

**2019/2020  
BYLAWS of the**

**COTTONWOOD CREEK SCHOOL  
PARENT FACULTY CLUB**

*a California nonprofit public benefit corporation*

## 1. NAME

The name of this corporation is the Cottonwood Creek Parent Faculty Club (**CCS PFC, the PFC, the "Corporation"**).

## 2. PURPOSE

The purpose of the Corporation is:

**2.1 Education Enrichment** -- to assist Cottonwood Creek School K-8 (the "**School**" or "**CCS**") providing quality education and enrichment for all Cottonwood Creek School K-8 students;

**2.2 Fundraising** -- to sponsor activities which raise funds through parental involvement to assist in supporting the educational program and extracurricular activities at the School;

**2.3 Liaison** -- to act as a liaison between parents, faculty, community and the District and School Board of Trustees for Dublin Unified School District (DUSD), and;

**2.4 Community Building** -- to enrich and promote the welfare of students in home, school and community.

## 3. MEMBERSHIP

**3.1 Members** -- Parents or guardians of students attending Cottonwood Creek School K-8 become "**Members**" of the Corporation, and faculty and staff of the School may become Members. The Corporation admits Members of any race, color, religion, national or ethnic origin, and sexual orientation to all the rights, privileges, programs and activities generally accorded or made available to Members.

**3.2 Voting Rights** -- Each Member will be entitled to one vote on any matter submitted to the Board with a request for a vote. Members will be entitled to vote for Executive Board of the Corporation as set forth in Section 7.1 (Election) and certain amendments to the Bylaws of the Corporation as set forth in Section 12.1 (Amendment).

## 4. EXECUTIVE BOARD OF DIRECTORS

**4.1 Composition** -- Executive Board for the Corporation is made up of the officers of the Board: President, Vice President, Secretary, Treasurer, and Co-Treasurer as well as two (2) Directors at Large. The duties of the Directors at Large will be determined by the consensus of the Board as outlined in section 4.9. They shall collectively be called “**Executive Board**,” “**Board of Directors**,” “**Board**”, or individually as “**Director**”.

- (a) The Board may reduce to a minimum number to five (5) if there are not enough nominees. Then the slate of five (5) Directors will take on the Officer roles as well as the additional responsibilities of the Directors at Large as outlined in section 4.9.

**4.2 Election and interim duties** -- The Members will elect the Executive Board as set forth in Section 7 (Election of Executive Board).

### **4.3 Terms of Office** --

- (a) Each Executive Board Director shall hold office until he or she resigns, or is removed, fulfills their term, or is otherwise disqualified to serve or until his or her successor shall be elected and qualified, whichever occurs first.
- (b) Term of Office is defined as one (1) calendar year. A one (1) year term will be effective upon all those elected after approval of these Bylaws.
- (c) A Director may serve more than one (1) consecutive term.
- (d) A Director’s regular term will begin on and include the last General Meeting of the school year in which their election is held and will end on and include the last school day of the following school year.
- (e) If a Director steps down during any point in their term the position will be filled by appointment of the Executive Board, and the position will be up for re-election in first April following their appointment, the next election time.

**4.4 Vote** -- Each Director will have one vote.

**4.5 Qualifications** -- All Directors must

- (a) be Members (as defined in section 3.1);
- (b) have the skills necessary and desirable qualifications individually to fulfill the duties of the position in which they serve and;
- (c) have the ability to work cooperatively with the Board to fulfill these duties of the position in which they serve and further the purposes of the Corporation;
- (d) be able to attend monthly General meetings, Executive Board meetings, working sessions and PFC related or sponsored events;

**4.6 Removal for Cause** -- Directors may be removed with cause upon the vote of a majority at a General Meeting.

- (a) Cause can be and is not limited to:
  - (i) failure to attend more than one General meeting without notice via email to the other members of the Board
  - (ii) Abandonment or failure to perform the duties of the office

**4.7 Advisor to the Board -- The School Principal/Advisor shall:**

- (a) attend General Meetings of the PFC and make Principal Updates at the General Meetings as needed;
- (b) act as the liaison between the School, and the parents and faculty of CCS and DUSD;
- (c) keep PFC informed on DUSD activities and information in addition to the needs of the School;
- (d) attend monthly PFC Executive Board meetings or send a proxy to the best of their ability;
- (e) have the ability to designate an alternative school official to serve in this role in his/her place;
- (f) executive Board will follow the recommendations of Principal Advisor in matters regarding Faculty, School and DUSD

