

**Bylaws
The Giving Circle of HOPE**

Article I. Mission/Purpose/Goals

The Giving Circle of HOPE creates positive change in Northern Virginia through engaged and collective philanthropy.

The goals of the Giving Circle of HOPE are to:

- a) Make a difference in the community by contributing time, talents, and monetary resources
- b) Encourage community among ourselves and those we serve
- c) Educate and increase awareness of local needs
- d) Encourage self-sufficiency and well-being among those in need
- e) Promote volunteerism and effective philanthropy
- f) Build a network that is a catalyst for positive change
- g) Understand philanthropy as caring for, nourishing, developing, and enhancing “what it is to be human” on both the benefactors and the beneficiaries

Article II. Name

The Giving Circle of HOPE (Helping Other People Everyday) is the official name of the organization, abbreviated as “the GCH” or “the Circle.”

Article III. Financial Host

The Circle is a component fund of the Community Foundation for Northern Virginia (CFNV) with all the rights and benefits therein; including 501(c)3 status, tax reporting, liability insurance, investment of funds, and legal representation.

Article IV. Membership

Section 4.01 *Membership Criteria*

Membership is open to all people who wish to further the mission and goals of the Circle through financial support and/or participation in education, service or social programs. Members shall be defined as those who complete a registration form and file it with the Circle. Voting members are those who donate the minimum contribution plus administrative fee.

Section 4.02 ***Responsibilities of Voting Members***

- a) Vote on matters as defined in Article IV Section 4.04
- b) Participate in educational, service and social programs sponsored by the Circle
- c) Encourage other individuals to support and participate in the mission and goals of the Circle
- d) Honor financial commitments to the Circle in accordance with Article IV Section 4.04

Section 4.03 ***Fiscal Year Definition, Donation Amount, and Administrative Fee***

- a) The fiscal year will commence on November 1 and end on October 31 of the following year.
- b) The minimum grant fund donation amount and the administrative fee shall be established prior to the commencement of the fiscal year.
- c) All members shall pay an annual administrative fee to the Circle to be considered in good standing.
- d) In addition to the administrative fee, Voting Members shall pay the minimum donation amount.
- e) All other donations will be added to the Circle's grant funds unless otherwise designated.

Section 4.04 ***Voting***

- a) Members who are in good standing during the current or past fiscal year shall be eligible to ratify Circle Bylaws and confirm annual administrative fees, minimum donation amounts and Guiding Circle members. Voting Members in good standing during the fiscal year for which the grants are selected shall be eligible to vote on grants.
- b) Voting on grant applications shall consist of the number of grant applicants as determined jointly by the Chair Finance and Chair Grants.
- c) Each Voting Member shall have one vote, regardless of the amount contributed.
- d) Grant awards will be determined by a simple majority of members who have voted, as long as a quorum is met.
- e) Quorum shall consist of 1/3 of the total members in good standing.

Article V. Organization/Structure

The Circle will have an all-volunteer executive committee called the Guiding Circle, defined in Article V Section 5.01, and working committees called Sub-Circles.

Section 5.01 *Composition of the Guiding Circle*

The Guiding Circle will consist of no more than 12 positions. Positions may be shared.

Section 5.02 *Qualification of Guiding Circle Members*

- a) Be a Voting Member
- b) Demonstrate leadership qualities
- c) Have values and skills helpful to the Guiding Circle
- d) Have enough time to be able to serve effectively
- e) Make a commitment to put the Circle high on the list of personal priorities
- f) Serve without financial benefit from the Circle, either personally or professionally

Section 5.03 *Selection of Guiding Circle Members*

Nominees may be selected by the Nominating Sub-Circle or by self-nomination. Selection of Guiding Circle members will be made by majority vote of incumbent members of the Guiding Circle and confirmed by the membership per Article IV Section 4.04.

Section 5.04 *Terms of Service*

Guiding Circle members will serve for two years and be eligible for one renewal per position. Terms will commence on January 1.

