

Manual of
Policies and Procedures
Of the
American Wine Society Educational Foundation (AWSEF)
Board of Trustees

- Accepted at 5/14/05 BOT Meeting
- Updated with comments on qualifications for scholarship applicants 8/12/05
- Updated with Joyce's Silent Auction modifications (Less Annex Text) 9/16/05
- Updated 9/06 with BOT corrections to financial mgmt and list of scholarship recipients
- Updated 6/07 with changes to Section 5.1.3 on how funds are to be used and with the 2007 scholarship selectees
- Updated 5/30/08 to include new procedures for funds management, Investment Policy, and Named Scholarship funds procedures.
- Updated 5/31/08 to modify Sect 7.6, item 12 (disposition of applications following scholarship selection).
- Updated 6/3/08 to update Attachment 3 and add new attachment 4 (scholarship application rubric)
- Updated 5/21/09 to identify the need for one trustee to be responsible for the AWSEF website (co-located with the AWS website) and to add the 2009 scholarship winners.
- Updated 11/09 to add 501c3 cert, election "lessons learned" from 2009 and updated scholarship application materials.
- Updated 2/10 to correct the scholarship award table in Para 7.18 to show that the Pierre & Marie Van Malderen Scholarship was paid for by the Springfield (OH) Chapter. Also to correct the number of scholarships sponsored by the Columbus (OH) Chapter.
- Updated 3/9/10 to modify latest scholarship instructions at Annex III and to include an update to the AWSEF Bylaws regarding Affiliate Members (vice Class B members).
- Updated 3/23/10 to include Standing Committees (Finance, Scholarships, Fund Raising) – new paragraph 3.4

Introduction and Purpose

This Manual of Policies and Procedures of the American Wine Society Educational Foundation (AWSEF) Board of Trustees (BOT) has been compiled from the records of the Foundation Board dating back to the Board's inception and first meeting conducted on May 15, 1993. The 2004 Trustees have reviewed this document to ensure it is consistent with current operating procedures and with the current AWSEF Bylaws.

Created to capture in one place the guiding Policies and Procedures of the BOT, this manual is intended to facilitate BOT processes as the Board pursues its principal functions of

- 1) fundraising and advertising to support qualifying scholarships;
- 2) managing funds in accordance with accepted accounting practices, and investing funds to grow principal; and
- 3) distributing scholarship funds to selected applicants; and
- 4) Implementing the AWSEF Bylaws.

At the outset let it be recognized that this Manual is subject to revision as necessary, by action of the BOT, to meet changing priorities and/or demands placed upon the BOT. This Manual is, therefore, a "living" document – changeable as required to maintain its relevance to the BOT of the AWSEF. As a result it should receive a formal review not less frequently than upon the installation of new Trustees biennially accordance with Bylaws Article 6, Section 6.3. To this end this P&P Manual will be reviewed by all BOT members prior to the first meeting of each Fiscal Year. An agenda item at this meeting will be to accept changes as necessary to this Manual for the upcoming year.

Precedence shall always be given to the AWSEF, Inc. Bylaws in the event conflict arises between the Bylaws and this Manual. However conflict between these two documents should not occur as the primary purpose of this Manual is to document policies and procedures within the scope of the current Bylaws.

Per policy established in Section 1.7, this Policies and Procedures Manual shall be reviewed and updated as necessary at the inauguration of each new Board biennially or whenever change is voted by the BOT. This manual shall be maintained by a BOT member designated by the Board President.

Table of Contents, Annexes and Appendices

1	Purpose and Services of the AWSEF BOT	1-1
1.1	Purpose	1-1
1.2	Mission	1-1
1.3	AWSEF Board of Trustees (BOT) Services	1-1
1.4	History	1-1
1.5	AWSEF Resources	1-2
1.6	Relationship between AWSEF and AWS.....	1-2
1.7	Biennial Review of These Policies and Procedures	1-3
2	AWSEF Membership	2-1
2.1	Membership Categories – Description	2-1
2.2	Membership Categories – Qualifications	2-1
2.3	Certificate of Membership.....	2-1
2.4	Membership Fees and Dues.....	2-1
3	AWSEF BOT Organization and Functions	3-1
3.1	Officers of the BOT	3-1
3.2	Executive Advisory Board.....	3-1
3.3	Qualifications of Trustees.....	3-1
3.4	Standing Committees.....	3-1
3.5	Honorary or Advisory Board Members from the Wine Industry	3-1
3.6	AWSEF BOT Insurance	3-1
3.7	Databases	3-2
3.8	Policy on Record Retention.....	3-2
3.9	AWSEF Election Procedures.....	3-2
3.10	AWSEF Internet Page.....	3-4
3.11	Seating at the Annual Conference Grand Banquet	3-4
3.12	AWS Annual Conference Attendee Feedback	3-4
3.13	AWSEF Calendar of Events (January to December)	3-5
3.14	Silent Auction Time Table.....	3-9
4	Meetings of the BOT	4-1
4.1	Annual Meeting	4-1
4.2	Special Meetings.....	4-1
4.3	Regular Meetings.....	4-1
4.4	Meeting Agendas	4-1
5	Fund-Raising and Advertising Activities of the BOT	5-1
5.1	AWSEF Fund Categories	5-1
5.2	AWS Annual Conference	5-2
5.3	AWSEF Gift Categories	5-11
5.4	Accepting and Acknowledging Gifts.....	5-11
5.5	Donor Levels	5-12
5.6	Advertising	5-12
5.7	Maintaining Lists of Organizations to Advertise AWSEF	5-13
6	Managing AWSEF Funds	6-1
6.1	AWSEF Funds for Management	6-1
6.2	Investment Policies	6-2
6.3	Finance Committee.....	6-2
6.4	Auditing	6-2
6.5	Assignment of CWC Funds.....	6-2
6.6	Reimbursable Expenses	6-3
6.7	Fund Raising Goals.....	6-3

6.8	Overhead Limitations	6-3
6.9	AWSEF Annual Budget	6-3
6.10	Incoming Treasurer to Conduct Internal Audit	6-3
6.11	Filing of Tax Returns.....	6-3
7	Distributing AWSEF Funds	7-1
7.1	Distributions from the AWSEF Account Funds	7-1
7.2	Scholarship Solicitation, Advertising and Recruiting	7-1
7.3	Scholarship Application Procedures.....	7-1
7.4	Criteria for Awards	7-1
7.5	AWSEF Scholarship Application Evaluation Process	7-2
7.6	Scholarship Selection Procedures.....	7-3
7.7	Scholarship Selection Committee.....	7-4
7.8	Notifying scholarship winners when they receive scholarships	7-4
7.9	Notifying named scholarship sponsors when scholarship awards are made	7-4
7.10	Procedure for allowing AWSEF Monetary Awards to Winners to be Handled Through the Various University Bursars Offices.....	7-4
7.11	Gratis AWS Membership for Scholarship Recipients.....	7-4
7.12	Program Slot for Scholarship Recipients at AWS National Conference.....	7-4
7.13	Table for Scholarship winners and BOT Members at Annual Conference Grand Banquet....	7-4
7.14	Press Releases to Scholarship winners' Hometown Newspapers.....	7-4
7.15	AWS Journal Articles on Scholarship Winners.....	7-4
7.16	Waiving Conference Fees for Scholarship Winners.....	7-4
7.17	Reimbursing Selected Scholarship Winners for Conference Attendance	7-5
7.18	Past Scholarship Winners	7-5
8	Growth of the AWSEF	8-10
8.1	Financial Challenges.....	8-10
8.2	Fund Raising Opportunities.....	8-10
8.3	Opportunities for Business Growth	8-10
8.4	Actions to Improve Business Development Practices	8-10
8.5	Measuring Progress	8-11
8.6	Communications (Public Relations Plan).....	8-11
8.7	Publicity Materials.....	8-11
8.8	Target Audiences	8-11
8.9	Reaching AWS Membership.....	8-11
8.10	Reaching Wine Consumers, Home Winemakers, Commercial Wineries, Wine Industry Organizations.....	8-11
8.11	Items to promote	8-11
Annex I.	AWSEF Bylaws	1
	Article Six: Trustees	4
	Article Seven: Officers	6
	Article Eight: Committees	9
	Article Nine: Contracts, Deposits, Checks, and Funds.....	10
	Article Ten: Miscellaneous.....	11
	Article Eleven: Amendments.....	12
Annex II.	BOT Job Descriptions	1
Annex III.	Scholarship Application Materials	1
	American Wine Society Educational Foundation	1
	Dear Student, Professor, or Other Interested Party:	1
	More information about the American Wine Society Educational Foundation can be found at.....	1
Annex IV.	AWSEF scholarship application rubric	10
Annex V.	AWSEF Letterhead Stationery	13

Annex VI.	AWSEF Logo/Seal	1
Annex VII.	AWSEF Brochure	1
Annex VIII.	Sample Endowment Fund Donor Pledge Form	1
Annex IX.	Sample Patron Award	1
Annex X.	Sample Sponsor Award	1
Annex XI.	Sample AWSEF Scholarship Application Screening & voting Worksheets	1
Annex XII.	Silent auction donation form	1
Annex XIII.	Silent auction Shipping instructions	1
Annex XIV.	Silent auction Wineries first	2
Annex XV.	Silent auction Winery Letter.....	3
Annex XVI.	Silent auction Winery first letter.....	4
Annex XVII.	Silent Auciton Amateur winners	5
Annex XVIII.	Silent Auction Wine fact sheet	6
Annex XIX.	Silent Auction Individual donors.....	7
Annex XX.	Silent auction Individual Donors' letter	8
Annex XXI.	Silent auction Sample Conference Binder AWSEF Contribution Form	9
Annex XXII.	Silent Auction Donations Numeric.....	1
Annex XXIII.	Silent Auction Donation list	2
Annex XXIV.	Silent auction Bid Sheet.....	3
Annex XXV.	Silent Auction Bidder's Receipt Form	4
Annex XXVI.	Silent auction Bid Record.....	5
Annex XXVII.	Silent auction Thank You Letter.....	6
Annex XXVIII.	Scholarship Application Analysis.....	7
Annex XXIX.	Sample Scholarship Selection Ordinal Evaluation Worksheets	1
Annex XXX.	Sample Scholarship Candidate review questions	1
Annex XXXI.	Sample Letter to University Financial Office for Scholarship Awardees	1
Annex XXXII.	Commercial Wine Competition Judge Honorarium Contribution to AWSEF	1
Annex XXXIII.	Sample Acknowledgement Letter for CWC Stipend Donation.....	2
Annex XXXIV.	Sample Call for AWSEF Board Member Applications.....	1
Annex XXXV.	Sample BOT Election Form	1
Annex XXXIV.	501C(3) Certificate.....	1
Appendix A.	Annex XXXV. Current AWSEF Certification of Incorporation	1
Appendix B.	1	
Appendix C.	1	
Appendix D.	1	
Appendix E.	Annex XXXVI. AWSEF Statement of Investment Policy	1

1 Purpose and Services of the AWSEF BOT

1.1 Purpose

Operating separately from its parent American Wine Society organization, the American Wine Society Educational Foundation (AWSEF) is designed to aid men and women entering the wine industry by providing supplementary financial resources. It is the Foundation's premise that there is an acute need for the professional development of qualified scientists to ensure the growth of the American wine industry. Because of this, we urgently need trained professionals to undertake studies in enology, viticulture and health aspects of food and wine.

In accordance with the above, the AWSEF annually awards academic scholarships to support full-time graduate students pursuing degrees in enology, viticulture, or health aspects of wine. Applicants must be North American citizens or permanent residents (U.S., Canada, Mexico, Bahamas, and West Indies Islands) and enrolled in a college or university program leading to an MS or PhD degree (see Sect 7.5(1)(b)). Completed applications must be postmarked not later than the 31st of March of each year to be considered for award the following academic year.

1.2 Mission

The American Wine Society Educational Foundation's mission is to support educational and research activities that will advance the viticultural and enological sciences to achieve a world-class North American wine industry. Specifically, The Foundation plans to achieve its mission by providing academic scholarships and research grants to graduate students based on academic excellence and genuine interest in pursuing careers in wine-related fields.

1.3 AWSEF Board of Trustees (BOT) Services

The AWSEF BOT is charged with performing the following services:

- Manages all business affairs of the Foundation.
- Promotes participation in scholarship and grant programs through aggressive promotional campaigns.
- Solicits scholarship and grant candidates once each year.
- Evaluates potential candidate applications and makes award selections.
- Conducts fund-raising activities to maintain a perpetual scholarship and grant program.
- Promotes the Foundation activities in various wine related magazines, journals, newspapers, etc.
- Maintains accurate accounting of all its business activities
- Coordinates closely with the American Wine Society Board of Directors to ensure effective communications between these organizations to minimize potential conflicts to coordinate activities for mutual support.

1.4 History

The AWSEF was initiated in May 1993, Incorporated in September 1993, and received its tax-exempt status under Section 501 (c)(3) of the Internal Revenue code in September 1994. The AWSEF's EIN is 22-3230690, its official name is American Wine Society Educational Foundation, Inc, and its current address of record is as follows:

AWSEF Educational Foundation, Inc.
c/o Lena B. Brattsten, Trustee
9 Sandford Street

New Brunswick, NJ 08901

The Foundation was granted \$1,000 as seed money by the American Wine Society to initiate the legal actions to charter this new enterprise. Royalties from two books, **The Complete Handbook of Winemaking, and Growing Wine Grapes**, published by G. W. Kent, Inc., Ann Arbor, Michigan in 1993, provided the initial endowment.

The Foundation awarded its first two scholarships in May 1994.

1.5 AWSEF Resources

The following are resources available to AWSEF for information and fund-raising:

- American Wine Society Officers
- American Wine Society Board of Directors
- American Wine Society Executive Advisory Board
- American Wine Society Chapter Chairpersons
- American Wine Society Regional Vice Presidents
- American Wine Society Members
- American Wine Society Newsletter and Journal
- All North American Wine Books and Magazine Publishers
- All North American Wineries
- All North American Colleges and Universities
- All North American Vineyard Owners
- All North American Wine Wholesalers (importers, distributors and exporters) and Retailers

1.6 Relationship between AWSEF and AWS

The AWSEF was incorporated on May 4, 1993 in the state of New Jersey as a not-for-profit organization. See Appendix B for the Certificate of Incorporation. The AWSEF operates entirely independently from AWS but, per the AWSEF Bylaws, membership in the Society carries with it membership in the Foundation. Others, however, who are not members of AWS may become members of the Foundation by donating funds to the Foundation. Donations may be provided by individuals or organizations. Donors to AWSEF become affiliate members.

Organizational Relationship: The sitting AWS President or his/her representative is automatically a Trustee of AWSEF to maintain strong liaison between the two organizations. The AWS President is the principal information link between AWSEF and AWS including providing informational minutes, financial statements (including balance sheets and budgets), fund-raising initiatives, and plans determined by the AWS Board of Directors. The AWS has completely separate management, missions and functions from AWSEF.

Although closely affiliated, and AWS and AWSEF are both 501(c)(3) qualified organizations, they are legally separate organizations. Its dual mission is 1) to raise funds for competitive scholarship awards, and 2) to encourage university graduate students who plan to enter the wine industry or teaching profession by competing for these scholarships.

AWSEF funds shall not to be co-mingled with AWS funds. However cooperative efforts to support AWSEF fund-raising (e.g., Silent Auction at AWS annual conference) are permitted and encouraged.

1.7 Biennial Review of These Policies and Procedures

The policies contained in this Policies and Procedures Manual shall be reviewed biennially, when new BOT members are officially installed, to determine if the policies and/or procedures need to be changed, deleted, or new ones enacted.

2 AWSEF Membership

2.1 Membership Categories – Description

Membership in AWSEF is addressed in detail in Article 2 of the AWSEF Bylaws (Annex I).

2.1.1 Class A – Members of the American Wine Society

Class A members have voting Rights during the year(s) of their membership. Class A members are notified of impending elections of new trustees and of procedures to be placed on the ballot. Class A membership is defined in detail in the AWSEF Bylaws.

Class A members are considered Regular Members of the AWSEF. This type of membership is conferred automatically by becoming a member of the American Wine Society, and remains in effect so long as membership is retained in AWS.

2.1.2 Affiliate Members – Contributors to the American Wine Society Educational Foundation

Affiliate Members have voting rights during the year(s) of their contribution. Affiliate Members are notified of impending elections of new trustees and of procedures to be placed on the ballot.

This type of membership results from making a donation of \$100, or more, in cash or in kind, to the AWSEF. The term of membership begins on the day of the donation and ends on December 31 of the calendar year following the year in which the donation is made.

2.2 Membership Categories – Qualifications

2.2.1 Both Class A and Affiliate Memberships convey the same rights and privileges.

2.2.2 An individual or organization may be either a regular (Class A) or Affiliate member of AWSEF, but not both simultaneously.

2.3 Certificate of Membership

Reserved for future use.

2.3.1 Issuance of Certificates

Reserved for future use.

2.3.2 Replacement of Certificates

Reserved for future use.

2.4 Membership Fees and Dues

There are currently no fees or dues associated with membership in AWSEF.

DRAFT

3 AWSEF BOT Organization and Functions

3.1 Officers of the BOT

Refer to the AWSEF Bylaws, Articles 6, 7 and 8.

3.2 Executive Advisory Board

Reserved for future use

3.3 Qualifications of Trustees

3.3.1 Treasurer

The treasurer shall understand sound business principles that are normally attributable to individuals who are Certified Public Accountant, or have extensive accounting experience or an MBA degree.

3.4 Standing Committees

Beginning in 2010 the following Standing Committees have been established:

- Finance Committee - (functions described later in this document)
- Scholarship Committee - (functions described later in this document)
- Fund-Raising Committee – purpose and function is to continuously investigate and pursue creative new opportunities for fund raising by the Trustees and others in support of gaining new scholarship funds for AWSEF

3.5 Honorary or Advisory Board Members from the Wine Industry

Per AWSEF Bylaws, Article 8.3. Other committees, by whatever name called, not having and exercising the managerial authority of the board of trustees, may be established by resolution duly adopted by majority vote of the board of trustees. Except as may be provided by resolution members of committees shall be members of the corporation and shall be appointed by the president. The president, with the consent of a majority of the board of trustees, may remove any committee member, whenever in his or her judgment the interests of the corporation would best be served by such removal.

Honorary or Advisory Board members may add prestige to the BOT and provide industry contacts. They could include both Corporate and Winery Members. They may be chosen from among the most frequent Silent Auction contributors, professional members and/or the largest corporate contributors.

3.6 AWSEF BOT Insurance

3.6.1 Three Types of Insurance

The following are types of insurance that may be considered by the AWSEF BOT:

- General Liability Policy - \$500 per year covers board members against unforeseeable accidents at an AWSEF-sponsored activity. For example, the Silent auction (if someone slips on a spot of wine),

DRAFT

driving to the post office to mail a package, etc. Covers up to a Million. Recommended as a basic level, bare bones policy.

- Dishonesty Bond - \$100-150 per year as a rider to above (cannot be taken out as a stand alone policy). Protects the organization from someone taking off to the Bahamas with the funds, for example.
- Director & Operator Policy - between \$1000 and \$2,000 per year. This is the policy that protects us from angry mobs that donate and can't understand why their favorite college doesn't offer an oenology program. And angry students who didn't get selected.

3.7 Databases

The following are databases that may be maintained by the trustees to support fund-raising activities:

3.7.1 Silent Auction Donor Database

3.7.2 Addresses of Journals & Education Facilities for Scholarship Mailings

3.7.3 Winery Donor Database

3.7.4 Corporate Donor Database

3.7.5 Private Individual Donor Database

3.7.6 AWS Chapter (or Regional) Donor Database

3.7.7 Charitable Giving Donor Database

3.8 Policy on Record Retention

All records of Incorporation, Bylaws and changes to the Bylaws, and the approved copy of each meeting minutes, will become permanent records of the Corporation. A separate file of everyday correspondence should be kept for seven years. It is the responsibility of the Secretary of the Board of Trustees to maintain these records of the Corporation.

3.9 AWSEF Election Procedures

See Articles 6 and 7 of the AWSEF Bylaws.

The American Wine Society Educational Foundation (AWSEF) bylaws require that the Board of Trustees shall consist of seven (7) members. Six (6) members are elected by Foundation members for a term of four years. The seventh Trustee is the presiding AWS President who is elected by the AWS membership. The bylaws further require that three (3) of the remaining 6 Board of Trustees be elected every two years.

This procedure provides guidance to the AWSEF Board members to facilitate the election process. It is not directive in nature but compliance with these procedures will help minimize real or apparent election difficulties.

DRAFT

Three suggestions came from the elections held in 2009. This was the first time balloting was done electronically. The suggestions are as follows:

1. A reminder mailing is definitely worth doing. Apparently, many people with good intentions misplace the original e-mail & don't know how to retrieve it, so they're pleased to receive a fresh invitation & will respond to it. Also, people who've been on summer vacation tend to just 'dump' a lot of their accumulated e-mail upon their return home, and so a fresh invitation is likely to receive more attention than the original one, which is probably buried way down in their mailbox.
2. It's a good idea to include a statement to the effect that it is very important that they vote -- even if the Trustee candidates are running unopposed -- because of our Bylaws' quorum requirement.
3. In the corporate world it is commonplace to state, right along with the ballot itself, that "The Board of Trustees recommends a 'Yes' vote for each of the candidates". (This would apply, of course, only if the candidates are unopposed -- which is likely to be the case.) Such an endorsement of the slate offered by the Board might encourage more members to vote 'Yes' rather than 'Abstain'.