**4.8 Officer Roles**

**(a) President -- The President shall:**

- (i) be the chief executive Director and general manager of the Corporation and will generally supervise and control all of the business and affairs of the Corporation, subject to the direction of the Board;

- (ii) perform all the duties incident to this office and such other duties as may be required by law, or as the Board or these Bylaws may require;
- (iii) preside at all meetings of the Directors and make reports to the membership at large;
- (iv) be responsible for overseeing filing and maintaining (with or without an independent third party) all Corporate documentations and filings, such as but not limited to Statement of Information (Secretary of State), Articles of Incorporation, Corporate ByLaws, Business License documentation and Corporate Tax Filings;
- (v) see that members of the Executive Board and Directors be fingerprinted to have access to the Corporation's funds, which will be paid for by the Corporation;
  - (1) Live Scan form for fingerprinting  
<http://www.ctc.ca.gov/credentials/leaflets/41-LS.pdf>
- (vi) be responsible for attending and reporting back to the Executive board regarding School District, Superintendent's council meetings and SSC meetings; in the event that the President cannot attend the President will assure attendance of another Executive Board member;
- (vii) communicate with the Principal/Vice Principal and stay regularly apprised of School, and district calendar of events and keep the Principal apprised of the PFC calendar of events
- (viii) stay regularly apprised of information regarding DUSD and School Board information, elections, legislation and other civic information that relates to the students, parents and faculty of CCS and share this information with the membership
- (ix) collaborating with Principal to have teacher representatives to the PFC
- (x) oversee the board's roles, responsibilities, and duties and propose amendments to them as needed
- (xi) in collaboration with Vice President develop fundraising and community building activities by creating a calendar of events
- (xii) responsible for increasing Member participation in the PFC

**(b) Vice President** -- The Vice President shall:

- (i) in the absence or disability of the President, or in the event of the President's failure to fulfill duties, perform any or all of the duties of the President, and when so acting, will have the powers of, and be subject to the restrictions on the President;
- (ii) develop and deliver all PFC fundraising activities such as but not limited to:
  - (1) Fall Check In – fundraising
  - (2) Spring Fundraiser
  - (3) Collaborate with CCS on all school fundraisers
- (iii) monitor and report on fundraising participation levels and provide input for yearly fundraising plan for the PFC;
- (iv) in collaboration with Principal and President create a calendar of PFC events for the school year;
- (v) responsible for increasing Member participation in the PFC

**(c) Secretary --** The Secretary shall:

- (i) certify and maintain an original or copy of these Bylaws as amended,
- (ii) see that the notes of open and general Meetings are posted to PFC site for its Members in a timely manner;
- (iii) keep or cause to be kept a book of minutes of all General meetings and closed working sessions of the Board, recording the time and place of holding, whether regular or special, and if special, how authorized, the notice given, the names of those present, and the proceedings thereof;
- (iv) see that all notices are duly given in accordance with the Bylaws and distribute minutes of:
  - (1) Board Meetings to the Board within (5) five days of the last meeting via email
  - (2) General Member meetings to the Board within (5) five days of the last meeting via email for approval within (2) two days; once approved minutes will be posted to the Cottonwood Creek PFC website;
- (v) assist the President in filing and maintaining (with or without an independent third party) all Corporate documentations and filings, such as but not limited to Statement of Information (Secretary of State), Articles of Incorporation, Corporate ByLaws, Business License documentation, and Corporate Tax Filings;

- (vi) be a liaison between 3rd Party entities such as but not limited to Corporation Attorney, and Agent for Service of Process;
- (vii) be responsible for Corporate legal affairs and be the designated contact person for Corporate counsel, at the direction of the President;
- (viii) in the absence of both the President and the Vice-President from a meeting, call the meeting to order and appoint a temporary chairperson.
- (ix) be responsible for collecting at the end of the year from each standing committee a report on their activities, events, and budget for the year
  - (1) For PFC events; even reports will be completed within a week after the PFC event and collected by Secretary
- (x) create a historian file including meeting minutes, budgets, communications, event reports, and standing committee end of year reports which can then be passed on to the next Secretary
- (xi) responsible for increasing Member participation in the PFC

