

ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION

FEASIBILITY ASSESSMENT REPORT



PREPARED AND PRESENTED BY
BEYOND EDUCATION LLC

EXECUTIVE SUMMARY



BACKGROUND

Beginning in 2019, Orange Unified School District (OUSD) Leadership Team started researching new external funding opportunities as part of their Orange Unified EDGE 2019-2025 Strategic Plan, to allow for increased innovation in programming throughout the district. District research revealed that school districts with well-established districtwide foundations increase student enrollments and reduce the number of students leaving the district for alternative academic models. With OUSD enrollments declining by 12% over the last nine years, and a projected decline of another 3% by the 2022-2023 school year, OUSD's Leadership Team determined that reengaging community members, along with forming partnerships with business and civic partners through a districtwide foundation could provide an additional external funding source along with career opportunities that would keep students attending their neighborhood schools.

Currently, OUSD has many active foundations that raise funds directly for school site-specific needs. Canyon Education Foundation, El Modena Education Foundation, McPherson Magnet Education Foundation, Education Foundation of Anaheim Hills, and a variety of other parent groups including PTA, PTO, and Booster Clubs.

To investigate the potential benefits and opportunities of reimagining the district's educational foundation, OUSD staff and Board of Education requested the expertise of Beyond Education LLC, the consulting arm of Irvine Public Schools Foundation (IPSF). IPSF is the largest and most successful education foundation for public schools in California and OUSD's research determined that IPSF's model was the best match with their goals based on the similarities in student demographics and population, along with IPSF's success in building sustainable community and corporate partnerships. The most prominent original goals were to explore opportunities to address Orange Unified's projected future funding gaps and to enhance equitable learning opportunities for students districtwide.

SCOPE OF WORK

On February 12, 2021, Orange Unified's Board of Education approved an Independent Contractor Agreement with Beyond Education to facilitate a feasibility assessment composed of the following objectives:

1. Coordinate participation among the district team and designated stakeholders to determine the specific needs of the district.
2. Interview district staff and designated stakeholders and hold facilitated discussions to investigate, document, and inform plans for the establishment of a new foundation or fundraising program to benefit the students and schools of the district.
3. Gather details and advise district on the necessary governing documents and processes to establish a new foundation or fundraising program.
4. Gather internal and external data and input to guide the development of the organizational mission, vision, and values.
5. Research and document opportunities and capacity to adapt and/or launch new desired program models and provide recommendations on implementation strategies based on assessment and prioritized goals.
6. Research and document capacity for fundraising opportunities to advise on district's initial fundraising strategies.
7. Research and document viability of the district operating its own after school enrichment program.

Beyond Education LLC is pleased to present the enclosed Phase 1 Feasibility Assessment Report summarizing our findings and recommendations based on more than 80 hours of consulting services provided from March 1-June 30, 2021. We believe that there is an important need and great potential for a districtwide foundation to equitably benefit the high-quality educational experience of more than 28,000 students districtwide. The overall recommendation is that a relaunch of the Orange Unified Public Schools Foundation (OUPSF) is the best option moving forward as compared to forming a new districtwide educational foundation and that it is imperative to invest in the proper structure and staffing of the foundation along with a thorough strategic plan to build a sustainable revenue structure.

We applaud the OUSD Leadership Team, Board of Education, and community stakeholders for the hours of time and valuable input provided during this first phase feasibility period. The strong enthusiasm and passion of the group for ensuring educational excellence and to continue to improve student opportunities and outcomes is clearly evident among all involved.

When OUPSF and OUSD leadership may have interest and be ready to discuss the next phase of planning, Beyond Education would be honored to continue the conversation and provide assistance as needed. It has been our honor to support your efforts thus far in recognizing the initial steps and decisions to relaunch the Foundation and Beyond Education would be pleased to serve as an ongoing resource and partner for the next phase of OUPSF's implementation and execution.

NEXT STEPS

The following Phase 1 Feasibility Assessment Report will explore our findings and recommendations according to each of the abovementioned seven objectives outlined. To be most successful, we believe Phase 2 planning would consist of the following key focus areas:

- a. Implementation of a Board approved Master Agreement to formalize the partnership between OUSD and OUPSF and define the role of the foundation.
- b. Strategic planning to set initial fundraising and programmatic goals.
- c. Implementation of professional staffing and volunteer structures to support the Strategic Plan's fundraising and programmatic goals, while ensuring short- and long-term sustainability.
- d. Establishing detailed budgeting and fundraising plans to realize year-one goals and objectives.



MEET THE CONSULTING TEAM



NEDA EATON
PRESIDENT & CEO



KEEGAN BELL
EXECUTIVE VICE PRESIDENT



CHERYL BRAUN
CHIEF PROGRAM OFFICER

BEYOND EDUCATION LLC

Building upon Irvine Public Schools Foundation's (IPSF) twenty-five years of experience in supporting educational excellence and equity throughout Irvine K-12 schools districtwide, Beyond Education LLC was born. As a wholly-owned subsidiary of IPSF, Beyond Education LLC's purpose is to strategically guide and consult with other school districts in the formation or advancement of their own educational foundation.

IPSF's focus remains steadfast on sustaining and advancing programs and fundraising support of school-day and afterschool programs and student learning resources within Irvine. In complement, Beyond Education LLC serves as a train-the-trainer model, providing resources and expertise to support programmatic and fundraising goals of other school districts near and far.



GATHER STAKEHOLDERS & DETERMINE NEEDS

OBJECTIVE 1: COORDINATE PARTICIPATION AMONG THE ORANGE UNIFIED SCHOOL DISTRICT TEAM AND DESIGNATED STAKEHOLDERS TO DETERMINE THE SPECIFIC NEEDS OF THE DISTRICT.

SUMMARY

1. Beyond Education initiated meetings with Orange Unified School District (OUSD) staff in March 2021. As a first step, an OUSD project leadership team was established of: David Rivera, Assistant Superintendent, Chief Business Officer; Joe Erven, Executive Director, Innovation and Excellence; Hana Brake, Communications Coordinator.
2. Gathered OUSD staff's initial needs and priorities for relaunching districtwide foundation.
3. Discussed recruitment of a diverse group of stakeholders to provide input for the feasibility assessment of the reimagining of Orange Unified Public Schools Foundation (OUPSF).
4. Developed a series of three stakeholder virtual meetings and post-meeting surveys to discuss and gather input on the initial goals to address districtwide needs and opportunities which could be served by OUPSF programs and fundraising support.

OBJECTIVE DETAILS AND RESOURCES

OUSD AND BEYOND EDUCATION PROJECT MANAGEMENT MEETINGS

The first step of this Feasibility Assessment was to structure a regular meeting schedule with OUSD District Team to help guide this project from start to finish, maintaining clear and regular communication to ensure progress towards stated objectives. Beyond Education and OUSD teams met regularly, weekly and bi-monthly from March 3 to June 21, 2021, to determine how best to achieve the seven identified objectives of the Memorandum of Understanding (MOU) including how it would be most effective to gain wide and diverse input from group of district stakeholders. These meetings were collaborative forums to set the projected calendar of activities, meeting agendas and formalize recruitment and engagement process for identified group of stakeholders.

OUSD DISTRICT TEAM'S INITIAL NEEDS IDENTIFIED

- Directly addresses the funding gap to enhance opportunities for students districtwide.
- Create more equitable access to funding for each school site.
- Expand community awareness and engagement.
- Maximize and leverage the potential of community partnerships.
- Help with implementation of Magnets/Academies established through Facilities Long Range Master Plan (FLRMP)
- Support the EDGE focus areas:
 - Excellence in Academics and Leadership
 - Dedicated and Engaged Communication
 - Genuine Wellness and Safety
 - Efficient Utilization of Fiscal Capital

STAKEHOLDER GROUP RECRUITMENT

Within our initial project meeting, we encouraged OUSD Leadership Team to create a list of key stakeholders, ensuring to include a broad range of community members. A full list of stakeholders invited for their long-standing involvement in the community and connection to potential collaborative community organizations is enclosed comprised of parents, educators, business and civic leaders. See full listing in **Appendix A: Key Stakeholder List**.

RECOMMENDATIONS & NEXT STEPS

1. Use stakeholder group to continue conversation on identifying and recruiting initial members of OUPSF Board of Directors. See full listing in **Appendix B: Nominations List for OUPSF Board & Key Volunteers**.
2. For those stakeholders not able or interested to serve in board capacity, determine individual member's interest in serving in another volunteer capacity (Advisory Council, Ambassadors, etc.)
3. As planning process continues, maintain active communications with stakeholders to update on progress and opportunities for further volunteer support, while being open to inviting more members to stakeholders group to help broaden outreach and gather feedback from wide base of the community.

STAKEHOLDERS DISCUSSIONS & INTERVIEWS

OBJECTIVE 2: INTERVIEW DISTRICT STAFF AND DESIGNATED STAKEHOLDERS AND HOLD FACILITATED DISCUSSIONS TO INVESTIGATE, DOCUMENT, AND INFORM PLANS FOR THE ESTABLISHMENT OF A NEW FOUNDATION OR FUNDRAISING PROGRAM TO BENEFIT THE STUDENTS AND SCHOOLS OF THE DISTRICT.

SUMMARY

1. Set project timelines and meeting agendas.
2. In partnership with OUSD Leadership Team, Beyond Education Team facilitated three large group stakeholder meetings to brainstorm, gather, investigate, and document input and feedback for this Feasibility Assessment Report.
3. OUSD and Beyond Education created multiple surveys to allow for anonymous feedback and input pre and post stakeholder meetings.
4. Beyond Education facilitated eight individual stakeholder interviews to further gather more in-depth input and feedback shared during stakeholder meeting discussions.



OBJECTIVE DETAILS AND RESOURCES

SET PROJECT TIMELINES

02.05.20	Initial Meeting to Discuss Possibility of a Foundation
08.16.20	OUSD Leadership Presents to Beyond Education Board and Staff
12.03.20	MOU Discussion between Beyond Education and OUSD
02.12.21	MOU Approved by OUSD School Board of Education
03.03.21	Project Timeline Discussion
03.19.21	Current Foundation Nonprofit Legal Standing Discussion
04.01.21	Selection of Foundation Stakeholders
04.05.21	Invitations Sent to Foundation Stakeholders
04.16.21	Completion of Stakeholder Survey #1
04.29.21	Stakeholder Large Group Meeting #1: Foundation Overview Stakeholder Large Group Meeting #2: Understanding
05.18.21	Educational Foundation & Potential Enrichment Programs
06.01-09.21	Individual Interviews with Stakeholders
06.21.21	Stakeholder Large Group Meeting #3: Mission, Vision & Governance
08.19.21	Completion of Feasibility Assessment Report & Presentation

VIRTUAL STAKEHOLDER MEETINGS

Stakeholder meetings were an important part of the process. Three group meetings were conducted in April, May, and June 2021. These meetings included several components, including a presentation and Q&A sessions to gather diverse perspectives and input from stakeholders. All meetings were recorded so those unable to attend could listen to the recordings at their convenience and remain engaged in the process. Information gathered during these meetings are included throughout various objective sections in this Feasibility Assessment Report.

Full meeting presentations and recordings are available at: <https://www.orangeusd.org/oupsf>

KEY HIGHLIGHTS OF SURVEY RESULTS*:

Greatest needs for a districtwide foundation

1. Building relationships within the communities OUSD serves
2. Fundraising
3. Enrichment programs

Priority programs to be supported by foundation fundraising

1. Visual and Performing Arts (VAPA)
2. Teacher grant opportunities
3. Mental health counselors
4. STEM at elementary schools
5. Class size reduction
6. Additional early childhood support

Enrichment programs of greatest interest

1. Competition groups (robotics, etc)
2. Afterschool enrichment
3. Summer programs
4. School clubs

*A full compilation of survey results are included in **Appendix S: Full Stakeholder Survey Results & Comments**

INDIVIDUAL STAKEHOLDER INTERVIEWS

Beyond Education staff conducted 1:1 interviews with the following selection of stakeholders June 1-9, 2021.

- a. Amy Case – Former President, Canyon High School Foundation
- b. Sandra Davidson – OCCPTA President 2020
- c. Jeff Jones – Principal, Nohl Canyon Elementary School
- d. Nicol Jones – Citizen’s Oversight Committee
- e. Christina Kendler – Orange Community Foundation
- f. Janet Kwon – Former President, Education Foundation of Anaheim Hills
- g. Jane Layton – Teacher, McPherson Magnet
- h. Michelle Weisenberg – CARE/DAC Member

SUMMARY OF ADDITIONAL STAKEHOLDER FEEDBACK

Throughout this feasibility process, the Beyond Education team was impressed by the openness and candor among OUSD District staff and community stakeholders. Input and feedback from this group is included in all sections of this report. Overall, there was a unanimous feeling of support expressed for the relaunch of OUPSF.

A summary of additional stakeholder comments include:

- *Strong interest to keep district and foundation collaborative but separate. Understand that the foundation has their own priorities, mission, vision.*
- *Foundation must support all students and not a select few. It is perceived that Title I schools receive a lot of new technology and non Title I schools receive their castoffs a few years later. If this foundation is to move forward, it will need to show that it is equally supporting all schools in the district. The foundation should be the organization that levels out funding across the district.*
- *School site parent groups help subsidize students that can’t pay for afterschool classes*
- *Biggest challenge will be to find sponsors and fundraising opportunities.*
- *Certain areas are very conservative and believe our community should not fund anything, but that the government should. Because of this, some parents are not willing to financially support education in our community.*
- *District needs to show good stewardship of the extra funds they receive and be transparent so the community starts to trust them. This includes sharing where funds are spent, such as solar panels at school sites. Although a foundation is a separate entity, the community will look at the foundation as part of OUSD and having trust will be key for a new fundraising organization.*
- *Should not put the fundraising cart before the horse. So many are “fishing from the same pond” and we need to be able to tell the “why” story before having a fundraiser*
- *Foundation board needs to consist of the right people: those who are trustworthy in the community and those who understand projects, timelines, deadlines, and the bigger goals of a foundation in order to create a more professional organization. Members should be representative of the large district boundaries*
- *Recommend selecting initial foundation board members who have specific skillsets to assist in the relaunch of the Orange Unified Public Schools Foundation.*

ADDITIONAL STAKEHOLDER FEEDBACK (CONT.)

- Parents in low-income schools are hesitant to get involved. They don't think they have anything to contribute because of language or personal income barriers.
- Enrichment programs should start at the high school level. All students will eventually get there, so this is the way to make sure all grade level parents have buy-in.
- Need to set realistic expectations that are manageable.
- Need to strengthen high schools. When families look at where to purchase a home, they look at the high schools and not necessarily elementary schools. You want to show why OUSD is worth it for parents to raise their family here. This could also help improve lower income neighborhoods, bringing more people with means that can support the community.
- Would love some type of grant program for teachers and staff to access.
- Need to set inspiring and positive message to community such as, "the change starts here" or "look how great our future is."
- Vision should be to support something that touches all students, such as mental health.
- Foundation should be a bridge builder between other like-minded community organizations.

A subset of stakeholders created a thorough brainstorming document detailing various next steps and ideas for relaunching OUPSF. See **Appendix R: OUPSF Launch Stakeholder Brainstorm (06.19.2021)**

RECOMMENDATIONS & NEXT STEPS

1. Convene interested stakeholders to continue the conversation started during meetings and further foundation board member nomination discussions.
2. Consider other volunteer or engagement opportunities to keep stakeholders involved outside of foundation board service. Maintain as frequent communication as possible to keep group engaged in progress.





ESTABLISHING A FOUNDATION

OBJECTIVE 3: GATHER DETAILS AND ADVISE DISTRICT ON THE NECESSARY GOVERNING DOCUMENTS AND PROCESSES TO ESTABLISH A NEW FOUNDATION OR FUNDRAISING PROGRAM.

SUMMARY

1. List of governing documents needed and status of each document.
2. List of documents requiring annual filing.
3. Establishing a Master Agreement/Memorandum of Understanding between foundation and district.
4. Governing Leadership: Board of Directors, Standing Committees & Responsibilities.
5. Advisory Council and other key volunteer roles.

OBJECTIVE DETAILS AND RESOURCES

REQUIRED GOVERNING DOCUMENTS

501(c)(3) Designation Letter

Section 501(c)(3) is the portion of the US Internal Revenue Code that allows for federal tax exemption of nonprofit organizations, specifically those that are considered public charities, private foundations, or private operating foundations.

To qualify for tax exemption under Section 501(c)(3), an organization must generally be charitable and not-for-profit. The organization cannot organize or operate for the benefit of any private interests.

There are also restrictions when it comes to how much political and legislative activity it can engage in and how much lobbying it can do. It also may not contribute to any political campaign or candidate. As a rule, 501(c)(3) should refrain from all political campaign activity. This includes contributing to a campaign, endorsing a particular candidate, and even making a public statement for or against a candidate.

According to OUSD Legal Counsel, the existing foundation 501(c)(3) is current and in good standing. OUPSF is registered with the State of California Registry of Charitable Trust, and is in good standing:

Organization name – Orange Unified Public Schools Foundation
Charitable Trust registration # 106606
IRS/EIN # 33-0729327
SOS/FTB Corporate/Organization # 2007242
Mailing address on file: 234 S. Willow Springs Road, Orange, CA 92869

Treasurer submitting required documents: Cynthia Oliver, jcoliver5@gmail.com, 714.393.2306
Purpose of foundation: Raise money equitably for all schools within the district.
Past areas of support: class size reduction, elementary music, mini grants.

A copy of the 501(c)(3) letter could not be located. We recommend contacting IRS Customer Service for Nonprofits to obtain a duplicate copy of letter.

Articles of Incorporation

To form a California corporation, an organization must file Articles of Incorporation with the Secretary of State and pay the appropriate filing fee. Articles of Incorporation formally and legally create your corporation in the state.

We recommend OUPSF Board of Directors re-examine the current Articles of Incorporation to ensure it remains relevant and current. (Is the organizational focus changing enough to require a change? Since this document is filed with the State of California, ensure it is up-to-date and accurate.)

Per OUSD Legal Counsel, Articles of Incorporation exist and are up to date. A copy of the original foundation's Articles was located on the California Attorney General Registry of Charitable Trust's website. An amended copy, including the foundation name change, was provided by OUSD Legal Counsel. See **Appendix C: Articles of Incorporation**.

Bylaws

The bylaws of a nonprofit are the legally binding rules by which the organization is governed, setting forth the structure of the organization and guiding the Board of Directors in the conduct of its business. In essence, bylaws are the operating manual for a nonprofit organization.

Nonprofit corporations are required to write and keep a record of their bylaws; however, they do not need to be "approved" by the Secretary of State. Foundations are required to submit a copy annually to the IRS when filing Form 990 or 990-N.

Current bylaws exist for OUPSF; however, no copy has been located. OUSD Legal Counsel created a draft of a potential new set of bylaws. In addition, a copy of the original bylaws was located on the California Attorney General Registry of Charitable Trust's website.

A copy of both sets of bylaws are included in this report. See copies in **Appendix D: OUPSF Bylaws – Draft (06.09.21)** and **Appendix E: Orange Education Foundation Bylaws – Original**.

Conflict of Interest Policy and Agreement

The IRS requires 501(c)(3) organizations to have a policy that dictates how its leadership will manage conflict-of-interest. The purpose is to protect the foundation when it is considering entering into a transaction or arrangement that might benefit the private interest of a board member more than the foundation. See sample document in **Appendix F: Conflict of Interest Policy – Example**.

Bank Account

Organization must have a current bank account, with signature approval listed in the bylaws. According to current OUPSF Board member, a bank account does exist and there is a very small fund balance. Cindy Oliver has been filing required financial documents, so it is assumed she is an approved check signer. However, prior meeting minutes should list any others who have check signing privileges. If these cannot be located, board members will need to contact the bank to obtain a copy of the current signers and determine what is required to update them. A copy of the 2020 Treasurer's report is included in this report. See details in **Appendix H: OUSD Treasurers Report (2020)**.

REQUIRED ANNUAL FILINGS WITH STATE OF CALIFORNIA

IRS Form 990 or 990-N

Equivalent to a corporate tax return for nonprofits, IRS Form 990 or 990-N must be filed annually by all 501(c)(3) organizations. Failure to file may result in having your foundation's 501(c)(3) status revoked. A sample Form 990 can be found here: <https://www.irs.gov/pub/irs-pdf/f990.pdf> and a sample Form 990-N can be found here: <https://www.irs.gov/charities-non-profits/annual-electronic-filing-requirement-for-small-exempt-organizations-form-990-n-e-postcard>. According to the IRS website, 990-N forms were filed from 2007-2010 by Denise Bittel, 2011-2016 by Larry Cohn, and 2017 – Present by Cynthia Oliver. In 2017, the foundation name was changed from Orange Education Foundation to Orange Unified Public Schools Foundation. Verification of filing is included in this report. See details in **Appendix I: Form 990-N (2019)**.

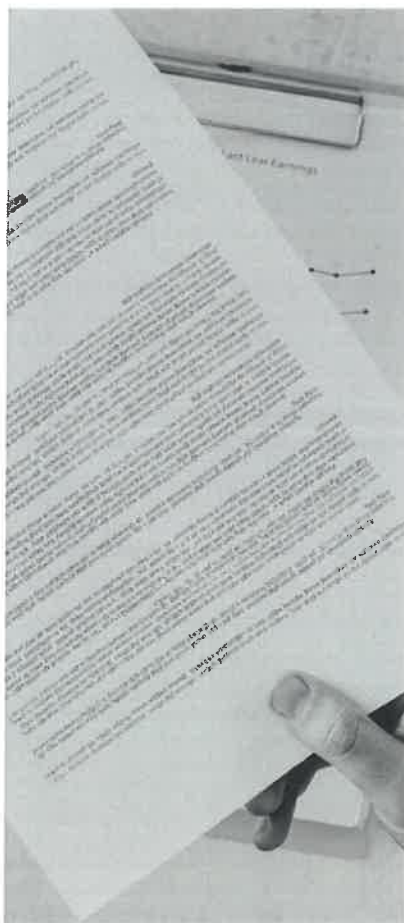
Form RRF-1

Per the State of California website, every charitable corporation doing business or holding property in California is required to annually renew its registration with the Attorney General's Registry of Charitable Trusts. Foundations must submit this report annually by filing Form RRF-1, along with IRS Form 990. A sample form can be found here: https://oag.ca.gov/sites/all/files/agweb/pdfs/charities/charitable/rrf1_form.pdf. See details in **Appendix J: OUPSF RRF-1 Online Filing (2020)**.

Per the State of California Registry of Charitable Trusts website, OUPSF last filed these forms in January 2020 by Cynthia Oliver.

Form 199

To keep its tax-exempt status, nonprofits must file Form 199 annually with the Franchise Tax Board. A sample form can be found here: <https://www.ftb.ca.gov/forms/2020/2020-199.pdf>. OUPSF Entity ID # is: 2007242. According to this website, OUPSF is active and in good standing. Entity Status Letter included in this report. See details in **Appendix K: OUPSF Entity Status Letter (07.20.21)**.



ESTABLISHING MASTER AGREEMENT OR MEMORANDUM OF UNDERSTANDING (MOU)

Once the foundation is re-established, conversations between OUSD and foundation leadership can determine how the partnership will best work moving forward. A master agreement is intended to create a formalized relationship between the two organizations, creating a collaborative partnership, while keeping the organizations separate. The foundation should exist to advance the goals of OUSD, but it is important for both ethical and legal considerations, to make a clear distinction between the two organizations.

Though OUPSF is independent from OUSD, it is essential the two organizations work closely to establish funding priorities, determine the feasibility and sustainability of programs, educate the community about the schools, and regularly communicate the impact and results of joint programs. Once a Master Agreement is drafted, it shall be reviewed and formally approved by OUSD Board of Education and OUPSF Board of Directors.

VOLUNTEER LEADERSHIP



**BOARD OF
DIRECTORS**



**BOARD
COMMITTEES**



**GENERAL
VOLUNTEERS**

BOARD OF DIRECTORS

Typically, a nonprofit has three officers serving in the role of President, Secretary, and Treasurer. Officer roles and their terms should be specifically defined in the organization's bylaws. OUPSF 1997 Bylaws established a board of 9-16 members plus two Board of Education members as non-voting board members. Since California no longer allows non-voting board members, it is recommended the foundation board invite Board of Education members as guests to foundation meetings, but not include them as part of the foundation Board of Directors.

Although the IRS generally requires a minimum of three board members for every nonprofit, it does not dictate board term length. What is important to remember is that board service terms are not intended to be perpetual and are typically one to five years. Service terms must be outlined in the bylaws.

Board members should demonstrate leadership ability, community involvement and a sphere of influence in the community. They should have a commitment to serve and have knowledge of the foundation mission.

