

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
BEFORE THE SECRETARY OF THE COMMONWEALTH

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Department of State

Commonwealth of Pennsylvania, :
Bureau of Corporations and :
Charitable Organizations :
vs. :
Butler Fair & Agricultural Association :
Respondent :

Docket No. 0013-98-15
File No. 13-98-10442

CONSENT AGREEMENT AND ORDER

PARTIES

The Commonwealth of Pennsylvania, Department of State, Bureau of Corporations and Charitable Organizations (“Bureau”) and the **Butler Fair & Agricultural Association** (“Respondent”), stipulate as follows in settlement of the above-captioned matter:

JURISDICTION

1. This matter is before the Secretary of the Commonwealth (“Secretary”) pursuant to the Solicitation of Funds for Charitable Purposes Act (“the Act”), Act of December 19, 1990, P.L. 1200, No. 202, *as amended*, 10 P.S. §§ 162.1-162.24.

LICENSE AND REGISTRATION STATUS

2. Respondent does not deny the truth of the following averments regarding its operating as a charitable organization in the Commonwealth of Pennsylvania:

a. Respondent promotes agricultural education by conducting an annual county-wide fair in Butler County, PA.

b. Respondent was established in 1946 and has run a program of promoting agricultural education since that time.

c. Respondent is registered with the Bureau of Corporations and Charitable Organizations (hereinafter 'Bureau') under Certificate No. 26842, and may continue to be registered, on a year to year basis with the submission, during the appropriate timeframe, of the required information and forms related to each completed fiscal year.

d. The last known mailing address for the Respondent on file with the Bureau is: 1127 New Castle Road, P.O. Box 517, Prospect, PA 16052.

FACTUAL ALLEGATIONS

3. The Respondent admits that the following allegations are true:

a. In January 2013, Respondent submitted to the Bureau a completed Charitable Organization Registration Statement - Form BCO-10, for the fiscal year ending 09/30/2012.

b. The Form BCO-10 was signed by Chief Fiscal Officer, Ben A, Roenigk, and by the Secretary, Velma Cunningham, with each dating their signature 01/11/13.

c. Question 26 on Form BCO-10, asked Respondent to answer 'Yes' or 'No' to indicate whether any officers, directors, trustees, or employees of the organization were related by blood, marriage, or adoption to: "A. Any other officer, director, trustee or employee?".

d. Respondent marked "No" to subpart A when responding to Question 26 on the Form BCO-10.

e. Because Respondent did not mark "Yes" in the response to subpart A in Question 26, Respondent did not provide to the Bureau a list of related individuals showing the names, businesses and residence addresses of all related parties.

f. At the time the Form BCO-10 was signed and submitted to the Bureau, Respondent was aware of existing marriage, blood and adoption relationships between and among officers, directors, trustees or employees, including but not limited to:

(1) Chief Financial Officer (and Vice-President)

Ben Roenigk being related by blood to his cousin Mike Roenigk, President of the Board of Directors;

(2) Board Officers Mike Roenigk and Ben Roenigk

both being related by blood or marriage to the following employees of Respondent:

(i) Adam Roenigk;

(ii) Susan Roenigk;

(iii) Alexis Roenigk;

(iv) Gavin Roenigk;

(v) Luke Roenigk; and

(vi) Jacob Roenigk.

g. . Question 26 on Form BCO-10, asked Respondent to answer ‘Yes’ or ‘No’ to indicate whether any officers, directors, trustees, or employees of the organization were related by blood, marriage, or adoption to: “C. Any supplier or vendor providing goods or services?”.

h. Respondent marked “No” to subpart C when responding to Question 26 on the Form BCO-10.

i. Because Respondent did not mark “Yes” in the response to subpart C of Question 26, Respondent did not provide to the Bureau a list of related

individuals showing the names, businesses and residence addresses of all related parties.

j. At the time the Form BCO-10 was signed and submitted to the Bureau, Respondent was aware of existing marriage, blood and adoption relationships between officers, directors, trustees, or employees of the organization, and suppliers or vendors providing goods or services to the organization, including but not limited to the knowledge that:

(1) Board Officers Mike Roenigk and Ben Roenigk, and Board Member Dave Herold; were employees of W.L. Roenigk, a vendor of goods and services to Respondent;

(2) Board Member and Treasurer Marlin Sarvey provided plumbing services as a vendor to Respondent; and

(3) Board Member Gavon Slater provided electrician services as a vendor to Respondent.