**(d) Treasurer --** The Treasurer shall in coordination with the co-treasurer

- (i) have custody or assign co-treasurer to be responsible for all funds and investments of the Corporation, and deposit all such funds in the name of the Corporation in such banks, trust companies, or other depositories as may be directed by the Board;
- (ii) receive, or assign co-treasurer to receive and safely keep and ensure money handling procedures are followed for money due and payable to the Corporation;
- (iii) disburse or cause to be disbursed the funds of the Corporation as may be directed by the Board, taking proper vouchers for such disbursements;
- (iv) keep and maintain adequate and correct books and records of the Corporation's properties and business transactions, including the Corporation's accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (v) present financial status reports at regular meetings of the Board, or as otherwise determined by the Board;

- (vi) have responsibility for preparing and monitoring the budget of the Corporation;
- (vii) develop and follow the Corporation's Internal Controls and Cash Policies;
- (viii) keep and reconcile the Corporation's checkbooks and bank accounts;
- (ix) submit all requested/required financial data to the Finance Audit Committee;
- (x) be fingerprinted, which will be paid for by the Corporation, prior to handling any funds incoming or outgoing;
  - (1) Live Scan form for fingerprinting  
<http://www.ctc.ca.gov/credentials/leaflets/41-LS.pdf>
- (xi) be responsible for clearing any overspending in budget line items of \$50.00 or less;
- (xii) call to vote by Board, via written consent or meeting, any expenditures of greater than \$50.00 and less \$250 that is not listed in the budget;
- (xiii) research and present all Special Funding Requests under \$250 to the Executive Board and over \$250 to the Executive Board and General Meeting of Members;
- (xiv) prepare monthly updates of the budget to be presented at the General Meetings and post monthly updates of the budget to the website
- (xv) prepare or cause to be prepared all statements, forms, or returns as may be required by Federal, State, or local taxing authorities corporation;
- (xvi) work with Finance Internal Audit Committee to ensure objective, fair and complete audit occurs yearly
- (xvii) work with the incoming Treasurer and Co-Treasurer to ensure a smooth transition of responsibilities for the following school year
- (xviii) Develop and maintain Financial Procedures and Guidelines for the organization
- (xix) responsible for increasing Member participation in the PFC

**(e) Co-Treasurer** -- The Co-Treasurer shall in coordination with the Treasurer;

- (i) work along with the Treasurer and divide responsibilities Treasurer responsibilities as their qualifications allow at the discretion of both parties;

- (ii) one of the Treasurer or Co-Treasurer will be able to make deposits only, while the other can make disbursements via checks with dual signatories only and reconcile the financial records against deposits and disbursements.
- (iii) one of the Treasurer or Co-Treasurer whoever is reconciling the records will have view-only access to the financial records through Online Banking;
- (iv) one of the Treasurer or Co-Treasurer whomever is not reconciling the records will have full access to the records online through Online Banking;
- (v) work with Finance Internal Audit committee to ensure objective, fair and complete audit occurs bi-yearly
- (vi) be fingerprinted, which will be paid for by the Corporation, prior to handling any funds incoming or outgoing;
- (vii) Live Scan form for fingerprinting  
<http://www.ctc.ca.gov/credentials/leaflets/41-LS.pdf>
- (viii) responsible for increasing Member participation in the PFC
- (ix) develop new spirit wear ideas and a spirit wear budget; maintain accurate inventory;
  - (1) sell, distribute and market spirit wear and other spirit items online and at various events throughout the school year;

#### **4.9 Determination of Officers and Director at Large Responsibilities**

Upon the election of a new slate of Board of Directors, the Directors will decide amongst themselves who will take on Officer Roles and who will be Directors at Large. When dividing up the remaining additional responsibilities, Directors at Large shall be responsible for the majority.

##### **4.9.1 Officer Roles and Director at Large Responsibilities Addendum**

After coming to an equitable agreement of Officer Roles and Director at Large responsibilities, the Board shall sign an addendum to these Bylaws entitled Officer Roles and Director at Large Responsibilities for 20XX - 20XX at the beginning of each term. The signed addendum shall then be filed with the Secretary of the outgoing Board prior to the jointly held general PFC meeting at which the incoming Board begins its term.

