SUMAC L-STEM ELEMENTARY
PARENT FACULTY ASSOCIATION BYLAWS

Revised August 2026

ARTICLE I
NAME

SECTION 1 Organization Name

The name of this organization shall be the “Sumac L-STEM Elementary Parent Faculty Association,” hereafter referred to as the “PFA.”

ARTICLE II
OFFICES

SECTION 1 Principal Office

The principal office for the transaction of the activities and affairs of the PFA is located at 6050 Calmfield Avenue, Agoura Hills, in Los Angeles County, California. The board of directors may change the location of the principal office. The secretary must note any such change of location on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

ARTICLE III
OBJECTIVES

SECTION 1 Specific Purpose

The PFA shall coordinate and unite parents, faculty, and interested individuals and act as a voice for the school in community matters. In addition, the PFA shall endeavor to further the education and welfare of children by supplementing the curriculum, facilities, supplies, and extracurricular programs.

The PFA shall provide a means to develop cooperation, communication, coordination, and understanding between the school's faculty, including its administrators, and all applicable and appropriate civic, government, and business organizations.

ARTICLE IV
LIMITATIONS

SECTION 1 Political Activities

The PFA has been formed for the charitable purposes described in Article III, and it shall be nonprofit and nonpartisan. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, with the exception of measures that are directly aimed at raising funds for Sumac Elementary or LVUSD. The PFA shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. However, the members of the PFA are free to engage in political and legislative activities as individuals, but not as representatives of the PFA.

SECTION 2 Prohibited Activities

The PFA shall not, except in any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described in Article III. The PFA may not carry on any action for the profit of its Officers, Directors, or other persons or distribute any gains, profits, or dividends to its Officers, Directors, or other persons as such. Furthermore, nothing in Article III shall be construed as allowing the PFA to engage in any activity not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or (ii) by a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

ARTICLE V
DEDICATION OF ASSETS

SECTION 1 Property Dedicated to Nonprofit Purposes

The property of the PFA is irrevocably dedicated to charitable purposes. Accordingly, no part of the net income or assets of the PFA shall ever inure to the benefit of any of its Directors or Officers or the benefit of any private person, except that the PFA is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes outlined in Article III hereof.

SECTION 2 Distribution of Assets Upon Dissolution

Upon the dissolution or winding up of the PFA, its assets remaining after payment, or provision for payment, of all debts and liabilities of the PFA 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 Section 501(c)(3) of the Code.

ARTICLE VI
MEMBERSHIP

SECTION 1 Eligibility

All parents or guardians of Sumac L-Stem Elementary ("Sumac") students and Sumac faculty shall be eligible for membership. The amount of dues, if any, shall be set by the PFA Board, payable yearly, and non-refundable.

SECTION 2 Eligibility for Appointment

Members whose dues, if any, have been paid to any Las Virgenes Unified School District PFA and/or PFC and who is a member in good standing of the Sumac PFA shall be eligible for appointment to office.

SECTION 3 Rights of Membership

All members shall have the right to vote, as outlined in these bylaws, on the election of directors, on the disposition of all or substantially all of the PFA's assets, on any merger and its principal terms, and any amendment of those terms, and on any election to dissolve the PFA.

SECTION 4 Members in Good Standing

Members who have paid the required dues, fees, and assessments per these bylaws and who are not suspended shall be in good standing.

SECTION 5 Termination of Membership

A membership shall terminate on the occurrence of any of the following events:

a. Resignation of the member;
b. The member no longer being a parent or guardian of an enrolled Sumac student or no longer being a faculty member of Sumac, as applicable;
c. The member's failure to pay dues, fees, or assessments as set by the board within 60 days after they are due and payable;
d. Any event that renders the member ineligible for membership, failure to satisfy membership qualifications; or
e. Termination of membership under Article VI, Section 5 of these bylaws based on the good faith determination by the board, or a committee or person authorized by the board to make such a determination, that the member has failed in a material and serious degree to observe the rules of conduct of the PFA, or has engaged in conduct materially and

seriously prejudicial to the PFA's purposes and interests.

SECTION 6 Suspension of Membership

A member may be suspended pursuant to Article VI, Section 5 of the Bylaws based on the good faith determination by the board, or a committee or person authorized by the board to make such a determination, that the member has failed in a material and serious degree to observe the PFA's rules of conduct, or has engaged in conduct materially and seriously prejudicial to the PFA's purposes and interests. A person suspended shall not be a member during the suspension period.

SECTION 7 Termination or Suspension of Membership

If grounds appear to exist for suspending or terminating a member under Article VI, Sections 5 and 6 of these bylaws, the following procedure shall be followed:

a. The board shall give the member at least 15 days prior notice of the proposed suspension or termination and the reasons for the proposed suspension or termination. Notice shall be given by any method reasonably calculated to provide actual notice.
b. The member shall be given an opportunity to be heard, either orally or in writing, at least five days before the effective date of the proposed suspension or termination. The hearing shall be held, or the written statement considered, by the board or by a committee or person authorized by the board to determine whether the suspension or termination should occur.
c. The board, committee, or person shall decide whether the member should be suspended, expelled, or sanctioned in any way. The decision of the board, committee, or person shall be final.
d. Any action challenging an expulsion, suspension, or termination of membership, including a claim alleging defective notice, must be commenced within one year after the date of the expulsion, suspension, or termination.

SECTION 8 Transfer not permitted

No membership or right arising from membership shall be transferred.

ARTICLE VII
MEMBER MEETINGS

SECTION 1 General Meetings

A general meeting of members shall be held at least annually at such time and place and on such notice, if any, as the board may determine. Unless elected by written ballot, directors shall be elected at this meeting.

SECTION 2 Place of Meeting

Meetings of the members shall be held at any place within or outside California designated by the board or by the written consent of all members entitled to vote at the meeting, given before or after the meeting. In the absence of any such designation, members' meetings shall be held at the PFA's principal office. The board may authorize members who are not present in person to participate by electronic transmission or electronic video communication.

