

Attachment A: Program Outcome Information

Agency Mission and Description:

The Community Foundation of Greater Chattanooga, Inc.'s mission is to encourage giving and inspire action to improve the lives in the Chattanooga area.

Program Goal:

Together We Can (TWC) is a need-based renewable college scholarship which targets eligible graduating high school seniors from Hamilton County Public schools and reside within the City limits.

The goal of the TWC Program is to provide our City's most financially challenged students the opportunity to not only attend college, but graduate. With the hefty increase in college tuition and fees, a poor economy, high unemployment rates and a significant decrease in the income cap for the Pell (Federal) Grant program; it is vital that our students, especially our poorer students are given the chance to attend and complete college. The TWC Scholarship Program provides opportunities for these students to break their cycle of poverty.

It is vital in today's world and economy that we as a community mentor, encourage and help those students who yearn to continue their education beyond high school.

The potential impact of having more college graduates in a community leads to powerful socio-economical ripple effect i.e. changes in employment and income levels, community demographics, public education system, demands for stronger/quality public services, an increase in housing and retail and so much more. Education changes and improves our community as a whole.

Impact Area: Please indicate the impact area(s) the outcomes address.

Building Stable Lives - Family stability in Basic Needs, Housing, Employment/Education and Support Services

Intended Outcomes: Provide 2 to 3 outcomes which are specific to the program goal

- 1) Provide students one on one college success counseling which provides them with some necessary tools, so they can be better equipped for the expectations of college
- 2) Continue to exceed the national retention rates for first generation college students (national average 45%, CFGC freshmen to sophomore retention rate is 85%)
- 3) Graduate the majority of our recipients in less than six (6) years

Collection method: The Foundation's Scholarship Department monitors each recipient's progression by requiring them to maintain full-time status (carrying/completing no less than 12 credit hrs each semester), carry a 2.5 grade point average each semester and submit a copy of their grades at the end of each semester. The Scholarship Department also monitors retention and graduation rates.

Results: Please see Attachment B-Program Beneficiary Statistics

Comparative Data: The national average for all students graduating from college is approximately 46% and for economically disadvantaged students it is 25%. The TWC scholarship program has a graduation rate of approximately 78%.

Section II: City Council Questionnaire

1. What other Chattanooga organizations have a mission similar to yours? None

2. What does your organizations do, supply, or perform that no other organization in Chattanooga addresses? We are a tax-exempt public charity serving thousands of people who share a common interest—improving the quality of life in the greater Chattanooga area. Individuals, families, businesses, and organizations create permanent charitable funds that help our meet the challenges of changing times. The foundation invests and administers these funds. Through our Grants Department we provide grants opportunities through a competitive process to eligible nonprofits in Hamilton County, so they can continue to improve the lives of those they serve. We also administer the largest number of scholarships (both need and merit based) opportunities for our area’s eligible graduating high school seniors.

3. What is your fiscal year? January-December

4. List the previous years you have submitted requests to the City of Chattanooga, the amount of the requests, and the amounts granted?

1998-\$240,000	2006-2007-\$160,000 (\$160k)	2012-2013-\$101,300 (\$101,300)
1999-2000-\$160,000 (\$160k)	2008-2009-\$160,000 (\$160k)	
2001-2002-\$160,000 (\$160k)	2009-2010-\$160,000 (\$120k)	
2003-2004-\$160,000 (\$160k)	2010-2011-\$160,000 (\$101,300)	
2004-2005-\$160,000 (\$160k)	2011-2012-\$160,000 (\$101,300)	

5. Describe your debt and expenses in ratio to revenue. No debt

6. List any debt over \$10,000 and when that debt will be satisfied. No debt

7. What percentage of your budget is dedicated to salaries vs. percentage of budget dedicated to client programs or benefits? For 2012, only 3.7% of our total expenses were paid to salaries vs. 86.5% paid in grants

8. What cost savings initiatives did your organization undertake during the preceding year? We continued to look for cost saving methods in all administrative expenses.

9. List travel expenses over the last three years and how the travel benefited your organization. 2010-\$10,621, 2011-\$13,205, 2012-\$10,600

Expenses above included local travel as well as travel expenses and conference registrations for board and staff attendance at various conferences/seminars. Knowledge gained enables board and staff to identify and address community needs along with scholarship opportunities outside our local area - just to name a few items.

10. If you are a membership-based organization: The Community Foundation is not a membership-based organization.

- a. What is fee structure?
- b. When have you increased membership fees?
- c. What is your plan for growing membership?
- d. What are your membership numbers from the last three years?

11. Do your clients pay anything for your services, products, programs? If so, explain. Our clients do not pay for any services at the Community Foundation.

