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Form **990-EZ**

Department of the Treasury
Internal Revenue Service

Short Form Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$1,000,000 and total assets less than \$2,500,000 at the end of the year may use this form. **The organization may have to use a copy of this return to satisfy state reporting requirements.**

OMB No 1545-1150

2008

Open to Public Inspection

A For the **2008** calendar year, or tax year beginning **JAN 1, 2009** and ending **JUN 30, 2009**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type See Specific Instructions	C Name of organization Bastrop Education Foundation		D Employer identification number 05-0542633	
		Number and street (or P.O. box, if mail is not delivered to street address)		E Telephone number 512-321-2292 of	
		Room/suite	City or town, state or country, and ZIP + 4 Bastrop, TX 78602		F Group Exemption Number
		P.O. Box HH			

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ). **G** Accounting method: Cash Accrual Other (specify) _____

I Website: **http://www.bastrop.isd.tenet.edu/BastropEd** **H** Check if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

J Organization type (check only one) 501(c) (3) (insert no.) 4947(a)(1) or 527

K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A return is not required, but if the organization chooses to file a return, be sure to file a complete return.

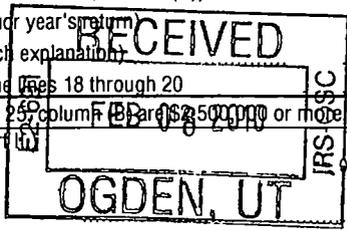
L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$1,000,000 or more, file Form 990 instead of Form 990-EZ **\$ 125,114.**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

Revenue	1	Contributions, gifts, grants, and similar amounts received	1	81,842.
	2	Program service revenue including government fees and contracts	2	
	3	Membership dues and assessments	3	
	4	Investment income	4	384.
	5a	Gross amount from sale of assets other than inventory	5a	
	5b	Less: cost or other basis and sales expenses	5b	
	5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) (attach schedule)	5c	
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>	6	
	6a	Gross revenue (not including \$ 74,134. of contributions reported on line 1)	6a	42,888.
6b	Less: direct expenses other than fundraising expenses	6b	42,888.	
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	0.	
7a	Gross sales of inventory, less returns and allowances	7a		
7b	Less: cost of goods sold	7b		
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c		
8	Other revenue (describe _____)	8		
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	82,226.	
Expenses	10	Grants and similar amounts paid (attach schedule) stmt 2	10	76,259.
	11	Benefits paid to or for members	11	
	12	Salaries, other compensation, and employee benefits	12	
	13	Professional fees and other payments to independent contractors	13	2,600.
	14	Occupancy, rent, utilities, and maintenance	14	35.
	15	Printing, publications, postage, and shipping	15	859.
	16	Other expenses (describe See Statement 1)	16	13,263.
	17	Total expenses. Add lines 10 through 16	17	93,016.
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	<10,790.>
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	143,318.
	20	Other changes in net assets or fund balances (attach explanation)	20	
	21	Net assets or fund balances at end of year. Combine lines 18 through 20	21	132,528.

Part II Balance Sheets. If total assets on line 25, column (B) are \$250,000 or more, file Form 990 instead of Form 990-EZ.

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments	143,318.	132,528.
23	Land and buildings		
24	Other assets (describe _____)		
25	Total assets	143,318.	132,528.
26	Total liabilities (describe _____)	0.	0.
27	Net assets or fund balances (line 27 of column (B) must agree with line 21)	143,318.	132,528.



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25

Part V Other Information (Note the statement requirements in the instructions for Part VI)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		X
34	Were any changes made to the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or section 6033(e) notice, reporting, and proxy tax requirements?		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
36	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," complete applicable parts of Sch. N		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a <u>0.</u>		
b	Did the organization file Form 1120-POL for this year?		X
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still unpaid at the start of the period covered by this return?		X
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b <u>N/A</u>		
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9 39a <u>N/A</u>		
b	Gross receipts, included on line 9, for public use of club facilities 39b <u>N/A</u>		
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ <u>0.</u> ; section 4912 ▶ <u>0.</u> ; section 4955 ▶ <u>0.</u>		
b	Section 501(c)(3) and (4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," complete Schedule L, Part I		X
c	Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ <u>0.</u>		
d	Enter amount of tax on line 40c reimbursed by the organization ▶ <u>0.</u>		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T		X
41	List the states with which a copy of this return is filed. ▶ <u>None</u>		
42a	The books are in care of ▶ <u>Bastrop Education Fund</u> Telephone no. ▶ <u>(512) 321-2292</u> Located at ▶ <u>P.O. Box HH, Bastrop, TX</u> ZIP + 4 ▶ <u>78602</u>		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: ▶ _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	Yes	No
42b			X
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: ▶ _____		X
42c			X
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43 <u>N/A</u>		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ		X
44			X
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ		X
45			X