AGREED VIOLATIONS

4. The parties agree that Respondent committed multiple violations of Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), by and through the violation of Section 5(b)(12) of the Act, 10 P.S. § 162.5(b)(12), since the organization failed to report to the Bureau:

a. the blood, marriage or adoption relationship of officers, directors, trustees or employees of the organization to each other;

b. the blood, marriage or adoption relationship of officers, directors, trustees or employees of the organization to any supplier or vendor providing goods or services to the organization; and

c. the names and residence addresses of such related parties.

TERMS OF BOARD ORDER

5. To address concerns raised by the Commonwealth and to resolve this matter on a compromise basis, the Commonwealth and the Respondent, intending to be legally bound, agree to the issuance by the Secretary of the following Order in settlement of this matter:

a. Respondent violated of Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), by and through the violation of Section 5(b)(12) of the Act, 10 P.S. § 162.5(b)(12), because the organization failed to report to the Bureau:

(1) the blood, marriage or adoption relationship of officers, directors, trustees or employees of the organization to each other;

(2) the blood, marriage or adoption relationship of officers, directors, trustees or employees of the organization to any supplier or vendor providing goods or services to the organization; and

(3) the names and residence addresses of such related parties.

ADMINISTRATIVE FINE

b. An **ADMINISTRATIVE FINE** in the amount of **TWO-THOUSAND-DOLLARS (\$2,000.00)** is hereby levied upon Respondent.

(1) Respondent shall tender the full sum of the **ADMINISTRATIVE FINE** with the return of this executed Consent Agreement;

(2) Payment of the **ADMINISTRATIVE FINE** shall be by certified check, cashier's check, attorney's check, or money order issued by a usual, customary, and reputable

issuer (e.g. U.S. Postal Money Order, Western Union Money Order, etc.).

(3) The instrument of payment shall be payable to the 'Commonwealth of Pennsylvania,' and shall be valid for a period of at least one hundred eighty (180) days.

FILING OF REGISTRATION DOCUMENTS

c. Respondent acknowledges that no subsequent registration shall be renewed until the Administrative Fine imposed herein is paid.

CASE SETTLED AND DISCONTINUED

d. This case shall be deemed settled and discontinued upon the Secretary issuing an Order approving and adopting this Consent Agreement.

e. Nothing in this Consent Agreement and Order shall preclude the Prosecuting Attorney for the Bureau from filing charges, or the Secretary from imposing, disciplinary or corrective measures, for violations or facts not contained in this Consent Agreement and Order.

ADMISSIBILITY OF CONSENT AGREEMENT IN FUTURE PROCEEDINGS

6. Respondent agrees that if Respondent is charged with a future violation of the Act, this Consent Agreement and Order shall be admitted into evidence without objection in that proceeding.

ACKNOWLEDGMENT OF NOTICE AND WAIVER OF HEARING

7. Respondent acknowledges receipt of an Order to Show Cause filed in this matter.

8. Respondent knowingly and voluntarily waives the right to an administrative hearing in this matter, and knowingly and voluntarily waives the following rights related to that hearing: to be represented by counsel at the hearing; to present witnesses and testimony in defense or in

mitigation of any sanction that may be imposed for a violation; to cross-examine witnesses and to challenge evidence presented by the Commonwealth; to present legal arguments by means of a brief; and to take an appeal from any final adverse decision.

ACKNOWLEDGMENT OF RIGHT TO ATTORNEY

9. Respondent acknowledges that it is aware that it has the right to consult with, and be represented by, private legal counsel of Respondent's choosing and at Respondent's expense when reviewing, considering and accepting the terms of this Consent Agreement.

10. To the extent that Respondent is not represented by legal counsel, Respondent has knowingly elected to proceed in this matter without the assistance of legal counsel.