12. What is your strategic plan to become independent of City funding?

The Foundation does not want to become independent of the City's funding for this Program. The partnership between the City and the Foundation has been a catalyst in impacting many lives in Chattanooga. With the City's continued support, the Together We Can Program will be able to continue providing a multi-year commitment to our students, when often times outside resources are limited or not available. Without continued support from the City, we will not be able to add additional students which could lead to the cycle of poverty continuing.

Attachment B: Comparative Financial Information

This section relates to agency efforts specifically funded by Chattanooga dollars to benefit Chattanooga residents, relative to the dollars given by adjoining governmental entities.

Dollars provided to your organization in FY 2013 by the following entities:	Percent of your total annual operational funding provided by local government	% of Hamilton County Population*
Chattanooga	N/A	49.83%
Unincorporated Hamilton County	N/A	30.22%
Hamilton County Government's (General funds)	N/A	
Collegedale	N/A	2.46%
East Ridge	N/A	6.24%
Lakesite	N/A	0.54%
Lookout Mountain	N/A	0.54%
Red Bank	N/A	3.46%
Ridgeside	N/A	0.12%
Signal Mountain	N/A	2.25%
Soddy-Daisy	N/A	3.78%
Walden	N/A	0.56%
Other (Outside Hamilton County)	N/A	
	Above percentages should total 100%	
Percent of Services rendered to residents of:	Estimate, if you do not now track this data.	
Chattanooga	100%	49.83%
Unincorporated Hamilton County	N/A	30.22%
Hamilton County Government's (General funds)	N/A	
Collegedale	N/A	2.46%
East Ridge	N/A	6.24%
Lakesite	N/A	0.54%
Lookout Mountain	N/A	0.54%
Red Bank	N/A	3.46%
Ridgeside	N/A	0.12%
Signal Mountain	N/A	2.25%
Soddy-Daisy	N/A	3.78%
Walden	N/A	0.56%
Other (Outside Hamilton County)	N/A	
	Above percentages should total 100%	

*Population numbers are from 2010 U.S. Census.

Attachment F: Budget Format

CITY OF CHATTANOOGA

FY2014 Agency Funding Financial Form

Account Category	Actual FY2010	Actual FY2011	Actual FY2012 (estimated and unaudited)	Budget FY2013 (not yet finalized)	Request FY2014	Incr (Decr) Request vs. FY13 Bud	% Change Request vs FY13 Bud
REVENUES							
Contributions							
Individuals/Private	6,823,461	10,915,538	12,339,633			0	N/A
Corporate/Organizations/Churches	7,029,200	4,515,073	6,100,617			0	N/A
Fees/Grants from Governmental Agencies							
Federal						0	N/A
State	18,931					0	N/A
Hamilton County	133,300	29,600	21,448			0	N/A
City of Chattanooga	179,750	133,640	145,665		160,000.00	160000	N/A
Other Cities (Please list)						0	N/A
United Way							
Foundations (including grants)						0	N/A
Gross Proceeds Special Events						0	N/A
Other UWs/Federations						0	N/A
CFC/Designations received thru UWGC						0	N/A
UWGC Program Allocation						0	N/A
UWGC Special Funding						0	N/A
Membership Dues						0	N/A
Program Income						0	N/A
Governmental Insurance						0	N/A
Private Insurance						0	N/A
Contracted Services						0	N/A
Fee for Services						0	N/A
Other Program Income						0	N/A
Sales to Public						0	N/A
Investment Income	8,962,224	671,120	6,528,981			0	N/A
Miscellaneous major item)						0	N/A
Transfers in from other internal budgets						0	N/A
Income from Previous Year						0	N/A
						0	N/A
TOTAL REVENUES	23,146,866	16,264,971	25,136,344	-	\$ 160,000.00	\$ 160,000.00	N/A

Contributions are not estimated. Expenses are.

includes \$50,650 receivable at 12/31/12

Investment Income is not estimated.