Part VI Section 501(c)(3) organizations only. All section 501(c)(3) organizations must answer questions 46-49 and complete the tables for lines 50 and 51.

- | | | Yes | No |
|---|-----|-----|----|
| 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I | 46 | | X |
| 47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II | 47 | | X |
| 48 Is the organization operating a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E | 48 | | X |
| 49a Did the organization make any transfers to an exempt non-charitable related organization? | 49a | | X |
| b If "Yes," was the related organization(s) a section 527 organization? | 49b | | |
- 50 Complete this table for the five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(D) Contributions to employee benefit plans & deferred compensation	(E) Expense account and other allowances
NONE				
Total number of other employees paid over \$100,000 ▶				

- 51 Complete this table for the five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		
Total number of other independent contractors each receiving over \$100,000 ▶		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here ▶ Troyanne Bush Date 1/27/2010
 Signature of officer

▶ Troyanne Bush, VP Finance
 Type or print name and title

Paid Preparer's Use Only

Preparer's signature ▶ Mary Bud Bowman CPA Date 1/14/10 Check if self-employed

Firm's name (or yours if self-employed), address, and ZIP + 4 ▶ Hamilton, Pyle & Bowman, LLP
8303 N Mopac Expwy A-120
Austin, TX 78759

EIN ▶ _____
 Phone no. 512-671-7711

May the IRS discuss this return with the preparer shown above? See instructions ▶ Yes No

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")	9,250.	60,885.	121,625.	123,203.	81,842.	396,805.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 - 3	9,250.	60,885.	121,625.	123,203.	81,842.	396,805.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						13,910.
6 Public Support. Subtract line 5 from line 4						382,895.

Section B. Total Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
7 Amounts from line 4	9,250.	60,885.	121,625.	123,203.	81,842.	396,805.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	344.	1,255.	2,070.	1,388.	384.	5,441.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						402,246.

12 Gross receipts from related activities, etc (see instructions) 12

13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))	14	95.19	%
15 Public support percentage from 2007 Schedule A, Part IV-A, line 26f	15	92.03	%
16a 33 1/3% support test - 2008. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>		
b 33 1/3% support test - 2007. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 - 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in)▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11, and 12)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2007 Schedule A, Part IV-A, line 27g	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2007 Schedule A, Part IV-A, line 27h	18	%

19a 33 1/3% support tests - 2008. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2007. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 on Form 990-EZ, line 6a. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other Events	(d) Total Events
		Annual Banquet (event type)	Silent Auction and (event type)	None (total number)	(Add col. (a) through col. (c))
Revenue	1	Gross receipts	44,507.	72,515.	117,022.
	2	Less: Charitable contributions	19,493.	54,641.	74,134.
	3	Gross revenue (line 1 minus line 2)	25,014.	17,874.	42,888.
Direct Expenses	4	Cash prizes			
	5	Non-cash prizes			
	6	Rent/facility costs	25,014.	17,874.	42,888.
	7	Other direct expenses			
	8	Direct expense summary. Add lines 4 through 7 in column (d)			(42,888.)
	9	Net income summary. Combine lines 3 and 8 in column (d)			0.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/Instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (Add col. (a) through col. (c))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Non-cash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d)				()
8	Net gaming income summary. Combine lines 1 and 7 in column (d)				

9 Enter the state(s) in which the organization operates gaming activities. _____

a Is the organization licensed to operate gaming activities in each of these states?

b If "No," Explain.