SECTION 3 Special Meetings

3.1 Authority to call special meetings

The president, or 5 percent or more of the members, may call a special meeting of the members for any lawful purpose at any time.

3.2 Calling Special Meetings

A special meeting called by any person entitled to call a meeting (other than the board) shall be called by written request, specifying the general nature of the business proposed to be transacted and submitted to the president or any vice president or the secretary of the PFA. The officer receiving the request shall cause notice to be given promptly to the members entitled to vote, stating that a meeting will be held at a specified time and date fixed by the board, provided, however, that the meeting date shall be at least 35 but no more than 90 days after receipt of the request. If the notice is not given within 20 days after the request is received, the person or persons requesting the meeting may give the notice. Nothing in this Section shall be construed as limiting, fixing, or affecting the time at which a meeting of members may be held when the meeting is called by the board.

3.3 Proper Business of Special Meeting

No business other than the business that was set forth in the notice of the meeting, may be transacted at a special meeting.

SECTION 4 Notice

4.1 General Notice Requirements

Whenever members are required or permitted to take any action at a meeting, a written notice of the meeting shall be given to each member

entitled to vote at that meeting. The notice shall specify the place, date, and hour of the meeting and the means of electronic transmission by and to the PFA or electronic video screen communication, if any, by which members may participate in the meeting. For the annual meeting, the notice shall state the matters that the board, at the time notice is given, intends to present for action by the members. For a special meeting, the notice shall state the general nature of the business to be transacted and shall state that no other business may be transacted. The notice of any meeting at which directors are to be elected shall include the names of all persons who are nominees when notice is given.

SECTION 5 Notice of General Meetings

Notice of any meeting of members shall be in writing and shall be given at least 10 but no more than 90 days before the meeting date. The notice shall be given either personally or by electronic mail or other means of electronic communication.

SECTION 6 Quorum Requirement

Fifty-one percent (51%) of the voting power shall constitute a quorum for the transaction of business at any meeting of members. Except as otherwise required by law, or these bylaws, the members present at a duly called or held meeting at which a quorum is present may continue to transact business until adjournment, even if enough members have withdrawn to leave less than a quorum, if any action taken (other than an adjournment) is approved by at least a majority of the members required to constitute a quorum.

SECTION 7 Voting

7.1 Eligibility

Members of the board shall be entitled to vote at any meeting of members.

7.2 Manner of Voting

Voting may be by voice or by ballot, except that any election of directors must be by ballot if demanded before the voting begins by any member at the meeting.

7.3 Number of Votes

Each member entitled to vote may cast one vote on each matter submitted to a vote of the members.

7.4 Approval by Majority Vote

If a quorum is present, the affirmative vote of a majority of the voting power

represented at the meeting, entitled to vote and voting on any matter, shall be deemed the act of the members unless the vote of a greater number, or voting by classes, is required by law.

7.5 Waiver of Notice or Consent

The transactions of any meeting of members, however, called or noticed and wherever held, shall be as valid as though taken at a meeting duly held after the standard call and notice if a quorum is present in person, and (b) either before or after the meeting, each member entitled to vote, not present in person, signs a written waiver of notice, a consent to the holding of the meeting, or approval of the minutes of the meeting. The waiver of notice, consent, or approval need not specify either the business to be transacted or the purpose of the meeting except that, if action is taken or proposed to be taken for approval of any matter specified in Article 7 of these bylaws, the waiver of notice, consent, or approval shall state the general nature of the proposal. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the meeting minutes.

A member's attendance at a meeting shall also constitute a waiver of notice of and presence at that meeting unless the member objects at the beginning of the meeting to the transaction of any business because the meeting was not lawfully called or convened. Also, attendance at a meeting is not a waiver of any right to object to the consideration of matters required to be included in the notice of the meeting but not so included if that objection is expressly made at the meeting.

7.6 Action by Written Ballot

Any action that members may take at any meeting of members may also be taken without a meeting by complying with Article VII, Section 7.6 of these bylaws.

7.6.1 Solicitation of Written Ballots

The PFA shall distribute one written or electronic ballot to each member entitled to vote on the matter. The ballot and any related material may be sent by electronic transmission by the PFA, and responses may be returned to the PFA by an electronic transmission that meets the requirements of these bylaws. All solicitations of votes by written/electronic ballot shall (a) state the number of responses needed to meet the quorum requirement; (b) state, with respect to ballots other

than for election of directors, the percentage of approvals necessary to pass the measure or measures; and (c) specify the time by which the ballot must be received in order to be counted. Each ballot so distributed shall (a) set forth the proposed action; (b) give the members an opportunity to specify approval or disapproval of each proposal; and (c) provide a reasonable time in which to return the ballot to the PFA.

7.6.2 Number of votes and approvals required

Approval by written ballot shall be valid only when (i) the number of votes cast by ballot (including ballots that are marked "withhold" or otherwise indicate that authority to vote is withheld) within the time specified equals or exceeds the quorum required to be present at a meeting authorizing the action, and (ii) the number of approvals equals or exceeds the number of votes that would be required for approval at a meeting at which the total number of votes cast was the same as the number of votes cast by written ballot without a meeting.

7.6.3 Revoking Ballots

A written or electronic ballot may not be revoked.

7.6.4 Filing Ballots

All written/electronic ballots shall be filed with the secretary of the PFA and maintained in the corporate records for at least five years.

SECTION 8 Record Date

8.1 Record Date For Notice, Voting, Written Ballots, And Other Board Actions

For purposes of establishing the members entitled to receive notice of any meeting, entitled to vote at any meeting, entitled to vote by written ballot, or entitled to exercise any rights in any lawful action, the board of directors may, in advance, fix a record date. The record date so fixed for

a. Sending notice of a meeting shall be no more than 90 nor less than ten days before the date of the meeting;
b. Voting at a meeting shall be no more than 60 days before the date of the meeting;
c. Voting by written ballot shall be no more than 60 days before the day on which the first written ballot is mailed or solicited, and
d. Taking any other action shall be no more than 60 days before that action.

