

Chinese School of South Jersey

南澤西中文學校

Chinese School of South Jersey

BYLAWS

Revision 4 – June 17, 2015

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Revision History

- Revision 1 – 1969 – Original
- Revision 2 – 2008
- Revision 3 – July 2013 – General clarification of internal processes and updates on IRS compliance guidelines.
- Revision 4 – June 2015 - Making the Vice Principal one of three authorized signers on corporate and financial documents that involve CSSJ (the other two being the Principal and Treasurer). Approved by members' vote.

Acronyms

CSSJ	Chinese School of South Jersey
Director	A director on the Board of Directors (previously known as an Officer)
Directors	Board of Directors
MR	Members' Representative (Previously PTA Chair)
PTA	Parent Teacher Association
Trustee	A Trustee on the Board of Trustees
Trustees	Board of Trustees

1- Name

This organization shall be called “The Chinese School of South Jersey”, herein referred to as “CSSJ”.

2- Purpose

CSSJ shall be a non-political, non-religious, cultural, educational, and non-profit 501(C)(3) corporation whose primary mission is to preserve Chinese heritage by teaching traditional Chinese language and culture.

3- Location

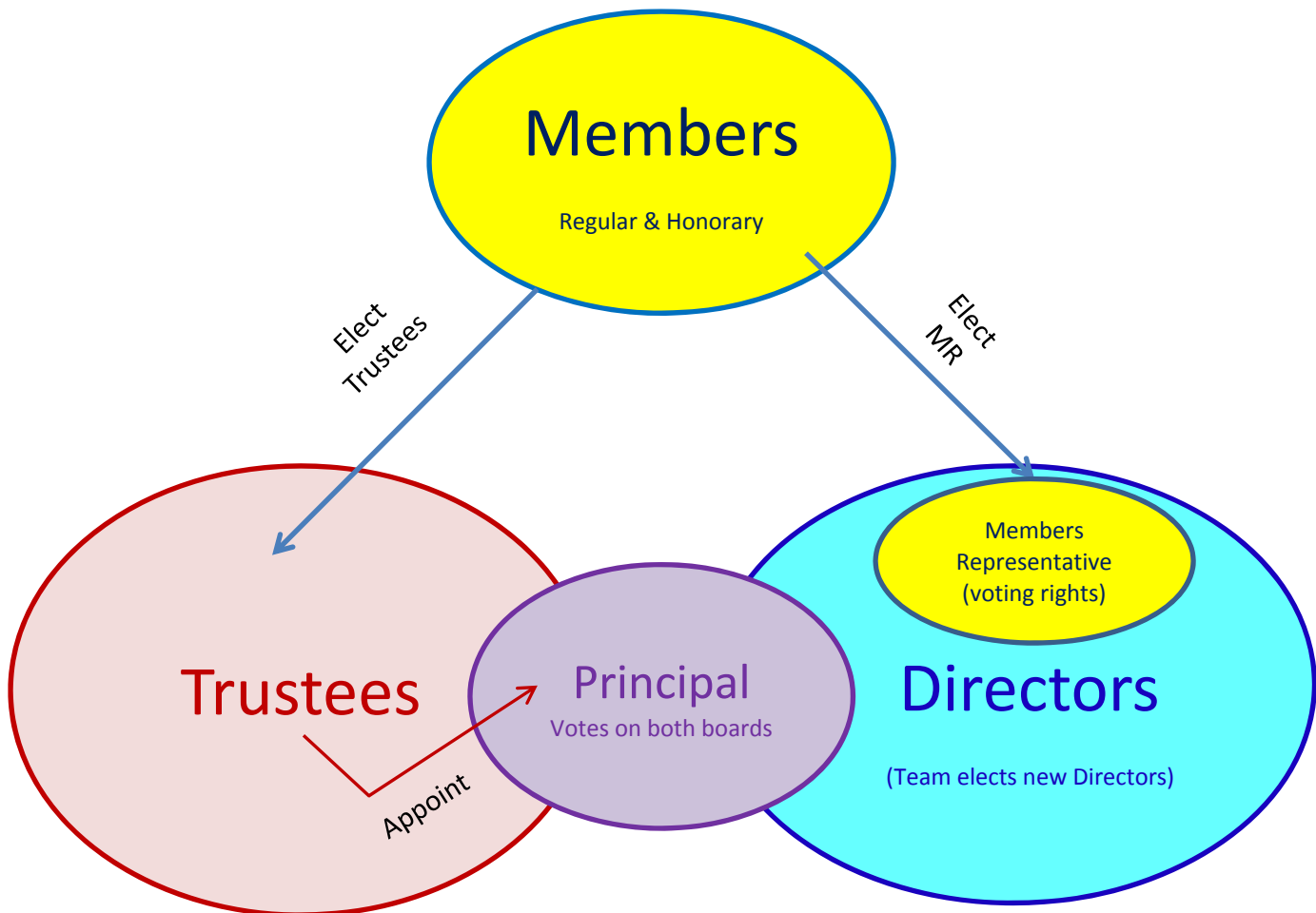
CSSJ shall be located in the South Jersey area.