Sequence of Events

1. During the Winter session of the Board of Trustees meeting, preceding the election year, the Board will appoint a Board member who is not a declared candidate for election as the Election Chair. The Board will also identify the board positions that are up for reelection.
2. The Election Chair will advertise the board positions that are subject to election in the late Winter/early Spring issue of the AWS NEWS. The advertising article must clearly state that interested candidates must submit a short biographical sketch and platform statement to the Election Chair by April 30. The article should also identify the positions that are up for election and that individuals wishing to run for these positions need to provide experience and professional credentials attesting to their qualifications (See Annex I, Treasurer Job Description and Qualifications).
3. The President of the AWSEF Board of Trustees shall make a public announcement during the annual business meeting conducted during the AWS National Conference in November prior to the election year. The President shall identify the positions that are opened for the next election and give instructions on how to submit candidacy applications.
4. The Election Chair shall seek and appoint a general member [not a board member] as an agent to receive and count the ballots.
5. On May 1, during the election on two-year intervals, the Election Chair shall close out the call for candidates and prepare election documents [Ballot and Candidate Statements]. The ballot must clearly identify the ballot return deadline date and the mailing address to which the ballots must be sent for official counting (See Attachment 2, Sample Ballot). It is also recommended that the ballot color be coordinated with the AWS Executive Director to ensure that AWS members do not confuse the AWSEF ballots with AWS ballots, in the event that AWS is holding elections simultaneously with AWSEF.

DRAFT

6. When the ballot and candidate statements have been prepared, in a camera-ready copy, the documents will be sent to the AWS National Office, Executive Director. By prior arrangement with the AWS Executive Director, the AWSEF election documents will be reproduced by that office and mailed to the AWS members via the next mailing of the AWS NEWS or the AWS Journal or both. The AWSEF will reimburse the Executive Director for all expenses relating to the reproduction and distribution of the AWSEF election document.
7. The Election Chair will obtain the election results from the ballot counter and inform the AWSEF Board of Directors no later than October 15 of the election year.
8. The President of the Board of Trustees shall then notify each candidate [successful winners and unsuccessful candidates] not later than October 31 of the election year.
9. The President of the AWSEF Board of Trustees will officially announce the results of the election during the Annual Business Meeting held during the AWS National Conference, normally held in November of each year.
10. The President shall invite all successful candidates to attend the November AWSEF Board of Trustees meeting that is normally held on Sunday Morning following the AWS National Conference.

3.10 AWSEF Internet Page

The AWSEF internet page is co-located with AWS Internet Page. It provides specific information, approved by the BOT, about AWSEF including Bylaws, Mission, History, past and current scholarship winners, scholarship application papers, etc.

One of the trustees, normally a volunteer, takes responsibility for working with the AWS Webmaster to ensure updates are periodically made to the AWSEF pages within the AWS Website. Changes would be made when, for example, scholarship application or award procedures are updated, new trustees are elected, and when any other noteworthy changes are made that the AWS membership, as well as the general public, should be aware of.

The current website address is http://www.americanwinesociety.com/web/scholarship_recipients.htm//

3.11 Seating at the Annual Conference Grand Banquet

Two tables are normally reserved at the Saturday night banquet for the Foundation's Board of Trustees, spouses, scholarship winners, and special guests

3.12 AWS Annual Conference Attendee Feedback

The following feedback question has been used in the past in the conference feedback form:

- Do you value the AWS Educational Foundation's efforts to invite the scholarship winners to conference and have them present technical programs?

Excellent Value

Good Value

Fair Value

Poor Value

DRAFT

Comments: _____
 (Please give reasons for the value score you have given)

3.13 AWSEF Calendar of Events (January to December)

Month	Event	Sub-Event	Details
Jan	First Budget Draft Mailed to the Board Members		
Jan	Secretary setup Conference Call for the January/February Board of Trustees Meeting		
Jan	Mail Agenda for the January/February Board Meeting to all Members of the BOT		
Jan	AWSEF Secretary Checks on the Status of the November Meeting Action Items with each Actionee		
Jan	Previous Year Financials Mailed to Board Members		
Jan	Draft Next FY Fund Raising Plan Mailed to Board Members		
Jan	Scholarship Applications Mailed		
Jan	Wine Auction Mailing Completed		
Jan/Feb	AWSEF Board of Trustees Meeting	Special Business:	<ul style="list-style-type: none"> ▪ Board Reconstituted as Needed ▪ AWSEF Secretary Provides a Status Report of Outstanding Action Items. The Board determines new and Follow Up Actions ▪ Review and make changes to this P&P Manual as necessary ▪ Preliminary Financials Reviewed ▪ Next FY Budget Approval ▪ Fund Raising Plan for Next FY ▪ Scholarship Recruitment and Award Plans ▪ AWSEF Conference participation assessment
Feb	Minutes of the January Board Meeting Mailed to Board Members with Action Item List		
Mar	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine		

DRAFT

Month	Event	Sub-Event	Details
	the Status of the January Meeting Action Items.		
Apr	All Scholarship Applications are Due		
Apr	All Qualified Scholarship Applications (Stage 1) Mailed to BOT Members		
May	Board of Trustee's Screening Process (Stage 2) Completed and Ordinal Ratings Sent to all Board Members		
May	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine the Status of the January Meeting Action Items		
May	Secretary setup Conference Call for the May Board of Trustees Meeting		
May	Secretary mail Agenda for the May Board Meeting to all the Members of the BOT		
May	AWSEF Board of Trustees Meeting	Major Business	<ul style="list-style-type: none"> ▪ Board Reconstituted as Needed ▪ AWSEF Secretary Provides a Status Report of Outstanding Action Items. The Board determines new and Follow Up Actions ▪ Next FY Budget Approval ▪ Scholarship Award Selection (Stage 3) ▪ Final current FY financials reviewed with budget needs and surplus general funds transferred to the Endowment Fund ▪ Fund Raising Status
May	Scholarship Winners and Non-Selectees Notified		
May	Scholarship sponsors notified of selections, both names and schools of awardees.		
Jun	Minutes of the May Board Meeting Mailed to Board Members with Action Item List		
Jun/Jul	Arrange for Scholarship Winners (2) to Attend the AWS Conference (Transportation, Lodging, Subsistence, etc)		
Jul	Mail scholarship checks to appropriate university office		
Jul	AWSEF Secretary Checks with all Board		

DRAFT

Month	Event	Sub-Event	Details
	Members (Via e-mail or Phone) to Determine the Status of the May Meeting Action Items		
Jul	Obtain a Winery Mailing List for the Silent Wine Auction Solicitation of Wine Auction Items		
Jul	Arrange with the AWS Conference Chair to have a Place and Address to ship the Silent Wine Auction Wines		
Jul	Arrange with the AWS Conference Chair or Program Chair to include the AWSEF Scholarship Winners in the Conference Program		
Aug	Prepare, Reproduce, and Stuff all the Mailing Material needed for Soliciting Wine Auction Items		
Aug	Secretary setup Conference Call for the August Board of Trustees Meeting		
Aug	Secretary mail agenda for the August Board meeting to all the Members of the BOT		
Aug	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine the Status of the May Meeting Action Items		
Aug	AWSEF Board of Trustees Meeting	Special Business:	<ul style="list-style-type: none"> ▪ AWSEF Secretary Provides a Status Report of Outstanding Action Items. The Board determines new and Follow Up Actions ▪ AWS Conference Preparations <ul style="list-style-type: none"> ➤ Silent auction ➤ Letter for the conference binder ➤ Scholarship winner's program setup ➤ Silent auction tables contracted ➤ Banquet table reserved ➤ Free 1 yr AWS membership for scholarship winners ➤ Free 1 yr conference for scholarship winners (2) ➤ Secure a room for the Sunday AWSEF BOT meeting

DRAFT

Month	Event	Sub-Event	Details
			<ul style="list-style-type: none"> ➤ Check inventory of AWSEF pins, ribbons and brochures ➤ Arrange for shipping of auction wines to AWS conference site ➤ Approve Awards ➤ Arrange for the Saturday Morning AWSEF Annual Meeting ➤ Financials for the Annual Meeting ➤ Check status of scholarship winners (conference attendance, transportation, lodging, subsistence, etc.)
Sept	Minutes of the August Board Meeting Mailed to Board Members with Action Item List		
Sept	Mail the AWSEF President's letter for inclusion in the AWS Conference Binder to the AWS Conference Chair		
Sept	Arrange with the AWS Conference hotel for a place to meet with the AWSEF Board of Trustees in November at AWS Annual Conference		
Sept	Arrange with the AWS Conference hotel for Silent Auction Wine to be Delivered at the Auction Tables		
Sept	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine the Status of the August Meeting Action Items.		
Oct	Develop and Reproduce Annual Meeting Agendas for the November Annual Meeting.		
Oct	Should have Inventory of Pins, Ribbons, Annual Meeting Agenda, Brochures, Awards, etc. for the AWS Conference		
Nov	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine the Status of the August Meeting Action Items.		
Nov	Mail Agenda for November Board Meeting to all the Members of the Board of Trustees		
Nov	AWSEF Silent Wine Auction		
Nov	AWSEF Annual Membership Meeting During		

DRAFT

Month	Event	Sub-Event	Details
	Saturday Morning AWS Conference Breakfast		
Nov	AWSEF Board of Trustees Meeting (Will Require Arrangement for a Meeting Place with the AWS Conference hotel.)		
Nov	AWSEF Board of Trustees Meeting	Special Business:	<ul style="list-style-type: none"> ▪ AWSEF Secretary Provides a Status Report of Outstanding Action Items. The Board determines new and follow up actions ▪ Preliminary Results of the Silent Auction ▪ Conference Assessment ▪ Initialize Next Year Scholarship Recruitment Process ▪ Initialize Next Year Budget Planning
Nov	Minutes of November Board Meeting Mailed to Board Members with Action Item List		
Nov	Minutes of the Annual Membership Meeting Mailed to all Board Members		
Dec	Budget Call		
Dec	AWSEF Secretary Checks with all Board Members (Via e-mail or Phone) to Determine the Status of November Meeting Action Items.		
Dec 31	End of Fiscal Year/Administrative Year		

3.14 Silent Auction Time Table

Month	Event	Sub-Event
November of Year Prior to Auction	New silent auction chair should attend national conference and assist the present chair and thereby learn auction procedures.	
	During the conference, the silent auction chair should meet with the next year's AWS conference chair to discuss the logistical requirements for the auction.	
		A room for the auction in a main hallway.
		It is imperative to find out state laws/regulations concerning

DRAFT

Month	Event	Sub-Event
		the shipment of wines into the state for the auction and the auctioning of wines. Each state has its own regulations which may differ for commercial wineries, amateur winemakers and individual/private donors. The AWS conference chair and the AWS wine procurement chair should be able to supply this information.
		Find out if the AWSEF is required register with the state as a charity before it can solicit funds by means of a wine auction.
		Get the name and address of the local receiving agent to whom all auction items will be shipped.
December of Year Prior to Auction	Contact Amateur Wine Competition Chair to obtain a list of names and addresses of all amateur wine competition winners	
January	Make additions/deletions to existing wineries data file	
	Make additions/deletions to existing amateur winners data file.	
	Prepare and mail solicitation letters to wineries and Gold and Silver Medal winners from amateur competition using winery letter and amateur winemaker letter.	

DRAFT

Month	Event	Sub-Event
January	In the letter to wineries and amateur winemakers, include a copy of the shipping information/regulations if applicable and a copy of the silent auction donation form. If the shipping information is not available at this time, you will need to mail it to the donors when the information becomes available.	
	Arrange for cash advance from AWSEF treasurer for printing and mailing expenses.	
February	Arrange with the AWS conference chair or program chair to include the AWSEF scholarship winners in the conference program (usually a Friday morning).	
April/May	Renew AWSEF's Pennsylvania registration (Certificate No. 15167) as a charitable organization with the Pennsylvania Bureau of Charitable Organizations in order to solicit donations via mail from Pennsylvania residents.	
	Contact AWS conference chair to follow up on logistical requirements for the silent auction.	
	Contact the person receiving wine shipments to obtain updates on donations already received.	
	Prepare and send Binder Letter to conference chair.	
	Send reminder to AWSEF president to prepare and send his/her binder letter to the conference chair.	
July	Contract for silent auction tables if needed.	
	Contact the person receiving wine shipments to obtain updates on donations already received. Contact those wineries who have not shipped yet.	
	Send auction information to AWSEF president to include in AWS News article.	
August	Prepare, reproduce and stuff all the mailing material to individual/private donors for soliciting wine auction items	
	Contact the person receiving wine shipments to obtain updates on donations already received. Contact those wineries who have not shipped yet	
September	Mail solicitation letters to the individual donors.	

DRAFT

Month	Event	Sub-Event
September	Contact the person receiving wine shipments to obtain updates on donations already received.	
	Send follow-up letters or e-mails to those wineries and amateur winemakers who sent positive responses for donations and whose donations have not yet been received	
	Contact AWSEF Secretary to prepare a poster of current year's scholarship winners for display at silent auction.	
	Arrange with the AWS conference chair or AWS wine procurement chair for silent auction wines to be delivered to the auction room or tables.	
October	Contact the person receiving wine shipments to obtain update on donations already received.	
	Send follow-up letter or e-mail to those wineries and persons whose donations have not yet been received.	
	Contact AWSEF and AWS members to assist chair at the silent auction.	
	Prepare bid sheets for each item donated.	
	Begin preparation of silent auction donation list for distribution at the conference.	
November	Contact the person receiving wine shipments to obtain update on donations already received.	
	Complete preparation of individual bid sheets.	
	Complete preparation of silent auction list to be distributed at the conference.	
	Make extra copies of blank bid sheets and donation forms for last minute donations on the day of the auction.	
	Assemble all materials needed for auction.	
	At conference meet the next year's AWS conference chair and discuss logistics for the next year's auction, including wine shipment laws/regulations and shipping information.	
December	Send thank-you letters to all wineries, amateur winemakers and individual AWS members who donated to the auction as proof of the donation to AWSEF as a tax-exempt organization under Section 501(c)(3) of the IRS code.	

DRAFT

Month	Event	Sub-Event
December	Send receipt of purchase/thank-you letter to all successful bidders as proof of the donation to AWSEF as a tax-exempt organization under Section 501(c)(3) of the IRS code.	
	Prepare and send to AWSEF treasurer a silent auction financial report will include expenses and a listing of monies received by cash, check and credit card.	

DRAFT

4 Meetings of the BOT

4.1 Annual Meeting

See Bylaws Article 5. The Annual AWSEF membership meeting is normally conducted during the annual AWS Conference at Saturday morning breakfast. This meeting requires a head table with seating for 8 persons for BOT members and guests as seats are available.

During recent years the two current scholarship awardees who attend the AWS Annual Conference are invited to this breakfast and introduced to the membership.

4.2 Special Meetings

Special meetings of the membership may be called by the BOT as provided in Section 5.2 of the current Bylaws.

4.3 Regular Meetings

Regular meetings of the BOT are held in accordance with Article 6, Section 6.7 of the Bylaws. These meetings are normally conducted quarterly by conference telephone call-in set up by the Secretary. The normal business and any additional business of the BOT is conducted during these regular meetings.

It has become practice to conduct one of the quarterly meetings as a face-to-face meeting on the Sunday following the AWS Annual Conference. Additional regular meetings may be conducted as face-to-face meetings as determined by the BOT.

4.4 Meeting Agendas

The following is the standard agenda for AWSEF BOT meetings.

4.4.1 Standard Agenda

1. Call to Order
2. Last Call for Additional Agenda Items
3. Secretary's report
 - Reading and approval of the minutes of last meeting
 - Review and update of the Action Item list
4. Treasurer's Report
5. Old Business
6. New Business
7. Activity Status Reports
 - Special
 - VP Reports

DRAFT

➤ Committee Reports

8. Adjournment

DRAFT

5 Fund-Raising and Advertising Activities of the BOT

5.1 AWSEF Fund Categories

5.1.1 General Fund

The General Fund is primarily used to support the operating expenses of the Foundation. It is the fund that collects non-designated or general funds. General funds may also be used to pay scholarship winners' expenses to the AWS National Conference, related fund-raising expenses, and administrative expenses of the BOT. Surplus in the General Fund may be transferred to the Endowment Fund, upon approval of the Trustees in April of each year, to provide additional Scholarships and/or Grants or to assist in meeting scholarship funding goals. In general, a goal is to retain 10% of all fund-raising revenues for the General Fund; the remaining 90% to be transferred to the Endowment Fund in April of each year.

5.1.2 Special Scholarship Accounts (SSA) or Named Scholarship Funds (NSFs)

The scholarship funds are made up of sub-accounts in which donations from individuals, chapters, regions, groups, organizations, etc. have designated special or named scholarships. Special or named sub-accounts can be established with a minimum donation of an amount to be determined by the BOT as necessary. Contributions to Named Scholarship Funds become the sole property of AWSEF and accumulate with in

Special or named accounts may be held in interest-bearing funds. They may also be held as Reserved Net Assets on the AWSEF books of account, to be used only for the purpose designated by the donor. SSA/NSFs funds will be maintained in separate sub-accounts until sufficient funds are reached to award a scholarship or grant for the amount designated by the donor. Money accumulating for NSFs may be commingled in AWSEF operating bank accounts and Money-Market Funds. AWSEF will manage each sub-account for the donor and provide annual account status reporting through the Treasurer's report. No scholarships or grants will be provided from sub-accounts until the target value is reached plus the cost of account maintenance fees.

Sponsors of SSAs or named scholarship accounts may share in the cost of administering these accounts and to help defray the costs associated with the sponsoring candidate attendance at the AWS National Conference (if student attendance at the AWS National Conference is designated). So for example, a SSA or named account, initially established for \$3000 and managed by the Foundation, may be subject to a transfer of a small percentage to the General Fund for account maintenance. Alternatively the sponsor may elect to self-manage the account and provide AWSEF the target amount when the account reaches target value.

5.1.3 Endowment Fund (New 6/4/07)

The purpose of the Endowment Fund is to develop, maintain and grow an account that provides income, in perpetuity, to the AWSEF to support scholarship awards. The Endowment Fund seeks both one-time donations and long-term pledges. No amount is too small or too large. Donors are sought who desire to help maintain and grow a strong North American wine industry by encouraging highly qualified students of enology and viticulture to apply for and attain AWSEF scholarships and grants for post-graduate study. The AWSEF strongly believes that this goal is achievable through education. When we help

DRAFT

educate young professionals in viticulture and enology we support the development of inventive minds with the potential of advancing North American wine technology and prestige around the world.

This account is a long-range investment account intended to provide scholarships and grants into perpetuity. It is intended that scholarships and grants will be awardable to candidates selected annually by the BOT from the annual earnings of the Endowment Fund. Annual earnings are defined as dividends, interest, and market appreciation or loss from a calendar year. It is further intended that the principal from the Fund will never be depleted and will continue to grow in perpetuity. Each year, prior to consideration of scholarship or grant awards from the Endowment Fund, the Treasurer shall identify the annual earnings of the Endowment Fund that will be considered available for scholarship and grant awards. The BOT, by vote each year, will determine how much of the earnings will actually be awarded. Annual earnings not awarded in the calendar year after they were earned are thereafter considered principal and no longer available for awards. In the event that principal declines, awards will not be made until the principal meets or exceeds its previous high balance.

The Endowment Fund is to be maintained separately from any other AWSEF account fund. Its objective is long-term growth with automatic reinvestment. Funds allocated to the Endowment Fund shall be placed in a specific investment or investments that will be used only for the purpose of the Endowment Fund. Donors may elect to pledge amounts to the Endowment Fund over a number of years. See Annex VIII for an example of a form that may be used by donors for this purpose.

5.2 AWS Annual Conference

5.2.1 Silent Auction

It is the policy of the Board of Trustees that all funds raised at the AWS Conference Silent Auction will be used to support the AWSEF scholarship program.

5.2.1.1 State Regulations for Importing Wines and Solicitation of Donations

Before sending letters, the Silent Auction Chair must contact the AWS Conference Chair to **learn the local and state requirements or restrictions for bringing wine in and also whether there is any regulation concerning the auctioning of wine. Find out if the Corporation has to register with the state as a charity before it can solicit funds by means of a wine auction.** If this is accomplished early, then solicitation letters to wineries and amateur winners can be mailed in January.

Each year, the AWSEF must renew its Pennsylvania registration (Certificate No. 15167) as a charitable organization with the Pennsylvania Bureau of Charitable Organizations in order to solicit donations via mail from Pennsylvania residents. Forms BCO-10 and BCO-23 must be filed to renew our certification and will require assistance from the AWSEF's legal and financial advisors.

5.2.1.2 Shipping Instructions

The donation and shipping forms must be modified each year to show the new receiving agent and other important changes in shipping instructions and dates.

If there are no state limitations for importing wines, the receiving agent's address may be included on the Donation Form [**Donation Form.wpd (Annex XI)**] or in the letter to donors.

DRAFT

In some years the Silent Auction Chair may have to include a copy of the state's liquor control laws and regulations and the receiving agents' addresses on a separate shipping instruction form [**Shipping Instructions.wpd (Annex XII)**].

5.2.1.3 Solicitation of Donations

5.2.1.3.1 Commercial Wineries, Wine Importers and Distributors

During the month of January, prepare and send out letters soliciting donations from commercial wineries and wine importers and distributors. It is important to send these letters out early as some commercial wineries allocate donations to charities at the beginning of the year.

There are data files for commercial wineries and wine importers and distributors [**Wineries First.dat, Wineries Second.dat, Wineries Third.dat and Wineries Fourth.dat (Annex XIII)**] which you add to and delete from each year. Keep a winery on the file for three years. After three years of a negative response or no response at all, you can delete that winery. Some may return a letter asking to be taken off your donation list. In the data file, there is a column to keep track of the years a letter was sent to a particular winery and its responses each year.

Each year the letters [**Winery Ltr Pg 1.frm (Annex XIV) and Winery Ltr Pg 2.wpd (Annex XV)**] must be changed for date and place and to fine-tune the language. Merge page 1 of the letter form and the data file and save the merged file as **Winery First Ltr Pg 1.wpd (Annex XVI)**. Repeat this process with the other wineries data files [**Wineries Second.dat, etc.**] These files will be used to print the final letters to be sent out. After all the letters have been printed, there is no need to keep these files. Page 2 of the letter can either be printed from the computer or copied.

