

Operational Bylaws



Sharyland ISD Education Foundation, Inc.

June 15, 2009 Revised and approved

August 11, 2009 Revised and approved

June 01, 2011 Revised and approved

May 09, 2012 Revised and approved

February 18, 2015 Revised and approved

February 10, 2016 Revised and approved

February 19, 2019 Revised and approved

February 13, 2020 Revised and approved

March 4, 2021 Revised and approved

February 21, 2023 Revised and approved



**BYLAWS
OF THE
SHARYLAND ISD EDUCATION FOUNDATION**

These Bylaws govern the affairs of the SHARYLAND ISD EDUCATION FOUNDATION, INC., (the "Corporation" :), a nonprofit Corporation organized under the Texas Non-Profit Corporation Act. The name of the Corporation, its corporate purpose, and the terms of its existence are set forth in the Articles of incorporation filed with the Secretary of State of Texas, as the same may from time to time be amended. These Bylaws are subject to the provisions of the Articles of Incorporation.

**ARTICLE I
OFFICES, CORPORATE SEAL**

Section 1.01. Registered Office. The registered office of the Corporation in Texas shall be that set forth in the Articles of Incorporation, or in a resolution of the Directors filed with the Secretary of State changing the registered office.

Section 1.02. Other Offices. The Corporation may have such other offices, within the State of Texas, as the Directors shall from time to time determine.

**ARTICLE II
BOARD OF DIRECTORS**

Section 2.01. Members. The Corporation shall have no members. All corporate actions shall be approved by the Board of Directors as provided in these Bylaws. All rights which would otherwise rest in the members shall rest in the Directors.

Section 2.02. General Powers. The property, affairs and business of the Corporation shall be managed by the Directors.

Section 2.03. Property. No Director shall have any right, title or interest in or to the property of the Corporation.

Section 2.04. Number. Qualification and Term of Office. The number of Directors shall be at least 20 and not more than 35; however, the number of voting Directors may be increased or decreased to any odd number, by amendment of these Bylaws.

- (a) New Directors must be nominated to the Board of Directors by an existing Director by submitting an application to the Board Secretary. Board Secretary shall present the nominee application during an Executive Board Member meeting for their consideration and vote. If voted to serve on Board of Directors the newly nominated Board of Director will be invited to the following Regular Board meeting as an official new Director.
- (b) Each elected Board of Directors will be required to pay an annual membership fee of \$100. The Board of Directors will be required to sell a minimum of 2 tables at our annual Gala event and also secure funds for our annual Scholarship Drive. Exemptions to the latter may be made if voted on and approved by the Executive Board of Directors. The Board of Directors will and or be expected to secure auction items for fundraisers and will be expected to volunteer in some capacity at all fundraising events.

- (d) Each elected director shall hold office until the annual meeting two (2) years following his or her election and until a successor is elected, or until his or her death, or until resignation, or until he or she is removed in the manner hereinafter provided. Elected directors may be re-elected to successive terms. Persons, including representatives and directors of banks or trust companies who serve as investment advisors, custodians, or agents for or with respect to funds of or held for the benefit of this Corporation, shall never constitute more than one-half of the Directors of this Corporation
- (e) **HONORARY BOARD OF DIRECTORS:** The number of Honorary Board of Directors shall not be more than 5. Honorary Board Directors must submit an application to the Board Secretary annually and must have served on the regular Board of Directors for a minimum of one year. Board Secretary shall present the honorary nominee to the Board of Directors during a regular meeting for their consideration and vote. Honorary Board of Directors will be will be required to pay \$100 for annual membership fee. Honorary Directors will also be required to sell a minimum of two tables at our annual Gala and to secure funds during our annual Scholarship Drive. Additionally, Honorary Directors will be expected to provide auction items for Gala event. Honorary Board of Directors will be exempted from the attendance and volunteer requirements. However, the Honorary Board of Directors will be allowed to vote on any items presented in meetings they are present for. Honorary Board of Directors are allowed to have a proxy present in meetings to vote on their behalf.
- (f). **COMMUNITY MEMBERS:** Community Members will not sit on the Board of Directors. Community members will serve to promote community inclusion for the district and The Sharyland ISD Education Foundation. Community members will be required to give \$30 in annual dues regardless of the month that they join during the school calendar year. Community Members will be invited to volunteer at all fundraising events. Additionally, Community Members will be given access to all Foundation monthly meeting reports. These reports will be submitted to members no more than two weeks post meeting adjournment. Community Members will be able to submit suggestions, concerns, questions, and fundraising ideas to be discussed at regular board meetings no less than two weeks prior to board meeting. All Community Members correspondence will be reviewed by the Executive Board of Directors for consideration prior to being presented at the regular board meeting. Executive Board of Directors may request Community Members to present such items at a regular board meeting if deemed pertinent and beneficial to the betterment of the Sharyland ISD Education Foundation. A Sharyland ISD Education Foundation email address will be created and given to all Community Members for all such correspondence. All Community Members will have the option/opportunity to be up for nomination to the Board of Directors for the following school calendar year based on commitment to the district and Foundation