8.2 Record Date for Actions not Set by Board

If not otherwise fixed by the board, the record date for determining members entitled to receive notice of a meeting of members shall be the next business day preceding the day on which notice is given or, if

notice is waived, the next business day preceding the day on which the meeting is held. If not otherwise fixed by the board, the record date for determining members entitled to vote at the meeting shall be the day on which the meeting is held.

If not otherwise fixed by the board, the record date for determining members entitled to vote by written ballot shall be the day on which the first written ballot is mailed or solicited.

If not otherwise fixed by the board, the record date for determining members entitled to exercise any rights with respect to any other lawful action shall be the date on which the board adopts the resolution relating to that action, or the 60th day before the date of that action, whichever is later.

A person holding a membership at the close of business on the record date shall be a member of record.

8.3 Adjournment and Notice of Adjourned Meetings

Any members' meeting, whether or not a quorum is present, may be adjourned from time to time by the vote of the majority of the members represented at the meeting in person. No meeting may be adjourned for more than 45 days. When a members' meeting is adjourned to another time or place, notice need not be given of the adjourned meeting if the time and place to which the meeting is adjourned (or the means of electronic transmission by and to the PFA or electronic video screen communication, if any, by which members may participate) are announced at the meeting at which adjournment is taken. If after adjournment a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each member who, on the record date for notice of the meeting, is entitled to vote at the meeting. At the adjourned meeting, the PFA may transact any business that might have been transacted at the original meeting.

ARTICLE VIII
PFA BOARD

SECTION 1 Board of Directors

The authorized number of directors shall be a maximum of 18. The PFA Board of Directors (the Board) shall consist of:

- 2 Co-presidents

- 2 Co-Vice Presidents, Fundraising
- 2 Co- Vice Presidents, School Affairs
- 2 Co-Vice Presidents, Communications/Marketing
- 2 Co-Vice Presidents, Special Events
- 2 Co-Vice Presidents, Diversity, Equity, and Inclusion
- Secretary
- Treasurer, Accounts Receivables
- Treasurer, Accounts Payable
- Parliamentarian/Past President
- Historian
- Director, Governance
- Director, Member-At-Large
- School Principal (Administration Liaison)
- Faculty Member (Faculty Liaison)

SECTION 2 General Powers

Subject to any applicable laws and subject to any limitations of the bylaws regarding actions that require approval of the members, the PFA's activities and affairs shall be managed, and all corporate powers shall be exercised by or under the direction of the board.

SECTION 3 Director Term and Commitment

Directors shall be elected for a two-year term. Each Director, including a Director elected to fill a vacancy, shall hold office until the expiration of the term for which he or she was elected and until the election and qualification of a successor, or until that Director's earlier resignation or removal per these Bylaws. It is encouraged, however not mandatory, that positions which are shared between two co-directors are made up of one "first year" director and one "second year" director in order to enhance continuity from year to year and also spark new, fresh ideas and inclusivity of new members to the PFA Board.

SECTION 4 Nominations of Board

All nominations to be presented to the general membership, including all parents/guardians of actively enrolled students, must be approved by the Board of Directors before an election.

SECTION 5 Advisory Committees to the Board

The Board may establish advisory committees to serve at the pleasure of the Board. Advisory committees may oversee the activities and efforts set forth by the Board. All such activities, efforts, and advisory committee recommendations require the Board's ratification before being given effect. President, under the board's guidance, shall appoint chairpersons and coordinators to advisory committees.

Appointments to such committees need not, but may, be Directors. All chairperson and coordinator positions appointees shall be active members in good standing. Vice Presidents, with supervising responsibilities, shall submit chairperson and coordinator nominees to the President for appointment.

Appointed and approved committees shall conduct activities and efforts approved by the Board but shall not exercise the authority of the Board. Committee members shall report to the Board at PFA Board meetings, including any incurred expenses and net income.

A committee chairperson is responsible for presenting a proposed budget of expenses to the Board in advance. Committees shall maintain records throughout the year, keeping notes and suggestions for improvements so that the responsibilities can be updated at the end of the year. Pertinent documents shall be saved and passed to the succeeding committee members.
A committee chairperson is responsible for presenting a proposed list of expenses to the Board in advance and *adhering to pre-approved budget as well as all voting requirements for expenditures as set by Article 8 section 6 Board Responsibilities concerning expenses."*

SECTION 6 Board Responsibilities

The responsibilities of the Board shall be:

a. To serve the membership as advocates for students and parents/guardians
b. To establish PFA policy;
c. To ensure adherence and performance in accordance with PFA objectives, as defined in Article II;
d. To approve, by a majority vote of a quorum of the Board, all budget items in excess of $200 if not already specified in the budget.
e. To approve, by a majority vote of a quorum of the Board, any single expenditure or contract in excess of $500 when part of a specific line item

in the existing budget of the current year.

f. To act upon the termination of membership in accordance with Article VI;
g. To act upon proposed amendments to the Bylaws, and if approved by the majority of the Board, to place before the general membership;
h. To approve nominations for the Board positions and to present approved nominees to the general membership; and
i. To establish the PFA calendar.

SECTION 7 Board Voting Privileges

Voting privileges and making motions shall be limited to members of the Board of Directors, excluding the Administration and Faculty liaisons, as they shall hold non-voting positions on the Board.

SECTION 8 Attendance

Board members must attend all regularly scheduled and emergency meetings as determined and ordered by the President. Board members failing to attend two (2) consecutive meetings or a total of three (3) meetings during the PFA year, as prescribed above, shall be subject to review and possible removal from the Board.