With the letter to a winery include a copy of the donation form which includes the name, address, telephone and Email address of the local receiving agent for all shipped items. In some years the Silent Auction Chair may also have to include a copy of the state's liquor control laws and regulations which are included on the shipping instructions. This is assuming you have received this information already from the AWS conference chair and the wine procurement chair. Donation forms from commercial wineries are returned to the Silent Auction Chair. This form is used later to prepare the individual bid sheets for the auction and the list of all auction items that is handed out at the national conference.

The envelope to a commercial winery will include the letter, the donation form, the shipping instructions stating the laws and regulations governing shipments of alcoholic beverages (if applicable), a copy of the AWSEF brochure, a reprint of the AWS News article profiling the previous year's scholarship winners and their research projects, and a reprint of the AWS Journal article (AWS Journal Summer 2005, Vol. 37, No. 1) showing the history of the AWSEF's scholarships and highlighting two of the award winners. Mail all solicitation letters by First Class Mail. The Silent Auction Chair should contact the AWSEF Treasurer for advance monies for printing and postage.

After the initial contact by First Class Mail, communication with wineries may be by phone or email.

DRAFT

5.2.1.3.2 Amateur Wineries

During the month of January, prepare and send out letters soliciting donations from Gold and Silver Medal winners from the previous year's Amateur Wine Competition. It is important to send these letters out early as amateur winemakers may not have many bottles of their award-winning wine by the next conference. The list of amateur winners will be available as early as the month after the competition. Contact the chair of the competition for the complete list.

There is a separate data file for the amateur winemakers [**Amateur Winners.dat (Annex XVII)**] which is also updated each year.

Each year the letters [**Amateur Winners Ltr Pg 1.frm (Annex XVIII)** and **Amateur Winners Ltr Pg 2.wpd (Annex XIX)**] must be changed for date and place and to fine-tune the language. Merge page 1 of the letter form and the data file and save the merged file as **Amateur Winners Ltr Pg 1.wpd (Annex XX)**. This file will be used to print the final letters to be sent out. After all the letters have been printed, there is no need to keep this file. Page 2 of the letter can either be printed from the computer or copied.

With the letter to amateur winemakers, include a copy of the donation form which also includes shipping information and a copy of the wine fact sheet [**Wine Fact Sheet.wpd (Annex XXI)**] for the winemaker to fill out. In some years the Silent Auction Chair may also have to include a copy of the state's liquor control laws and regulations which are included on the shipping instructions. Donation forms and wine facts sheets from amateur winemakers are returned to the Silent Auction Chair. This form is used later to prepare the individual bid sheets for the auction and the list of all auction items that is handed out at the national conference.

Mail all solicitation letters by First Class Mail. The Silent Auction Chair should contact AWSEF Treasurer for advance monies for printing and postage.

After the initial contact by First Class Mail, communication with amateur winemakers may be by phone or Email.

5.2.1.3.3 AWS Members

During the month of August, update the individual donors data file [**Individual Donors.dat (Annex XXII)**] and prepare the letters soliciting donations from individual/private donors of wine auction items. The data file for the individual/private donors is culled from those people donating and bidding at each year's auction, the roster list from the previous conference and AWS membership lists. These letters should be mailed at the beginning of September.

Each year the letters [**Individual Donors Ltr Pg 1.frm (Annex XXIII)** and **Individual Donors Ltr Pg 2.wpd (Annex XXIV)**] must be changed for date and place and to fine-tune the language. Merge the letter form and the data file and save the merged file as **Individual Donors Ltr Pg 1.wpd (Annex XXV)**. This file will be used to print the final letters to be sent out. After all the letters have been printed, there is no need to keep this file.

Include a copy of the donation form which includes shipping information with the letter to individual donors. Donation forms from individual donors are returned to the Silent Auction Chair. This form is

DRAFT

used later to prepare the individual bid sheets for the auction and the list of all auction items that is handed out at the national conference.

Mail all solicitation letters by First Class Mail. The Silent Auction Chair should contact AWSEF Treasurer for advance monies for printing and postage.

5.2.1.4 Logistical Arrangements

In April/May, contact the AWS conference chair to make all logistical arrangements for the auction itself--room or space needed, tables to be used for displaying auction items, announcements to be made at meals on the day of the auction to remind attendees of the auction, keys to lock the room used for the auction, person to contact to check on donations received, how and when auction items will be delivered to the auction site. If the auction site is in the hall with other exhibitors you will need at least four tables. If tables are needed, arrange for a check to be prepared by the Treasurer for transmittal to the Exhibit Chair or to the AWS Executive Director. We get a discount each year on some of the tables. Check with the AWS representative on the Board of Trustees. Contact AWS program chair to schedule a session on Friday for two of the scholarship winners to present their research projects.

During the solicitation process, periodically check with the local receiving agent to see which donors have sent their donations. Email or phone those who have not shipped yet as a reminder. Continue this up to departure to conference.

5.2.1.5 Conference Binder Letter

In April/May, prepare a letter [**Binder Ltr.wpd (Annex XXVI)**] from the AWSEF soliciting donations from AWS members attending the annual conference. This letter is sent to the AWS conference chair to be included in the binder that each attendee receives when registering at the conference.

5.2.1.6 AWS News Article

In July, send auction information to AWSEF President to include in his/her AWS News article which is published in August or September.

5.2.1.7 Auction Committee Members and Duties

Contact BOT members and other AWS members to assist you on the day of the auction.

The Auction Committee should consist of the chair to collect all bid sheets, one person to collect cash and check purchases with the assistance of a runner to locate and deliver the item(s) to the winning bidder and one person to collect credit card purchases with the assistance of a runner to locate and deliver the item(s) to the winning bidder. If the auction is in a room, have one person at the door to control the number of people in the room to avoid confusion. **Do not allow bidders to get their purchases themselves or leave with the bidding sheet.**

5.2.1.8 Auction Preparation

5.2.1.8.1 Prior to Departure for Conference

DRAFT

As each donation form is received, it is assigned a number that stays with that donation as a control number. When the bottle (or whatever) is displayed, it will have a brightly-colored (removable) tag with the number in heavy black so the item can be easily found when one is using the donation list as a guide.

As donation forms are received, enter them into the donation data file [**Donations Numeric.dat (Annex XXVII)**]. The donation list is prepared a few days before the auction itself by merging the donations numeric data file with the donation list form [**Donation List.frm (Annex XXVIII)**]. Save the merged file as **Donation List.wpd (Annex XXIX)**. There will always be last-minute donations so that the donation list will not be complete. Make 100 copies of the donation list (use bright colored paper) to place at Conference Registration desk and in auction room/area. The remaining donation lists may be sent to donors along with thank you letters.

Once most of the donations have been identified and their order has been established, a bid sheet must be made for each item. The bid sheet must list the control number for each item, the donor's name, the donation including number of bottles (or whatever), the value of the item, a minimum bid of 80% of the cost or value for the item, and a minimum bid increment. The Silent Auction Chair will decide a minimum bid increment for each item on an individual basis. Amateur wines donated to the auction with no value listed should have a minimum bid of \$30.00 plus an additional \$10.00 for each award won. The bid sheet is prepared by merging the bid sheet form [**Bid Sheet.frm (Annex XXX)**] with the donations numeric data file. Save the merged file as **Bid Sheet.wpd (Annex XXXI)**.

Also prepare a successful bidder's receipt for each item on the donation list. The bidder's receipt must list the control number for each item, the donation and the value of the item. There will also be spaces for the successful bidder's name and the winning bid amount that will be filled in by hand at the conclusion of the auction. The bidder's receipt is prepared by merging the donations numeric data file with the bidder's receipt form [**Bidder's Receipt.frm (Annex XXXII)**]. Save the merged file as **Bidder's Receipt.wpd (Annex XXXIII)**.

Materials and supplies to take to the conference:

1. 100 copies of the donation list
2. AWSEF white plastic banner
3. Poster with current year's scholarship winners names, photos, and schools (prepared by AWSEF Secretary)
4. 30 plus each of blank donation forms and bid sheets
5. Pencils, highlighters, black marking pens, stickers for donation items, masking and transparent tapes, scissors, stapler, stands to display posters, calculator
6. AWSEF auction signs (open, closed, etc.)
7. Paper to write up list of winning bidders' names to post on door
8. Credit card machine and credit card slips
9. Boxes for credit card slips, cash and checks
10. Copies of the bidder's receipt
11. Any decorative items for display area

5.2.1.8.2 After Arrival at Conference

Plan to arrive at the Conference no later than Thursday morning as you will need a half-day to check the inventory and conclude other arrangements.

DRAFT

The day before the auction, you will need to do a physical inventory, at which time the number tag will be affixed to each item. Display during the auction should be, as much as possible, in numeric order for ease of location by prospective bidders and for ease of location when presenting the items to the successful bidder at the end of the auction.

Donations will be received as late as the morning of the auction so be sure to have a supply of at least 30 blank donation forms to record the donor with address, telephone number and Email address, the donation item and its value. Have a supply of at least 30 blank bid sheets to use for last minute donations. This information must be entered in the donations data file so that the donations can be acknowledged and the data base kept accurate. While you are setting up the auction room, other vendors will be setting up their displays. You may want to approach them for donations to the auction. In previous years this has produced several more items for the auction.

Do not rely on notices in the conference binder since many never bother reading their material. It is essential that you post signs in the main hallways of the hotel and announce at breakfast and again at lunch that the auction ends at a particular time. If the auction is also held during part of the Showcase of Wines, it is imperative to close an hour and a half before the end of the Showcase. It is also important that you announce that all items must be picked up by 11:00 p.m. on the day of the auction or they will be forfeited.

At the conclusion of the auction, collect the bid sheets, alphabetize them by the name of the winning bidder. If the bidder has purchased more than one item, staple the sheets together and total the amount to be paid to the AWSEF. Use a highlighter to identify the winner and mark the total amount to be paid. Fill in the winning bid amount on the bidder's receipt and attach it to the bid sheet. Give the bidder's receipt to the successful bidder at time of pickup and let the winning bidder fill in the name blank. A list must be prepared and posted so the winners can pick up their wins. **As each successful bidder appears to claim his or her item, it is important that they clearly write their name and address on the bidder sheet for that item.**

Experience has taught us that you must insist that everyone picks up their prizes by Friday evening. If a winning bidder does not appear before closing and can not be located, you may award the item to the second highest bidder. The Silent Auction Chair is authorized to dispose of unclaimed auction items to the best advantage of the Foundation.

5.2.1.9 Donors Thank-You Letters

Sort the donations numeric data file alphabetically by donor and save it as donations alpha data file [**Donations Alpha.dat (Annex XXXIV)**]. Use the donations alpha data file to merge with the donors thank-you letter [**Thank You Ltr.frm (Annex XXXV)**] to send to all donors. Save the merged file as **Thank You Ltr.wpd (Annex XXXVI)**. The thank-you letter to all donors should list all the items donated with their values and the winning bid amount as proof of the donation to AWSEF as a tax-exempt organization under Section 501(c)(3) of the IRS code.

5.2.1.10 Financial Statements

Make sure all bills are paid and reimbursements obtained before December 31 since the Foundation is on a cash basis and needs to have the entire auction operation contained within the calendar year in order

DRAFT

to get an accurate financial picture of the auction's result. Prepare a complete financial statement giving all expenses and credits to send to the AWSEF Board before December 31.

5.2.1.11 Silent Auction Time Table

November of Year Prior to Auction

- New silent auction chair should attend national conference and assist the present chair and thereby learn auction procedures.
- During the conference, the silent auction chair should meet with the next year's AWS conference chair to discuss the logistical requirements for the auction.
 - A room for the auction in a main hallway.
 - It is imperative to find out state laws/regulations concerning the shipment of wines into the state for the auction and the auctioning of wines. Each state has its own regulations which may differ for commercial wineries, amateur winemakers and individual/private donors. The AWS conference chair and the AWS wine procurement chair should be able to supply this information.
 - Find out if the AWSEF is required register with the state as a charity before it can solicit funds by means of a wine auction.
 - Get the name and address of the local receiving agent to whom all auction items will be shipped.

December of Year Prior to Auction

- Contact Amateur Wine Competition Chair to obtain a list of names and addresses of all amateur wine competition winners.

January

- Make additions/deletions to existing wineries data file.
- Make additions/deletions to existing amateur winners data file.
- Prepare and mail solicitation letters to wineries and Gold and Silver Medal winners from amateur competition using winery letter and amateur winemaker letter.
- In the letter to wineries and amateur winemakers, include a copy of the shipping information/regulations if applicable and a copy of the silent auction donation form. If the shipping information is not available at this time, you will need to mail it to the donors when the information becomes available.
- Arrange for cash advance from AWSEF treasurer for printing and mailing expenses.

February

- Arrange with the AWS conference chair or program chair to include the AWSEF scholarship winners in the conference program (usually a Friday morning).

DRAFT

April/May

- Renew AWSEF's Pennsylvania registration (Certificate No. 15167) as a charitable organization with the Pennsylvania Bureau of Charitable Organizations in order to solicit donations via mail from Pennsylvania residents.
- Contact AWS conference chair to follow up on logistical requirements for the silent auction.
- Contact the person receiving wine shipments to obtain updates on donations already received.
- Prepare and send Binder Letter to conference chair.
- Send reminder to AWSEF president to prepare and send his/her binder letter to the conference chair.

July

- Contract for silent auction tables if needed.
- Contact the person receiving wine shipments to obtain updates on donations already received. Contact those wineries who have not shipped yet.
- Send auction information to AWSEF president to include in AWS News article.

August

- Prepare, reproduce and stuff all the mailing material to individual/private donors for soliciting wine auction items.
- Contact the person receiving wine shipments to obtain updates on donations already received. Contact those wineries who have not shipped yet.

September

- Mail solicitation letters to the individual donors.
- Contact the person receiving wine shipments to obtain updates on donations already received.
- Send follow-up letters or e-mails to those wineries and amateur winemakers who sent positive responses for donations and whose donations have not yet been received.
- Contact AWSEF Secretary to prepare a poster of current year's scholarship winners for display at silent auction.
- Arrange with the AWS conference chair or AWS wine procurement chair for silent auction wines to be delivered to the auction room or tables.

October

- Contact the person receiving wine shipments to obtain update on donations already received.
- Send follow-up letter or e-mail to those wineries and persons whose donations have not yet been received.
- Contact AWSEF and AWS members to assist chair at the silent auction.
- Prepare bid sheets for each item donated.
- Begin preparation of silent auction donation list for distribution at the conference.

DRAFT

November

- Contact the person receiving wine shipments to obtain update on donations already received.
- Complete preparation of individual bid sheets.
- Complete preparation of silent auction list to be distributed at the conference.
- Make extra copies of blank bid sheets and donation forms for last minute donations on the day of the auction.
- Assemble all materials needed for auction.
- At conference meet the next year's AWS conference chair and discuss logistics for the next year's auction, including wine shipment laws/regulations and shipping information.

December

- Send thank-you letters to all wineries, amateur winemakers and individual AWS members who donated to the auction as proof of the donation to AWSEF as a tax-exempt organization under Section 501(c)(3) of the IRS code.
- Send receipt of purchase/thank-you letter to all successful bidders as proof of the donation to AWSEF as a tax-exempt organization under Section 501(c)(3) of the IRS code.
- Prepare and send to AWSEF treasurer a silent auction financial report which will include expenses and a listing of monies received by cash, check and credit card.

5.2.2 AWS Judge Commercial Wine Competition (CWC) Stipend Donation to AWSEF

It has become BOT practice to provide a means for AWS judges participating in the Commercial Wine Competition during the AWS Annual Conference to donate their stipends to the AWSEF. The form contained in Annex XVII has been used for this purpose.

5.2.3 Preparing AWSEF Tax-Deductible Donation Letter for AWS Conference Binder

A request for AWSEF tax-deductible donations is prepared by the Silent Auction Chair and sent to the conference chairperson each year to be included in the conference binder. This letter solicits donations by conference attendees. See sample letter at Annex 11.

5.2.4 AWS Newsletter Summer Issue insert soliciting donations from AWSEF members who do not go to conferences

AWS Newsletter for Summer Issue is written by the AWSEF president with input from the Silent Auction Chair.

5.2.5 AWSEF Award for Best Amateur Fruit Wine

During the May 2005 meeting the BOTs voted to establish, in perpetuity, an award at each Annual Conference in the name of AWSEF for the best Amateur fruit wine. Funds were authorized for the procurement of a silver tray to be engraved, each year, with the awardee's name.

DRAFT

5.3 AWSEF Gift Categories

5.3.1 Corporate Giving

Corporate giving may take any of several forms. Direct cash donations are easily accepted. Pledges may be accepted for periods over one to five years. These may be made to increase the AWSEF Endowment Fund and thus to ensure our viability and ability to provide financial support for deserving students, grants, and to support research. They may also be made as Memorials, estate gifts, and/or large donations for named scholarships.

5.3.2 Private Individual Giving

Similar to corporate giving, private individual giving (including Regular and Adjunct AWSEF members) may take any of several forms. Direct cash donations are easily accepted. Pledges may be accepted for periods over one to five years. These may be made to increase the AWSEF Endowment Fund and thus to ensure our viability and ability to provide financial support for deserving students, grants, and to support research. They may also be made as Memorials, estate gifts, and/or large donations for named scholarships.

5.3.3 Winery Giving

Same as above.

5.3.4 Charitable Giving

Charitable giving is similar to the other categories above except that it may provide delayed benefits to AWSEF. Charitable giving is strongly encouraged. AWSEF Charitable Giving brochures may be prepared to encourage these gifts and outline the various methods of giving. Help from a professional financial planner is optimal to provide potential givers information when they have no other source of advice.

5.3.5 Amateur and Commercial Wine Auctions

Local AWS chapters and Regional Vice Presidents are encouraged to conduct Regional Silent and other Auctions to Benefit AWSEF.

5.3.6 Direct Receipts from Chapter Members or Regions

5.4 Accepting and Acknowledging Gifts

Whenever a BOT member, or other AWSEF member, receives a gift the check (or other gift medium) will be forwarded as soon as possible to the AWSEF Treasurer. Gifts received will include information on the donor which will be provided to the AWSEF Treasurer who will write an acknowledgment and thanks letter within one week of receipt of the gift.

Additionally, BOT members will keep the AWSEF Secretary informed of qualifying gifts (i.e., \$100 or more) from non-AWS members in order for the Secretary to maintain an accurate listing of Affiliate Members.

DRAFT

5.5 Donor Levels

The following donor levels have been used during the past and can be altered as necessary. These are primarily for recognizing varying levels of gifts in gift categories.

Donor Award Program		
<u>Booster Donors</u>		
<u>Donor Level</u>	<u>Donation Amount</u>	<u>Award Description</u>
Friend	\$25 - \$99
AWSEF Pin and Membership Card		
Supporter	\$100 - \$499	AWSEF Pin, Membership Card and unframed certificate
Associate	\$500 - \$999	AWSEF Pin, Membership Card and framed certificate
<u>Legion of Honor Donors</u>		
<u>Donor Level</u>	<u>Donation Amount</u>	<u>Award Description</u>
Benefactor	\$1,000 - \$2,499	AWSEF Pin, Membership Card framed certificate, Legion of one Honor Neck Pendant with bronze leaf
Sponsor	\$2,500 - \$4,999	AWSEF Pin, Membership Card framed certificate, Legion of one Honor Neck Pendant with silver leaf
Patron	\$5000 and up	AWSEF Pin, Membership Card framed certificate, Legion of one Honor Neck Pendant with gold leaf
NOTE: A bronze, silver and gold leaf will be added to the Legion of Honor neck pendant for each additional donation made in the Benefactor, Sponsor, and Patron levels respectively.		

5.6 Advertising

5.6.1 Advertising Goal

The goal of AWSEF advertising is to increase the visibility of AWSEF to wine audiences internally (AWS) and externally. Advertising includes approaches to commercial wineries and grape growers, consumers, wine trade equipment suppliers and universities (viticulture and enology departments).

DRAFT

5.6.2 Methods

Methods include news releases to trade press, consumer wine press, articles for AWS Journal and AWS News, and some paid advertising. Examples:

MEDIA

Trade Press

Wine East

Wines & Vines

Vineyard & Winery Management

The Wine Trader

Practical Winery & Vineyard

American Vineyard

Consumer Press

The Wine Spectator

The Wine Enthusiast

The Wine News

New England Wine Gazette

Finger Lakes Wine Gazette

AWS Journal

AWS News

Scholarship Recipients' local newspapers

PR NEWSLETTER EVENTS

Scholarship Wine Auction (Nov) – pre and post; Scholarship announcements (solicitations); Scholarship Awards; New officers.

ADVERTISING

Scholarship announcements (academic journals)

Commercial Donor Recognition (trade press)

BROCHURES

Update, edit and reprint as necessary

TIMELINE

News Releases

Auction Results (Nov), Scholarship announcements/solicitations (Jan - Mar),
Scholarship recipients (May), Solicitation of wine auction items (Jan), AWS
Journal articles by scholars (summer)

Advertising

Jan - Mar – Scholarship announcement

Spring – Scholarship Recognition

Anytime – Major Donor Recognition

5.7 Maintaining Lists of Organizations to Advertise AWSEF

It is essential to maintain lists of organizations that have been asked to advertise the AWSEF in order to avoid making duplicate advertising appeals. Also to follow-up when periodic advertisements have lapsed.

DRAFT

6 Managing AWSEF Funds

6.1 AWSEF Funds for Management

6.1.1 Accounting Procedure (5/08)

Assets are presently held in two banks and two investment houses. Liabilities and Net Assets have four parts called Funds, the Endowment Fund (a Liability), the Named Scholarship Funds (a Liability), the Travel Fund (a Net Asset), and the General Fund (a Net Asset).