OPERATIONS							
Personnel Expenses							
Salaries	537,251	579,027	614,162	551,358		-551358	-100.0%
Fringe Benefits						0	N/A
Employee Health	59,354	61,789	60,728	59,315		-59315	-100.0%
Pension/Retirement	53,725	57,903	61,417	55,136		-55136	-100.0%
Payroll Taxes, etc.	39,919	42,773	45,629	40,080		-40080	-100.0%
Other (unemployment, life insurance, etc.)	6,359	6,620	7,136	6,733			
Total Personnel Expenses	696,608	748,112	789,072	712,622	\$ -	(712,622.00)	-100.0%
OPERATING EXPENSES							
Administration							
Services							
Professional Fee & Contract service	197,374	124,995	254,256	60,500		-60500	-100.0%
Utilities						0	N/A
Other							
Rent	60,000	60,000	60,000	60,000			
Travel/Transportation						0	N/A
Local	307	427	963	400			
Out of Town	1,934	2,868	2,353	4,500			
Insurance (not employee health)	9,744	10,261	9,514	10,000		-10000	-100.0%
Materials & Supplies	5,539	4,997	3,708	2,500		-2500	-100.0%
Telephone, Fax, ISP	6,289	5,484	3,335	3,900		-3900	-100.0%
Postage and Shipping	6,292	5,936	6,789	8,400		-8400	-100.0%
Occupancy/Building/Utilities (including contracts)	19,031	26,388	19,759	22,140		-22140	-100.0%
Outside Printing, Art Work, etc.	19,074	13,203	2,590	5,000		-5000	-100.0%
Conferences, Conventions, etc.	8,380	9,910	8,247	17,500		-17500	-100.0%
Special Assistance to Individuals						0	N/A
National Dues/Support Payments						0	N/A
Organization Dues (other than above)	11,868	11,504	12,565	12,715		-12715	-100.0%
Awards and Grants	13,196,436	12,054,785	14,418,671	not estimated		0	N/A
Fund Raising/Self-Support Activities	6,769	11,724	27,757	25,500		-25500	-100.0%
Miscellaneous expenses)	28,360	33,161	59,022	36,655		-36655	-100.0%
Depreciation (major item)	13,734	15,452	15,888	15,888		-15888	-100.0%
						0	N/A
						0	N/A
Operating Expenses Total	13,591,131	12,391,095	14,905,417	285,598	\$ -	(285,598.00)	-100.0%

TOTAL OPERATIONS	14,287,739	13,139,207	15,694,489	998,220	\$ -	(998,220.00)	-100.0%
REVENUE OVER/ (UNDER) OPERATION	8,859,127	3,125,764	9,441,855	(998,220)	\$ 160,000.00	1,158,220.00	-116.0%

Community Foundation Board of Directors 2012-2013

Officers

Paul Campbell, III(Chair) 2009-2012
Campbell & Campbell
Suite 1200
735 Broad Street
Chattanooga, TN 37402

Patsy Hazlewood (Vice Chair)
Non board member
1270 Market Street
Chattanooga, TN 37402

Charlie Brock (Vice Chair) 2011-2014
1270 Market Street
Chattanooga, TN 37402

Michelle Ruest(Vice Chair) 2010-2013
1270 Market Street
Chattanooga, TN 37402

Ansley Moses (Secretary)
Non board member
832 Georgia Avenue
Chattanooga, TN 37403

Linda Mosley (Treasurer) 2010-2013
1270 Market Street
Chattanooga, TN 37402

Edna Varner (Immediate Past Chair) 2009-2012
1270 Market Street
Chattanooga, TN 37402

Board

Monique Berke 1270 Market Street, Chattanooga, TN 37402	2011-2014
Mike Berry, 1270 Market Street, Chattanooga, TN 37402	2011-2014
Jeff Cannon, 1270 Market Street, Chattanooga, TN 37402	2010-2013
Lakweshia Ewing, 1270 Market Street, Chattanooga, TN 37402	2011-2014
Tom Glenn 1270 Market Street, Chattanooga, TN 37402	2011-2014
Wade Hinton 8001 Volkswagen Drive, Chattanooga, TN 37416	2010-2013
Hugh Moore 1270 Market Street, Chattanooga, TN 37402	2010-2013
Ward Nelson 1270 Market Street, Chattanooga, TN 37402	2011-2014
Rachel Schulson 1270 Market Street, Chattanooga, TN 37402	2011-2014
Chris Smith 1270 Market Street, Chattanooga, TN 37402	2011-2014
Niti Tejani 1270 Market Street, Chattanooga, TN 37402	2011-2014

Contact information for review of corporate minutes:

Ansley Moses, Esquire
Miller and Martin, PLLC
832 Georgia Avenue
Chattanooga, TN 37403

**WE ARE GREATER,
CHATTANOOGA**

LIFE IS A COLLECTION OF STORIES —

stories about people, places and events.

The following are stories of hope, achievement, a better future, a brighter tomorrow, a past left behind for a chance to make a difference. These are the stories of the Community Foundation of Greater Chattanooga.



A young man from a single-parent home whose life could have gone either way. He recalls the fights on the playground as a boy. He also remembers a teacher, named Mrs. Oliver, who pulled him aside one day and challenged him. She took a chance and it paid off. In 1992, Wade Hinton was awarded the Mary Adams Memorial Scholarship and a ticket to Emory University for his undergraduate study. In 1999, he graduated from law school with the opportunity of a lifetime—the chance to make a difference.