##### **4.9.2 Additional Responsibilities of the Board of Directors**

The following is not an exhaustive list; responsibilities can be added and amended in the addendum as agreed upon by the incoming Board in collaboration with the outgoing Board prior to filing with the outgoing Board Secretary.



- (a) Director shall add to, maintain and utilize parent contact list for recruiting Leads and volunteers and work with CCS Administration to make sure all volunteers go through background check and understand school confidentiality policies and shall actively pursue programs and drives to increase Member participation in the CCS PFC
- (b) Director shall develop and update guidelines and forms by which PFC members can request events be added to the Master Calendar and work with Executive Board and Administration to make sure all school events, activities, and celebrations meet DUSD and statewide health and safety guidelines.
- (c) Director shall be responsible for producing flyers, announcements and posts for special events, fundraisers, and general CCS PFC announcements through means such as but not limited to Newsletter, email campaigns, and the PFC website and social media;
  - (2) All such communications should be shared with Secretary for maintenance of records
- (d) maintain and update the CCS PFC website with all event-related materials, meeting minutes, post-event workups, other PFC documents;
- (e) Director shall develop and update guidelines for CCS K-5 Room Parents and collaborate with Faculty to recruit and select CCS Room Parents for K-5 classrooms; and Director shall work with Room Parents in engaging K-5 students and parents in activities and events at CCS
- (f) Director shall develop and update guidelines for CCS Class Parents for 6-8 grade and collaborate with Faculty to recruit and select CCS Class Parents for 6-8 grade; and Director shall working with Class Parents in engaging 6-8 students and parents in activities and events at CCS
- (g) Director shall develop and update program and guidelines for CCS PFC 6-8 Afterschool Enrichment Programs and collaborate with Faculty to recruit and select parent volunteers for and engage students in the Afterschool Enrichment programs and athletics
- (h) Director shall develop and update guidelines for CCS Safety Committee Programs and collaborate with staff to recruit for Safety Committee
- (i) Director shall collaborate with Leadership students and CCS Activities Director for all school led activities and events
- (j) Director shall develop and maintain guidelines for Book Club programs and collaborate to recruit members for Book Club Committee

- (k) Director shall develop and maintain guidelines for Art Enrichment programs and collaborate with staff to recruit members for and plan for cocurricular art lessons and for Art Enrichment Committee
- (l) Director shall make sure each PFC and School event have a member Lead as well as PFC Board Liaison and assist volunteers in staying within budget, nutritional and other guidelines as outlined by the Board and the DUSD

## 5. EXECUTIVE BOARD POWERS AND PROCEDURES

### 5.1 Management of Corporation.

The affairs of the Corporation will be managed by the Board and all powers of the Corporation will be exercised by or under the direction of the Board. The Board will have general charge and control of the affairs, funds, and property of the Corporation. Except as otherwise provided in these Bylaws, the Board may establish and delegate the performance of duties and exercise of powers, to Directors, Committee Leads, and agents of the Corporation from time to time.

### 5.2 Filling Vacancies.

Vacancies or absences of qualified candidates of the Board of Directors may be filled by the Board via appointment. Persons so appointed will serve until the expiration of the regular term.

### 5.3 Meetings

- (a) **Executive Board Meetings** -- There will be at least six (6) closed session Executive Board each school year.
- (b) **General PFC Meetings** -- Executive Board will oversee at least six (6) General PFC meetings of the general membership each school year.
- (c) **Special Meetings** -- Special General Member meetings may be called when requested by a majority of the Board, or by a written petition signed by twenty-five (25) Members.
- (d) **Working Sessions.** In addition to monthly closed Executive Board Meetings, members of the Executive Board can call working sessions. Working sessions do not require a quorum and are as such not decision making meetings.
- (e) **Quorum** -- Quorum for Executive Board meetings shall consist of two-thirds of the authorized Directors (66%)
- (f) **Notice** -- Regular meetings of the Board will be held with via two (2) Notice mediums of communication at least seventy-two (72) hours prior to such meeting. Notice of any other meeting of the Board must be given to each Director three (3) hours in advance, if

delivered personally or by telephone (including a voice messaging system or other system or technology designed to record or communicate messages), electronic mail or other electronic means. Any Director may waive notice of any meeting. The attendance of a Director at any meeting will constitute a waiver of notice of such meeting, except where a Director attends a meeting for the purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting will be specified in the notice or waiver of notice of special meetings.