4- Term

The School Year shall start on July 1st of each year and end on June 30th of the following calendar year.

5- Organization

- CSSJ is comprised of Regular Members, Honorary Members, Board of Directors, and Board of Trustees
- Members elect the Trustees and their Member Representative (MR)
- MR is empowered to vote on the Board of Directors
- Trustees appoint the Principal who is empowered to vote both on the Board of Trustees and Board of Directors
- Directors elect new Directors



5.1 Members

There shall be two (2) classes of members (herein referred to as “Members”); Regular and Honorary.

5.1.1 Regular Members

A person shall be a Regular Member of CSSJ regardless of creed, race, color, sex, age (adults), and nationality if he/she is an **adult** AND at least one of the following conditions is met:

- 1- He/she is an adult AND (and/or his/her immediate family) is currently enrolled at CSSJ (the entire family is considered as ONE voting member).
- 2- He/she is either a language or culture teacher at CSSJ.
- 3- He/she is a Trustee on the Board of Trustees (herein referred to as “Trustees”). See Section 5.2.
- 4- He/she is a Director on the Board of Directors (herein referred to as “Directors”). See Section 5.3.

5.1.2 Honorary Members

People who have made significant contributions to CSSJ by various means and have demonstrated their continuous commitment and service for at least two (2) years in any capacity in any time period may be considered as Honorary Members. A person shall be awarded Honorary membership status by unanimous vote of both the Trustees AND Directors. The term of the Honorary membership is for five (5) years and it will automatically expire unless it is renewed by the Trustees and Directors as described above. Honorary Members shall have the same voting rights as Regular Members (Section 5.1.5).

5.1.3 Members Representative

Members Representative, herein referred to as “MR” (formerly known as PTA Chair) is the elected voice of the members in the administration. He/she shall be elected by the members every two (2) years (no term limits). His/her responsibilities are:

- 1- Shall be the voice of all members and report their concerns to the Directors and Trustees of CSSJ. Occasionally shall meet with the members to discuss the various issues concerning the school.
- 2- Shall preside at the Membership Meetings.
- 3- Shall be present at the Directors meetings and cast his/her vote on all issues requiring Directors’ vote. Section 5.3 describes the Directors and their working process.
- 4- Shall be present at the Trustees meetings but has no voting power in such meetings. Section 5.2 describes the Trustees and their working process.

5.1.4 Members Meetings

Members meet at Membership Meetings held at least twice a year. The MR shall preside at these meetings. Members shall be notified of such meetings at least two weeks prior to the meeting date. Members Meeting may be called by any Trustee, Director, MR, or as the result of a request signed by at least (ten) 10% of members. Minutes shall be taken and approved, archived in English, and sent to all the members.

5.1.5 Members Voting Rights

Members shall have the right to vote for the items listed below. One member, one vote. The entire family is considered as ONE voting member. For example, someone who is both a director and a teacher while also having an enrolled kid gets only 1 vote. Similarly, someone who is a director without any kids gets only 1 vote.

- 1- Election and/or impeachment of the MR
- 2- Election and/or impeachment of the Trustees
- 3- Impeachment of the Directors
- 4- Amending the bylaws
- 5- Voting for relocating, merging and/or dissolving CSSJ (may not be initiated by regular members)

5.1.6 Members Voting Quorum

Minimum number of votes needed to constitute a valid voting quorum shall be equal to 30% of the total number of members. To pass any member related resolution, super majority vote (see Section 6.3) shall be in favor of passing it. For example, if

Total number of members:	100
Minimum votes needed for a quorum:	$100 \times 30\% = 30$
Minimum needed votes to pass the resolution:	$[30 \times (2/3)] + 1 = 21$

5.1.7 Members Voting Process

1. There shall be no voting by proxy.
2. Each member shall be entitled to one vote. Each family shall have only one (1) vote.
3. Members may cast votes by hard copy ballots, emails, and/or electronic polls as long as the votes can be certified by at least two (2) Trustees, three (3) Directors.
4. MR and Vice Principal shall be responsible for organizing, monitoring, and counting the votes. Other Directors and Trustees are permitted to join and monitor the process.
5. Minimum Voting Quorum shall exist.