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

b If "Yes," Explain:

11 Does the organization operate gaming activities with nonmembers?

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

	Yes	No
9a		
10a		
11		
12		

13 Indicate the percentage of gaming activity operated in:

a The organization's facility

13a	%
------------	---

b An outside facility

13b	%
------------	---

14 Provide the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

15a

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____.

c If "Yes," enter name and address:

Name ▶ _____

Address ▶ _____

16 Gaming manager information.

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

17 Mandatory distributions:

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

17a

b Enter the amount of distributions required under state law distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Form 990-EZ	Other Expenses	Statement	1
<u>Description</u>		<u>Amount</u>	
	Program Expenses		10,847.
	Other expenses		2,416.
Total to Form 990-EZ, line 16			<u>13,263.</u>

Form 990-EZ	Cash Grants and Allocations	Statement	2
<u>Class of Activity/Donee's Name and Address</u>		<u>Donee's Relationship</u>	<u>Amount</u>
Teaching Grants Bastrop Independent School District P.O. Box HH Bastrop, TX 78602		None	71,259.
Sustaining Grant Bastrop Independent School District P.O. Box HH Bastrop, TX 78602		None	5,000.
Total Included on Form 990-EZ, Line 10			<u>76,259.</u>

A) Did the organization, during the year, receive any funds,
directly or indirectly, to pay premiums on a personal
benefit contract? [] Yes [X] No

B) Did the organization, during the year, pay premiums,
directly or indirectly, on a personal benefit contract? . . [] Yes [X] No

Bastrop Education Foundation

05-0542633

Allison Murray PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Joe Newman PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Bill Owens PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Caroline Parobek PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Gilbert Solis PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Donald Williams PO Box HH, Bastrop, TX 78602	Board Member 0.00	0.	0.	0.
Totals Included on Form 990-EZ, Part IV		<u>0.</u>	<u>0.</u>	<u>0.</u>

To enhance the quality of education offered by the Bastrop Independent Education District

1 The Bylaws
2 Of
3 The Bastrop Education Foundation
4

5 ARTICLE ONE
6 NAME, PURPOSES AND OFFICES
7

8 **Section 1.1 Name.** The name of this corporation is Bastrop Education Foundation (herein
9 called the Corporation), previously known as Bastrop Education Fund.

10 **Section 1.2 Purposes.** The Corporation is organized and will be operated exclusively for
11 educational and charitable purposes within the meaning of Section 501(c)(3) of the
12 Internal Revenue Code of 1986 *et seq.*. The purpose of the Corporation is to enhance the
13 opportunities for and the quality of preschool through post secondary education, for all
14 residents of the Bastrop Independent School District service area in Bastrop County,
15 Texas.

16 **Section 1.3 Offices.** The Corporation may have in addition to its registered office, offices
17 at such places, both within and without the State of Texas, as the Board of Directors may
18 from time to time determine or as the activities of the Corporation may require.
19

20 ARTICLE TWO
21 BOARD OF DIRECTORS
22

23 **Section 2.1 General Power: Delegation.** The activities, property and affairs of the
24 Corporation shall be managed by its Board of Directors (hereinafter referred to as "The
25 Board"), who may exercise all such powers of the Corporation and do all such lawful acts
26 and things as are permitted by statute or by the Articles of Incorporation or by these
27 Bylaws.

28 **Section 2.2 Number and Qualifications.** The number of Directors may be changed
29 from time to time by vote of the Board. The Nominating Committee will recommend
30 candidates for the Board and will present its recommendations to the Executive
31 Committee. Upon approval of the candidates by the Executive Committee, the existing
32 Board will vote upon the candidates at the next Board meeting. The Board shall consist of
33 six (6) to thirty (30) members. The Superintendent of Schools will serve as a permanent
34 non-voting *ex officio* director.

35 **Section 2.3 Selection and Term of Directors.** The directors shall select an appropriate
36 number of new Directors to satisfy the provisions of Section 2.2 hereof. The Directors
37 shall serve three year terms, beginning with the Annual Meeting closest to the date of
38 appointment.

39 **Section 2.4 Filling of Vacancies.** Any vacancy occurring in the Board resulting from the
40 death, resignation, retirement, disqualification or removal from office of any Director
41 shall be filled in a manner that will cause the Board to meet the requirements of Section
42 2.2 Any Director selected to fill a vacancy shall hold office until the expiration of the
43 remaining term such Director is to fill or until his or her earlier death, resignation,
44 retirement, disqualification or removal from office.