Section 2.05. Resignation. Any Director of the Corporation may resign at any time by giving written notice to the President or to the Secretary of the Corporation. The resignation of any Director shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 2.06. Vacancies. Any vacancy in the position of an Elected Director caused by death, resignation, disqualification, removal, or any other cause, shall be filled by a majority vote of the Board of Directors and the Director so elected shall hold office for the remaining term of that Directorship and until his or her successor shall be duly elected and qualified by the remaining Directors. Any vacancy in the position of a permanent Director as noted in Section 2.04 shall be filled by the same person filling the school district position.

Section 2.07. Place of Meeting. The Board of Directors may hold its meetings at such place or places, within the State of Texas, as it may choose.

Section 2.08. Annual Meeting. The Annual Meeting will be held as soon as practical and not more than ninety (90) days after the beginning of a new fiscal year. The annual meeting of the Corporation shall be held for the purpose of election of officers of the Corporation and any other business or transactions as shall come before the meeting. Notice of the annual meeting shall be given in writing by the Secretary to all Directors not less than ten (10) days prior to the meeting.

Section 2.09 Regular Meeting. Regular meeting of the Board of Directors shall be held at such time and place, within the State of Texas, as the Board may determine by resolution adopted by a majority of the members of the Board of Directors. Notice of regular meetings shall be given in writing by the Secretary to all Directors not less than ten (10) days prior to the meeting.

Section 2.10. Special Meetings Notice. Special meetings of the Board of Directors shall be held whenever called by the President or by 25% of the Directors: Notice of each such special meeting shall be mailed to each Director, addressed to the Director at his or her residence or usual place of business, at least five (5) days before the day on which the meeting is to be held, or to be delivered personally or by telephone, no later than two (2) days before the day on which the meeting is to be held, except as otherwise provided by these Bylaws. Each such notice shall state the time, place, and purpose of the meeting. Any meeting of the Board shall be a legal meeting without any notice there of having been given, if all of the Directors of the Corporation then in office shall be present thereat (except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened) or waive such notice in writing before, at, or after such meeting.

Section 2.11. Quorum and Manner of Acting. Except as otherwise provided by statute or by these Bylaws, a minimum of 51% of the Directors must be present to constitute a quorum for the transaction of business at any meeting and the act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Corporation. In the absence of a quorum, a majority of the Directors present may adjourn any meeting, and reconvene once a quorum is assembled, without giving further notice. To facilitate continuation of projects, email will be an allowable form of approving board items.

Section 2.12. Meeting Attendance. It shall be the policy of the Corporation to require attendance at all Directors meetings. In the event a Director misses three (3) or more consecutive meetings, the Board of Directors may, if deemed appropriate, ask for the resignation of that Director. The sitting President or Secretary, will make two (2) attempts to contact absent Director. If no contact is made; automatic removal will be applied.

If the Director does not resign upon request, then the removal provisions of Section 2.13 must be followed if the Board, in its discretion, decides removal is appropriate. However, it shall also be the policy of the Corporation to attempt to accommodate the schedules of its Directors who demonstrate continuing interest in the affairs of the Corporation. It shall be at the discretion of the Board of Directors to invoke this provision.