**5.4 Action by Board Without Meeting** -- Any action permitted to be taken by the Board may be taken without a meeting if the items will be for less than \$250, and if a majority of the Directors individually or collectively consent in writing to such action. Writing can be either via handwritten note, or electronic means provided to the Secretary and copied to the remainder of the Directors to conduct business during his/her term.

## 6. GENERAL MEETING OF MEMBERS

**6.1 General Meeting of the Members and Quorum of the Members** -- There shall be at least six (6) General Meetings of the Members during a school year.

### 6.2 Notice of General Meetings of Members

- (a) **General Notice Contents** -- All notices of General meetings of Members must be posted seventy-two (72) hours before the date of the meeting. The notice must specify the place, date, and hour of the meeting and the general nature of the business to be transacted.
- (b) **Notice of Certain Agenda Items** -- If action is proposed to be taken at any meeting for approval of any of the following proposals, the notice must also state the general nature of the proposal. Member action on such items is invalid unless the notice or written waiver of notice states the general nature of the proposal(s):
  - (i) Removal of a Director;
  - (ii) Filling vacancies on the Executive Board by Appointment till end of the school year
  - (iii) Amending the Articles of Incorporation; and
  - (iv) Voluntarily dissolving the Corporation.
- (c) **Manner of Giving Notice** -- A minimum of two notice options should be used to give notice of the meetings or Notice of any meeting of the members must be given either:
  - (i) by posting on the school website Home Page
  - (ii) by posting on the PFC website,

- (iii) by posting on the PFC Facebook page,
- (iv) by email,
- (v) by sending home the notice of the meeting with the student.
- (vi) Or by posting via bulletin/banner on school property

**6.3 Majority Vote** -- All decisions of Members must be by majority vote of those Members in attendance at a meeting.

## 7. ELECTION OF EXECUTIVE BOARD

**7.1 Election Procedures** -- The Members will elect individuals to the PFC Board by written ballot, or online as set forth in Section 7.1 (d) (Election) and as contemplated by Section 5513 of the California Nonprofit Corporation Law (the "Act").

- (a) **Election Committee** -- an Election Committee of at least three (3) Members will be appointed by the President with the approval of the Board. The Election Committee will consist of two (2) current Directors and the Principal/Vice Principal of the School.
- (b) **Nominations** -- the Election Committee shall organize and maintain the submissions by Members for the Executive Board and submit those nominations by **an agreed upon date in April**.
- (c) **Ballots** -- the Election Committee shall prepare a ballot of all nominees who have agreed to serve if elected to the Board. The Board will approve and submit this ballot (with any changes reasonably required by the Board). The Executive Board will then be elected by this ballot. Ballots may also be received by email or other election processes if setup by the Board.
- (d) **Tabulation.** --
  - (i) The ballots shall be via written ballot in person or other methods as determined by the Board and carried out by the Election Committee.
  - (ii) tabulation and voting will take place as determined by the Board and Election Committee.
  - (iii) The New Executive Board is determined by the nominees with the highest number of votes till the seven (7) positions on the Executive Board are filled; newly elected members then mutually determine which officer roles and additional responsibilities they will take on as outlined in section 4.9.

**7.2 Transition and First Meeting of New Executive Board.**

The newly elected New Executive Board will mutually decide upon the slates individual roles and responsibilities prior to the next General Member meeting after an election. The New Executive Board will convene its first General Meeting of the Members. jointly, with the last meeting of the outgoing Executive Board for purposes of smooth transition. The New Executive Board Members must review the ByLaws of the PFC prior to their first General Member meeting and must be in attendance of the first meeting before the start of the school year for which their term represents barring extenuating circumstance. A transition of responsibilities between the outgoing Executive Board and New Executive Board will be completed by the end of the fiscal year for which the outgoing Executive Board was acting.