Recommended Board of Directors Responsibilities

Written Board of Directors expectations should include member scope of responsibilities and expectations, including: meeting attendance, committee participation, term limits, and financial expectations of each board member. Sample expectations include:

- Nurturing new and existing board members, as well as volunteer leaders.
- Reviewing the strategic plan, business plan of work and operating budget, and evaluating overall organizational performance.
- Ensuring financial accountability, including operating on a balanced budget, and ensuring that sufficient funds are raised to cover expenses.
- Participating or chairing one standing committee.
- Being a community ambassador for the foundation.

BOARD COMMITTEES

As a foundation's Board of Directors grows and evolves, the board members will determine what standing committees are needed as oversight to specific activities. Standing committees recommendations include:

- **Executive Committee:** Depending on the initial size of Board of Directors, an Executive Committee including Board Officers and Committee Chairs can be useful in interim meetings between full Board of Directors meetings to provide more timely feedback and recommendations for board approval.
- **Finance:** Oversees all aspects of foundation accounting and finances. This includes policy preparation and oversight as well as budget review. Recommend members of this committee have expertise in finance and accounting issues.
- **Board Development:** Responsible for overseeing the nominations process to the Board of Directors and preparing the slate of officers for board approval.
- **Fundraising:** Responsible for planning and execution of all fundraising strategies. Recommend members have expertise in fundraising, marketing, business and community influence.
- **Community Relations:** Responsible for oversight of all activities related to community engagement and marketing. Recommend members have experience in public relations and community mobilization.
- **Programs:** Responsible for programmatic oversight, including policy preparation, programs review, and fee setting.

ADVISORY COUNCIL

Members are key stakeholders, both community and corporate, whose influence and expertise can add value to the foundation. These leaders serve as a resource to the Board of Directors and staff and may be prospective or former board members. Member's purpose is to maximize strategic input from external resources, serving in an advocacy and advisory function, without having a governing function. Advisory Councils usually meet less frequently than governing boards, yet are kept in regular communications to promote foundation initiatives, as appropriate, among their networks.

AMBASSADORS AND GENERAL VOLUNTEERS

School Site Ambassadors

Ambassadors are a link between their organizations/schools and the foundation. Members are normally selected as a volunteer from their schools' parent group.

Ambassadors help share the mission of the foundation within their circle of influence. This includes keeping their members informed of foundation initiatives and programs and representing the ideas and interests of their groups to the foundation.

Volunteers

Community and corporate volunteers complete the circle of support and are often a great first engagement opportunity for the organization. Corporate partners often have employee engagement goals and encourage individual and group volunteer activities. As part of prospective corporate partner conversations, employee volunteerism can be explored as a first step to cultivate relationships that may often lead to prospective grants/donations.

RECOMMENDATIONS & NEXT STEPS

1. Recruit Board of Directors
 - Gather interest from stakeholders recommended or self-nominated (see list on Appendix B: Nominations List for OUPSF Board & Key Volunteers) to establish initial Board of Directors that is reflective of community and those foundation will serve.
 - The initial Board of Directors meeting is the essential first step in relaunching active nonprofit organization. At this meeting, the initial Board of Directors slate is voted on and approved, and officers are installed. The minutes of this meeting should include a resolution that shows affirmation by the Board of Directors to re-establish the organization.
2. Bylaws
 - Locate current set of bylaws. Recommend checking with Cynthia Oliver or Denise Bittel. (Christina Kendler does not have a copy.)
 - If nothing current is found, use the original bylaws, and amend. The draft bylaws created by OUSD Legal Counsel, establish OUPSF as completely under OUSD control (see Article VII, Section 3). To maintain the necessary division of the two organizations, we recommend rewriting this section or using wording from the original bylaws (**Appendix D: OUPSF Bylaws – Draft (06.09.21)**).
 - Seek independent legal counsel with nonprofit expertise to advise on establishment of bylaws and other governing documents. Amendment to bylaws can be reviewed and approved at first board meeting.
3. Financial Documents
 - The treasurer on record, Cynthia Oliver has been submitting required annual documents to the State of California and IRS.
 - Recommend contacting her to determine current status of available funding and if she is willing to continue submissions until a replacement can be installed or if she may have interest to serve as foundation treasurer.
4. Create Master Agreement/MOU between OUPSF & OUSD that is approved by OUSD Board of Education and OUPSF Board of Directors.
5. Develop Strategic Plan and staff leadership role (i.e. Executive Director) to work with Board to advise on and implement plans.
6. Develop seed funding strategy to realize year-one strategic goals.

MISSION, VISION, AND VALUES STATEMENTS

OBJECTIVE 4: GATHER INTERNAL AND EXTERNAL DATA AND INPUT TO GUIDE THE DEVELOPMENT OF THE ORGANIZATIONAL MISSION, VISION, AND VALUES.

SUMMARY

Mission, vision and values statements should be sincerely held beliefs that guide the organization. Clear and compelling statements define the organization by communicating why the organization exists, where the organization is going, and what it stands for. Once created, the organization's board and staff leadership should review these statements regularly to ensure they remain relevant to the organization's evolving goals.



OBJECTIVE DETAILS AND RESOURCES

DEFINING MISSION, VISION, & VALUES

Mission Statement

A mission statement should be an explanation of the organization's reason for existence and to communicate direction to its board members, volunteers, staff, and stakeholders. It should also make people want to know more about the organization, resulting in them wanting to become engaged in supporting the organization's work. Mission statements consist of three essential components:

1. Who is the target audience and who will the organization serve?
2. What does the organization contribute to its community?
3. What makes the organization unique, and encourages community to support it over other organizations?

When writing a mission statement, keep it short and concise and easy to communicate. This will allow stakeholders to remember it and be able to direct all organizational decisions back to the organization's mission. Remember that the mission statement is an investment in the foundation's future. Keep it broad enough to reflect long-term goals however, do not be afraid to adapt the mission as the foundation grows and evolves.

IPSF: The mission of the Irvine Public Schools Foundation is to enrich the educational experience of each child in every school. We achieve this by providing programs, raising funds, and uniting the community in support of educational excellence.

OUSD: In partnership with our community, we will provide a safe, equitable, and innovative culture of learning for each scholar to have a competitive EDGE as a leader.

Vision Statement

An organization's vision statement describes the desired future position of the organization. It is a guide for creating plans, setting goals, and helping keep the organization focused. A vision statement should be inspiring and appealing, creating a clear picture of how it is envisioned the organization reach its goals. It should be feasible, helping stakeholders stay focused on goals and objectives, while at the same time being flexible to allows for new initiative and creativity.

OUSD: Inspiring our learners of today to be purposeful leaders of tomorrow. Integrity, Equity, Respect, and Excellence.

Fullerton Education Foundation: Educate, innovate, captivate! Through community involvement and support, it is our vision to create limitless opportunities that inspire our students on their personal path to success, and that every educator will have the confidence of support, knowing their imagination is the only limit to providing their students innovative experiences.

Value Statement

A value statement reflects the core beliefs or guiding principles of the organization. What are the steadfast ideals the organization refuses to compromise on as it conducts its mission in pursuit of its vision?

The Nature Conservancy: Integrity beyond reproach; respect for people, communities, and cultures; commitment to diversity; and tangible, lasting results.

Saint Joseph's Hospital: Compassion, Dignity, Justice, Excellence, and Integrity

MISSION, VISION, AND VALUE STATEMENT INPUT FROM STAKEHOLDER MEETINGS

At the June 21, 2021, OUPSF Stakeholder Meeting, a brainstorm exercise was facilitated to gather initial themes, key words and phrases that may be considered in the creation of these meaningful organizational statements.



RECOMMENDATIONS & NEXT STEPS

Mission, Vision & Values Statements: Once the initial foundation board is installed, use one of the first meetings to draft mission, vision and values statements. Once initially drafted, the board may find it beneficial to gain feedback from stakeholders to ensure drafted statements are clear and well-represent OUPSF.

SCHOOL DAY PROGRAM FUNDING OPPORTUNITIES

OBJECTIVE 5: RESEARCH AND DOCUMENT OPPORTUNITIES AND CAPACITY TO ADAPT AND/OR LAUNCH NEW DESIRED PROGRAM MODELS AND PROVIDE RECOMMENDATIONS ON IMPLEMENTATION STRATEGIES BASES ON ASSESSMENT AND PRIORITIZED GOALS.



SUMMARY

OUSD Leadership Team and stakeholders identified the following school day programs best positioned for external funding opportunities to grow programmatic impact and reach more students.

1. Innovative Programming
2. Primary Visual & Performing Arts (VAPA)
3. Elementary Mental Health Counselors
4. STEM Education

OBJECTIVE DETAILS AND RESOURCES

INNOVATIVE PROGRAMMING

OUSD continues to build out innovative opportunities through the available funding sources:

- Three Immersion Programs with K-12 Pathways tied to Career Technical Education
 - Spanish/Biotechnology
 - Spanish/Computer Science
 - Mandarin/Business
- Biomedical Lab with biotechnology curriculum TK-6th starting 2021
- International Baccalaureate

PRIMARY VISUAL AND PERFORMING ARTS (VAPA)

Currently, OUSD's Visual and Performing Arts program spans grades 4-12.

- In grades 4-5, a team of four VAPA teachers rotate among school sites for approximately 2 hours of instruction per week, per grade level. Students select their choice of visual or performing arts class.
- Visual and Performing Arts instruction for students in grade 6-12 are offered as part of the electives program at each secondary school site.
- Additional funding could help provide more VAPA instructors to be able to provide more frequent and in-depth program offerings.



ELEMENTARY MENTAL HEALTH COUNSELORS

OUSD currently has eight full-time Mental Health Counselors (serving elementary schools and Richland sites 1-2 days per week). Initially, elementary counseling was funded through a grant; however, it is now supported through COVID budgets and short-term grants.

- Counselors utilize the Social Emotion Lessons through Nearpod.
- Counselors also utilize Zones of Regulation to help students with behavior management.
- Small group and individual sessions are offered to best suit student needs.
- Additional counselor support is also provided by Outreach Concern for the 2020-2021 school year.

STEM EDUCATION

Science, Technology, Engineering & Math elementary education is currently supported at various levels throughout the district (secondary STEM is supported through CTE grant funds). Currently, elementary sites use their own site budgets to support STEM educational opportunities.

- STEM Program with Project Lead the Way and C-STEM robotics embedded in K-8th grade instruction
 - Maker Labs, supported by Trash for Teachers at 20 elementary schools
- By 2021-2022, OUSD will have two schools with STEM Resource Specialists. Explore funding for additional STEM specialists.

RECOMMENDATIONS & NEXT STEPS

1. Upon crafting of Master Agreement, it is encouraged that OUPSF and OUSD Leadership Teams determine 3-5 key program areas for initial funding outreach. External grant funding frees up programs funding for district to support other critical and new student support services.

2. Based on IPSF's corporate partnerships, popular areas of focus for corporate partners include those that closely align with their industry focus areas: (i.e. STEM, CTE/College and Career Readiness, Health & Wellness).

3. Funding priorities should be revisited on an annual basis to ensure they remain relevant to OUSD and prospective corporate partner goals. As new programs are launched, sharing these details provide opportunities for the foundation board and staff to add to the menu of giving opportunities.





FUNDRAISING CAPACITY & STRATEGIES

**OBJECTIVE 6: RESEARCH AND
DOCUMENT CAPACITY FOR
FUNDRAISING OPPORTUNITIES TO
ADVISE ON DISTRICT'S INITIAL
FUNDRAISING STRATEGIES.**

SUMMARY

Based upon OUSD's impact, reach and market, considerable additional potential exists to augment fundraising efforts from individual school sites with the unique opportunity to help support equitable, high-quality learning opportunities and social-emotional support to benefit the nearly 28,000 students district-wide.

- There is a clear disparity in fundraising capacity and levels of support among individual OUSD school sites (PTAs, boosters, school foundations).
- A distinct opportunity exists to have OUPSF augment, and not compete with, existing school site fundraising efforts.
- There are a number of potential fundraising strategies to attract sustainable contributed funds from individual, corporate, and foundations sources that aligns with OUSD's strategic goals.

OBJECTIVE DETAILS AND RESOURCES

CURRENT FUNDRAISING DISPARITY AMONG SCHOOL SITES

District staff, principals and community stakeholders all cited an understanding and appreciation for the unbalanced fundraising capacity among traditional vs. Title 1 schools, creating “have” and “have-not” sites.

OUSD student demographics representing more than 51% of total student population among disadvantaged groups would align as compelling request among corporate and foundation funders geared towards reaching underserved youth.

OPPORTUNITIES TO EXPAND DISTRICTWIDE PROGRAMS WITH CONTRIBUTED SUPPORT

External funders are more likely to expand and leverage existing programs to reach greater number of students vs. fund new programs. What are the top priorities for current programs that may be either supported by one-time funding, or could be significantly expanded by additional funding sources?

Program areas identified by stakeholders include, Visual and Performing Arts, STEM Programs, Mental Health Support, and CTE Pathway Programs.

PROSPECTIVE DONOR SOURCES

OUSD Parents

District staff shared a prospective opportunity of a local car dealership offering an in-kind donation of a car for a potential car raffle. Due to the limitations of raffle ticket sales, fundraising returns are often lower than the value of what is being raffled. Instead, we recommend considering fundraising appeals to districtwide parents.

Existing OUSD School Sites' Corporate & Community Partners

Fundraising is all about relationships – people give to people representing great causes! Exploring the potential to leverage existing partnerships with individual school sites and district staff for a possible districtwide partnership would be a natural first step. See **Appendix N: OUSD School Site Existing Corporate & Community Partners**.

OUSD Corporate Vendors

A list of the district's largest vendors with annual contracts of \$25,000+. In partnership with district staff, another next level of prospective support for districtwide programs. See **Appendix M: OUSD Major Vendors List Totals \$25000+ (2020-21)**.

Orange Chamber of Commerce Chairman's Circle Members 2020-2021

Listing of local philanthropic companies with largest philanthropic investments in Orange Chamber. See **Appendix O: Orange Chamber of Commerce Chairman's Circle (2020-21)**.

Local Businesses & Landowners

Focusing on companies that support like-minded organization (i.e., education) or with giving history to individual school sites will be warmer corporate prospects. While Orange County is ripe with large landowners/developers, their philanthropic giving is most often directly tied to select major gifts to organizations with broad market appeal and long-standing reputation that aligns with new development plans. See **Appendix L: Local Businesses & Landowner Prospect List**.

RECOMMENDATIONS & NEXT STEPS

1. Create Strategic Fundraising Plan and Hire Professional Staff

One-time gifts may be secured through the foundation board and key volunteers, however managing long-term and sustainable partnerships requires consistency in relationship building between partners. Major gifts are often the result of years of cultivation. Board and key volunteers offer the important introduction to business and community leaders, and their personal involvement and financial support as a leading example for other business/community leaders to invest their time and money. Raising significant private contributed support requires an initial investment by the organization in professional staff to cultivate sustainable and diverse sources of funding.

2. Explore Major and/or Naming Gift Opportunities

- New Science Centers on each high school campus
- Fred Kelly Stadium

3. Consider Marketing Sponsorship Opportunities

- Fred Kelly Stadium: Marketing sponsorship opportunities for digital scoreboard and marquee, and fence line banners.
- Standardize School Site Marketing Sponsorships: Explore the potential of sponsorship opportunities that may include promotional banners on the fence lines of multiple school sites.

4. Identify Programs & Scholarships Underwriting Opportunities

Focus on crafting proposal/sponsorship deck for top three to five school-day programs that have clear metrics for increased student reach and educational impact to share with prospective funders, as grant or sponsorship opportunities.

5. Mail/Email-Based Appeal

To create broad appeal, and as a means of introduction for OUPSF, consider an appeal (email and/or mail) to the entire district list to raise support for area of impact that would equitably benefit students at all schools in the district (e.g., class size reduction, teacher/classroom grants for new curriculum, increased music and/or visual performing arts, etc.)

6. Explore Community Fundraising Event Beneficiary Opportunities

While fundraising events are fun opportunities to garner community support, they can be expensive to produce. As a starting point, explore opportunities with civic, business, and community partners who may have existing events which can benefit OUPSF. Co-branding opportunities with trusted partners can also create visibility and awareness for OUPSF.

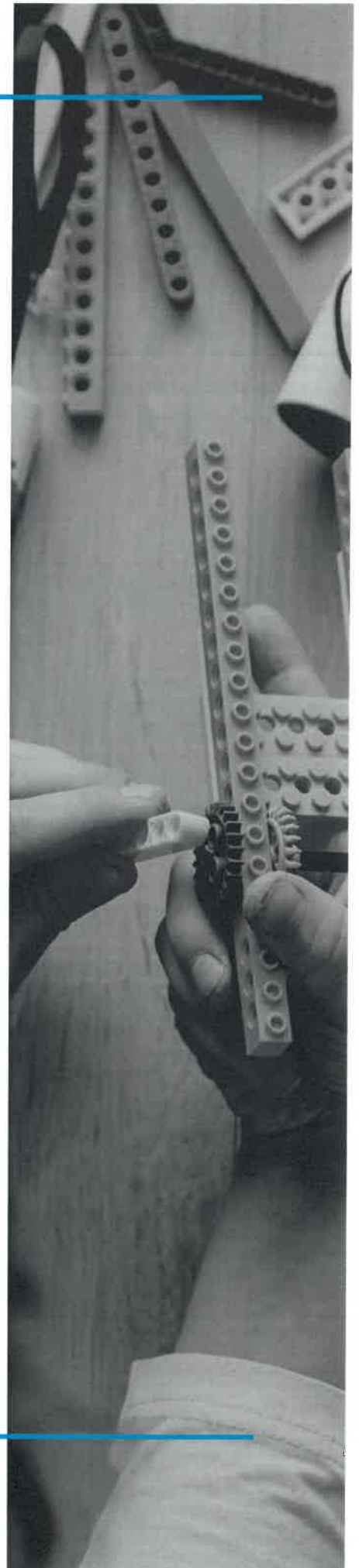
AFTERSCHOOL ENRICHMENT PROGRAMS

OBJECTIVE 7: RESEARCH AND DOCUMENT VIABILITY OF THE DISTRICT OPERATING ITS OWN AFTERSCHOOL ENRICHMENT PROGRAM.

SUMMARY

OUSD Leadership Team identified enrichment opportunities currently offered at all elementary and middle school sites. As the first step to determine the viability of creating a fee-based program at all schools, we researched what is currently available to OUSD families, including:

- Benefits of a foundation-based program model
- Current fee-based programs
- After School Education & Safety (ASES)
- Center for Afterschool, Recreation, Enrichment & Safety (CARES)
- Summer programs
- Other opportunities



OBJECTIVE DETAILS AND RESOURCES

BENEFITS OF FOUNDATION-BASED PROGRAM MODEL

- Sustainability: one central location to manage all programs instead of parent group or site administrator; guarantees availability and consistency of programming across multiple sites.
- Quality: vetting of program and curriculum, assurance of proper insurance, background checks for all instructors.
- Scholarship opportunities: city/private grants could help support participation from low-income families.
- Consistent pricing: one contract per vendor, one price for parents. Larger-scale pricing can be negotiated to cover foundation personnel/operating costs, as well as opportunity for scholarship funding.
- Parent/student confidentiality: personal information is not shared directly to educational vendors to be used for other purposes.
- Accommodations: different requirements for the foundation than the school site.
- Peace of mind: parents and school administrators have confidence of a quality fee-based program. Requires less oversight from individual school sites.

CURRENT AFTERSCHOOL PROGRAMS

OUSD Schools with Afterschool Fee-based Enrichment Programs

Currently, programs are managed by individual school site parent groups (PTA/PTO). School parent representatives engage with select vendors who submit a Facilities Use Form with OUSD to request classroom space and pay appropriate fees. Vendors advertise by providing a flyer to the school or parent group. These flyers are then distributed to families either in print form or digitally. Vendors also self-manage all registrations and classroom activities. Class offerings vary by school and include classes such as chess, science basketball, golf, robotics, clay, literacy on stage, dance, coding, soccer, cooking, and Spanish. Liability insurance is required, and a Certificate of Insurance must be provided prior to use of facility. According to an OUSD principal, insurance costs for vendors have increased significantly. This resulted in many smaller vendors not being able to afford the expense, and they are no longer able to provide classes. For a detailed list schools site offerings, see **Appendix P: Current Afterschool Programs (2020-21).**

OUSD Schools with No Afterschool Fee-based Enrichment Programs

The schools in this category are mostly Title 1 schools. Through Title 1 or ASES funding, most provide free or reduced afterschool childcare and programming. In addition, individual site teachers will sometimes start a “club” on a specific subject, like singing, and invite students to attend one day a week after school. For a list of schools, See **Appendix Q: Current OUSD Afterschool Programs by School Site (2020-21).**

OUSD helps manage ASES program internally with partnership from the following organizations:

- Think Together: Provides free afterschool academic and enrichment activities to students at California, Fairhaven, Lampson, and Portola MS.
- Boys & Girls Club of Central Orange Coast: Provides free afterschool care including enrichment activities in STEAM, fitness, and homework help at Sycamore, Taft, and West Orange.
- YMCA of Orange County: Afterschool care including theater and leadership enrichment classes to students at Esplanade, Jordan, and Prospect.
- Camp Fire Orange County: Afterschool care including science and life skills enrichment activities to students at Cambridge, Handy, and Yorba MS.

OBJECTIVE DETAILS AND RESOURCES

OUSD Schools with CARES Afterschool Childcare Program

CARES program is a fee-based afterschool childcare program operated by OUSD. Current program includes childcare, out-of-school care and enrichment activities including STEAM focused learning. Some school sites also support robotics teams. Schools that do not have CARES, utilize the ASES programs listed above. Reference **Appendix P: Current OUSD Afterschool Programs by School Site (2020-21)**.

Other Afterschool Opportunities

- Youth Center of Orange: In partnership with City of Orange, free afterschool care. City of Orange park locations: Grijalva Park, El Camino Real Park, and Killefer Park.
- Friends Church of Orange: In partnership with Youth Center of Orange, provides afterschool care and a low fee-based summer program.
- Online classes in collaboration with the organization "Paper": During 2021 and 2022 school years, OUSD provided access to free online tutoring and classes. Paper delivers 24/7 tutoring and classes and was funded through COVID funds.

CURRENT SUMMER PROGRAMS

During the summer of 2021, OUSD offered several programs for students. Grades K-8 were by invitation only and based on student assessment. Students in grades 9-12, were offered remediation and advancement options, both for credit type classes.

In addition, "College for Kids" program was offered at no cost to families operated by Santiago Canyon College. To support students after a year of distance learning, OUSD determined that providing this option was a good use of COVID funds. Having 2,800 students register showed there is a high interest in enrichment type free classes. However, in a normal year, this program is not funded through OUSD and has much lower enrollment numbers.

Key Survey Results from Stakeholders

"Many schools already have robust program offerings and the people and resources to manage those offerings. A districtwide foundation could bridge the gap in accessibility to programs, for our student populations with the highest need, by seeking funding from outside sources (community partners, business leaders) INSTEAD of charging our families. By providing that resource to those students without burdening the families, we are building community relations, providing equity, and elevating the student experience. Once we achieve success with those programs, we could offer expanded services to our other schools."

"I think we've already established that the OUSD community is extremely large and very diverse. The mini communities within its boundaries need different things. At the Title I schools where my children attend, fee-based enrichment programs would not be highly utilized. At the lower levels, we could use smaller class sizes, music, art, PE, and afterschool sports so kids could be ready to compete at a higher level in high school."



RECOMMENDATIONS & NEXT STEPS

AFTERSCHOOL

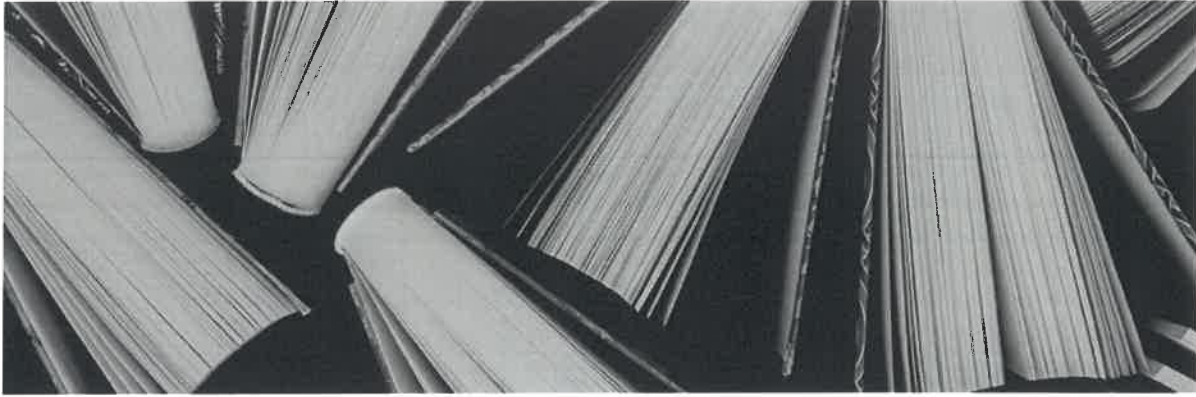
With so many options open to families, there is currently not enough evidence to recommend a shift from school site afterschool enrichment programs to programs operated by a districtwide foundation. In the future, if the OUPSF board determines that fee-based enrichment programs are a viable option, we recommend partnering with the parent group to help coordinate but centralize all program coordination through a professional staff member of the foundation. Before beginning the process, we recommend having conversations with school sites' parent groups to diminish conflicts that could be perceived as competition.