Section 2.13. Removal of Directors. Any Director, except for the permanent seats, as outlined in Section 2.04 of these Bylaws, may be removed with or without cause at any time. Removal shall be by a majority vote of all Directors of the Corporation at a regular meeting or a special meeting of the Directors called for that purpose. Written notice stating the place, date, hour and the propose of any special meeting called for the purpose of removing one or more Directors must be delivered to all Directors at least ten (10) days prior to such meeting. If mailed, the notice of a meeting shall be deemed delivered when deposited in the United States mail addressed to the Director at his or her as it appears on the records of the Corporation, with postage thereon prepaid. The vacancy in the Board of Directors caused by any such removal shall be filled in the manner specified in Section 2.06 hereof

Section 2. 14. Action of Board by Consent. Any action required by the Texas Non-Profit Corporation Act to be taken at a meeting of the Directors of the Corporation or any action that may be taken at a meeting of the Directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of Directors or Committee Members, respectively, as would be necessary to take that action at a meeting at which all of the Directors or members of the committee were present and voted. Each written consent shall confirm to the requirements of the Texas Non-Profit Corporation Act as it is amended from time to time.

ARTICLE III OFFICERS

Section 3.01. Number and Election. The Corporation shall have eight (8) executive board members (Executive Board Members) to serve as the Corporation's officers; however, the number of Executive Board Members may be increased or decreased to any odd number, by amendment of these Bylaws. Executive Board Members shall be charged with the duties of managing the Corporation in the ordinary course of business and the performance of such other duties as requested by Board of Directors. Executive Board Members will consist of six (6) elected officers and two (2) permanent officers. Elected officers shall be elected by the Board of Directors at the Annual Meeting as Executive Board Members at large. Roles and responsibilities on the Executive Board will be determined by vote by the Executive Board. Permanent Executive Board Members will consist of the Superintendent of Schools of the Sharyland Independent School District and one (1) representative from the Sharyland Independent School District Board of Trustees, with positions designated in Section 3.03(d) and 3.03(f), respectively.

Section 3.02. Term of Office and Qualification. Executive Board Members shall hold office for a period of two (2) years, and until his or her successor shall have been duly elected and qualified, or until his or her death, or until he or she shall resign, or until he or she shall have been removed in the manner hereinafter provided. EBMs shall be Directors. Executive Board Members may be re-elected for unlimited consecutive terms.

Section 3.03. Officer Positions and Appointment. The Corporation's six (6) elected Executive Board Members shall consist of the following positions: President, Vice-President, Treasurer, three (3) Officers At-Large. Election of positions shall be made by the duly elected Officers at an Executive Board Meeting following each annual Board of Director's meeting. Any two (2) or more offices, except those of President and Secretary, may be held by the same person. All Executive Board Members shall server his or her 2-year term. All Executive Board Members will have voting privileges.

(a) President. The President shall not be an employee or hold an officer position on the Board of Trustees of the Sharyland Independent School District. The President shall assume all duties normally associated with that office. The President shall be the chief executive officer of the Corporation and shall have general active management of the business of the Corporation. He or she shall, when present, preside at all meetings of the Directors. He or she shall see that all orders and resolutions of the Board of Directors are carried into effect. He or she shall perform such other duties as may from time to time be prescribed by the Board of Directors.

(b) Vice President. The Vice President is the Corporation's President-Elect and shall in the event of absence or disability of the President, perform the duties of the President and have the authority and powers as prescribed by the Board of Directors or by the President.

(c) Secretary. The Secretary shall not be an elected position but shall be filled on a permanent basis by the Sharyland ISD Superintendent of Schools. The Secretary shall see that the proceedings of the meetings of the Board of Directors are kept. He or she shall, when directed to do so, notify the Directors of all meetings and perform such other duties as may from time to time be prescribed by the Board of Directors or by the President and in general, shall perform all duties incident to the office of the Secretary.

(d) Treasurer. The treasurer shall be the Corporation's financial officer and keep full and accurate accounts of receipts and disbursements of the corporation, and shall deposit all funds and other valuables in the name and to the credit of the corporation in depositories designated by the Officers of the Corporation. He or she shall prepare financial statements as they direct and shall perform such other duties and have such other authority and powers as the Board of Directors may from time to time prescribe or as the President may from time to time delegate.