5.1.8 Election of the Members Representative

Members shall be empowered to elect their representative (MR). The Board of Directors shall inform the members of elections at least 1 month in advance and shall facilitate the election. A new MR shall be elected as long as minimum number of votes casted (as stated in Section 5.1.6).

5.1.9 Removal of the Members Representative

Members shall be empowered to remove their representative (MR). The MR shall be removed as long as minimum number of Member votes (as stated in Section 5.1.6) are in favor of the removal. Alternatively, MR can also be removed by majority votes of the Trustees and super majority votes of the Directors for reasons described in 5.1.10.

5.1.10 Membership Denial and Termination

CSSJ retains the right to deny membership to or cancel membership of anyone with one or more of the following conditions. The decision to deny/cancel membership shall be approved by super majority vote of Directors AND majority vote of Trustees (note that Trustees, Directors, MR, and teachers are all members of CSSJ and can be removed based on the following conditions).

1. Unpaid CSSJ tuition, fees, or assessments
2. Involvement in unprofessional behavior at CSSJ
3. Physical and/or verbal abuse of others at CSSJ
4. Harassment of others at CSSJ based on their creed, race, color, sexual orientation, age, and nationality.
5. Criminal background and/or arrest
6. Fraud against CSSJ
7. Being involved in activities against CSSJ including but not limited to false advertisement and distortion of facts, unauthorized speaking on behalf of CSSJ, damaging the reputation of CSSJ, and preventing/discouraging others to join CSSJ.
8. Unauthorized use of funds and/or property belonging to CSSJ
9. Having conflict of interest with CSSJ
10. Not abiding by the CSSJ's Registration & Policy Agreement
11. Not abiding by the CSSJ bylaws

5.2 Board of Trustees

The Board of Trustees shall oversee the overall operation of CSSJ ensuring that its goals, direction, and policies are in accordance with the bylaws. To be elected as a Trustee, one shall meet the following requirement:

He/she shall have at least two (2) years of CSSJ service experience as a Director, Trustee, language/culture teacher, or MR (also shall include previous “PTA Chair, PTA Co-Chair, and officers”), OR shall be an Honorary member.

For example, one (1) year as a language teacher and (1) year as a Director, two (2) years as a culture teacher, two (2) years concurrently as a Culture Director and a language teacher, etc. As needed, Trustees may form committees to investigate issues. A Trustee may also be a teacher concurrently. An elected Trustee may not be a Director concurrently. A Trustee may not be the MR concurrently.

5.2.1 Responsibilities of Trustees

The main functions of the Board of Trustees shall include but not limited to:

- 1- Appointing the Principal
- 2- Ensuring that the activities of CSSJ remain within the framework of the bylaws
- 3- Ensuring that the goals of organization is achieved and it is financially sound
- 4- Changing teachers & TAs salaries and reimbursement policy (also needs Directors approval)
- 5- Approving the yearly budget plans submitted by the Directors (also needs Directors approval)
- 6- Approving the content and scope of the language classes curriculum (also needs Directors approval)
- 7- Participate in the discussion and voting associated with removal of a Trustee, Director, or MR (also needs Directors approval)
- 8- Participate in the discussion and voting associated with membership denial and/or cancellation (also needs Directors approval)
- 9- Participate in the discussion and voting associated with amending the bylaws (also needs Directors approval)
- 10- Participate in the discussion and voting of merging, dissolving, and relocation of CSSJ (also needs Directors approval)
- 11- Changing the legal designation of President, Treasurer, and Secretary (also needs Directors approval)
- 12- Submitting extraordinary tax documents to IRS or State of NJ (also needs Directors approval)
- 13- Altering the bank accounts and authorized signature holders (also needs Directors approval)

5.2.2 Number of Trustees

The total number of Trustees shall be seven (7). Six (6) Trustees shall be elected by Members. The Principal, the only appointed Trustee, has automatic status of a Trustee with all the powers vested in an elected Trustee. Increasing and/or decreasing the number of Trustees shall be done only by amending the bylaws.

5.2.3 Trustees Term of Office

Trustees shall be elected by the Members to serve for terms of three (3) years (no term limits). If a Trustee's term can't be completed due to death, resignation or removal then the vacant position shall be filled by a new election. A Trustee who is elected to fill an unexpected vacant position (described above) shall serve for the un-expired term of his/her predecessor. Any Trustee may succeed himself/herself should he/she be re-elected. Trustees of the same family shall not serve together.