WAIVER OF CLAIM OF COMMINGLING AND OTHER CONSTITUTIONAL CLAIMS

11. Respondent expressly waives any constitutional rights and issues, such as commingling of prosecutorial and adjudicative functions by the Secretary or her counsel, which may arise or may have arisen during the negotiation, preparation and/or presentation of this Consent Agreement. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

NO MODIFICATION OF ORDER

12. Respondent agrees, as a condition of entering into this Consent Agreement, not to seek modification at a later date of the Order approving and adopting this Consent Agreement without first obtaining the express written concurrence of the Prosecuting Attorney or of a Senior Prosecutor-in-Charge from the Prosecution Division of the Department of State Legal Office.

AGREEMENT NOT BINDING ON OTHER PARTIES

13. This Consent Agreement is between the Bureau and Respondent only. It does not bind any other governmental or administrative entity of the Commonwealth of Pennsylvania, including any other bureau within the Department of State.

14. The Office of General Counsel has approved this Consent Agreement as to form and legality; however, this Consent Agreement shall have no legal effect unless and until the Secretary issues an Order approving and adopting this Consent Agreement.

EFFECT OF SECRETARY'S REJECTION OF CONSENT AGREEMENT

15. Should the Secretary not approve this Consent Agreement, presentation to and consideration of this Consent Agreement and other documents and matters by the Secretary shall not prejudice the Secretary from further participation in the adjudication of this matter. This paragraph is binding on the participants even if the Secretary does not approve this Consent Agreement.

AGREEMENT DOES NOT PREVENT REFERRAL TO OTHER AGENCIES

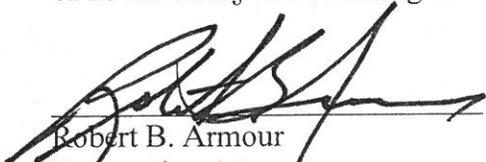
16. The parties acknowledge that other federal, state, and/or local agencies may have jurisdiction over the activities of, or representations made by, Respondent and its officers, directors, agents, employees or independent contractors. Nothing in this Consent Agreement or the Order based upon this Consent Agreement shall preclude representatives of the Bureau from referring any information or data produced as a result of this matter to any federal, state, or local agency or governmental unit having jurisdiction over the activities of Respondent or any officer, director, agent, employee or independent contractor of the Respondent.

ENTIRE AGREEMENT

17. This agreement contains the whole agreement between the participants; provided however, that the captions printed in the various provisions of this agreement are for ease of reading only and are not to be interpreted as forming any part of this agreement. There are no other terms, obligations, covenants, representations, statements or conditions, or otherwise, of any kind whatsoever concerning this agreement.

VERIFICATION OF FACTS AND STATEMENTS

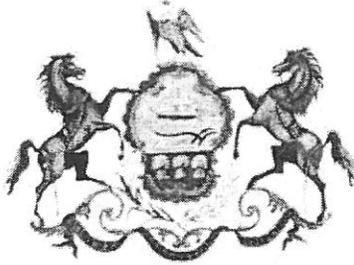
18. Respondent verifies that the facts and statements set forth in this Consent Agreement are true and correct to the best of Respondent's knowledge, information and belief. Respondent understands that statements in this Consent Agreement are made subject to the criminal penalties of 18 Pa.C.S. § 4904 relating to unsworn falsification to authorities.


Robert B. Armour
Prosecuting Attorney
Department of State

DATED: 09/29/15


Respondent

DATED: 9-15-15



BUTLER FAIR & AGRICULTURAL ASSOCIATION

DOCKET NO. 0013-98-15

FILE NO. 13-98-10442

ORDER

AND NOW, this 14th day of October 2015 the foregoing Consent Agreement is approved and the terms set forth in paragraph 5 are hereby adopted and incorporated herein as the Order of the Secretary of the Commonwealth issued in resolution of this matter.

THIS ORDER shall take effect immediately.

BY ORDER

Pedro A. Cortés

Pedro A. Cortés
Secretary of the Commonwealth

For the Commonwealth:

Robert B. Armour, Esquire
2601 North Third Street
P. O. Box 2649
Harrisburg, PA 17105-2649

Respondent:

Butler Fair & Agricultural Association
1127 New Castle Road
P.O. Box 517
Prospect, PA 16052

Date of mailing:

10/15/15