

**North Cow Creek Education Foundation
North Cow Creek Elementary School District
10619 Swede Creek Road
Palo Cedro, CA 96073**

Article 1: Name

Section 1: The name of the organization is North Cow Creek Education Foundation.

Article 2: Purpose

Section 1: The specific purpose of the Education Foundation is to provide assistance and resources to support and enhance the educational opportunities for students attending North Cow Creek Elementary School.

Article 3: Membership

Section 1: Any parent, guardian, adult standing in loco parentis for a student at the school, or a family-sponsored individual is considered a **regular member** of the Education Foundation. Members must register annually to be a **registered (voting) member**. Members may register annually by the first regular meeting. If registering after the first regular meeting members will be afforded voting rights beginning at the 2nd regular meeting after registering. Parents of new students may register with immediate voting rights at time of enrollment.

Section 2: The school administrator, members of the North Cow Creek Board of Trustees, and any employed staff member of the school will be considered registered members of the Education Foundation.

Section 3: The Education Foundation may elect to collect annual membership dues to be used for the general operating expenses of the organization (goods and services necessary for the operation of the organization).

Article 4: General Policies

Section 1: The Education Foundation is a non-commercial, non-sectarian, non-partisan organization.

Section 2: The Education Foundation shall work with the school to provide quality education for all North Cow Creek students, and shall seek to support the mission and vision of the school, recognizing that North Cow Creek Board of Trustees has legal oversight and responsibility of all school matters.

Section 3: The Education Foundation shall not in any way participate in any political campaign. The Education Foundation may, however, seek to educate people concerning school issues, such as school bond issues and similar concerns.

Section 4: Education Foundation members shall make no commitments on behalf of the Education Foundation unless specifically designated by the Foundation Board.

Section 5: The Education Foundation's fiscal and operational year shall coordinate with the school year.

Article 5: Officers

Section 1: The Foundation Board will consist of the following: President, Vice President, Secretary, Treasurer, Liaison, School Board Representative, and School Administrator.

Section 2: All Education Foundation Board members will serve with high moral and ethical values and strive for transparency with all business of the Education Foundation, interactions with other Board members, and in representing the Education Foundation and North Cow Creek Elementary School.

Section 3: The duties of the Education Foundation officers are as follows:

President: Shall preside over meetings and the Foundation Board, serve as the primary contact for the organization and the school administrator, prepare the agenda and represent the organization at meetings outside the organization. Will select and appoint committee chairs, serve as the ex officio member of all committees and coordinate the work of all the officers and committees so that the purpose of the Education Foundation is served. Perform such duties as may be prescribed in these bylaws or assigned by the organization. Coordinate the work of all the officers and committees so that the purpose of the organization is served.

Vice-President: Shall act as an aide to the president and perform the duties of the president in his/her absence.

Secretary: Records the minutes of each Foundation Board meeting and present the meeting minutes at the beginning of the next official meeting for approval. Takes and keeps a roster of all members of the Education Foundation and those attending meetings. Post minutes of meetings at the school. Maintain current and past records for seven (7) years, maintain current and past meeting minutes, bylaws, rules, and membership list. Responsible for bringing necessary items to meetings.

Treasurer: Has custody of all Education Foundation funds. Keeps full and accurate account of receipts and expenditures. Makes disbursements as authorized by the Foundation Board in accordance with the annually adopted Education Foundation budget. Assists in the development of an annual budget and present said budget to the membership. Presents a financial statement at every regularly scheduled Education Foundation meeting and at other times when requested by the Foundation Board. Shall coordinate the preparation of all tax statements and other forms as required. At the end of his/her term, assist the incoming treasurer and president in review of the books and established accounting procedures.

School Liaison: Shall act as a school liaison between the Education Foundation and the classroom teachers/liasons.

School Board Representative: Shall act as a liaison between the Education Foundation and the North Cow Creek Board of Trustees.

School Administrator: Shall act as a liaison between the Education Foundation and the school staff. Shall advise the Foundation Board on matters related to the school and the successful interactions and integration of activities between the school and the Education Foundation. The School Administrator shall not have voting rights on the Board unless needed as a tie breaker.

Section 4: If an officer of the Foundation Board fails to attend three consecutive meetings without adequate reason or is not fulfilling the responsibilities of the office as prescribed in these bylaws, the Foundation Board may, by two-thirds vote, remove the officer from the position.

Section 5: Officers and members serve as volunteers for the Education Foundation and may not receive any compensation unless specifically approved by the Education Foundation Board.

Section 6: The Education Foundation Board will vote on all items related to finances and operational procedures.

Article 6: Elections

Section 1: Other than the School Board Representative and School Administrator, the Education Foundation Board officers will hold a 2 year term.

Section 2: Elections for the President and Secretary will be held on alternating years as the Vice President, Treasurer and Liaison.

Section 3: The North Cow Creek School District Board of Trustees will appoint the School Board Representative at their discretion.

Section 4: Term of office will run from July 1 to June 30 of the current school year.

Section 5: If no candidate runs for an available position or a position that becomes vacant, the Education Foundation Board may appoint, by majority vote, an individual to the position to serve out the term.

Section 6: Timeline selection of the Foundation Board will be as follows:

Call for Nomination of Interested Members: March Meeting

Nominations Received: By April Meeting

Voting: May Meeting

Section 7: For all regular elections, a ballot will be distributed to registered members. Ballots will be confidentially counted by the School Administrator and the School Board Representative or other School Board member. Election results will be posted within 24 hours.