Since OUSD is already partnering on enrichment activities with Camp Fire Orange County, Boys & Girls Clubs of Central Orange Coast, YMCA of Orange, and Think Together at schools with ASES, we recommend allowing these partners to continue serving the communities. As long as there are ASES funds, having a viable fee-based afterschool program at these school sites may not be feasible. At a later date, we recommend re-addressing the need to determine if foundation fee-based classes would be needed.

SUMMER

With 2,800 students requesting summer classes, it is clear families are looking for enrichment opportunities for their students. However, since these classes were free, a fee-based program might not be feasible or would need to start small in order to be successful.

SUPPORTING DOCUMENTS



DOCUMENT NAME	PAGE
Appendix A: Key Stakeholders List	A-1
Appendix B: Nominations List for OUPSF Board & Key Volunteers	A-3
Appendix C: Articles of Incorporation	A-4
Appendix D: OUPSF Bylaws – Draft (06.09.21)	A-17
Appendix E: Orange Education Foundation Bylaws – Original	A-33
Appendix F: Conflict of Interest Policy - Example	A-43
Appendix G: Conflict of Interest Statement – Example	A-48
Appendix H: OUSD Treasurer’s Report (2020)	A-52
Appendix I: Form 990-N (2019)	A-53
Appendix J: OUPSF RRF-1 Online Filing 106606	A-54
Appendix K: OUPSF Entity Status Letter (07.20.21)	A-55
Appendix L: Local Businesses & Landowner Prospect List	A-56
Appendix M: OUSD Major Vendors List Totals \$25000+ (2020-21)	A-60
Appendix N: OUSD School Site Existing Corporate & Community Partners	A-67
Appendix O: Orange Chamber of Commerce Chairman's Circle (2020-21)	A-70
Appendix P: Current Afterschool Programs (2020-21)	A-71
Appendix Q: Current OUSD Afterschool Programs by School Site (2020-21)	A-72
Appendix R: OUPSF Launch Stakeholder Brainstorm (06.19.2021)	A-74
Appendix S: Full Stakeholder Survey Results & Comments	A-83

APPENDIX A: KEY STAKEHOLDERS LIST

First Name	Last Name	Affiliation	Position Title	Email Address
Steve	Almond	Realtor/Rotary	Community Leader	stevealmondrealtor@gmail.com
Denise	Bittel	Existing Foundation Member	Community Leader	dlbittel@aol.com
Hana	Brake	OUSD	Communications Coordinator	hbrake@orangeusd.org
Amy	Case	Former President	Canyon High School Foundation, Parent	amycase@outlook.com
Larry	Cohen	Existing Foundation Member	Community Leader	Larry.cohn@bpaco.net
Cathleen	Corella	OUSD	Assistant Superintendent, Educational Services	ccorella@orangeusd.org
Jennifer	Coto	Santiago Canyon College	Dean of Enrollment and Support Services	Coto_jennifer@sccollege.edu
Sandra	Davidson	President	OCCPTA President 2020	Sandra_davidson@msn.com
Kris	Erickson	OUSD	Board Clerk, OUSD Board of Education	kristin.erickson@orangeusd.org
Joe	Erven	OUSD	OUSD Executive Director	jerven@orangeusd.org
Ernie	Gonzalez	OUSD	Executive Director, Human Resources	ernest.gonzalez@orangeusd.org
Greg	Goodlander	OUSD	OUEA President	Greg.goodlander@protonmail.com
Gunn Marie	Hansen, Ph.D.	OUSD	Superintendent of Schools	ghansen@orangeusd.org
Lisa	Hedseph	Activities Director	Villa Park	lhedseph@orangeusd.org
Jeff	Jones	OUSD	Principal, Nohl Canyon ES	jjones@orangeusd.org
Nicole	Jones	Community Member	Citizen's Oversight Committee	njones@callstack.net
Christina Kendler	Kendler	President	Orange Community Foundation, Parent	christinakendler@me.com
Janet	Kwon	Former President, and current Board Member Emeritus	Education Foundation of Anaheim Hills, Parent	janet@edfundah.org
Jane	Layton	OUSD	Teacher, McPherson Magnet, Parent	jlayton@orangeusd.org
Mike	Learakos	Executive Director	Waste Not OC	mlearakos@wastenotoc.org
Carrie	Lundell	Community Member	OHS PTA	carriemlundell@gmail.com
Dennis	McCuiston	High School Principal	Orange High	dmccuiston@orangeusd.org
Rick	Otto	City of Orange	City Manager	rotto@cityoforange.org
Dave	Rivera	OUSD	Assistant Superintendent, Business Services / CBO	drivera@orangeusd.org

Darlene	Swanson	OUSD - Transportation	CSEA Member President	dswanson@orangeusd.org
Michelle	Weisenberg	CARE/DAC Member	Member, Parent	michelleweisenberg@gmail.com
Ron	Wenkart		Attorney	Ronald.Wenkart@aalrr.com
Andrea	Yamasaki	OUSD	Vice President, OUSD Board of Education	ayamasaki@orangeusd.org
Chad	Zimmerman	City of Villa Park	Member of City Council	czimmerman@villapark.org

APPENDIX B: NOMINATIONS LIST FOR OUPSF BOARD & KEY VOLUNTEERS

Name	Recommended by	Affiliation	Email	Role
David Imboden	Carrie Lundell	McPherson Foundation Board Vice President	david.imboden@gmail.com	BOT
Genie Roney	Carrie Lundell	Orange Unified Teacher-Cambridge	groney@orangeusd.org	
Connie Smith	Kris Erickson	Former OUSD Principal		
Kim Le	Jane Layton	Orange Community Foundation (music)	KimThienLe@me.com	BOT
Tiger Cosmos	Google Survey		tigercosmos@gmail.com	
Janet Kwon		Former President Education Foundation of Anaheim Hills Elementary	janet@edfundah.org	Advisory/BOT
Linda Horist			lhorist@orangeusd.org	Committee member
Brent Hunter			brent@huntershouse.net	BOT
Amy Case		Former President - Canyon High School Foundation	amycase@outlook.com	
Nicol Jones		Community Member - Citizen's Oversight Committee	njones@callstack.net	
Christina Kendler		President - Orange Community Foundation	christinakendler@me.com	
Michelle Weisenberg		Parent		
Jane Layton		Teacher - McPherson		Advisory until retires



Secretary of State Certificate of Status

I, ALEX PADILLA, Secretary of State of the State of California, hereby certify:

Entity Name: ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION
File Number: C2007242
Registration Date: 04/08/1997
Entity Type: DOMESTIC NONPROFIT CORPORATION
Jurisdiction: CALIFORNIA
Status: ACTIVE (GOOD STANDING)

As of October 12, 2020 (Certification Date), the entity is authorized to exercise all of its powers, rights and privileges in California.

This certificate relates to the status of the entity on the Secretary of State's records as of the Certification Date and does not reflect documents that are pending review or other events that may affect status.

No information is available from this office regarding the financial condition, status of licenses, if any, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of October 13, 2020.

A handwritten signature in black ink, reading "Alex Padilla".

ALEX PADILLA
Secretary of State

Certificate Verification Number: RPNQMBZ

To verify the issuance of this Certificate, use the Certificate Verification Number above with the Secretary of State Certification Verification Search available at bebizfile.sos.ca.gov/certification/index.

Alex Padilla
California Secretary of State

Business Search - Entity Detail

The California Business Search is updated daily and reflects work processed through Monday, October 12, 2020. Please refer to document [Processing Times](#) for the received dates of filings currently being processed. The data provided is not a complete or certified record of an entity. Not all images are available online.

C2007242 ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION

Registration Date:	04/08/1997
Jurisdiction:	CALIFORNIA
Entity Type:	DOMESTIC NONPROFIT
Status:	ACTIVE
Agent for Service of Process:	CYNTHIA OLIVIER 234 S WILLOW SPRINGS RD ORANGE CA 92869
Entity Address:	*
Entity Mailing Address:	234 S WILLOW SPRINGS RD ORANGE CA 92869

 [Certificate of Status](#)

A Statement of Information is due EVERY ODD-NUMBERED year beginning five months before and through the end of April.

Document Type	⇕ File Date	⇕ PDF
SI-COMPLETE	01/14/2020	
AMENDMENT	12/04/2017	
SI-COMPLETE	06/16/2017	
REGISTRATION	04/08/1997	

* Indicates the information is not contained in the California Secretary of State's database.

- If the status of the corporation is "Surrender," the agent for service of process is automatically revoked. Please refer to California Corporations Code [section 2114](#) for information relating to service upon corporations that have surrendered.
- For information on checking or reserving a name, refer to [Name Availability](#).
- If the image is not available online, for information on ordering a copy refer to [Information Requests](#).

- For information on ordering certificates, status reports, certified copies of documents and copies of documents not currently available in the Business Search or to request a more extensive search for records, refer to [Information Requests](#).
- For help with searching an entity name, refer to [Search Tips](#).
- For descriptions of the various fields and status types, refer to [Frequently Asked Questions](#).

[Modify Search](#)[New Search](#)[Back to Search Results](#)

Alex Padilla
California Secretary of State



Submission and Payment Confirmation

Thank you for using bizfile California (<http://www.sos.ca.gov/business-programs/bizfile/>)! Your Certificate of Status order and payment was submitted successfully and is pending processing by the California Secretary of State.

Please print this screen as a record of submission and credit card payment.

Submission Summary:

Submission Type: Certificate of Status
Submission ID: BE-CERT-000000058392
Submission Date: 10/13/2020
Total Paid: \$5.00

What's next?

Please check the submitter's email for further details of your order submission.



**State of California
Secretary of State**

N

Statement of Information

(Domestic Nonprofit, Credit Union and General Cooperative Corporations)

**Filing Fee: \$20.00. If this is an amendment, see instructions.
IMPORTANT – READ INSTRUCTIONS BEFORE COMPLETING THIS FORM**

GC21558

FILED

In the office of the Secretary of State
of the State of California

JAN-14 2020

1. CORPORATE NAME

ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION

2. CALIFORNIA CORPORATE NUMBER

C2007242

This Space for Filing Use Only

Complete Principal Office Address (Do not abbreviate the name of the city. Item 3 cannot be a P.O. Box.)

3. STREET ADDRESS OF PRINCIPAL OFFICE IN CALIFORNIA, IF ANY CITY STATE ZIP CODE

4. MAILING ADDRESS OF THE CORPORATION CITY STATE ZIP CODE

CYNTHIA OLIVIER 234 S WILLOW SPRINGS RD, ORANGE, CA 92869

Names and Complete Addresses of the Following Officers (The corporation must list these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

5. CHIEF EXECUTIVE OFFICER/ ADDRESS CITY STATE ZIP CODE

JOE GREENWALD 6134 E SHENANDOAH AVE, ORANGE, CA 92867

6. SECRETARY ADDRESS CITY STATE ZIP CODE

CHRISTINA KENDLER 11201 MEADS, ORANGE, CA 92869

7. CHIEF FINANCIAL OFFICER/ ADDRESS CITY STATE ZIP CODE

CYNTHIA OLIVIER 234 S WILLOW SPRINGS RD, ORANGE, CA 92869

Agent for Service of Process If the agent is an individual, the agent must reside in California and Item 9 must be completed with a California street address, a P.O. Box address is not acceptable. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to California Corporations Code section 1505 and Item 9 must be left blank.

8. NAME OF AGENT FOR SERVICE OF PROCESS

CYNTHIA OLIVIER

9. STREET ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL CITY STATE ZIP CODE

234 S WILLOW SPRINGS RD, ORANGE, CA 92869

Common Interest Developments

10. ☐ Check here if the corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act, (California Civil Code section 4000, et seq.) or under the Commercial and Industrial Common Interest Development Act, (California Civil Code section 6500, et seq.). The corporation must file a Statement by Common Interest Development Association (Form SI-CID) as required by California Civil Code sections 5405(a) and 6760(a). Please see instructions on the reverse side of this form.

11. THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT.

01/14/2020

CYNTHIA OLIVIER

CHIEF FINANCIAL OFFICER

DATE

TYPE/PRINT NAME OF PERSON COMPLETING FORM

TITLE

SIGNATURE

SI-100 (REV 01/2016)

APPROVED BY SECRETARY OF STATE

NCTO

A0806344



**Secretary of State
Certificate of Amendment of
Articles of Incorporation
Name Change Only - Nonprofit**

**AMDT-
NP-NA**

FILED
SECRETARY OF STATE
STATE OF CALIFORNIA

DEC -4 2017
WES

IMPORTANT — Read Instructions before completing this form.

Filing Fee — \$30.00

Copy Fees — First Page \$1.00 & .50 for each attachment page;
Certification Fee — \$5.00

lu
This Space For Office Use Only

1. Corporation Name (Enter the exact name of the corporation as it is currently recorded with the California Secretary of State)

Orange Education Foundation

2. 7-Digit Secretary of State File Number

2007242

3. New Corporation Name

Item 3a: Enter the number, letter, or other designation assigned to the provision in the Articles of Incorporation being amended (e.g., "I," "First," or "A"). See Instructions if the provision in the Articles of Incorporation being amended does not include a number, letter, or other designation. Any attachment is made part of this document.

Item 3b: Enter the new corporate name.

3a. Article I of the Articles of Incorporation is amended to read as shown in Item 3b below:

3b. The name of the corporation is Orange Unified Public Schools Foundation

4. Approval Statements

4a. The Board of Directors has approved the amendment of the Articles of Incorporation.

4b. Member approval was (check one):

☒ By the required vote of the members in accordance with California Corporations Code section 5812, 7812, or 12502.

☐ Not required because the corporation has no members.

5. Read, sign and date below (See instructions for signature requirements. Note: Both lines must be signed.)

We declare under penalty of perjury under the laws of the State of California that the matters set forth herein are true and correct of our own knowledge and we are authorized by California law to sign.

11/14/17
Date

Joe Greenwald
Signature

Joseph Greenwald
Type or Print Name of President

11/14/17
Date

Christina Kendler
Signature

Christina Kendler
Type or Print Name of Secretary



State of California Secretary of State

N

Statement of Information

(Domestic Nonprofit, Credit Union and General Cooperative Corporations)

Filing Fee: \$20.00. If this is an amendment, see instructions.
IMPORTANT – READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

FN31763**FILED**

In the office of the Secretary of State
of the State of California

JUN-16 2017

This Space for Filing Use Only

1. CORPORATE NAME

ORANGE EDUCATION FOUNDATION

2. CALIFORNIA CORPORATE NUMBER

C2007242

Complete Principal Office Address (Do not abbreviate the name of the city. Item 3 cannot be a P.O. Box.)

3. STREET ADDRESS OF PRINCIPAL OFFICE IN CALIFORNIA, IF ANY

CITY

STATE

ZIP CODE

1401 N. HANDY ST., ORANGE, CA 92867

4. MAILING ADDRESS OF THE CORPORATION

CITY

STATE

ZIP CODE

LARRY COHN 1401 N. HANDY ST., ORANGE, CA 92867

Names and Complete Addresses of the Following Officers (The corporation must list these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

5. CHIEF EXECUTIVE OFFICER/

ADDRESS

CITY

STATE

ZIP CODE

LARRY D. COHN 1401 N. HANDY ST., ORANGE, CA 92867

6. SECRETARY

ADDRESS

CITY

STATE

ZIP CODE

CHRISTINA BAYLES 1401 N. HANDY ST., ORANGE, CA 92867

7. CHIEF FINANCIAL OFFICER/

ADDRESS

CITY

STATE

ZIP CODE

DENISE BITTEL 1401 N. HANDY ST., ORANGE, CA 92867

Agent for Service of Process If the agent is an individual, the agent must reside in California and Item 9 must be completed with a California street address, a P.O. Box address is not acceptable. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to California Corporations Code section 1505 and Item 9 must be left blank.

8. NAME OF AGENT FOR SERVICE OF PROCESS

LARRY D. COHN

9. STREET ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL

CITY

STATE

ZIP CODE

1401 N. HANDY ST., ORANGE, CA 92867

Common Interest Developments

10. ☐ Check here if the corporation is an association formed to manage a common interest development under the Davis-Stirling Common Interest Development Act, (California Civil Code section 4000, et seq.) or under the Commercial and Industrial Common Interest Development Act, (California Civil Code section 6500, et seq.). The corporation must file a Statement by Common Interest Development Association (Form SI-CID) as required by California Civil Code sections 5405(a) and 6760(a). Please see instructions on the reverse side of this form.

11. THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT.

06/16/2017

NANCY ANN JUST

DIRECTOR

DATE

TYPE/PRINT NAME OF PERSON COMPLETING FORM

TITLE

SIGNATURE

SI-100 (REV 01/2016)

APPROVED BY SECRETARY OF STATE

2007242

FILED

in the office of the Secretary of State
of the State of California

APR 8 1997

Bill Jones
BILL JONES, Secretary of State

ARTICLES OF INCORPORATION
OF
ORANGE EDUCATION FOUNDATION

I. Name

The name of this Corporation is:

ORANGE EDUCATION FOUNDATION

II. Organization

This Corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. This corporation shall never operate for the primary purpose of carrying on a trade or business for profit.

III. Purposes and Powers

The Orange Education Foundation is a nonprofit public benefit Corporation whose specific and primary purpose is to raise funds for the benefit of the students of the Orange Unified School District. Programs and services that are to be funded by activities of the Foundation will be jointly determined by the Board of Education and the Board of Directors of the Orange Education Foundation in keeping with the Board's philosophy, goals and objectives.

This Corporation is not organized, nor shall it be operated, for pecuniary gain or profit, and does not contemplate the distribution of gains, profits or dividends to its members or to any private shareholder or individual. The property, assets, profits, and net income of this Corporation are irrevocably dedicated to the public and charitable purposes set forth in Article III, and no part of the profits or net income of this Corporation shall ever inure to the benefit of any private shareholder or individual except that this provision shall not be construed so as to prevent the payment to Directors, Officers, or employees of reasonable compensation for services actually rendered to this Corporation.

This Corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

No substantial part of the activities of this Corporation shall consist of lobbying, or the carrying on of propaganda, or otherwise attempting to influence legislation, except as provided in section 501(h) of the Internal Revenue Code of 1986, nor shall this Corporation participate or intervene in any political campaign (including publishing or distribution of statements) on behalf of

any candidate for public office, except as provided in section 501(h) of the Internal Revenue Code of 1986. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, carry on any other activities or exercise any powers that are not in furtherance of the purposes of this Corporation, and the Corporation shall not carry on any other activities not permitted to be carried on: (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

IV. Agent

The name of the initial agent of this Corporation for service of process is:

Robert L. French, Ed.D.
Superintendent, Orange Unified School District
1401 N. Handy Street
Orange, CA 92867

V. Initial Directors

The names and addresses of the Corporation's initial Directors are:

Ms. Beverly Compton
221 N. Maplewood
Orange, CA 92866

Mrs. Nancy Ann Just
3006 N. Gayle St.
Orange, CA 92865

Ms. Janis Farrell
977 S. Hedin Circle
Anaheim, CA 92807

Mr. James Lundquist
850 E. Chapman, Suite A
Orange, CA 92866

Mr. Gabriel Garcia, Manager
Community Services Dept.
City of Orange
300 E. Chapman Avenue
Orange, CA 92866

Mr. Jack V. McElroy
1796 N. Lincoln St.
Orange, CA 92865

Mr. Thomas Gilmer
19522 Old Ranch Road
Yorba Linda, CA 92686

Mr. Frank Parsons
1135 Acacia
Orange, CA 92868

Mr. Michael Hairston
Hairston & Dailey
Physical Therapists
2501 E. Chapman Ave., #207
Orange, CA 92869

Mr. James Rosenquist
720 E. Park Lane
Santa Ana, CA 92701

Mr. William Utter
301 N. Bluerock
Anaheim, CA 92807

Articles of Incorporation
Orange Education Foundation

3

Capt. Eugene "Gene" Hernandez
Orange Police Department
1107 N. Batavia
Orange, CA 92867

Mr. Steven Zimmer
554 S. Chipwood
Orange, CA 92869

Mr. Bruce Johnson
Financial Counselor
10 Plaza Square
Orange, CA 92866

VI. Distribution of Assets

All corporate property is irrevocably dedicated to the purposes set forth in Article III above. No part of the net earnings of this Corporation shall inure to the benefit of any of its Directors, Trustees, Officers, private shareholders, or members, or to individuals.

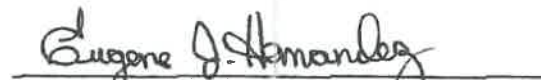
On the winding up and dissolution of this Corporation, after paying or adequately providing for the debts, obligations, and liabilities of the Corporation, the remaining assets of this Corporation shall be distributed to the Orange Unified School District, Orange, California, or to any successor organization or, if none exists, to any fund, exclusively for public, charitable, or educational purposes and which has established its tax-exempt status under section 501 (c)(3) of the Internal Revenue Code of 1986.

In witness whereof, for the purpose of forming this nonprofit Corporation under the laws of the State of California, the undersigned initial Directors of Orange Education Foundation have executed these Articles of Incorporation this 5th day of March, 1997.

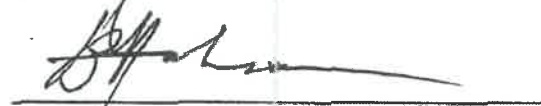

Beverly Compton

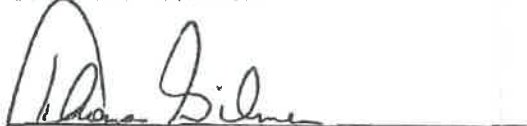

Michael Hairston

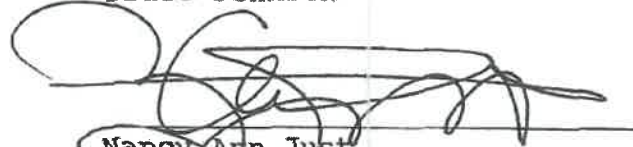

Janis Farrell


Eugene "Gene" Hernandez


Gabriel Garcia

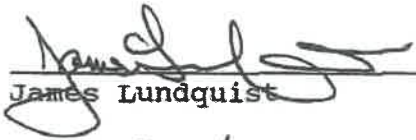

Bruce Johnson

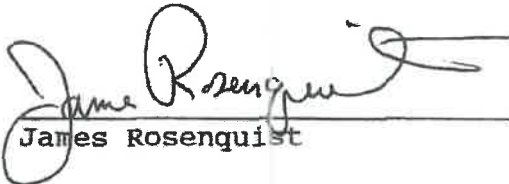

Thomas Gilmer


Nancy Ann Just

Articles of Incorporation
Orange Education Foundation

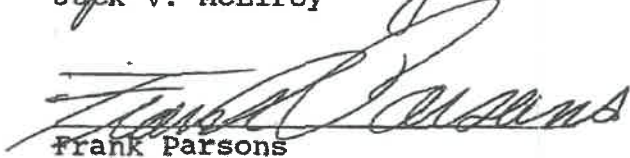
4


James Lundquist


James Rosenquist


Jack V. McElroy


William Utter


Frank Parsons

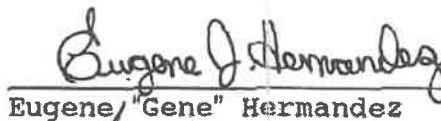

Steven Zimmer

DECLARATION

The undersigned initial directors of Orange Education Foundation ("Foundation") declare under penalty of perjury under the laws of the State of California that we are the persons who executed the foregoing Articles of Incorporation which execution is our act and deed.

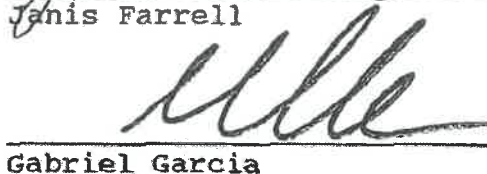
Executed this 5th day of March, 1997.

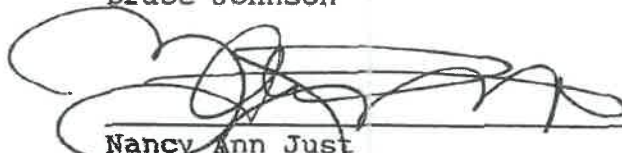

Beverly Compton

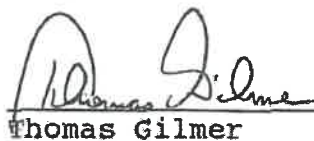

Eugene "Gene" Hernandez


Janis Farrell


Bruce Johnson


Gabriel Garcia


Nancy Ann Just


Thomas Gilmer


James Lundquist



Michael Hairston

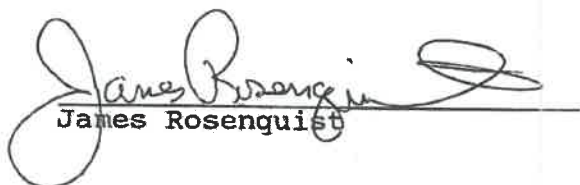

Jack V. McElroy

Articles of Incorporation
Orange Education Foundation

5


Frank Parsons


William Utter


James Rosenquist


Steven Zimmer

**BYLAWS
OF
THE ORANGE PUBLIC SCHOOLS FOUNDATION**

(A California Nonprofit Public Benefit Corporation)

**ARTICLE I
NAME**

Section 1. NAME. The name of this corporation is the Orange Public Schools Foundation.