(e) Sharyland ISD Board of Trustees Representative (Board Liaison). The Sharyland ISD Trustee shall maintain a permanent seat as an officer of the Corporation.

(f) Officers At-Large. The corporation shall have three (3) officers at-large who shall have such authority and perform such duties as may be determined by the Board of Directors or by the President.

Section 3.04 Resignation. Any officer may resign at any time by giving written notice of his or her resignation to the Board of Directors, to the President, or to the Secretary of the Corporation. Any such resignation shall take effect at the time specified therein; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 3.05 Removal of Officer. Election of an officer shall not, of itself: create contract rights. Any officer elected by the Board of Directors may be removed by the Board whenever in its judgment; the best interest of the Corporation would be served thereby. Such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Section 3.06 Vacancies. A vacancy in any office because of death resignation, removal or any other cause shall be filled for the unexpired portion of the term in the manner prescribed in these Bylaws for election or appointment to such office.

Section 3.07. Election Procedure. The Nominating Committee shall provide each Director with a list of officers not less than thirty (30) days prior to the annual meeting. The slate of proposed officers shall be presented for vote at the annual meeting. A vote of the Board of Directors shall be required to elect officers, without regard to position.

Section 3.08. Immediate Past President. The term of the immediate Past President shall be for the two years served immediately following their presidency. The Past President shall serve in an advisory capacity to the President and the Executive Committee and shall assist the Executive Committee in carrying out its duties, and shall perform such other duties as may be authorized or imposed upon him or her by the Board of Directors for the carrying out of the purposes of the Corporation.

ARTICLE IV COMMITTEES

Section 4.01. Standing Committees. The Directors may establish one or more Standing Committees and determine the duties and authority of any such committee. The standing committees, other than the Executive Committee, and the Nominating Committee, shall be composed of such numbers as may be determined by the Board of Directors, and shall be appointed by the President. The Executive Committee and the Nominating Committee shall be composed exclusively of members of the Board of Directors. Membership of the remaining standing committees need not be composed entirely of the members of the Board of Directors; provided, at least two (2) Directors shall be members of each of said standing committees. Standing Committees of the Corporation shall be as follows:

(a) Executive Committee, The Executive Committee shall be composed of the Officers of the Corporation and the Immediate Past President with such duties as indicated in Section 3.01.

(b)The Special Projects Committee, shall be charged with the duty of managing the special projects to be undertaken by the Corporation in accordance with its purpose, and overseeing the use of any special project funds and properties committed to its care and the performance of such other duties as may be imposed upon it or authorized by the Board of Directors.

(c)The Nominating Committee: As per Section 2.04 (a) The Nominating Committee shall be composed All the Executive Board Members and include the nominator of the applicant. The nominee should not be present for this process.

Section 4.02 Special Committees. The Board of Directors may from time to time, authorize special committees to be appointed by the President. The Board of Directors shall specify the number of persons composing such special committees and the terms and duties of such special committees. While the membership of the special committees need not be composed entirely of members of the Board of Directors, at least a majority of members of each special committee of such Board shall be Directors.

Section 4.03. Term of Office. Each member of a committee shall continue to serve on the committee until the next annual meeting of the Directors and until a successor is appointed. However, the tenure of a committee member may terminate earlier if a committee member is terminated, dies, cease to qualify, resigns, or-is removed as a member. A vacancy on a committee may be filled by an appointment made in the same manner as an original appointment. A person appointed to fill a vacancy shall serve for the unexpired position of the previous committee member's term.

Section 4.04 Committee Meetings. Committee meetings shall be called and presided over by the Chairman of the committee, or in his or her absence or disability, by the Co- Chairman, or in case of absence and/or disability of both the Chairman and Co-Chairman by any member thereof after reasonable notice to all of the committee members. Committees shall meet as often as necessary to properly discharge their duties. A simple majority of committee members present in person shall constitute a quorum for any committee meeting and a simple majority vote of those present and voting at any committee meeting at which a quorum is present shall constitute the action or report of the committee.

Section 4.05. Chair and Co- Chair. The Chairman and Vice Chairman of each committee shall be appointed by the President of the Corporation.

Section 4.06. Proxies. Proxies shall be allowed or used by any committee member. Email voting shall be acceptable.