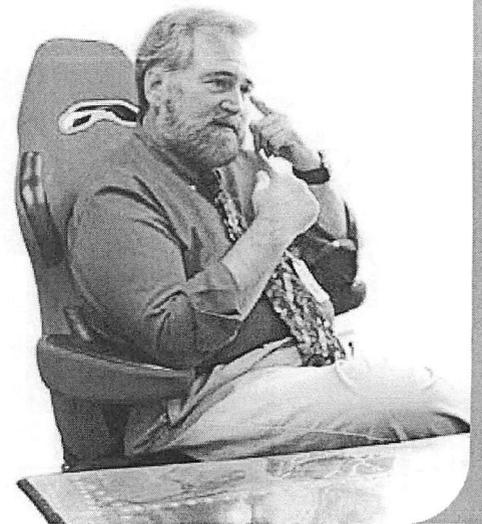
OUR ADOPTED HERO IS ALBERT EINSTEIN.



[The following text is extremely faint and illegible, appearing as a dense block of small characters and lines.]



A doctor, an intellect, a devoted humanitarian who admires Einstein not for his genius, but his formidable feelings for humanity. **To bring hope, help and happiness** to those with intellectual disabilities is the mission of this man who is director of the Morton J. Kent Rehabilitation Center, Dr. Rick Rader. Every day he and the staff work to better the lives of these individuals, making them feel valued by friends and society. Those with special needs have someone who holds a special place for them and their futures.





Despite early challenges, young students excel at communicating their feelings and experiences through stories. Four years ago if a kindergartner wrote one sentence teachers at Battle Academy were excited. Today those students are writing three-page stories and illustrating them as well. Ruth White, principal at Battle Academy, is very proud of that accomplishment—an accomplishment students are eager to share with their parents. Students who can express themselves with words and pictures, in the words of Ruth White. “That’s power!”





When you're 14 and peer pressure pulls at you, the temptation of drugs and gangs can be overwhelming. That's what it's like for young people who don't have a path to follow. They blame the issues, but the issues aren't the problem. It's a lack of focus and understanding who you really are. That's what Richard and Jessica Bennett, founders of "A Better Tomorrow," have shared with more than 2,500 fortunate teens. And that has helped these young people build a better tomorrow.





Adriana Pascual used to spend long days picking coffee beans in the fields of Guatemala. Something in her heart told her there was more to life—much more. She moved from her small, rural village to this city with little more than a dream. Thanks to help from a young woman named Melody Bonilla, the care manager at La Paz de Dios, Adriana has her G.E.D., a good job, and the chance to get her college degree. In Adriana's words "Solo es el principio." *Translation: It's just the beginning.*





We've touched well over 2,000,000 people and the list continues to grow. More than 500 students participate in the Community Foundation's 50-plus scholarship funds. The largest college-bound fund is called "**Together We Can.**" That fund has helped more than 800 of Chattanooga's high school graduates follow their dreams.

The Fund for Chattanooga was established more than 40 years ago to meet the community's most critical needs. It is used for grant making and has helped hundreds of organizations like Chattanooga Cares, the Interfaith Homeless Network, La Paz de Dios, North River YMCA, Partnership for Families, Children and Adults, the Ronald McDonald House Charities and many, many more.

"We are greater, Chattanooga" is a philosophy, a belief, a result of many years of hard work, of reaching out to people, to the community, to those who give and those who receive. It's about the individuals whose lives and purpose have been changed forever. It's identifying the real needs in this city and the areas that surround it and meeting them head on, not just with funding, but with the support from those who work for the Community Foundation.

It's also about showing people and organizations how to get the money they need to make themselves greater. And finally, it's providing those who give with many ways for them to express their generosity by establishing funds that address the community's greatest needs.



IT'S NOT JUST A TAG LINE.

"We are greater, Chattanooga" not only defines what we do, it defines what you do and the effect that has on people and the community. "Greater" empowers because both donors and recipients feel a part of positive change. "Greater" unites as it brings us together behind a common cause that inspires, motivates and encourages all of us to become part of making Chattanooga greater yet.

The all-type images are formed from names of the many recipients touched by your generosity.