5.2.4 Trustees Meetings

Trustees shall meet at least 4 times during the School Year (twice per semester). The meetings shall be announced at least one (1) month in advance unless an urgent situation requires an emergency scheduling of a meeting. The presence of four (4) Trustees shall be sufficient to constitute a quorum.

At the first Trustees meeting of the School Year, Trustees shall elect both a new Chairperson and a new Vice Chairperson for one (1) year. The Chairperson shall preside over the meetings. In the absent of the Chairperson, the Vice Chairperson may preside over the meeting.

The Principal, other Directors and/or Members Representative may submit issues to be discussed to the Trustees no later than two (2) weeks prior to the meeting. Meeting agenda shall be compiled by the Trustees and provided to the Principal and MR one (1) week prior to the meeting.

MR and Directors may attend the meetings. Principal and/or other Directors (as needed) shall provide status reports at the Trustees meetings. The Treasurer shall provide financial records for review.

Minutes shall be kept in English by the MR. In the absence of MR, another Trustee shall keep the minutes. Meeting minutes shall be archived and provided to the "Directors" once they are approved by all Trustee attendees.

In the event that there is a vacancy in the Board of Trustees but a replacement Trustee has not been elected yet AND a matter at hand needs voting AND there is a tie in the number of votes then MR shall cast the tie breaker vote. This is the ONLY occasion when the MR is permitted to vote in a Trustees meeting.

5.2.5 Trustees Voting

Majority vote of Trustees shall be needed to pass any resolution. No voting by proxy. All meetings are open to the Directors. However, voting to dismiss a Director or Trustee shall be done behind closed doors. The person whose dismissal is being voted on may not be present during the vote. The MR and a Director other than the Principal shall be present to observe the voting. All voting shall be done by secret ballots.

5.2.6 Election of Trustees

Members shall be empowered to elect the Trustees. The Board of Directors shall inform the members of elections at least 1 month in advance and shall facilitate the elections. A new Trustee shall be elected as long as he/she obtains the minimum number of votes (as stated in Section 5.1.6) and meets the requirements described in Section 5.2.

5.2.7 Removal of a Trustee

A Trustee (including the Principal) may be removed if one or more of the conditions below are true:

- 1- Being absent from three (3) Trustees meeting during a School Year.
- 2- If any condition specified in Section 5.1.10 applies to him/her.

The removal may be accomplished via either of the two processes below:

Members shall be empowered to remove any Trustee. The Trustee shall be removed as long as minimum number of votes by Members (as stated in Section 5.1.6) are in favor of the removal. Alternatively, a Trustee can also be removed by majority votes of the remaining Trustees and super majority votes of the Directors for reasons described in 5.1.10.

5.3 Board of Directors

The Board of Directors (previously known as officers) shall consist of ten (10) Directors in addition to the Members Representative (MR) bringing the total to eleven (11). Increasing and/or decreasing the number of Directors shall be done only by amending the bylaws. As described previously, the MR is elected directly by the Members. All Directors including the Principal shall serve for two (2) year terms (no term limits). The Principal shall be the only Director who is appointed by the Trustees. Any Director other than the Principal shall be elected as described in Section 5.3.1. Each Director may appoint his/her assistant(s) and co-directors to help better serve the responsibilities of his/her office but such assistants/co-directors shall not have voting power in the Directors' meetings.

The Directors shall be the focal points for various school departments and activities. At the beginning of each school year, each Director shall submit a budget plan for his/her department. The budget plans (also see Section 6.9) shall be approved by majority vote of Trustees AND super majority vote (also see Section 6.3) of Directors. As needed, Directors may form committees to investigate issues.

5.3.1 Election of Directors

Directors (excluding Principal) shall be elected for a term of two (2) years (no term limits). Election of Directors shall be announced at least one (1) month in advance. Principal and Treasurer shall not be from the same immediate family. A Director may also be a teacher concurrently. A Director may not also be a Trustee concurrently. Election shall be required regardless of whether an existing Director intends to run for office again or a new person intends to become a Director.

Voting for electing Directors shall be done by Directors and by secret ballots organized, monitored, and counted by the MR and Vice Principal. If Vice Principal is being elected then MR and Principal will lead the election. The MR shall participate in the voting and shall cast his/her own vote. The super majority vote shall apply to all cases (see Section 6.3). If an existing Director intends to resign OR his/her term is expiring and he/she intends not to serve anymore then a new Director shall be elected by the super majority vote of the **all** Directors (including the resigning Director AND the MR).