45 **Section 2.5 Removal.** Any Director may be removed, either for or without cause, at any
46 annual or special meeting of the Board by the affirmative vote of a majority of the
47 number of Directors fixed by these Bylaws, if notice of the intention to act upon such
48 matter shall have been given in the notice of such meeting. Removal for cause includes
49 excess absences, more than three (3) unexcused absences from regularly scheduled Board
50 meetings per year.

51 **Section 2.6 Place of Meeting.** Meetings of the Board shall be held at such places, within
52 or without the State of Texas, as may from time to time be fixed by the Board or as shall
53 be specified or fixed in the respective notices or waivers of notice thereof.

54 **Section 2.7 Annual Meetings.** An Annual Meeting of the Board shall be held in June of
55 each year. At this meeting, the Board will elect officers and transact any and all other
56 business as may properly come before the Board. Written notice stating the place, day
57 and hour of each Annual Meeting of the Board shall be delivered not less than seven (7)
58 days nor more than fifty (50) days before the date of such meeting either personally, by
59 mail, by electronic transmission or by facsimile transmission, by or at the direction of the
60 President or Secretary, to each Director.

61 **Section 2.8 Regular Meetings.** Regular meetings of the Board shall be held at such times
62 and places as may be fixed from time to time by the President and communicated to all
63 Directors. Written notice stating the place, day and hour of each regular meeting of the
64 Board shall be delivered not less than seven (7) days nor more than fifty (50) days before
65 the date of such meeting either personally, by mail, by electronic transmission or by
66 facsimile transmission by or at the direction of the President or Secretary, to each
67 Director. Except as otherwise provided by statute, the Articles of Incorporation, or these
68 Bylaws, any and all business may be transacted at any regular meeting.

69 **Section 2.9 Special Meetings.** The President on twenty-four (24) hours notice to each
70 Director may call special meetings of the Board, either personally or by mail or by
71 electronic transmission or by facsimile transmission. The President shall call special
72 meetings in like manner and on like notice on the written request of two (2) or more
73 Directors. Except as may be otherwise expressly provided by statute, the Articles of
74 Incorporation, or these Bylaws, neither the business to be transacted at, nor the purposes
75 of, any regular or special meetings of the Board need be specified in the notice.

76 **Section 2.10 Quorum and Manner of Acting.** At all meetings of the Board the presence
77 of one-third (1/3) of voting Directors shall be necessary and sufficient to constitute a
78 quorum for the transaction of business. Directors present by telephone or electronically
79 may count toward the quorum. The act of the majority of Directors present in person, by
80 telephone, by electronic transmission, at a meeting at which a quorum is present shall be
81 the act of the Board unless the act of a greater number is required by statute, by the
82 Articles of Incorporation or by these Bylaws, in which case the act of such greater
83 number shall be required to constitute the act of the Board. If a quorum shall not be
84 present at any meeting of the Directors, the Directors present may adjourn the meeting
85 from time to time, without notice other than announcement at the meeting, until a quorum
86 shall be present. At any such adjourned meeting, when reconvened, any business may be
87 transacted which might have been transacted at the meeting as originally convened.

88 **Section 2.11 Conduct of Meetings.** At every meeting of the Board, the President of the
89 Board, or, in the President's absence, the Executive Vice President, or in their absence, a
90 chairperson chosen by a majority of the Directors present shall preside. In case the

91 Secretary shall be absent from any meeting, the presiding officer may appoint any person
92 to act as Secretary of the meeting.

93 **Section 2.12 Directors' Compensation.** Directors shall not receive compensation for
94 their services as Directors, but may receive reimbursement for expenses incurred on
95 behalf of the Corporation. Directors may receive compensation for serving the
96 Corporation in any capacity other than as director of the Corporation.

97 **Section 2.13 Consent of Directors.** Any action required or permitted to be taken at any
98 meeting of the Board may be taken without a meeting if a consent in writing, or by
99 electronic means, setting forth the action to be taken shall be signed by a majority of the
100 Directors, as the case may be, unless a greater number is required, Such consent shall
101 have the same force and effect as a vote and may be stated as such in any document. Such
102 consents shall be filed in the minutes of the proceedings of the Board.