COMMUNITY FOUNDATION OF
GREATER CHATTANOOGA

WEAREGREATER.ORG

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Washville, Tennessee 37243-0306

DATE: 06/10/91
REQUEST NUMBER: 2193-0632
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 06/10/91 1334
EFFECTIVE DATE/TIME: 06/10/91 1334
CONTROL NUMBER: 0071317

TO: *File*
MILLER & MARTIN (SUITE 1000)
VOLUNTEER BLDG.
SUITE 1000
CHATTANOOGA, TN 37402

RE:
COMMUNITY FOUNDATION OF GREATER CHATTANOOGA, INC. (THE)
RESTATEMENT OF CHARTER

THIS WILL ACKNOWLEDGE THE FILING OF THE ENCLOSED DOCUMENT ON THE DATE SHOWN ABOVE TO BE EFFECTIVE AS INDICATED.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: RESTATEMENT OF CHARTER

RECEIVED: \$10.00

ON DATE: 06/10/91

FROM:
MILLER & MARTIN (SUITE 1000)
VOLUNTEER BLDG.
SUITE 1000
CHATTANOOGA, TN 37402

RECEIPT NUMBER: 00001223879
ACCOUNT NUMBER: 00000307



Bryant Millsaps

BRYANT MILLSAPS
SECRETARY OF STATE

FILED

1974 JUN 10 10 55 AM

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STATE OF TENNESSEE

91 JUN 10 PM 1:34

BRYANT MILLSAPS
SECRETARY OF STATE

AMENDED AND RESTATED

CHARTER OF

THE COMMUNITY FOUNDATION OF GREATER CHATTANOOGA, INC.

Under Section 48-60-106 of the Tennessee
Nonprofit Corporation Act

1. The name of the corporation is

THE COMMUNITY FOUNDATION OF GREATER CHATTANOOGA, INC.
2. This corporation is a public benefit corporation.
3. The location of the registered office of the corporation is 1000 Volunteer Building, 832 Georgia Avenue, Chattanooga, Tennessee 37402-2289. The registered office is located in Hamilton County, Tennessee; the name of the registered agent at that office is J. Guy Beatty, Jr.
4. The address of the principal office of the corporation is 1701 American National Bank Building, 736 Market Street, Chattanooga, Tennessee 37402.
5. The corporation is not for profit.
6. The corporation will not have members.
7. The purposes for which the corporation is organized are exclusively charitable, scientific and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future federal tax code (the "Code"). The principal purposes for which the corporation is organized are: To foster and promote religious, charitable, scientific, literary and educational activities; to receive and administer, in trust or otherwise, and disburse funds and property of every kind for such purposes as will, in the discretion of the board of directors, best promote and enhance the well-being of the inhabitants of the greater Chattanooga, Tennessee, area, including any portions thereof which may be within the states of Georgia and Alabama; and to support other organizations with similar purposes.

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STATE OF TENNESSEE
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BRYANT B. LEASE
SECRETARY OF STATE

8. Notwithstanding any other provision of this charter, the corporation shall not carry on any activities not permitted to be carried on by a corporation, contributions to which are deductible under section 170(c)(2) of the Code, or any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Code.
9. No part of the property, income or net earnings of the corporation shall ever inure to the benefit of any individual or any persons having a personal or private interest in the activities of the corporation or be used except within the United States or any of its possessions; no substantial part of the activities of this corporation shall ever be carrying on propaganda or otherwise attempting to influence legislation; and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.
10. In the event of liquidation, dissolution or winding up of the corporation, whether voluntary, involuntary or by operation of law, the residual assets of the corporation shall be turned over, for use within the greater Chattanooga area and for purposes substantially similar to those of the Corporation, to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) and 170(c)(2) of the Code or to any one or more of the following governmental authorities for exclusively public purposes: the State of Tennessee or any county, municipality or political subdivision thereof.
11. A director of the corporation shall not be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, except for liability (a) for any breach of the director's duty of loyalty to the corporation; (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (c) unlawful distributions under section 48-58-304 of the Tennessee Nonprofit Corporation Act. If the Tennessee Nonprofit Corporation Act is hereafter amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Tennessee Nonprofit Corporation Act. The corporation shall have the power to indemnify its directors, officers and employees to the fullest extent permitted by the Tennessee Nonprofit Corporation Act.

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STATE OF TENNESSEE
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BRYANT MULLSAPS
SECRETARY OF STATE

CERTIFICATE

The undersigned, as Secretary of The Community Foundation of Greater Chattanooga, Inc., a Tennessee corporation, hereby certifies that the foregoing restated charter:

(1) contains amendments to the charter of The Community Foundation of Greater Chattanooga, Inc.; and

(2) was duly adopted on May 29, 1991 by the members and the board of directors of The Community Foundation of Greater Chattanooga, Inc.

