

## Long Beach ALIVE Bylaws

### Article 1 Organization Type and Purpose:

#### Section 1: Name:

The name of the organization is “Long Beach ALIVE” (ALIVE is an acronym for Alternatives to Living In a Violent Environment).

In January, 1979, members originated and founded the “South Bay Coalition For Alternatives To Domestic Violence” (recognized as a 501(c)(3) non-profit Tax Exempt organization in January, 1982). Its members carried forward from that organization and are now called “Long Beach ALIVE”. The members have been doing presentations to the Long Beach Unified School District students since 1979.

#### Section 2: Organization Type:

Long Beach ALIVE is a private foundation organized exclusively for, and operated exclusively for educational lectures to students and adults. The lectures consist exclusively of:

- Domestic violence in terms of wrongful acts according to the California State Penal Code on Child Abuse
- Program material approved the Long Beach Unified School District of California.

The lecture place is primarily in the school classrooms. Long Beach ALIVE does not have its own facilities for doing lectures.

The Long Beach ALIVE target group is 4<sup>th</sup> and 5<sup>th</sup> grade students in the Long Beach Unified School District in California. It may, upon approval by the board, do presentations to other groups who express an interest in preventing domestic violence.

All lectures, presentations, and discussions that ALIVE provides are free of charge.

Long Beach ALIVE will not, as a substantial part of its activities, attempt to influence legislation or participate to any extent in a political campaign for or against any candidate for public office. In particular, NO activities of Long Beach ALIVE will consist of participating or intervening in any political campaign on behalf of (or in opposition to) any candidate for public office.

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### Section 3: Compensation:

Long Beach ALIVE is governed by an all-volunteer non-paid Board of Directors. In addition, the Board consists of all-volunteer Committee Chairs and Advisors who provide leadership to ALIVE's volunteer Presenters and members at large.

All members of Long Beach ALIVE are volunteers – no compensation is given to any person associated with Long Beach ALIVE. No contractors or consultants are paid for services to Long Beach ALIVE.

### Section 3: When Founded.

In January, 1979, members originated and founded the “South Bay Coalition For Alternatives To Domestic Violence” (recognized as a 501(c)(3) non-profit Tax Exempt organization in January, 1982). Its members carried forward from that organization and are now called “Long Beach ALIVE.

## Article 2 Policies

### Section 1:

Long Beach ALIVE is a non-profit, all-volunteer organization founded to give children the tools and information they need to recognize and prevent domestic abuse.

### Section 2:

The organization teaches its anti-violence message to fourth and fifth grade students in the Long Beach Unified School District. Each year, Long Beach ALIVE Volunteer Presenters visit classrooms in the Long Beach Unified School District to empower students to recognize family violence, and encourage them to obtain help when necessary.

### Section 3:

The Long Beach ALIVE is an all-volunteer organization that prides itself in presenting Alternatives for our children to violence and abuse at home in the Long Beach Unified School District of California.

The ALIVE presenters teach two 1-hour sessions to 4th and 5th grade students with an approved curriculum by the Long Beach Unified School District (LBUSD). Besides an interactive lecture with the students, the presentation includes alternatives to abuse movies and a student participation scenario.

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The presentation includes practical matters of instances which are contrary to the California State law:

- Exercising discipline on a child such that it leaves marks, bruises or blood
- An adult touching a child or a child touching an adult in their private parts
- Using verbal language so that it threatens a child's self esteem
- A child left unattended for an extended period of time

In addition, the ALIVE program stresses that teachers, as mandated reporters for the State of California, are always available to report abusive situations.

### **Article 3 Organization Structure**

Section 1: No Member is paid.

Long Beach ALIVE is governed by their Board of Directors. Officers of the Board include the President, and Secretary-Treasurer, and Program Coordinator. In addition, the Board consists of Committee Chairs and Advisors who provide leadership to ALIVE's volunteer Presenters and members at large.

Section 2: Board Term Limits

Membership to the Board of Directors shall be for an unlimited term. Vacancies shall be filled as they occur. New members of the Board must be approved by a majority vote of the Directors.

Section 3:

ALIVE's volunteer Presenters are an integral component of the organization. After having received training, Presenters deliver ALIVE's anti-violence message to fourth and fifth grade students in the Long Beach Unified School District (LBUSD). Presenters are expected to observe appropriate behavior at all times. Inappropriate behavior will result in immediate dismissal from the ALIVE organization.

Section 4:

Presenters are expected to use the Long Beach Unified School District approved script as in the Long Beach ALIVE Handbook as a guide to classroom teaching.

### **Article 4 Duties of Elective Officers**

Section 1: President:

Shall preside at meetings of the Board and membership, may appoint special committees. The President shall be an ex officio member of all committees.

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### Section 2: Secretary-Treasurer

Shall be responsible for managing the finances of the organization and for reporting the organization's financial information to the Board at each meeting or as necessary. Shall record and publish the minutes of regular and special meetings of the Board and membership.

### Section 3: Program Coordinator

Shall be responsible for contacting schools and coordinating presenters for presentations.

## Article 5 Duties of Volunteers, Advisors & Committee Members

### Section 1

Long Beach ALIVE Volunteers may serve in a variety of capacities, including in-class presentations, presentation coordination, fundraising, community interface and volunteer recruiting.

### Section 2:

Long Beach ALIVE Volunteers must complete one formal training session and attend at least one in-class presentation as a co-presenter prior to leading a presentation. Volunteers must attend the annual Presenters Meeting.