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ARTICLE THREE NOTICES

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107 **Section 3.1 Manner of Giving Notice.** Whenever, under the provision of the statute or of
108 the Articles of Incorporation or these Bylaws, notice is required to be given to any
109 Director or committee member of the Corporation, and no provision is made as to how
110 such notice shall be given, it shall not be construed to require personal notice, but any
111 such notice may be given in writing by mail, postage prepaid, or by electronic
112 transmission or by facsimile transmission addressed to such Director or member at his or
113 her address as it appears on the records of the Corporation. Any notice required or
114 permitted to be given by mail shall be deemed to be delivered at the time when the same
115 shall be thus deposited in the United States mails, as aforesaid.

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ARTICLE FOUR STANDING COMMITTEES

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120 **Section 4.1 Executive Committee.** There shall be an Executive Committee, which shall
121 consist of the President, Executive Vice President, Vice President for Development, Vice
122 President for Finance, Vice President for Marketing, Vice President for Instructional
123 Initiatives, Vice President for Student and Staff Recognition, Secretary, Superintendent
124 of Schools and Immediate Past President. The Executive Committee shall have and may
125 exercise, when the Board is not in session, all of the authority and powers be herein
126 provided or directed to be exercised by a designated office of the Corporation: provided
127 that the foregoing shall not be construed as authorizing action by the Executive
128 Committee with respect to any action which by statute, the Articles of Corporation, or
129 these Bylaws is required to be taken by the Board, as such. The designation of the
130 Executive Committee and the delegation thereto of authority shall not operate to relieve
131 the Board of any responsibility imposed upon it or him or her by law.

132 **Section 4.2 Nominating Committee.** The Nominating Committee shall be charged with
133 providing nominations to the Board for elective offices and for vacancies in the Board.
134 Such nominations shall not preclude the right of additional nominations being made at
135 any meeting of the Board where an election of an officer or a Director is being

136 considered. The Nominating Committee shall be composed of the at least three (3)
137 members of the Board who shall be appointed by the President, subject to the approval of
138 the Board.
139 **Section 4.3 Terms and Meetings.** Committee members shall serve one year and may be
140 re-appointed. The committee chairperson may call meetings of the committee as deemed
141 appropriate.

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ARTICLE FIVE
OTHER COMMITTEES AND APPOINTEES OF THE BOARD

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Section 5.1 Other Committees. The Board may, by resolution adopted by affirmative vote of a majority of Directors, establish committee(s), as deemed desirable. The President shall make the appointment of chairperson of the committee(s), who shall be a Director. The President and committee chairperson shall appoint committee members, who may, but need not be Directors, provided that any such committee(s) shall have and may exercise only the power of recommending action to the Board and of carrying out and implementing any instructions or any policies, plans and programs theretofore approved, authorized and adopted by the Board.
Section 5.2 Advisory and Honorary Directors. Advisory and Honorary Directors may from time to time be appointed by the Board. Advisory and Honorary Directors shall hold office for one year from the date to their appointment by the Board. Advisory and Honorary Directors may advise and counsel with the Board but shall not be permitted to vote as a member of the Board with respect to any of the Corporation's actions or affairs and shall not have any other rights or duties of the Board.

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ARTICLE SIX
OFFICERS, EMPLOYEES, AND AGENTS: POWERS AND DUTIES

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Section 6.1 Elected Officers. The elected officers of the Corporation shall be a President, an Executive Vice President, a Vice President for Development, a Vice President for Finance, a Vice President for Marketing, a Vice President for Instructional Initiatives, a Vice President for Student and Staff Recognition and a Secretary.
Section 6.2 Election. Except to the extent necessary to fill a vacancy in office, the Board at each annual meeting thereof shall elect all elected officers.
Section 6.3 Appointive Officers. The Board also may appoint one or more Assistant Officers and such other officers as it shall from time to time deem necessary, who shall exercise such powers and perform such duties as shall be set forth in these Bylaws or determined from time to time by the Board.
Section 6.4 Two or more Offices. Any two (2) or more offices may be held by the same person, except that the President and the Secretary shall not be the same person.
Section 6.5 Compensation. The Board has the authority to fix the compensation of any officer or agent of the Corporation for services other than as a Director of the Corporation.
Section 6.6 Term of Office; Removal; Filling of Vacancies. Each elected officer of the Board shall hold office for a one-year period or until earlier death, resignation,

