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Form **990-EZ**

### 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)

OMB No 1545-1150

**2009**

**Open to Public  
Inspection**

- ▶ 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 \$500,000 and total assets less than \$1,250,000 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.

Department of the Treasury  
Internal Revenue Service

**A** For the 2009 calendar year, or tax year beginning **07/01/09**, and ending **06/30/10**

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" 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.	<b>C</b> Name of organization <b>PACT FOUNDATION</b>		<b>D</b> Employer identification number <b>90-0447478</b>
		Number and street (or P O box, if mail is not delivered to street address) Room/suite <b>750-B SAN PIERRE WAY</b>		<b>E</b> Telephone number <b>650-903-6950</b>
		City or town, state or country, and ZIP + 4 <b>MOUNTAIN VIEW CA 94041</b>		<b>F</b> Group Exemption Number ▶

● 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.STEVENSONPACT.ORG**

**H** Check  if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)

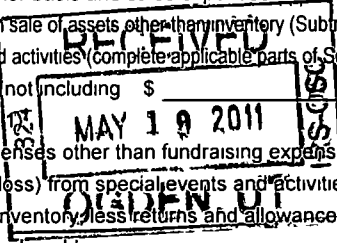
**J** Tax-exempt status (check only one) —  501(c) ( **3** ) ◀ (insert no )  4947(a)(1) or  527

**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 Form 990-EZ or Form 990 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 \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **123,831**

#### 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	<b>123,815</b>
	2	Program service revenue including government fees and contracts	2	
	3	Membership dues and assessments	3	
	4	Investment income	4	<b>16</b>
	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)	5c	
	6	Special events and activities (complete applicable parts of Schedule G) If any amount is from gaming, check here <input type="checkbox"/>		
	6a	Gross revenue not including \$ _____ of contributions reported on line 6	6a	
6b	Less direct expenses other than fundraising expenses	6b		
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c		
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	<b>Total revenue.</b> Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	<b>123,831</b>	
Expenses	10	Grants and similar amounts paid (attach schedule)	10	
	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	
	14	Occupancy, rent, utilities, and maintenance	14	
	15	Printing, publications, postage, and shipping	15	
	16	Other expenses (describe ▶ <b>SEE STATEMENT 1</b> )	16	<b>104,658</b>
17	<b>Total expenses.</b> Add lines 10 through 16	17	<b>104,658</b>	
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)	18	<b>19,173</b>
	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	
	20	Other changes in net assets or fund balances (attach explanation) <b>SEE STATEMENT 2</b>	20	<b>35,087</b>
	21	<b>Net assets or fund balances at end of year.</b> Combine lines 18 through 20	21	<b>54,260</b>



#### Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ

(See the instructions for Part II)

	(A) Beginning of year	(B) End of year
22 Cash, savings, and investments	22	<b>54,260</b>
23 Land and buildings	23	
24 Other assets (describe ▶ _____)	24	
25 <b>Total assets</b>	0 25	<b>54,260</b>
26 <b>Total liabilities</b> (describe ▶ _____)	0 26	<b>0</b>
27 <b>Net assets or fund balances</b> (line 27 of column (B) must agree with line 21)	0 27	<b>54,260</b>

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Form 990-EZ (2009)

SCANNED JUN 17 2011

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Part III Statement of Program Service Accomplishments (See the instructions for Part III)

Expenses (Required for section 501(c)(3) and 501(c)(4) organizations and section 4947(a)(1) trusts, optional for others.)

What is the organization's primary exempt purpose?

PROVIDE SUPPLEMENTAL SUPPORT FOR SCHOOL ACTIVITIES

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.

28 SEE STATEMENT 3

(Grants \$ ) If this amount includes foreign grants, check here

28a

89,256

29

(Grants \$ ) If this amount includes foreign grants, check here

29a

30

(Grants \$ ) If this amount includes foreign grants, check here

30a

31 Other program services (attach schedule)

(Grants \$ ) If this amount includes foreign grants, check here

31a

32 Total program service expenses (add lines 28a through 31a)

32

89,256

Part IV List of Officers, Directors, Trustees, and Key Employees. List each one even if not compensated (See the instructions for Part IV)

Table with 5 columns: (a) Name and address, (b) Title and average hours per week devoted to position, (c) Compensation (if not paid, enter -0-), (d) Contributions to employee benefit plans & deferred compensation, (e) Expense account and other allowances. Rows include KAREN HEITKAMP (CHAIR), LEIGH STEVENS (VICE-CHAIR), MONA AKERBLUM (SECRETARY), and RINA LEE (TREASURER).