Dated June 5, 1991



J. Guy Beatty, Jr.
Secretary

U1L6A153/ELB

06/12/91

MISC

5.00

**5.00

020759

SARAH P. DEFRIESE
REGISTER
HAMILTON COUNTY
STATE OF TENNESSEE

'91 JUN 12 AM 8 05

BY: R. Lima
DEPUTY

RECPT. # 479595

STATE OF TENNESSEE

CHARTER OF INCORPORATION

BE IT KNOWN, that DeSales Harrison, Z. Cartter Patten, Sam I. Yarnell, John P. Guerry, Samuel R. Parry, Sam E. Miles, Cecil Woods, S. L. Probasco, Robert L. MacLellan, H. James Hitching, Luther Joe Thompson, Augustus McCravey, Alex Guerry, LeRoy Martin, H. Clay Evans Johnson, William E. Brock, Jr., W. Roy Meyers, and E. Y. Chapin, III, are hereby constituted a body politic and corporate, by the name of and style of THE COMMUNITY FOUNDATION OF GREATER CHATTANOOGA, INC. for the purpose of receiving and administering, in trust or otherwise, and disbursing funds and property of every kind for such purposes as will, in the discretion of the Board of Directors, best promote and enhance the well-being of the inhabitants of the greater Chattanooga, Tennessee area, including any portions thereof which may be within the States of Georgia or Alabama and including but not limited to the encouragement, support and maintenance of boys' and girls' clubs for the uplift and improvement of the mental, social, moral, physical and economic condition of under-privileged boys and girls; the support of any literary or scientific undertaking, as, a college or university, with powers to confer degrees; an academy; a debating society; lyceum; the establishment of a library; the support of a historical society; the organization and support of battlefield associations; the promotion of painting, music, or the fine arts; the organization and support of cemetery associations for the purpose of acquiring and maintaining cemeteries or burial places wherein soldiers and sailors or other persons are buried, and for the preservation and maintenance of such cemeteries other than cemetery organizations for profit; the promotion of litera-

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ture, education, science or art, or any other association organized for the promotion of bodily or mental health, and all in other organizations organized to promote either or all of the above named objects; or the support and encouragement of all other organizations or objectives specified in or permissible under the then applicable laws, provided, however, that this corporation's purposes shall be limited to, and it shall be operated exclusively for religious, charitable, scientific, literary and educational purposes, and that no part of the net earnings of this corporation shall inure to the benefit of any private member or individual, that no substantial part of its activities shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and it shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

The general powers of said corporation shall be: (1) To sue and be sued by the corporate name. (2) To have and use a common seal, which it may alter at pleasure. (3) To receive property, real, personal or mixed, by purchase, gift, devise, or bequest, sell the same and apply the proceeds toward the promotion of the objects for which it is created, or hold any such property and apply the income and profits towards such objects. Unless otherwise specifically directed in the instrument by which any real or personal property, money, or other funds, are given, granted, conveyed, bequeathed, devised to, or otherwise vested in the corporation, the directors shall have power to invest funds thus received, or the proceeds of any property thus

...of the corporation, and the day started of the
received, in such investments as in the honest exercise of their
judgment they may, after investigation, determine to be safe and
proper investments, and to retain any investments heretofore so
made. (4) To establish by-laws, and make all rules and regulations
not inconsistent with the laws and constitution, deemed expedient,
for the management of corporate affairs. (5) To appoint such sub-
ordinate officers and agents, in addition to a president and secre-
tary, or treasurer, as the business of the corporation may require.
(6) To designate the name of the office, and fix the compensation
of the officer. (7) To borrow money to be used in payment of prop-
erty bought by it, and for erecting buildings, making improvements,
and for other purposes germane to the objects of its creation,
and secure the repayment of the money thus borrowed by mortgage,
pledge, or deed of trust, upon such property, real, personal, or
mixed, as may be owned by it; and it may, in like manner, secure
by mortgage, pledge or deed of trust, any existing indebtedness
which it may have lawfully contracted.

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The corporation shall have such other powers as it may
lawfully exercise under applicable Tennessee law.

The said incorporators shall, within a convenient time
after the registration of this charter, elect from their number
a president, secretary, and treasurer, or the last two officers
may be combined into one, said officers and the other incorpora-
tors to constitute the first board of directors. The corporation
may increase its directors to a number not more than one hundred,
by due and proper amendment to its by-laws, unless otherwise
specifically provided. In all elections each member shall be
entitled to one vote, either in person or by proxy, and the re-
sult shall be determined by a majority of the votes cast. Due

notice of any election must be given by advertisement in a newspaper, personal notice to the members, or a day stated on the minutes of the board one month preceding the election. The term of officers may be fixed by the by-laws, the said term not, however, to exceed three years. All officers hold office until their successors are duly elected and qualified.

The general welfare of society, not individual profit, is the object for which this charter is granted, and the members are not stockholders in the legal sense of the term, and no dividends or profits shall be divided among the members.

The board of directors shall keep a record of all their proceedings, which shall be at all times subject to the inspection of any member. The corporation may establish branches in any other County in the State.

The members may, at any time, voluntarily dissolve the corporation by a conveyance of its assets and property to the State of Tennessee, any County or municipality of the State, or to any other corporation holding a charter from the State for purposes not of individual profit, first providing for corporate debts; provided, that assets and property so conveyed shall be used by the grantee for purposes similar to those of the conveying corporation.