- If an existing Director has been removed then a new Director shall be elected by the super majority vote of the **remaining** Directors AND the MR.
- If an existing Director intends to serve for another term then he/she shall be elected by the super majority vote of the **remaining** Directors AND the MR.

5.3.2 Removal of a Director

A Director (including the Principal) may be removed if one or more of the conditions specified in Section 5.1.10 applies to him/her. The removal may be accomplished via either of the two processes below:

Members shall be empowered to remove any Director (including the Principal). The Director shall be removed as long as minimum number of Member votes (as stated in Section 5.1.6) are in favor of the removal.

Alternatively, a Director can also be removed by majority votes of the Trustees AND super majority votes (also see Section 6.3) of the remaining Directors.

5.3.3 Directors Meetings

Meetings shall be held at least twice per semester. Directors, Trustees, and MR shall submit issues to be discussed two (2) weeks prior to the meeting. Vice Principal shall send the meeting's agenda to the Directors and MR at least one (1) week prior to the meeting. The Principal shall preside over the meetings.

Vice Principal shall keep the minutes of the meetings in English and shall send it to the Directors for approval. In the absence of the Principal, the Vice Principal shall preside. Trustees may attend but shall have no votes. At each meeting, Directors shall be responsible for reporting the status of their departments.

Directors are the focal points for their departments but all major issues shall be discussed as a team and shall be put to a vote. Additionally, any Director or MR shall have the right to request a vote on any issue that he/she feels requires voting. Some of the major issues are listed below (but are not limited to):

- Overall school policy
- Fund raising and unplanned (not previously approved) expenditure
- Public relation events & issues
- Yearly student activities, festivals and events
- Registration process, tuition and fees
- Student disciplinary actions
- Firing/hiring of consultants, contractors. Firing of teachers.
- Increasing & decreasing the number of paid teachers
- Restructuring the contents of language and culture courses
- Changing the number and duration of classes
- Attending paid contests, seminars, shows, courses by students, teachers, Directors, and MR

- Formal contracts and agreements
- Changing teachers & TAs salaries and reimbursement policy (also needs Trustees approval)
- Approving the yearly budget plans submitted by the Directors (also needs Trustees approval)
- Approving the content and scope of the language classes curriculum (also needs Trustees approval)
- Participate in the discussion and voting associated with removal of a Trustee, Director, or MR (also needs Trustees approval)
- Participate in the discussion and voting associated with membership denial and/or cancellation (also needs Trustees approval)
- Participate in the discussion and voting associated with amending the bylaws (also needs Trustees approval)
- Participate in the discussion and voting of merging, dissolving, and relocation of CSSJ (also needs Trustees approval)
- Changing the legal designation of President, Treasurer, and Secretary (also needs Trustees approval)
- Submitting extraordinary tax documents to IRS or State of NJ (also needs Trustees approval)
- Altering the bank accounts and authorized signature holders (also needs Trustees approval)

5.3.4 Voting process during Directors Meeting

No voting by proxy unless it can be certified by a written or electronic consent. Each Director shall have one vote. MR shall actively attend the meetings and shall have one vote. The presence of super majority number of Directors (also see Section 6.3) shall be necessary and sufficient to constitute a quorum for voting. For example, if the total of Directors plus MR is eleven (11) then presence of “eight (8) Directors” or “seven (7) Directors and MR” shall constitute a quorum. Vice Principal shall keep complete documentation of the voting. In the following cases, the voting shall be carried out using secret ballots to ensure that voters can cast their vote without any pressure and intimidation:

- To remove a Director (including the Principal), Trustee, or MR (super majority vote of Directors & Trustees is needed)
- To cancel membership of a member or to deny membership to a person (super majority vote of Directors & Trustees is needed)
- To elect a new Director

In all other cases, anonymous voting shall not be necessary unless requested by a voter.

If a Director or MR is unable to attend a meeting but wishes to discuss an issue on the agenda, he/she shall send his/her comments to all the other attendees prior to the meeting.

