

**SACRAMENTO CHANG CHENG CHINESE SCHOOL
BYLAWS**

**Established in August 2006
Amended in January 2008**

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ARTICLE I NAME

1.1

The organization shall be known as CHANG CHENG CHINESE SCHOOL, officially registered with the Internal Revenue Service and the State of California, with its abbreviation as CCCS, and hereinafter referred to as the School. The principal office of the organization shall be located in the City of Sacramento, Sacramento County, State of California.

ARTICLE II MISSION

2.1

The Missions of the School are: (a) to teach and promote the understanding of Chinese language (Mandarin) and Chinese culture, and (b) to provide a network of support among school students and their families.

2.2

The School admits students of any race, color, national origin, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national origin, and ethnic origin in administration of its educational policies, admission policies, scholarship and loan programs, and athletic and other school-administered programs.

ARTICLE III NATURE

3.1

The School is a non-profit organization, exclusively for educational purpose as defined in above stated mission. For such purpose, the School shall be organized to qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding sections of any future federal tax code.

3.2

No substantial part of the activities of the School shall be carrying on of propaganda, or otherwise attempting to influence legislation. The School shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

3.3

Notwithstanding any other provision of these articles, the School shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV MEMBERSHIP

4.1

The School shall have two categories of members: General Members and Honorary Members.

4.2

The General Members shall include all parents or legal guardians of currently enrolled students, student themselves who have reached the age of eighteen years, and all school teachers.

4.3

The Honorary Members shall include any individual who made extraordinary contributions in public education and Chinese culture promotion, and any individuals who made significant contributions to the School. An honorary member shall be nominated by a Board Member and approved by the Board, as defined in Article VI hereof, with a simple majority vote.

4.4

The Members are hereinafter referred to as both General Members and Honorary Members, unless otherwise specified.

ARTICLE V SCHOOL MEMBER COUNCIL

5.1

The School Member Council is defined as a unity consisting of all General Members and Honorary Members, and hereinafter referred to as the Council.

5.2

The Council shall have the authority to dismiss the Principal by a simple majority vote when a dismissal recommendation is made by the Board with a simple majority vote or when a petition is made by at least one-third (1/3) of the Council.

5.3

The Council shall have the authority to dismiss a Board Member by a simple majority vote when a dismissal recommendation is made by the Board with a simple majority vote or when a petition is made by at least one-third (1/3) of the Council.

5.4

The Council shall also have the authority to amend the Bylaws by a simple majority vote when an amendment is proposed by the Board with a two-third (2/3) majority vote or by at least one-third (1/3) of the Council.

5.5

The Council shall meet at least once every twelve (12) months. The Board shall call the Council Meeting. A special Council meeting may be called by the Principal, or by the Board, or by a petition from at least one-third of the Council. The Principal shall call a special Council meeting within fourteen days after a petition is qualified.

ARTICLE VI SCHOOL BOARD

6.1

The School Board shall consist of seven (7) Board Members, including one Principal and six (6) Board Directors, hereinbefore and hereinafter referred to as the Board. All actions and decisions except those specified otherwise in the Bylaws shall be made by the Board with a simple majority vote.

6.2

The primary duties of the Board shall be to determine and implement policies of the School. These include but are not limited to: (a) determining school activities, determining school class schedule, contracting with teachers, arranging classroom facilities, and approving teaching materials/plans; and (b) establishing fiscal policies including determinations of teacher's contract term, teachers' salary, student tuition, and/or school fees.

6.3

A three-member election committee shall be appointed by the current Board to be in charge of all election related issues from the beginning of nominations to the final announcement of election results. The appointed committee shall be notified at least one month prior to an election.

6.4

Candidates for the Board Directors shall be nominated by at least five Members. Candidates for the Principal shall be nominated by at least eight Members. All Candidates must be current Members at the time of their nominations.

6.5

The Council shall elect the Board Directors and the Principal by a simple majority vote. The Council Members may choose to cast their votes by attending the Council meeting, through electronic mail voting, and/or other specific measures as arranged by the Committee.

6.6

The Board Members shall serve without pay for their service functions, but they may be reimbursed for reasonable out-of-pocket expenses related to their organizational functions, as budgeted or approved by either the Board or the Principal.

6.7

The term of the Principal shall be limited to two years and may be re-elected for a second term. The term of Board Directors shall be two years and may be re-elected, however, shall be limited to at most three terms.

6.8

In case of a vacancy on the Board, an interim Board Director shall be appointed by the Principal and be approved by the Board with a simple majority vote, to fulfill the remaining term.

6.9

The Board shall meet regularly at least once every six (6) months. Whenever the Board meets, more than half of the Board Members shall constitute a quorum for the transaction of business.

ARTICLE VII SCHOOL PRINCIPAL

7.1

The Principal is the top executive of the School, represent the School and coordinate the internal operation. The Board shall support the Principal to handle all school affairs. The Principal may appoint one Vice-Principal for teaching related issues and one Vice-Principal for school general management within the Board, one Treasurer, and/or one Secretary within either the Board or the Council, etc., to conduct assigned school functions. All appointees shall be approved by the Board with a simple majority.

7.2

When the Principal is absent for a brief period, either the Principal or the Board should appoint an acting Principal from either one of the Vice Principals or one of the Board Directors to perform the duty on behalf of the Principal. When the Principal is absent for more than three months during the school calendar for whatever reason, the Board shall elect a new Principal.

7.3

Any expenditure above \$200 has to be approved by the Board. Any expenditure less than or equal to \$200 may be approved by the Principal

ARTICLE VIII SCHOOL FINANCE

8.1

No part of the net earnings of the School shall inure to the benefit of, or be distributable to its Members or other private persons. The School shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of purposes set forth in Article III hereof.

8.2

Upon future dissolution of the School, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to the State of California, for a public purpose. A Court of Competent Jurisdiction of the County in which the principal office of the School is then located, exclusively for such purposes, shall dispose of any such assets not so disposed of.

8.3

The School shall be supported by the revenue generated by the tuition payment of students, fees collected by the School, donations from individuals, private and public organizations, and proceeds from various fund raising activities.

8.4

The Principal and the Treasurer shall each year present an annual budget for approval by the Board and distribute it to all Members. All expenditures must be within the budget limit. No major deviation or change in the budget may be permitted without approval of the Board.

8.5

The fiscal year of the School shall commence on January 1 of each year and end on December 31 of the same year.

8.6

In the first month of each fiscal year, the Treasurer shall prepare an annual report for the previous fiscal year. Such a report shall itemize all revenue/income received and all costs/expenditures made during the fiscal year.

8.7

The Treasurer shall provide interim financial records to the Board in such frequency and details as the Board shall direct.

8.8

The School should cover a reasonable market expense for filing annual tax return with both the Internal Revenue Service and the California Franchise Tax Board

ARTICLE IX AMENDMENTS

9.1

Any Amendments to the Bylaws shall be processed according to ARTICLE V, Section 5.4.