181 retirement, disqualification or removal from office. Each appointive officer shall hold
182 office at the pleasure of the Board without the necessity of periodic reappointment. Any
183 officer may be removed at any time by the Board whenever in its judgment the best
184 interest of the Corporation will be served thereby, but such removal shall be without
185 prejudice to the contract rights, if any, of the person so removed. If the office of any
186 officer becomes vacant for any reason, the Board shall fill the vacancy.

187 **Section 6.7 Rules.** The Board shall adopt rules for its own government not inconsistent
188 with these Bylaws, which shall govern all meetings of the Board and of the committees.

189 **Section 6.8 President.** The President shall be the chief executive officer of the
190 Corporation and subject to the provisions of these Bylaws, shall have general supervision
191 and control of the activities and affairs of the Corporation. The President shall preside
192 when present at meetings of the Board. The President shall have general authority to
193 execute bonds, deeds and contracts in the name of the Corporation and to affix the
194 Corporate logotype thereto; to cause the employment or appointment of such employees
195 and agents of the Corporation as the proper conduct of operations may require and to fix
196 their compensation; to remove or suspend any employee or agent; and in general to
197 exercise all the powers usually appertaining to the office of president of a corporation,
198 except as otherwise provided by statute, the Articles of Incorporation or these Bylaws. In
199 the absence or disability of the President, his or her other duties shall be performed by the
200 Executive Vice President unless otherwise determined by the Board. No employee,
201 trustee, agent or member of the Bastrop Independent School District Board of Trustees
202 may serve as an officer of the Corporation.

203 **Section 6.9 Executive Vice President.** The Executive Vice President shall be charged
204 with performing the duties of the President in the absence or disability of the President.

205 **Section 6.10 Vice President for Development.** The Vice President for Development
206 shall be charged with oversight of fundraising and campaign development

207 **Section 6.11 Vice President for Instructional Initiatives.** The Vice President for
208 Instructional Initiatives shall be charged with oversight of instructional grants and other
209 such activities fostering enhanced student learning and learning opportunities.

210 **Section 6.12 Vice President for Finance.** The Vice President for Finance shall be the
211 chief accounting and financial officer of the Corporation and shall have active control of
212 and shall be responsible for all matters pertaining to the accounts and finances of the
213 Corporation and shall direct the manner of certifying the same, shall supervise the
214 manner of keeping all vouchers for payments by the Corporation and all other documents
215 relating to such payments, shall receive, audit and consolidate all operating and financial
216 statements of the Corporation and its various departments, shall have supervision of the
217 books of account of the Corporation, their arrangements and classification; shall
218 supervise the accounting and auditing practices of the Corporation and shall have charge
219 of all matters relating to taxation. The Vice President shall have care and custody of all
220 monies, funds and securities of the Corporation; shall deposit or cause to be deposited all
221 such funds in and with such depositories as the Board shall from time to time direct or as
222 shall be selected in accordance with procedures establish by the Board; shall advise upon
223 all terms of credit granted by the Corporation; shall be responsible for the collection of all
224 its accounts and shall cause to be kept full and accurate accounts of all receipts,
225 disbursements and contributions of the Corporation. The Vice President shall have the
226 power to endorse for deposit or collection or otherwise all checks, drafts, notes, bills of

227 exchange or other commercial paper payable to the Corporation, and to give proper
228 receipts or discharges for all payments to the Corporation. The Vice President shall
229 generally perform all duties usually appertaining to the office of treasurer of a
230 corporation. In the absence or disability of the Vice President those duties shall be
231 performed by the Assistant Treasurer unless otherwise determined by the President or the
232 Board.

233 **Section 6.13 Vice President for Marketing.** The Vice President for Marketing shall be
234 responsible for collaborating with other officers and chairs to develop and implement a
235 marketing plan that establishes a consistent identity and enhances favorable recognition
236 of the Corporation and its mission among target audiences.