SECTION 9 Elections to Board

Board of Directors, except the Faculty Liaison and Principal, shall be elected by a majority of the collected votes of the membership, inclusive of all parents/guardians of actively enrolled students, to serve on the Board for terms of two (2) consecutive years, pending board approval, or cause for termination by the board. The terms commence with the first day of the PFA year and terminate on the last day of the PFA year. All elected directors shall serve without pay. PFA directors agree to abide by PFA policies.

The faculty of Sumac L-STEM Elementary shall elect the Faculty Liaison.

SECTION 10 Vacancy

A vacancy or vacancies on the board of directors shall occur in the event of (a) the death, removal, or resignation of any director; (b) the declaration by resolution of the board of a vacancy in the office of a director who has been

convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under applicable law; (c) the vote of the members to remove the director(s); (d) the increase of the authorized number of directors; (e) the failure of the members, at any meeting of members at which any director or directors are to be elected, to elect the number of directors required to be elected at such meeting; (f) the declaration by resolution of the board by a vote of 2/3 of the board to remove a director (i) who has failed to attend two consecutive meetings or a total of the 3 meetings during the PFA year, (ii) who has failed to remain a member in good standing, (iii) who is incompetent, (iv) whose conduct is unbecoming an officer of the PFA, and (v) who is unable to perform their duties.

SECTION 11 Resignation of Directors

Except as provided below, any director may resign by giving written notice to the president or board secretary. The resignation shall be effective when the notice is given unless it specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the board may elect a successor to take office as of the date when the resignation becomes effective.

SECTION 12 Filling Vacancies on the Board of Directors

Except for a vacancy created by the removal of a director by the members, vacancies on the board may be filled by approval of the board or, if the number of directors then in office is less than a quorum, by (1) the unanimous written consent of the directors then in office, (2) the affirmative vote of a majority of the directors then in office at a meeting held according to notice or (3) a sole remaining director. The members may fill any vacancy not filled by the directors.

SECTION 13 Vacancies Filled by Members

The members may elect a director or directors at any time to fill any vacancy or vacancies not filled by the directors.

SECTION 14 No Vacancy on Reduction of Number of Directors

Any reduction of the authorized number of directors shall not result in any director being removed before his or her term of office expires.

ARTICLE IX
BOARD MEETINGS

SECTION 1 PFA Board Meetings

A meeting of the PFA Board shall be held at least once a month while school is in

session at such time and place as the board may fix from time to time. Meetings of the board shall be held at any place within or outside California that has been designated by resolution of the board or in the notice of the meeting or, if not so designated, at the principal office of the PFA.

SECTION 2 Annual Budget Meeting

On an annual basis, the President shall call a Budget Meeting. The Budget Meeting shall occur before the close of the current PFA Year and prior to the opening of the subsequent PFA Year. At this meeting, the current year's Board shall review and approve the PFA Budget for the subsequent year.

SECTION 3 Special Meetings

Special meetings of the board for any purpose may be called at any time by the president or any vice president, the secretary, or any two directors.

SECTION 4 Meetings by Telephone or Other Telecommunications Equipment

Any board meeting may be held via conference telephone, video screen, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if both the following apply:

a. Each member participating in the meeting can communicate concurrently with all other members.
b. Each member is provided the means of participating in all matters before the board, including the capacity to propose or to interpose an objection to a specific action to be taken by the PFA.

SECTION 5 Board Meeting Location and Scheduling

The time, date, and location of the board meetings will be specified by the President, or in her/his absence, incapacity, or failure to act, by the Vice President of Fundraising and the Vice President of School Affairs, in that order.

SECTION 6 Notifications of Meetings Board

Board members shall be notified at least twenty-four (24) hours before a Board meeting. Notice shall be by mail, telephone, electronic mail, or other means of electronic transmission. The notice shall state the time of the meeting and the place, if the place is other than the PFA’s principal office. The notice need not specify the purpose of the meeting.

SECTION 7 Waiver of Notice

Notice of a meeting need not be given to any director who, either before or after

the meeting, signs a waiver of notice, a written consent to the holding of the meeting, or an approval of the minutes of the meeting. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with
the corporate records or made a part of the minutes of the meetings. Notice of a meeting need not be given to any director who attends the meeting and who, before or at the beginning of the meeting, does not protest the lack of notice to him or her.

SECTION 8 Quorum of the Board

A quorum of the Board shall consist of, at minimum, fifty-one percent (51%) of the Board members then in office. A meeting may proceed if a quorum of the PFA Board is present.

SECTION 9 Minimum Vote Requirements for Valid Board Action

Every act taken or decision made by a vote of the majority of the Directors present at a meeting duly held at which a quorum is present is the act of the Board unless a greater number is expressly required by law or these Bylaws. A meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors from the meeting, if any action taken is approved by at least a majority of the required quorum for that meeting.

9.1 When a Greater Vote Is Required for Valid Board Action

Approval of contracts or transactions in which a Director has a direct or indirect material financial interest as described in Article XII (provided that the vote of any interested Director(s) is not counted) requires a vote by a majority of all Directors then in office to be effective.

SECTION 10 Action Without Meeting

Any action required or permitted by the Board may be taken without a meeting if all members of the Board, individually or collectively, consent in writing to the action. For the purposes of this Section only, “all members of the Board” shall not include any interested Director. Such written consent shall have the same force and effect as a unanimous vote of the Board taken at a meeting. Such written consent or consent shall be filed with the minutes of the proceedings of the Board. Written consent may be transmitted by first-class mail, messenger, courier, facsimile, email or any other reasonable method satisfactory to the President.

SECTION 11 Proxy Prohibition for Directors

No Director may vote by proxy on a matter presented to the Board for action.