Section 4.07. Reference to Committees. While it shall not be required, it is recommended, when applicable, that matters be referred to appropriate committees for consideration and recommendations prior to Board action.

Section 4.08. Action in Lieu of Meeting. If all the members of a committee consent in writing to any action, such action shall be as valid as if authorized at a meeting of the committees. Such consent, setting further the action so taken, shall be filed with the minutes of the proceedings at the next committee meeting.

Section 4.09. Strategic Planning Committee shall be charged with the duty of generating the Annual Strategic Plan for the Annual school year, including Annual calendar, Annual budget, Mission Statement & Vision. The Committee will consist of President, Treasurer, Assistant Superintendent of Student Services and or Executive director of Student Services, and two (2) Regular Board of Directors. All items will be submitted for approval to Superintendent of Schools and Board of Trustees Liaison by July 31 of each year.

Strategic Plan will be sent to the Executive Board Members for discussion and vote. Strategic Plan will then, be reviewed by Regular Board of Directors during the August meeting of each year. The Strategic Plan will be put into action by September 1 of each year.

**ARTICLE V
FISCAL AGENTS**

This Corporation may designate such fiscal agents, investment advisors and custodians as the Board of Directors may select by resolution. The Board of Directors may at any time, with or without cause, discontinue the use of the service so any such fiscal agent, investment advisor, or custodian.

**ARTICLE VI
FIDUCIARY RESPONSIBILITY**

It shall be the policy of this Corporation that the Board of Directors shall assume and discharge fiduciary responsibility with respect to all funds and other assets held or administered by this Corporation.

**ARTICLE VII
POLICIES WITH RESPECT TO DISTRIBUTION OF PRINCIPAL,
INCOME AND RELATED MATTERS**

Section 7.01. Distribution Policy. Distributions shall fund programs and projects that are aligned with the Mission, Strategic Plan and Educational Philosophy of the Sharyland Independent School District. Changes to Annual budget total by more than \$500.00, in regards to the distribution of funds, must be submitted in writing by using the Agenda/Board action form 30 days prior to an Executive Board meeting. Allocation of such funds must have the approval of the Treasurer prior to vote.

Section 7.02. Annual Distributions. It shall be the policy of this Corporation to make annual distribution for one or more of the educational purposes for which it is organized, including administrative expenses and amounts paid to acquire an asset used (or held for use) directly in carrying out one or more of its purposes, in an amount determined by the Board of Directors to be appropriate. In any such distribution of funds, no discrimination shall be made on account of the age, sex, color, religious affiliation, disability or national origin of the individuals or programs to be benefited thereby.

Section 7.03. No Self-Dealing. It shall be the policy of this Corporation not to engage in any act which would constitute "self-dealing" as defined in Section 4941(d) of the Internal Revenue Code of 1986, as now enacted or as hereafter amended.

Section 7.04. No Jeopardy Investments. It shall be the policy of this Corporation to assure that no funds, whether title thereto is vested in this Corporation or is vested in a trust for the benefit of this Corporation, are invested or reinvested in such a manner as to jeopardize the carrying out of any educational purposes for which this Corporation is organized.

Section 7.05. Expenditure Responsibility. Through its Board of Directors, this Corporation shall exercise "expenditure responsibility" as defined in Section 4945 (H)(1) and (2) of the Internal Revenue Code of 1986, as now enacted or as hereafter amended, with respect to all grants and distribution.

ARTICLE VIII
BOOKS OF RECORD, AUDIT, FISCAL YEAR, BOND

Section 8.01. Books and Records. The Board of Directors of this Corporation shall cause to be kept:

- (a) records of all proceedings of the Board of Directors and Committees thereof, and
- (b) all financial statements of this Corporation; and
- (c) Articles of Incorporation and Bylaws of this Corporation and all amendments thereto; and
- (d) Such other records and books of account as shall be necessary and appropriate to the conduct of the corporate business.