## **8. COMMITTEES**

The Board will oversee Standing Committees as it deems advisable, and for such purposes or activities as it deems advisable. Leads of such committees shall be appointed by the Executive Board and shall serve under the oversight of the Board. Executive Board Members shall also act as co-Leads for Standing Committees in addition to their role as Directors. The Board may adopt additional committees as deemed necessary and those committees will be appointed and will report to the board the same way Standing Committees will. A list of current Standing Committees with be an appendix to these Bylaws filed with the Secretary at the beginning of each school year.

### **8.1 Standing Committees**

Standing Committee Leads shall attend all General Meetings of the Members and attend any Board meetings or closed working sessions that they are invited to by the Executive Board. They must notify the Executive Board if they will be unable to attend a General Meeting. Failure to notify the Executive Board of nonattendance more than once will be considered failure to fulfill duties. Failure to fulfill duties constitutes an adequate reason for dismissal and a new appointment by the Executive Board. Suggested Standing Committees include:

#### **(a) Volunteer Standing Committee**

##### **(i) K-5 Volunteer Coordinator shall:**

- (1)** in conjunction with the Executive Board maintain a list of parent volunteer information;
- (2)** Collaborate with Faculty to recruit and select Room Parents for all K-5 classrooms
- (3)** assume the task of co-hosting semi-annual meetings and/or others meetings as needed with Executive Board members
- (4)** Send out volunteer requests for school events as well as PFC events
- (5)** work with President and Administration to handle any issues that may arise between K-5 volunteers and staff;

- (6) work with Executive Board and Administration to make sure all school events, activities and celebration meet DUSD and statewide health and safety guidelines

(ii) **6-8 Volunteer Coordinator shall:**

- (1) in conjunction with Executive Board maintain a list of 6-8 grade parent volunteer information;
- (2) Collaborate with Faculty to recruit and select Class of 20XX Parents for each of 6-8 grade and volunteers for Athletics and other co-curricular and extracurricular activities
- (3) assume the task of co-hosting semi-annual meetings and/or other meetings as needed with Executive Board members
- (4) Send out volunteer requests for school events as well as PFC events
- (5) work with Executive Board and Administration to handle any issues that may arise between 6-8 volunteers and staff;
- (6) work with Executive Board and Administration to make sure all school events, activities and celebration meet DUSD and statewide health and safety guidelines

(iii) **6-8 grade After School Enrichment Coordinator shall:**

- (1) collaborate with Director to recruit Faculty advisors and parent volunteer coordinators for extracurricular enrichment clubs for 6-8 grade students;
- (2) assume with the Director the task of co-hosting semi-annual meetings and/or other meetings as needed for middle school parent volunteers with Executive Board members
- (3) work with Executive Board and Administration to handle any issues that arise between volunteer parents and staff
- (4) work with Executive Board and Administration to make sure all volunteers go through ACCSS and background check and understand school confidentiality policies;
- (5) work with Executive Board and Administration to make sure all school events, activities and celebration meet DUSD and statewide health and safety guidelines

(b) **Community Event Committee**

(i) **Event Chairs** -- each community-wide PFC event or campaign should have an Event Chair; Chairs shall:

- (1) work in collaboration with Executive Board to ensure PFC events are successfully carried out
- (2) recruit volunteers for their events
- (3) maintain event spending within the approved budget;
- (4) be responsible for completing after-event reports after completion of Event

- (5) assist school administration to make sure volunteers go through background check and understand school confidentiality policies;
- (6) working with Board and Administration to make sure school events, activities and celebration meet DUSD and statewide health and safety guidelines.

**(c) Art Enrichment Committee --**

**(i) 6-8 Art Enrichment Curriculum Program --**

- (1) Recommend a 6-8 Art Enrichment Curriculum to the Executive Board
- (2) Recruit parents volunteers as needed for Art Enrichment Lessons in 6-8 grade classrooms
- (3) Stay within budget guidelines given when developing and conducting Art Enrichment Program

**(ii) K-5 Art Program -- Lead/ Co-Leads --**

- (1) Recommend a K-5 Art Enrichment Curriculum to the Executive Board
- (2) Recruit parent volunteers as needed for Art Enrichment Lessons in K-5 classrooms
- (3) Stay within budget guidelines given when developing and conducting Art Enrichment Program