**ARTICLE II
PRINCIPAL OFFICE OF THE CORPORATION**

Section 1. PRINCIPAL OFFICE OF THE CORPORATION. The principal office for the transaction of the activities and affairs of this corporation is located at 1401 N. Handy Street, Orange, CA 92867. The Board of Directors may change the location of the principal office. Any such change of location must be noted by the Secretary on these bylaws opposite this Section; alternatively, this Section may be amended to state the new location.

Section 2. OTHER OFFICES OF THE CORPORATION. The Board of Directors may at any time establish branch or subordinate offices at any place or places where this corporation is qualified to conduct its activities.

**ARTICLE III
GENERAL AND SPECIFIC PURPOSES; LIMITATIONS**

Section 1. GENERAL AND SPECIFIC PURPOSES. The purpose of this corporation is to operate exclusively for the benefit of, to perform the functions of, or to carry out the purposes of the Orange Unified School District, a public school district in the County of Orange. Also in the context of these purposes, the Corporation shall not, except to an insubstantial degree, engage in any other activities or exercise of power that do not further the purposes of the Corporation.

Specifically, the public and charitable purposes of the Corporation are to direct attention and effort toward providing funding to support the educational purposes of the Orange Unified School District. The primary recipient of donations shall be the Orange Unified School District.

If the Orange Unified School District shall cease to operate or shall substantially abandon the charitable and educational purposes that this corporation is organized to support, the directors shall designate a publicly supported educational or charitable organization as described in Internal Revenue Code sections 170(b)(1)(A), 501(c)(3), and 509(a)(1) or 509(a)(2), in substitution for the

Orange Unified School District, for purposes of Article II of the Articles of Incorporation and Section 1 of this Article.

The Corporation shall not carry on any other activities not permitted to be carried on by: (a) a corporation 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 a corporation, 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. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IV CONSTRUCTION AND DEFINITIONS

Section 1. CONSTRUCTION AND DEFINITIONS. Unless the context states otherwise, the general provisions, rules of construction, and definitions in the California Nonprofit Corporation Law shall govern the construction of these bylaws. Without limiting the generality of the preceding sentence, the masculine gender includes the feminine and neuter, the singular includes the plural, and the plural includes the singular, and the term "person" includes both a legal entity and a natural person.

ARTICLE V DEDICATION OF ASSETS

Section 1. DEDICATION OF ASSETS. This corporation's assets are irrevocably dedicated to public benefit purposes. No part of the net earnings, properties, or assets of the corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or to any director or officer of the corporation. On liquidation or dissolution, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation 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).

ARTICLE VI CORPORATIONS WITHOUT MEMBERS

Section 1. CORPORATIONS WITHOUT MEMBERS. This corporation shall have no voting members within the meaning of the Nonprofit Corporation Law. The corporation's Board of Directors may, in its discretion, admit individuals to one or more classes of nonvoting members; the class or classes shall have such rights and obligations as the Board of Directors finds appropriate.

ARTICLE VII BOARD OF DIRECTORS

Section 1. GENERAL POWERS. Subject to the provisions and limitations of the California Nonprofit Public Benefit Corporation Law and any other applicable laws, and subject to any limitations of the articles of incorporation or bylaws, the corporation's activities and affairs shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors (also known as the "Board of Directors" or the "Board"). The Board may delegate the management of the corporation's activities to any person(s), management company or committees, however composed, provided that the activities and affairs of the corporation shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Section 2. SPECIFIC POWERS. Without prejudice to the general powers set forth in Section 1 of these bylaws, but subject to the same limitations, the Board of Directors shall have the power to:

1. Appoint and remove, at the pleasure of the Board of Directors, all corporate officers, agents, and employees; prescribe powers and duties for them as are consistent with the law, the articles of incorporation, and these bylaws; fix their compensation; and require them security for faithful service.
2. Change the principal office or the principal business office in California from one location to another; cause the corporation to be qualified to conduct its activities in any other state, territory, dependency, or country; conduct its activities in or outside California; and designate a place in or outside California for holding any meeting of members.
3. Borrow money and incur indebtedness on the corporation's behalf and cause to be executed and delivered for the corporation's purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations, and other evidences of debt and securities.
4. Adopt and use a corporate seal; prescribe the forms of membership certificates; and alter the forms of the seal and certificates.

Section 3. DIRECTORS AND TERMS. The number of directors shall be no less than 3 and no more than 5. For purposes of ensuring that the Corporation aligns its goals and objectives with educational mission and goals of the Orange Unified School District, a majority of the directors shall be appointed by the governing board of the Orange Unified School District. All Directors are designated at the Corporation's annual meeting of the Board of Directors.

Section 4. RESTRICTION ON INTERESTED PERSONS AS DIRECTORS. No more than 49 percent of the persons serving on the Board of Directors may be "interested persons." An interested person is (a) any person compensated by the corporation for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a director as director; and (b) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person. The Board may adopt other

policies circumscribing potential conflicts of interest, however, any violation of this Section shall not affect the validity or enforceability of transactions entered into by the Corporation.

Section 5. DIRECTORS TERM. Each director shall hold office for one (1) year and until a successor director has been designated and qualified.

Section 6. NOMINATIONS BY COMMITTEE. The Chairman of the Board of Directors or, if none, the President may appoint a committee to nominate qualified candidates for election to the Board of Directors at least thirty (30) days before the date of any election of directors. The nominating committee shall make its report at least seven (7) days before that date of the election or at such other time as the Board of Directors may set and the Secretary shall forward to each Board member, with the notice of meeting required by these bylaws, a list of all candidates nominated by committee.

Section 7. USE OF CORPORATE FUNDS TO SUPPORT NOMINEE. If more people have been nominated for director than can be elected, no corporation funds may be expended to support a nominee without the Board's authorization.

Section 8. EVENTS CAUSING VACANCIES ON BOARD. A vacancy or vacancies on the Board of Directors shall occur in the event of (a) the death or resignation of any director; (b) the declaration by resolution of the Board of Directors of a vacancy in the office of a director who has been convicted of a felony, declared of unsound mind by a court order, or found by final order or judgment of any court to have breached a duty under California Nonprofit Public Benefit Corporation Law, Chapter 2, Article 3; (c) the increase of the authorized number of directors; or (d) the failure of the members, at any meeting of members at which any director or directors are to be elected, to elect the number of directors required to be elected at such meeting.

Section 9. RESIGNATION OF DIRECTORS. Except as provided below, any director may resign by giving written notice to the Chairman of the Board, if any, or to the President or the Secretary of the Board. The resignation shall be effective when the notice is given unless the notice specifies a later time for the resignation to become effective. If a director's resignation is effective at a later time, the Board of Directors may elect a successor to take office as of the date when the resignation becomes effective.

Section 10. REMOVAL OF DIRECTORS. Directors may only be removed by the Foundation's Board of Directors. The Foundation's Board of Directors may remove a director with or without cause, by an affirmative vote of the majority of the Foundation's Board of Directors at a duly held meeting at which a quorum is present.

Section 11. DIRECTOR MAY NOT RESIGN IF NO DIRECTOR REMAINS. Except on notice to the California Attorney General, no director may resign if the corporation would be left without a duly elected director or directors.

Section 12. VACANCIES FILLED BY BOARD. Vacancies on the Board of Directors shall be filled by the Foundation's Board of Directors.

Section 13. NO VACANCY ON REDUCTION OF NUMBER OF DIRECTORS. Any reduction of the authorized number of directors shall not result in any director's being removed before his or her term of office expires.

Section 14. PLACE OF BOARD OF DIRECTORS MEETINGS. Meetings shall be held at the principal office of the corporation. The Board of Directors may designate that a meeting be held at any place within California that has been designated by resolution of the Board of Directors or in the notice of the meeting.

Section 15. MEETINGS BY TELEPHONE OR OTHER TELECOMMUNICATIONS EQUIPMENT. Any Board of Directors meeting may be held by conference telephone, video screen communication, or other communications equipment. Participation in a meeting under this Section shall constitute presence in person at the meeting if all of the following apply:

- (a) Each member participating in the meeting can communicate concurrently with all other members.
- (b) Each member is provided the means of participating in all matters before the Board, including the capacity to propose, or to interpose an objection to, a specific action to be taken by the corporation.
- (c) The Board of Directors has adopted and implemented a means of verifying both of the following:
 - 1. A person communicating by telephone, video screen, or other communications equipment is a director entitled to participate in the Board of Directors meeting.
 - 2. All statements, questions, actions or votes were made by that director and not by another person not permitted to participate as a director.

Section 16. ANNUAL AND REGULAR MEETINGS. Regular meetings of the Board of Directors shall be held on a schedule to be determined by the Board at its annual meeting. The Board shall hold its annual meeting on the second Tuesday of July each year. The Board of Directors shall hold an annual meeting, regular, special, and emergency meetings for purposes of organization, election of officers, and transaction of other business. Notice of this meeting is not required if conducted pursuant to these bylaws.

Section 17. AUTHORITY TO CALL SPECIAL MEETINGS. Special and emergency meetings of the Board of Directors for any purpose may be called at any time by the Chairman of the Board, if any, the President or any Vice-President, the Secretary, or any two Directors but may only be conducted if two-thirds of the Board of Directors vote that a situation warranting a special or emergency meeting exists.

Section 18. NOTICE OF MEETINGS. Regular meetings of the Board may be held without notice if conducted pursuant to these Bylaws. Special meetings of the Board shall be held upon four (4) days written notice by first-class mail or forty-eight (48) hours notice delivered

personally or by telephone, facsimile, or telegraph. If sent by mail or telegraph, the notice shall be deemed to be delivered on its deposit in the mails or on its delivery to the telegraph company. Such notices shall be addressed to each director at his or her address as shown on the books of the Corporation. Notice of time and place of holding an adjourned meeting need not be given to absent directors if the time and place of the adjourned meeting are fixed at the meeting adjourned and if such adjourned meeting is held no more than twenty-four (24) hours from the time of the original meeting. Notice shall be given of any adjourned regular or special meeting to directors absent from the original meeting if the adjourned meeting is held more than twenty-four (24) hours from the time of the original meeting.

The notice shall state the time of the meeting and the place, if the place is other than the corporation's principal office and the business to be transacted at the meeting.

Section 19. **WAIVER OF NOTICE AND CONSENT TO HOLD MEETINGS.** The transactions of any meeting of the Board, however called and noticed or wherever held, are as valid as though the meeting had been duly held after proper call and notice, provided a quorum, as hereinafter defined, is present and provided that either before or after the meeting each director not present signs a waiver of notice, a consent to holding the meeting, or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with corporate records or made a part of the minutes of the meeting.

Section 20. **ACTION WITHOUT MEETING.** Any action that the Board is required or permitted to take may be taken without a meeting if all Board members consent in writing to the action; provided, however, that the consent of any director who has a material financial interest in a transaction to which the Corporation is a party and who is an "interested director" as defined in Corporations Code section 5233 shall not be required for approval of that transaction. Such action by written consent shall have the same force and effect as any other validly approved action of the Board. All such consents shall be filed with the minutes of the proceedings of the Board.

Section 21. **QUORUM.** A majority of the directors then in office shall constitute a quorum for the transaction of any business except adjournment. Every action taken or decision made by a majority of the directors present at a duly held meeting at which a quorum is present shall be an act of the Board, subject to the more stringent provisions of the California Nonprofit Public Benefit Corporation Law, including, without limitation, those provisions relating to (a) approval of contracts or transactions in which a director has a direct or indirect material financial interest, (b) approval of certain transactions between corporations having common directorships, (c) creation of and appointments to committees of the Board, and (d) indemnification of directors.

Section 22. **ADJOURNMENT.** A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

Section 23. **COMPENSATION AND REIMBURSEMENT.** Directors shall serve without compensation except that directors may receive such reimbursement of expenses, as the Board of Directors may establish by resolution to be just and reasonable as to the corporation at the time that the resolution is adopted. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in Section 2 of this Article. Directors may not be compensated for rendering services to the

Corporation in any capacity other than director unless such compensation is reasonable and is allowable under the provisions of Section 4 of this Article.

Section 24. CREATION OF POWERS OF COMMITTEES. The Board, by resolution adopted by a majority of the directors then in office, may create one or more committees, each consisting of two or more directors and no one who is not a director, to serve at the pleasure of the Board. Appointments to committees of the Board of Directors shall be by majority vote of the authorized number of directors. The Board of Directors may appoint one or more directors as alternate members of any such committee, who may replace any absent member at any meeting. Any such committee shall have all the authority of the Board, to the extent provided in the Board of Directors resolution, except that no committee may:

- (a) Take any final action on any matter that, under the California Nonprofit Public Benefit Corporation Law, also requires approval of the members or approval of a majority of all members;
- (b) Fill vacancies on the Board of Directors or any committee of the Board;
- (c) Fix compensation of the directors for serving on the Board of Directors or on any committee;
- (d) Amend or repeal bylaws or adopt new bylaws;
- (e) Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or repealable;
- (f) Create any other committees of the Board of Directors or appoint the members of committees of the Board;
- (g) Expend corporate funds to support a nominee for director if more people have been nominated for director than can be elected;
- (h) Approve any contract or transaction to which the corporation is a party and in which one or more of its directors has a material financial interest, except as special approval is provided for in Corporations Code section 5233(d)(3).

Section 25. MEETINGS AND ACTION OF COMMITTEES. Meetings and actions of committees of the Board of Directors shall be governed by, held, and taken under the provisions of these bylaws concerning meetings and other Board of Directors' actions, except that the time for general meetings of such committees and the calling of special meetings of such committees may be set either by Board of Directors resolution or, if none, by resolution of the committee. Minutes of each meeting shall be kept and shall be filed with the corporate records. The Board of Directors may adopt rules for the governance of any committee as long as the rules are consistent with these bylaws. If the Board of Directors has not adopted rules, the committee may do so.

Section 26. NON-LIABILITY OF DIRECTORS. No Director shall be personally liable for the debts, liabilities, or other obligations of this corporation.

ARTICLE VIII OFFICERS OF THE CORPORATION

Section 1. **OFFICES HELD.** The officers of this corporation shall be a President, a Secretary, and a Chief Financial Officer. The corporation, at the Board's direction, may also have a chairman of the Board, one or more Vice-Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers as may be appointed under Article VIII, Section 4, of these bylaws.

Section 2. **DUPLICATION OF OFFICE HOLDERS.** Any number of offices may be held by the same person, except that neither the Secretary nor the Chief Financial Officer may serve concurrently as either the President or the chairman of the Board.

Section 3. **ELECTION OF OFFICERS.** The officers of this corporation, except any appointed under Article VIII, Section 4, of these bylaws, shall be chosen annually by the Board of Directors and shall serve at the pleasure of the Board, subject to the rights of any officer under any employment contract.

Section 4. **APPOINTMENT OF OTHER OFFICERS.** The Board of Directors may appoint and authorize the chairman of the Board, the President, or another officer to appoint any other officers that the corporation may require. Each appointed officer shall have the title and authority, hold office for the period, and perform the duties specified in the bylaws or established by the Board.

Section 5. **REMOVAL OF OFFICERS.** Without prejudice to the rights of any officer under an employment contract, the Board of Directors may remove any officer with or without cause. An officer who was not chosen by the Board of Directors may be removed by any other officer on whom the Board of Directors confers the power of removal.

Section 6. **RESIGNATION OF OFFICERS.** Any officer may resign at any time by giving written notice to the Board. The resignation shall take effect on the date the notice is received or at any later time specified in the notice. Unless otherwise specified in the notice, the resignation need not be accepted to be effective. Any resignation shall be without prejudice to any rights of the corporation under any contract to which the officer is a party.

Section 7. **VACANCIES IN OFFICE.** A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for normal appointment to that office, provided, however, that vacancies need not be filled on an annual basis.

Section 8. **CHAIRMAN OF THE BOARD.** If a chairman of the Board of Directors is elected, he or she shall preside at Board of Directors meetings and shall exercise and perform such other powers and duties as the Board of Directors may assign from time to time. If there is no President, the chairman of the Board of Directors shall also be the chief executive officer and shall have the powers and duties of the President of the corporation set forth in these bylaws.

Section 9. **PRESIDENT.** Subject to such supervisory powers as the Board of Directors may give to the chairman of the Board, if any, and subject to the control of the Board, the President shall be the general manager of the corporation and shall supervise, direct, and control the corporation's activities, affairs, and officers as fully described in any applicable employment contract, agreement, or job specification. The President shall preside at all members' meetings and, in the absence of the chairman of the Board, or if none, at all Board of Directors meetings. The President shall have such other powers and duties as the Board of Directors or the bylaws may require.

Section 10. **VICE-PRESIDENTS.** If the President is absent or disabled, the Vice-Presidents, if any, in order of their rank as fixed by the Board, or, if not ranked, a Vice-President designated by the Board, shall perform all duties of the President. When so acting, a Vice-President shall have all powers of and be subject to all restrictions on the President. The Vice-Presidents shall have such other powers and perform such other duties as the Board of Directors or the bylaws may require.

Section 11. **SECRETARY.** The Secretary shall keep or cause to be kept, at the corporation's principal office or such other place as the Board of Directors may direct, a book of minutes of all meetings, proceedings, and actions of the Board, of committees of the Board, and of members' meetings. The minutes of meetings shall include the time and place that the meeting was held; whether the meeting was annual, general, or special, and, if special, how authorized; the notice given; the names of persons present at Board of Directors and committee meetings; and the number of members present or represented at members' meetings.

The Secretary shall keep or cause to be kept, at the principal California office, a copy of the articles of incorporation and bylaws, as amended to date.

The Secretary shall give, or cause to be given, notice of all meetings of members, of the Board, and of committees of the Board of Directors that these bylaws require to be given. The Secretary shall keep the corporate seal, if any, in safe custody and shall have such other powers and perform such other duties as the Board of Directors or by bylaws may require.

Section 12. **CHIEF FINANCIAL OFFICER.** The Chief Financial Officer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and accounts of the corporation's properties and transactions. The Chief Financial Officer shall send or cause to be given to the members and directors such financial statements and reports as are required to be given by law, by these bylaws, or by the Board. The books of account shall be open to inspection by any director at all reasonable times.

The Chief Financial Officer shall (i) deposit, or cause to be deposited, all money and other valuables in the name and to the credit of the corporation with such depositories as the Board of Directors may designate; (ii) disburse the corporation's funds as the Board of Directors may order; (iii) render to the President, chairman of the Board, if any, and the Board, when requested, an account of all transactions as Chief Financial Officer and of the financial condition of the corporation; and (iv) have such other powers and perform such other duties as the Board, contract, job specification, or the bylaws may require.

If required by the Board, the Chief Financial Officer shall give the corporation a bond in the amount and with the surety or sureties specified by the Board of Directors for faithful performance of the duties of the office and for restoration to the corporation of all of its books, papers, vouchers, money, and other property of every kind in the possession or under the control of the Chief Financial Officer on his or her death, resignation, retirement, or removal from office.

ARTICLE IX CONTRACTS WITH DIRECTORS AND OFFICERS

Section 1. **CONTRACTS WITH DIRECTORS AND OFFICERS.** No director of this corporation nor any other corporation, firm, association, or other entity in which one or more of this corporation's directors are directors have a material financial interest, shall be interested, directly or indirectly, in the contract or transaction, unless (a) the material facts regarding that director's financial interest in such contract or transaction or regarding such common directorship, officership, or financial interest are fully disclosed in good faith and noted in the minutes, or are known to all members of the Board of Directors prior to the Board's consideration of such contract or transaction; (b) such contract or transaction is authorized in good faith by a majority of the Board of Directors by a vote sufficient for that purpose without counting the votes of the interested directors; (c) before authorizing or approving the transaction, the Board of Directors considers and in good faith decides after reasonable investigation that the corporation could not obtain a more advantageous arrangement with reasonable effort under the circumstances; and (d) the corporation for its own benefit enters into the transaction, which is fair and reasonable to the corporation at the time the transaction was entered into.

This Section does not apply to a transaction that is part of an educational or charitable program of this corporation if it (a) is approved or authorized by the corporation in good faith and without unjustified favoritism and (b) results in a benefit to one or more directors or their families because they are in the class of persons intended to be benefited by the educational or charitable program of this corporation.

ARTICLE X LOANS TO DIRECTORS AND OFFICERS

Section 1. **LOANS TO DIRECTORS AND OFFICERS.** This corporation shall not lend any money or property to or guarantee the obligation of any director or officer without the approval of the California Attorney General; provided, however, that the corporation may advance money to a director or officer of the corporation for expenses reasonably anticipated to be incurred in the performance of his or her duties if that director or officer would be entitled to reimbursement for such expenses of the corporation.

ARTICLE XI INDEMNIFICATION

Section 1. **INDEMNIFICATION.** To the fullest extent permitted by law, this corporation shall indemnify its directors, officers, employees, and other persons described in Corporations Code section 5238(a), including persons formerly occupying any such positions, against all expenses, judgments, fines, paying any such positions, against all expenses, judgments,

finances, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in that section, and including an action by or in the right of the corporation by reason of the fact that the person is or was a person described in that section. "Expenses," as used in this bylaw, shall have the same meaning as in that section of the Corporations Code.

On written request to the Board of Directors by any person seeking indemnification under Corporations Code section 5238(b) or section 5238(c) the Board of Directors shall promptly decide under Corporations Code section 5238(e) whether the applicable standard of conduct set forth in Corporations Code section 5238(b) or section 5238(c) has been met and, if so, the Board of Directors shall authorize indemnification.

ARTICLE XII INSURANCE

Section 1. **INSURANCE.** This corporation shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, directors, employees, and other agents, to cover any liability asserted against or incurred by any officer, director, employee, or agent in such capacity or arising from the officer's, director's, employee's, or agent's status as such.

ARTICLE XIII MAINTENANCE OF CORPORATE RECORDS

Section 1. **MAINTENANCE OF CORPORATE RECORDS.** This corporation shall maintain correct books and records of accounts of the activities and transactions of the organization. They shall be kept in the main office of the organization. The records shall include written minutes of the proceedings of its members, Board, and committees of the Board, a minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these Bylaws, minutes of meetings, and such reports and records as required by law.

ARTICLE XV INSPECTION RIGHTS

Section 1. **DIRECTORS' RIGHT TO INSPECT.** Every director and the Orange Unified School District shall have the right at any reasonable time to inspect the corporation's books, records, documents of every kind, physical properties, and the records of each subsidiary as permitted by California and federal law. The inspection may be made in person or by the director's agent or attorney. The right of inspection includes the right to copy and make extracts of documents as permitted by California and federal law. This right to inspect may be circumscribed in instances where the right to inspect conflicts with California or federal law pertaining to access to books, records, and documents.

Section 2. **ACCOUNTING RECORDS AND MINUTES.** On written demand on the corporation, the Orange Unified School District and any member may inspect, copy, and make extracts of the accounting books and records and the minutes of the proceedings of the members, the Board of Directors, and committees of the Board of Directors at any reasonable time for a purpose reasonably related to the member's interest as a member. Any such inspection and copying

may be made in person or by the member's agent or attorney. This right of inspection extends to the records of any subsidiary of the corporation.

Section 3. MAINTENANCE AND INSPECTION OF ARTICLES AND BYLAWS. This corporation shall keep at its principal California office the original or a copy of the article of incorporation and bylaws, as amended to the current date, which shall be open to inspection by the members at all reasonable times during office hours. If the corporation has no business office in California, the Secretary shall, on the written request of any member, furnish to that member a copy of the articles of incorporation and bylaws, as amended to the current date.

ARTICLE XV REQUIRED REPORTS

Section 1. ANNUAL REPORTS. The Board of Directors shall cause an annual report to be sent to the Board of Directors within 120 days after the end of the corporation's fiscal year. That report shall contain the following information, in appropriate detail:

- (a) The assets and liabilities, including the trust funds, of the corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds;
- (c) The corporation's revenue or receipts, both unrestricted and restricted to particular purposes;
- (d) The corporation's expenses or disbursement for both general and restricted purposes;
- (e) Any information required under these bylaws; and
- (f) An independent accountants' report or, if none, the certificate of an authorized officer of the corporation that such statements were prepared without audit from the corporation's books and records.