Section 5.05 *Responsibilities of the Guiding Circle*

- a) Provide the vision for the Circle
- b) Lead according to the Principles of Governance (see Appendix 1)
- c) Set policy for all Circle activities
- d) Select or approve programs
- e) Call and direct meetings of the Circle
- f) Manage accounting of contributions and expenses of the Circle
- g) Oversee all Sub-Circles
- h) Maintain records of Circle activities
- i) Review bylaws as needed and present changes to the membership for ratification
- j) Communicate about the Circle with members and the public
- k) Conduct all other business of the Circle

Section 5.06 ***Organization and Meetings of the Guiding Circle***

- a) The Guiding Circle will meet as needed and shall record meeting minutes.
- b) Guiding Circle members will report on the activities of the Sub-Circles for which they have oversight responsibility.
- c) Decisions will be made by consensus or by simple majority vote. Each position shall have one vote regardless of the number of individuals occupying the position.

Section 5.07 ***Roles and Responsibilities***

- a) Chair of Governance – Provide governance and support for Guiding Circle and Guiding Circle members
- b) Vice Chair of Governance – Share responsibilities with the Chair of Governance, ensure that an annual financial audit is conducted. Will succeed the Chair of Governance
- c) Chair of Finance – Lead budget and financial record keeping activities
- d) Chair of Marketing and Communications – Coordinate all GCH marketing and communications
- e) Chair of Records – Maintain Guiding Circle documentation as appropriate
- f) Chair of Programs - Coordinate Education and Service activities

- g) Chair of Membership – Develop and implement Membership Recruitment and Retention activities
- h) Chair of Grants – Lead and oversee grant process
- i) Chair of Outreach – Coordinate the external connections within the philanthropic community

Sub-Circles may be designated and Sub-Circle responsibilities may be modified from time to time, as determined by the Guiding Circle.

Section 5.08 *Advisory Circle*

The Advisory Circle shall be comprised of all six Founders and other individuals invited by the Guiding Circle who have expertise or experience that will add value to the leadership of the Circle.

Advisory Circle members must demonstrate a strong commitment and active interest in the Circle and attend at least one Guiding Circle meeting or retreat per year.

A review of the Advisory Circle members will take place annually to determine on-going interest. Advisory Circle members will be announced with the Guiding Circle Slate of Officers.

The role of the Advisory Circle shall be to monitor the integrity of the Circle's mission, goals, and bylaws, provide historical knowledge, assist with strategic planning, and give informed guidance.

Section 5.09 *Liability of Guiding Circle and Advisory Circle Members*

As an all-volunteer organization, all leaders (and members) serving in good faith have limited liability per the federal Volunteer Protection Act (VPA) and the Code of Virginia statute 13.1-870.

Article VI. Meetings

The Circle will hold at least one business meeting annually.

Article VII. Administrative Expenses

The Guiding Circle and Sub-Circle leaders may incur costs for supplies and services necessary to the operation of the Circle. Budgets for special initiatives and service programs will be approved by the Guiding Circle before reimbursements are made. Expenses for normal operations will be reimbursed as required. Reimbursement will be made from the Administrative Fund (collected in accordance to Article IV Section 4.04) to the extent that funds are available. An annual accounting of the administrative expenses will be provided annually.

Article VIII. Awarding of Grants

The Circle will award four types of grants:

1. Annual Collective Giving grants - Awarded through the formal grant-making process supported by the collective giving of the GCH voting members.
2. Collective Giving Demonstration grants – Awarded through a vote of those present and contributing through an informal and immediate process
3. Impact grants – A special grant awarded in a larger amount than the annual collective giving grants through a formal process.
4. Endowment grants – A grant awarded in compliance with the endowment to “Break-the-Cycle”

Section 8.01 *Procedure for Awarding Grants*

- a) Annual Collective Giving Grants - The Grant Sub-Circle will receive and review collective grant applications and make recommendations to the general Voting membership per procedures and guidelines set forth by the Chair of Grants, Grants Sub-Circle, and Guiding Circle. Collective grants shall be awarded by vote of the Voting members per Article IV Section 4.04. Collective grants may be awarded in an amount up to the balance of the funds in the Circle’s account as long as a minimum of \$1000 is maintained after disbursement of the grants.
- b) Collective Giving Demonstration Grants – Non-profits receiving the grants shall be pre-selected by member(s) of the Guiding Circle. Contributors to the Demonstrations of Collective Giving grant will determine the recipient of the grant per procedures and guidelines set forth by the Guiding Circle members in charge. Grants will be awarded in amount collected for the grant. All funds will be disbursed.

