

**WOODSIDE ELEMENTARY PARENT FACULTY CLUB
MISSION & BY-LAWS**

ARTICLE I. Mission Statement.

The mission of the Woodside Elementary PFC is to unite our families, teachers, staff and community members in a common goal to support high academic standards, enrichment experiences, and a positive learning environment for all students at our school through:

- educational programs
- social programs
- community building activities
- fundraising efforts

ARTICLE II. Name.

The name of this organization shall be the Woodside Elementary Parent Faculty Club (hereinafter PFC).

ARTICLE III. Purpose & Limitations.

Section 1. Purpose.

The PFC is organized exclusively for charitable purposes within the meaning of 501(c)(3) of the Internal Revenue Code.

Section 2. Limitations.

The PFC's objective shall not be to seek to direct the technical activities or to control the educational policies of the school. No substantial part of the activities of the PFC shall consist of carrying on propaganda, attempting to influence legislation, or participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from Federal income tax under 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an association whose contributions are deductible under 170(c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV. Policies.

The PFC shall be educational, non-partisan, non-sectarian, and non-commercial and shall not endorse any political party or individual for public office.

ARTICLE V. Dissolution.

Upon dissolution of the PFC, its assets remaining after payment of all debts and liabilities of the PFC shall be *distributed to a nonprofit fund, foundation or corporation* which is organized and operated exclusively in support of educational purposes and which has established its tax exempt statute under 501(c)(3) of the Internal Revenue Code.

ARTICLE VI. Office.

Section 1. Principle Office.

The "Principle Office" for the transaction of the PFC's business affairs and activities shall be the Multi-Use Room at Woodside Elementary School, 761 San Simeon Drive, Concord, California. The Executive Board may change the principle office from one location to another. Any permanent change of the location of the Principal Office shall be noted by the Secretary on these bylaws opposite this Article or this Article may be amended to state the new location.

All business of the PFC shall be conducted at the Principle Office unless another location is specifically stated.

Section 2. Other Office.

The Executive Board may establish a temporary, or secondary, branch or subordinate office at any place or places where the PFC is qualified to conduct activities. In the event another office is permanently established, the Secretary shall note on these bylaws opposite this Article or this Article may be amended to state the location of the other office.

ARTICLE VII. Membership & Dues.

Membership is open to the families of students, teachers, staff and community members interested in the objectives of this organization. No membership dues are required.

Each member of the Executive Board shall be a member in good standing of the PFC.

ARTICLE VIII. Officers & their elections

Section 1. Officers.

The elected officers of the PFC constitute the Executive Board and shall be limited to the following:

- (a) President;
- (b) Vice-President and Chairperson of the Nominating Committee
- (c) Secretary;
- (d) Treasurer; and
- (e) Donation Coordinator

Co-sharing any of these offices is acceptable, subject to voting of the membership.

Section 2. Nominations.

The Nominating Committee shall recommend one (1) nominee, with nominee consent, for each Executive Board position for the next election. This slate of nominations shall be presented to the general membership at the March meeting, posted in the school office and on the PFC website and/or through electronic communication. The Vice President will serve as the chair of the Nominating Committee.

Section 3. Voting.

Upon receiving the recommended slate of officers from the Nominating Committee, nominations from the floor shall be called at the March meeting. Elections will be held at the April meeting.

Voting of the general membership shall be done orally unless a contest for office ensues requiring vote by written ballot. Those elected shall take office at the last meeting of the school year but shall not take over the activities of the organization until June 1.

Section 4. Terms.

An officer will hold the elected position for a term of one year. Each officer shall serve up to two consecutive one-year terms. No officer shall hold the same position for more than two consecutive one-year terms unless unopposed for the position and waived by vote of the general membership.

Section 5. Vacancies.

Any officer may resign effective upon giving written notice to the President or Secretary of the PFC. Such resignation will be effective when received unless the notice specified a later time. When a vacancy occurs, the remaining officers may nominate a new person by majority vote to be presented for election at the next general meeting. Each officer who takes office pursuant to this paragraph shall serve until the expiration of the replaced officer's term.

Section 6. Powers.

The Executive Board exercises power by a simple majority vote of all officers.

The officers shall have the power to incur indebtedness for the ordinary and current expenses of the PFC. In cases of emergency the officers may incur expenses for the PFC, not to exceed \$250. The officers would then be obligated to report these expenditures at the next general membership meeting.

The Executive Board shall have the following powers in addition to the other powers stated in these bylaws:

- To select and remove for cause any officer or committee chairperson;
- To prescribe powers and duties for officers as may be consistent with the laws of California and these bylaws:
- To adopt, use and/or alter the PFC seal;
- To exercise all powers conferred by the laws of California.

ARTICLE IX. Officers' Duties

Section 1. Duties of the President.

The President shall be vested with all the power necessary to conduct all PFC business, including, but not limited to, the following:

- (a) Call and/or preside over meetings of the officers & general membership;
- (b) Delegate temporarily or permanently a duty or function of the office of President;
- (c) Appoint standing and/or special committees;
- (d) Pay out all moneys of the PFC by check counter-signed by the Treasurer as set forth in this Article for all transactions of two hundred fifty (250) dollars or less; and
- (e) Seek Executive Board approval to pay out all moneys of the PFC by check counter-signed by the Treasurer as set forth in the Article for all transactions of two hundred fifty (250) dollars or greater.