- 6.1.1.1 The Endowment Fund is expected to be the largest of the four funds and consists of investments held for the sole purpose of growing principal in perpetuity and awarding scholarships from time to time only from earnings. The Endowment Fund is presently wholly invested at Fidelity Investments in Boston MA, and is the only Fund that has its money truly segregated.
- 6.1.1.2 Named Scholarship Funds hold money given to AWSEF by sponsoring organizations or individuals while sufficient money accumulates to award a scholarship named in some person's or some organization's honor. At December 31, 2007 there were 12 Named Scholarship Funds.
- 6.1.1.3 The Travel Fund holds money to pay travel expenses for two scholarship winners to attend the annual AWS Conference. The Travel Fund accumulates money from each organization awarding a scholarship in a given year. Since the amount of travel expense to be incurred each year is not known in advance, a fixed charge is made to each organization awarding a scholarship and any leftover money is kept for future use.
- 6.1.1.4 The General Fund is the operating account of AWSEF used to receive contributions not designated for any other fund, and pay operating expenses of the organization. Cash assets of the Named Scholarship Funds, The Travel Fund, and the General Fund, are commingled at two banks and the Vanguard Prime Money Market account. Most of the commingled money is invested at Vanguard Group in Philadelphia PA in a Money Market Prime Account paying monthly dividends to the General Fund. Much of the money at Vanguard comes from the combined Named Scholarship Funds, but since no individual fund is large enough to have a Vanguard account in its own name, and to keep accounting simple, dividends accrue only to the General Fund where they have been used to award scholarships. Donations by credit card are processed at the Fifth Third Bank in Cincinnati OH. Any balance in excess of \$100 at Fifth Third Bank is quickly transferred out, usually to Vanguard Group. Arvest Bank in Lead Hill AR holds a moderate amount of money used to pay small operating expense bills and may be thought of as the main operating bank. Arvest Bank pays interest but at a minimal rate. Only Vanguard Group pays dividends in a meaningful amount, so as much non Endowment Fund money is kept at Vanguard as possible. Vanguard does not allow checks to be written for amounts smaller than \$250 so the Arvest Bank is necessary for smaller transactions.

DRAFT

6.1.2 Money in the Vanguard Money Market Prime account, Arvest Bank, and Fifth/Third Bank is not a candidate for professional management by a financial advisor or manager and will be administered by the AWSEF Treasurer. Endowment Fund money invested at Fidelity is the only candidate for professional administration by an investment advisor or manager and will be the principal focus of the AWSEF Investment Policy

6.2 Investment Policies

Annual capital growth goals should be established. It is BOT practice to maintain its annual operating budget below 10% of cash reserves. It is also a practice to minimize expenses to ensure the maximum amount of donated funds is available to meet our most important objectives of granting financial aid to deserving students and others for worthy enological and viticultural pursuits. It is our policy to continually increase funds to build cash reserves to maintain a perpetual trust through the Endowment Fund.

As the Foundation grows and is able to strengthen its financial position, it is our policy to begin providing other grants to support research into viticultural and enological pursuits. As a “best practice” to maintain IRS exempt status, it is our policy to distribute at least one-half of annual revenue from contributions plus annual investment income. The remaining one-half is held to build the fund balance.

6.3 Finance Committee

A two or three-member committee that may include BOT membership and non-BOT members. The purpose of the Finance committee is to develop investment philosophy (risk orientation, earnings expectations) and associated policy (how to invest, who approves and signs). This committee facilitates decision making when/if fund(s) under-perform. The committee chooses vehicle(s) for investment that match the defined philosophy and policies. The committee submits recommendations to the AWSEF Board for initial approval and reports at each meeting on progress.

6.4 Auditing

Auditing of AWSEF accounting is done by a CPA. The CPA acts as a Board advisor on keeping the books. Auditor prior experience with non-profits is highly desirable. The auditor reviews each of the AWSEF funds – i.e., Endowment, General Fund, Special Scholarship Accounts, Scholarships and Grants to ensure the funds operate separately and, when appropriate, shows legitimate transfers between funds.

6.5 Assignment of CWC Funds.

Effective with the 1992 competition and continuing thereafter each year, all net profits from the Commercial Wine Competition (CWC) may be assigned to and become income of the American Wine Society Educational Foundation, Inc. This is accomplished by each individual judge signing a form allocating his/her stipend to AWSEF.

DRAFT

6.6 Reimbursable Expenses

6.6.1 BOT Members

BOT members may be reimbursed for reasonable out-of-pocket expenses incurred in the course of their official AWSEF business. Expenses of other entities, similarly engaged in AWSEF business, may be reimbursed.

6.7 Fund Raising Goals

Fund-raising goals for each fund-raising activity are normally established in part as a goal-attainment advertising feature.

6.8 Overhead Limitations

A 10% overhead limit has been established as policy by the BOT.

6.9 AWSEF Annual Budget

The AWSEF Budget is determined annually by the Treasurer with input from all Trustees.

6.9.1 AWSEF Re-imbursement Policy

By policy established in Action Item 96-06, It was agreed to by the current Board of Trustees that they would not reimburse the cost of attending the annual membership meeting nor the quarterly board meeting held in conjunction with the AWS Annual Conference. Additionally, it was determined that a Trustee could expense up to \$100.00 annually without Board approval for out of pocket expenses concerning AWSEF business.

6.10 Incoming Treasurer to Conduct Internal Audit

It is AWSEF policy that an incoming Treasurer may invoke the assistance of a CPA to audit the AWSEF books prior to accepting the duties of Treasurer.

6.11 Filing of Tax Returns

Walt – need your input here

- *How many returns do we file (i.e., Federal, state, . . .)*
- *When are returns due?*

DRAFT

7 Distributing AWSEF Funds

7.1 Distributions from the AWSEF Account Funds

7.1.1 General Fund

7.1.2 Special Scholarship Accounts

7.1.3 Endowment Fund

7.2 Scholarship Solicitation, Advertising and Recruiting

1. The BOT has a multiple name list to which to send application forms. Forms are also sent to interested full-time graduate students. The forms are sent to past and current BOT members, and are included in the mailing to wineries when soliciting donations to the silent auction. Application material is available on the AWSEF Website.

7.3 Scholarship Application Procedures

All application materials and inquiries should be addressed to:

Les Sperling, AWSEF Vice President for Student Affairs & Scholarships
1134 Prospect Ave., Bethlehem, PA 18018-4914
PHONE: (610) 865-2401 (7 - 9 PM Eastern time preferred)
FAX: (610) 758-3526
E-MAIL: lhs0@lehigh.edu

APPLICATION DEADLINE: All completed forms, current academic transcripts, letters of recommendation, and other pertinent materials must be postmarked no later than March 31 to be considered for scholarship award beginning with the following (fall) academic year. Applications will be considered complete upon receipt of all the following:

1. The completed scholarship application form.
2. Current official transcripts of all college or university academic records.
3. A written statement which indicates the applicant's intent to pursue a career in a wine- or grape-related area, as stated on the eligibility page.
4. A written recommendation from the applicant's academic advisor using the form supplied.
5. Two letters of recommendation in addition to the academic advisor's written recommendation.

7.4 Criteria for Awards

The American Wine Society Educational Foundation, Inc. wishes to emphasize that it seeks to support those individuals who have a genuine interest in pursuing a career in a wine related field. Award recipients are announced about June 1 of each year.

DRAFT

Although course grades in major subjects and overall GPA are taken into consideration, applications will be evaluated primarily on the strength of your statement of professional intent and the letters of recommendation.

7.5 AWSEF Scholarship Application Evaluation Process

There are three stages in the scholarship application evaluation process as defined below:

1. Complete Application Screening (Objective Process). Below are the minimum eligibility requirements and all items must be met.
 - a. Full time graduate students who have completed at least one semester in a graduate program leading to an M.S., Ph.D., or equivalent in enology, viticulture, or health aspects of wine as stated above, and who express their intent to work in one of these areas upon completion of their graduate degree. Ph.D. candidates with an M.S. from another graduate program are eligible. The applicant must be a citizen or permanent resident of a North American country (defined as the U.S., Canada, Mexico, the Bahamas, and West Indies Islands) who is already enrolled for an advanced degree (M.S. or Ph.D.) in a North American institution of higher learning.
 - b. Financial need will be considered only when it is necessary to select between two equally qualified applicants.
 - c. Previous American Wine Society Educational Foundation Scholarship recipients may apply a second time in open competition with new applicants, but students are limited to two (2) scholarships total.
 - d. The decision of the scholarship committee will be final.
 - e. The American Wine Society Educational Foundation does not discriminate on the basis of race, color, national origin, religion, or gender.
 - f. It is important to fill out the application form fully, and make sure all reference materials are completed and all material returned by the March 31 deadline.
2. Board of Trustee's Initial Screening (Objective/Subjective Process). The initial screening process is conducted to reduce the number of candidates to the most highly qualified.
 - a. See attached scoring worksheet and criteria(on). (*See Annex XI*)
3. Board of Trustee's Final Selection
 - a. Applicants' financial needs will be considered only when it is necessary to select between two equally qualified applicants.
 - b. See attached ordinal worksheet. (*See Annex XII and XIII*)

7.5.1 Internet Announcement of Scholarship Availability

Several announcements are made including (a) Educational page on AWS web site, (b) E-mails to faculty and previous year applicants, and (c) follow-up letters and phone calls to faculty.

DRAFT

7.6 Scholarship Selection Procedures

The following are the steps in the scholarship program:

1. Jan. 1 - Mar. 31st: e-mail, write, and/or call all faculty and also students who applied the previous year, inviting qualified students to apply. During this time, when students are invited to the AWS National Conference, the Secretary reserves rooms for two student speakers at the National Conference.
 2. Collect and sort applications, letters of recommendation, and transcript histories and grades.
 3. With the authorization of the AWSEF Board, sort the applications, declaring those that are ineligible or weak relative to the others to be "non-finalists." (The other Board members reserve the right to see any of the non-finalist applications.) The remaining ones become "finalists."
 4. All of the Board examines reviews the finalist applications, and ranks their top eight (or so) by number, the best ranked receiving an eight, the next a seven, etc. All of the numbers are turned in to the V.P. of Scholarships and Student Affairs.
 5. The top scorers are awarded the scholarships. One alternate is also selected, in case one of the students cannot accept. Two are selected to make presentations at the AWS National Conference.
 6. The students winning the scholarships are called and congratulated. They will be invited to send a paragraph about themselves for hometown newspapers. They will also be asked to participate in a video interview which will be used at the AWS National Conference AWSEF Annual Meeting and, if an AWSEF website is developed, included on that website for the upcoming year.
 7. The students are sent letters. The letters are in two categories:
 - a. Those winning a scholarship.
 - b. Those not winning a scholarship, including both the finalists and non-finalists.
- A list of questions to be answered accompanies both a. and b. letters, including a request to use their names publicly. (Copies of the letters will be sent separately.)
8. On receipt of the answers to the above questions, and permission being given to use their names publicly, a Board member calls the hometown newspapers, videos are made, and the V.P. calls the Editor of the AWS Newsletter.
 9. The V.P. calls the universities, and makes written arrangements for the monies.
 10. The Treasurer writes the checks, and mails them to the V.P. The checks must have both the student's names and Social Security numbers on them.
 11. Send checks to the universities, covering letters cc: Treasurer and Secretary.
 12. After all is complete, it is recommended that all sensitive materials such as letters of recommendation and transcripts be destroyed for privacy.

DRAFT

7.7 Scholarship Selection Committee

The Scholarship selection committee shall be all the members of the Board of Trustees.

7.8 Notifying scholarship winners when they receive scholarships

See Steps 6 and 7 in paragraph 7.6.

7.9 Notifying named scholarship sponsors when scholarship awards are made

Each named scholarship sponsor shall be notified as soon as possible following awardee selections, preferably before the awardees are notified. Notification will include both awardee name and school of attendee's attendance.

7.10 Procedure for allowing AWSEF Monetary Awards to Winners to be Handled Through the Various University Bursars Offices

See Annex XV, Sample Letter to University Financial Office for Scholarship Awardees, for past practice in forwarding funds to universities in behalf of student scholarship awardees.

7.11 Gratis AWS Membership for Scholarship Recipients

Complimentary AWS memberships may be provided to scholarship awardees. The cost of membership is paid from AWSEF operating funds. Membership is normally voted upon by the AWS BOT at the annual Budget Board meeting (April/May).

7.12 Program Slot for Scholarship Recipients at AWS National Conference

A Friday morning session is normally made available for scholarship recipients to present papers.

7.13 Table for Scholarship winners and BOT Members at Annual Conference Grand Banquet

A table at the Grand Banquet is normally reserved for BOT members and the scholarship winners attending the Annual AWS Conference.

7.14 Press Releases to Scholarship winners' Hometown Newspapers

Press releases are normally sent to the scholarship winners' hometown newspapers.

7.15 AWS Journal Articles on Scholarship Winners

Likewise, AWS Journal articles are normally available to the scholarship winners' and are encouraged by the AWSEF BOT.

7.16 Waiving Conference Fees for Scholarship Winners

DRAFT

Complimentary attendance is provided by the AWS Board, normally for two current winners. AWSEF makes a request each year to the AWS Board for this complimentary offer.

7.17 Reimbursing Selected Scholarship Winners for Conference Attendance

Funds taken from the AWSEF General Account, when authorized, are normally used to pay the transportation and lodging cost of AWS Annual Conference attendance for two selected scholarship winners.

7.18 Past Scholarship Winners

As of the 2006 selections the past scholarship winners, with their schools and other information, are summarized below:

Year Awarded	Student Name	Institution	Thesis Research	Scholarship Name
1994	Brigitte Marineau	Cornell U.	<i>Late fermentation chemistry</i>	AWSEF
1994	Renee Terrell	U Arkansas	<i>Concentration of resveratol</i>	AWSEF
1995	David Miller	Michigan State U	<i>Photosynthate partitioning</i>	AWSEF
1995	Renee T. Threlfall	U Arkansas	<i>Concentration of resveratol</i>	AWSEF
1996	Peter Cousins	UC Davis	<i>Root knot nematodes</i>	AWSEF
1996	Kevin W. Sea	UC Davis	<i>Hydrogen sulfide prevention</i>	AWSEF
1997	Leilah E. Backhus	UC Davis	<i>Gene expression in fermenting yeast</i>	AWSEF
1997	Peter Cousins	UC Davis	<i>Genetics of root knot nematodes</i>	AWSEF
1998	Elwyn A. Gladstone	UC Davis	<i>Flavors via Brettanomyces</i>	AWSEF
1998	Jonathan Licker	Cornell U.	<i>Canopy density</i>	AWSEF
1999	Natasha L. Boffman	UC Davis	<i>Stability of proteins in wine</i>	AWSEF in honor of Mike Farren/ Mary Ryan
1999	Alan Krivanek	UC Davis	<i>Genetics of grape resistance to Pierce's disease</i>	AWSEF
1999	Teresa Lynn Walker	U Arkansas	<i>Electrochemical pH modification of wine</i>	Eastern PA Region
1999	Jane Marie Yegge	UC Davis	<i>Sensory and non-sensory attributes of wine</i>	AWSEF
2000	Alan Krivanek	UC Davis	<i>Genetics of Pierce's disease resistance in grape vines</i>	Eastern PA Region
2000	Anna K. Mansfield	VPI&SU	<i>Optimizing perceived flavor and aroma in wine</i>	Lucio Sorre Scholarship, Banfi

DRAFT

Year Awarded	Student Name	Institution	Thesis Research	Scholarship Name
2000	Jill M. Richardson	Cornell U.	<i>Characterizing flavor profiles during ML fermentation</i>	AWSEF
2000	Teresa Lynn Walker	U Arkansas	<i>Electrochemical pH modification of wine</i>	Columbus, Ohio Chapter Scholarship
2001	Justine van den Heuvel	U. Guelph	<i>Trellising system effects on yield and must quality</i>	Lucio Sorre Scholarship, Banfi
2001	Kristen M. Lowe	UC Davis	<i>Genetics and inheritance of root-knot nematode resistance</i>	Davis A. Torso Scholarship
2001	Steven Marko	CA State U Fresno	<i>Amino acid assays using Formol titrations</i>	Springfield (OH) Chapter Scholarship in honor of Pierre & Marie van Malderen
2001	Tamara Roush	UC Davis	<i>Genetic mechanisms of resistance and susceptibility to Phylloxera</i>	Shirley A. Martin Scholarship
2002	Tamara Roush	UC Davis	<i>Mechanisms of resistance to phylloxera</i>	Banfi, Lucio Sorre Memorial
2002	Marti Williams	UC Davis	<i>Brett-generated organics and their impact on wine quality</i>	Bjorn Thogerson Fund, Bjorn Thogerson Memorial
2002	Beth Guguino	VA Tech	<i>Composted soil amendments for managing declining vineyard sites</i>	Eastern PA, Horace Hall Memorial
2002	Laurie Boyden	Cornell U.	<i>Root knot nematodes</i>	Bjorn Thogerson Memorial Fund, Bill Tuller Memorial
2002	Tyler Thomas	UC Davis	<i>Wine Education</i>	Suffolk Chapter Jane Schandall Memorial
2003	Heather Melidossian	Cornell U.	<i>Naturally Occurring Tydeid Mite as Biological Control for Powdery Mildew</i>	Lucio Sorre Memorial Scholarship from Banfi
2003	Angela Lee	UC Davis	<i>Genetic Diversity for Hydrogen Sulfite Production in Saccharomyces cerevisiae</i>	AWS Commercial Wine Competition Judges Scholarship
2003	Laurie E. Boyden	Cornell U.	<i>Allelism of Root-knot Nematode Resistance in Grapevines</i>	Annette & Alan Derkacs Scholarship from Eastern PA
2003	Kristin M. Lowe	UC Davis	<i>Rootstock Breeding for Root-knot Nematode Resistance via Genetic Mapping</i>	Howard Timberlake Memorial Scholarship from South Carolina Region
2003	Jane M. Coventry	U Guelph, ON	<i>Anthocyanin and Resveratrol Gene Expression</i>	Columbus, Ohio Chapter Scholarship

DRAFT

2004	Taryn Bauerle	Penn State U.	<i>Cryoanalytical Microscopy of Embolisms in Vitis Roots</i>	Eastern PA Regional in honor of Dr Les Sperling
2004	Patricia Sobieck	Purdue U.	<i>Viticultural Practices to Enhance Wine Quality</i>	AWS In honor of Angel Nardone
2004	Diane Choo	UC Davis	<i>Terroir as it Relates to Tannin Profiles in Pinot Noir Grapes</i>	Banfi in Memory of Lucio Sorre
2004	Ashley Myers	NC State	<i>Pierce's Disease of Grapevines</i>	Carroll County, MD, In memory of H. Mowbray
2004	Heather Melidossian	Cornell U.	<i>A Naturally Occurring Tydeid Mite as Biological Control for Powdery Mildew</i>	Carolinas Regional Scholarship in honor of Hal Kohn
2005	Taryn Bauerle	Penn State U	<i>Cryoanalytical Microscopy of Embolisms in Vitis Roots</i>	George Wilson Memorial Scholarship
2005	Jodi Creasap	Cornell U.	<i>Prevention of Crown Gall Tumors</i>	Suffolk County Wally Schandall Memorial
2005	Ashley Myers	NC State	<i>Pierce's Disease of Grapevines</i>	AWSEF Endowment Fund Scholarship
2005	Ron Runnebaum	UC Davis	<i>Physiological modeling of wine body</i>	Carolinas Regional Scholarship
2005	Patricia Skinnis	Purdue U.	<i>Viticultural Practices to Enhance Wine Quality</i>	Columbus, Ohio Scholarship
2005	Kirsten Skogerson	UC Davis	<i>Regulating the impact of fanleaf virus infection</i>	Banfi in memory of Lucio Sorre
2005	Amelie Morneau	UC Davis	<i>Reduction of preservative sulphur dioxide additional through control of acetaldehyde by lactic acid bacteria growth</i>	AWSEF Endowment Fund Scholarship
2005	Warren Place	UC Davis	<i>Sugar sensing, transport and metabolism in yeast growing in low-sugar environments</i>	AWSEF Endowment Fund Scholarship
2006	Martha Bajek	U. Guelph	<i>Correlation Between Mouthfeel, Aroma and the Perception of Astringency</i>	Eastern Pennsylvania Regional Scholarship in honor of Sandy and Don Gauntner
2006	Jeremiah Baumgartel	UC Davis	<i>Improving the Understanding of Pierce's Disease</i>	South Carolina Region in memory of Bjorn Thogersen
2006	Michelle Moyer	Cornell U.	<i>Management of Grape Powdery Mildew</i>	Lucio Sorre Memorial Scholarship (Banfi)
2006	Vinay Pagay	Cornell U.	<i>Physiology of Grape Ripening and Methods to Reduce Maturation Variability in Red Varietals</i>	Carroll County Chapter, Maryland Region's G. Hamilton Mobraay Memorial Scholarship Fund
2006	Ron Runnebaum	UC Davis	<i>Impact of Various Wine Constituents on the Perception of Wine Body</i>	Eastern Pennsylvania Regional Scholarship in memory of Mr. Louis Di Giacomo