- c) The Impact Grants – The Impact Grant Sub-Circle will receive and review grant applications and select an Impact grant recipient per guidelines set forth by the Chair of Grants, Impact Grant Leader, Impact Sub-Circle, and Guiding Circle. This grant will be awarded periodically.
- d) Break-the-Cycle - The Break-the-Cycle Grant is funded through an endowment administered by CFNV. The Break-the-Cycle Sub-Circle will receive and review grant applications and select a Break-the-Cycle grant recipient(s) per guidelines set forth by the endowment. The application process will be managed by the Chair of Grants with the assistance of the Endowment Grant Sub-Circle This grant will be awarded periodically.

Section 8.02 ***Criteria for Awarding Grants (excluding the endowment grants)***

- a) Applicant organizations must be tax-exempt under section 501(c)3 of the Internal Revenue Code.
- b) Applicant organizations must have an organizational budget of not more than \$2 million.
- c) Applicant organizations must meet the Circle's mission to create positive change in Northern Virginia by directly benefiting people in need, where "need" refers to people who have low income, are disadvantaged or are under-served.
- d) Applicant organizations must serve populations in the counties of Arlington, Fairfax, Loudoun or Prince William, or the cities of Alexandria, Fairfax, Falls Church, Manassas or Manassas Park.
- e) Applicant organizations must be approved by the CFNV.

The following are excluded from consideration:

- a) Projects or programs that promote a particular religious or political ideology
- b) Endowment or capital projects and campaigns
- c) Dinner galas, advertising, and other special fundraising events
- d) General operating expenses of an organization
- e) Intermediary funding agencies

Article IX. Endowments

Current and future designated gifts to the Circle will be managed according to the guidelines submitted to the Community Foundation for Northern Virginia (CFNV).

Appendix 1: Principles of Governance

- 1) Serve as a Team - Communicate with trust, candor, respect and honesty. Seek consensus and speak with one voice.
- 2) Be Mission Driven - Uphold the mission and goals, articulate a compelling vision, and ensure the congruence between decisions and core values.
- 3) Be Strategic - Allocate time to what matters most and continuously engage in strategic thinking to hone the Circle's direction.
- 4) Be Open-minded - Seek and explore new ideas, perspectives, and viewpoints. Engage in constructive debate, leading to sound and shared decision making.
- 5) Take a Holistic View - Balance the interests of the organization as a whole with the needs and interests of individual programs and members.
- 6) Create Transparency - Allow members to access appropriate and accurate information regarding finance, operations, and results.
- 7) Lead with Integrity - Do the right thing at all times under all circumstances. Establish standards and disciplines to support this.
- 8) Practice Good Stewardship - Strike a balance between bold vision and plans and the Circle's resources. Be judicious with expenses.
- 9) Focus on Results - Regularly evaluate the Circle's programs and alignment with the mission. Value standards of efficiency, effectiveness, and excellence.
- 10) Build a Solid Governance Structure - Invest in structures and practices that transcend individuals and thoughtfully adjust to changing circumstances.
- 11) Learn Continuously - Strive to improve, grow, and find new ways to achieve the Circle's mission. Encourage creativity.
- 12) Plan for Future Sustainability - Energize through planned turnover, thoughtful recruitment, intentional cultivation of future officers, and inclusiveness of members.
- 13) Collaborate with Others - Leverage relationships to build community and maximize results. Avoid duplication of efforts.
- 14) Honor Core Values - Put a priority on service, a warm and welcoming atmosphere, high standards, and group leadership.