5.3.5 Team of Directors

Directors are responsible for the day-to-day operation of the school so having 100% teamwork is critical. Note that State of New Jersey requires reporting of the official President, Treasurer, and Secretary. The Team of Directors shall consist of:

- Principal
- Vice Principal
- Treasurer
- Financial Administrator
- Academic Director
- Academic Administrator
- Culture Director
- Student Affairs Director
- Operations Administrator
- Director of Information Technology

5.3.5.1 Principal

The Principal shall act as the official **President** and together with the **Vice Principal** and **Treasurer** shall have signing authority for financial papers, corporation documents, and Federal/State tax papers. Responsibilities of the Principal shall be (but not limited to):

1. To oversee business contracts (e.g., school insurance, school rental agreement, and other contracts)
2. To plan and implement a school safety and security policy
3. To ensure that school programs and activities are carried out at the highest standard of quality and goals of CSSJ are achieved
4. To supervise the overall day-to-day operation of the CSSJ
5. To assist the Vice Principal in all school matters and together be the official voice of CSSJ
6. To oversee and implement disciplinary actions
7. To initiate and coordinate various school activities and projects
8. To review the accomplishments achieved by the Directors and to recommend needed changes
9. To bridge communication between the Trustees and Directors
10. To preside over the Directors meetings
11. To hold the official legal position of the **President**
12. To be one of the three authorized signers

5.3.5.2 Vice Principal

The **Vice Principal** shall act as the official **Secretary** of the corporation and together with the **Principal** and **Treasurer** shall have signing authority for financial papers, corporation documents, and Federal/State tax papers. Responsibilities of the Vice Principal shall be (but not limited to):

1. To monitor closely the operation and activities of the school to ensure that school policies are followed
2. To compile and provide detailed reports of various activities, operation, and projects
3. To be the focal point for school events, public relations, and complaints
4. To assist the Principal in overseeing and implementing disciplinary actions
5. To provide the agenda & minutes of the Directors meetings
6. To assist the Principal in all school matters and together be the official voice of CSSJ
7. To ensure that school records and documents are safely archived
8. To formally communicate school related issues and news with the members
9. To oversee the in-person and online registration process
10. To collect and process classroom evaluations
11. Together with the MR to be the point of contact for all Members concerns and complaints
12. To assist the MR in organizing elections and Members voting process
13. Shall have the custody of the **Corporate Seal**
14. Hold the official legal position of the **Secretary**
15. To be one of the three authorized signers

5.3.5.3 Treasurer

The **Treasurer** together with the **Principal** and **Vice Principal** shall have signing authority on financial, corporation, and tax papers. An independent accountant shall be hired to perform a yearly audit and/or tax returns. Treasurer shall be responsible for (but not limited to):

1. Monitoring all financial transactions of CSSJ
2. Assist in the preparation of yearly budget and expense estimates
3. Safe keeping of all financial records, tax records, and corporation papers
4. Reporting financial status of CSSJ and providing the original financial statements at the Directors, Trustees, and Members meetings
5. Preparing and filing all necessary tax and corporation returns
6. Ensuring compliance with non-profit regulations
7. Ensuring compliance with employee & payroll regulations
8. To be one of the three authorized signers
9. Hold the official legal position of the **Treasurer**

5.3.5.4 Financial Administrator

He/she shall be responsible for (but not limited to):

1. Processing the payroll
2. Processing invoices
3. Processing reimbursement requests
4. Processing the registrations documents & fees
5. Ensuring the timely processing of registration and payments in cooperation with the Vice Principal and Academic Director
6. Processing the Parent Duty reimbursements
7. Supporting the Treasurer in all financial matters of CSSJ

5.3.5.5 Academic Director

Responsibilities of the Academic Director are (but not limited to):

1. To ensure the availability of qualified language teachers, TAs, and substitutes for the school year
2. To assist in determining the instructors' salary based on various factors and presenting it to the Trustees & Directors prior to the Fall semester.
3. To coordinate the overall curriculum for A & B tracks and to recommend quality textbooks
4. To bring the curriculum issues to the attention of Directors and Trustees
5. To plan and implement placement testing
6. To meet with the teachers and parents to discuss academic issues
7. To provide new teacher training
8. To ensure teacher accountability for student attendance and behavior
9. To propose various events to help with learning & teaching Chinese (Speech Contest, New Year show activities, festivals...)
10. To recommend new teaching ideas and techniques to help and encourage students to learn

5.3.5.6 Academic Administrator

The Academic Administrator works together with the Academic Director to keep the quality standards of the academic program as high as possible. He/she shall be responsible for (but not limited to):

1. To ensure teacher accountability for student attendance and behavior
2. To manage the scheduling of teacher substitutes and TAs
3. To manage transportation to/from CSSJ of college students who teach at CSSJ
4. To manage ordering and distributing of textbooks
5. To meet with the teachers and parents to discuss non-academic classroom issues

5.3.5.7 Culture Director

Responsibilities of the Culture Director are (but not limited to):

1. To plan offering culture classes to maintain a sense of community
2. To ensure the availability of qualified culture teachers, TAs, and substitutes for the school year
3. To assist in determining the instructors' salary based on various factors
4. To propose various events to help with learning & teaching culture
5. To propose new culture courses as warranted
6. To meet with the teachers and parents to discuss classroom policies and issues
7. To manage procurement and cataloging of all teaching and supplementary materials.

