



# Organization By-Laws

*Revised May 2019*

## **Article I: Name**

This corporation shall be known as Tri-Village Nursery School.

## **Article II: Purpose**

The purpose of this corporation shall be to conduct a non-profit cooperative nursery school for children of pre- school age regardless of race, gender, religion, or ethic background, offering a varied educational program of activities that encourage self-reliance, emotional growth, good social adjustment and physical well-being, so that the child will be prepared to continue his/her educational experience. To achieve this end, the corporation shall furnish a competent, qualified staff, adequate facilities and equipment. The name cooperative implies providing a meaningful role for parents in the educational process.

## **Article III: Membership**

1. Any person, regardless of race, gender, religion, age, or ethnic background, who has children in attendance, shall be eligible for membership. Each parent or legal guardian of every child enrolled shall be a member of the corporation for as long as the child is enrolled. All members shall share equally in the rights and obligations of this corporation.
2. Membership shall imply a willingness to perform any reasonable service required in the best interest of the corporation and in furtherance of its purpose.
3. The Board of Trustees of the corporation, by majority vote, shall have the power and authority to suspend or expel any member who fails to fulfill his/her obligations as a member of the corporation, after a notice and opportunity to be heard.
4. Attendance at meetings shall be deemed vital to the best interest of the corporation. Confidentiality must be upheld.
5. All parents/guardians are required to provide signatures to the Parent Agreement form stating they have read and understand all policies and requirements as indicated in the Parent Handbook.

## **Article IV: Government**

### **1. Board of Trustees**

- A. A Board of Trustees will be created to oversee the operation of the nursery school.

B. The Board of Trustees consists of 10-13 corporation members as well as the Education and Administrative Directors.

C. The officers of the corporation shall consist of a President, Vice- President, and Secretary. They shall be elected for a term of one (1) year from among the members of the Board of Trustees by a majority vote of the trustees present, but may be eligible for re- election. The Board of Trustees shall elect them during a scheduled board meeting leading to a result by May 1st. The President and Vice-President positions shall be granted tuition scholarships for his/her children for the one-year term as determined by the Board.

D. The Administrative Committee of the Board of Trustees consists of the two (2) parent co-chairpersons, the President, the two (2) Finance co-chairpersons. They shall serve as members on the Board of Trustees while serving in those capacities.

E. The remaining members of the Board of Trustees, three to six on any given year, shall be elected by the corporation through the nominating process. Terms of the trustees shall be limited to two (2) years and will begin at the first board meeting of the new year.

F. The President, Education Director, and Administrative Director will serve on the Board of Trustees as non- voting members. In the event the number of voting members is even, the Vice President will also serve as a non-voting member. A non-voting membership shall be available to a representative of the First United Methodist Church, such membership shall be offered at the discretion and approval of the voting members of the Board.

G. A trustee shall be eligible for re-election, but may succeed himself only once. In the event of a vacancy prior to the annual meeting, the remaining trustees shall appoint a person to fill the unexpired term. A person cannot be appointed to fill more than one unexpired term.

H. A husband and wife may not serve simultaneously as voting members of the Board.

I. Voting members of the Board of trustees shall receive no salary whatsoever from the school during their tenure as Board members.

J. Seven voting members of the Board of Trustees, not including the President, shall constitute a quorum for the transaction of business. In the absence of the President and Vice-President, the quorum may choose a chairman for the meeting.

K. The Board of Trustees, by majority vote, shall have the power to meet regularly; to admit members; to suspend or expel members; to appoint committees from members of the Board of Trustees or from members of the corporation; to audit bills and oversee the budget and the disbursement of funds; to employ agents and to devise and carry into execution such other measures as they deem proper to expedite and to promote the purpose of the corporation and to best protect the interest and welfare of the students and the members.

L. The Board of Trustees may, by majority vote of those present, make such rules and regulations for the conduct of its activities and the activities of the corporation and school as

may be consistent with the purpose of the corporation. The rules and regulations so adopted shall be appended to the by-laws of the corporation by the Secretary of the Board of Trustees, and distributed to the Board members

M. In the event that a member of the Board of Trustees misses more than two (2) board meetings without a valid reason, The Board of Trustees may vote to suspend or expel that member.

N. The by-laws shall be reviewed by a committee appointed by the Board every three (3) years.

O. The final Board meeting of the year shall be conducted by June 1 and the first board meeting of the new year will be held shortly thereafter, no later than July 1.