Section 2. ANNUAL STATEMENT OF CERTAIN TRANSACTIONS AND INDEMNIFICATIONS. As part of the annual report to all members, or as a separate document if no annual report is issued, the corporation shall, within 120 days after the end of the corporation's fiscal year, annually prepare and mail or deliver to each member and furnish to each director a statement of any transaction or indemnification of the following kind:

- (a) Any transaction (i) in which the corporation, or its parent or subsidiary, was a party, (ii) in which an "interested person" had a direct or indirect material financial interest, and (iii) which involved more than \$50,000 or was one of several transactions with the same interested person involving, in the aggregate, more than \$50,000. For this purpose, an "interested person" is either:

1. Any director or officer of the corporation, its parent, or subsidiary (but mere common directorship shall not be considered such an interest); or
 2. Any holder of more than 10 percent of the voting power of the corporation, its parent, or its subsidiary. The statement shall include a brief description of the transaction, the names of interested persons involved, their relationship to the corporation, the nature of their interest, provided that if the transaction was with a partnership in which the interested person is a partner, only the interest of the partnership need be stated.
- (b) The amount and circumstances of any indemnifications aggregating more than \$10,000 paid during the fiscal year to any director or officer of the Corporation pursuant to Article XI of these Bylaws.

ARTICLE XVI

EXECUTION OF INSTRUMENTS, DEPOSITS, AND FUNDS

Section 1. **EXECUTION OF INSTRUMENTS.** The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the Corporation 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. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 2. **CHECKS AND NOTES.** Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Corporation shall be signed by the Treasurer and countersigned by the President of the Corporation.

Section 3. **DEPOSITS.** All funds of the Corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

Section 4. **GIFTS.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for charitable or public purposes of this Corporation.

Section 5. **INVESTMENTS.** The Board of Directors may commission the creation of an endowment to support long-term sustainability of the Foundation, its assets and its ability to support the Orange Unified School District well into the future.

ARTICLE XVII

BYLAW AMENDMENTS

The Board of Directors may adopt, amend or repeal any of these Bylaws, except Article III, Sections 3, 10, and 12 of Article VII, and Article XVII, by a majority of the directors present at a meeting duly held at which a quorum is present, except that no amendment shall make any provisions of these Bylaws inconsistent with the corporation's Articles of Incorporation, or any laws. Article III, Sections 3, 10 and 12 of Article VII and Article XVII can only be amended by an affirmative vote of the majority of The Palmdale Aerospace Academy, Inc. Board of Directors at a duly held meeting at which a quorum is present.

ARTICLE XVIII FISCAL YEAR

Section 1. FISCAL YEAR OF THE CORPORATION. The fiscal year of the Corporation shall begin on July 1st and end on June 30th of each year.

WRITTEN CONSENT OF DIRECTORS ADOPTING BY LAWS

We, The undersigned, are all of the persons named as the initial directors of these Bylaws of the _____ Foundation, a California nonprofit public benefit corporation, and pursuant to the authority granted to the directors by Section 20 of Article VII of these Bylaws to take action by unanimous written consent without a meeting, consent to, and hereby do, adopt the foregoing Bylaws, consisting of sixteen (16) pages, as the Bylaws of this Corporation.

DATE: _____

(INSERT NAME)

DATE: _____

(INSERT NAME)

DATE: _____

(INSERT NAME)

CERTIFICATE OF SECRETARY

I certify that I am the duly elected an acting Secretary of the _____ Foundation, a California nonprofit public benefit corporation; that these bylaws, consisting of 16 pages, are the bylaws of this corporation as adopted by the Board of Directors on _____, 20____; and that these bylaws have not been amended or modified since that date.

Executed on _____ at Orange, California.

(INSERT NAME)

BYLAWS OF THE ORANGE EDUCATION FOUNDATION

ARTICLE I

NAME

The name of this Corporation is the ORANGE EDUCATION FOUNDATION.

ARTICLE II

PURPOSE

The ORANGE EDUCATION FOUNDATION is a nonprofit public benefit Corporation whose specific and primary purpose is to raise funds for the benefit of the students of the Orange Unified School District.

ARTICLE III

OFFICES OF THE CORPORATION

Section 1. Principal Office. The Principal Office for the transaction of the activities and affairs of the Corporation is located at 1401 N. Handy Street, in the City of Orange, County of Orange, California. The Board of Directors may change the Principal Office from one location to another. Any change of location of the Principal Office shall be noted by the Secretary on these Bylaws opposite this section, or this section may be amended to state the new location.

Section 2. Other Offices. The Board may at any time establish branch or subordinate offices at any place or places where the Corporation is qualified to conduct its activities.

ARTICLE IV

MEMBERS

The Corporation shall have no voting members aside from its Board of Directors. The Board of Directors may, by resolution, from time to time, establish classes of non-voting members based on contributions or participation in the authorized activities of this Corporation.

ARTICLE V

THE BOARD OF DIRECTORS

Section 1. Powers. Subject to limitations imposed by law, the Articles of Incorporation, or these Bylaws, all corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be controlled by,

the Board of Directors ("Board"). Without limiting any such power or authority, the Board shall have the following powers.

(a) To determine this Corporation's objectives and formulate plans designed to meet them;

(b) To establish policies for administering the affairs of this Corporation;

(c) To adopt and control the operating budget and financial plan of this Corporation and assure the conduct of the financial affairs on a responsible basis in accordance with established policies;

(d) To control, manage, and maintain the property of this Corporation, borrow money for corporate purposes, and to cause to be executed and delivered thereon, in the corporate name, promissory notes, bonds, debentures, deeds of trust, indebtedness, and security therefor;

(e) To sell any property, real, personal, or mixed, owned by this Corporation, at any time upon such terms as deemed advisable, at public or private sale, for cash or upon credit;

(f) To retain sums received by this Corporation uninvested, when in the discretion of the Board of Directors, such sums cannot be invested advantageously;

(g) To retain all or any part of any securities or property acquired by this Corporation in whatever manner, and to invest and to reinvest any funds held by the Corporation, according to the judgement of the Board;

(h) To invest funds received by this Corporation in such stocks, bonds, mortgages, loans, secured or unsecured, or other investments as the Board shall deem advisable;

(i) To appoint such committees as it deems necessary and to prescribe powers and duties for them;

(j) To select and remove officers of this Corporation and prescribe powers and duties for them; and

(k) To accept or decline, on behalf of the Corporation, any contribution, gift, donation, bequest, or devise for the general purposes or for any special purpose of the Corporation.

Section 2. Compensation. Members of the Board shall not receive any stated salary for their service, but by resolution of the Board of Directors, may be compensated at a fixed sum and expense of attendance at regular or special meetings of the Board.

Section 3. Liability. No Director shall be personally liable for the debts, liabilities, or obligations of this Corporation, except as provided by law.

Section 4. Number of Directors. The Board shall consist of at least nine (9) but no more than sixteen (16) voting Directors, until changed by amendment to these Bylaws. The exact number of Directors shall be fixed, within these limits, by a resolution adopted by the Board. In addition, the Board of Directors shall include as non-voting members: (1) the Superintendent or designee; and (2) two (2) members of the Board of Education of the Orange Unified School District.

Section 5. Restriction on Interested Persons as Directors. No more than forty-nine percent (49%) of the persons serving on the Board may be interested persons. An "interested person" is:

(a) Any person compensated by the Corporation for services rendered to it within the previous twelve (12) months, whether full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; and

(b) Any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of such person.

Any violation of the provisions of this section, however, shall not affect the validity or enforceability of any transaction entered into by the Corporation.

Section 6. Manner of Selection: Term. Each initial Director may be appointed for a term of one (1) to three (3) years, so that at least one (1) term will expire each year. Thereafter, each Director shall hold office for a term of three (3) years and until a successor has been elected and qualified to serve.

Directors shall be elected at each annual meeting of regular members, or at any special meeting of the members held in lieu of the annual meeting.

Directors may be reelected to serve no more than three (3) consecutive terms, and must be absent from the Board for at least one (1) year before commencing an additional term.

The Board of Directors, shall, at least sixty (60) days before each annual meeting of its members, or special meeting held in lieu of the annual meeting, appoint a nominating committee consisting of at least five (5) members who shall, at least thirty (30) days before each annual meeting or special meeting held in lieu of the annual meeting submit the names of persons nominated by the committee to be voting Directors for the ensuing term. If the Board of Directors fails for any reason to appoint the committee within the time specified, it shall be the duty of the President to

appoint the committee. All nominations by the committee shall be delivered to the Secretary of the Corporation, who shall cause a list containing the names of all persons nominated to be mailed to each member of the Corporation at least ten (10) days before the meeting.

At the annual meeting, or at any special meeting held in lieu of the annual meeting, the election of voting Directors shall be by ballot, and each voting Director of the Corporation attending the meeting shall be furnished with a ballot on which are listed the names of all persons nominated to be a Director. Those persons receiving the highest number of votes shall be the Directors of the Corporation for the ensuing term.

Any vacancy occurring among the Corporation's voting Directors and any directorship to be filled by reason of an increase in the number of voting Directors shall be filled in the same manner provided for the annual election of Directors. A Director appointed to fill a vacancy shall have the same term expiration date as the Director being replaced.

The nominating committee of five (5) members shall be composed of the following: one (1) person from the Board of Education; two (2) persons from the Orange Education Foundation Board of Directors; and two (2) Orange citizens.

Active participation is expected of all Directors. Directors are required to attend a minimum of six (6) meetings per calendar year. A Director with three (3) unexcused absences in one (1) calendar year shall be subject to removal from the Board of Directors pursuant to Section 7, "Vacancies." For good cause, the President or a majority of the Board of Directors may excuse an absence of a Director.

Section 7. Vacancies. Except as otherwise stated in these Bylaws, any vacancy occurring among the elected members of the Board shall be filled by a majority vote of the Directors then in office. Any vacancy occurring among the non-voting members of the Board shall be filled by an appointment by the Orange Unified School District Board of Education or Superintendent. A Director elected to fill a vacancy shall be elected for the unexpired term of the predecessor.

Any Director may be removed from the Board of Directors for any reason whatsoever by an affirmative vote of three-fourths ($\frac{3}{4}$) of the total number of Directors. Removal of a Director shall be done in good faith and in a fair and reasonable manner.

Section 8. Quorum. A quorum shall consist of a majority of the Directors at any meeting of the Board. If less than a majority of the Directors are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act

of the Board of Directors, unless the act of a greater number is required by law or by these Bylaws.

ARTICLE VI

OFFICERS

Section 1. Officers. The Officers of the Corporation shall consist of a President, a First Vice President, one or more Vice-Presidents, a Secretary, and a Treasurer, each of whom shall be a Director. The offices of Secretary and Treasurer may be held by the same person, except that neither the Secretary nor the Treasurer may serve concurrently as the President. The Board may establish such other offices as it shall deem advisable. Additional officers so elected shall hold office for such period and shall have such power and duties as the Board may from time to time authorize.

Section 2. Election. The Officers of the Corporation shall be elected annually and shall be elected by the Board of Directors at the regular meeting immediately preceding the annual meeting. If the election of Officers shall not be held at such meeting, such election shall be held as soon thereafter as conveniently may be. New offices may be created and filled at any meeting of the Board of Directors. Officers shall be elected by a majority of the Directors present and voting. Each such Officer shall hold office for one (1) years at the pleasure of the Board or until his or her successor shall be selected and qualified to serve.

Section 3. Vacancies. Any Officer elected or appointed by the Board may be removed by the Board whenever in its judgement the best interests of the Corporation would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the Officer so removed. A vacancy in any office because of the death, resignation, removal, disqualification, or otherwise may be filled for the unexpired term at any meeting of the Board.

Section 4. President. The President shall be the principal executive officer of the Corporation and shall in general supervise and control all of the business and affairs of the Corporation. The President shall preside at all meetings of the Directors. He or she shall have such other duties and powers as may be conferred by the Board.

Section 5. President-Elect. The President-Elect shall perform the duties of the President in his/her absence and shall become familiar with the duties of the President and with all the activities of the Board of Directors.

The President-Elect shall serve as President the year following his/her term as President-Elect, and shall assume the office of the President during his/her term as President-Elect should a vacancy occur.

Section 6. Vice Presidents Vice Presidents, in the order of their election, shall perform the duties of the President in the absence of the President and President-Elect. Vice Presidents shall perform such other duties and shall serve as committee chairpersons as appointed by the Board of Directors.

Section 7. Secretary The Secretary shall keep or cause to be kept a book of minutes at the Principal Office or at such other place as the Board may order of all meetings of the Directors with the time and place of holding, whether regular or special, and if special how authorized, the notice thereof given, the names of those present at the Directors' meetings and the proceedings thereof. The Secretary shall give or cause to be given notice of all the meetings of the Board required by these Bylaws or by law to be given. The Secretary shall keep or cause to be kept, at the Principal Office of the Corporation, a copy of the Articles of Incorporation and Bylaws, as amended to date, and shall keep or cause to be kept the seal of the Corporation in safe custody and see that the seal of the Corporation is affixed to all documents, the execution of which on behalf of the Corporation, under its seal, is duly authorized in accordance with these Bylaws. The Secretary shall keep a register of the post office address of each member, which shall be furnished by each member; and shall have such other powers and perform such other duties as may be prescribed by the Board from time to time.

Section 8. Treasurer The Treasurer shall give a bond for the faithful discharge of his or her duties in such sum and with such surety as the Board shall determine. The Treasurer shall be the chief financial officer of the Corporation and shall keep and maintain or cause to be kept and maintained adequate and correct accounts of the properties and business transactions of this Corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses. When requested by the President or the Board, or the Board of Education, the Treasurer shall render an account of the financial condition of the Corporation and shall perform all other duties required of him or her by the President, Directors, and Committees pertaining to the Office of Treasurer.

Section 9. Honorary President or Honorary Directors From time to time, at the discretion of the Board, any person whom the Board, by unanimous vote of the members present at any meeting duly called and held may determine to so favor in recognition of his or her service or beneficence to the Corporation, may be elected an honorary President or an honorary Director of the Corporation. Such an appointment will be for life, and such an honorary President or Director will have only such duties as he or she shall voluntarily undertake at the request of the Board.

ARTICLE VII

COMMITTEES

Section 1. Appointment. The Board may appoint Committees consisting of two (2) or more Directors, and delegate to any such Committee authority of the Board, subject to Board ratification, except that the following powers may not be delegated:

(a) Approval of any action for which the California Nonprofit Public Benefit Corporation Law also requires approval of members or a majority of members;

(b) Filling of vacancies on any committee;

(c) Amendment or repeal of Bylaws or adoption of new Bylaws;

(d) Amendment or repeal of any Board resolution which by its expressed terms is not so amendable or repealable;

(e) Appointment of other Committees of the Board or members thereof; and

(f) The approval of any self-dealing transaction, as such transactions are defined in the California Nonprofit Public Benefit Corporation Law.

Regular and special meetings and other actions of such Committees shall be governed by the provisions of these Bylaws applicable to meetings and actions of the Board. Minutes shall be kept at each meeting of each Committee.

ARTICLE VIII

MEETINGS

Section 1. Annual Meeting. The Annual Meeting of the Board shall be held in Orange County during December of each year.

Section 2. Regular Meetings. In addition to the Annual Meeting, Regular Meetings shall be held at least quarterly, and shall be called by the President or any two (2) Directors.

Section 3. Special Meetings. Special Meetings of the Board may be called at any time by the President or by the Secretary at the request of three (3) Directors.

Section 4. Notice of Meetings. Notice of the time and place of any meeting for which notice is required by law or these Bylaws shall be delivered personally, communicated by telephone or telegraph, or sent to each Director by priority mail, charges prepaid, addressed to the Director either at his or her address as it is shown on the records of the Corporation, or, if it is not as

shown on such records or is not readily obtainable, to the place at which meetings of the Board are regularly held. If personally delivered or communicated by telephone, telegraph, or telecopier, such notice shall be delivered at least forty-eight (48) hours prior to the hour set for the meeting. If sent by mail, such notice shall be mailed at least four (4) days prior to the day set for the meeting. The notice shall state the time of the meeting, and the place if the place is other than the Principal Office of the Corporation. Said notice need not specify the purpose of the meeting.

Notice of a meeting need not be given to any Director who signed a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meetings.

Section 5. Action in Lieu of a Meeting. Any action which may be taken at a regular or special meeting may be taken without a meeting if the Corporation distributes a written ballot to every member entitled to vote on the matter. The ballot must set forth the proposed action, provide an opportunity to signify approval or disapproval, and provide a reasonable time within which to return the ballot to the Corporation. Approval by written ballot shall be valid only when the number of votes cast by ballot within the time allowed equals or exceeds the quorum required to be present at a meeting to authorize the action, and the number of votes for approval equals or exceeds the number of votes that would be required to be approved at a meeting where the total number of votes cast is the same as the number of votes cast by ballot.

ARTICLE IX

CONTRACTS, CHECKS, DEPOSITS, AND FUNDS

All monies and other valuables shall be deposited in the name and to the credit of the Corporation with such depositories as may from time to time be designated by the Board.

All checks, drafts, or orders for the payment of money, or other evidences of indebtedness in excess of \$250.00 and issued in the name of the Corporation shall be signed by the Treasurer or Assistant Treasurer and counter-signed by the President, President-Elect, or Vice President of Corporation; in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Treasurer or an Assistant Treasurer and countersigned by the President, President-Elect, or a Vice President of the Corporation.

ARTICLE X

BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any of the authority of the Board of Directors, and shall keep at the registered or principal office a record giving the names and addresses of the members entitled to vote.

All books and records of the Corporation may be inspected by any member, or his or her agent or attorney, for any proper purpose at any reasonable time. The Board shall provide for an annual audit of the records and accounts of the Foundation.

ARTICLE XI

MISCELLANEOUS

Section 1. Fiscal year. The fiscal year shall begin on the first day of July and end on the last day of June in each year.

Section 2. Rules. Robert's Rules of Order (in its most recent edition at the date of its use) shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws or by other specific rules of procedure adopted by the Directors.

Section 3. Report to Directors. The President shall furnish an annual written report of activities, income, and expenditures, and proposed budget to all Directors of the Orange Education Foundation, and to the Orange Unified School District's Board of Education.

Section 4. Budget. The Board of Directors shall adopt a corporate budget for each year, which may be reviewed and revised as necessary during the course of the year. Expenditures for items not provided for in the adopted budget shall require approval of the Board. The adopted budget and any revisions thereto shall be submitted to the Orange Unified School District's Board of Education for its information.

Section 5. Indemnification. An authorized agent of this Corporation shall be indemnified for acts which indemnification is permitted by Corporations Code section 5238(b) if such person acted in good faith and in a manner that such person reasonably believed to be in the best interest of the Corporation and, in the case of a criminal proceeding, the person must have had no reasonable cause to believe that such conduct was unlawful.

This Corporation shall have the power to purchase and maintain insurance on behalf of any of its agents against any liability

asserted against it or incurred by the agent in such capacity or arising out of the agent's status, as permitted by Corporations Code section 5238.

ARTICLE XII

AMENDMENTS TO THE BYLAWS

These Bylaws may be amended, altered, or repealed, and new Bylaws may be adopted by the affirmative vote of a majority of the Directors present and voting at any meeting at which a quorum is present. No action shall be taken to amend, alter, repeal, or adopt Bylaws unless written notice of the proposed action has been given at least ten (10) days prior to the meeting. No action shall be taken to amend any Bylaws unless written notice of the proposed amendment(s) shall have been given at least ten (10) days prior to the meeting.

CERTIFICATE OF SECRETARY

I certify that I am the duly elected and acting Secretary of the Orange Education Foundation, a California nonprofit public benefit Corporation, and the above Bylaws, consisting of ten (10) pages, are the Bylaws of this Corporation as adopted at a meeting of the Board of Directors held on December 4, 1996.

Executed on January 8, 1997 at Orange, California.

Beverly Cuypton
Secretary

[ORGANIZATION NAME] CONFLICT OF INTEREST POLICY

BACKGROUND

[ORGANIZATION NAME] is a nonprofit, tax-exempt organization. Maintenance of its tax-exempt status is important both for its continued financial stability and for public support. Therefore, the IRS as well as state regulatory and tax officials view the operations of [ORGANIZATION NAME] as a public trust, which is subject to scrutiny by and accountable to such governmental authorities as well as to members of the public.

Consequently, a fiduciary duty exists between [ORGANIZATION NAME] and its board of directors, officers, and management employees and the public, which carries with it a broad and unbending duty of loyalty and fidelity. The board, officers, and management employees have the responsibility of administering the affairs of [ORGANIZATION NAME] honestly and prudently, and of exercising their best care, skill, and judgment for the sole benefit of [ORGANIZATION NAME]. Those persons are required to exercise the utmost good faith in all transactions involved in their duties, and not use their positions with [organization name] for their personal benefit. The interests of [ORGANIZATION NAME] must be the first priority in all decisions and actions.

PURPOSE

The purpose of this policy is to assist and protect [ORGANIZATION NAME] when it is considering entering into a transaction or arrangement that might benefit the private interest of a board member or staff member, or that might otherwise result in [ORGANIZATION NAME] providing economic benefit to a third party that has a value greater than the economic benefit [ORGANIZATION NAME] receives from the third party. This policy supplements, but does not replace, federal and state laws governing conflicts of interest applicable to nonprofit corporations.

SCOPE

The following statement of policy applies to:

- each member of [ORGANIZATION NAME]'s board of directors ("board member"), and
- all of [ORGANIZATION NAME]'s management personnel ("staff member"); that is, any employee who can influence the actions of [ORGANIZATION NAME] or has proprietary information concerning [ORGANIZATION NAME]

AREAS IN WHICH A CONFLICT OF INTEREST MAY ARISE

Conflicts of interest may arise in the relations of board members, officers, and staff members with any of the following third parties:

- persons and firms supplying goods or services to [ORGANIZATION NAME]

- persons and firms from whom [ORGANIZATION NAME] leases property or equipment
- persons and firms with whom [ORGANIZATION NAME] is dealing or planning to deal in connection with the gift, purchase or sale of real estate, securities, or other property
- competing or affinity organizations
- donors and supporters of [ORGANIZATION NAME]
- agencies, organizations and associations that affect the operations of [ORGANIZATION NAME]
- family members, friends, and other employees

NATURE OF CONFLICTING INTEREST

A conflicting interest may be defined as an interest, direct or indirect, with any person or firm mentioned above. The conflicting interest might arise through:

- owning stock or holding debt or other ownership interest in any third party dealing with [ORGANIZATION NAME]
- holding office, serving on the board, participating in management, or being otherwise employed by any third party dealing with [ORGANIZATION NAME]
- receiving remuneration for services with respect to individual transactions involving [ORGANIZATION NAME]
- using [ORGANIZATION NAME]'s time, personnel, equipment, supplies, donor list, vendor list, brand, reputation or good will for other than [ORGANIZATION NAME]-approved activities, programs, and purposes
- receiving personal gifts or loans from third parties dealing or competing with [ORGANIZATION NAME]

Receipt of any gift is disapproved except gifts of a value less than \$100 which could not be refused without discourtesy. No personal gift of money should ever be accepted.

DEFINITIONS

"Financial Interest." A person has a Financial Interest if the person has, directly or indirectly, through business, investment or family:

- an ownership or investment interest in any entity with which [ORGANIZATION NAME] has a transaction or arrangement, or
- a compensation arrangement with [ORGANIZATION NAME] or with any individual or entity with which [ORGANIZATION NAME] has a transaction or arrangement, or
- a potential ownership or investment interest in any entity, or compensation arrangement with any individual or entity with which [ORGANIZATION NAME] is negotiating a transaction or arrangement.

Compensation arrangement includes direct and indirect remuneration (salary, wages, commissions, contingent fees, etc.) as well as gifts or favors that are substantial in nature.

"Interested Person." Any board member or staff member who has a direct or indirect Financial Interest is an Interested Person.

DUTY TO DISCLOSURE

The fact that an Interested Person has a Financial Interest does not automatically mean that a conflict of interest exists, or that the conflict, if it exists, is material enough to be of practical importance, or if material, that upon full disclosure of all relevant facts and circumstances, it is necessarily adverse to the interests of [ORGANIZATION NAME]. For example, indirect ownership by an Interested Person of the common stock or debt of a company, through the ownership of an interest in a diversified mutual fund, that has or is proposing to enter into a transaction or arrangement with [ORGANIZATION NAME], or direct ownership by an Interested Person of common stock or debt having an aggregate market value or principal amount of less than \$15,000 issued by a publicly-traded company that has or is proposing to enter into a transaction or arrangement with [ORGANIZATION NAME], would not, in and of itself, be meaningful ownership that would give rise to the existence of a conflict of interest. However, it is the policy of the board of directors that the existence of any conflicting interest be disclosed before any transaction or arrangement by [ORGANIZATION NAME] is consummated. To that end, an Interested Party must disclose the existence and nature of his or her Financial Interest to [ORGANIZATION NAME]'s Executive Committee. Any individual who is uncertain about a conflict of interest shall disclose such possible conflict to the appropriate individual below.