SECTION 12 Fees and Compensation of Directors

The PFA shall not pay any compensation to Directors for services rendered to the PFA as Directors, except that Directors may be reimbursed for expenses incurred in performing their duties to the PFA in reasonable amounts as approved by the Board. Also, Directors may not be compensated for rendering services to the PFA in a capacity other than as Directors unless such compensation is reasonable and further provided that not more than 49% of the persons serving as Directors may be "interested persons," which means: (a) any person currently being compensated by the PFA for services rendered to it within the previous 12 months, whether as a full or part-time Officer or other employees, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; or (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person.

SECTION 13 Non-Liability

A member, director, or agent of a nonprofit association is not liable for a debt, obligation, or liability of the association- solely because of being a member, director, officer, or agent.

ARTICLE X
OFFICERS, DIRECTORS, AND RESPONSIBILITIES

SECTION 1 PFA Officers

The officers of the PFA shall include:

a. 2 Co-Presidents
b. 2 Co-Vice Presidents, Fundraising
c. 2 Co-Vice Presidents, School Affairs
d. 2 Co-Vice Presidents, Communications/Marketing
e. 2 Co-Vice Presidents, Special Events
f. 2 Co-Vice Presidents, Diversity, Equity, and Inclusion
g. Secretary
h. Treasurer, Accounts Receivables
i. Treasurer, Accounts Payable
j. Parliamentarian- Past President
k. Director, Governance
l. Director, Member at Large
m. Historian

SECTION 2 President

The duties of the **President** shall be:

a. To act as the Chief Executive Officer of the PFA;
b. To preside over general and Board meetings;
c. To specify the time, date, and location of the general, board, and special board meetings;
d. To be responsible to the membership for the efficient, harmonious, and economical operation and direction of the PFA;
e. To attend all pertinent School Board and District meetings and report key topics to the membership; and
f. To be an authorized signatory on all checks drawn on the PFA accounts.
g. Responsible for physical deposits into PFA bank accounts

SECTION 3 Vice President, Fundraising

The duties of the **Vice President, Fundraising** shall be:

a. To perform the President's duties in the event of the President's absence or incapacity;
b. To succeed the President in the event of the President's resignation or removal from office;
c. To oversee and coordinate fundraising proposals for the upcoming school year;
d. d. To manage the fundraising calendar;
e. To review, provide tentative approval, and present fundraising budgets to the Board for approval;
f. To propose, for Board review and approval, Standing Committees and associated
budgets to conduct fundraising activities and events
g. To nominate viable candidates to fill vacant committee and coordinator positions;
h. To provide oversight, management, and policy direction to chairpersons and coordinators conducting fundraising activities and events;
i. To perform special duties as requested by the President from time to time

SECTION 4 Vice President, Communication/Marketing

The duties of the **Vice President, Communication/Marketing** shall be:

a. To manage all communication and marketing activities on behalf of the PFA, the Board, and its membership;
b. To establish and administer PFA communication policies and procedures;
c. To oversee school apparel and branding activities;

d. To maintain thorough knowledge and documentation of school and district policies as related to communication and marketing;
e. To review, provide tentative approval, and submit budget proposals for all communication and marketing activities, solutions, and materials, including but not limited to school merchandise, the online portal(s), websites and domains, marketing tools, and e-mail accounts;
f. To act as the primary spokesperson of the Board;
g. Coordinate with the school and district administration on mutual communication with the membership;
h. To propose, for Board review and approval, Standing Committees and associated budgets to conduct communications and marketing activities and events;
i. To nominate viable candidates to fill vacant committee and coordinator positions;
j. To provide oversight, management, and policy direction to chairpersons and coordinators conducting communications, marketing activities, and events; and
k. To perform special duties as requested, from time to time, by the President.

SECTION 5 Vice President, Special Events

The duties of the **Vice President, Special Events** shall be:

a. To manage all Special Events sponsored by the PFA;
b. To maintain a thorough knowledge of school and district policies as related to conducting special events on and off school property;
c. To establish and administer PFA Special Event policies and procedures;
d. To administer school and district policies related to Special Events;
e. To coordinate and assist event coordinators in coordinating with school and district administration to obtain event authorizations, third-party vendor approvals, and other pertinent permission to conduct Special Events;
f. To guide to third-party vendors, as related to school and district policies, including but not limited to background checks;
g. To identify and present to the Board new events with fundraising, academic, or specialized learning potential;
h. To propose, for Board review and approval, Standing Committees and associated budgets to conduct special events;
i. To nominate viable candidates to fill vacant committee and coordinator positions;

j. To provide oversight, management, and policy direction to chairpersons and coordinators conducting special events; and
k. To perform special duties as requested, from time to time, by the President.

SECTION 6 Vice President, School Affairs

The duties of the **Vice President, School Affairs** shall be:

a. To perform the duties of the President in the event the President and Vice President, Fundraising are absent, incapacitated, or fail to act;
b. To succeed the President if the President resigns or is removed from office and the Vice President, Fundraising role is vacant and to assume the President position only until a special election occurs and the position is filled;
c. To act as the primary liaison between the PFA and the school administration and faculty
d. To oversee programs established by the school for which impact the membership;
e. To propose, for Board review and approval, Standing Committees and associated budgets to conduct school affairs activities and events;
f. To nominate viable candidates to fill vacant committee and coordinator positions; h. To provide oversight, management, and policy direction to chairpersons and coordinators conducting school affairs activities and events;
g. To evaluate and propose academic and volunteer programs to the Board to further the PFA goals and school success for all students; and
h. To perform special duties as requested, from time to time, by the President.

SECTION 7 Vice President, Diversity, Equity, and Inclusion

The duties of the **Vice President, Diversity, Equity, and Inclusion** shall be:

a. Review school fundraising and events from a DEI lens.
b. Work with school and district on diversity to increase community awareness of existing DEI programs (through school websites, newsletters, PFA meetings, and word of mouth).
c. Support expanding DEI programming within the school and district. Encourage school and district to update policies to evolve social justice practices, which favor restorative discipline and education.
d. Create a safe forum to listen to and reflect the needs of our community on the subject of DEI by offering space for affinity groups
e. Provide opportunities for educational programming for parents/guardians.