5.3.5.8 Operations Administrator

He/she shall be responsible for (but not limited to):

1. Purchasing the school supplies and consumables in a timely and economical fashion
2. Managing the Parent Duty refunds in cooperation with the Financial Administrator
3. Designing ways to reduce school expenses
4. Preparing and managing the Parent Duty schedule and tasks
5. Assist with organizing volunteers for school events and activities
6. Supporting other school activities such as coupon day, etc.

5.3.5.9 Student Affairs Director

He/she is responsible for organizing/coordinating student activities, festivals, contests, and events intended to enhance the students' learning and to complement the entire educational program. In order to ensure that all student activities are successfully implemented, the process in planning, organizing, and coordinating resources for such activities will require assistance and input from all Directors. The educational value, available budget, and financial commitment from the School in carrying out such events must be discussed and reviewed by all Directors. It is the intent that the Student Affairs Director will chair all the subcommittee meetings for the student activities/events, but he/she may delegate individual(s), either other Directors or parent volunteers, to lead in organizing/coordinating any activity/event.

5.3.5.10 Information Technology Director

Responsibilities are (but not limited to):

1. To provide and maintain a database for CSSJ containing but not limited to registration and contact information
2. To provide and maintain Trustees, Directors, teachers CSSJ email accounts
3. Together with the Vice Principal to oversee in-person and online registration process
4. To provide safe electronic storage of various documents
5. To administer and maintain the CSSJ's website
6. To provide advice on new technology that may be used at school

6- Processes and Guidelines

The following sections describe various guidelines that shall be considered.

6.1 Website

The official websites of CSSJ shall be www.ChineseSchoolSJ.org and CH.ChineseSchoolSJ.org. The above domains shall remain the property of CSSJ unless CSSJ is dissolved or merged.

6.2 Teachers

According to the IRS guidelines, all paid teachers shall file a W4 form and CSSJ shall withhold associated payroll taxes. All CSSJ paid teachers shall be considered as part-time employees without employment benefits with the exception of what is mandated by employment laws. Teachers shall be required to sign a yearly contract with CSSJ.

6.3 Super Majority Vote

The super majority vote shall be calculated as indicated below. For example, super majority vote of volunteers would be { ("Total volunteers" multiply by 2/3) + 1 }

Therefore, if the total volunteers is 100 then super majority vote would be $(100 \times 2/3) + 1 = 67$

6.4 Reimbursement & Compensation Policy

No Trustee and/or Director shall receive, directly or indirectly, any compensation for his or her services as Trustee/Director. Teachers, TAs, and Substitutes shall be permitted to receive compensation according to the CSSJ's policy approved by the Trustees & Directors.

From time to time, it may be necessary to reimburse Teachers, Trustees, and Directors for items purchased for CSSJ and for services paid on behalf of CSSJ. Pre-approval must be obtained from the Directors.

6.5 Tuition Waivers

Tuition waivers shall be awarded only based on the policy set forth by the majority vote of Trustees AND super majority vote of Directors. The details of such policy is left at the discretion of the Trustees and Directors.

6.6 Contracts

Standard employment contracts shall be used for all teachers. All other contracts to employ accountants, lawyers, and other services shall be approved in advance by the Directors.

6.7 Finances

All funds of CSSJ shall be deposited from time to time to the credit of CSSJ in such banks, trust companies, other depositories, or investment brokerage firm as approved by majority vote of Trustees and super majority vote of Directors. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of CSSJ, shall be signed by the authorized signers (Principal & Treasurer). At any time, the Trustees and/or Directors may call for an audit by an independent CPA firm. Financial statements shall be provided at the Trustees and Directors meetings.

6.8 Fiscal Year

The fiscal year of CSSJ shall begin on July 1 and end on the last day of June in the following year.

6.9 Operating Budget

Each year before the beginning of Fall semester, all Directors shall submit a yearly plan and expenses associated with it. Budget requests for special events, contests, seminars, etc. shall include in details the associated cost, benefits, and the participants benefiting from it. Both the Trustees and Directors shall review and approve the plans based on various factors. The Treasurer shall provide the full details of income and expenses for the previous year.