DRAFT

2006	Kirsten Skogerson	UC Davis	<i>Development of Analytical Tools for Both Researchers and Winemakers</i>	Tennessee Chapter Scholarship honoring Mr. Al Porell
2007	Craig N. Austin	Cornell U.	<i>The effects of sunlight & shading on Powdery Mildew development.</i>	AWSEF Scholarship
2007	Michelle M. Moyer	Cornell U.	<i>Refining knowledge of the powdery mildew disease cycle in cooler climates.</i>	Eastern Pennsylvania Regional Scholarship honoring Julie & John Hasson
2007	Amelie Dube Morneau	Washington State U.	<i>Investigation of the acetaldehyde metabolism of Brettanomyces.</i>	Lucio Sorre Memorial Scholarship (Banfi)
2007	Vinay Pagay	Cornell U.	<i>The basis of ripening variability of Cabernet Franc & Concord grapes.</i>	N. Alabama Chapter Scholarship honoring Dick and Susan Marsden
2007	Chris Snowden	U. of Guelph	<i>Regulation of hexose transporters in response to shifting nutrient conditions in S. cerevisiae.</i>	CWC Judges Scholarship
2007	Emily Terrell	U. of British Columbia	<i>Yeast's biotin biosynthetic pathway and the biotin status of yeast undergoing fermentation.</i>	Columbus OH. Chapter Scholarship
2008	Craig N. Austin	Cornell U.	<i>The effects of sunlight & shading on Powdery Mildew development.</i>	Lucio Sorre Memorial Scholarship (Banfi)
2008	Denise M. Gardner	Va. Tech. U.	<i>Aromatic volatile compound changes from the same variety regional Virginia wine.</i>	Eastern Pennsylvania Regional Scholarship
2008	Derrick L. Hammons	U. of Kentucky	<i>Developing guidelines for sustainable management of Japanese Beetle and green June Beetle.</i>	Tennessee Chapters Scholarship in honor of Robert Kryter
2008	Christopher J. Snowden	U. of Guelph	<i>Regulation of hexose transporters in response to shifting nutrient conditions in S. cerevisiae.</i>	AWSEF Endowment Fund Scholarship
2008	Emily Terrell	U. of British Columbia	<i>Yeast's biotin biosynthetic pathway and the biotin status of yeast undergoing fermentation.</i>	AWSEF General Fund Scholarship
2009	Michael J. Anderson	U. of British Columbia	<i>Yeasts & their ability to withstand various stressors during fermentation.</i>	North Alabama Regional Scholarship
2009	Martha R. Bajek	Brock U.	<i>Individual differences in the way we perceive a wine's taste, aroma, and astringency</i>	Carroll County, MD Chapter Scholarship

DRAFT

2009	Marin Talbot Brewer	Cornell U.	<i>Population structure & genetics of the economically devastating grape powdery mildew fungus</i>	Lucio Sorre Memorial Scholarship Banfi
2009	Kevin P. Fort	UC Davis	<i>Development of grapevine rootstocks having increased tolerance to saltwater</i>	South Carolina Regional Scholarship
2009	Nicholas E. Gislason	UC Davis	<i>Chemical means for controlling the oxidative damage to wine & beer that causes these products to become stale</i>	Columbus, OH Chapter Scholarship
2009	Trent L. Preszler	Cornell U.	<i>Predict the ideal crop load for Northeast Riesling Growers that balances flavor chemistry with production economics</i>	Eastern Pennsylvania Regional Scholarship
2010	Marin Talbot Brewer	Cornell U.	<i>Genetic diversity of grape powdery mildew</i>	Columbus, OH Chapter Scholarship in memory of Vinny Spagna, C.J Keeger & Mary Quilter
2010	Patsy Wilson	U. of Kentucky	<i>Optimum cropload for Vidal In Kentucky's climate</i>	Southeast Regional Scholarship
2010	Nicole Gaudette	Brock U.	<i>Introduction of resveratrol into white wine and food</i>	Cleveland, OH Chapter Scholarship in memory of Jane Moulton
2010	Rebecca Nelson	Cornell U.	<i>Taste and smell variations with location of growing Riesling grapes</i>	Banfi Vintners Foundation Scholarship in memory of Lucio Sorre
2010	Michael Anderson	U. of British Columbia	<i>Gene selection of yeasts for higher alcohol tolerance</i>	Eastern Pennsylvania Scholarship in honor of Joyce Vecchiolli
2010	Justin Scheiner	Cornell U.	<i>Improving red grape wine quality in cool climates</i>	Alexis Descaunets Hartung Scholarship in memory of Alexis Descaunets Hartung

DRAFT

8 Growth of the AWSEF

8.1 Financial Challenges

The following are included as challenges to AWSEF for grants etc that are consistent with the AWSEF Mission. These were developed by Les Sperling and conveyed in an E-mail on 3/11/04.

- 8.1.1 An instrument grant to a university professor: At least \$25,000, depending on the instrument. Some cost \$100,000.
- 8.1.2 A research grant to a university professor: At least \$50,000, to provide funding for a student plus research costs. The total cost to keep a graduate student in a university, including tuition, research costs, and living expenses, is over \$100,000 per year.
- 8.1.3 A full scholarship to a graduate student: At least \$40,000 per year for tuition and living expenses, but no money for research.
- 8.1.4 An endowed professorship: This usually starts at one million dollars. The interest supplements and/or replaces the faculty member's university-supplied salary.

8.2 Fund Raising Opportunities

The following are listed as a set of opportunities to be followed-up by the BOT for fund-raising:

- 8.2.1 Royalties
- 8.2.2 Wine Auctions
 - National Conferences
 - Regional Conferences
- 8.2.3 Cruises/Tours
- 8.2.4 Chapter Events
- 8.2.5 AWS Regional Vice President Events
- 8.2.6 Membership Contributions
- 8.2.7 Wineries Contributions
- 8.2.8 Memorials
- 8.2.9 Endowment Fund increases

8.3 Opportunities for Business Growth

- 8.3.1 Visibility at Conferences and Seminars
- 8.3.2 Work Closer with Universities and Colleges
- 8.3.3 Investments

8.4 Actions to Improve Business Development Practices

- 8.4.1 Develop/Improve Charitable Solicitation Brochures
- 8.4.2 Develop Winery Contacts
- 8.4.3 Develop Tool Kits
 - AWS Regional Vice Presidents
 - AWS Chapter Chairpersons

DRAFT

8.5 Measuring Progress

- 8.5.1 Tracking the Financial Challenge
- 8.5.2 Tracking Business Development Efforts
- 8.5.3 Tracking Investments
- 8.5.4 Tracking U.S. Internal Revenue Service Reviews

8.6 Communications (Public Relations Plan)

- 8.6.1 Communications within AWSEF
- 8.6.2 Communications with AWS
- 8.6.3 Communications with the Wine Industry

8.7 Publicity Materials

- 8.7.1 Brochures
- 8.7.2 Others

8.8 Target Audiences

8.9 Reaching AWS Membership

8.10 Reaching Wine Consumers, Home Winemakers, Commercial Wineries, Wine Industry Organizations

8.11 Items to promote

- 8.11.1 Scholarship winners
- 8.11.2 Grant winners
- 8.11.3 Key Board Fund-Raising Events/Results
- 8.11.4 Donors to Silent Auctions

1 ANNEX I. AWSEF BYLAWS

2
3 **BYLAWS**
4 of the
5 **AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION, INC.**
6 A New Jersey Nonprofit Corporation

7
8 *Revised and Adopted by the Board of Trustees Feb. 4, 2008*

9 *Compared to the previous (Feb. 29, 2004) version, the only change is replacement of "5%" with*
10 *"3%" in*

11 *Section 5.5, Quorum*

12 *Modified March xx, 2010*

13 *Changed the term "Class B member" to "Affiliate Member"*
14

15
16 **Article One: Offices**

17
18 *Section 1.1. Principal Office.* The American Wine Society Educational
19 Foundation, Inc. (hereinafter referred to as "the corporation") shall maintain an office and
20 mailing address in the State of New Jersey, and such address shall be updated as
21 necessary and transmitted to those Federal and State authorities requiring a corporate
22 address of record.
23

24 *Section 1.2. Other Offices.* The corporation may have such other offices
25 as the board of trustees may from time to time determine.
26

27 **Article Two: Membership**
28

29 *Section 2.1. Classes of Membership.* The corporation shall have two
30 classes of members, and membership may be held by any person or organization in either
31 class but not both. The rights and privileges of all members shall be equal. Each member
32 shall be entitled to one vote on resolutions requiring approval by the membership.

33 *Class A Membership:* Any member in good standing of the American Wine
34 Society is eligible for Class A membership in this corporation.

35 *Affiliate Membership:* Any person or organization not a member of the
36 American Wine Society that has made a qualifying donation to the corporation is eligible
37 for Affiliate membership in this corporation.
38

39 *Section 2.2. Qualifications.* Any individual or organization that pays such
40 dues as may be provided in Article Four or that makes a qualifying donation to the
41 corporation and who agrees to be bound by the certificate of incorporation of this
42 corporation, by these bylaws, and by such rules and regulations as the trustees may from
43 time to time adopt, is eligible for membership in this corporation as either a Class A or an
44 Affiliate member. The board of trustees shall, from time to time, define what constitutes

45 a qualifying donation and the term for which such qualifying donation entitles the donor
46 to the privileges accompanying Affiliate membership in this corporation.

47
48 **Section 2.3. Admission to Membership.** The trustees shall from time to
49 time prescribe the form and manner in which application may be made for membership.

50
51 **Section 2.4. Property Rights.** No member shall have any right, title, or
52 interest in any of the property or assets, including any earnings or investment income of
53 this corporation, nor shall any of such property or assets of the corporation be distributed
54 to any member upon its dissolution or winding up.

55
56 **Section 2.5. Liability of Members.** No member of this corporation shall be
57 personally liable for any of its debts, liabilities, or obligation, nor shall any member be
58 subject to any assessment.

59
60 **Section 2.6. Transfer, Termination, and Reinstatement.** Membership in
61 this corporation is nontransferable. Membership shall terminate upon the resignation or
62 death of a member, and in the case of a Class A member a termination of his or her
63 membership in the American Wine Society. Failure by an Affiliate member to meet the
64 stipulations for a qualifying donation shall terminate his or her membership in this
65 corporation. A member whose membership has been terminated may apply for
66 reinstatement in the same manner as application is made for initial membership.

67 68 **Article Three: Certificates of Membership**

69
70 **Section 3.1. Certificate of Membership.** The board of trustees may
71 provide for the issuance of certificates evidencing membership in the corporation,
72 which shall be of such form as may be determined by the board from time to time.
73 Such certificates, if issued, shall be signed by the president or the vice president, or the
74 secretary, and shall bear the seal of the corporation. All certificates evidencing
75 membership shall be consecutively numbered. The name and address of each member
76 and the dates of issuance and expiration shall be entered on the records of the
77 corporation. If any certificate should become lost, mutilated, or destroyed, a new
78 certificate may be issued to replace it on such terms and conditions as the board of
79 trustees may determine.

80
81 **Section 3.2. Issuance of Certificates.** If the board of trustees shall have
82 provided for the issuance of certificates of membership under the provisions of Section
83 One of this Article, then, when a person becomes a member, such a certificate shall be
84 issued in the name of and delivered to the new member by the secretary.

85 86 **Article Four: Membership Fees and Dues**

87
88 **Section 4.1. Initiation Fee and Annual Dues.** The board of trustees may
89

90 determine from time to time the amount of initiation fee, if any, and the amount of annual
91 dues payable to the corporation by members of both Classes.

92
93 **Section 4.2. Payment of Fees and Dues.** Dues shall be payable in
94 advance by the
95 first day of each fiscal year. Dues of new members will be prorated from the first day of
96 the month in which a person becomes a member for the remainder of the fiscal year of
97 the corporation, and shall be payable, together with any initiation fee in effect at the time
98 the new member becomes a member.

99
100 **Section 4.3. Default and Termination of Membership.** When any member
101 shall be in default in the payment of fees or dues for a period of ninety days from the
102 beginning of the fiscal year or period in which such dues become payable, that person's
103 membership may be terminated by the board of trustees.

104 **Article Five: Meeting of Members**

105
106
107 **Section 5.1. Annual Meeting.** An annual meeting of members shall be
108 held during the fall of each year, during the annual American Wine Society National
109 Conference, or at such other place or places and times as the board of trustees may
110 designate by resolution. All business of this corporation as may come before the meeting
111 shall be conducted and carried out by those members of this corporation in good standing
112 who are in attendance.

113
114 **Section 5.2. Special Meetings.** Special meetings of members may be
115 called by the
116 president, the board of trustees, or by not less than one-twentieth (5%) of all members of
117 record in good standing.

118
119 **Section 5.3. Place of Meeting.** The board of trustees may designate any
120 place, either
121 within or without the State of New Jersey, as the place of meeting for any annual or
122 special meeting of members.

123
124 **Section 5.4. Notice of Meetings.** The board of trustees shall direct to each
125 member of record in good standing a notice of each annual meeting, stating the time and
126 place where the meeting will be held, along with the substance of any business intended
127 to be transacted at the meeting. Good notice shall consist of sending such a notice by U.S.
128 mail, e-mail, or by other electronic means addressed to the member at his or her address
129 of record as it appears in the records of this corporation, not less than ten nor more than
130 sixty days prior to such meeting. Attendance at any meeting without protesting lack of
131 notice prior to the conclusion thereof shall be a waiver of the notice of the time, place and
132 purpose of the meeting.

133
134

135 **Section 5.5. Quorum.** The members of this corporation present either in
136 person or by proxy at any meeting shall constitute a quorum for the transaction of all
137 business, provided however that at least 100 members or not less than 3% of all members
138 of record in good standing, whichever is the greater number, be so represented. If a
139 quorum is not present at any meeting, a majority of those present either in person or by
140 proxy may adjourn the meeting without further notice.

141
142 **Section 5.6. Proxies.** At any meeting of members, a member may vote by
143 proxy executed in writing by the member or by the member's duly authorized attorney in
144 fact. No proxy shall be valid after eleven months from the date of execution unless a
145 longer time is expressly provided therein, but in no case shall the term be longer than
146 three years.

147
148 **Section 5.7. Voting by Mail.** The election of trustees may be conducted by
149 U.S. mail, e-mail, or by other electronic means in such manner as the board of trustees
150 shall determine. To constitute a valid election of trustees the quorum requirements of
151 Article Five, Section 5.5 must be met.

152
153 **Section 5.8. Voting Rights.** Each member in good standing shall be
154 entitled to vote. In the case of election of trustees each member will be entitled to as
155 many votes as trustees to be elected. If an organization is a member, the organization
156 shall designate one person who shall have the right to exercise that organization's voting
157 rights.

158 **Article Six: Trustees**

159
160
161 **Section 6.1. Number.** The authorized number of trustees of the
162 corporation shall be seven. Six trustees shall be elected as provided in Article Five,
163 Section 5.7 of these bylaws and the seventh trustee shall be the sitting President of the
164 American Wine Society or his or her designee, chosen from among its elected Directors.

165
166 **Section 6.2. Qualifications of Trustees.** Trustees must be members of this
167 corporation. One Trustee shall be designated Treasurer and must be a credentialed
168 professional with a baccalaureate degree in accounting, finance, or business
169 administration or must possess equivalent training and experience with financial reports,
170 balance sheets, and tax returns and their preparation in accordance with generally
171 accepted accounting practices.

172
173
174 **Section 6.3. Term of Office.** Three Trustees shall be elected by the
175 membership each odd calendar year and shall serve for a term of four years. The term of
176 a trustee shall begin on the first day of January following the year in which he or she is
177 elected and shall end on the thirty-first day of December of his or her fourth year in
178 office.

180 **Section 6.4. Powers.**

181 (a) Except as otherwise provided in the Certificate of Incorporation, or by law,
182 the powers of this corporation shall be exercised, its properties controlled, and its affairs
183 conducted by the board of trustees, which may, however, delegate the performance of any
184 duties or the exercise of any powers to such officers and agents as the board may from
185 time to time, by resolution, designate.

186 (b) *Management of Income Property.* As described in Article Eight, the board of
187 trustees may determine, by resolution from time to time duly adopted, to delegate in
188 whole or in part, the management, investment, and disposition of the property of the
189 corporation for the purpose of earning an income from that property, as distinguished
190 from the matter of applying property and funds to charitable purposes, to a finance
191 committee consisting of not less than two members of the board (who shall be elected by
192 board resolution), augmented by one or more financial advisors if the board so
193 designates, or to one or more trust companies or banks duly authorized to conduct a trust
194 or banking business under the laws of a state.

195 (c) *Common Trust Funds.* The board of trustees may, by resolution from time to
196 time duly adopted, establish one or more common trust funds for the purpose of investing
197 the corporation's funds and those of any charitable or educational institution affiliated
198 with the corporation, whether the corporation holds such funds or property as a fiduciary
199 or otherwise, subject to such terms and conditions as are set forth in the certificate of
200 incorporation of this corporation and by applicable law.

201
202 **Section 6.5. Replacement of Trustees.**

203 (a) Whenever a vacancy exists on the board of trustees of an elected trustee,
204 whether by death, resignation, or otherwise, the vacancy shall be filled by nomination of
205 a new trustee by the president of the corporation, and confirmation by a majority of the
206 trustees at a regular or special meeting of the board. Any person so appointed or elected
207 to fill the vacancy of a trustee shall have the same qualifications as were required of the
208 trustee whose office was vacated.

209 (b) Any trustee may be removed, with or without cause, by a vote of two-thirds
210 of the members of the board of trustees at a special meeting called for that purpose. At
211 any such meeting, a vacancy caused by removal may be filled as stated in sub-section (a)
212 of this Section.

213 (c) Any person appointed or elected to fill a vacancy in the board of trustees shall
214 hold office for the unexpired term of his or her predecessor in office, subject to the power
215 or removal stated in sub-section (b) of this Section.

216
217 **Section 6.6. Compensation.** No member of the board of trustees shall
218 receive any compensation from the corporation for his or her service as a trustee.
219 However, members of the board may be reimbursed for actual expenses incurred by them
220 in the performance of their duties.

221
222 **Section 6.7. Meetings.**

223 (a) *Regular meetings* of the board of trustees may be held at such time and place
224 as shall be determined, from time to time, by a majority of the board. At least two

225 meetings shall be held each year. Notice of each meeting, stating the time and place and
226 an agenda stating the purpose of the meeting, shall be distributed to each trustee,
227 personally or by U.S. mail, telephone, e-mail, or other form of electronic transmission, at
228 least ten days prior to the meeting date. The agenda may be amended at the meeting.
229 Attendance by a trustee at any meeting, without protesting lack of notice prior to the
230 conclusion thereof, shall be a waiver of notice of the time, place and purpose of the
231 meeting.

232 (b) *Special meetings* of the board of trustees may be called by the president on
233 ten days notice personally or by U.S. mail, telephone, e-mail, or other form of electronic
234 transmission, to each trustee. The notice shall state the time, place and purpose of the
235 meeting. Special meetings of the board of trustees shall be called by the president or
236 secretary in like manner and on like notice upon the written request of at least three
237 trustees.

238 (c) *Conference Telephone Meetings*. Meetings of the board of trustees may be
239 held by conference telephone call among the trustees of the board or with some trustees
240 assembled in one location and other trustees attending by conference telephone.

241 (d) *Quorum*. A simple majority of the board of trustees shall constitute a quorum
242 for the transaction of business at any meeting of the board or trustees. However, if less
243 than a quorum is present at any meeting, a majority of the trustees present may adjourn
244 the meeting without further notice.

245 (e) *Actions at Meeting*. Except as may otherwise be provided in these bylaws, or
246 in the Certificate of Incorporation, or by law, an act approved by a simple majority of
247 trustees present at any meeting at which a quorum is present shall be the act of the board
248 of trustees. The president shall have the power to break tie votes.

249 (f) *Actions Without Meeting*. Any action required or permitted to be taken by the
250 board of trustees under any provision of law may be taken without a meeting if all
251 members of the board shall individually or collectively consent in writing to such action.
252 The terms “consent in writing” and “written consent” shall include both a consent
253 evidenced by a signed document or by an e-mail message or other form of electronic
254 communication. Such written consent or consents shall be filed with the minutes of the
255 proceedings of the board, and any such action by written consent shall have the same
256 force and effect as if taken by unanimous vote of the trustees. Any certificate or other
257 document filed under any provisions of law that relates to action so taken shall state that
258 the action was taken by unanimous written consent of the board of trustees without a
259 meeting and that the certificate of incorporation and bylaws of this corporation authorize
260 the trustees to so act. Such a statement shall be *prima facie* evidence of such authority.
261

262 **Section 6.8. Liability of Trustees.** The trustees of this corporation shall not
263 be held personally liable for its debts, liabilities, or other obligations incurred not in
264 violation of the Certificate of Incorporation, these bylaws or applicable law.
265

266 **Article Seven: Officers**

268 **Section 7.1. Designation of Officers.** The officers of this corporation
269

270 shall be a president, an executive vice president, one or more additional vice presidents
271 (as shall be determined from time to time by the board of trustees), a secretary, a
272 treasurer, and such other officers as may be elected by the board of trustees in accordance
273 with the provisions of this article. The board of trustees may elect or appoint such other
274 officers, including but not limited to, one or more assistant secretaries, and one or more
275 assistant treasurers, as it shall deem desirable, such officers to have the authority and to
276 perform the duties prescribed from time to time by the board of trustees. Any two or
277 more offices may be held by the same person, except the offices of president, secretary,
278 and treasurer.

279

280 **Section 7.2. Election and Terms of Office.** Officers shall be elected by
281 and chosen from among the new board of trustees that is elected by the membership each
282 odd calendar year. Tentative selection of officers may be performed at the first board
283 meeting at which the newly elected trustees are present, usually in the fall of the year
284 during the annual American Wine Society National Conference, but such tentative
285 selection of officers must be affirmed by board resolution once the terms of the newly
286 elected trustees officially begin on the first day of January the following year. The term
287 of office for each officer, with the exception of the Treasurer, shall be two years. The
288 Treasurer shall serve concurrent with his or her entire term as trustee. Any and all
289 officers may be reelected to the same office or elected to a different office an unlimited
290 number of times.

291

292 **Section 7.3. Removal.** Any officer elected or appointed by the board of
293 trustees may be removed by the board of trustees whenever in its judgment the interests
294 of the corporation would best be served by such removal. Any such removal shall be
295 without prejudice to the contract rights, if any, of the officer so removed.

