

BY-LAWS OF THE SAN DIEGO UNIFIED SCHOOL DISTRICT
COMMUNITY SERVICE ASSOCIATION
(A Non-profit Corporation)

ARTICLE I Name and Purpose

Section 1. The name of the corporation shall be:

San Diego Unified School District Community Service Association

Section 2. The purposes for which it is formed are:

To provide an organizational means by which employees of the San Diego Unified School District (hereinafter called the "District") may contribute to recognized charitable, hospital and educational institutions and organizations through a single channel through the medium of periodic payroll deductions from wages and salaries due to such employees from said District and a subsequent pooling of such deductions into a common fund from which contributions may be made.

ARTICLE II Membership

An employee of the San Diego Unified School District system may become a member of this Corporation in either one of the following ways:

- (a) Through an authorized payroll deduction
- (b) Through a direct cash contribution

ARTICLE III Officers

Section 1. Election

The chairman and vice-chairman shall be elected by the Board of Directors from its members.

Section 2. Term of Office

The term of office shall be one year with no officer serving more than three consecutive terms.

Section 3. Duties of the Chairman

- a. Shall assume the usual duties of the office.
- b. Shall appoint the chairmen of committees with the advice and approval of the Board of Directors.
- c. Shall approve the personnel of all committees.
- d. Shall be an ex-officio member of all committees.
- e. Shall act as Chairman of the Board of Directors.
- f. Shall co-sign all checks for disbursement.
- g. Shall call meetings of the Board of Directors when required or deemed necessary.

Section 4. Duties of the Vice-Chairman

- a. Shall assume the usual duties of the office.
- b. Shall direct such work as the chairman shall assign him.
- c. Shall be an ex-officio member of all committees.

Section 5. Duties of the Secretary/Treasurer

- a. Shall assume the usual duties of the office.
- b. Shall record the proceedings of all regular and special General Meetings of the membership, and of the Board of Directors, and keep an accurate and uniform record of such meetings.
- c. Shall send out notices of all Board of Directors, General Membership, Committee meetings, and otherwise as directed by the chairman.
- d. Shall be the sole custodian of all corporate funds.
- e. Shall receive and record the receipts of all dues, gifts and other income.
- f. Shall give bond, whose cost of execution shall be paid by the Contingency Fund, in an amount which shall be determined by the Board of Directors.
- g. Shall submit all financial records to the auditor for an annual audit.
- h. Shall be required to submit financial reports of the various funds regularly and as requested by the Board of Directors.

Section 6. Eligibility

All officers must be members of this corporation.

Section 7. Compensation

Compensation shall be paid for corporate operating expenses and audit within the limitations of the Articles of Incorporation.

The Board shall approve expenditure of funds to cover expenses incurred by a board member while carrying out CSA business.

ARTICLE IV Board of Directors

Section 1. Selection

The number of directors shall be ten of which five (5) shall be teachers, two (2) shall be administrators, three (3) shall be classified employees.

Section 2. Eligibility

Only members of the corporation are eligible for election to the Board of Directors.

Section 3. Powers and Duties

- a. The Board of Directors shall solicit each of the employees of the District, pursuant to such plan or campaign as may be agreed upon, to authorize and direct the District to deduct from each such employee's wages or salary a sum as directed by the employee each month for so long as such authorization and direction shall remain in effect and to hold all such sums so deducted in the manner and for the purpose set forth in the Articles of Incorporation.
- b. The Board of Directors shall have the power to accept contributions made to the Common Fund by any person. Such contributions to the Common Fund may be mingled with other assets of the Common Fund and used for the purposes set forth in Article Ten (c) of the Articles of Incorporation.
- c. The Board of Directors shall advise the Chairman of the Board of Directors in selection of Committee Chairman and shall pass on approval of their appointment.

Section 3. Powers and Duties (Continued)

- d. The Board of Directors shall have final decision on distribution of the Common Fund in accordance with the Articles.
- e. The Board of Directors shall authorize the employment and job description of all persons hired to carry out the functions and purposes of this Corporation.
- f. The Board of Directors shall account and report quarterly to the members of the Corporation as to its administration of the Common Fund and shall annually obtain a report from an independent auditor as to such administration. Each of such accounts and reports shall be made in District and/or employee organization publications.
- g. An annual membership drive meeting shall be called by the Board of Directors at which time the financial statement of the corporation shall be available, appointments by the Board announced, current Board of Director member introduced and campaign materials distributed.
- h. The Board of Directors may make and adopt such reasonable rules and regulations for its conduct and the exercise of its functions as shall not be inconsistent with the Articles of Incorporation.

ARTICLE V Vacancies

When a vacancy occurs on the Board of Directors, the Board of Directors shall appoint a new member within thirty (30) days of representative of the same group of employees.

ARTICLE VI Meetings

Section 1. The annual Membership Drive Meeting is open to the general membership.

Section 2. Meetings of the Board of Directors may be held upon the call of the Chairman or upon the call of any three members of the Board of Directors on at least 24 hours written notice given to all of the members of the Board of Directors, provided that any meeting may be held at any time upon the written consent of all of the members of the Board of Directors given either before or after the meeting.

