

BYLAWS OF JOHN MARSHALL PARENT BOOSTER CLUB
A CALIFORNIA PUBLIC BENEFIT CORPORATION

Draft 2-25-19

Article 1 NAME AND OFFICE

The name of this corporation shall be JOHN MARSHALL PARENT BOOSTER CLUB.

The principal office of the corporation shall initially be located at [address??], Los Angeles, CA 90027, County of Los Angeles, and State of California. The Executive Board may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such change of address shall not be deemed an amendment of these Bylaws.

Article 2 PURPOSE

The corporation is organized exclusively for charitable purposes within the meaning of Internal Revenue Code section 501(c)(3) or corresponding section of any future federal tax code. The corporation is dedicated to raising funds for and otherwise supporting the education, social life, and welfare of the John Marshall High School Community.

Article 3 FISCAL YEAR

The corporation's fiscal year will be from July 1st to June 30th, as filed with the Internal Revenue Service.

Article 4 POLICIES

1. The corporation shall be non-commercial, non-sectarian, non-partisan, and nonprofit. The corporation shall not endorse any candidate or commercial enterprise. The name of the corporation and the names of its Executive Board members in their official capacities shall not be used in connection with any commercial concern, with any partisan interest, or for any purpose not related to the objectives of the corporation.
2. The corporation shall cooperate with the school to support the improvement of education and communication in ways that will not interfere with the administration of the school and shall not seek to control its policies.
3. A list of all fundraising events for the school year shall be submitted to the Executive Board in a timely manner.
4. The Executive Board will develop and publish a protocol whereby members, students and faculty may request and receive funding of activities that further the educational activity at John Marshall High School.
5. The Executive Board will be responsible for approving disbursement of funds in response to funding requests.

6. No part of the net earnings of the corporation shall inure to the benefit of, or to be disbursed to its members, officers or other private persons, 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 set forth in the purpose clause hereof.
7. Notwithstanding any other provisions of this document, the corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
8. All funds received by the corporation must be given to the treasurer within 30 days of receipt to be deposited in a FDIC approved financial institution in Los Angeles County. The Treasurer shall deposit said funds no later than 7 days after receipt.
9. Any disbursements over \$500.00 shall require a second signature.

Article 5 MEMBERSHIP

Membership in the corporation shall include all parents and guardians of John Marshall High School, Los Angeles, California.

Article 6 MEETINGS OF MEMBERS

1. The annual meeting shall be set by the Executive Board, who shall also set the place and time.
2. The corporation shall hold regular meetings as scheduled by the Executive Board.
3. The corporation may hold special meetings as deemed desirable by the Executive Board, providing two weeks notice of the date and purpose of all special meetings is given to members.
4. Notice of meetings shall be distributed via telephone or electronic mail.
5. Voting by members on the annual budget, as described in Article 7, and election of the Executive Board, as described in Article 8, may be cast at regular or special meetings by voice, by a show of hands, or by written ballot, as deemed appropriate by the Executive Board.
6. Meetings will be run in accordance with Robert's Rules of Order. The corporation's Secretary shall act as Parliamentarian when needed.
7. A quorum will consist of five people (including Executive Board members) or more.

Article 7 EXECUTIVE BOARD

1. The members of the Executive Board shall consist of a President, Vice President,, a Secretary, and a Treasurer.

2. The Executive Board shall have the power to transact necessary business between meetings of the corporation.
3. The Executive Board will present a budget for the following school year to the members of the corporation for a vote at the March meeting.
4. All members of the Executive Board shall serve without compensation except they shall be allowed reasonable reimbursement or advancement of expenses incurred in the performance of their regular duties as specified in Article 9, Duties of the Executive Board.
5. Resignation by an Executive Board member shall be presented in writing. The President shall appoint a member of the corporation to fill the vacancy for the remainder of the term. In the case of resignation by the President, the Vice President will fill the vacancy for the remainder of the term.

Article 8 ELECTION OF EXECUTIVE BOARD MEMBERS

1. The Executive Board members shall be elected by the members of the corporation, except in the case of replacement to fill a vacancy, as described in Articles 7 and 12 of these Bylaws.
2. The Executive Board or a designated committee will develop a slate of nominees. Only those persons who have reviewed the detailed job description for the office and who have signified their consent to serve if elected shall be nominated for or elected to such office.
3. The slate of nominees shall be sent to the members via electronic mail no less than ten days prior to the March meeting.
4. The slate of nominees to the Executive Board shall be presented to the members at the March meeting. Additional nominees may be entertained from the floor. If no Executive Board position is contested, the slate will be voted on at the March Meeting.
5. In cases of a contested position, ballots will be distributed to members via electronic mail and returned no later than the second week in April. Ballots will be counted and the winner(s) announced at the April Meeting.
6. Duly elected Executive Board members shall assume their responsibilities on July 1st of the school year for which they were elected.
7. An Executive Board member's term shall be one year.