SECTION 8 Secretary

The duties of the **Secretary** shall be:

a. To record, keep, and maintain the official minutes of all general and Board meetings;
b. To keep and maintain a monthly copy of all treasurers' reports and the original signed roll sheet (written record of attendance);
c. To notify all PFA Board members of scheduled meetings;
d. To keep and maintain all PFA correspondence files;
e. To generate and submit all official PFA correspondence, as requested by the President and/or Board;
f. To assemble and preserve a record of the activities and achievements of the PFA, which shall remain the property of the PFA;
g. To be responsible for all records and materials pertinent to the history of the PFA; h. To maintain the PFA archives and to collect PFA officer and chairperson documentation at the end of each school year and distribute them to the incoming board and chairpersons; and
h. To perform special duties as may be requested, from time to time, by the President.

SECTION 9 Treasurer – Payable

The duties of the **Treasurer - Payable** shall be:

a. To record and manage the current budget that is voted on by the Board at the beginning of the school year;
b. Submit the current budget into the accounting software;
c. To dispense all funds as directed by the President in accordance with a majority of the PFA Board and this Bylaws;
d. To pay and mail Operating Expense bills weekly;
e. Liaison to the PFA's Accountant and file PFA taxes;
f. Manage expense reports and issue funds as directed and approved by Board;
g. To serve as treasurer for all committees;
h. To prepare monthly financial reports. Said reports are to be ready for the first Board meeting after the end of the reporting period;
i. To prepare a final financial report due the first meeting after the close of the PFA year;
j. To present all financial records, receipts, etc., when so requested by the PFA President, PFA Board, or a majority of the members of the association;
k. To present all financial records and files to the PFA Board within forty-five

(45) days of the end of their term or upon resignation from office;

l. Inform designated signers of checks that need to be signed for payment;
m. Clear understanding of banking transactions and abide by this Bylaws; and
n. To perform special duties as may be requested, from time to time, by the President.

SECTION 10 Treasurer – Receivable

The duties of the **Treasurer - Receivable** shall be:

a. To coordinate deposits to all PFA budget and fundraising bank accounts;
b. To serve as treasurer for all committees by collecting proceeds of all fundraising events;
c. Communicating with committee leads regarding funds that are raised;
d. Responsible for the PFA credit card machine(s) at all Sumac events;
e. To record and update all funds received into the accounting software;
f. To prepare monthly deposit reports. Said reports are to be ready for the first Board meeting after the end of the reporting period;
g. To prepare a final financial deposit report due the first meeting after the close of the PFA year;
h. To present all financial deposit records and files to the PFA Board within forty-five (45) days of the end of their term or upon resignation from office;
i. Manage company matching contributions from Sumac parents;
j. Clear understanding of banking transactions and abiding by these Bylaws; and
k. To perform special duties as may be requested, from time to time, by the President.

SECTION 11 Parliamentarian

The duties of the **Parliamentarian** shall be:

a. To inform and advise the PFA Board of the objectives of this Bylaws;
b. To ensure a copy of the Bylaws, the present agenda, and Robert's Rules of Order Newly Revised be present and followed at each Board or general meeting;
c. To establish and maintain the official PFA master calendar in coordination with Board members and school administration;
d. To coordinate, verify, and present to the Board for approval all nominations for Board positions;
e. To organize and conduct elections for Board positions;
f. To coordinate, verify, and present to the Board for approval all nominations for General Board positions;
g. To maintain an active list of all Board members;

h. To be responsible for organizing the installation of the incoming officers for the new PFA year;
i. To plan and conduct special elections if a Board position becomes vacant during the PFA year;
j. To coordinate any amendment, restatement, or other modification of the Bylaws as necessary and approved by the Board;
k. To perform special duties as may be requested, from time to time, by the President.
l. To be an authorized signatory on all checks drawn on the PFA accounts
m. Responsible for physical deposits into PFA bank accounts

Past President: If a past president is available to serve on the PFA board, the most recent exiting president receives the right of first refusal to the Parliamentarian role pending board approval and, in addition to the existing role, the Past President shall:

i. Serve as mentor and advisor to the current president and board members
ii. Provide historical context and insight based on past PFA activities and decisions
iii. Assist in leadership transitions and continuity planning.
iv. Support new board members in understanding roles and responsibilities
v. Represent the PFA at events or meetings at the request of the president if they are unable to attend.
vi. Must have served as a past president or board member of Sumac Elementary PFA.
vii. This position is a one year term.

SECTION 12 Director, Governance

The duties of the **Director, Governance** shall be:

a. To provide clarity to the Board on PFA governance policies, procedures, practices, and expectations;
b. To participate in all Board meetings and serve as a voting member of the Board;
c. To regularly evaluate the Bylaws, committee proposals, and other pertinent PFA policies for compliance and applicability to the goals of the Board;
d. To review, obtain, and present to the Board policy and practice interpretations in relation to applicable state and local law or as may be required by the school district; and
e. To perform special duties requested by the President from time to time.

SECTION 13 Director, Member-At-Large

The duties of the **Director, Member-At-Large** shall be:

a. To act as a liaison for the General Membership (parents/guardians of active students) and to present to the Board concerns, requests, and inquiries without deference to a committee or coordinator oversight;
b. To participate in all Board meetings and serve as a voting member of the Board;
c. To perform outreach to the Membership and to communicate Board actions to inquiring Members and Membership groups; and
d. To perform special duties requested by the President from time to time.

Section 14 Historian

The Historian of the Sumac L-STEM Elementary Parent Faculty Association is responsible for preserving the memories and history of the school and PFA, documenting important events, and ensuring records and visual memories such as photographs and files are maintained and organized.