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

		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? If "Yes," attached 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 why the organization did not report the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to 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?		
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instr <span style="float:right">▶ 37a</span>		
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 outstanding at the end of the period covered by this return?		X
b	If "Yes," complete Schedule L, Part II and enter the total amount involved <span style="float:right">38b</span>		
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9 <span style="float:right">39a</span>		
b	Gross receipts, included on line 9, for public use of club facilities <span style="float:right">39b</span>		
40a	Section 501(c)(3) organizations Enter amount of tax imposed on the organization during the year under section 4911 <span style="float:right">▶</span> _____, section 4912 <span style="float:right">▶</span> _____; section 4955 <span style="float:right">▶</span> _____		
b	Section 501(c)(3) and 501(c)(4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
c	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 <span style="float:right">▶</span> _____		
d	Section 501(c)(3) and 501(c)(4) organizations Enter amount of tax on line 40c reimbursed by the organization <span style="float:right">▶</span> _____		
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 <span style="float:right">▶</span> CA		
42a	The organization's books are in care of <span style="float:right">▶</span> LYNN HARTLAUB 750-B SAN PEIRRE WAY Located at <span style="float:right">▶</span> MOUNTAIN VIEW, CA	Telephone no <span style="float:right">▶</span> 650-903-6950	ZIP + 4 <span style="float:right">▶</span> 94041
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 <span style="float:right">▶</span> _____ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		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 <span style="float:right">▶</span> _____		X
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here <span style="float:right">▶</span> <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year <span style="float:right">▶</span> 43		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ		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

**Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.**

	Yes	No
<b>46</b> 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		<b>X</b>
<b>47</b> Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II		<b>X</b>
<b>48</b> Is the organization operating a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E		<b>X</b>
<b>49a</b> Did the organization make any transfers to an exempt non-charitable related organization?		<b>X</b>
<b>49b</b> If "Yes," was the related organization a section 527 organization?		

**50** Complete this table for the organization's 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				

**f** Total number of other employees paid over \$100,000 ▶ \_\_\_\_\_

**51** Complete this table for the organization's 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		

**d** Total number of other independent contractors each receiving over \$100,000 ▶ \_\_\_\_\_

**Sign Here**

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.

Signature of officer: *Leigh Stevens* Date: 5/16/11

**LEIGH STEVENS** **CHAIR**

Type or print name and title

**Paid Preparer's Use Only**

Preparer's signature: *[Signature]* Date: 05/16/11 Check if self-employed:

Firm's name (or yours if self-employed): **DUNHAM ASSOCIATES, CPAS** Preparer's Identifying Number (See instr): **P00841628**

address, and ZIP + 4: **1884 THE ALAMEDA** EIN: **77-0445012**

**SAN JOSE, CA 95126** Phone no: **408-260-9600**

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) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
<b>2</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>3</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>4 Total.</b> Add lines 1 through 3						
<b>5</b> 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)						
<b>6 Public support.</b> Subtract line 5 from line 4						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>7</b> Amounts from line 4						
<b>8</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>9</b> Net income from unrelated business activities, whether or not the business is regularly carried on						
<b>10</b> Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
<b>11 Total support.</b> Add lines 7 through 10						
<b>12</b> Gross receipts from related activities, etc (see instructions)					12	
<b>13 First five years.</b> 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 ▶ <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>14</b> Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
<b>15</b> Public support percentage from 2008 Schedule A, Part II, line 14	15	%
<b>16a 33 1/3 % support test—2009.</b> 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 type="checkbox"/>		
<b>b 33 1/3 % support test—2008.</b> 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"/>		
<b>17a 10%-facts-and-circumstances test—2009.</b> 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>b 10%-facts-and-circumstances test—2008.</b> 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"/>		
<b>18 Private foundation.</b> 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) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")					123,815	123,815
<b>2</b> 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					16	16
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5					123,831	123,831
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support.</b> (Subtract line 7c from line 6.)						123,831

