**EXHIBIT A**

**Contract Guidelines for County Breastfeeding Coalitions and the Pennsylvania Breastfeeding Coalition**

The Pennsylvania Breastfeeding Coalition (PABC) desires to facilitate and coordinate consistent advocacy, educational, research, and funding activities to advance and support breastfeeding between and among the PABC and the County Coalitions (CC) within Pennsylvania. County coalitions may represent one or multiple counties.

Contracts with Local Coalitions under the following conditions/circumstances:

* The material facts of the relationship or interest affecting the contract are disclosed to the Steering Committee
* The contract or transaction is fair to the PABC and CC at the time it is authorized and approved by the Steering Committee
* This contract may be revised at any time with signed approval by both parties. If conditions and guidelines become untenable, this contract may be terminated according to Article 3 of the Agreement for Fiscal Sponsorship.
* The Steering Committee authorizes the contract or transaction by the affirmative vote of a majority of disinterested members.
* The General Active Membership of the PABC is notified after PABC Steering Committee approval.

Each CC must have a signed contract with PABC. Once contracted:

* PABC will provide fiscal sponsorship and non-profit status to the CC including as needed guidance on coalition operations and activities, receiving and distributing funds, and services related to financial accounting and tax reporting.
* The CC will have a listing in the PABC County Coalitions directory and links on the www.pabreatfeeding.org website.

CC will follow the following Guidelines, Roles and Responsibilities.

**Guidelines, Roles, and Responsibilities (GRRs)**

Contracted Coalitions must meet the following responsibilities. Non-adherence to these responsibilities will result in suspension or cancellation of the contract. Conversations will occur between the PABC and the CC in the month prior to each anniversary date of the fiscal sponsorship contract to review these GRRs.

* CC must have a Mission Statement and Articles of Association and By Laws identical to, or congruent with, those of PABC that are approved by the PABC Steering Committee. These should be included with the application for fiscal stewardship. CC is welcome to ask for assistance from the PABC in preparing these documents; use of the PABC documents with appropriate modifications is permissible.
* A member of the PABC’s Steering Committee may attend any meetings of the CC as an advisory, non-voting, ex-officio member. CC leadership should apprise Sponsor of any scheduled meetings.
* Any communication (ie grant applications and web page or any official financial communications like donor receipts) generated by the CC should include verbiage that the CC is sponsored by the Pennsylvania Breastfeeding Coalition. This acknowledgement of the sponsorship status of the Coalition must include the following language on all solicitations and published materials whether electronic or in print, “The official registration and financial information of Pennsylvania Breastfeeding Coalition may be obtained from the Pennsylvania Department of State by calling toll free, within Pennsylvania, 1-800-732-0999. Registration does not imply endorsement.”
* Contracted county coalitions do not need to register with the state of Pennsylvania as a separate entity. It is a benefit of fiscal sponsorship to be a sponsoree of PABC. The CC can apply for an Employee Identification Number from the Internal Revenue Service, however for non-profit recognition for grant applications, the PABC EIN number will be used.
* There are 2 costs associated with becoming a CC with the PABC. Number 1: The CC is expected to join the PABC as an organizational member, paying the current annual dues each year by the anniversary date of the contract. The membership fee can be paid by funds from individuals or can be paid out of the proceeds of CC’s first fundraising efforts. It is expected that there is a member of the CC representing the CC attending at least half of the scheduled general membership meetings of the CC each year. When dues are paid, the CC is entitled to one vote at any PABC meeting. If there are more than one CC member attending a PABC general meeting where a vote is taken, one designated CC member may cast the CC vote. Number 2: On a yearly basis, in any grant applications, CC should plan for 5% of any fundraising/ grant income received by CC in an amount greater than $7,500 to be designated as administrative expenses to be paid to the PABC.
* Meeting dates of the CC should be shared with the current Treasurer and Membership Chair of the PABC. Copies of meeting minutes, as well as descriptions of upcoming CC activities, should be shared as well. Maintaining historical records of CC activities helps to ensure the ongoing efforts of the CC Mission and allows for sharing of ideas between the CCs and PABC as well as helps with budgeting. A yearly summary shall be provided to the PABC a couple weeks prior to the CC’s anniversary date.
* It is expected that all fundraising and grant writing activities be communicated to the PABC Treasurer while said activities are in the planning stages. PABC must be aware of all fundraising/grant activities in order to ensure compliance with the PABC non-profit status.
* The CC should have a fiscal year commencing on July 1 and ending on June 30 of each year. It is recommended that the CC develop a yearly budget and shares that with the PABC each year.
* A current roster of the CC leadership should be kept updated and shared with the PABC so that the PABC always has a current contact person. Someone from the CC should also be ready to share current or updated information of the CC’s activities that will be shared on the PABC webpage. If the CC does not have its own webpage, their information page on the PABC website can be cited in any publicity materials needed to advertise CC activities.
* The CC will be expected/asked to maintain communication in a timely manner by acknowledge all communications from the PABC steering committee requiring a response within 10 days.

In addition, the CC will be expected to be familiar with and abide by the best practices as described in the following:

* CC’s activities are free of commercial influence and other conflicts of interest, and the coalition supports and adheres to the International Code of Marketing of Breast-milk Substitutes (“the Code”). This includes, but is not limited to, a policy that the coalition will not accept financial or other support from companies that violate in principle or practice the Code and its subsequent resolutions.
* CC’s activities are consistent with the current PABC Strategic Plan, *and the current United States Surgeon General’s Call to Action to Support Breastfeeding (2011) and Healthy People Goals 2030 or the relevant year.*
* CC has regular meetings that are publicized to diverse potential stakeholders who are welcome to attend and participate.

Attested to by Sponsor Representative:

(Print, signature, Title, Date)

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Attested to by Sponsoree Representative:

(Signature implies agreement with all GRRs)

(Print, signature, Title, Date)

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