A. Attend and document all school and PFA events by taking photos, and gathering materials for future reference.
B. Collaborate with the Secretary to maintain accurate and complete records of PFA activities and functions
C. Keep track of school events and communicate with other PFA members or committee heads to ensure that photographs and documentation are captured.
D. Capture and collect photographs and videos of school events. Encourage contributions from other parents, teachers, and community members.
E. Research and compile historical information about the school and PFA for archival and accurate depiction of events.
F. Oversee Yearbook- serve as main liaison with Yearbook publisher and coordinate and manage production of school yearbook. Ensure all deadlines are met, including but not limited to submission to the publisher and payment schedules for purchases.
G. Collaborate with room parents, teachers, school committees, and other PFA board members and directors to collect photos, stories, and event details for the yearbook and archive
H. Become familiar with relevant and up-to-date technologies for file sharing and archiving.

I. Serve as a full member of the PFA Board with all responsibilities as shared by the board, including using the shared drive and email account, attending meetings, and voting.
J. Perform other special duties as assigned by Presidents when needed.

ARTICLE XI
NOMINATION, ELECTION, AND INSTALLATION OF OFFICERS

SECTION 1 Presentation of Board Nominations to the Membership
Nominations for the elected positions specified in Article V of the Bylaws shall be presented to the General Membership by the Parliamentarian.

SECTION 2 Election Committee and Nomination Posting
Nominations shall be posted at least one (1) week before the election of officers. An election committee consisting of the Principal and Parliamentarian shall conduct the election, count the ballots, and announce the results.

SECTION 3 Majority Rule for Elections
The newly elected officers shall be the one among those nominated for the office, with the greatest number of votes cast in their favor.

SECTION 4 Immediacy of Special Election Director
Directors elected due to a special election shall begin their duties immediately.

ARTICLE XII
TRANSACTIONS BETWEEN PFA AND DIRECTORS OR OFFICERS

SECTION 1 Transactions with Directors and Officers

1.1 Interested Party Transactions

Except as described in Section 12.1.2, the PFA shall not be a party to any transaction:

a. in which one or more of its Directors or Officers has a material financial interest, or
b. with any corporation, firm, association, or other entity in which one or more Directors or Officers has a material financial interest.

1.2 Requirements to Authorize Interested Party Transactions

The PFA shall not be a party to any transaction described in 10.1.1 unless:

a. the PFA enters into the transaction for its own benefit;

b. the transaction is fair and reasonable to the PFA at the time the transaction is entered into;
c. prior to consummating the transaction or any part thereof, the Board authorizes or approves the transaction in good faith, by a vote of a majority of Directors then in office (without counting the vote of the interested Directors), and with knowledge of the material facts concerning the transaction and the interested Director's or Officer's financial interest in the transaction;
d. prior to authorizing or approving the transaction, the Board considers and, in good faith, determines after reasonable investigation that the PFA could not obtain a more advantageous arrangement with reasonable effort under the circumstances; and
e. the minutes of the Board meeting at which such action was taken reflect that the Board considered and made the findings described in paragraphs (a) through (d) of this Section 12.1.2.

1.3 Material Financial Interest

A Director or Officer shall not be deemed to have a "material financial interest" in a transaction:

a. if the contract or transaction is part of a public or charitable program of the PFA and it (1) is approved or authorized by the PFA in good faith and without unjustified favoritism, and (2) results in a benefit to one or more Directors or their families only because they are in the class of persons intended to be benefited by the program; or
b. where the interested Director has no actual knowledge of the transaction, and it does not exceed the lesser of one percent of the gross receipts of the PFA for the preceding year or $1,000.

SECTION 2 Loans to Directors and Officers

The PFA shall not make any loan of money or property to or guarantee the obligation of any Director or Officer, except that, however, the PFA may advance money to a Director or Officer for expenses reasonably anticipated to be incurred in the performance of duties of such Director or Officer, if in the absence of such advance, such Director or Officer would be entitled to be reimbursed for such expenses by the PFA.

SECTION 3 Interlocking Directorates

No contract or other transaction between the PFA and any corporation, firm or association of which one or more Directors are directors is either void or voidable

because such Director(s) are present at the Board or Committee meeting that authorizes, approves or ratifies the contract or transaction, if (i) the material facts as to the transaction and as to such Director's other directorship are fully disclosed or known to the Board or Committee, and the Board or Committee authorizes, approves or ratifies the contract or transaction in good faith by a vote sufficient without counting the vote of the common Director(s) (subject to the quorum provisions); or if (ii) the contract or transaction is just and reasonable as to the PFA at the time it is authorized, approved or ratified.

SECTION 4 Duty of Loyalty

Nothing in this Article XII shall be construed to derogate in any way from the absolute duty of loyalty that every Director and Officer owes to the PFA.

ARTICLE XIII
BILLS AGAINST THE ASSOCIATION

SECTION 1 Payment of Bills Requirement

No order for payment of bills against the PFA shall be signed by the authorized signatories unless such bills have been approved by a majority of the PFA Board.

SECTION 2 Committee Approval Requirement for Associated Bills

When bills against the PFA result from action of a committee, each said bill, before being accepted and ordered paid, shall first be endorsed as approved or disapproved, as the case may be, by the committee responsible for the creation of the bill.

SECTION 3 Electronic Purchases

Purchases made online or bills paid online that are directly debited to the PFA bank account must have prior written authorization from two authorized signatories.

ARTICLE XIV
AMENDMENTS TO THE BYLAWS

SECTION 1 Bylaws Review and Maintenance

A review of the Bylaws should occur annually, as initiated by President and amended

accordingly. The President shall maintain the current Bylaws, and the Parliamentarian shall maintain historical copies of the Bylaws.

SECTION 2 Approval Requirements to Amend Bylaws

These Bylaws may be amended at a Board Meeting by a two-thirds (2/3) majority vote of the Board of Directors.