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
<b>9</b> Amounts from line 6					123,831	123,831
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources					16	16
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b					16	16
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on					0	
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12.)					123,847	123,847
<b>14 First five years.</b> 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 <input type="checkbox"/>						

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	99.99 %
<b>16</b> Public support percentage from 2008 Schedule A, Part III, line 15	16	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
<b>18</b> Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

- 19a 33 1/3 % support tests—2009.** 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—2008.** 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

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**Part IV** **Supplemental Information.** Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Provide any other additional information. See instructions.

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**Federal Statements**

**Statement 1 - Form 990-EZ, Part I, Line 16 - Other Expenses**

<u>Description</u>	<u>Amount</u>
EXPENSES	\$
PUBLICITY	1,578
ADMINISTRATIVE	2,001
INSURANCE	1,923
CLASS ROOM EXPENSES	44,869
ADVISORY	8,799
BANK CHARGES	12
COMPUTER LAB	16,236
LIBRARY SUPPLIES	4,756
STUDENT PROGRAMS	15,557
TEACHERS ASSIT	2,090
FUNDRAISING EVENTS	6,837
TOTAL	<u>\$ 104,658</u>

**Statement 2 - Form 990-EZ, Part I, Line 20 - Other Changes in Net Assets or Fund Balances**

<u>Description</u>	<u>Amount</u>
SEPARATION FROM CASTRO SCHOOL PACT PROGRAM	<u>\$ 35,087</u>
TOTAL	<u>\$ 35,087</u>

**Federal Statements****Statement 3 - Form 990-EZ, Part III, Line 28 - Statement of Program Service  
Accomplishments****Description**

PACT FOUNDATION PROVIDES SUPPLEMENTAL FINANCIAL SUPPORT TO STEVENSON PACT ELEMENTARY SCHOOL'S TEACHER AND CLASSROOM SUPPLIES AND MATERIALS, FIELD TRIPS, AND OTHER SUPPLEMENTAL EDUCATIONAL MATERIALS. THE ORGANIZATION PROVIDES FUNDING TO THE SCHOOL'S ART AND GARDEN INSTRUCTIONAL PROGRAMS, TEACHER TRAINING, PARENT EDUCATION, STUDENT ENRICHMENT ACTIVITIES, AND COMMUNITY-BUILDING EVENTS FOR THE SCHOOL'S STUDENTS AND THEIR FAMILIES. THE ORGANIZATION ALSO OVERSEES THE SCHOOL'S VARIOUS PARENT-LED COMMITTEES, IN ORDER TO SUPPORT THE SCHOOL'S PROGRESSIVE EDUCATION PHILOSOPHY.

# Bylaws of PACT Foundation

## ARTICLE I – NAME AND PRINCIPAL OFFICE

The name of this corporation is PACT Foundation. The principal office shall be at 750-B San Pierre Way, Mountain View, CA 94043-3133, or at such other place as the Board of Directors may select by resolution or amendment of the Bylaws. Any change in principal office shall be noted on the copy of the Bylaws maintained by the Secretary.

New address:

Dated:

\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

## ARTICLE II – PURPOSE

PACT Foundation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the California Nonprofit Public Benefit Corporation Law for public and charitable purposes. The specific purpose of PACT Foundation is to financially support Stevenson PACT School, a California public elementary school, and to engage in any other lawful activities permitted under the California Nonprofit Public Benefit Corporation Law. The organization shall be noncommercial, nonsectarian and nonpartisan.

## ARTICLE III – CORPORATION ROLES

### **A. Board of Directors**

The Board of Directors is made up of all the Officers of the Corporation. The Board shall have not fewer than two Directors and no more than six.

The Board of Directors are responsible for managing the day-to-day running of the PACT Foundation, including creating and modifying an annual budget for PACT Foundation, overseeing member-run committees, and creating guidelines and policies of PACT Foundation that are consistent with the Articles of Incorporation, and these Bylaws. The Board of Directors must ensure that the budget and policies created, meet the Stevenson PACT philosophy, the long-range planning, and the curriculum goals developed by the Advisory Group.