Section 8.02 Audit and Publication. The Board of Directors shall cause the records and books of account of this Corporation to be audited or reviewed once the amount of \$500,000.00 has been reached may be deemed necessary or appropriate and also shall make such inquiry as the Board of Directors deems necessary or advisable into the condition of all trusts and funds held by any agent or custodian for the benefit of this Corporation. The Directors shall retain any such person or firm for such purposes as they may deem appropriate. The Board of Directors shall furnish to the Board of Trustees of the Sharyland Independent School District, copies of the Corporation's financial statements for its immediately preceding fiscal year and may, if determined necessary or appropriate by the Board of Directors, cause such financial statements to be published in one or more local newspapers having a general circulation and distribution, as may be selected by the Board of Directors. Section 8.03. Fiscal Year. The fiscal year of the Corporation shall begin on January 1 and end on December 31 of each year.

Section 8.04. Bond. The Corporation shall obtain bond on such people and in such amounts as may from time to time be deemed necessary by the Board of Directors.

**ARTICLE IX
TRANSACTIONS OF THE CORPORATION**

Section 9.01. Contracts. The Board of Directors may authorize any officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation. **Section 9.02. Gifts.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purpose or for a specific purpose of the Corporation. The Board of Directors may make gifts and give charitable contributions that are not prohibited by the Bylaws, the Articles of Incorporation, state or federal law and state tax status.

Section 9.03. Conflicts of Interest. The Corporation's affirmative policy shall be to require that all actual or potential conflicts be discussed promptly and disclosed fully to the Board of Directors and all other necessary parties. Any Director having a conflict on any matter shall neither participate in the deliberation nor vote on any such matter. The Board of Directors may from time to time, establish such rules and regulations in furtherance of this policy, as deemed appropriate.

Section 9.04. Nonprofit Operation. The Corporation will not have or issue share of stock. No dividends will be paid. No part of the income or assets of the Corporation will be distributed to its Directors or officers without full consideration. No Director or officer of the Corporation has any vested right, interest or privilege in or to the assets, property, functions or activities of the Corporation.

**ARTICLE X
INDEMNIFICATION AND INSURANCE**

Section 10.1. Indemnification and Representation. The Corporation shall indemnify and provide for the defense of any person who was or is a party, or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) as a result of his or her actions or omissions within the scope of his or her official capacity for the Corporation as a Director, officer, employee, or agent of the Corporation, to the full extent permitted under Texas state law, as in effect from time to time.

Section 10.2. Insurance. The Corporation shall purchase and maintain insurance on behalf of any person who is or was a Director, officer, employee or agent of the Corporation, or who is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against such person and incurred by such person in any such capacity, or arising out of his or her status as such, whether or not the Corporation would have the power to indemnify such person against such liability under the provisions of paragraph 10.1 of Article X of these Bylaws.

**ARTICLE XI
AMENDMENTS**

The Board of Directors may amend this Corporation's Articles of Incorporation and these Bylaws to include or omit any provision which could be lawful included or omitted. Any number of amendments, or an entire revision or restatement of the Articles of Incorporation of Bylaws, may be adopted at such meeting a quorum being present, upon receiving the affirmative vote of not less than two-thirds of the whole number of Directors. However, amendment of Article IV (Purposes) of the Articles of Incorporation may be made only with the unanimous approval and resolution of all Directors.

**ARTICLE XII MISCELLANEOUS
PROVISIONS**

Section 12.01. Governing Law. The Bylaws of the Corporation shall be governed by and construed in accordance with the laws of the State of Texas.

Section 12.02. Severability. If any Bylaw provision is held to be invalid, illegal, and unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provisions and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws.

Section 12.03. Gender. Whenever the context requires, all words in the Bylaws in the male gender shall be deemed to include the female or neuter gender, all singular words shall include the plural, and all plural nouns shall include the singular.

Section 12.04. Diversification. It is the aim and intent of the Sharyland ISD Education Foundation to reflect and embrace racial, religious and gender diversification within all levels of its governing body, staffing, grant recipient allocation and selection process including vendor selections and corporate sponsors.

The undersigned certifies that he is the Secretary of the Sharyland ISD Education Foundation and that the foregoing Bylaws were duly adopted as the amended Bylaws of the Corporation, at a duly called meeting of the Board of Directors held on the 23 day of February, 2023

Affirmed hereto by:

Judith Ramirez
Board Secretary

On the 23 day of February, 2023