Article 7: Finances

Section 1: The Foundation Board shall present to the membership at the second regularly scheduled meeting of the year a budget of anticipated revenue and expenses for that year. This budget shall be used to guide the activities of the Education Foundation during the year. Any increase of a budgeted item by \$200 must be approved at a scheduled meeting by the Education Foundation Board.

Section 2: No loans shall be made by Education Foundation to the school, an organization or an individual.

Section 3: All funds raised and expended on behalf of the Education Foundation shall be recorded and maintained in the Education Foundation's accounts. The treasurer shall keep detailed records of all disbursements, income, and financial information.

Section 4: All expenditure requests by a Committee or individual must be approved.

Section 5: All disbursements from the Education Foundation's accounts must be approved by no less than two non-related Board members and accompanied by supporting documentation (itemized receipts, invoice, etc.).

Section 6: The treasurer shall prepare and present reconciled financial statements at each of the regularly scheduled Education Foundation meetings as well as an end-of-year reconciled financial statement.

Section 7: An amount of money will be left in the Education Foundation's account at the end of each year to cover any unpaid bills and obligations plus an undesignated reserve of at least \$2,000 to begin the next school year.

Section 8: All deposits shall be counted by at least two individuals, one of whom will be a Foundation Board member and deposited in a timely manner. Deposits, cash, or checks received are to remain in a secure location at the school until deposited.

Section 9: Use of personal funds is discouraged. Any expected reimbursements should be approved in advance and be within budgeted limits.

Article 8: Meetings

Section 1: The times and dates of the regular meeting schedule of the Education Foundation will be established at the first regularly scheduled meeting of each calendar school year. The meeting schedule will be published and made available for the school community.

Section 2: Special meetings may be called by the president or any two members of the Foundation Board. Special meetings shall be announced to the general membership at least 2 days prior to the meeting by flyer or electronic communications.

Section 3: All items to be discussed at a regular or special meeting shall be placed on an agenda. The agenda will be posted at the school office at least 24 hours prior to the meeting. Any registered member may request items to be placed on a regularly scheduled meeting agenda and must submit the requested item in writing at least one (1) week prior to the meeting.

Section 4: Unofficial minutes of the meeting will be made available in the school office within one (1) week of the meeting for which the minutes are a summary. All minutes will be approved at the following regularly scheduled meeting and filed in the minute's binder.

Section 5: A quorum is defined as three or more registered members of the Education Foundation.

Section 6: All registered members will have voting privileges on the following items: Foundation activities, events, calendar, and annual election of Board members.

Section 7: A majority vote by the attending registered members shall be required to take action on items presented at a scheduled meeting.

Section 8: The Foundation Board is encouraged to conduct meetings using the principles outlined in Robert's Rules of Order.

Article 9: Special Committees

Section 1: The President and/or the Foundation Board may create Special Committees to fulfill a task for a specific time. The President and/or Education Foundation Board shall appoint the chairpersons of all Special Committees. Regular and registered members of the Education Foundation may serve on Special Committees.

Section 2: The Foundation Board will provide any specific requirements or expectations required of the Special Committee. These requirements/expectations will be specifically listed in meeting minutes and may be modified in collaboration between the special committee and the Foundation Board. The Chairperson may be replaced at the discretion of the Education Foundation Board.

Section 3: All Committee members will serve with high moral and ethical values and strive for transparency with all business of the Education Foundation, interactions with other members, and in representing the Education Foundation and North Cow Creek Elementary School.

Section 4: The Chairperson shall report the plans and activities of the committee at each upcoming regularly scheduled meeting and/or special meeting scheduled by the Education Foundation. Each special committee will maintain an informal set of minutes of their meetings and activities.

Section 4: Standing Committees may consist of the following and will be confirmed at the beginning of each school year:

Sports Boosters
Nominations of Education Foundation Board Members

Article 10: Conflict of Interest

Section 1: Any Education Foundation Board member or registered member who has a direct or indirect financial interest in an organization that the Education Foundation has a transaction or arrangement with must disclose the existence of their financial interest.

Section 2: Procedures for addressing a Conflict of Interest

- A. An interested person may make a presentation at a Foundation or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement.
- B. The Education Foundation President or committee chairperson shall, if appropriate, appoint a disinterested person to investigate alternatives to the proposed transaction or arrangement.
- C. After exercising due diligence, the Education Foundation Board or committee chairperson shall determine whether the organization can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- D. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Education Foundation Board or committee shall determine by a majority vote of the disinterested Board members or committee members whether the transaction or arrangement is in the Education Foundation's best interest and shall make a decision as to whether or not to enter into the transaction or arrangement.

Article 11: Indemnification

Section 1: The Education Foundation will operate under the State and Federal provisions governing nonprofit organizations.

Section 2: Education Foundation Board members are not personally liable for the debts, liabilities, or other obligations of the corporation (Section 5237 of the California Nonprofit Corporation Law).

Article 12: Amendments

Section 1: These bylaws may be amended at any regularly scheduled or special meeting by a simple majority of affirmative votes of the registered members in attendance, assuming a quorum. The proposed amendment(s) must be published and presented at a prior meeting for review by the Education Foundation members.

Article 13: Dissolution

Section 1: The organization may be dissolved with previous notice (14 calendar days) and a two-thirds vote of the registered members.

Section 2: Upon dissolution of the Education Foundation, after paying or adequately providing for the debts and obligations of the Foundation, the remaining assets shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under section 501(c)(3) of the Internal Revenue Code.