The Officers shall include a Chair, a Vice-Chair, a Secretary, and a Treasurer.

1. The Chair shall preside over and set agenda for all Board of Director's meetings, and perform other duties as associated with the office. The Chair shall serve a one-year term.
2. The Vice-Chair shall assume the duties of the Chair in case of absence, and shall support the Chair in all duties. The Vice-Chair shall serve a one-year term as Vice Chair, then move to the position of Chair and serve a one-year term.

## Bylaws of PACT Foundation

3. The Secretary shall be responsible for the minutes of all meetings, keep all approved minutes in a minute book, and make minutes public to all members. Secretary shall serve a two-year term, and may be re-elected to serve a total of two (2) terms.
4. The Treasurer shall keep a record of the budget, prepare financial reports including taxes, and keep teachers and committee chairs apprised of their budgets. Treasurer shall serve a two-year term, and may hold consecutive terms.

No person shall hold more than one Officer position at any time.  
An Officer may not have a partner or spouse on the Board of Directors.

### Qualifications:

All Officers must have at least one (1) full school year of experience at Stevenson PACT School by the first Board of Directors Meeting of the year; Vice-Chair shall also have at least one (1) full school year of experience as a member representative of PACT Foundation or approval of the majority of the Board of Directors.

### **B. Member Representatives**

The Member Representatives shall consist of one representative from each classroom of Stevenson PACT School. In addition, a Teacher shall act as the Liaison for the teachers of Stevenson PACT School, and the member reps may also include an Advisory Liaison.

1. The Member Reps shall be the liaison from their classroom, bringing issues to the Board of Director's meetings and bringing information back to their classroom community. The term of office of all Member Reps will be one year. A Member Rep may hold consecutive terms. A Member Rep shall be selected by the attendees of the 1<sup>st</sup> classroom meeting of the school year.
2. The Teacher Liaison shall bring issues and information to/from the Board of Director's meetings and the teachers of Stevenson PACT School. A Teacher Liaison shall be selected by the Advisory Group.
3. An Advisory Liaison shall bring issues and information to/from the Board of Director's meetings and the Advisory Group. An Advisory Liaison shall be selected by the Advisory Group.

The Member Reps may hold dual duty as an Officer or as Advisory Liaison if approved by a consensus of the existing Officers.

### **C. Advisory Group**

The Advisory Group is responsible for the Stevenson PACT school philosophy, long-range planning and curriculum. It shall ensure that the budget and all policies, created by the Board of Directors, match these goals.

The Advisory Group is made up of every teacher in the school and parents who are selected by Advisory.

# Bylaws of PACT Foundation

## **D. Principal of Stevenson PACT School**

The Principal is the administrator of Stevenson PACT School, and as such is responsible for all academic decisions of the school. The role as it relates to PACT Foundation is to ensure that the budget and all policies, created by the Board of Directors, meet the academic goals set by the Stevenson PACT School.

## **E. Members at Large**

The role of Members at Large is to be as involved as they desire. Any Member at Large may nominate him/her self to be an Officer, he/she may nominate him/her self at the classroom to be the Classroom Representative, and he/she may attend Officer and/or Board of Directors Meetings to bring up issues, discuss issues on the agenda, and to be included as part of the consensus decision making process.

Members at Large consist of Teachers, Principals, Staff, and Parents and Legal Guardians of currently enrolled students of Stevenson PACT School.

F. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Director, of any responsibility imposed upon it by him or her by law.

## **ARTICLE IV – COMMITTEES**

### **A. Nominating Committee**

The Board of Directors shall act as a Nominating Committee. Once per year, they will convene a Nomination Meeting to nominate the slate of Officers for the next school year. The date of the announcement of nominations shall be determined by the Officers.

### **B. Committee Formation**

The Board of Directors may appoint additional standing or ad-hoc committees as needed.

## **ARTICLE V – CORPORATION RULES**

### **A. Compensation**

Directors shall not receive compensation for their services as Directors other than reasonable expenses.

Compensation for Teacher Liaison shall be set by the Board of Directors each year, but shall not be more than 5% of the operating budget.