DISCLOSURE REPORTING

All disclosures required of staff members will be made to [ORGANIZATION NAME]'s chief executive officer (or if the chief executive officer is the one with the conflict, then to the board chair), who shall bring the matter to the attention of the Executive Committee. All disclosures required of board members shall be made to the secretary of the board of directors, who shall bring the matter to the attention of the Executive Committee. Information disclosed to the chief executive officer or secretary of the board of directors will be held in confidence, except when [ORGANIZATION NAME]'s best interest would be served by bringing the information to the attention of the Executive Committee of the board of directors and the officers of [ORGANIZATION NAME].

DETERMINATION OF THE EXISTENCE OF A CONFLICT OF INTEREST

After disclosure of the Financial Interest and all material facts and any discussion with the Interested Person, the Interested Person shall leave the Executive Committee meeting while the determination of the existence of a conflict of interest is discussed and voted upon. The remaining Executive Committee members shall decide whether a conflict of interest exists.

PROCEDURES FOR ADDRESSING THE CONFLICT OF INTEREST

An Interested Person may make a presentation at the board meeting or transaction committee meeting but, after the presentation, the Interested Person must leave the meeting during the discussion of, and vote upon, the transaction or arrangement that is the subject of the conflict of interest.

The chair of the board of directors may, if appropriate, appoint a disinterested person or committee to investigate and consider alternatives to the proposed transaction or arrangement.

After exercising due diligence, the board of directors or transaction committee shall determine whether [ORGANIZATION NAME] can obtain a more advantageous transaction or arrangement with reasonable efforts from a person or entity that would not give rise to a conflict of interest. If such a transaction or arrangement is not reasonably attainable under circumstances that would not give rise to a conflict of interest, the board of directors or transaction committee shall determine by a majority vote of disinterested board members or committee members whether the transaction or arrangement is fair and reasonable to [ORGANIZATION NAME], in [ORGANIZATION NAME]'s best interest and for [ORGANIZATION NAME]'s benefit. The board of directors or transaction committee shall then make its decision whether to enter into the transaction or arrangement in conformity with such determination.

RECORDS OF PROCEEDINGS

The minutes of the board of directors or transaction committee where an Interested Person discloses the existence and nature of his or her Financial Interest in such proposed transaction or arrangement shall contain:

- the names of each Interested Person who disclosed, or were otherwise found to have, a Financial Interest in connection with the actual or possible conflict of interest, the nature of the Financial Interest, any action taken to determine whether a conflict of interest existed, and the board or transaction committee's decision whether or not a conflict of interest in fact existed.
- the name of each person 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 all votes, if any, taken in connection therewith.

ANNUAL STATEMENTS

Each board member and staff member shall complete and sign a conflict of interest statement upon joining [ORGANIZATION NAME], and annually thereafter at the start of each fiscal year of [ORGANIZATION NAME] (July 1).

The conflict of interest statement shall affirm that such person:

- has received a copy of the conflict of interest policy;
- has read and understands the conflict of interest policy;
- has agreed to comply with the conflict of interest policy; and
- understands that [ORGANIZATION NAME] is a charitable organization and in order to maintain its federal tax-exemption must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

The Executive Committee of the board of directors shall review the statements each year to determine whether any action by the board of directors is necessary or appropriate.

FAILURE TO DISCLOSE

If the board of directors has reasonable cause to believe that a board member or staff member has failed to disclose an actual or potential conflict of interest, it shall inform such board member or staff member of the basis for such belief and afford them an opportunity to explain the alleged failure to disclose.

If, after receiving the response of the board member or staff member in question and making such further inquiry as may be warranted in the circumstances, the board of directors determines that the board member or staff member failed to disclose an actual or possible conflict of interest, such person shall be subject to appropriate disciplinary and corrective action, including removal from the board of directors or termination of employment.

[ORGANIZATION NAME]
Statement Regarding Conflict of Interest Policy
and
Conflict of Interest Statement

Print Name _____

I, the undersigned, hereby confirm that I: (1) have received a copy of the Conflict of Interest Policy of the [ORGANIZATION NAME] (2) have read and understand the Conflict of Interest Policy; (3) agree to comply with the Conflict of Interest Policy; and (4) understand that [ORGANIZATION NAME] is a nonprofit charitable organization and, in order to maintain its federal tax-exemption, it must engage primarily in activities that accomplish one or more of its tax-exempt purposes.

Please complete the questionnaire below. In order to be more comprehensive, the questionnaire also requires you to provide information with respect to certain parties that are related to you. These persons are referred to as "affiliated persons" and include the following:

- your spouse, domestic partner, child, mother, father, brother or sister
- any corporation or organization for which you are a board member, an officer, a partner, participate in management or are employed by, or are directly or indirectly a debt holder or the beneficial owner of any class of equity securities
- any trust or other estate in which you have a substantial beneficial interest or as to which you serve as a trustee or in a similar capacity

Capacity (check all that apply):

- ☐ member of [ORGANIZATION NAME] board of directors
- ☐ [ORGANIZATION NAME] officer
- ☐ I[ORGANIZATION NAME] staff (title):

At this time, I am a board member, committee member, or an employee of the following organizations:

If you answer "yes" to any of the following questions, please provide a written description of the details of the specific circumstance. Attach additional sheets as needed.

Financial Interests - A conflict of interest may exist where an interested party, directly or indirectly, benefits or profits as a result of a decision, transaction or arrangement made by [ORGANIZATION NAME].

During the past 12 months (for each "yes" response, please provide a written description):

1) Has [ORGANIZATION NAME] proposed to contract or contracted to purchase or lease goods, services, or property from you or from any of your affiliated persons?

☐ Yes ☐ No

2) Has [ORGANIZATION NAME] offered employment to you (not applicable to existing staff) or to any of your affiliated persons? ☐ Yes ☐ No

3) Have you, or any of your affiliated persons, been provided with a gift, gratuity or favor of a substantial nature from a person or entity that does, or is seeking to do, business with [ORGANIZATION NAME]? ☐ Yes ☐ No

4) Have you or any of your affiliated persons been gratuitously provided use of facilities, property or services of [ORGANIZATION NAME]? ☐ Yes ☐ No

5) Have you or any of your affiliated persons been in a position to benefit financially from a decision, transaction or arrangement by [ORGANIZATION NAME]? ☐ Yes ☐ No

Other Interests - A conflict may also exist where an interested party obtains a nonfinancial benefit or advantage that he/she would not have obtained absent his/her relationship with [ORGANIZATION NAME], or where his/her duty or responsibility owed to [ORGANIZATION NAME] conflicts with a duty or responsibility owed to some other person or organization.

During the past 12 months (for each "yes" response, please provide a written description):

1) Did you obtain preferential treatment, promotion, recognition or a non-salaried appointment as a consequence of your association with [ORGANIZATION NAME] for yourself or any of your affiliated persons? ☐ Yes ☐ No

2) Did you make use of confidential information obtained from [ORGANIZATION NAME] for your own benefit or for the benefit of any of your affiliated persons? ☐ Yes ☐ No

3) Did you take advantage of an opportunity, or did you enable any of your affiliated persons to take advantage of an opportunity, that you had reason to believe would be of interest to [ORGANIZATION NAME]? ☐ Yes ☐ No

- 4) Have you or any of your affiliated persons been in a position to benefit in a nonfinancial way from any decision, transaction or arrangement by [ORGANIZATION NAME]?

☐ Yes ☐ No

Date: _____

Signature: _____

Name (Printed): _____

MAIL TO:
Registry of Charitable Trusts
P.O. Box 903447
Sacramento, CA 94203-4470

STREET ADDRESS:
1300 I Street
Sacramento, CA 95814
(916) 210-6400

WEBSITE ADDRESS:
www.oag.ca.gov/charities

**ANNUAL TREASURER'S REPORT
ATTORNEY GENERAL OF CALIFORNIA**

Section 12586, California Government Code
11 Cal. Code Regs., Section 301

(FORM CT-TR-1)

DEPARTMENT OF JUSTICE
PAGE 1 of 4

(For Registry Use Only)



Orange Unified Public Schools Foundation	106606
Name of Organization	State Charity Registration Number
234 S Willow Springs Rd	2007242
Address (Number and Street)	Corporation or Organization No.
Orange, CA 92869	33-0729327
City or Town, State and ZIP Code	Federal Employer I.D. No.

For annual accounting period (beginning 07 / 01 / 2019 ending 06 / 30 / 2020)

BALANCE SHEET

ASSETS

Cash	\$ 540
Savings	\$ 0
Investment	\$ 0
Land/Buildings	\$ 0
Other Assets	\$ 0
TOTAL ASSETS	\$ 540

LIABILITIES

Accounts Payable	\$ 0
Salary Payable	\$ 0
Other Liabilities	\$ 0
TOTAL LIABILITIES	\$ 0

FUND BALANCE

Total Assets less Total Liabilities	\$ 540
-------------------------------------	--------

REVENUE STATEMENT

REVENUE

Cash Contributions	\$ 0
Noncash Contributions	\$ 0
Program Revenue	\$ 0
Investments	\$ 0
Special Events	\$ 0
Other Revenue	\$ 0
TOTAL REVENUE	\$ 0

NET REVENUE

Total Revenue less Total Expenses	\$ 0
-----------------------------------	------

EXPENSES

Compensation of Officers/Directors	\$ 0
Compensation of Staff	\$ 0
Fundraising Expenses	\$ 0
Rent	\$ 0
Utilities	\$ 0
Supplies/Postage	\$ 0
Insurance	\$ 0
Other Expenses	\$ 0
TOTAL EXPENSES	\$ 0

I hereby declare under penalty of perjury that I have examined this report, including accompanying documents, and, to the best of my knowledge and belief, the content is true, correct and complete and I am authorized to sign.

Signature of Authorized Agent

Cynthia Olivier
Printed Name

Treasurer
Title

9/1/2020
Date

Tax Year 2019 Form 990-N (e-Postcard)

Tax Period:

2019 (07/01/2019 - 06/30/2020)

EIN:

33-0729327

Legal Name (Doing Business as):

Orange Unified Public Schools Foundation

Mailing Address:

234 S WILLOW SPRINGS RD
ORANGE, CA 92869
United States

Principal Officer's Name and Address:

Cindy Olivier

234 S WILLOW SPRINGS RD
ORANGE, CA 92869
United States

Gross receipts not greater than:

\$50,000

Organization has terminated:

No

Website URL:

APPENDIX J: OUPSF RRF-1 ONLINE FILING (2020)

Created Online On: Wed Aug 26 2020

ANNUAL REGISTRATION RENEWAL FEE REPORT TO ATTORNEY GENERAL OF CALIFORNIA – ONLINE SUBMISSION

Renew Registration – Review & Submit

NAME AND ADDRESS OF ORGANIZATION

ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION

234 S WILLOW SPRINGS RD
ORANGE, CA 92869
jcolivier5@gmail.com
7143932306

Registration Information

Charity Registration		Continue	
Registration Number:	106606	Registration Status:	Current
Date Issued:	6/30/2006	Renewal Due Date:	11/15/2020

Annual Registration Renewal Data

Gross Annual Revenue
0

DBA

Question Response Summary

For your most recent full accounting period beginning (MM/DD/YYYY)	07/01/2019
And ending (MM/DD/YYYY)	06/30/2020
Noncash Contributions (whole dollars - do not round)	0
Total Assets (whole dollars - do not round)	540
Program Expenses (whole dollars - do not round)	0
Total Expenses (whole dollars - do not round)	0
1. During this reporting period, were there any contracts, loans, leases or other financial transactions between the organization and any officer, director or trustee thereof, either directly or with an entity in which any such officer, director or trustee had any financial interest?	N
2. During this reporting period, was there any theft, embezzlement, diversion or misuse of the organization's charitable property or funds?	N
3. During this reporting period, were any organization funds used to pay any penalty, fine or judgment?	N
4. During this reporting period, were the services of a commercial fundraiser, fundraising counsel for charitable purposes, or commercial coventurer used?	N
5. During this reporting period, did the organization receive any governmental funding?	N
6. During this reporting period, did the organization hold a raffle for charitable purposes?	N
7. Does the organization conduct a vehicle donation program?	N
8. Did the organization conduct an independent audit and prepare audited financial statements in accordance with generally accepted accounting principles for this reporting period?	N
9. At the end of this reporting period, did the organization hold restricted net assets, while reporting negative unrestricted net assets?	N
Electronic Signature of Authorized Agent attesting: I declare under penalty of perjury that I have examined this report, including accompanying documents, and to the best of my knowledge and belief, the content is true, correct and complete, and I am authorized to sign.	Cynthia Olivier
Title of Authorized Agent	Treasurer

Renew Registration – Attach Documents

Document Name	View	Delete	Document Type
scan0211.pdf	View	Delete	IRS Form 990 or Form CT-TR-1
OnlineFiling_106606.pdf	View	Delete	Online Renewal Submission



Entity Status Letter

Date: 7/20/2021

ESL ID: 1755960468

Why You Received This Letter

According to our records, the following entity information is true and accurate as of the date of this letter.

Entity ID: 2007242

Entity Name: ORANGE UNIFIED PUBLIC SCHOOLS FOUNDATION

- ☒ 1. The entity is in good standing with the Franchise Tax Board.
- ☐ 2. The entity is **not** in good standing with the Franchise Tax Board.
- ☒ 3. The entity is currently exempt from tax under Revenue and Taxation Code (R&TC) Section 23701 d.
- ☐ 4. We do not have current information about the entity.
- ☐ 5. The entity was administratively dissolved/cancelled on _____ through the Franchise Tax Board Administrative Dissolution process.

Important Information

- This information does not necessarily reflect the entity's current legal or administrative status with any other agency of the state of California or other governmental agency or body.
- If the entity's powers, rights, and privileges were suspended or forfeited at any time in the past, or if the entity did business in California at a time when it was not qualified or not registered to do business in California, this information does not reflect the status or voidability of contracts made by the entity in California during the period the entity was suspended or forfeited (R&TC Sections 23304.1, 23304.5, 23305a, 23305.1).
- The entity certificate of revivor may have a time limitation or may limit the functions the revived entity can perform, or both (R&TC Section 23305b).

Web: ftb.ca.gov
Phone: 800.852.5711 from 7 a.m. to 5 p.m. weekdays, except state holidays
916.845.6500 from outside the United States
TTY/TDD: 800.822.6268 for persons with hearing or speech impairments

APPENDIX L: LOCAL BUSINESSES & LANDOWNER PROSPECT LIST

LOCAL MAJOR BUSINESSES & LANDOWNER'S LIST				
City	Company Name	Type of Orgs Supported	Website	
Anaheim	Angels Baseball Foundation		https://www.mlb.com/angels/community/baseball-foundation	
Anaheim	Apptive Environmental (Utah based, has Anaheim office)	Education	https://www.goapptive.com/ https://news.tigerwoods.com/apptive-environmental-partners-with-tgr-foundation-to-support-earl-woods-scholars/	
Anaheim	Disneyland		https://thewaltdisneycompany.com/charitable-giving/	
Anaheim	Kaiser Permanente - Anaheim	Education, Health & Human Services	https://community.kp.org/about/service-area/anaheim	
Anaheim	L-3 Communications		https://www.l3harris.com/all-capabilities/m-code-navigation-solutions	
Anaheim	Northgate Gonzalez Supermarkets		https://www.northgatemarket.com/about-us	
Anaheim Hills	Anaheim Hills Pediatric Dentistry	donates to Canyon Rim Elementary	https://www.anaheimhillspediatricdentistry.com/	
Anaheim Hills	Blackbird Contracting Services	donates to Canyon Rim Elementary	http://blackbirdcsinc.com/	
Garden Grove and Anaheim	US Metro Bank	headquartered in Garden Grove	https://www.usmetrobank.com/	
Irvine	Arcadis	sponsored OUSD Capital Programs Update	https://www.arcadis.com/en	
Los Angeles	Titan AEC	sponsored OUSD Capital Programs Update	https://titanaec.com/	

Orange	AAG (American Advisors Group)		https://www.aag.com/
Orange	AECOM Technology Corporation		https://aecom.com/
Orange	Assistance League of Orange	Operation School Bell program	https://www.assistanceleague.org/orange/
Orange	CalOptima		https://www.caloptima.org/
Orange	OCTA		http://www.octa.net/
Orange	Orange Hill Restaurant		https://www.theorangehillrestaurant.com/
Orange	Outlets at Orange		https://www.simon.com/mall/the-outlets-at-Orange
Orange	Smiles of Orange		https://smilesfororange.com/
Orange	Western Dental & Orthodontics		
OUSD area landowner	3091 Chapman Ave Apartment Investors LLC		
OUSD area landowner	BEX Portfolio Inc.		
OUSD area landowner	Boyd Orange GSA LLC		
OUSD area landowner	CGGL City Parkway LLC		
OUSD area landowner	CRC Real Estate Corporation		
OUSD area landowner	Fairfield Town & Country LLC		
OUSD area landowner	GPI-OCS LLC		
OUSD area landowner	Irvine Company LLC		
OUSD area landowner	KBS SOR City Tower LLC		
OUSD area landowner	Milan OFC LLC		
OUSD area landowner	OC OET Owner LLC		
OUSD area landowner	Orange City Mills Limited		
OUSD area landowner	Orange County Realty Investors LLC		
OUSD area landowner	OTR		
OUSD area landowner	PPF AMLI 3537 The City Way LLC		

OUSD area landowner	SaviRanch Property Holdings LLC		
OUSD area landowner	The Village at Orange LLC		
OUSD area landowner	Tustin Avenue Apartments LLC		
OUSD area landowner	Walton/GreenlawCity Plaza Holdings VI LL		
OUSD area landowner	Windsor at Main Place I LLC		
Santa Ana	Banc of California		https://bancofcal.com/about-us-profile/banc-of-california-foundation/
Santa Ana	First American Trust		https://www.firstambank.com/en-US/Wealth/Trust-and-Estate/Philanthropic-Services
Santa Ana	Orange County's Credit Union		https://www.orangecountyscu.org/about-us/in-the-community/
Santa Ana	Santa Ana Federal Credit Union		

Santa Ana	SchoolsFirst Federal Credit Union	also supports IPSF	https://www.schoolsfirstfcu.org/wps/portal/lut/p/z1/tvNdT4MwFP01eyQtIM9HNCaGoDNMttGXpmCBKrSMIU3_vcWobwPNQpOmae6555x7kwMw2AMs6IIXVHEpaKP_GXbJ7TrwNo9RbJImEsDQd7dP68RDduSC3RTAjxHAF-mHF04I5_q3AAPcFwFZBSaOaVuYFgF8wzbZl5BmccMOzcDHwVOaUEOoguhOIWDrJBCMaEIE2Q4rmDL2pz1pJO9os0KdkPe8IU0tGK6SHM5qC8YF6XsW6qk-KmxspTFkdS8qht91fRORtN4euTd6HKCIUbTAP8XMGsSaZPeRYkb7eLE2RmkYpy2AZt_7vl-VsG9UmGGHi1Kn8Bl6a0r6aO53Ohg89fDAYc6D2MO3hXYLxalrk3T1kcfxlvln5_Lumrlwx1yvp-m-gTvwMMwj/dz/d5/L2dBISEvZ0FBI59nQSEh/
Santa Ana	SoCal Gas Company		https://www.socalgas.com/
Villa Park	Rotary Club	grant to Villa Park Elementary	
Yorba Linda	RMT Motorsports	donates to Canyon Rim Elementary	http://www.rmtmotorsports.com/pages/services.html
	Cordoba Corporation	sponsored OUSD Capital Programs Upda	https://cordobacorp.com/
	Intecore Physical Therapy		https://intecorept.com/

APPENDIX M: OUSD MAJOR VENDORS LIST TOTALS \$25000+ (2020-21)

Vendor Name	Total Payment
A-Z BUS SALES INC	244,862.52
AA ATLAS PLUMBING INC	39,034.53
ABF BUSINESS PRINTING INC	38,819.76
ACCO ENGINEERED SYSTEMS INC	170,549.60
ACTIVE INTERNET TECHNOLOGIES	85,340.00
ADDICTION TREATMENT	41,210.00
ADVANTAGE WEST INVESTMENT	207,385.47
AIR EX AIR CONDITION INC	82,546.41
ALL AMERICAN SPORTS CORP	49,526.78
ALLIANT INSURANCE SERVICES	660,801.40
AMAZON CAPITAL SERVICES INC	37,588.31
AMERESCO INC	441,889.64
AMERICAN ENGINEERING	355,376.25
AMERICAN REPROGRAPHICS CO LLC	468,714.30
AMPLIFY EDUCATION INC	327,509.48
AMS.NET INC	371,514.02
ANAHEIM UNION HS DISTRICT	40,109.00
ANGELES CONTRACTOR INC	13,278,636.65
ANIXTER INC	63,396.84
APEX LEARNING INC	189,962.50
APPLE COMPUTER/EDUCATION INC	1,017,544.97
APPROACH LEARNING & ASSESSMNT	247,975.28
AQUA SOURCE	89,101.97
ARAMARK UNIFORM & CAREER	33,912.28
ARCADIS U.S. INC	806,825.65
AREY JONES EDUCATIONAL	546,839.72
ARROW RESTAURANT EQUIPMENT &	41,513.61
ARTECHE, JANENE	36,000.00
AT&T	441,677.60
ATKINSON ANDELSON LOYA RUUD &	655,956.30
AUDITORY INSTRUMENTS INC	74,059.32
AUGUSTIN EGELSEE LLP	44,600.00
AVID CENTER	78,900.00
B & H PHOTO VIDEO PRO AUDIO	86,338.59
B & M LAWN & GARDEN CENTER INC	99,293.23
BALFOUR BEATTY CONSTRUCTION	400,686.02
BANC OF AMERICA PUBLIC CAPITAL	3,901,482.18
BAROBO INC	28,386.48
BAVCO	27,715.41
BEACON AUTISM SCHOOL INC	518,764.14
BLIND CHILDRENS LEARNING CTR	53,330.03
BLUE SHIELD OF CALIFORNIA	37,874.47
BOYS & GIRLS CLUB OF CENTRAL	397,941.37
BRAINPOP LLC	54,716.25
BRANDIN, DIANA LYNN	42,361.25
BYROM DAVEY INC	1,433,256.19

C S B A	31,144.00
CAL STATE AUTO PARTS INC	35,139.20
CALIF SCHOOLS DENTAL COALITION	1,898,521.00
CALIFORNIA NEWSPAPER	40,797.59
CAMP FIRE USA INLAND SOUTHERN	503,143.59
CANNON CORPORATION	35,076.00
CANNON PARKIN INC	491,460.00
CANYON HIGH SCHOOL A S B	32,864.00
CAREERSTAFF UNLIMITED LLC	251,182.50
CARNEGIE LEARNING INC	30,670.33
CATHEDRAL HOME FOR CHILDREN	52,285.92
CDW LLC	732,211.49
CE MENDEZ FOUNDATION INC	71,108.18
CELLCO PARTNERSHIP	107,397.35
CENTER FOR AUTISM & RELATED	37,966.80
CENTRALIA SCHOOL DISTRICT	77,966.66
CERTIPOINT INC	31,462.00
CITY OF ANAHEIM	794,286.91
CITY OF ANAHEIM	265,226.73
CITY OF GARDEN GROVE	45,588.48
CITY OF ORANGE UTILITY SVCS	852,839.16
CLASSLINK INC	75,995.00
CLEAN EARTH ENVIRONMENTAL	38,125.31
CN SCHOOL AND OFFICE SOLUTIONS	60,331.39
CODEHS INC.	31,500.00
COLBI TECHNOLOGIES INC	46,028.75
COLLEGE BOARD	38,338.00
COMMERCEHOUSE LP	50,050.00
CONDAS AND ASSOCIATES	163,661.02
CONFETTI EVENTS & CATERING INC	42,048.22
CONTINENTAL ATHLETIC SUPPLY	33,605.53
CORDOBA CORPORATION	786,520.13
COUNTY OF ORANGE TREASURER TAX	139,777.38
CP PRODUCTS INC	283,628.96
CR&R INC	126,277.78
CREATIVE SOLUTIONS FOR AUTISM	42,251.45
CROWN CASTLE INTERNATIONAL COR	279,225.82
CSM CONSULTING INC	52,000.00
CTG CONSTRUCTION INC	36,067.97
CUMMING CONSTRUCTION MGMT INC	1,165,072.50
CURRICULUM ASSOCIATES INC	253,819.88
DAHLBERG, KENT & AMY	634,333.52
DAVE BANG ASSOCIATES INC	746,081.96
DAVID VOLZ DESIGN LANDSCAPE	68,861.75
DAVIS DEMOGRAPHICS & PLANNING	38,625.00
DELTA DENTAL INSURANCE CO	217,946.36
DEPARTMENT OF INDUSTRIAL	82,778.06