P. All officers of the Corporation of the Board of Trustees, plus all committee chairpersons shall maintain portfolios. At a minimum, these shall contain job descriptions, reports or minutes distributed during the prior year, and year-end reports. Each officer is responsible insofar as possible for the orientation of his/ her successor. At the end of the school year, all portfolios, including those of Board members, shall be stored so that they will be convenient for the purpose of updating.

Q. A copy of all job descriptions shall be maintained in the portfolio of the President of the Board of Trustees

## **2. Board**

A. Based on enrollment, the education staff shall be hired by the Board of Trustees for one year, under contract, renewable annually at the discretion of the Board. All educational staff members must meet the qualifications as prescribed by the Board of Trustees, which uses the New York State Education Department guidelines. The Board of Trustees shall appoint a committee to oversee the hiring process.

B. Two (2) parents from among the members of the corporation shall be appointed as parent co-chairpersons for a term of two years. And will serve at the discretion of the Board. They will be appointed in accordance with the nominating process – see Article V. They shall be granted tuition scholarship for his/her child for the two-year term as defined in the Rules and Regulations.

C. Two (2) parents from among the members of the corporation shall be appointed as Finance co- chairpersons for a term of two years. And will serve at the discretion of the Board. Each shall be granted a tuition scholarship for his/her child as defined in the Rules and Regulations. They will be appointed in accordance with the nominating process – see Article V. Once appointed, they will permit the current Board President to conduct a criminal background check, specifically looking for financial related crimes.

D. All Board appointees shall perform duties as determined by the Board and prescribed in written job descriptions.

### **3. Administrative Committee of the Corporation**

A. The Administrative Committee shall consist of the educational director, the two (2) parent co-chairpersons, and the two (2) finance co-chairpersons.

B. The Administrative Committee shall be responsible for the day-to-day operations of the school, which shall include admissions, transportation, maintenance, and improvements, committee appointments, corporation meetings, and receipts and expenditures consistent with the budget approved by the Board.

C. The Administrative Committee may recommend to the Board of Trustees such rules and regulations for the conduct of its activities and the activities of the corporation as may be consistent with the purpose of the corporation and with the duties of the committees.

### **4. Legal/Financial Committee of the Board of Trustees**

A. The Legal/Financial Committee shall consist of, but not be limited to, the president, vice-president, the two (2) finance co-chairpersons, and senior parent co-chairperson.

B. The Legal/Financial Committee shall be responsible for preparing the annual budget and for overseeing any other legal or financial matters that may arise.

### **Article V: Nominating Process**

By February 1st, the Board of Trustees shall appoint a Nominating Committee of at least three (3) members of the corporation, two (2) of whom may be members of the Board and the third shall be the outgoing parent Co-chairperson. The duty of the committee shall be to create a slate of candidates for the Board of Trustees to vote upon. This slate will then be presented, for approval by ballot, to all voting members of the corporation by May 1st. It will be their responsibility to provide a job description of Board members and a list of current Board members to all current and prospective parents. The Board of Trustees may recommend nominees or suggest criteria for selection.

### **Article VI: Meeting for the Corporation**

1. The President shall preside at the Parent Orientation meeting of the corporation. The Parent Co-chairpersons shall be responsible for the organization and preparation of that meeting. The Board President may request that the Parent Co-chairpersons call other general meetings of the corporation from time to time. Such meetings may also be called upon by request of at least three (3) members of the Board of Trustees or twenty-five (25) percent of the corporation membership submitted to the Board President.

2. Twenty-five (25) percent of the corporation membership shall constitute a quorum for the transaction of business.

3. The terms of office of regularly elected or appointed Trustees, officers and members of the Administrative Committee shall begin at the first Board meeting of the year.

### **Article VII: Financial Policy**

1. The fiscal year of the corporation shall start on July first each year and shall end on June thirtieth.

2. The Officers and Board of Trustees shall decide upon a depository for all corporation funds and upon the methods of withdrawal and disbursement thereof and shall govern and control all matters pertaining to the finances of the corporation. They may appoint a committee to review the corporation's accounts at least once each year and that committee shall report their findings to the Board. The monthly financial report of the bookkeeper and the committee's report shall be made available to corporation members upon request.

### **Article VIII: Parliamentary Authority**

Robert's Rules of Order shall be the parliamentary authority for this corporation.

### **Article IX: Amendments**

The by-laws of this corporation may be amended by a two-thirds vote of the Board of Trustees thereof.