### **B. Fiscal Calendar**

The fiscal year of PACT Foundation shall run July 1 – June 30.

# Bylaws of PACT Foundation

## **C. Regular and Special Meetings**

The Board of Directors shall meet a minimum of six (6) times during the school year (September through June) at an agreed-upon time and day, at the principal office of PACT Foundation. The Board of Directors may designate that a meeting be held at another location if agreed upon. A Board of Director's Meeting requires an agenda to be posted at least 24 hours prior, to every Officer, Member Rep, and all PACT Foundation members. The agenda shall include the time and place of the meeting.

Special meetings of the Board of Directors for any purpose may be called at any time by the Chair, or any two Officers. The party calling a special meeting shall determine the place, date, and time. Special meetings of the Board of Directors may be held only after two (2) days notice is given to Officer, Member Rep, and all PACT Foundation members through the posting of an agenda.

The Nomination Committee shall meet a minimum of 1 time during the school year (September through June) at an agreed upon time and day, at the principal office of PACT Foundation. The Nomination Committee may designate that a meeting be held at another location if agreed upon by the Nomination Committee. A Nomination Committee meeting requires an agenda to be posted at least 24 hours prior, to every Officer, Member Rep, and all PACT Foundation members. The agenda shall include the time and place of the meeting.

## **D. Conduct of Meetings**

Meetings shall be governed by consensus model; as such, rules may be revised from time to time, insofar as such rules are not inconsistent with or in conflict with these bylaws, the articles of incorporation of this corporation or with any laws. Consensus is defined as "A general agreement; collective opinion. The regular method for the Chair to use is to ask the members, 'Is it the consensus of this meeting that ... is agreed to?' or 'Is there an objection?' "

When an objection arises and compromise is not made, the issue shall be tabled until the following meeting. If, after the 2<sup>nd</sup> meeting of discussion, a consensus cannot be met, a formal vote shall be taken and the majority shall win the decision.

All Officers, Directors, Member reps, and Members at Large attending a Board of Directors and/or Officer's meeting shall be included in the consensus and/or vote.

## **E. Quorum**

A Board of Director's Meeting quorum shall be a simple majority of the Officers. A Nominating Committee Meeting quorum shall be a simple majority of the Board of Directors.

# Bylaws of PACT Foundation

## **F. Nominations**

Each year, a nomination committee shall convene to nominate the Officers, including Vice-Chair, Secretary, and Treasurer, as needed. The committee shall consist of current Board of Directors.

Any PACT Foundation member may nominate him/her self to be an Officer. At the annual Nomination meeting, there shall be a discussion, including all members in attendance, of all nominations. A majority vote of the Board of Directors will confirm Officers for the following year's slate.

## **G. Vacancies**

Any vacancy of an Officer position shall be nominated by the Chair and a simple majority of the existing Officers confirms the replacement. The term of this Officer shall be the remainder of the school year. This replacement Officer may be nominated for a full term by the Nominating Committee.

## **H. Resignation, termination, and absences**

Notice of resignation by an Officer, Board Member, Class Representative, or Teacher Liaison shall be given to an Officer. In the case of a Class Representative, resignation must also be given to the classroom, as a new Rep from that classroom must take over the position for the remaining term. In the case of the Teacher Liaison, resignation must also be given to the Advisory Group, as a new Liaison must take over the position for the remaining term.

An Officer may be terminated due to excess absences, defined as more than two Board of Director's Meetings without cause. An Officer may be removed for other reasons by a unanimous vote of the remaining Officers.

## **ARTICLE VI – INDEMNIFICATION**

To the fullest extent permitted by law, PACT Foundation shall indemnify its Officers, Directors, Members, and Advisory against all expenses reasonably incurred by such person in connection with any action, suit or proceeding to which such person may be made a party by reason of that person being or having been an Officer, Director, Member, or Advisory member of this corporation. As used in this by-law, expenses shall include, but shall not be limited to, amounts of judgments, penalties or fines and interest thereon for reasonable periods of time, rendered, levied or adjudged against such persons, costs of the action, suit or proceeding, attorneys' fees, expert witness fees and amounts paid in settlement by such persons, provided that such settlement shall have been or is thereafter approved by the board of directors of this corporation.