DEVELOPMENT GROUP INC	468,885.70
DIGITAL ELECTRIC	357,819.00
DIGITAL SCEPTER CORPORATION	41,040.00
DIVISION OF THE STATE	570,076.09
DRIFTWOOD DAIRY INC	287,299.23
DYNABOOK AMERICAS INC	5,422,326.44
E C E 4 AUTISM	167,520.00
EAB GLOBAL INC	51,011.00
EAGLE SOFTWARE	109,514.00
ECOMOTION	30,850.00
EDUCATORS COOPERATIVE	76,650.00
EKC ENTERPRISES INC	47,231.67
EL MODENA HIGH SCHOOL A S B	25,484.00
EL RANCHO CHARTER SCHOOL	73,137.29
ELITE MODULAR LEASING AND	255,683.69
ELK GROVE AUTO GROUP	140,436.44
ELLEVATION INC	124,231.25
EMICS INC	85,400.00
ENVIRONMENTAL NETWORK	99,050.00
ERMELING, BRADLEY A	28,000.00
FAIRFIELD LANGUAGE TECH	29,250.00
FISHER SCIENCE EDUCATION	60,454.36
FLEET SERVICE SPECIALISTS LLC	123,545.38
FOLLETT SCHOOL SOLUTIONS INC	95,872.51
FOOTPRINTS BEHAVIORAL	68,514.24
FRANKLIN INTERIORS	41,269.00
G K K WORKS	257,955.32
G M I BUILDING SERVICES INC	598,279.73
GAFCON INC	732,046.25
GAGGLE.NET INC	30,598.40
GATEWAY EDUCATION HOLDINGS LLC	692,991.12
GEARY FLOORS INC	38,512.72
GEORGE CHEVROLET	46,063.95
GIANNELLI ELECTRIC INC	212,741.09
GOLD STAR FOODS	852,859.47
GOODWILL SOLAC/SERVING PEOPLE	84,253.66
GORM	108,258.43
GREEN GIANT LANDSCAPE INC	55,100.00
GREEN TEAM MAINTENANCE &	457,498.17
HAMEL CONTRACTING INC.	2,931,746.04
HARLEY ELLIS DEVEREAUX CORP	1,671,326.99
HILLYARD INC	50,082.45
HOME DEPOT	91,723.41
HOTSY EQUIPMENT	154,901.96
HOUGHTON MIFFLIN HARCOURT	170,660.33
HUBERT COMPANY LLC	48,869.46
HYDROSCAPE PRODUCTS	73,944.56

I H S ENVIRONMENTAL INC	34,699.00
ILLUMINATE EDUCATION INC	109,645.75
INLAND MOVING & STORAGE CO INC	72,300.00
INSIGHT SYSTEM EXCHANGE	41,720.80
INSPECTION SERVICE OF	389,440.00
INTELLIGENT VAR TECHNOLOGY	303,797.52
INTER-PACIFIC INC	82,742.76
INTRADO INTERACTIVE SERVICES	48,287.34
IRVINE PIPE & SUPPLY INC.	25,121.19
IXL LEARNING INC	40,392.00
IZURIETA FENCE COMPANY INC	115,874.00
J & A ENGINEERING INC	76,633.00
JACOBSEN WEST	165,341.84
JAM FIRE PROTECTION INC	489,799.08
JRH CONSTRUCTION COMPANY INC	1,299,174.00
JUNIORS GOLF CARTS	80,201.96
KEENAN & ASSOCIATES	2,500,261.69
KENCO CONSTRUCTION SERVICES	113,770.00
KNOWBE4 INC	33,038.35
KNOWLAND INC	291,845.84
KONICA MINOLTA BUSINESS	625,203.83
KOURY ENGINEERING & TESTING	606,083.02
KYA SERVICES LLC	199,548.42
L P A INC	1,587,053.81
LAKESHORE LEARNING MATERIALS	177,295.54
LAW OFFICES OF HIRJI &	29,500.00
LEADERSHIP ASSOCIATES LLC	30,000.00
LEGO EDUCATION	96,040.19
LEXIA LEARNING SYSTEMS LLC	97,400.00
LIBRARY STORE, THE	27,804.30
LINDAMOOD-BELL LEARNING	37,170.51
LIONAKIS	918,870.62
LOHMANN, JOHN C	30,794.72
LY, THANH NHAN LAC	35,000.00
MARDAN FOUNDATION OF	294,294.93
MCGRAW HILL EDUCATION INC	65,566.82
MIKES CUSTOM FLOORING INC	47,936.46
MILLS, JANA	112,893.75
MISSION LINEN SUPPLY	85,810.69
MONOPRICE	32,192.83
MYSTERY SCIENCE INC.	33,723.00
N2Y LLC	29,535.00
NATIONAL CENTER ON EDUCATION	70,875.00
NEARPOD INC	112,320.00
NETSYNC NETWORK SOLUTIONS	26,306.89
NEW VISTA SCHOOL	132,290.94
NIGRO & NIGRO PC	52,727.00

NINYO & MOORE GEOTECHNICAL &	700,656.29
NIX SOLUTION	55,842.30
NTH GENERATION COMPUTING INC	104,870.25
NW SYNERGY HOLDINGS LLC	419,752.49
OFFICE DEPOT	366,304.89
OLESH, KEITH	27,298.00
ORANGE COUNTY CLASSICAL	1,918,941.00
ORANGE COUNTY DEPT OF ED	782,104.70
ORANGE COUNTY INDUSTRIAL	459,206.25
ORANGE COUNTY SANITATION	75,101.51
ORENDA EDUCATION	494,750.00
OSOWSKI CONSTRUCTION CO	59,991.55
OUSD/KEENAN & ASSOCIATES	93,604.33
OUSD/YORK	1,802,359.05
OUTREACH CONCERN INC	349,625.00
OVERDRIVE INC	38,107.25
P & A ADMINISTRATIVE SERVICES	4,025,579.65
P & R PAPER SUPPLY INC	110,205.73
P B K ARCHITECTS INC	220,332.38
P C S REVENUE CONTROL SYSTEMS	82,373.58
PAPER EDUCATION COMPANY INC	444,343.50
PARKER & COVERT LLP	119,374.76
PARKHOUSE TIRE INC	64,340.64
PBS SOCIAL/KOCE TV FOUNDATION	52,780.35
PEARSON ASSESSMENT	41,048.69
PERLSTROM, JEROME	47,795.19
PINNACLE PETROLEUM INC	467,856.53
PINNACLE PUBLIC FINANCE INC	497,170.00
PINNER CONSTRUCTION CO INC	8,810,521.80
PLATINUM PKG GROUP, THE	41,591.73
PORTVIEW PREPARATORY INC	1,037,645.55
PRENTICE DAY SCHOOL	132,485.43
PRIEST CONSTRUCTION SVCS INC	31,866.00
PROFESSIONAL TURF SPECIALTIES	29,550.00
PROGRESSIVE SURFACE SOLUTIONS	30,987.32
PROGRESSUS THERAPY LLC	188,658.50
PSOMAS	26,550.00
PUBLIC ECONOMICS INC	25,308.91
QUALITY WINDOW BLINDS	39,555.09
QUINTESSENTIAL SCHOOL SYSTEMS	132,991.46
REALITYWORKS INC	33,154.26
RED DOT UNIFORMS	56,994.61
REDMONT SIGN LLC	106,932.91
RIVERSIDE ASSESSMENTS LLC	62,685.45
RUSSELL SIGLER INC	59,585.96
RUSO FLECK & ASSOCIATES	417,476.87
SAN JOAQUIN COUNTY OFFICE OF	33,235.75

SANDBOX MARKETING INC	786,019.92
SANDY PRINGLE ASSOCIATES	53,960.00
SANTA ANA UNIFIED SCHOOL DIST	156,136.00
SANTIAGO MIDDLE SCHOOL	10,297,452.13
SCHOOL HEALTH CORPORATION	40,211.78
SCHOOL LUNCH PRODUCTS INC	410,989.03
SCHOOLS EXCESS LIABILITY FUND	139,230.68
SEESAW LEARNING INC	44,686.40
SELMAN CHEVROLET	44,027.80
SERRANO WATER DISTRICT	216,765.08
SEVERIN INTERMEDIATE HOLDINGS	87,450.00
SHIEH, DAVID AND MONICA	32,484.13
SHMOOP UNIVERSITY INC	58,050.00
SIERRA SCHOOL EQUIPMENT CO	663,220.64
SIGNAL RESTORATION WEST LLC	26,063.64
SIGNATURE PAINTING	39,150.00
SMARDAN SUPPLY CO	81,945.29
SOFTCHOICE CORPORATION	292,025.63
SOUTHERN CA LANDSCAPE INC	66,887.10
SOUTHERN CALIFORNIA EDISON CO	1,232,701.59
SOUTHERN CALIFORNIA GAS CO	220,310.67
SOUTHWEST SCHOOL OFFICE SUPPLY	763,368.33
SPECTRUM CTR - ROSSIER PARK HS	159,078.74
SPEECH & LANGUAGE DEV CTR	801,231.02
SPYDER 3D LLC	139,196.83
SSTELLHORN INCORPORATED	25,875.00
STAR OF CA A PROFESSIONAL	37,213.50
STATE BOARD OF EQUALIZATION	44,515.00
STEPPING STONES THERAPY INC	108,136.98
STRIVVEN MEDIA LLC	28,100.00
SUMMIT SPEECH PATHOLOGY SVCS	307,416.00
SUNBELT FLOORING INC	25,841.00
SUNBELT STAFFING LLC	315,771.28
SUNSET ELECTRICAL CONTRACTORS	62,008.68
SUNSTATE EQUIPMENT CO LLC	26,370.61
SUNTRUST LEASING CORP	421,114.54
SWIFT PRODUCE INC	94,478.05
SWINERTON BUILDERS	12,918,776.33
T-MOBILE USA INC	431,418.50
TAO ROSSINI A PROFESSIONAL	380,399.79
TASHA'S TRAINING AND	463,848.66
TD GRAPHICS INC	73,069.43
TECHNET PARTNERS INC	244,638.93
THE DICKLER CORPORATION	95,686.64
THE HILLER COMPANIES INC	45,827.00
THE LINCOLN NATIONAL LIFE	173,968.92
THE MASTER TEACHER INC	25,848.55

THE PITNEY BOWES BANK INC	100,000.00
THINK TOGETHER	524,106.84
THOMPSON ENGINEERING CO INC	36,852.07
TIME & ALARM SYSTEMS	134,487.18
TOMORROW'S LEADERSHIP	869,901.00
TURNITIN LLC	41,525.00
U Z B L LLC	53,140.41
ULINE INC	117,341.19
UNION BANK OF CA-PARS/ARS #	82,273.58
UNITED HEALTHCARE	53,065.73
UNITED RENTALS (NORTH AMERICA)	293,121.34
UNITY SCHOOLS SOCAL	585,529.00
UNIVERSAL PLASTICS	109,102.81
US BANK	610,706.26
USA SHADE & FABRIC STRUCTURES	64,958.57
V S ATHLETICS	60,854.40
VARSITY BRANDS HOLDING CO INC	150,841.54
VILLA PARK HIGH SCHOOL	36,621.00
VISION SERVICES PLAN - (CA)	541,014.07
VISTA HIGHER LEARNING INC	151,816.15
VISTA PAINT CORP	67,630.81
VOYAGER SOPRIS INC	83,895.00
VWR INTERNATIONAL LLC	52,060.49
WALTERS WHOLESALE ELECTRIC CO	39,125.88
WARE DISPOSAL INC	130,332.40
WEST COAST ARBORISTS INC	83,230.00
WESTERN PSYCH SERVICES	49,172.01
WINNER CHEVROLET INC	55,231.30
WW GRAINGER INC	123,283.85
XELLO INC	60,215.75
YORK RISK SERVICES GROUP	158,867.00
YOUNG MEN'S CHRISTIAN ASSOC OF	347,257.82
ZIONS BANK	380,983.59
ZONAR SYSTEMS INC	113,074.29
ZOOM VIDEO COMMUNICATIONS INC	41,961.11

APPENDIX N: OUSD SCHOOL SITE EXISTING CORPORATE & COMMUNITY PARTNERS

OUSD School Site Current Corporate & Community Partners	
School Name	Partnership Details
Anaheim Hills	Raising Cane's works with us well regularly for donating certificates for awards, and providing good cost for food options for celebrations. City of Anaheim is supportive of our garden, has planted a tree, and helps with city maintenance when we have issues.
California	Apple Computers (Apple Distinguished School)
Cambridge	Cambridge works closely with Youth Centers of Orange who often provides scholarships for our students to attend their program. We have also received cash donations from Selman Chevrolet, although it has been a few years since their last donation.
Canyon Rim	Porky's Pizza Anaheim Hills location is a great community partner for us. Blackbird Contracting Services, Disneyland, RMT Motorsports and Anaheim Hills Pediatric Dentist. We have had a ton of other businesses donate to our events but these are ones that have had a larger donation and some have even committed to coming on campus to help educate our students.
Crescent	I reach out to the following businesses for certificates to attach to our awards, in the past and currently: In-N-Out, Islands in Anaheim Hills, Raising Canes in Anaheim Hills, Rubio's, Lazy Dog in Orange, Yogurtland in Anaheim Hills, BJ's Restaurant, Broken Yolk in Orange, Carl's Jr on Tustin and La Palma, Polly's Pies in Orange, El Torito, John's Incredible Pizza Co, Concourse Bowling, Golden Spoon on La Palma and Imperial and Mimi's Cafe in Yorba Linda
Esplanade	Orange Emblem Club; Big Brothers Big Sisters; Second Harvest Food Bank (School Pantry Food Program); GRIP; Healthy Smiles; Assistance League of Orange (Operation School Bell); OC Health Care Agency (parent presentations); Orange Elks Club
Fletcher	We have done a lot of family nights at local restaurants - Panda Express, Pasta Party, McDonald's on Glassell/Katella, Miguel's Jr., Chipotle, Rubio's; we have an ongoing big lunch order from A-1 Deli so they love us! Our PTSA used to have meetings at Marie Callender's and Polly's Pies. Certificates from corporate - Shakey's, In and Out, El Pollo Loco. We have reached out to local businesses for sponsorships for our Fun Run from Chapman (and they send me their MACI students - MA in Curriculum/Instruction), KDC Construction, CEMAC Window Coverings and Interiors, FAO Schwarz, Anime Monster, Day-Lite Maintenance, Gary's Automotive, Villa Park. We also work with Assistance League of Orange and Community Foundation of Orange. Our Mandarin Program works with the Irvine Chinese School, Orange County Chinese Association, Chinese-American Association of Orange County, Global Cultural Educational Foundation

OUSD School Site Current Corporate & Community Partners

School Name	Partnership Details
Handy	Handy works with the Orange Elks and Chik Fila in Orange.
Nohl Canyon	Blaze Pizza and Nitao Nursery
	<p>We have partnered with:</p> <ul style="list-style-type: none"> • The Pizza Press at the Village for fundraiser nights and certificates for student of the month • Raising Canes on Tustin for award certificates • Chick-Fil-A on Tustin for award certificates • Yogurtland, Panda Express, and Rubio's on Tustin for fundraiser nights • Chili's in Orange on Katella for award certificates • Local community member (retired engineer) working with 5th grade students on engineering concepts as they apply to real-world situations. <p>I am beginning a partnership with SCC Pathways to Teacher Program. I'm not sure what that will look like, but I had the Student Services Coordinator as my Principal for the Day and I plan to have her again next year since we can be in person. This team is very eager to work with me to support our college focus here at Olive.</p>
Panorama	We received donations from Albertsons on Chapman and Hewes in Orange. One of our parents actually works for the corporate offices. We also receive food coupons from In 'n' Out.
Prospect	McDonald's and Carl's Jr on Chapman held fundraisers.
Running Springs	Our local Ralphs supports our school. This also seems like something that the Education Foundation of Anaheim Hills (EFAH) may interested in getting involved in.
Sycamore	Brot Coffee Co. - Adrian Contreras; Orange Hills Assembly - Pastor Brian Walkwitz; McDonald's - 1839 W. Chapman
Taft	McDonald's - Delia Hernandez on Tustin in Orange; Taft Avenue Community Church, Mobile Station-Ahmad Tabassi on Katella; The Friendly Center; Assistance League of Orange-H.A.L.O.S; and Health Smiles in Santa Ana
Villa Park	We do a teachers night at the Chapman McDonalds and the Orange Village Pizza press. We also work very closely with the VP rotary and VP women League and Orange Rotary.

OUSD School Site Current Corporate & Community Partners

School Name	Partnership Details
West Orange	When I was at West Orange, Toyota of Orange was super supportive. You might want to think about the after-school programs too. Camp Fire is awesome but so is Tony from the Boys and Girls Club organization from West Orange. On numerous occasions he funded many activities and programs for us.
Cerro Villa MS	Chik Fil A on Tustin Ave, OC Wine Mart on Lincoln, Subway in Villa Park and another Subway on Tustin and Meats, In and Out on Tustin Ave, Villa Park Rotary, Kiwanis of Orange, Assistance League of Orange, Orange Elks, Starbucks on Tustin Ave and Lincoln, We have had one-night fundraisers at Blaze Pizza, Pizza Press, Miguels Jr, Panda Express, Tutto Fresco- and maybe some others just is just what my office staff could think of right now
Portola MS	The big one for us would be GRIP. There are many resources within GRIP as well.
Orange High School	Office Depot (makes donations for underserved students) and Katella Grill

APPENDIX O: ORANGE CHAMBER OF COMMERCE CHAIRMAN'S CIRCLE (2020-21)

Chairman's Circle Members

2020-2021



CHAPMAN
UNIVERSITY

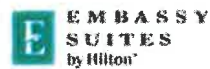
Platinum Level



Diamond Level



Ruby Level



Guzman & Gray CPAs



Gold Level

Thank you for your support!

APPENDIX P: CURRENT AFTERSCHOOL PROGRAMS (2020-21)

OUSD Schools with afterschool fee-based enrichment programs:

Anaheim Hills	Linda Vista
Canyon Rim	McPherson
Chapman Hills	Nohl Canyon
Crescent	Panorama
Fletcher	Running Springs
Imperial	Serrano
LaVeta	Villa Park Elementary
Lampson**	**Also has ASES program

OUSD Schools without after school fee-based enrichment programs:

California	Prospect
Cambridge	Sycamore
Esplanade	Taft
Fairhaven	West Orange
Handy	Cerro Villa MS*
Jordan	Portola MS
Olive*	Yorba MS
Palmyra+	*Not Identified as a Title 1 school
	+Does not receive ASES Grant Funds

OUSD schools with CARES after school childcare program

Anaheim Hills	McPherson
Canyon Rim	Nohl Canyon
Chapman Hills	Olive
Crescent	Palmyra
Fletcher	Panorama
Imperial	Running Springs
Jordan	Serrano
La Veta	Villa Park Elementary
Linda Vista	West Orange

APPENDIX Q: CURRENT OUSD AFTERSCHOOL PROGRAMS BY SCHOOL SITE (2020-21)

School Name	Fee-Based Enrichment Programming Currently Offered (Pre-Pandemic)
Anaheim Hills	Bricks for Kids, 1 on 1 Basketball, Golf Squad, Chess Masters, Parker Anderson-Robotics Builders, Mad Science, Comic Book Writing (through Chess Masters), Literacy on Stage, Palette Station, Spy Kids: Secret Agents
California	None
Cambridge	None
Canyon Rim	Mad Science, Chess Masters, Clay Class, Literacy on Stage, Bricks 4 Kidz, Hip Hop, Stem Botz.
Chapman Hills	Bricks 4 Kids, Academic Chess, Mad Science, Code to the Future, Soccer Clinic, Great Clay Adventure
Crescent	Chess Masters, Academic Chess, Mad Science, Literacy on Stage, Comic Creator, Tennis, Pickle Ball, Frisbee Golf, Cooking Class, Coding
Esplanade	None
Fairhaven	None
Fletcher	i-9 Sports, Dance Corner, Mandarin Calligraphy, Brain Builders (Legos), Opa Elite Soccer and Speech & Debate
Handy	None
Imperial	Academic Chess, Strategic Kids (legos), Tennis, Frisbees and Coding
Jordan	None
La Veta	Academic Chess, Basketball, Art and Soccer
Lampson	O.C. Pacific Soccer League
Linda Vista	Academic Chess, Coding, Hip-Hop Dance, Minecraft, Rocket Science, Lego Engineering, Clay, Basketball, Flag Football, Soccer, Cooking, Robotics, Jewelry Design, Art, Weird and Wacky Science, Spanish, Magic Academy and Chem Kids
McPherson	Tryfitt (baseball/softball), OC Arts Studios, Academic Chess, Mad Science, Great Clay Adventure, Conversa Spanish, Parker-Anderson Rocket Science and Astronomy
Nohl Canyon	Mad Science, Spanish, Academic Chess, Tennis, Art/Drawing, Clay, Bricks 4 Kids, Robotics, Dance and Cooking
Olive	None
Palmyra	None

Panorama	Academic Chess, Bricks 4 Kids, One-on-one basketball, Paleyye Station (Ilooking for offering Spanish next year)
Prospect	None
Running Springs	Musical Theatre, Spanish, Academic Chess, Legos (Bricks for Kids), music (instruments and vocals)
Serrano	Dance Grooves, Mad Science, Bricks 4 Kids, OC Art Studios, Academic Chess & Origami, Clay Adventures, Conversa Spanish, Fashion Camp, Junior Magicians, Moves by Kids, IncrediFlix, Park's Tae Kwon Do USA, WarWar Academy Tutoring
Sycamore	None
Taft	None
Villa Park	Academic Chess, Mad Science, Golf, Hip Hop Dance, Musical Theater, Spanish, Fashion Design, Art, Legos
West Orange	None
Cerro Villa MS	None
Portola MS	None
Yorba MS	None
Orange High School	None

OUSD Public Schools Foundation

Getting Started

- Memorandum of Understanding with OUSD
- Establish Board Leadership
 - How many board members total?
 - Representation from each level of OUSD
 - Comprised of educators and parents (Pre-K, K-6, 7-8, 9-12)
 - At least 1 member of ELAC (English Learner Advisory Committee)
 - Business and community leadership (2 members)
 - It would benefit the foundation to have someone with CSPG certification (Certified Specialist in Planned Giving) on the board to handle planned giving implementation.
- Establish Advisory Council (annual / bi-annual meetings) (IPSF recommendation)
 - Business and community leadership
 - Membership from existing OUSD foundations and OUCPTA
 - OUSD district liaison
 - Mental health representation
- Mission Statement / Vision Statement
 - Who are we?
 - Who do we serve?
 - Incorporate language in support the EDGE four focus areas: Excellence in Academics and Leadership, Dedicated and Engaged Communication, Genuine Wellness and Safety, Efficient Utilization of Fiscal Capital
- Branding
 - Establish new Foundation name – existing name is Orange Education Foundation, but it gets confused with the Community Foundation of Orange.
 - One suggestion for a new name is Orange Unified Public Schools Foundation (OUPSF).
 - Should be representative of all the cities OUSD serves.
 - Create identifiable logo, fonts, colors, etc.
 - Tagline
- Strategic Plan Development
- Bylaws Review and Revision (Orange Education Foundation bylaws review and modification)
- Finance / Accounting Review
 - Budget, accounting practices, bank records, overall financial health
 - Audit status
 - Insurance
- Committee Roles and Areas of Emphasis (Volunteer Opportunities):
Recruit diverse committee members and community business leaders who represent the needs of our diverse and expansive school district.
 - Community Engagement (Community Liaison)
 - Establish community and business partnerships/sponsorships
 - Marketing and Social Media

- Craft and share stories that will inspire our OUSD community
 - Inform the community of Foundation events and activities
- Website Development
- Finance Team
- Fundraising Committee
 - Research and propose new fundraising opportunities to the board
 - Create leadership and job description/training resources for each fundraiser
 - Establish master fundraising calendar including committee due dates and responsibilities
- Donor Database Management & Stewardship
- Programs Specialist
 - Competition groups (robotics, speech and debate, esports), afterschool enrichment, summer programming, clubs
 - Mental health programs and support
 - STEAM programs
 - VAPA expansion
- Planned Giving – see Ways of Giving and Planned Giving Options
- Grants
 - Identifying and applying for qualifying grants
 - Creating an educator grant program
 - Facilities grant program (some examples – playground upgrades, shade structures, bathroom remodels, etc.)
- Events Team
 - Create an annual awards ceremony (donor recognition, student success, scholarship awards, teacher grants, community partner awards, etc.)
 - Catered by ELMO Culinary program?
- Scholarships
- Matching Gifts Coordinator
- PTA / PTO / Foundation Liaison
- Surveys:
 - District site surveys for their greatest areas of need
 - District wide survey of parents / families for their greatest areas of need
- Collaborate with Existing OUSD Foundations
 - Invite their leadership to meetings / email distribution list
 - Create an MOU between existing OUSD foundations and district wide foundation
 - Coordinate event calendars to avoid scheduling conflicts

Building Community

- Sharing our new name, and our mission and vision: Who are we, and who do we serve?
- Increase community awareness, engagement, and trust
 - Establish social media presence
 - Attend district and school site events
 - Share the foundation story (who we are, what we have done)
- OUSD Community Building
 - Meet with school site leadership and parent groups
 - Attend staff meetings every year (fall)
 - Share updates
 - Ask for input – needs assessments by site
 - Attend OUCPTA meetings to share updates
 - OUSD district leadership liaison
- Crafting the Story of OUSD
 - Collecting and sharing stories of the people who make up OUSD and make us unique/special
 - History of OUSD and our schools
 - Educators, administrators, students, alumni
 - Award winning programs and schools
 - Innovation
 - Technology
 - Demographic representation
 - Individual campus needs assessments
 - Each site will have unique needs and require representation by the Foundation.
- Establish Community and Business Partnerships
 - OUSD Mentorship Program
 - Connect high school students with elementary and middle school students for mentorship, tutoring, and service project opportunities.
 - Create an application and interview process for mentors
 - Local Chambers of Commerce, Rotary Club, Kiwanis, Ebell Club, Lions Club, Assistance League, etc.
 - Local Community Colleges and Universities
 - College and career readiness
 - College prep classes
 - Internship opportunities
 - Connecting local businesses with our CTE pathways and campus clubs for internship opportunities and sponsorship

Building Equity Districtwide

- Equity within the district – To create equitable access to funding and support
 - Establish programs based upon our individual campus needs assessment results
- Equity within the schools – At the school site level, identify areas of need and provide equitable opportunities
 - Basic Needs Fulfilment
 - Mental Health Access
 - College Prep Access
 - Scholarship Opportunities

Fundraising Opportunities

- What are the current fundraisers and events?
- What new fundraisers would we like to implement?
 - City of Orange International Street Fair?
 - <http://www.orangestreetfair.org/event-info/community-booths/>
 - 9/3-9/5/2021
 - City of Anaheim Annual Fireworks Fundraiser?
 - 8 guaranteed spots to Anaheim high schools, 8 spots awarded by lottery
 - 6/27-7/5 annually
 - Week of Giving?