SECTION 3 Submission of Bylaws to District Office

Upon approval by the Board, the Parliamentarian shall submit an approved copy to the appropriate school district office.

ARTICLE XV
INSURANCE

The PFA shall have the right and shall use its best efforts to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising from the officer's, director's, employee's, or agent's status as such.

ARTICLE XVI
MAINTENANCE OF RECORDS

The PFA shall keep the following:

a. Adequate and correct books and records of accounts;
b. Minutes of the proceedings of its members, board, and committees of the board; and
c. A record of each member's name and address, if available.

The minutes and other books and records shall be kept either in written form or any other form capable of being converted into a legible tangible form or in any combination.

[SIGNATURE PAGE TO FOLLOW]

Certificate of Secretary

I certify that I am the duly elected and acting Secretary of Sumac L-STEM Elementary Parent Faculty Association; that these bylaws, consisting of 23 pages, are the bylaws of the PFA as adopted by the board of directors on _____; and that these bylaws have not been amended or modified since that date.

Executed on _____ at Agoura Hills, California.

_____ Signature
_____ Secretary

Sumac PFA Memorandum to File
2019.03.26

Pursuant to Article XIV, Section 2, Amendments to the ByLaws, Sumac L-Stem Elementary Parent Faculty Association ByLaw, Revised May, 2017:

> These Bylaws may be amended at a Board Meeting by a two-thirds (2/3) majority vote of the Board of Directors.

As such, and pursuant to a majority vote taken at the February 2019 Meeting of the PFA, said Bylaws shall hereby be amended. Specifically, what are, and traditionally were, singular officer and director positions shall henceforth be eligible as co-officers and co-director positions.

Each officer and/or director position, as designated in Article X, may be held by two persons of equal rank sharing one position except Secretary, Parliamentarian, Governance, and Member-at-Large. Each position shall retain one voting right, to be utilized by one co-person or the other, but not both. Should the co-persons disagree upon how they wish to use their one shared vote, they may split their vote and effectively each cast one-half (1/2) of their position's vote.

Should a position be shared by co-officers/directors, said persons shall be joint and severally responsible for any and all responsibilities therefore. Said responsibilities are enumerated with specificity in Article X, Sections 1-12 of the Bylaws.

Any and all Bylaws pertaining to the election of officers/directors shall remain in full for and effect. The Bylaws shall be amended by the Parliamentarian, to incorporate the addition of co-officers/directors, in all applicable Sections. Amended Bylaws shall be presented to the Board by the end of the 2018-2019 year and go into full force and effect for the 2019-2020 year in perpetuity.

Sumac PFA Memorandum to File
2024.6.23

Pursuant to Article XIV, Section 2, Amendments to the ByLaws, Sumac L-Stem Elementary Parent Faculty Association ByLaw, Revised October 2023:

> These Bylaws may be amended at a Board Meeting by a two-thirds (2/3) majority

vote of the Board of Directors.

As such, and pursuant to a majority vote taken at the June 2024 Meeting of the PFA, said Bylaws shall hereby be amended. Specifically, Article VIII, Section 3 was amended to read “Directors shall be elected for a two year term” which was already specified in article VIII, section 9. In addition, Article X was modified so that both co-presidents and parliamentarians will henceforth serve to sign and deposit PFA checks into PFA bank accounts. These duties were removed from the treasurer and VP of fundraising duties. Lastly, article X section 6 was modified to remove the statement from VP of school affairs “To communicate academic and curricula goals to the school administration”

Sumac PFA Memorandum to File
2025. 6. 26

Pursuant to Article XIV, Section 2, Amendments to the ByLaws, Sumac L-Stem Elementary Parent Faculty Association ByLaw: :

> These Bylaws may be amended at a Board Meeting by a two-thirds (2/3) majority vote of the Board of Directors.

As such, and pursuant to a majority vote taken at the June 26 2025 Meet of the PFA Executive Board, said Bylaws shall hereby be amended. Specifically as follows:

- Article 7, Section 6, was amended to read “Fifty-one percent (51%) of the voting power shall constitute a quorum for the transaction of business at any meeting of members”.
- Memorandum noted on 2019.3.26 amending the voting power of the shared co-positions listed in Article X, shall now read as follows “Each member of the board retain one voting right per person no matter of position titled or shared position or capacity”.
- Article 8, Section 5 regarding the roles of Committees and their financial responsibilities has added “A committee chairperson is responsible for presenting a proposed list of expenses to the Board in advance and *adhering to pre-approved budget as well as all voting requirements for expenditures as set by Article 8 section 6 Board Responsibilities concerning expenses.”*
- Article 10 shall be amended to include a new position and description in Section 14, Historian.
- Article 10 Section 11. The Position of Parliamentarian has been amended to include the role of “Past President” where if there is a past President is available

they receive the right of first refusal, and pending board approval, they shall receive the role of Parliamentarian.

SUMAC PFA Memorandum to File
8.6.2026

Pursuant to Article XIV, Section 2, Amendments to the ByLaws, Sumac L-Stem Elementary Parent Faculty Association ByLaw:

> These Bylaws may be amended at a Board Meeting by a two-thirds (2/3) majority vote of the Board of Directors.

As such, and pursuant to a majority vote taken at the August 6, 2026 meeting of the PFA Executive Board, said Bylaws shall hereby be amended. Specifically as follows:

- Article VIII- Section 6 Board Responsibilities was amended to read as follows: D. To approve, by a majority vote of a quorum of the Board, all budget items in excess of $200 if not already specified in the budget.
- Section IV Limitations Section 1 Political Activities was amended to read as follows:
  Political Activities
  The PFA has been formed for the charitable purposes described in Article III, and it shall be nonprofit and nonpartisan. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, with the exception of measures that are directly aimed at raising funds for Sumac Elementary or LVUSD. The PFA shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. However, the members of the PFA are free to engage in political and legislative activities as individuals, but not as representatives of the PFA.