Whenever there has been no meeting of the members for a period of five years or more, and because of the death of members or the condition of the corporate records it is impossible to notify a sufficient number of members to constitute a quorum, notice of a meeting of the members may be made by publication in some newspaper in the County where such corporation has its principal location, at least thirty days before such meeting shall be held. The members attending such meeting shall be deemed to

constitute a quorum for the purposes of electing directors or trustees, and authorizing such directors or trustees to dissolve the corporation and convey its property and assets in accordance with this section.

The charter is subject to modification and amendment; and in case said modification or amendment is not accepted, corporate business is to cease, and the assets and property, after payment of debts, are to be conveyed, as aforesaid, to some other corporation holding a charter for purposes not connected with individual profit. Acquiescence in any modification, thus declared shall be determined in a meeting of the members especially called for that purpose, and only those voting in favor of the modification shall thereafter compose the corporation.

The means, assets, income or other property of the corporation shall not be employed, directly or indirectly, for any other purpose whatever than to accomplish the legitimate objects of its creation, and by no implication shall it engage in any kind of trading operation, nor hold any more real estate than is necessary for its legitimate purposes.

Expulsion shall be the only remedy for the nonpayment of dues by the members, and there shall be no individual liability against the members for corporate debts, but the entire corporate property shall be liable for the claims of creditors.

We, the undersigned, the incorporators above mentioned, hereby apply to the State of Tennessee for a charter of incorporation for the purposes declared in the foregoing instrument.

Witness our hands this 15th day of November, 1963.

Incorporators:
Augustus H. ...
S. L. ...
...
...

<u>Cecil Woods</u>	<u>W. Brock</u>	63
<u>H. James Hitching</u>	<u>Alex Guerry, Jr.</u>	
<u>H. C. E. Johnson</u>	<u>John Guerry</u>	
<u>E. J. Chapin, III</u>	<u>Luther Joe Thompson</u>	
<u>Sam I. Yarnell</u>	<u>Sam I. Miles</u>	
<u>DeSales Harrison</u>	<u>John MacLellan</u>	
<u>LeRoy A. Martin</u>	<u>Z. Carter Patten</u>	

SUBSCRIBING WITNESS:

John P. Guerry

STATE OF TENNESSEE
COUNTY OF HAMILTON

Personally appeared before me, a Notary Public of said County, the within named John P. Guerry, the subscribing witness and incorporator, with whom I am personally acquainted, and who acknowledged that he executed the within application for a Charter of Incorporation for the purposes therein contained and expressed; the said John P. Guerry, subscribing witness to the signatures subscribed to the within application, being first duly sworn, deposed and said that he is personally acquainted with the within named incorporators, DeSales Harrison, Z. Carter Patten, Sam I. Yarnell, H. James Hitching, Samuel R. Parry, Sam E. Miles, Cecil Woods, S. L. Probasco, Robert L. MacLellan, Luther Joe Thompson, Augustus McCravey, Alex Guerry, H. Clay LeRoy A. Martin, H. C. E. Johnson, Evans Johnson, William E. Brock, Jr., W. Roy Meyers, and E. Y. Chapin, III, and they did in his presence acknowledge that they executed the within application for a Charter of Incorporation for the purposes therein contained and expressed.

Witness my hand and official seal at office in Chattanooga, Tennessee, this 19th day of November, 1963.

My commission expires: Jan. 8, 1964



Paul S. Sear
Notary Public

069
J. G. Beatty, Jr.
1033 Volunteer Bldg
City

State of Tennessee



Charter of Incorporation
of

THE COMMUNITY FOUNDATION OF
GREATER CHATTANOOGA, INC.

