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

Department of State

Commonwealth of Pennsylvania,
Bureau of Corporations and
Charitable Organizations

vs.

ProFundraisers, Inc.,
Respondent

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Docket No. 0005-98-16

File No. 15-98-01427

CONSENT AGREEMENT AND ORDER

PARTIES

The Commonwealth of Pennsylvania, Department of State, Bureau of Corporations and Charitable Organizations (“Bureau”) and ProFundraisers, Inc. (“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:
 - a. On or about November 24, 2014, the Department of State, Bureau of Corporations and Charitable Organizations (hereafter referred to as “Bureau”) received a Registration Statement for Professional Fundraising Counsel – Form BCO-150 from Respondent.

b. Information on the form revealed that fundraising counseling services were being provided by Stephen A. Forbus, who signed the form as principal officer of the Respondent.

c. As a result of the receipt of the Form BCO-150, Respondent was assigned Counsel EntityID 103175, and was considered to be registered as of November 24, 2014.

d. The last known mailing address for the Respondent is: 1386 Argyle Way, Bensalem, PA 19020.

FACTUAL ALLEGATIONS

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

a. Along with the Form BCO-150 that Respondent submitted to the Bureau, Respondent provided a copy of a contract that it had executed with Welcoming the Stranger, Inc., a charitable organization registered with the Bureau and having Charity EntityID 40115.

b. In the contract, Respondent agreed to provide professional counseling services to the charitable organization effective January 1, 2014, through December 31, 2014.

c. The professional fundraising counsel services provided by the Respondent to Welcoming the Stranger, Inc., commenced prior to the Respondent becoming registered with the Bureau.

d. The professional fundraising counsel services provided by Respondent to Welcoming the Stranger, Inc., were provided in accordance with the written contract executed by the parties.

e. Respondent did not provide a copy of the written contract to the Department of State at any time prior to the performance of the professional fundraising counsel services set forth in the contract.

f. Prior to October 29, 2011, Respondent was registered with the Bureau as a professional solicitor and was assigned Solicitor EntityID 31809.

g. On October 29, 2011, Respondent's registration with the Bureau as a professional solicitor expired, after which date, Respondent no longer acted as a professional solicitor in the Commonwealth.

h. After October 29, 2011, Respondent changed its business model and the focus of the services being offering from soliciting on behalf of the charitable organizations to providing training and consultation to those organizations to help with board development, marketing and capacity building.

i. In operating under its new business model and performing the refocused services being offered to non-profit charitable organizations, Respondent was providing services as a fundraising counsel as that term is defined in the Act.

j. A review of records maintained by the Bureau confirmed that the Respondent was not registered with the Bureau as a professional fundraising counsel in the Commonwealth prior to November 24, 2014.

k. Respondent provided professional fundraising counsel services to one or more charitable organization(s) with regard to the solicitation of contributions from residents of the Commonwealth between October 29, 2011 and November 24, 2014.

l. Respondent provided professional fundraising counsel services to Lower Bucks Family YMCA under from at least 2012 through June 2014 and under a contract from February 14, 2014 to June 30, 2014.

m. The professional fundraising counsel services provided by Respondent to the charitable organization(s), including Lower Bucks Family YMCA were provided in accordance with written contracts executed by the parties.

n. Respondent did not provide a copy of any of the written contracts to the Department of State at any time prior to the performance of the professional fundraising counsel services set forth in the contracts.

AGREED VIOLATIONS

4. The parties agree that by engaging in the foregoing activities, Respondent committed multiple violations of Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), by having:

a. provided professional fundraising counsel services regarding the solicitation of contributions in the Commonwealth prior to obtaining approval by the Department of State of a registration statement as required by Section 8(a) of the Act, 10 P.S. § 162.8(a); and,

b. failed to file with the Department of State each written contract between the organization and a charitable organization for professional fundraising counsel services related to solicitations for charitable contributions within the Commonwealth and provided those services prior to the approval by the Department of each contract as required by Section 8(d) of the Act, 10 P.S. § 162.8(d).

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 repeatedly violated Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), in that Respondent provided professional fundraising counsel services regarding the solicitation of contributions in the Commonwealth prior to obtaining approval by the Department of State of a registration statement as required by Section 8(a) of the Act, 10 P.S. § 162.8(a).

b. Respondent repeatedly violated Section 15(a)(1) of the Act, 10 P.S. § 162.15(a)(1), in that Respondent failed to file with the Department of State each written contract between the organization and a charitable organization for professional fundraising counsel services related to solicitations for charitable contributions within the Commonwealth and provided those services prior to the approval by the Department of each contract as required by Section 8(d) of the Act, 10 P.S. § 162.8(d).

ADMINISTRATIVE FINE

c. An **ADMINISTRATIVE FINE** in the amount of **ONE-THOUSAND-DOLLARS (\$1,000.00)** 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.).

each day during which the violation continues, in accordance with Section 17 of the Act, 10 P.S. § 162.17.

j. Respondent agrees that it will not act as a professional fundraising counsel until any and all contracts filed with the Bureau have been approved, pursuant to Section 8(d) of the Act, 10 P.S. § 162.8(d).

CASE SETTLED AND DISCONTINUED

k. This case shall be deemed settled and discontinued upon the Secretary issuing an Order approving and adopting this Consent Agreement and upon the Respondent's successful completion of the requirements of this Order.

l. 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.

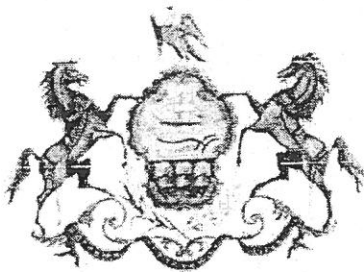
ADMISSIBILITY OF CONSENT AGREEMENT IN FUTURE PROCEEDINGS

6. Respondent agrees that if Respondent is charged with a violation of an Act enforced by this Board in the future, 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 the receipt of an Order to Show Cause that was filed in this in this matter with the Prothonotary of the Department of State.

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



PROFUNDRAISERS, INC.

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ORDER

AND NOW, this 20th day of December 2016 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

A handwritten signature in cursive script, reading "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:

Stephen A. Forbus, Principal
ProFundraisers, Inc.
1386 Argyle Way
Bensalem, PA 19020

Date of mailing:

12/21/16