237 **Section 6.14 Vice President for Student and Staff Recognition.** The Vice President for
238 Student and Staff Recognition shall be charged with oversight of activities recognizing
239 student and staff achievement.

240 **Section 6.15 Secretary.** The Secretary shall see that notice is given of all annual and
241 special meetings of the Board and shall keep and attest true records of all proceedings at
242 all meetings of the Board. The Secretary shall have charge of the corporate logotype and
243 have authority to attest any and all instruments of writing to which the same may be
244 affixed. The Secretary shall keep and account for all books, documents, papers and
245 records of the Corporation except those for which some other officer or agent is properly
246 accountable. The Secretary shall generally perform all duties usually appertaining to the
247 office of secretary of a corporation.

248 **Section 6.16 Assistant Officers.** The President may from time to time appoint Assistant
249 Officers who shall generally assist the designated Officer.

250 **Section 6.17 Additional Powers and Duties.** In addition to the foregoing officers
251 especially enumerated duties, services and powers, the several elected and appointed
252 officers of the Corporation shall perform such other duties and services and exercise such
253 further powers as may be provided by statute, the Articles of Incorporation or these
254 Bylaws, or as the Board may from time to time determine or as may be assigned to him
255 or her by any competent superior officer.

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ARTICLE SEVEN MISCELLANEOUS

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260 **Section 7.1 Indemnification.** Any person who at any time serves or has served as a
261 director, officer, employee or agent of the corporation, or in such capacity at the request
262 of the Corporation for any other corporation, partnership, joint venture, trust, other
263 enterprise, shall have a right to be indemnified by the Corporation to the fullest extent
264 permitted by law against (a) reasonable expenses, including attorney's fees, actually and
265 necessarily incurred by him or her in connection with any threatened pending or
266 completed action, suit, or proceedings, whether civil, criminal, administrative, or
267 investigative and whether or not brought by or on behalf of the corporation, seeking to
268 hold him or her liable by reason of the fact that he is or was acting in such capacity, and
269 (b) reasonable payments made by him in satisfaction of any judgment, money decree,
270 fine, penalty or settlement for which he may have become liable in any such action, suit,
271 or proceeding.

272 **Section 7.2 Dividends Prohibited.** No part of the net income of the Corporation shall
273 inure to the benefit of any private individual, and no dividend shall be paid and no part of
274 the income of the Corporation shall be distributed to its directors or officers.
275 **Section 7.3 Loans to Officers and Directors Prohibited.** No loans shall be made by the
276 Corporation to its Officers and Directors.
277 **Section 7.4 Conflict of Interest.** The Corporation shall require that any actual or
278 potential conflicts be discussed promptly and disclosed fully to the Board and all other
279 necessary parties. Any Director having a conflict on any matter shall neither participate in
280 the deliberation nor vote on any such matter. The Board may from time to time establish
281 such rules and regulations in furtherance of this policy, as deemed necessary.
282 **Section 7.5 Signature on Negotiable Instruments.** All bills, notes, checks or other
283 instruments for the payment of money shall be signed or countersigned by such Officer,
284 Officers, agent or agents and in such a manner, as are permitted by these Bylaws and as
285 from time to time may be prescribed by resolution (whether general or special) of the
286 Board.
287 **Section 7.6 Fiscal Year.** The fiscal year of the Corporation shall be fixed by resolution
288 of the Board.
289 **Section 7.7 Logotype.** The Corporation's logotype shall be in such form as shall be
290 adopted and approved from time to time by the Board. The logotype may be used by
291 causing it, or a facsimile thereof, to be impressed, affixed, imprinted or in any manner
292 reproduced.
293 **Section 7.8 Dissolution of Non-Profit.** In the event that the Corporation is dissolved, all
294 the assets will be transferred for management by the Bastrop Independent School District.
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299 **ARTICLE EIGHT**
300 **AMENDMENTS**

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302 These Bylaws may be altered, amended or repealed, or new Bylaws may be adopted at
303 any annual, special or regular meeting of the Board by a two-thirds (2/3) vote of the
304 number of Directors present and voting.
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308 Revised and adopted by the Board of Directors June 2009
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311 BEF Coordinator, Allison Murray
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Date June 2009