**(d) Book Club Committee -- Lead/ Co-Leads --**

- (i) Recommend and Develop Guidelines for the Book Club in conjunction with the Executive Board
- (ii) Conduct at least 6 meeting of the Book Club throughout the school year
- (iii) Recruit 6-8 graders to lead monthly book discussions for K-5 book club
- (iv) Recruit parents to lead a quarterly book discussion for a 6-8 grade book club
- (v) Find ways to get the whole school involved in Book Club
- (vi) Stay within the budget guidelines when developing and conducting the Book Club Program

**(e) Safety Committee -- Lead/Co-Leads --**

- (i) Coordinate with the School Site Council to promote and implement the School Safety Plan
- (ii) Collaborate with Executive Board and Administration to optimize safety resources available to school
- (iii) Develop guidelines and procedures for a Walking School Bus
- (iv) Attend semi-annual meeting of Alameda County Safe Routes to School
- (v) Coordinate Walk n Roll to School 2-4 times a year

## 9. POLICIES

### **9.1 Confidentiality Policy**

- (a) The Executive Board is committed to protecting the confidentiality of student information as maintained by the School District. Student privacy during school hours and the District's use of student information are both protected by federal and state law.
- (b) All PFC members will act in accordance with the utmost responsibility in maintaining the privacy and security of all students and student records.
- (c) The Executive Board directs all of its members volunteering at the school to maintain the utmost discretion with regards to student privacy, protection and security obligations in accordance with this policy and applicable laws.

### **9.2 Information Technology Policy**

- (a) All members of the Board should use emails created under the Cottonwood Creek domain for all PFC related communication.
- (b) The Board email addresses in the Cottonwood Creek domain should ONLY be used for PFC official communication, contact with school officials or outside parties for PFC business purposes.
- (c) All Board member communication in the Cottonwood Creek domain should be considered public, and, members should avoid discussing personal matters.

### **9.3 Social Media Policy**

- (a) All PFC members posting on PFC social media platforms like Facebook should be respectful of others in the group.
- (b) Only current parents and guardians can be part of the closed social media groups.
- (c) Any member can be removed from PFC social media groups if they indulge in personal attacks, abusive language, discriminatory behavior, intentionally share false or misleading information or use the platform for business promotion without prior approval.

### **9.4 Condolences Policy**

- (a) It is the policy of the Cottonwood Creek Parent Faculty Club (PFC) when there is a death in the family of a teacher or staff member the PFC will send condolences. The condolence will be limited to immediate family, this is to include parent, spouse, sibling or child only.



- (b) If there is a death in the family of student or of a student the PFC will defer to the policy of the school in dealing with this information and will keep everything confidential until such time as otherwise advised by the Administration of Cottonwood Creek School K-8.
- (c) The amount to be spent on each occurrence will not exceed \$100.

## 10. FUNDS MANAGEMENT

### 10.1 Budget

- (a) The Treasurers shall develop a budget for each school year, which shall include the planned income and expenditures. The budget shall also provide for a sufficient carryover of funds to enable the organization to function at the start of the new school year. A net cash carryover as of June 30th, would be no less than \$10,000.00 (Net cash is defined as cash less any unpaid items).
- (b) The budget shall be presented to the Executive Board and PFC membership for approval at the first General Meeting of the beginning of the school year.
- (c) Unbudgeted financial items or budget overruns will be reviewed by the Executive Board.
- (d) The budget may be amended by a vote of the membership at any regularly scheduled General Meeting, or at any Special Meeting called for that purpose.
- (e) Discrepancies of amounts under \$50.00 can be amended at the discretion of the Treasury Lead or co-Treasurer without a Special Meeting or vote of the Directors or Members.
- (f) Discretionary funds under \$250.00 will be voted on by the Executive Board without a meeting and do not require a vote by the Members.

### 10.2 Funds.

Funds allocated for specific expenditures must be used by the end of each school year or be returned to the Corporation general fund.