GivingTuesday is a global generosity movement unleashing the power of radical generosity. GivingTuesday was created in 2012 as a simple idea: a day that encourages people to do good. Since then, it has grown into a year-round global movement that inspires hundreds of millions of people to give, collaborate, and celebrate generosity. Whether you participate on #GivingTuesday during the months leading up to it, or as a way to launch your holiday giving campaign, there are many ways for charities, businesses, and individuals to make a difference.

 - GivingTuesday 2021 – November 30, 2021
 - <https://www.givingtuesday.org/>
 - <https://www.givingtuesday.org/united-states/>
 - <https://www.givingtuesday.org/united-states/how-to-participate-in-givingtuesday/>
 - Resources for school site participation: <https://www.givingtuesday.org/united-states/givingtuesday-for-schools-universities/>
 - https://www.charities.org/givingtuesday-ideas-resources-companies-nonprofits-and-individual-donors?gclid=CjoKCQjw8laGBhCHARIsAGIRRYoTgKQhYPftGUHb3O1nOkDN0FLZoxWn0awZcfdWNZUzDevVo9bpJboaAmjkeALw_wcB
 - Amazon Smile – by designating the Foundation as a beneficiary, we will get a percentage of all purchases made through Amazon Smile. Could be a great way to get some people who no longer have kids in the schools to still be involved.
 - https://smile.amazon.com/gp/chpf/homepage?orig=%2Fref%3Dsmi_se_dshb_bk_smi
 - Grocery Store Programs
 - Vons / Pavilions: <http://vonsfoundation.org/>

- Albertsons: <http://national.albertsonscorporationsfoundation.org/get-funded/grant-funding-guidelines-southern-ca/>
- Kroger:
 - <https://www.thekrogerco.com/community/>
 - <https://www.kroger.com/i/community/community-rewards>
- Round up Programs:
 - <https://changeupforcharity.com/>
 - <https://www.roundupapp.com/for-nonprofits>
- Event Ideas:
 - Create Community Building Events and Engagements
 - Gala – Recognition Banquet – An annual awards ceremony (donor recognition, student success, scholarship awards, teacher grants, community partner awards, etc.)
 - Catered by ELMO Culinary program and feature performances by OUSD students
 - Auction and basket raffle?
 - Multicultural Fair – Spring
 - Host outdoor fair for K-12 students and families to celebrate our different cultures through activities, crafts, food, and performances from cultures around the world.
 - Participants will receive a “passport” that they can get stamped at each of the country booths present at the fair.
 - Passport Photo Booth
 - Scavenger Hunt – Prizes for getting all countries stamped in passport
 - Volunteer Opportunities:
 - Country Representatives will host a booth of their country. Bring cultural artifacts and/or music from home, lead an activity that is special to their culture, and/or share about their cultural heritage.
 - Cultural performances on the main stage
 - Partner with local businesses for food and game vendor opportunities
 - Request gift-in-kind donations and / or donation from their profits from the event
- Enrichment Programs – limited to start, and suggest we modify to emphasize equity
 - Fee-based programs will take a lot of manpower and time that our volunteers won’t have in the beginning stages of this foundation (IPSF has 7 full time paid employees working on their fee-based programs), so I propose we focus our resources on partnering with local businesses and corporations to ask for sponsorships to provide quality afterschool programs to our schools that do not have active parent groups, have less access, and/or do not have any current offerings for their students.
 - This program will achieve the following goals: equitable access, community awareness and engagement, and maximizing the potential for community partnerships.
- 1. Survey school sites (K-8) to find out what types of afterschool programs they currently offer their students – recommendation – start by offering enrichment opportunities to schools without any current programming.
 - a. Existing fee-based enrichment program offerings by school site (6/2021):

School Name	Fee Based Enrichment Programming Currently Offered (Pre-Pandemic)
Anaheim Hills	Bricks for Kids, 1 on 1 Basketball, Golf Squad, Chess Masters, Parker Anderson-Robotics Builders, Mad Science, Comic Book Writing through Chess Masters, Literacy on Stage, Palette Station, Spy Kids, Secret Agents
California	None
Cambridge	None
Canyon Rim	Mad Science, Chess Masters, Clay Class, Literacy on Stage, Bricks & Kids, Hip Hop, Stem Botz
Chapman Hills	Bricks & Kids, Academic Chess, Mad Science, Code to the Future, Soccer Clinic, Great Clay Adventure
Crescent	Chess Masters, Academic Chess, Mad Science, Literacy on Stage, Comic Creator, Tennis, Pickle Ball, Frisbee Golf, Cooking Class, Coding
Esplanade	None
Fairhaven	None
Fletcher	1-9 Sports, Dance Corner, Mandarin Calligraphy, Brain Builders (Legos), Opa Elite Soccer and Speech & Debate
Handy	None
Impetal	Academic Chess, Strategic Kids (Legos), Tennis, Fritzbies and Coding
Jordan	None
La Vela	Academic Chess, Basketball, Art and Soccer
Lempson	O.C. Pacific Soccer League
Linda Vista	Academic Chess, Coding, Hip-Hop Dance, Minecraft, Rocket Science, Lego Engineering, Clay, Basketball, Flag Football, Soccer, Cooking, Robotics, Jewelry Design, Art, Wand and Wacky Science, Spanish, Magic Academy and Chess Kids
McPherson	Tri-Bot (baseball/softball), O.C. Arts Studios, Academic Chess, Mad Science, Great Clay Adventure, Converse Spanish, Parker-Anderson Rocket Science and Palminomy
Nash Canyon	Mad Science, Spanish, Academic Chess, Tennis, Art/Drawing, Clay, Bricks & Kids, Robotics, Dance and Cooking
Olive	None
Palmyra	None
Panorama	Academic Chess, Bricks & Kids, One-on-one basketball, Palette Station (looking for offering Spanish next year)
Prospect	None
Running Springs	Musical Theatre, Spanish, Academic Chess, Legos (Bricks for Kids), music (instruments and vocals)
Serrano	Dance Grooves, Mad Science, Bricks & Kids, O.C. Art Studios, Academic Chess & Origami, Clay Adventures, Converse Spanish, Fashion Camp, Junior Magicians, Movies by Kids, Incredible Park's Tae Kwon Do USA, WarVets Academy Tutoring
Sycamore	None
Taft	None
Vista Park	Academic Chess, Mad Science, Golf, Hip Hop Dance, Musical Theatre, Spanish, Fashion Design, Art, Legos
West Orange	None
Cerro Vista MS	None
Portola MS	None
Verba MS	None

b. What are the current needs at each site – what would they like to offer?

- Expand VAPA, STEAM, Science Olympiad, Robotics, Mock Trial, Debate, etc.
- Number of students each program currently serves – vs. total student population
- Types of programs by grade level or subject category
- Do they have existing programs/vendors that they like? Company names/contact information

c. Compile data, estimate program costs, and present to the board for review and approval.

- Create a campaign that reaches out to our community business leaders and corporations for sponsorship of these valuable enrichment programs for our students.
- Coordinate with school sites for program implementation.

• Service-Based Programs:

- Tutoring
- Food Insecurity
- Shoes That Fit – Partnering Opportunity

Shoes That Fit tackles one of the most visible signs of poverty by giving kids in need new athletic shoes to attend school with dignity and joy. Together, we can make a difference to kids in need. We can alleviate this simple burden. We can stop bullying by making sure no child is wearing shoes that are too old or smelly or too inappropriate. Since our founding in 1992, we've provided over 2 million pairs of brand-new shoes and other necessities to children across the United States. Our vision is that one day, every child in America who needs new shoes gets new shoes, allowing all children the opportunity to reach their highest potential.

- <https://www.shoesthatfit.org/>
- <https://www.shoesthatfit.org/you-can-help/sponsor-groups/>

- Community Closet Program – to benefit OUSD foster and homeless youth

Ways of Giving

- Cash Gifts
 - Cash, credit, checks
- Electronic Fund Transfer (PayPal, Square, Zelle, etc.)
- Matching Gifts
 - Many companies will match the charitable contributions of their employees. [Click here](#) (Webb example).
 - United Way – OUSD Foundation is already a United Way certified organization where people can direct their gifts to our organization.
- Securities or Stock (CSPG – Certified Specialist in Planned Giving – see planned giving below)
 - Donors may realize substantial tax savings by transferring appreciated stock to the Foundation prior to their sale. Capital gains on the amount of the appreciation are avoided and the donor receives a tax deduction for the full market value. For stock transfer instructions, contact with the stock name, number of shares and anticipated date of transfer.
- Gifts of Real Estate or Property (CSPG)
 - Real estate and property that has realized significant appreciation can also provide significant tax consequences for a donor. Similar to the situation with securities, if the ownership of the property is transferred to the Foundation prior to the sale, the donor will likely avoid capital gains tax associated with that appreciation. Some donors also find it attractive to consider a transfer of full or partial business interests or partnerships.
- Life Insurance (CSPG)
 - The Foundation can be a total or partial beneficiary of an existing whole life insurance policy, or a new policy may be taken out for this purpose. Life insurance can be used to cover charitable gifts made from your estate.
 - Annuities may also be given to the Foundation.
- Bequests and Testamentary Trusts (CSPG)
 - Gifts made through your will can be made to OUSD either through a new document or a codicil to an existing will. You may specify a dollar amount, or a piece of personal property, or you may specify a percentage of your total estate. Gifts through bequest may also help reduce federal estate tax liability.
- Charitable Trusts and Life Income (CSPG)
 - Trust agreements are individually written to accommodate the donor's wishes. We can help you make a decision regarding specialized financial plans. However, you are urged to discuss your plans with your attorney and financial advisors.
- Remainder Interest on a Personal Residence or Farm (CSPG)
 - You may retain a life interest in your home or farm while deeding the property to the Foundation. Though you may continue to live in or use the property, you may claim a tax deduction at the time the property is transferred.

Planned Giving Options:

There are many ways to leave a legacy. We would need a CSPG (Certified Specialist in Planned Giving) to help us implement the following options:

- A Provision in Your Will or Living Trust;

- Beneficiary Designation of Your IRA, 401(K), or Other Retirement Plan;
- Beneficiary Designation of Life Insurance;
- Charitable Trusts;
- Charitable Gift Annuities.

Potential Areas of Financial Benefit to OUSD via Planned Giving:

- Programs
 - Enrichment
 - Mental Health Access
 - College and Career Readiness
- Scholarships
 - Field Trips / Enrichment Programs
 - College Tuition
- Endowments (to benefit scholarships and programs)
- Capital Investments / Infrastructure
 - Naming Rights

Orange Unified School District – Data from 5/2021 meeting

Located in central Orange County

Serves portions of the cities of Anaheim, Garden Grove, Irvine, Orange, SantaAna, Tustin, Villa Park, Yorba Linda and unincorporated areas of the County

Largest school district in the County by geographic area encompassing 108squared miles

Operations

- Began operations in 1953
- Currently operates
 - 26 elementary schools
 - 1 magnet school
 - 3 middle schools
 - 2 charter schools
 - 4 high schools
 - 1 special education site
 - 1 community day school
 - 1 continuation high school
- Enrollment for FY 2020-21 24,086

Employment (FTE)

- 1,203Certificated
- 1,004Classified
- 142 Management, Supervisor

APPENDIX S: FULL STAKEHOLDER SURVEY RESULTS & COMMENTS

STAKEHOLDER SURVEY REPOSESES

1. If you feel like there is a need for the districtwide educational foundation, please explain why. If you feel like there is not a need, please explain why not.

A foundation will help create more equity in our schools, especially for schools that do not have the resources to start their own foundations or PTA's that have been widely used to supplement education in many of our schools in the past. I also think a district foundation is critical in building community investment in our public schools. We have a lot of work to do to undo bad reputations of some of our schools and the district (especially with people who no longer have children in our schools).

The district can't depend on state and federal funding alone. We must access funding sources outside of public domain and tap into private funding sources. Any program related goals can't be met without funding.

Since there is an inequity of providing programs across the district, the foundation could help support fee-based programs district wide, rather than at just a few schools.

To foster a relationship between OUSD and our surrounding community/businesses. Any opportunity to support our schools, our students, and our teachers with smaller class sizes, enrichment programs, and general support through an additional source of revenue is worth exploring.

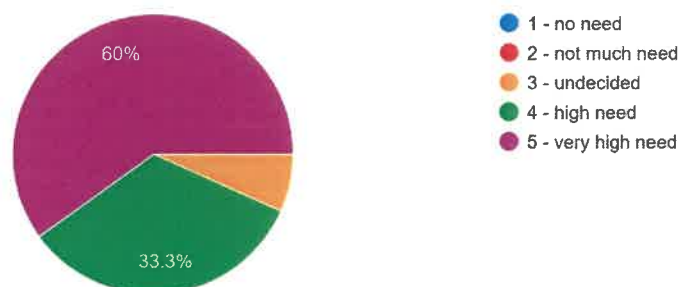
I feel there is a need for more after school enrichment activities for students the students need more art, science, sports, and things like chess to add to their lives. We used to have people who came to teach ceramics, hands on science activities, and more after school. Parents and kids loved it. How wonderful would it be to have it available at all schools.

The funding for education provided by the government is not enough to provide an overall enriching experience for our students.

This in an incredible community building opportunity. Once we can gain the trust and respect from our diverse communities throughout the district, we will be a le to raise funds, awareness and establish partnerships that will benefit all OUSD students for many generations to come.

On a scale of 1-5, how would you rate the need for a foundation to lead fundraising efforts to support all OUSD schools?

15 responses



2. If there was an education foundation or fundraising program to support students districtwide, what do you think that could look like?

Collaborative approach with the greater Orange/Villa Park community

Many schools in OUSD do not have parent support financially. We would need to work with businesses, non-profits, and individual donors to raise money to help schools that need resources to engage students during and after school. We need to give all students opportunities to compete, join clubs, and have enrichment activities after school as well.

It could be like the Fullerton Education Foundation. Demographics are similar and they are also a district foundation

I think a foundation then would be an organization that provided outreach and support for the district within the community. Using both in person communication, social media, and traditional media, a foundation could continue to highlight OUSD schools, build community investment, and then leverage that attention and investment to raise funds through corporate partnerships and community fundraising events. While doing this, the foundation could take some of the work off the districts shoulders to self-promote and make those connections themselves, so the district can focus on student needs.

Model a foundation after the Tustin Public Schools Foundation. They have a great community event that is also a fundraiser. They have grant opportunities for teachers, and partnerships with area businesses. I believe it could be enrichment and assistance learning after school and/or during the summer/winter break.

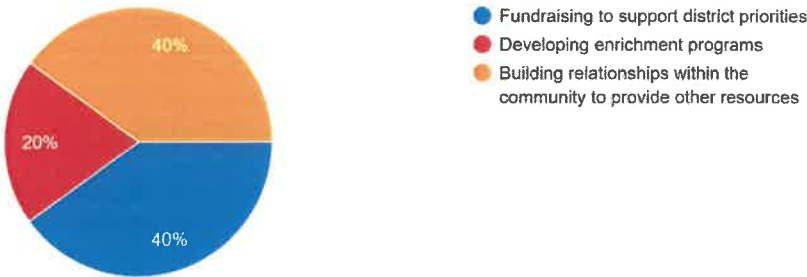
An organization known in the community that focuses on its mission and delivers. Annual events held to raise funds and foster community support.

A district-wide fundraising organization would be invaluable in supporting the community, our schools, and even our teachers. We could implement planned giving programs to support larger capital projects, offer endowments that would enhance our educational programs such as STEM, Arts, Sports, Early Childhood, etc., and community-wide events that would unify our OUSD community for the benefit of all our schools. Teachers could apply for annual grants that would be funded by endowments, and we could even provide endowed “chairs” or paid faculty positions using these types of funds.

A board that is a broad representation of our community. It should include individuals that understand how to properly manage and perform key functions to stay in compliance as well as a set of members that are great at grant writing and fundraising. It would include sub-committees that perform specific tasks and/or manage specific events.

Which area do you think that a new foundation could be most helpful in supporting OUSD?

15 responses



3. Are there other areas of need that you would recommend the foundation address?

I would love to see opportunities that McPherson has created through their foundation, brought to schools with less financial help available from parents. I believe there are a lot of parents eager to help their children's school. However, they may not be financially able to do so at this time.

Prioritize STEAM: including teacher training, providing equipment, and offering summer programs. I think the foundation could play a key role in continuing to change the conversation about OUSD public schools and what they have to offer our community as we continue to shed old and misinformed reputations.

I would love for both elementary and secondary schools to be an equal focus. At the secondary level, the bond focused on STEM and perhaps this foundation could focus on VAPA/Languages. Perhaps elementary could focus on raising money for STEAM.

The foundation would have the ability to address a lot of district needs. From renovating facilities with planned giving income, to endowments that would provide stable cash flow for school-wide or district-wide annual programming initiatives, to teacher or school site grants and scholarships. It would be great to emphasize equity and diversity messaging to ensure equal opportunity for success to all OUSD students.

Focus on development of new district offices – the face of our District needs an uplift. New facilities could go a long way to engage the community and provide spaces for community activities. Make everyone feel they are a part of our district regardless of whether they have students attending or not.

4. If you could choose only one thing, what would you like to see a new foundation do for our school district?

Met equity gaps throughout the diverse district, including gaps within schools beyond socio-economic gaps.

Create better student experiences and enhance our reputation in the community (which also enhances student pride/experiences).

Provide Visual and Performing Arts at elementary AND secondary level.

Support Class size reduction.

Gain more support from our community.

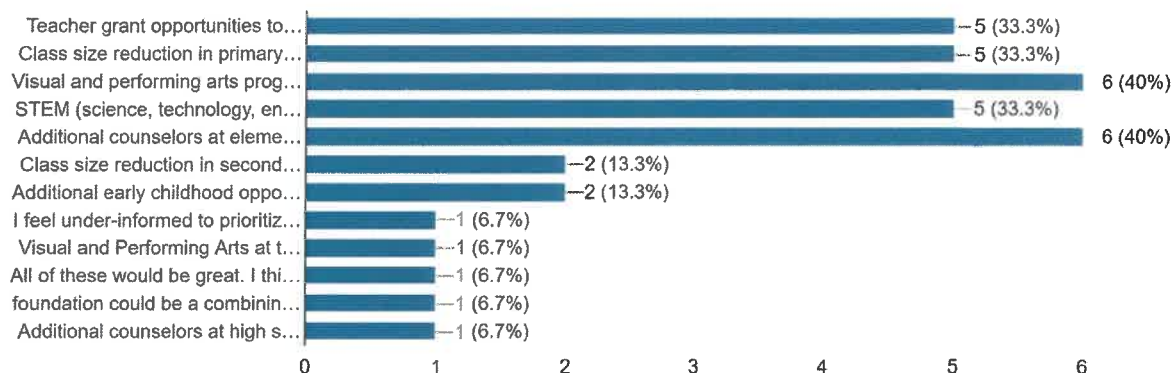
We have schools with many resources and connections with the community and others that do not. I would love to see the new foundation advocate for resources and community investment for all OUSD schools. Otherwise, closing the equity gap will remain an important, but out-of-reach goal for our district.

If we could only do one thing, it would be wonderful to support our struggling populations with food programs and school supplies. There are a lot of great backpack programs that provide food to get families through the weekends, and that provide school supplies and new shoes for students who struggle financially. One program I have been involved with is called Shoes That Fit (<http://www.shoesthatfit.org/>), and they provide new backpacks containing school supplies and brand-new shoes for their at-risk students.

Provide after school programming for C-STEM competition and bring back Math Pentathlon. Provide opportunities for students that are not currently funded by the government.

What should be included as a focus for fundraising support? (select 2)

15 responses



5. The success of an education foundation depends on the engagement of the community. Do you have relationships with corporations or organizations that you think would be interested in supporting OUSD through a new foundation, either financially or through volunteering?

I am not sure how financially fluid companies are after this past year, but if our foundation was a 501(c)(3), it would be an encouraging opportunity for businesses and individuals to participate either financially or with their time. I do not have contacts for corporations but can help brainstorm businesses we could approach.

Not that I can think of at the moment, but I love talking to people about our schools and students and what they need to succeed.

I believe our Rotary Clubs would be a BIG start!

I don't have direct relationship with corporations or organizations with which we could partner with, but once the foundation was up and running, I don't think it would be difficult to cultivate that level of support.

I have contacts through volunteering. I do not have specific corporate contacts, but I know that most have charitable initiatives.

6. After hearing about IPSF program offerings, which fee-based enrichment opportunities do you think our community would be most interested in?

It is hard to answer this question with the word "our" community since the OUSD community is extremely large and very diverse. He mini communities within its boundaries need different things. At the Title 1 schools where my children attend, fee-based enrichment programs would not be highly utilized. We could use smaller class sizes, music and art at the lower grades, ore access to higher level academic classes at the high school level and PE and afterschool sports in our elementary schools so our kids could be ready to compete at a higher level in high school.

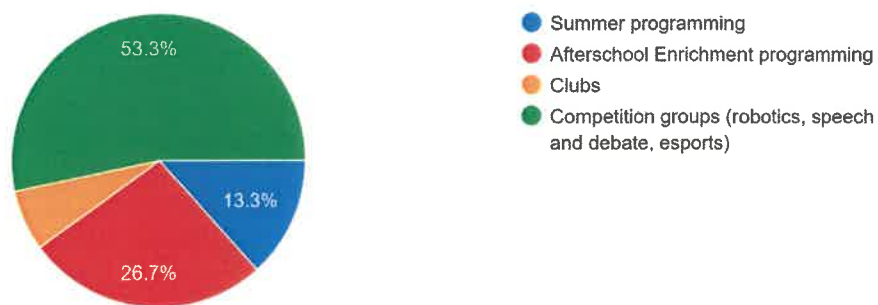
Our communities would be interested in summer and break enrichment K-12 and acceleration programs 7-12. Innovative in-class models/programs that provide training and support for teachers. Scholarships/competitions that push innovation for both students and teachers/educators. Community building activities and events that ultimately can still raise funds. Afterschool programs at all schools.

After school classes and enrichment such as Gamemaker, Humorous acting, sculpting with polymers, cooking, cartooning (any drawing), computer animation, Jr. Magician, Chess, Broadway playhouse, coding, and debate/mock trial, or any type of STEAM class.

Many schools already have robust program offerings and the people and resources to manage those offerings. A district wide foundation could bridge the gap in accessibility to programs for our student populations with the highest need, by seeking funding from outside sources (community partners or business leaders) INSTEAD of charging our families. By providing that resource to those students without burdening the families, we are building community relations, providing equity, and elevating the student experience. Once we achieve success with those programs, we could offer expanded services to our other schools.

What should be included as a focus for developing enrichment programs?

15 responses



7. What can OUSD do to support the efforts of the Orange Unified Public Schools Foundation (make meeting rooms available, communication, etc.)?

Space to meet would be great.

Beginning the process of starting the foundation with this feeling of overall support from OUSD is helpful.

Provide a space to meet and storage space.

Provide initial funding or assist in funding to set up 501(c)(3) and PR materials (business cards, letterhead/envelopes).

Provide PR access through district channels.

Select a non-voting/advisory presence by OUSD leadership at foundation board and executive admin planning meetings.