### Section 3:

When on school property, Volunteers are expected to dress and conduct themselves appropriately and observe all school safety policies. Use of profanity or other offensive language and gestures is not allowed and may result in immediate removal from the organization.

### Section 4

Advisors may be nominated by an Officer of the Board and confirmed by a majority vote of the Board. Advisors may be called upon to provide expertise or input on specific matters and to assist with fundraising. Advisors may attend Board meetings at the request of the President.

## Article 6 Board Meetings

### Section 1:

Meetings of the Board will be held at least once a year, and more as needed. Special meetings may be called by the President.

### Section 2:

Three Board members shall constitute a quorum.

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Section 3:

Board members are required to attend the Board meetings. Failure to meet attendance requirements may result in removal from the Board.

Section 4:

A Board member may be removed by a majority vote of the Board. Explanation for removal is the Board's option.

### **Article 7 Standing Committees**

Section 1:

Standing Committees provide ongoing support for specific functions of the organization. They may be added or removed at the discretion of the Board by a majority vote. Standing Committee Chairs must be nominated by one or more Board Members and confirmed by a majority vote of the Board.

Section 2:

The Standing Committees include: Ways & Means, Recruiting & Training, Scheduling & Dispatch.

### **Article 8 Amendments**

Section 1:

The Bylaws and subsections may be amended by a two-thirds majority vote of the Board.

### **Article 9: Dissolution**

Section 1:

Upon dissolution of Long Beach ALIVE, all money and assets shall be given to a Long Beach 501(c)(3) charity organization to be determined by the Board. No assets are to be distributed to a member of Long Beach ALIVE or any other individual.

### **Article 10: IRS Formalities**

From IRS Publication 1023:

1. Page 5: ALIVE will post on its website [www.LongBeachALIVE.org](http://www.LongBeachALIVE.org) as applicable:
  - a. Articles of Organization
  - b. IRS Form 1023
  - c. All correspondence with the IRS concerning Form 1023, including Form 2848.
  - d. The IRS letter approving the exemption.

# LongBeachALIVE.org

## Alternatives To Living In A Violent Environment

(South Bay Coalition for Alternatives to Domestic Violence)

[www.LongBeachALIVE.org](http://www.LongBeachALIVE.org) EIN: 95-3471685

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From IRS Form 1023:

### Part I: Line 10: Filing Form 990

It is expected that Long Beach ALIVE will not receive contributions in excess of \$10,000 per year. Our history has shown that our budget and contributions are well below \$10,000 per year.

### Part V:

#### Line 4 a: Conflict of interest

No officer or member shall approve funds that would in any way benefit themselves.

#### Line 4 b. Paying compensation.

All payments for compensation will be approved by the board in advance of any payments.

#### Line 4 c: Terms of approved compensation arrangements.

No officer or member of Long Beach ALIVE shall receive compensation for their work or time. Usual "out of pocket" expenses shall be reimbursed only after approval by the Board.

#### Line 4 d: Recording a decision to compensate a member.

No officer or member of Long Beach ALIVE shall receive compensation for their work or time.

#### Line 4 e: Comparable compensation

No officer or member of Long Beach ALIVE shall receive compensation for their work or time. Usual "out of pocket" expenses shall be reimbursed only after unanimous approval by the Board.

#### Line 4 f: Recording compensation changes based on similar organizations.

Per Part V Line 4 c, no compensation is to be paid to Long Beach ALIVE members or board members.

#### Line 4 g: Describing compensation for members.

Per Part V Line 4 c, no compensation is to be paid to any Long Beach ALIVE members or board members.

#### Line 5 a: Conflict of Interest Statement.

Any financial compensation for expenses shall be approved by the Board. All disclosures of real or potential conflicts of interest shall be noted with the approval of the expense with a justification of the conflict.

# LongBeach**ALIVE**.org

## **Alternatives To Living In A Violent Environment**

(South Bay Coalition for Alternatives to Domestic Violence)

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[www.LongBeachALIVE.org](http://www.LongBeachALIVE.org) EIN: 95-3471685

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Line 7 a: Purchase goods or services from members.

No purchase of goods or services will be made to a member.

Line 7 b: Selling goods or services to members.

No selling of goods or services will be made to a member.

Part VI:

Line 1 b: Providing services to organizations.

Long Beach ALIVE provides free educational services to the Long Beach Unified School District of California students.

Part VII. History

Line 1: Predecessor:

Refer to Article 1.



### Article 11: Franchise Tax Board Formalities

## Conflict of Interest Policy

### Article I

#### Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. 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.

### Article II

#### Definitions

##### 1. Interested Person

Any director, principal officer, or member of a committee with governing board 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. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

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 appropriate governing board or committee decides that a conflict of interest exists.

### Article III

#### Procedures

##### 1. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

##### 2. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

##### 3. Procedures for Addressing the Conflict of Interest

- a. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b. The chairperson of the governing board 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 governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

#### -25- Instructions for Form 1023

##### 4. Violations of the Conflicts of Interest Policy

- a. If the governing board 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.



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b. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board 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 IV

##### Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

a. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

#### Article V

##### Compensation

a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.

c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

#### Article VI

##### Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

a. Has received a copy of the conflicts of interest policy,

b. Has read and understands the policy,

c. Has agreed to comply with the policy, and

d. Understands the Organization is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

#### Article VII

##### Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.

b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

#### Article VIII

##### Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.