### 10.3 Audits.

A volunteer Finance Internal Audit Committee will provide assistance to the Board in fulfilling its oversight responsibility relating to the organization's financial operations. Internal auditing shall take place at least once per the school year (schedule to be determined by the Audit Committee). The audit committee must be given access to the Board's financial records, and any member of the Board must be available to respond to questions or provide materials necessary to facilitate the audits. The Audit Committee must be made up of members who were

external to the PFC Board in the year the audit is for and at no time should any member of the committee be recommended by the treasurer. External audits may occur upon the request of the school district.

## **11. LIABILITY.**

### **11.1 Liability.**

No member, Director or agent of this Corporation will be personally liable for the debts, liabilities or obligations of the Corporation.

### **11.2 Exculpation.**

No member, Director or agent of the Corporation (collectively, the "Covered Persons") liable to the Corporation or any other Person who has an interest in or claim against the Corporation for any loss, damage or claim incurred by reason of any act or omission performed or omitted by such Covered Person in good faith on behalf of the Corporation and in a manner reasonably believed to be within the scope of the authority conferred on such Covered Person by these Bylaws, the Corporation's Articles of Incorporation, or applicable law.

### **11.3 Indemnification.**

To the fullest extent permitted by law, this Corporation shall indemnify its Directors and other persons described in California Corporations Code Section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the Corporation, by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the California Corporations Code.

On written request to the Board by any person seeking indemnification under California Corporations Code Section 5238(b) or Section 5238(c), the Board shall promptly decide under California Corporations Code Section 5238(e) whether the applicable standard of conduct set forth in California Corporations Code Section 5238(b) or Section 5238(c) has been met and, if so, the Board shall authorize indemnification. If the Board cannot authorize indemnification, because the number of Directors who are parties to the proceeding with respect to which indemnification is sought prevents the formation of a quorum of Directors who are not parties to that proceeding, the Board shall promptly call a meeting of the Members. At that meeting, the Members shall determine under California Corporations Code Section 5238(e) whether the applicable standard of conduct has been met and, if so, the Members present at the meeting in person or by proxy shall authorize indemnification.

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification under these Bylaws in defending any proceeding covered by this Section shall be advanced by the Corporation before final disposition of the proceeding, on receipt by the Corporation of an undertaking by or on behalf of that person that the advance will be repaid unless it is ultimately found that the person is entitled to be indemnified by the Corporation for those expenses.

#### **11.4. Insurance.**

This Corporation is required to purchase and maintain insurance to the full extent permitted by law on behalf of its Directors, and other agents, to cover any liability asserted against or incurred by any Director, or agent in such capacity or arising from the Director's, or agent's status as such. This insurance must also cover school functions or events that aren't covered by the School's insurance.

## **12. AMENDMENTS AND RULES OF ORDER**

**12.1 Amendment** -- The Bylaws may be amended in the following manner:

- (a) Any amendment must be proposed by the Board or by written request of not less than twenty-five (25) Members, addressed to the President.
- (b) Upon receiving the written request of a proposed amendment by the members, the president shall review Bylaws solicit the input of members and propose an amendment to the Bylaws.
- (c) Any proposed amendment shall be approved solely by the two-thirds (2/3) vote of the Directors, unless the proposed amendment changes the number of authorized Directors, Member voting rights, or any sections directly related to members' right. For these matters, the amendment shall require not only a two-thirds (2/3) vote of the Directors but require the approval of the majority of Members in attendance at General PFC meeting. Should the Directors' vote and the membership vote be different from one another, the Principal will vote and be the deciding tiebreaker vote.
- (d) If a proposed amendment requires Member approval at a General PFC meeting, a statement of the nature and purpose of the proposed amendment must be read at one (1) meeting of the Board open to the Members preceding the meeting of adoption, or the proposed amendment must be submitted to the Members. A majority vote of all Members present will be required to confirm each such amendment or to confirm the revised Bylaws as a whole.
- (e) Notwithstanding the foregoing provisions, the Bylaws may be amended as necessary to obtain a determination by the Internal Revenue Service that the Corporation is exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code or by the Franchise Tax Board that it is exempt from California Franchise or income tax under

Section 23701 of the Revenue and Taxation Code of California by unanimous written consent of those Directors present at any meeting of the Board at which a quorum is present.

**12.2 Rules of Order.**

The rules contained in Robert's Rules of Order Revised will govern the Corporation in all matters of parliamentary procedure to which they are applicable and not inconsistent with the Bylaws.