ARTICLE VI Meetings (Continued)

Section 3. There shall be at least four meetings of the Board of Directors annually.

ARTICLE VII Quorum

A three-fifths (3/5) majority of the members of the Board of Directors who shall have been duly appointed and shall have duly accepted such appointment shall constitute a quorum.

The Board of Directors shall authorize and direct disbursements made from the Common Fund for the purposes set forth in the Articles in accordance with resolution or resolutions duly adopted, in identical form, at each of two meetings, at each of which a quorum is present, and acting, holed at intervals of not less than seven days. The affirmative vote of 3/5 of all the members of the Board of Directors shall be required at each of such two meetings for the adoption of such resolution or resolutions.

ARTICLE VIII Nomination and Election of Officers

Officer candidates shall be nominated with their consent by members of the Board of Directors at a regular meeting. Election to be held at the following regular meeting.

ARTICLE IX Nomination and Election of members of the Board of Directors and appointment of the Advisor to the Board

Section 1. Nominations of candidates for election to the Board of Directors are solicited from various sources and announcements through district communications. Election of members of the Board of Directors is by majority vote of the membership at large by written secret ballot annually in November in accordance with the Articles.

Section 2. One citizen-at-large, not employed by the San Diego Unified School District, may be appointed by the Board of Directors to serve in an advisory capacity.

ARTICLE X Dues, Gifts, Assessments, and Funds

Section 1. Dues

Dues shall be set by the Board of Directors.

Section 2. Gifts

Gifts to the Corporation shall be accepted in any form at the discretion of the Board of Directors.

Section 3. Assessments

There shall be no assessments.

Section 4. Funds

- a. The Board of Directors shall solicit each of the employees of the District, pursuant to such plan or campaign as may be agreed upon, to authorize and direct the District to deduct from each such employee's wage or salary a sum as directed by the employee each month for so long as such authorization and direction shall remain in effect and to hold all such sums so deducted in the manner and for the purposes hereinafter set forth.
 1. The aforementioned authorization of payroll deduction shall be deemed revoked when an employee in writing shall so direct the Board of Directors; except that such a payroll deduction shall not cease and the revocation shall not become affective until 30 days from the date of the written notice is received by the Board of Directors.
- b. The sums referred to in Article Ten, Section 4a. above shall constitute in the aggregate and shall be known as San Diego Unified School District Community Service Association Common Fund (herein called the "Common Fund"). The Common Fund shall be deposited in an account with such depository or depositories as may be approved by the Board.

Section 4. Funds (Continued)

The Common Fund shall be maintained and disbursed, provided however that no disbursement of the Common Fund accumulated, or any portion thereof shall be made except over the signature of the TREASURER AND CHAIRMAN, OR, IN HIS ABSENCE, THE VICE CHAIRMAN SHALL CO-SIGN. These three officers shall be known as and shall function as the Finance Committee.

- c. The Board of Directors shall not authorize or direct any disbursement to be made except only by way of and for the following purposes, and the Corporation shall be under no obligation to make any disbursements for any other purpose:
 1. Eighty-eight percent (88%) of said total Common Fund as received shall be earmarked for disbursement, and shall be disbursed, as is consistent with these articles of incorporation, to any corporation, trust, association, community chest, fund or foundation organized not for profit and operated solely for charitable, scientific, literary or educational purposes or for the prevention of cruelty to children or animals, or as a contribution to assist in the relief of any civilian disaster or calamity provided such contribution is within the scope of section 23 of the Internal Revenue Code: and
 2. A portion (12%) of said total Common Fund shall be earmarked as a contingency for expenses of operation and audit. This fund to be known as the Contingency Fund.

It shall be required of the Board to employ an auditor to audit the books at least once a year.

The Board may hire casual hourly or salaried workers to enable it to carry out the work of the Corporation.

ARTICLE XI Initiative, Referendum, and Recall

- Section 1. A petition signed by twenty-five (25%) of the general membership shall bring to a vote of the membership at a general meeting any initiative action.

ARTICLE XI Initiative, Referendum, and Recall (Continued)

Section 2. The Board of Directors by majority vote may present to the general membership at a general meeting any referendum action.

Section 3. The Board of Directors by a 4/5 vote of its members may recall any officer of the corporation.

Section 4. No member of the Board of Directors shall be recalled except by a secret written majority vote of the membership at large.

ARTICLE XII The Audit

Section 1. The Board of Directors shall appoint prior to October 1 of each fiscal year a Certified Public Accountant or Public Accountant to conduct an annual audit, said audit to be completed prior to December 1 of the following fiscal year.

ARTICLE XIII Affiliations

The Board of Directors shall approve at their discretion the affiliation of this corporation with other groups professing similar purposes.

ARTICLE XIII Amendments

By-laws may be enacted or amended under the general provisions of the Articles by a 3/5 vote of the total membership of the Board of Directors; except that the authorized number of Directors may never be adopted, amended, or repealed by the Board of Directors.

ARTICLE XV Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Revised (1943) shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Articles of Incorporation and By-laws.