If any yearly income is not greater than the ordinary yearly expenses by at least 10% of the income then the Trustees & Directors shall implement plans either to reduce the expenses OR to increase the tuition.

6.10 Donations, Grants and Scholarships

CSSJ shall use the donated funds, grants, and scholarships according to the wishes and guidelines of the donors. Unrestricted donations, funds, grants, and scholarships without specific designation by the donor, may be used for the School's greatest needs, as directed by the majority votes of Trustees and super majority vote of Directors.

6.11 Conflict of Interest

Trustees, Directors, MR, and Teachers having a conflict of interest or conflict of responsibility on any matter involving CSSJ and any other business entity or person, shall disclose such conflict and refrain from voting on such matter and shall not use such position for his or her own direct or indirect financial gain.

6.12 Books & Records of CSSJ

CSSJ shall keep correct and complete books and records of financial accounts, tax records, sources of income and expenses, and donations. It shall also keep a record of Members who are entitled to vote. CSSJ shall keep the Members information in a secure and private manner.

6.13 Complaints & Concerns

All complaints and concerns including but not limited to Academic and non-Academic issues shall be reported to the Principal, Vice Principal and MR who shall present it to the Directors respecting the confidentiality of the reporting Member. CSSJ shall provide an environment that the Members would feel comfortable discussing classroom/teacher issues without being intimidated by the teacher being a Director or Trustee. Various electronic and non-electronic methods shall be implemented to facilitate easy submission of complaints, concerns, and suggestions.

6.14 Dissolution

CSSJ may be dissolved only if the following is true:

- Majority vote of the Trustees are in favor of dissolution.
- Super majority vote of the Directors are in favor of dissolution.
- Two thirds vote of the Members are in favor of dissolution.

Upon the dissolution of CSSJ, The Trustees & Directors shall, after first paying or making provisions for the payment of all the liabilities of CSSJ, and after refunding the Regular Members of any pro-rata tuition, dispose of all assets of CSSJ to such organizations as shall qualify under section 501(c) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) and shall have similar purpose as described in Section 2. No part of the property of CSSJ or any of the proceeds shall be distributed to or inure to the benefit of any of the Trustees or Directors of CSSJ.

6.15 Merging

CSSJ may be merged with another organization only if the following is true:

- Majority vote of the Trustees are in favor of merger.
- Super majority vote of the Directors are in favor of merger.
- Two thirds vote of the Members are in favor of merger.
- The other organization to be merged with meets the requirements specified in Section 2 (Purpose).
- The other organization is not involved in any lawsuits.
- The other organization is not in debt.

6.16 Relocation

CSSJ may be relocated within the South Jersey area only if the following is true:

- Majority vote of the Trustees are in favor of relocation
- Super majority vote of the Directors are in favor of relocation
- Majority vote of the Members are in favor of relocation

6.17 Amending the BYLAWS

The BYLAWS of CSSJ (this document) shall be amended only if all of the following are true:

- Majority vote of the Trustees are in favor of the amendment.
- Super majority vote of the Directors are in favor of the amendment.
- Majority vote of the Members are in favor of the amendment.

6.18 Indemnification

Each School Trustee, Director, and Teacher whether or not then in office, and his/her heirs, executors, administrators and assigns, shall be indemnified by CSSJ against all costs and expenses reasonably incurred by or imposed upon him or her, or the respective estate, in connection with or resulting from any action, suit or proceeding, civil or criminal, to which he or she, or his or her estate, shall or may be a party, or with which he, she or it shall or may be threatened by reason, directly or indirectly, of his or her being or having been a Trustee, Director or Teacher of CSSJ, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for malfeasance or gross negligence in the performance of his or her duty as such Trustee or Officer. Each School Trustee and Officer shall also be indemnified against any costs or expenses reasonably incurred by or imposed upon him or her, or his or her estate, in connection with or resulting from the settlement of any such action, suit or proceedings in which such Trustee, Director, or Teacher was not liable for malfeasance or gross negligence in the performance of his or her duty as Trustee, Director or Teacher. The costs and expenses against which any such Trustee, Officer or Teacher shall be indemnified shall be those actually paid or for which liability is actually incurred, irrespective of whether such cost or expenses are taxable costs as defined or allowed by statute or rule of court. A Trustee, Director, and Teacher shall not be deemed to have been liable for malfeasance or gross negligence in the performance of his or advice of legal counsel selected by The CSSJ or acting in any such matter for CSSJ. Such rights of indemnification shall be in addition to any other right with respect to any such costs and expenses to which such Trustee, Director, or Teacher may otherwise be entitled against CSSJ or any other persons.