RECEIVED FEE, \$ 3.00

RECEIVED TAX, \$

TOTAL, \$ 3.00

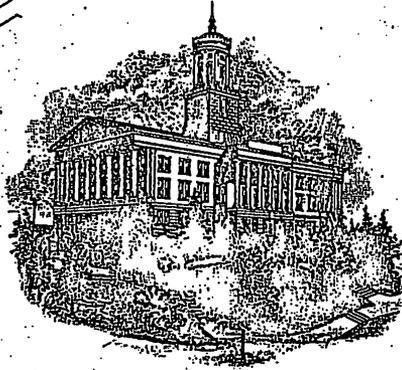
J. G. Beatty, Jr.
Secretary of State

069
STATE OF TENNESSEE
HAMILTON COUNTY
FILED FOR REGISTRATION

NOV 27 10 19 AM '63

FEE \$ 4.00
BY *J. G. Beatty, Jr.*
DEPUTY REG

State of Tennessee



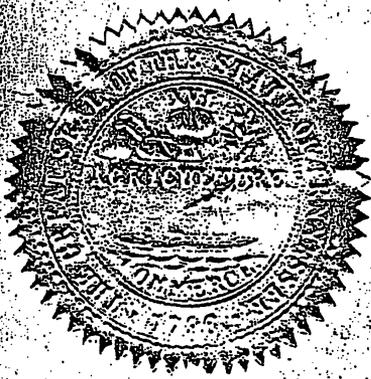
Department of State

I, **Joe C. Carr**, Secretary of State of the State of Tennessee, do hereby certify that the annexed Instrument with Certificate of Acknowledgment was filed in my office and recorded on the 26th day of November 1963

IN CORPORATION RECORD BOOK VOLUME O-25, PAGE 350

In Testimony Whereof, I have hereunto subscribed my Official Signature and by order of the Governor affixed the Great Seal of the State of Tennessee at the Department in the City of Nashville, this 26th day of

November A.D. 19 63



Joe C. Carr
Secretary of State.

STATE OF TENNESSEE, HAMILTON COUNTY

NOV 27 1963

10:19 AM

The above instrument and certificate 5 were filed
entered in Note Book No. 56, Page 673 and recorded in Book 1559 Page 39

Witness my hand at office in Chattanooga, Tenn.

W. P. Bremner Register

Dep. Register

Attachment C: Program Beneficiary Statistics

Together We Can (TWC) Scholarship Program

Program Beneficiary Characteristics Clients/Patients/Recipients/Other	Last Year 2012-2013	This year (estimated)	Next Year (projected)
1. Unduplicated Count of Program Beneficiaries TOTAL	163	172	180
a) Total Continuing From Previous Fiscal Year	108	112	117
b) Total New for the Year	55	60	63
c) Total Terminated During the Year(graduates in parenthesis)	5 (14)	5 (20)	5 (22)
2. Age Group TOTAL	163	172	180
a) Infants – Under 5	0	0	0
b) Between 5 and 12	0	0	0
c) Between 13 and 17	0	0	0
d) Between 18 and 29	163	172	180
e) Between 30 and 64	0	0	0
f) 65 and over	0	0	0
g) Not Known	0	0	0
3. Sex TOTAL	163	172	180
a) Male	39	42	46
b) Female	124	130	134
c) Not Known	0	0	0
4. Ethnic Background TOTAL	163	172	180
a) White	7	10	13
b) Black	147	149	150
c) Hispanic	0	2	4
d) Oriental (Asian-Pacific)	6	7	8
e) Other – Ethnic Minority (bi-racial)	3	4	5
f) Not Known	0	0	0
5. % Income Level TOTAL	163	172	180
a) Below 9,999	35%	35%	35%
b) 10,000 –19,999	55%	55%	55%
c) 20,000 – 29,999	10%	10%	10%
d) 30,000 and Over	0	0	0
e) Not Known	0	0	0
6. Location of Residence TOTAL	163	172	180
a) Chattanooga	100%	100%	100%
b) Outside of Chattanooga	0	0	0
c) Not Known	0	0	0

1. Attachment D: Schedule of Positions, Salaries & Wages

ALL FINANCIAL INFORMATION TO THE NEAREST DOLLAR. FOR ADDITIONAL EMPLOYEES, COPY THIS FORM AS NEEDED.

List positions of all staff, in order of responsibility.

Title of Position	Last Name, Initial	Part Time ?yes/no	Years Employed	Retirement Benefits? Yes/no	Current (2012)			Proposed (2013)		
					Weeks Employed	Annual Rate	Budgeted	Weeks Employed	Annual Rate	Budgeted
President	Cooper, P	No	22	Yes 403b	52	204,222	204,728	52	210,348	210,348
VP, Finance & Administration	Underwood, R	No	12	Yes 403b	52	89,002	89,003	52	92,563	92,563
VP, Donor Relations	Robinson, M	No	10	Yes 403b	52	66,870	66,870	52	69,545	69,545
Director of Scholarships	Smith, R	No	11	Yes 403b	52	62,679	62,679	52	65,186	65,186
Program Officer	Posey, R	No	6	Yes 403b	52	54,446	54,446	52	58,257	58,257
Women's Fund Director	Fagan, K	No	2	Yes 403b	52	55,289	55,289	52	57,500	57,500
Finance & Administration Associate	Kealey, C	No	13	Yes 403b	52	43,243	43,243	52	45,405	45,405
Administrative Assistant	Spurgin, S	No	Less than 1	Yes 403b	2	28,500	30,389	52	28,000	28,000
Women's Fund Coordinator	Harris, B	Yes	Less than 1	No	31	10,576	0	52	16,640	16,640