Article 9 DUTIES OF THE EXECUTIVE BOARD

1. The Executive Board will maintain accurate and detailed job descriptions of all officer positions that are summarized in Sections 2-6 of this Article.
2. The President shall oversee all activity, relationships and communications of the corporation and ensure that all activities adhere to established procedures, meet deadlines and are transparent in their operations.
3. The Vice President agrees to assume the position of President in the event that the President cannot fulfill the duties of the office. The President-Elect shall manage the process of receiving and responding to funding requests and shall recruit and maintain a full slate of volunteers to carry out the activities of the corporation.
4. The Secretary shall create and maintain accurate records of all corporate meetings and activities and maintain the records of the corporation in an accessible manner as required by state and federal statutes. The Secretary is also responsible for timely communications with members, as described in these articles.
5. The Treasurer shall create and maintain accurate financial records and reports and ensure that all financial transactions are appropriate and adhere to all applicable regulations.
6. Executive Board members may be assigned additional duties as required to carry out the activities and objectives of the corporation.

Article 10 MEETINGS OF EXECUTIVE BOARD

1. Regular meetings of the Executive Board shall be held at least quarterly each year.
2. Notice of meetings may be given by postal mail, telephone, or electronic mail and must occur at least two days before the meeting.
3. Special meetings as deemed desirable shall be called upon the request of the President or one-third of the Executive Board. The Secretary shall send out notices of special meetings to each Executive Board member providing two weeks notice of the meeting and its purpose.
4. Votes on a motion may be cast at regular or special Executive Board meetings by voice, by a show of hands, or by written ballot.
5. Meetings will be run in accordance with Robert's Rules of Order. The corporation's Secretary shall act as Parliamentarian when needed.
6. A quorum will consist of three (3) Executive Board members or more.

Article 11 CONFLICT OF INTEREST

In the event that any Officer, Delegate, or Committee member of the corporation shall have any direct or indirect interest in, or relationship with, any individual or organization

which proposes to enter into any transaction with the John Marshall Booster Club, including but not limited to transactions involving:

1. the sale, purchase, lease or rental of any property or other asset; 2. employment, or rendition of services, personal or otherwise; 3. the award of any grant, contract, or subcontract; 4. the investment or deposit of any funds of the John Marshall Booster Club;

Such person shall give notice of such interest or relationship and shall thereafter refrain from discussing or voting on the particular transaction in which he has an interest, or otherwise attempting to exert any influence on the corporation, or its components to affect a decision to participate or not participate in such transaction.

Article 12 REMOVAL OF OFFICER(S)

1. In situations when an Executive Board member cannot carry out his/her job responsibly in accordance with the corporation's stated objectives and policies the member may be removed from office.
2. Any member of the corporation may submit a petition for removal of an Executive Board member to the President or Vice President. Petitions must be submitted in writing. Anonymous petitions will not be considered.
3. Notice of a petition for removal will be given to the Executive Board member in question prior to notification of the members of the corporation.
4. Any notice of a petition for removal of an Executive Board member will be submitted to the members for discussion at a regularly scheduled meeting or at a special meeting that may be called by the Executive Board.
5. Following discussion of the petition, the members will vote on removal. The vote shall be a written ballot vote.
6. If a position on the Executive Board is vacated by removal of the member, the President will appoint a member of the corporation to fill the vacancy for the remainder of the term. In the case of removal of the President, the Vice President will fill the vacancy for the remainder of the term.

Article 13 COMMITTEES

1. The Executive Board may create such committees as it may deem necessary to promote the purposes and carry on the work of the corporation.
2. Committee members and chairpersons may be members of the Executive Board or other members of the corporation or persons with interest and expertise invited by the President to participate.
3. The term of each chairperson shall be one year or until appointment and qualification of his/her successor or until the committee is dissolved by the Executive Board.

4. Each committee is accountable to the Executive Board and may not undertake activities or enact procedures that conflict with these bylaws and other policies of the Executive Board.

Article 14 AMENDMENTS OF BYLAWS

1. These Bylaws may be amended at any legally called regular meeting or special meeting of the corporation by a two-thirds vote of the members present. The proposed amendment must be submitted, in writing, to the Executive Board prior to the corporation meeting at which said amendment is to be voted upon.
2. A committee will be formed as necessary to review/revise the Bylaws of the corporation.

Article 15 DISSOLUTION

Upon the dissolution of this corporation, assets shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Internal Revenue Code section 501(c)(3); or shall be distributed to the federal government, or to a state or local government, for a public purpose that have been voted upon by the John Marshall Booster Club.

The foregoing Bylaws, consisting of six (6) pages, including this page, constitute the Bylaws of the Corporation as of [insert date], duly adopted by the initial Executive Board Members of the Corporation at the organizational meeting on [DATE]