Section 2. Duties Vice-President.

The Vice-President shall be vested with the power necessary to preside over the Nominating Committee and be the point of contact for all committee chairs. Otherwise shall perform the duties and responsibilities of the President in his or her absence, or as directed by the President.

Section 3. Duties of the Secretary.

The Secretary shall notify members of their election or appointment to office; shall take and prepare minutes of every meeting of the Executive Board and general membership; shall publish notices of all meetings; shall be primarily responsible for all correspondence of the PFC; shall be responsible for the ordering of supplies; and shall be subject to direction of the President.

Section 4. Duties of the Treasurer.

The Treasurer shall be responsible for:

- (a) Collection of all moneys due to the PFC;
- (b) Keeping and maintaining an accurate accounting of all moneys received and disbursements made;
- (c) Generating the Financial Report of the Treasurer (hereafter "FRT");

- (d) Publishing, or making available, the FRT at each general meeting;
- (e) Keeping and maintaining a business checking account at a bank approved by the Executive Board for the purpose of conducting the PFC's financial business;
- (f) Paying all PFC debts by check counter-signed by the President as set forth in this article; and
- (g) Drafting the PFC budget for approval by the Members at the first meeting of the school year.

Section 5. Duties of the Donation Coordinator.

Shall determine, coordinate & secure donations for the activities which will earn money, with the exception of Family Fun Nights, August Information Day, Book Fairs, Membership Drives, Woodside Memorabilia, and any Fifth Grade Science Camp Functions.

ARTICLE X. Committees.

Section 1. Creation.

There shall be such standing and special committees created by the officers of the PFC as may be required to carry on the work of the organization. Each committee will function within the budget set forth at the beginning of the fiscal year. Each committee will have a chairperson as appointed by the officers.

Section 2. Duties of the Chairperson.

The Chairperson shall be vested with the power necessary to execute the duties and obligations of the respective standing or special committee. Securing committee members shall be the responsibility of the committee chairperson.

Section 3. Standing Committees.

The Vice President will maintain a list and brief description of the standing committees and duties associated with each. All standing committees shall meet as required to carry out the work of the PFC.

Section 4. Special Committees.

The officers shall appoint such committees and representatives to fulfill assignments as may be deemed necessary.

ARTICLE XI. Meetings.

Section 1. Executive Board meetings.

Regular meetings of the elected officers are open to the membership of the PFC. The officers may meet in closed session whenever needed to discuss matters involving privilege information, personnel matters, or potential/pending litigation. Agendas will state the general topics to be discussed in the closed session and made available to the general membership. The officers shall meet monthly from September through June with the exception of December. Dates of these meetings shall be given to the School office as well as posted on the PFC website and/or the Howl newsletter.

Section 2. General membership meetings.

The general membership shall meet monthly during the academic year, excluding December, at such time and place as determined by the officers to be announced by the Secretary. These meetings shall be known as "General Meetings."

Ten members including officers shall constitute a quorum of the General Meeting.

Fundraisers or expenditures that are not on the approved Budget are to be raised at regularly scheduled open PFC meetings and will be considered approved with a majority vote of the members that are present.

Proposals for expenditures that exceed \$5000 will be heard at the general meeting and then voted on at the next regularly scheduled general meeting with the exception of time sensitive issues. For expenditures that need a vote more quickly, a special meeting can be called in accordance with Section 3 below.

Section 3. Special meetings.

Special meetings may be held at the call of the President or the written request of the general membership. Notice of a special meeting and the agenda for this meeting shall be circulated to the members at least seven (7) days prior to the date of the meeting via the Howl newsletter, posted on the PFC website and notice in the school office.

ARTICLE XII. Voting.

Section 1. Method of Voting.

All voting shall be done orally unless specifically required by these bylaws to be conducted by written ballot.

Section 2. Counting of Votes.

All votes shall be counted as "Yea" in the affirmative, "Nay" in the negative, and "Abstain" for those members not casting a vote. No other votes shall be counted except by this subsection.

All issues arising at General Meetings shall be carried by simple majority of votes cast by those Members present and voting.

All issues laid before the members at Special Meetings shall be carried by a simple majority vote of those Members present and voting.

ARTICLE XIII. Fiscal Year.

The fiscal year for the Woodside Elementary School Parent/Faculty Club shall be defined as beginning on July 1 and ending on June 30 of the following calendar year.

ARTICLE XIV. Amendments.

These bylaws may be amended by a simple majority vote of the members present at any General Meeting, provided the substance of the proposed amendment shall have been read and opportunity given for discussion at the previous General Meeting.

ARTICLE. XV. Record of Amendments.

These bylaws were amended on (date)	BY: (Officer #1)	Title:	BY: (Officer #2)	Title
03-10-1995	Connie Jamieson	President	Joanne Segovia	Secretary
10-17-1995	Lisa Fuller	President	Joanne Segovia	Secretary
05-19-1997	Joanne Segovia	President	Debbie LaDue	Vice President
11-18-1997	Debbie La Due	President	Lisa Nichols	Secretary
03-17-1998	Debbie LaDue	President	Lisa Nichols	Secretary
03-17-2015	Rachel Coyle	Co-President	Belma Eldgridge	Co-President