296

297 **Section 7.4. Vacancies.** A vacancy in any office, whether due to death,
298 resignation, removal, disqualification, or otherwise, may be filled by resolution duly
299 adopted by the board of trustees for the unexpired portion of the term.

300

301 **Section 7.5. President.** The president shall be the chief executive officer
302 of this corporation. He or she shall exercise general supervision and control over all
303 activities of the corporation. The president shall:

304

(a) preside at all meetings of members and of the board of trustees;

305

(b) sign, in conjunction with the secretary or other officer authorized by the
306 board of trustees, any deeds, mortgages, bonds, contracts, or other instruments the
307 execution of which has been authorized by the board of trustees, except in cases where
308 the signing and execution of such instruments has been expressly delegated by the board
309 of trustees, by these bylaws, or to some other officer or agent of the corporation by law;
310 and

311

(c) perform all other duties and exercise all other powers generally incident to
312 the office of president and such other duties as may be prescribed by the board of
313 trustees.

314

315 **Section 7.6. Vice Presidents.** The vice presidents assist the president. In
316 the absence of the president or in the event of the president’s inability or refusal to act,
317 the executive vice president shall perform the duties of the president, and when so acting
318 shall have all the powers of, and be subject to all of the restrictions upon, the president.
319 Any vice president shall perform such additional duties as may from time to time be
320 assigned to him or her by the president or by the board of trustees.

321
322 **Section 7.7. Secretary.** The secretary shall:

323 (a) keep the minutes of meetings of members and of the board of trustees, in one
324 or more books provided for that purpose;

325 (b) see that all notices are duly given in accordance with these bylaws or as
326 required by law;

327 (c) be custodian of the corporate records and of the seal of the corporation;

328 (d) keep and maintain a membership record containing the names and addresses
329 of all members and trustees of the corporation, and with respect to any membership
330 which has been terminated, record that fact together with the date of termination. The
331 secretary may rely on the membership records of the American Wine Society as records
332 of the Class A members of this corporation; and

333 (e) exhibit to any trustee of this corporation, or to a trustee’s agent, to any
334 member, and to any person or agency authorized by law to inspect them, at all reasonable
335 times and upon demand with adequate notice, these bylaws, the Certificate of
336 Incorporation, the membership records, the minutes of any meeting, financial reports, and
337 other records of the corporation.

338
339 **Section 7.8. Treasurer.** If so required by the board of trustees, the
340 treasurer shall:

341 (a) give a bond for the faithful discharge of the treasurer’s duties in such sum and
342 with such surety or sureties as the board of trustees may deem appropriate;

343 (b) have charge and custody of, and be responsible for, all funds and securities of
344 the corporation;

345 (c) receive and give receipts for monies due and payable to the corporation from
346 any source and deposit all such monies in the name of the corporation in such banks, trust
347 companies, or other depositories, as shall be selected by the board of trustees;

348 (d) perform all duties generally incidental to the office of treasurer and such other
349 duties as may from time to time be assigned to the treasurer by the president or by the
350 board of trustees; and

351 (e) render an accounting, at least annually, of all the transactions of, and the
352 financial condition of, the corporation.

353
354 **Section 7.9. Assistant Secretaries and Treasurers.** The assistant
355 secretaries and treasurers shall perform such duties as may be assigned to them by the
356 board of trustees, the president, the treasurer, or the secretary of the corporation. If so
357 required by the board of trustees, the assistant treasurers shall give bonds for the faithful
358 discharge of their duties in such sums and with such sureties as the board of trustees may
359 deem appropriate.

360 **Article Eight: Committees**

361
362 **Section 8.1. Executive Committees.** The board of trustees may, by
363 resolution duly adopted, establish one or more committees, each of which shall consist of
364 two or more trustees. Such committees, to the extent provided by such resolution, and not
365 inconsistent with the Certificate of Incorporation, these bylaws, and applicable law, shall
366 have and exercise the authority of the board of trustees in the management of the
367 corporation. However, the designation of and delegation of authority to such committees
368 shall not relieve the board of trustees, or any trustee individually, of any responsibility
369 imposed on the board of trustees or on any individual trustee by the Certificate of
370 Incorporation, these bylaws, or by applicable law.

371
372 **Section 8.2. Finance Committee.** The matter of controlling, managing,
373 investing, and disposing of the property of this corporation for the purpose of earning an
374 income — as distinguished from applying property and funds to charitable purposes —
375 shall be exclusively vested in a finance committee which shall consist of not less than
376 two trustees and, optionally, such other persons as may be deemed appropriate, all of
377 whom shall be elected by resolution duly adopted by the board of trustees.

378
379 **Section 8.3. Other Committees.** Other committees, by whatever name
380 called, not having and exercising the managerial authority of the board of trustees, may
381 be established by resolution duly adopted by majority vote of the board of trustees.
382 Except as may be provided by resolution members of committees shall be members of the
383 corporation and shall be appointed by the president. The president, with the consent of a
384 majority of the board of trustees, may remove any committee member, whenever in his or
385 her judgment the interests of the corporation would best be served by such removal.

386
387 **Section 8.4. Terms of Office.** Each member of a committee shall continue
388 as such until the next meeting of newly elected trustees of the corporation and until
389 reappointed, or his or her successor is appointed, unless such committee shall be sooner
390 abolished, or unless such member be removed or cease to qualify as a member of the
391 committee.

392
393 **Section 8.5. Chairperson.** One member of each committee shall be
394 appointed chairperson by the president. The principal duties of the chairperson are to
395 plan, lead, and track progress of the committee’s work, and to report work status to the
396 board of trustees as they may direct.

397
398 **Section 8.6. Vacancies.** Vacancies in the membership of any committee
399 shall be filled by appointments made in the same manner as provided in the case of
400 original appointments, and any member so selected shall serve for the unexpired term of
401 his or her predecessor.

402
403 **Section 8.7. Quorum.** Unless otherwise provided in the resolution
404 establishing the committee, a simple majority of the whole committee shall constitute a

405 quorum, and the act of a simple majority of members present at a meeting at which a
406 quorum is present shall be the act of the committee.

407
408 **Section 8.8. Rules.** Each committee may adopt such rules and regulations
409 for its meetings and the conduct of its activities as it may deem appropriate. However,
410 such rules and regulations shall be consistent with these bylaws, and provided further that
411 regular minutes of all proceedings shall be kept.

412 **Article Nine: Contracts, Deposits, Checks, and Funds**

414
415 **Section 9.1. Contracts.** The board of trustees may, by resolution duly
416 adopted, authorize any officer or officers, agent or agents of the corporation, in addition
417 to the officers authorized by these bylaws, to enter into any contract or to execute and
418 deliver any instrument in the name of and on behalf of the corporation. Such authority
419 may be general, or confined to specific instances.

420
421
422 **Section 9.2. Gifts and Contributions.** The board of trustees or an
423 executive committee may:

424 (a) accept on behalf of the corporation any contribution, gift, bequest, or devise
425 of any type of property (“donations”), for the general and special charitable and
426 educational purposes of the corporation, on such terms as the board or committee shall
427 approve;

428 (b) hold such funds or property in the name of the corporation or of such
429 nominee or nominees and for such time as the board of trustees or committee may
430 designate;

431 (c) collect and receive the income from such funds or property;

432 (d) distribute the principal and/or income from such donations to such
433 benevolent and charitable endeavors as the board of trustees or committee may
434 determine, consistent with the purposes of the corporation, and at such times as deemed
435 appropriate; and

436 (e) enter into an agreement with any donor to continue to devote and/or
437 distribute the principal and/or income from the donation to a particular purpose [not
438 inconsistent with the purposes stated in the Certificate of Incorporation and which are
439 permitted to be carried on by an organization exempt from federal income taxation under
440 Section 501(a) of the Internal Revenue Code of 1986 as an organization described in
441 Section 501(c)(3) of such Code] as the donor may designate, and after approval of such
442 agreement by the board of trustees or committee, devote and/or distribute the principal
443 and/or income from that donation according to the terms of the agreement.

444
445 **Section 9.3. Deposits.** All funds of the corporation shall be deposited by
446 the Treasurer, within five business days after receipt of the same, to the credit of the
447 corporation in such banks, trust companies, or other depositories as the board of trustees
448 may select.

450 **Section 9.4. Checks, Drafts, Orders for Payment.** All checks, drafts, and
451 orders for payment of money, notes, or other evidences of indebtedness issued in the
452 name of the corporation shall be signed by such officer, or officers, agent or agents of the
453 corporation and in such manner as the board of trustees shall from time to time by
454 resolution determine. In the absence of such determination, such instruments shall be
455 signed by the treasurer or an assistant treasurer.

456
457 **Article Ten: Miscellaneous**

458 **Section 10.1. Fiscal Year.** The fiscal year of the corporation shall begin
459 on the first day of January and end on the thirty-first day of December in each year.

460
461 **Section 10.2. Execution of Corporate Documents.** The board of trustees
462 may authorize notes to be executed by the president and treasurer and contracts to be
463 executed by the president and secretary or by the president in conjunction with at least
464 one other officer. All corporate documents must be authenticated or attested by the
465 secretary.

466
467 **Section 10.3 Corporate Seal.** The board of trustees shall provide a
468 corporate seal containing the name of the corporation for the purpose of authenticating
469 documents. The secretary shall have custody of the seal. If so directed by the board of
470 trustees, a duplicate of the seal may be kept and used by such other officers as the board
471 may direct. The seal appears as follows:



482 **Section 10.4. Books and Records.** The corporation shall prepare,
483 maintain, and preserve correct and complete books and records of account, which shall be
484 kept in proper order by the treasurer. The secretary of the corporation shall maintain and
485 preserve minutes of all meetings of its members, the board of trustees, and all
486 committees. The corporation shall maintain at the registered or principal office a
487 membership record giving the names and addresses of all members entitled to vote. All
488 books and records of the corporation may be inspected by any trustee, or member, or the
489 agent or attorney of either, or by any proper person, at any reasonable time. Any such
490 record required to be preserved may be kept in electronic as well as paper form, provided
491 that redundant back-ups are also kept.

492
493 **Section 10.5. Waiver of Notice.** Whenever any notice is required to be
494 given under the provisions of the Nonprofit Corporation Act of New Jersey or under the

495 provisions of the Certificate of Incorporation or the bylaws of this corporation, a waiver
496 thereof in writing signed by the person or persons entitled to such notice, whether before
497 or after the time stated therein, shall be deemed equivalent to the giving of such notice.
498

499 **Section 10.6. Governing Rules.** All meetings of the board of trustees and
500 the membership or of any committee thereof shall be governed by *Robert's Rules of*
501 *Order*, including such revisions of those rules as may from time to time be published,
502 except as those rules are inconsistent with these bylaws, with the Certificate of
503 Incorporation of this corporation, or with applicable law.
504

505 **Section 10.7. Indemnity.** To the extent permitted by applicable law, each
506 trustee, officer, agent, or employee of the corporation shall be indemnified by the
507 corporation against costs and expenses reasonably incurred by him or her in connection
508 with any action, suit or proceeding to which he or she may be made a party by reason of
509 he or she being, or having been in, such a position. Indemnification will not be provided
510 for matters in which such a person has been finally adjudged in such action, suit or
511 proceeding to have been derelict or to have intentionally acted wrongfully in the
512 performance of his or her duties.
513

514 **Section 10.8. Dissolution.** In the event of dissolution of the corporation,
515 the provisions of Article Eleven of the Certificate of Incorporation and the law applicable
516 to an organization exempt from federal income taxation under Section 501(a) of the
517 Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such
518 Code shall govern.
519

520 **Article Eleven: Amendments**

521
522 **Section 11.1. Power of Trustees to Amend Bylaws.** Subject to any
523 limitations in the Certificate of Incorporation, these bylaws, or the Nonprofit Corporation
524 Act of New Jersey concerning corporate action that must be authorized or approved by
525 the members of the corporation, the bylaws of this corporation may be amended,
526 repealed, or added to, or new bylaws may be adopted, by a resolution duly adopted by the
527 board of trustees.
528

529 **Section 11.2. Power of Members to Amend Bylaws.** The bylaws of
530 this corporation may be amended, repealed, or added to, or new bylaws may be adopted,
531 by the vote or written assent of a two-thirds majority of the members of the corporation
532 voting at an annual meeting or at a special meeting at which there is a quorum as defined
533 in Article Five, Section 5.5.

ANNEX II. BOT JOB DESCRIPTIONS

AWS Education Foundation President

Per the AWSEF By-Laws the President shall perform the following:

The president shall be the chief executive officer of this corporation. He or she shall exercise general supervision and control over all activities of the corporation. The president shall:

- (a) preside at all meetings of members and of the board of trustees;
- (b) sign, in conjunction with the secretary or other officer authorized by the board of trustees, any deeds, mortgages, bonds, contracts, or other instruments the execution of which has been authorized by the board of trustees, except in cases where the signing and execution of such instruments has been expressly delegated by the board of trustees, by these bylaws, or to some other officer or agent of the corporation by law; and
- (c) perform all other duties and exercise all other powers generally incident to the office of president and such other duties as may be prescribed by the board of trustees.

In addition, the President shall:

1. Lead the BOT onward to raise funds and present students with scholarships.
2. Interface with outside organizations and people.
3. Make decisions in case of tie votes

AWS Education Foundation Executive Vice President

General duties of Vice Presidents per the AWSEF By-Laws:

The vice presidents assist the president. In the absence of the president or in the event of the president's inability or refusal to act, the executive vice president shall perform the duties of the president, and when so acting shall have all the powers of, and be subject to all of the restrictions upon, the president. Any vice president shall perform such additional duties as may from time to time be assigned to him or her by the president or by the board of trustees.

AWS Education Foundation Vice President for Scholarships

General duties of Vice Presidents per the AWSEF By-Laws:

The vice presidents assist the president.. Any vice president shall perform such additional duties as may from time to time be assigned to him or her by the president or by the board of trustees.

In addition, the Vice President for Scholarships shall:

1. Locate qualified students, and provide encouragement for them to apply for scholarships.
2. Interface with faculty and graduate students.
3. Provide the BOT with completed applications of the better students, "finalists", usually about half of the applicants.
4. Handle correspondence between BOT and students relating to scholarships.
5. Help arrange for presentations of the students at the AWS National Conference.

AWS Education Foundation Vice President for Corporate Development

General duties of Vice Presidents per the AWSEF By-Laws:

The vice presidents assist the president. Any vice president shall perform such additional duties as may from time to time be assigned to him or her by the president or by the board of trustees.

In addition, the Vice President for Scholarships shall:

1. be responsible for soliciting funds from large corporations to enhance the AWSEF treasury specifically, but not limited to, the Endowment fund or to the Special Scholarships fund. This officer shall maintain active lists of actual and potential corporate donors and shall make them available to other BOT members and to his/her successor.
2. maintain close coordination with the VP for Private Development to ensure actual and potential donors are only contacted by one BOT member.
3. may assume other duties as assigned, such as pursuing funds from AWS members and/or others for Charitable Gifts.

AWS Education Foundation Vice President for Private Development

General duties of Vice Presidents per the AWSEF By-Laws:

The vice presidents assist the president. Any vice president shall perform such additional duties as may from time to time be assigned to him or her by the president or by the board of trustees.

In addition, the Vice President for Scholarships shall:

1. be responsible for soliciting funds from private donors to enhance the AWSEF treasury specifically, but not limited to, the Endowment fund or to the Special Scholarships fund. This officer shall maintain active lists of actual and potential

private donors and shall make them available to other BOT members and to his/her successor.

2. maintain close coordination with the VP for Corporate Development to ensure actual, and ensure potential donors are only contacted by one BOT member

AWS Education Foundation Treasurer

Per the AWSEF Bylaws the following are duties of the AWSEF Treasurer:

If so required by the board of trustees, the treasurer shall:

(a) give a bond for the faithful discharge of the treasurer's duties in such sum and with such surety or sureties as the board of trustees may deem appropriate;

(b) have charge and custody of, and be responsible for, all funds and securities of the corporation;

(c) receive and give receipts for monies due and payable to the corporation from any source and deposit all such monies in the name of the corporation in such banks, trust companies, or other depositories, as shall be selected by the board of trustees;

(d) perform all duties generally incidental to the office of treasurer and such other duties as may from time to time be assigned to the treasurer by the president or by the board of trustees; and

(e) render an accounting, at least annually, of all the transactions of, and the financial condition of, the corporation.

(f) keep BOT members continually advised of contributions made to AWSEF

(Description written 12/96 in preparation for filling Treasurer position)

The Treasurer is a member of the Foundation Board of Trustees and is responsible for managing all financial matters for the Foundation. Duties include, but are not necessarily limited to, maintaining investment and banking accounts, making deposits and disbursements as authorized by the Board of Trustees, providing quarterly balance sheets and financial reports for the Board of Trustee reviews and approvals, and submitting the Foundation's annual Internal Revenue Service Form 990. The Treasurer participates in all Board meetings during each administrative year and has full voting privileges on all matters brought before the Board of Trustees. It is essential that the Treasurer understands sound business principles that are normally attributable to individuals who are Certified Public Accountants or has extensive accounting experience. There is no salary associated with this position, but normal and reasonable administrative expenses incurred in the discharge of the Treasurer's duties are reimbursable after filing an appropriate expense report.

AWS Education Foundation Secretary

Per the AWSEF By-Laws the following are duties of the AWSEF Secretary:

The secretary shall:

(a) keep the minutes of meetings of members and of the board of trustees, in one or more books provided for that purpose;

(b) see that all notices are duly given in accordance with these bylaws or as required by law;

(c) be custodian of the corporate records and of the seal of the corporation;

(d) keep and maintain a membership record containing the names and addresses of all members and trustees of the corporation, and with respect to any membership which has been terminated, record that fact together with the date of termination. The secretary may rely on the membership records of the American Wine Society as records of the Class A members of this corporation; and

(e) exhibit to any trustee of this corporation, or to a trustee's agent, to any member, and to any person or agency authorized by law to inspect them, at all reasonable times and upon demand with adequate notice, these bylaws, the Certificate of Incorporation, the membership records, the minutes of any meeting, financial reports, and other records of the corporation.

ANNEX III. SCHOLARSHIP APPLICATION MATERIALS



EDUCATIONAL FOUNDATION



American Wine Society Educational Foundation

Dear Student, Professor, or Other Interested Party:

Below are forms for applying for the American Wine Society Educational Foundation Scholarships. If you are a student, please note the requirements for eligibility before filling out the forms.

If you are a Professor, please give the forms to as many students as you think fit, or post this information on a suitable bulletin board.

If you are another interested party, please help us locate eligible students, give them the forms, etc.

Please note that in 2010 the AWSEF awarded six scholarships worth \$3,000 each.

More information about the American Wine Society Educational Foundation can be found at

<http://www.awsef.org>.

To contact me, call (610) 865-2401 between 7 and 9 PM, EST, or e-mail me at

lhs0@lehigh.edu.

That's lhs zero... or write to me at 1134 Prospect Ave., Bethlehem, PA 18018-4914.

Good luck to all of you!

Les Sperling, V.P. Scholarships

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

SCHOLARSHIP PROGRAM

For Graduate Students

The American Wine Society Educational Foundation annually awards academic scholarships to support students pursuing an academic program in enology, viticulture, or health aspects of wine.

ELIGIBILITY (All requirements must be met.)

1. Full time graduate students who have completed at least one semester in a graduate program leading to an M.S., Ph.D., or equivalent in enology, viticulture, or health aspects of wine as stated above, and who express their intent to work in one of these areas upon completion of their graduate degree. Ph.D. candidates with an M.S. from another graduate program are eligible.
2. Applicants must be North American (U.S., Canada, Mexico, Bahamas, and West Indies Islands) citizens or permanent residents, who are already enrolled for their degree in a North American institution of higher learning.
3. Previous American Wine Society Educational Foundation Scholarship recipients may apply a second time in open competition with new applicants, but students are limited to two (2) scholarships.
4. The decision of the scholarship committee will be final.
5. The American Wine Society Educational Foundation does not discriminate on the basis of race, color, national origin, religion, or sex or gender.
6. It is important to fill out the application form fully, and make sure all reference material is completed and all material returned by the March 31 deadline.

I. Initial Screening Procedure

- A. Assignment:** The American Wine Society Educational Foundation *Vice President for Scholarships* is the designated recipient of all student applications and supporting materials, and this trustee will perform the initial screening.
- B. Initial Screening Procedure:** The initial screening procedure involves a checklist of objective criteria only and does not require subjective evaluations of relative merit or value that necessarily come into play in the final evaluations. The screener will approve and send to the full AWSEF Board all students applications that include the following:

1. Timely receipt of application.
2. Complete statement of research project.
3. Required advisor and other recommendations.
4. Complete academic record.
5. Proper citizenship/residency qualification.
6. Appropriate field of academic study.
7. Enrollment in an appropriate program at a qualified institution.

II. Areas of Evaluation:

Below is the complete meaning of each area of evaluation. Please be advised that (1) Items A, B and C below constitute the most important part of your application, and (2) the total word count of A plus B must not exceed 750 words.

- A. Statement of Professional Intent and Research Project:** The student's statement of professional intent and research project should fully and precisely describe their current and future research.
- B. Research Project's Importance to the American Wine Industry:** What does the student believe is the importance of their research to the North American Wine industry, and/or what important result do they hope to accomplish?
- C. Advisor and Other Recommendations:** The recommendations address the qualifications of the student in question, with specific reference to the student's strengths and weaknesses (areas for improvement), progress in studies and research, and promise for the student's future contribution to the American wine industry or wine education.
- D. Shows Promise of Working in Wine Industry or Education:** The student's and/or the advisor's statements indicate a clear potential for the student to be employed after graduation in the American wine industry or in wine education. What are the student's career goals?
- E. Academic Record:** The academic record is weighted toward graduate studies, but undergraduate areas of interest and accomplishment will be considered as indicators of useful intellectual qualities and strengths that would enhance a productive career. In evaluating the graduate studies record, areas of study that are appropriate for the student's degree will be considered along with the numerical GPA.