# Bylaws of PACT Foundation

## ARTICLE VII – BYLAW AMENDMENTS

### **A. Amendments**

These bylaws may be amended when necessary by consensus or a three-fourths majority vote of the Board of Directors. Proposed amendments shall be submitted to the Board of Directors, included on an agenda, and discussed in a meeting of the Board of Directors.

### **B. Record of Amendments**

Whenever an amendment or new Bylaw is adopted, it shall be copied in the Book of Minutes with the original Bylaws, in the appropriate place.

## ARTICLE VIII – CONFLICT OF INTEREST

### **A. Purpose**

The purpose of the conflict of interest policy is to protect this tax-exempt Corporation's interest when it is contemplating entering into an arrangement that might benefit the private interest of an Officer of the Corporation. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

### **B. Definitions**

#### **1. Interested Person**

Any Director, Officer or member of a committee with Board of Directors delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

#### **2. Financial Interest**

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. A potential or actual ownership, investment interest or compensation arrangement in any entity with which the Corporation has a transaction or arrangement. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the Officers decide that a conflict of interest exists.

### **C. Procedures**

#### **1. Procedures for Addressing the Conflict of Interest**

- a. The interested person has a duty to disclose all material facts regarding a possible conflict of interest, and therefore, shall make a presentation to the Board of Directors or committee. He/she shall leave the meeting during

## Bylaws of PACT Foundation

the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

- b. The chairperson of the Board of Directors or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c. After exercising due diligence, the Board of Directors or committee shall determine whether the Corporation can obtain an advantageous transaction from a person or entity that would not give rise to a conflict.
- d. If an advantageous transaction is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors or committee shall determine by a majority vote of the disinterested Directors whether the transaction is in the Corporation's best interest, and whether it is fair and reasonable.

### 2. **Violations of the Conflicts of Interest Policy**

- a. If the Board of Directors or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b. If, after hearing the member's response and after making any further investigation, the Board of Directors or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

## **ARTICLE IX – CONTRACTS, CHECKS, DEPOSITS, AND FUNDS**

### **A. Contracts**

The Board of Directors may authorize any officer or agent of the corporation, in addition to the Officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances.

### **B. Checks, Drafts, etc.**

All checks, drafts or orders for the payment issued in the name of the Corporation, shall be signed by the Treasurer and countersigned by the Chair or Vice Chair of the Corporation.

### **C. Deposits**

All funds of the Corporation shall be deposited to the credit of the Corporation in such banks or other depositories as the Board of Directors may select.

### **D. Gifts**

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for general or for any special purpose of the corporation.

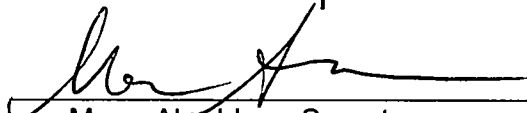
# Bylaws of PACT Foundation

## ARTICLE X – DISSOLUTION

No part of the net earnings, properties, or assets of PACT Foundation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any Director or Officer of PACT Foundation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of PACT Foundation shall be distributed to a nonprofit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its exempt status under Internal Revenue Code section 501(c)(3).

### CERTIFICATE OF SECRETARY

These bylaws were approved by consensus at a meeting of the Board of Directors on 3 May 2010.

  
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Mona Akerblom, Secretary

16 May 2011  
Date

# Bylaws of PACT Foundation

## REVISION HISTORY

<u>Revision</u>	<u>Secretary Signed by</u>	<u>Approval Date</u>	<u>Signature Date</u>
1	Liza Levin	3 March 2009	1 August 2009
2	Mona Akerblom	3 May 2010	16 May 2011

## CHANGE DESCRIPTIONS

### Revision 1:

Original document filed with IRS application for tax exempt status under 501(c)(3). Approved by consensus at a meeting of the Board of Directors on 3 March 2009.

### Revision 2:

(1) Inclusion of changes made to the bylaws at the Special Meeting of the Board of Directors on 3 May 2010.

(2) Formatting: Inclusion of footer with version number, date, and page numbers.

(3) Addition of Revision History and Change Description page.

(4) Fixing various typographical errors.