Step 1c. Read over **Sections 5101 through 5998** of the **Commonwealth of Pennsylvania Nonprofit Corporation Law (NPCL) of 1988, as amended**, known as 15 Pa. C.S.A. §§ 5101 – 5998 (§§ 5101 through 5998 = Chapters 51-59)

This is the law governing all aspects of Pennsylvania Nonprofit Corporations. As a Director, you should eventually familiarize yourself with all parts which apply to Pittsburgh's Old Stone Tavern Friends Trust, Inc.

Here is a link to the full text of 15 Pa. C.S.A.:

<http://www.legis.state.pa.us/WU01/LI/LI/CT/HTM/15/15.HTM>

search for chapter 51 to get started

Below is an index of §§ 5101 - 5998 (Chapters 51-59)

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Subchapter G. Involuntary Liquidation and Dissolution
Subchapter H. Postdissolution Provision for Liabilities

If you want to continue, proceed to **Step 2**

Step 2 Read the Bylaws of Pittsburgh's Old Stone Tavern Friends Trust, Inc.

Here is the link to the Bylaws on our website:

:

<http://postfriendstrust.org/bylaws/>

If you agree to honor the Bylaws, proceed to

Step 3 Read Pittsburgh's Old Stone Tavern Friends Trust, Inc. Ethics Policy:

Pittsburgh's Old Stone Tavern Friends Trust, Inc.
Ethics Policy
January 2014

On my honor I will do my best to do my duty as a Director of Pittsburgh's Old Stone Tavern Friends Trust, Incorporated.

I will pay careful informed attention, and adhere to:

- the pertinent matters described in the current edition of the
"Commonwealth of Pennsylvania Office of Attorney General
Handbook for Charitable Nonprofit Organizations."
- the Commonwealth of Pennsylvania Nonprofit Corporation Law of 1988, as amended.
- current Bylaws and Policies adopted by the
Board of Directors of Pittsburgh's Old Stone Tavern Friends Trust, Incorporated.

I will strive to be to be courteous and helpful to all.

I will be alert and mindful to avoiding apparent and actual conflicts of interest.

I will strive to always be conscious of protecting the integrity of the public trust in Pittsburgh's Old Stone Tavern Friends Trust, Incorporated.

I will strive to always be conscious of protecting the integrity of the Mission Statement of Pittsburgh's Old Stone Tavern Friends Trust, Incorporated which is:

"To secure Pittsburgh's Old Stone Tavern and its property, provide for its long term preservation, and educate the public regarding its significance in United States History."

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This Ethics Policy may be modified at the discretion of the Board of Directors.

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If you agree to honor this Ethics Policy,
proceed to final **Step 4:** Complete, sign, date and return to the Corporate Secretary the

Nominee Affirmation Agreement
for members seeking candidacy in the election to the
Board of Directors of Pittsburgh's Old Stone Tavern Friends Trust, Inc.

**Nominee Affirmation Agreement
for members seeking candidacy in the election to the
Board of Directors of Pittsburgh's Old Stone Tavern Friends Trust, Inc.**

I hereby affirm that:

I have read, understand and will abide by the
**"Commonwealth of Pennsylvania Office of Attorney General
Handbook for Charitable Nonprofit Organizations - November 2011"**

I have reviewed, and understand I must abide by
**Chapters 51-59
of the Commonwealth of Pennsylvania Nonprofit Corporation Law of 1988, as amended.**

I have read, understand and will abide by the
**Articles of Incorporation (November 20, 2013) of
Pittsburgh's Old Stone Tavern Friends Trust, Incorporated**

I have read, understand and agree to honor the
Ethics Policy (January 2014) of Pittsburgh's Old Stone Tavern Friends Trust, Incorporated

Board Candidate Signature

Date

Upon signing this agreement, a nominee becomes a candidate in the forth-coming election.
This agreement becomes effective upon election of the candidate and remains so for the term duration.

Agreement accepted by:

Secretary

Date