APPLICATION PROCEDURES

All application materials and inquiries should be addressed to: Les Sperling, VP, Scholarship Committee, 1134 Prospect Ave., Bethlehem, PA 18018-4914.

PHONE: (610) 865-2401 (7 - 9 PM Preferred, EST)

FAX: (610) 758-3526

E-MAIL: lhs0@lehigh.edu That's lhs zero...

APPLICATION DEADLINE: Applications open Jan. 1st. All completed forms, current academic transcripts, letters of recommendation, and other pertinent materials must be postmarked by **March 31st** to be considered for the following academic year.

Applications will be considered complete upon receipt of the following:

1. The completed scholarship application form.
2. Current official transcripts of all college or university academic records.
3. A written statement which indicates the applicant's intent to pursue a career in a wine or grape related area as stated on the eligibility page.
4. A written recommendation from the applicant's academic advisor using the form supplied.
5. Two letters of recommendation in addition to the academic advisor's written recommendation.

CRITERIA FOR AWARDS

The American Wine Society Educational Foundation, Inc. emphasizes that it seeks to support those outstanding individuals who have a genuine interest in pursuing a career in a wine related field. Award recipients will be announced approximately May 2011, and scholarship monies are usually for the following Fall semester or quarter.

Applications will be evaluated on the strength of your application and accompanying letters of recommendation.



EDUCATIONAL FOUNDATION



AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION SCHOLARSHIP APPLICATION

Please type or print in completing this application. It must be postmarked by **March 31**, to be considered for the following academic year. Use extra pages if needed.

Name _____

Address _____

Phone (home) _____ Phone (office) _____

FAX No. _____ E-mail _____

Hometown Newspaper _____ Address _____

Academic Level _____ Expected Date of Graduation _____

Degree _____ Major or Graduate Group _____

University or college attended (undergraduate) _____

University or college you will attend in the upcoming year _____

Advisor's Name _____

Present employer or academic status _____

Citizenship or permanent resident, country _____

Scholarships previously awarded. Please indicate year and amount received.

How did you find out about us? _____

To the best of my knowledge, the above information is correct.

Applicant's Signature _____ Date _____

STATEMENT OF PROFESSIONAL INTENT AND RESEARCH PROJECT'S IMPORTANCE

(To be completed by the scholarship applicant.)

In a brief statement, A) Fully and precisely describe your current and future university research. B) What do you believe is the importance of your research to the North American wine industry, and/or what important result do you hope to accomplish? Use extra pages if needed.

Applicant's Signature _____ Date _____

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

Faculty Advisor's Recommendation

This report must be postmarked by **March 31**, and should be sent directly to: Les Sperling, VP, AWSEF Scholarship Committee, 1134 Prospect Ave., Bethlehem, PA 18018-4914.

Please give a brief evaluation of the student including your assessment of his/her attitude, intelligence, ability to complete work, degree of interest and self-motivation in the major, and any other factors which you feel may be of value to the scholarship committee. (This report is confidential and is restricted to use by the scholarship committee only.) Please use extra pages if needed.

Name of Scholarship Applicant _____

Name of advisor _____ Date _____

Signature _____ Address _____

Phone Number _____ E-mail address _____

Applicant's authorization: In compliance with Public Law 93-380 Section 438 (Buckley Amendment)

_____ I waive my right of access to this report.

_____ I do not waive my right of access to this report.

Applicant's Signature _____ Date _____

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

Recommendation Form

The student named below is submitting an application for an academic scholarship. Please write a concise estimate of the candidate, including an assessment of his/her ability, self-motivation, interest, and any other factors which you feel would be helpful to the scholarship committee. (This recommendation is restricted to use by the scholarship committee only and must be postmarked by **March 31.**) Please use extra pages if needed.

Name of Scholarship Applicant _____

Please mail directly to: L. H. Sperling, VP, AWSEF Scholarship Committee, 1134 Prospect Ave., Bethlehem, PA 18018-4914.

Recommended by _____ Title _____

Signature _____ Date _____

Address _____

Phone Number _____ E-mail address _____

Applicant's authorization: In compliance with Public Law 93-380 Section 438 (Buckley Amendment)

_____ I waive my right of access to this report.

_____ I do not waive my right of access to this report.

Applicant's Signature _____ Date _____

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

Recommendation Form

The student named below is submitting an application for an academic scholarship. Please write a concise estimate of the candidate, including an assessment of his/her ability, self-motivation, interest, and any other factors which you feel would be helpful to the scholarship committee. (This recommendation is restricted to use by the scholarship committee only and must be postmarked by **March 31.**) Please use extra pages if needed.

Name of Scholarship Applicant _____

Please mail directly to: L. H. Sperling, VP, AWSEF Scholarship Committee, 1134 Prospect Ave., Bethlehem, PA 18018-4914.

Recommended by _____ Title _____

Signature _____ Date _____

Address _____

Phone Number _____ E-mail address _____

Applicant's authorization: In compliance with Public Law 93-380 Section 438 (Buckley Amendment)

_____ I waive my right of access to this report.

_____ I do not waive my right of access to this report.

Applicant's Signature _____ Date _____

ANNEX IV. AWSEF SCHOLARSHIP APPLICATION RUBRIC

AWSEF Scholarship Evaluation-Final for '11

Candidate Name _____ Reviewed by _____

Areas of Evaluation

A. Statement of Professional Intent and Research Project fully and precisely describes current and future research:

1 2 3 4 5 6 7 8 9 10

1-3, does not meet expectation; 4-6, marginally meets expectation; 7-9, fully meets expectation; 10, exceeds expectation.

B. Importance of the research project to the American wine industry as perceived by the student, and/or what important result the student hopes to accomplish:

1 2 3 4 5 6 7 8

1-3, does not meet expectation; 4-7, meets expectation, 8, exceeds expectation.

C. Recommendations:

Advisor:

1 2 3 4

First other recommendation:

1 2 3

Second other recommendation:

1 2 3

For advisor: 1, does not meet expectation; 2-3, meets expectation; 4, exceeds expectation.

For first and second other: 1, does not meet expectation; 2 meets expectation, 3, exceeds expectation.

Sum of the score of this section: ____

D. Shows promise of working in the American wine industry or education:

1 2 3 4 5

1-2, does not meet expectation; 3-4, meets expectation; 5, exceeds expectation.

E. Academic record indicates desirable intellectual qualities:

1 2 3

1, does not meet expectation; 2 meets expectation; 3, exceeds expectation.

F. Overall evaluation:

1 2 3 4

1, does not meet expectation; 2-3, meets expectation; 4, exceeds expectation.

Score: A ____ E ____

B ____ F ____

C ____

D ____ Total Score: ____

Comments on each area:

A. Statement of Professional Intent and Research Project:

B. Importance of project to the American wine industry, or hopes of accomplishment by the student:

C. Advisor/other recommendations:

D. Shows promise of working in American wine industry or education:

E. Academic record/intellectual qualities:

F. Overall Evaluation:

I. Initial Screening Procedure

A. Assignment: The American Wine Society Educational Foundation *Vice President for Scholarships* is the designated recipient of all student applications and supporting materials and this trustee will perform the initial screening.

B. Initial Screening Procedure: The initial screening procedure involves a checklist of objective criteria only and does not require subjective evaluations of relative merit or value that necessarily come into play in the final evaluations. The screener will approve and send to the full AWSEF Board all students applications that include the following:

1. Timely receipt of application.
2. Complete statement of research project.
3. Required advisor and other recommendations.
4. Complete academic record.
5. Proper citizenship/residency qualification.

6. Appropriate field of academic study.
7. Enrollment in an appropriate program at a qualified institution.

II. Areas of Evaluation:

Below is the complete meaning of each area of evaluation:

A. Statement of Professional Intent and Research Project: The student's statement of professional intent and research project fully and precisely describes their current and future university research.

B. Research Project's Importance the American Wine Industry: Importance of the research project to the American wine industry as perceived by the student, and/or what important result the student hopes to accomplish. This includes all enological, viticultural, wine appreciation, and health-related areas as appropriate.

C. Advisor and Other Recommendations: The recommendations address the qualifications of the student in question, with specific reference to the student's strengths and weaknesses (areas for improvement), progress in studies and specifically the student's research project.

D. Shows Promise of Working in Wine Industry or Education: The student's and/or the advisor's statements indicate a clear potential and/or desire for the student to be employed after graduation in the North American wine industry or in wine education.

E. Academic Record: The academic record is weighted toward graduate studies, but undergraduate areas of interest and accomplishment will be considered as indicators of useful qualities and strengths that would enhance a productive career. In evaluating the graduate studies record, areas of study that are appropriate for the student's degree will be considered along with the numerical GPA.

Annex V. AWSEF Letterhead Stationery



<http://www.awsef.org>

Richard A. Marsden
President
130 Pena Blanca Loop
Las Cruces, NM 88011-8385
HP: 575.636.4059
president@awsef.org

Leslie H. Sperling
*Vice President
for Scholarships*
1134 Prospect Ave.
Bethlehem, PA 18018-4914
HP: 610.865.2401
WP: 610.758.3845
LHS0@lehigh.edu

Eileen M. Tobias
*Vice President
for Private Development*
2316 Parrish Street
Philadelphia, PA 19130-1940
HP: 215.232.2219
vpprivate@awsef.org

Bonnie M. Huber
*Vice President
for Corporate Development*
65-60 Booth Street, Apt. 3C
Rego Park, NY 11374
HP: 718.275.1205
Cell: 631.806.7234
vpcorporate@awsef.org

David H. Frellsen
Treasurer
472 MC 2032
Yellville, AR 72687-9598
HP: 870.436.9494
treasurer@awsef.org

W. Karl Starkloff
Secretary
178 Intracoastal Drive
Madison, AL 35758-9424
HP: 256.721.9609
Cell: 256.527.3189
secretary@awsef.org

Willis Parker
AWS President
725 Knickerbocker Ave.
Springfield, OH 45506
HP: 937.322.6359
president@americanwinesociety.org

ANNEX VI. AWSEF LOGO/SEAL

Here are the LOGO files that are recorded on the attached disk. These can be used to create letterheads, envelopes, brochures, etc. Please let me know if these files work for you. I obtained the files from the manufacturer of the AWSEF pins.



File Name: 1609amer.tif

TIF Image



File Name: 1609amer_os2.bmp

Bit Map Image



File Name: 1609amer_win.bmp

Bit Map Image

All LOGO files can be used with Word Perfect version 8. I'm not certain about other word processor software. You'll have to try it to see if it can work for you.

Al

ANNEX VII. AWSEF BROCHURE

The American Wine Society Educational Foundation's mission is to provide academic scholarships and research grants to students based on academic excellence and genuine interest in pursuing careers in wine-related fields.

Incorporated in May 1993 as a nonprofit organization in the State of New Jersey, the Foundation is designed to encourage men and women who are interested in entering the wine industry but lack financial support.

The Foundation, through its scholarship program, seeks to partner with North American wine enterprises to nurture the development of trained professionals by encouraging studies in enology, viticulture, health aspects of food and wine, and how to responsibly use and appreciate wines.

The Foundation Board of Trustees identifies worthy recipients of scholarships and grants and administers the awards.

The Trustees provide fund-raising events to ensure funds will be available to give valued scholarships each academic year.

Candidates for the scholarship awards are solicited through publications, wineries, university counselors, professors known for their contributions to the wine industry, and friends of various wine organizations. Students interested in applying for a scholarship should contact the AWS Educational Foundation, Inc. at the address located on the last page of this brochure. A scholarship application form is also available from our link located on the American Wine Society home page (www.vicom.net/~aws)

Applications are received, evaluated, and scholarship recipients are selected by the Trustees.

While academic scholarship and intent to work professionally in the wine

industry are paramount, all North American citizens are eligible to apply. The program is open to all registered full-time graduate students, regardless of sex, race, age, religion, and national origin.

In order to accomplish our mission, the Foundation must rely on public contributions to fund our program. We appeal to you individually, organizations, and other wine aficionados to share in this important work of educating today's aspiring wine industry professionals.

You can participate by making a meaningful contribution by choosing among the six levels of support listed below:

Patron \$5,000 and up
Sponsor \$2,500 - \$4,999
Benefactor \$1,000 - \$2,499
Associate \$500 - \$999
Supporter \$100 - \$499
Friend \$25 - \$99

Your support helps, no matter what its size or form. If you wish to discuss other ways in which you can contribute to the American Wine Society Educational Foundation – such as through a memorial gift, named scholarship sponsor, endowment, remembering the Foundation in your will – please contact us at the address shown on the back of this brochure.

The American Wine Society Educational Foundation is tax-exempt under Section 501 (c)(3) of the U.S. Internal Revenue Service Code.

The Foundation is separate from the American Wine Society, but membership in the American Wine Society automatically entitles one to a membership in the Educational Foundation. However, anyone not a member of the American Wine Society may become a member of the Foundation upon donating \$25 or more.

In recent past the Foundation has awarded up to four annual scholarships with small grants for attendance at the American Wine Society National Conference. The approximate value of these scholarships and grants is \$40,000. Typical thesis topics undertaken by some of our scholarship recipients include: “Genetics of Grape Resistance to Pierce’s Disease,” “Electrochemical pH Modification of Wine,” “Concentration of Resveratrol,”

and “Genetics of Root Knot Nematodes Attacking Vines.”

The AWS Educational Foundation, Inc.
Jacqueline Rogers
108 Dogwood Road
Port Jefferson, NY 11777

The Foundation is governed by seven trustees. All trustees have a deep commitment to advancing wine education at all levels

ANNEX VIII.SAMPLE ENDOWMENT FUND DONOR PLEDGE FORM

PLEDGE DONATIONS	
I accept your invitation to membership in the AWSEF's Endowment 2000 Campaign. I prefer to make annual payments as shown below, beginning with the enclosed, 1997, payment and all subsequent payments due annually in the month of _____.	
PLEDGE YEAR	AMOUNT
1997	\$ _____
1998	\$ _____
1999	\$ _____
2000	\$ _____
TOTAL	\$ _____
I prefer to make a single donation as follows:	
\$ _____	
_____	_____
Signature	Date

Please acknowledge and credit this gift in the following way:	
Name: _____	
Company Name: _____	
Address: _____	
City: _____	State: _____ Zip: _____
Phone Number: (____) _____-_____	
<p style="text-align: center;">All contributions are gratefully accepted. All gifts are tax-deductible as provided by law.</p> <p>THANK YOU FOR SUPPORTING THE American Wine Society Educational Foundation!</p>	

ANNEX IX. SAMPLE PATRON AWARD

THE AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

BOARD OF TRUSTEES

PRESENTS THE

PATRON AWARD

TO

THE BANFI VINTNERS FOUNDATION

In recognition of their generous support of the American Wine Society Educational Foundation's Endowment Fund. This perpetual endowment provides scholarships to graduate students planning to pursue professional careers in wine related fields. The Banfi Vintners Foundation demonstrated leadership by becoming the first contributor to achieve patron status, the highest recognition given by the American Wine Society Educational Foundation.

Alcide L. Porell, President of the Board of Trustees

ANNEX X. SAMPLE SPONSOR AWARD

THE AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION

BOARD OF TRUSTEES

PRESENTS THE

SPONSOR AWARD

TO

MR. HAL KOHN

In recognition of his generous support of the American Wine Society Educational Foundation's Scholarship Program. The Foundation provides scholarships to graduate students planning to pursue professional careers in wine-related fields. Mr. Kohn, a charter member of the Board of Trustees, demonstrated leadership by becoming the first contributor to the Foundation. He has continued to donate regularly thus achieving sponsor status, a high honor recognition given by the American Wine Society Educational Foundation.

Dr. Leslie H. Sperling, President of the Board of Trustees

2004 Scholarship Voting									
Students/Board	Bob	Les	Lena	Bill	Dick	Joyce	Tom	Total	Com.
Candidate 1									
Candidate 2									
Candidate 3									
Candidate 4									
Candidate 5									
Candidate 6									
Candidate 7									
Candidate 8									
Candidate 9									
Candidate 10									
Candidate 11									
Candidate 12									
Candidate 13									
Candidate 14									
Candidate 15									
Candidate N									

ANNEX XII. SILENT AUCTION DONATION FORM

2005 Silent Auction Donation Form

I wish to make a donation to the silent auction to be held at the Flamingo Hilton Hotel on November 4, 2005. I understand that proceeds from the auction support the scholarship program administered by The American Wine Society Educational Foundation to provide scholarships to students of enology, viticulture, and other wine-related fields. Pursuant to 26 U.S.C. 501(c)(3), my donation is tax deductible. The Foundation will provide me a receipt confirming the value of the wine donation based on my declaration of its unit value shown below.
Instead of wine, I am donating items worth \$ _____ or money \$ _____ to the Educational Foundation.

Name of Wine(s) or Other Item(s)	No. of Units	Vintage	Unit Value

Shipping Instructions

**Ship to: Angus MacEachern, Attn AWSEF
 4970 S. Arville Street, Suite 110
 Las Vegas, NV 89118**

On the shipping container clearly show the words: **AWS Educational Foundation**. Please ship for arrival on or before **October 28, 2005**.

If you plan to attend the AWS National Conference and deliver your donation personally, please contact Joyce Vecchiolli at the Flamingo Hilton, Thursday, November 3. You may also deliver your donation directly to the AWS Educational Foundation booth at the exhibitors' area by 9:00 a.m., Friday November 4.

Please show your method of delivery and mail this form by October 15, 2005 to:

**Joyce Vecchiolli
 144 Rodney Circle
 Bryn Mawr, PA 19010**

**610-525-1178
 email: jvecc@earthlink.net**

I am [please circle your choice] (shipping) (personally delivering). I will arrive on _____.
****** It is important that this shipping form be returned in order to ensure proper planning. ******

Name of Winery/Donor _____

_____ Date _____ Signature _____ Printed Name _____

_____ Address _____ Phone/email/Web page _____

ANNEX XIII. SILENT AUCTION SHIPPING INSTRUCTIONS

ANNEX XIV. SILENT AUCTION WINERIES FIRST

ANNEX XV. SILENT AUCTION WINERY LETTER

ANNEX XVI. SILENT AUCTION WINERY FIRST LETTER

ANNEX XVII. SILENT AUCITON AMATEUR WINNERS

ANNEX XVIII. SILENT AUCTION WINE FACT SHEET

ANNEX XIX. SILENT AUCTION INDIVIDUAL DONORS

ANNEX XX. SILENT AUCTION INDIVIDUAL DONORS' LETTER

ANNEX XXI. SILENT AUCTION SAMPLE CONFERENCE BINDER AWSEF
CONTRIBUTION FORM



EDUCATIONAL FOUNDATION
<http://www.awsef.org>

November 11, 2010

Dear Conference Attendee,

We would be pleased if you could support the **American Wine Society Educational Foundation's** scholarship award program by making a tax-deductible contribution.

My donation is: \$25 _____ \$50 _____ \$100 _____ Other _____

Donor's name, address, phone number: _____

Email address: _____

Please complete the following if you would like your donation to be in honor of an individual AWS member, a conference speaker, a winery or company whose presentation you especially enjoyed.

(Name of member, speaker, winery or company)

Please make your check payable to 'AWSEF' and mail to: Eileen Tobias
2316 Parrish Street
Philadelphia, PA 19130-1940

The AWSEF is a 501(c)(3) charitable corporation so your contribution is tax-deductible to the extent allowable by law.

The Educational Foundation and our scholarship recipients thank you for your support.

Sincerely,

Eileen M. Tobias
Vice President
AWSEF

ANNEX XXII. SILENT AUCTION DONATIONS NUMERIC

ANNEX XXIII. SILENT AUCTION DONATION LIST

ANNEX XXIV. SILENT AUCTION BID SHEET

ANNEX XXV. SILENT AUCTION BIDDER'S RECEIPT FORM

ANNEX XXVI. SILENT AUCTION BID RECORD

ANNEX XXVII. SILENT AUCTION THANK YOU LETTER

ANNEX XXVIII. SCHOLARSHIP APPLICATION ANALYSIS

Scholarship Application Analysis Worksheet

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let. (0-1) App. O.K. (0-2) Pro. Int. (0-20) Advis. Rec. (0-10) 2nd Rec. (0-5) 3rd Rec. (0-5) (0-5) Trans.

Name _____ Total Score _____ Finalist? (Y or N) _____

Cov. Let.(0-1) App. O.K.(0-2) Pro. Int. (0-20) Advis. Rec.(0-10) 2nd Rec.(0-5) 3rd Rec.(0-5) (0-5) Trans.

ANNEX XXIX. SAMPLE SCHOLARSHIP SELECTION ORDINAL
EVALUATION WORKSHEETS

Candidate's Name	Bornhauser	Brattsten	Castronuovo	Kryter	Marsden	Sperling	Vecchioli	Total	University

2004 Scholarship Voting									
Students/Board	Bob	Les	Lena	Walt	Dick	Joyce	Willis	Total	Com.
Taryn Baurle									
Diane Choo									
Jessica Cortell									
Jodi Creasap									
Stephen Jordan									
Michael Larner									
Brian Lehman									
Riccardo LoCascio									
Heather Melidossian									
Amelie D. Morneau									
Ashley Meyers									
Warren Place									
Patricia Sobieck									
Elizabeth Townsend									
Laura Wakefield									

ANNEX XXX. SAMPLE SCHOLARSHIP CANDIDATE REVIEW
QUESTIONS

Sample questions in evaluation of applicants for scholarships

1. Is this person likely to make an impact on the grape and wine industries?
2. Will it be likely that this person will, in the future, be a friend of the AWS?
3. Is this person likely to succeed in life broadly more than the others?
4. Does this person exhibit potential leadership qualities?

ANNEX XXXI. SAMPLE LETTER TO UNIVERSITY FINANCIAL
OFFICE FOR SCHOLARSHIP AWARDEES

July , 2004

Attn:
Student Financial Services
Address, University

Dear ____:

Please find enclosed a \$2,500.00 check made out to the ... University, for a scholarship to:

NAME, address, S.S. number

This scholarship is for the Fall Semester or Quarter, 2004. It should be made available to NAME at registration time either to pay his/her registration at ... University for the Fall Semester or Quarter, 2004, or as cash (or check) on presentation of evidence of registration completion, i.e., other sources paying the registration.

I appreciate your help in this matter.

Yours truly,

Les Sperling

V.P. for Student Affairs
and Scholarships

cc: AWSEF Treasurer
Student Awardee

**ANNEX XXXII. COMMERCIAL WINE COMPETITION JUDGE
HONORARIUM CONTRIBUTION TO AWSEF**

American Wine Society Educational Foundation, Inc.

Because I believe in the educational goals of the American Wine Society Educational Foundation I wish to donate the honorarium due me for participating as a judge in the American Wine Society Commercial Wine Competition to the Foundation's Endowment Fund as shown below:

<u>SESSION</u>	<u>HONORARIUM AMOUNT</u>	<u>DONATE</u>	
		<u>YES</u>	<u>NO</u>
Wednesday, Nov. 7-10 p.m.	\$25	()	()
Thursday, Nov. 12 9-12 noon	\$25	()	()
Thursday, Nov. 12 1:30-4 p.m.	\$25	()	()

Signature: _____, Date: _____

Name: _____
(Please Print)

Address: _____

City: _____ . State: _____, Zip: _____

Phone: _____
(Optional)

E-mail : _____
(Optional)

FAX: _____
(Optional)

Thank you for your support. **Please give this completed form to Matt Kristofik before you leave this session.**

Walt Rachele, Treasurer
American Wine Society Educational Foundation

ANNEX XXXIII. SAMPLE ACKNOWLEDGEMENT LETTER FOR CWC
STIPEND DONATION

Date of Letter

Ms. Tania Dautlick
2331 Huron St.
Durham, NC 27707

Dear Ms. Dautlick,

On behalf of the American Wine Society Educational Foundation Board of Trustees thank you for your generous donation of \$25 in support of the scholarship program. As you know, these funds are used to provide financial support to serious students who are pursuing academic studies in wine related fields.

During the AWS National Conference at Hilton Head, SC, you participated in the AWS Commercial Wine Competition and donated your stipend and other funds to the AWS Educational Foundation. Since the Educational Foundation is a tax exempt organization under section 501(3)(c) of the Internal Revenue Code, your donation may be tax deductible. This letter acknowledges your contribution and is your proof certifying your generosity.

Again, thank you for your generous contribution.

Bill Bornhauser, Treasurer
American Wine Society Educational Foundation

ANNEX XXXIV. SAMPLE CALL FOR AWSEF BOARD MEMBER
APPLICATIONS

Call for Candidates: AWS Educational Foundation Board of Trustees

Les Sperling, AWSEF President

Three positions on the *American Wine Society Educational Foundation* (AWSEF) Board of Trustees will be filled through election by the AWS membership in the summer of 2003. Two of the three positions require no special expertise, whereas the third, Vice President for Public Relations, is best filled by someone having experience in that field. Enthusiasm and readiness to work are essential qualities for all candidates.

Candidates should prepare two short paragraphs, **75 words (max.)** each. The first paragraph should emphasize the candidate's qualifications (years of AWS membership, committee activities, etc.). The second paragraph should outline the goals the candidate intends to accomplish if elected. All material, including full name, mailing address, 'phone number(s), and e-mail address should be sent to **Bob Kryter**, a current board member, at **203 Kawga Lane, Loudon, TN 37774-2805, 865-408-9828, e-mail RKryter@aol.com** no later than **May 1, 2003**.

The *Educational Foundation* annually awards scholarships to support outstanding graduate students in North America who are pursuing an academic program in enology, viticulture, or health aspects of wine. Major and continuing tasks of the AWSEF Board are to raise and manage the monies required to provide the scholarships and to identify students worthy of support.

ANNEX XXXV. SAMPLE BOT ELECTION FORM

OFFICIAL BALLOT
American Wine Society Educational Foundation
Board of Trustees
“2005”

Member # 1

Member # 2

Signature

Signature

Second- Fold Down 

Specialized Trustee Candidates

VOTE FOR ONE

TREASURER

[Four Year Term]

Term]

Walter J. Rachele

Specialized Trustee Candidates

VOTE FOR ONE

TREASURER

[Four Year

Walter J. Rachele

First- Fold Up 

General Trustee Candidates

[Four Year Terms]

VOTE FOR TWO CANDIDATES

CANDIDATES

Robert C. Kryter

Robert M. Miller

General Trustee

[Four Year Terms]

VOTE FOR TWO

Robert C. Kryter

Robert M. Miller

ATTENTION

In order for your ballot to be official, THIS entire original page must be return intact. Fold with “Mail To” section on outside, tape securely and postmark by October 1, 2005.

Return Address:

Please Place
Stamp Here

Mail To: Robert Miller
AWS Educational Foundation Ballot Counter
416 Bethlehem Road
Dreyfus, KY 40385

OFFICIAL BALLOT, AWS Educational Foundation

ANNEX XXXIV. 501C(3) CERTIFICATE

Error! Objects cannot be created from editing field codes.

Error! Objects cannot be created from editing field codes.

Error! Objects cannot be created from editing field codes.

APPENDIX A.

ANNEX XXXV. CURRENT

AWSEF CERTIFICATION OF INCORPORATION

APPENDIX B.

APPENDIX C.

APPENDIX D.

The enclosed appendix is a retyped copy of the original Certificate of Incorporation. The original document is maintained by the AWSEF Secretary.

FILED

May 4 1993

DANIEL J. DALTON
Secretary of State

=====

CERTIFICATE OF INCORPORATION

of the

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION, INC.,

A New Jersey Nonprofit Corporation

=====

Forwarded for Recording and Filing by
George E. Wilson, Esq.

Kearns, Vassallo & Kearns
215 Sunset Road
Willingboro, New Jersey 08046

FILED

CERTIFICATE OF INCORPORATION
AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION, INC.
A NEW JERSEY NONPROFIT CORPORATION

May 4 1993

DANIEL J. DALTON
Secretary of State

The undersigned persons, acting as incorporators of a corporation under the New Jersey Nonprofit Corporation Act, as set forth in Title 15A of the New Jersey Statutes, adopt the following Certificate of Incorporation for such corporation:

ARTICLE I

The name of the corporation is American Wine Society Education Foundation, Inc.

ARTICLE II

The corporation is a nonprofit corporation organized and operated exclusively for Charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.¹

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of education and science in oenology, viticulture, the responsible use of wine, and the health aspects of wine and for other charitable purposes by distribution of its funds for such purposes, and particularly for scholarships and grants for study and research, and for such other purposes which are consistent with the New Jersey Nonprofit Corporation Act and Section 501(c)(3) of the Internal Revenue Code of 1986.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Code of 1986 including, for such purposes, the making of distributions of organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation, and the corporation shall be

¹ References to sections of the Internal Revenue Code of 1986 are to provisions of such Code as those provisions are now enacted or to corresponding provisions of any subsequent federal tax laws.

empowered to make the election authorized under Section 501(h) of the Internal Revenue Code of 1986. The corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision herein, the corporation shall not carry on any activities not permitted to be carried on—

(i) by an organization exempt from federal income taxation under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code, or

(ii) by an organization, contributions to which are deductible under Sections 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE III

The corporation shall have perpetual duration.

ARTICLE IV

The corporation shall have a membership distinct from the Board of Trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability of dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE V

The street address of the initial registered office of the corporation is 215 Sunset Road, Township of Willingboro, County of Burlington, State of New Jersey. The name of its initial registered agent at that address is George E. Wilson, Esq..

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be five; provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation. The manner of election of trustees shall be set forth in the bylaws.

The trustees named herein as the first board of trustees shall hold office until the first meeting of trustees, to be held on May 15, 1993 at 9:00 a.m. or as soon thereafter as practicable at which time an election of trustees shall be held.

At the first meeting, four trustees shall be elected by the first board of trustees. They shall serve a term of two years each. The terms of these four initial trustees shall end on December 31, 1995. In 1995, four trustees shall be elected by the membership. The two candidates receiving the highest number of votes will be elected for a four-year term. The two candidates receiving the next highest number of votes will be elected for a two-year term. Beginning in 1997, two trustees will be elected every other year and shall serve for a term of four years beginning on January 1st after his or her election.

A fifth trustee shall be the sitting president of the American Wine Society. If that person is unwilling or unable to serve as a trustee, another elected director of the American Wine Society, shall be selected by the president of the American Wine Society to serve in his or her place during his or her term. In the event no candidate for the sitting president's vacancy on the board of trustees is provided by the president of the American Wine Society to serve in place of the sitting president of the American Wine Society. Except as provided in this paragraph, no director of the American Wine Society shall be eligible to serve as a trustee of this corporation while also service as a director of the American Wine Society.

Annual meetings shall be held in November of each year at the annual Conference of the American Wine Society, or at such other dates and place or places as the board of trustees may designate from time to time. The first annual meeting shall be held in November of 1993.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provisions of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the certification of

incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be *prima facie* evidence of such authority.

The names and residential addresses of the persons who are to serve as the initial

Page 4 trustees are:

<i>Name</i>	<i>Residential Address</i>
Kenneth P. Brewer	1375 Ireland Road, Xenia, Ohio 45385
Raymond A. Hartung, Jr.	9098 Meadow Oaks Drive, Allison Park, Pennsylvania 15101
Hal Kohn, Jr.	2604 Canterbury Road Columbia, South Carolina 29204
Angel Nardone	3006 Latta Road Rochester, New York 14612
Carol Petuskey	7 Crest Road East Brunswick, New Jersey 08816
Alcide L. Porell	129 Connors Drive Oak Ridge, Tennessee 37830
George E. Wilson	528 Nottingham Drive Yardley, Pennsylvania 19067

ARTICLE VII

The names and street addresses of each incorporator are as follows:

<i>Name</i>	<i>Street Address</i>
Alcide L. Porell	129 Connors Drive Oak Ridge, Tennessee 37830
George E. Wilson	528 Nottingham Drive Yardley, Pennsylvania 19067
William J. Kearns, Jr.	20 Crosswick Place Willingboro, New Jersey 08046

ARTICLE VIII

The board of trustees shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at

the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

Alcide L. Porell	129 Connors Drive Oak Ridge, Tennessee 37830	President
Kenneth P. Brewer	1375 Ireland Road, Xenia, Ohio 45385	Vice President
George E. Wilson	528 Nottingham Drive Yardley, Pennsylvania 19067	Secretary/Treasurer

ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Nonprofit Corporation Act of New Jersey described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted either by a resolution of the board of trustees or by following the procedure set forth therefore in the bylaws.

ARTICLE X

The property of this corporation is irrevocably dedicated to charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986. No part of the net income, earning, gains, or assets of the corporation shall inure to the benefit of or be distributable to its trustees, officers, other private individuals, or organizations, organized and operated for a profit (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 as herinabove stated).

ARTICLE XI

In the event of dissolution or final liquidation of the corporation, the board of trustees Shall, after paying or making provision for the payment of all the lawful debts and liabilities of The corporation, distribute all the assets of the corporation to one of more of the following Categories of recipients as the board of trustees of the corporation shall determine:

- a) a nonprofit organization or organization which may have been created to succeed the corporation, as long as such organization or ach of such

organizations shall then qualify as a governmental unit under Section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under Section 501(a) of such Code as an organization described in Section 501(c) of such Code: and/or

- (c) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under Section 170© of the Internal Revenue Code of 1986 or as an organization exempt from federal Income taxation under Section 501(a) of such Code as an organization described in Section 501(c) of such Code.

ARTICLE XII

Any amendment to this certificate of incorporation required to be made in order to Qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 may be may upon approval of two-thirds of the board of trustees. All other amendments to this certificate of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two thirds of the votes cast by members of the corporation entitled to vote thereon.

We, the undersigned, being the incorporators of this corporation, for the purpose of Forming this nonprofit charitable corporation under the laws of New Jersey, have executed this Certificate of incorporation on the dates set forth by our names.

Dated _____

Alcide L. Porell

Dated _____

George E. Wilson

Dated _____

William J. Kearns, Jr.

FILED

Jul 15 1994

Lonna R. Hooks
Secretary of State

=====

CERTIFICATE OF AMENDMENT

to the

CERTIFICATE OF INCORPORATION

of the

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION, INC.,

A New Jersey Nonprofit Corporation

=====

Forwarded for Recording and Filing by
George E. Wilson, Esq.
Kearns, Vassallo & Kearns
215 Sunset Road
Willingboro, New Jersey 08046-3718

FILED

Jul 15 1994

Lonna R. Hooks
Secretary of State

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF**

AMERICAN WINE SOCIETY EDUCATIONAL FOUNDATION, INC.

Pursuant to the provisions of Section 15A:9-2c of the New Jersey Nonprofit Corporation Act, the undersigned corporation adopts the following Certificate of Amendment to its Certificate of Incorporation, which changes the language in Article XI to comply with the requirements of the Internal Revenue Service for exemption from Federal income tax under Section 501(c)(3) of the Internal Revenue Code.

SECTION I. NAME

The name of the corporation is the American Wine Society Educational Foundation, Inc.

SECTION II. PURPOSE OF AMENDMENT

Pursuant to the provisions of Article XII of the Certificate of Incorporation, this amendment is required to be made in order to qualify the corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

SECTION III. MEMBERSHIP

The corporation has members, but none are entitled to vote on this amendment.

SECTION IV. DATE OF ADOPTION AND TEXT OF AMENDMENT

The following amendment to the Certificate of Incorporation was adopted by a

unanimous vote of those trustees present at a meeting called for such purpose on June 22, 1994. There are five trustees and all have consented to the adoption of this amendment.

The Certificate of Incorporation is hereby amended by deleting therefrom Article XI which reads as follows:

In the event of dissolution or final liquidation of the corporation, the board Of trustees shall, after paying or making provision for the payment of all the Lawful debts and liabilities of the corporation, distribute all the assets of the Corporation to one or more of the following categories of receipts as the Board of trustees of the corporation shall determine:

FILED

Jul 15 1994

**Lonna R. Hooks
Secretary of State**

(a) a nonprofit organization or organization which may be been created to succeed the corporation, as long as such organization or each of such organizations shall then qualify as a governmental unit under Section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under Section 501(a) of such Code as an organization described in Section 501(c)of such Code: and/or

(b) a nonprofit organization or organizations having similar aims and objects as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each of such organizations shall then qualify as a governmental unit under Section 170(c) of the Internal Revenue Code of 1986 or as an organization exempt from federal income taxation under Section 501(a) of such Code as an organization described in Section 501(c) of such Code.

And by adding thereto a new Article XI which reads as follows:

In the event of dissolution or final liquidation of the corporation, the board of trustees shall, after paying or making provision for the payment of all the lawful debts and liabilities of the corporation, distribute all the assets of the corporation for one or more exempt purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or 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.

SECTION V. EFFECTIVE DATE OF AMENDMENT

This amendment is effective on the date of filing of this Certificate of Amendment.

In witness whereof we have hereunto set our hands on dates below written:

The American Wine Society Educational Foundation, Inc.

Dated: July 12, 1994

By _____
Alcide Porell, President

Dated: July 13, 1994

By _____
Ellen Harkness, Secretary

APPENDIX E.

ANNEX XXXVI. AWSEF STATEMENT OF INVESTMENT POLICY

American Wine Society Educational Foundation Statement of Investment Policy

Preamble

It shall be the policy of the Board of Trustees (the Board) to treat all assets of the *American Wine Society Educational Foundation, Inc.* (the Foundation) as if held by the Foundation in a custodial or fiduciary capacity for the sake of accomplishing its mission and purposes. The following investment objectives and directions are to be judged and understood in the light of that overall sense of stewardship. In that regard, the basic investment standards shall be those of a prudent investor as articulated in applicable state laws.

Responsibility

The BOT Treasurer shall be the Chief Financial Officer of the AWSEF. In this capacity the Treasurer shall define which Funds or Accounts of the AWSEF may need professional advisement.

A Finance Committee shall be selected annually by the BOT to assist the Treasurer in discharging his roles and responsibilities as Treasurer and in helping interpret the provisions of this policy.

The Treasurer shall consult with the Finance Committee prior to making changes in the investments of the Endowment Fund (discussed below).

AWSEF FUNDS

The Funds to be managed by the Treasurer, with the support of the Finance Committee, include the following:

- Endowment Fund – the principal investment fund of AWSEF. Its sole purpose is to grow principal in perpetuity with the objective of awarding scholarships from its earnings only. This fund is treated in more detail below.
- Named Scholarship Funds – Separately identified funds held by the AWSEF in the name of individuals or other entities.
- Travel Fund – temporary fund that holds monies earmarked for travel of student scholarship winners selected to attend the AWS Annual Conference
- General Fund – holds operating monies for the AWSEF

Endowment Fund

Objectives

The Foundation's primary investment objective for its expected major asset, the Endowment Fund, is to preserve and protect it from depletion by earning a total return on these monies sufficient to permit periodic distribution of earnings with which to carry out the Foundation's objectives. Over time, total return expectations are as follows:

Total Return = Inflation + Internal Expenses (~1% of assets) + Distributions (~3% of assets)

Therefore, Total Return should exceed the sum of inflation and internal expenses *over time* (but not necessarily each & every year) by at least 3% per annum in order to make possible the periodic distribution goals of the Foundation. Internal expenses comprise costs incurred in doing business (printing, publications, postage, Board meetings & teleconferences, etc.), plus investment Counselor/Manager fees (if any).

Endowment funds should be invested with a 5- to 10-year time horizon. They should also be invested with the general guideline that the Foundation will wish to distribute scholarship monies – perhaps annually – without drawing upon principal.

Asset Mix

To accomplish the Foundation's investment objectives, the Treasurer are authorized to utilize portfolios of equity securities funds (mutual funds, investment trusts, and exchange traded funds), fixed income securities (bonds and CDs), and short-term (cash and money market) reserves. The actual asset allocation for the portfolio shall be set by the Treasurer, with the approval of the Foundation's Finance Committee, within the ranges provided by the policies stated below. These ranges can be modified only by formal approval of the Board.

Maximum Percentage Allotments for Investment Categories/Asset Classes

Total Equities	< 75%
Fixed-Income Securities	< 60%
Short-Term Reserves	< 30%

Asset Quality and Diversification

Equity Securities Funds – The Treasurer may invest in any unrestricted, publicly-available mutual fund that is listed in the Wall Street Journal on a daily or weekly basis. Because of the current size of the fund (~\$139,000 as of March 31, 2008), the Treasurer should invest only in mutual funds, exchange-traded funds, pooled income funds and unit investment trusts (as opposed to individual stocks) until such time as the fund's size increases substantially.

The Treasurer will make a concerted effort to maintain a portfolio of funds consistently rated in the top 25% of their respective classes, as measured by five- and ten-year risk vs. return data, and consistent with the Foundation's overall investment objectives.

The Treasurer should invest primarily in funds that emphasize “value” stocks. The Treasurer should, at no time, invest more than 20% of all equity investment in “growth” stocks. In addition, the Treasurer should always use a prudent diversification of Large-Cap, Mid-Cap, Small-Cap, and International stocks.

Fixed-Income Securities – The quality ratings of bonds, CDs and notes must be “A” or better, as rated by Standard and Poor’s or Moody’s. The portfolio may consist of only traditional principal and interest obligation (no derivatives) with maturities of seven years or less.

Short-Term Reserves – The quality rating of commercial paper must be “A-1,” as rated by Standard and Poor’s, or “P-1,” as rated by Moody’s, or better. Any money market funds must comply with the quality provisions for fixed-income securities and short-term reserves.

Investment Management Limitations

All purchases of securities will be for cash and there will be no margin transactions, short selling, or commodity transactions. In addition, the Treasurer may not make direct investments in real estate, loan money (except through the purchase of fixed-income securities, as permitted above), or permit the lending, mortgage, pledge, or hypothecation of any assets.

Delegation

The Board is authorized to retain, if desired, one or more Investment Counselors (the Counselors) and/or Investment Managers (the Managers) to offer investment advice on (Counselors) or to assume active investment management of (Managers) funds and/or assets owned or administered by the Foundation. When delegating discretionary investment authority to one or more Managers, the Board will establish and follow appropriate procedures for selecting such Managers and for conveying to each the scope of their authority, the organization’s expectations, and the requirement of full compliance with these policies

Custody and Securities Brokerage

The Board will establish such custodial and brokerage relationships as are necessary for the efficient management of the Foundation’s funds, including payment of reasonable Counselor/Manager fees. Whenever the Board has not designated a brokerage relationship, the Treasurer shall execute transactions wherever they can obtain best price and execution.

Reporting Requirements

If the Board chooses to retain investment Managers the following reports shall be required:

Monthly – The Managers shall provide the Board with a monthly written statement containing all pertinent transaction details for the preceding month, and well as the month-end allocation of the funds.

Quarterly – The Managers shall provide the Board with detailed information regarding current asset allocation, investment performance relative to comparable funds or indices, and any other matters of interest to the Board.

Annually – The Managers shall provide the Board an annual summary of the previous year's transaction history, investment performance relative to comparable funds or indices, the fund's current asset allocation, and future investment considerations and/or recommended actions.

Cash Flow Requirements

The Foundation shall be responsible for advising the Managers in a timely manner of the Foundation's future cash distribution requirements from any managed portfolio or fund. The Managers shall be responsible for providing adequate liquidity to meet such distribution needs.

Compensation for Counselor's/Manager's services

It shall be the policy of the Board to obtain the services of the Counselor/Manager *gratis*, if practicable, and in no case should such service fees exceed 1% of the value of the assets being professionally managed per annum.