

**BYLAWS of
TRAVERSE CITY COOPERATIVE PRESCHOOL, INC.
(Revised July, 2014)**

ARTICLE I – NAME

The name of this organization shall be Traverse City Cooperative Preschool, a cooperative, incorporated, non-profit, non-sectarian association. This preschool was established in 1970.

ARTICLE II – PURPOSE

The purpose of this organization shall be to provide a developmentally appropriate preschool program for children and to provide parents opportunities for active classroom participation and access to parenting education programs.

ARTICLE III – MEMBERSHIP

3.01 *Non-discrimination.* The Traverse City Cooperative Preschool admits students of any race, color, handicap, nationality, or ethnic origin to all programs and activities and affords all rights and privileges generally accorded or made available to students at the school, provided the school can meet the needs of that child.

3.02 *Children requiring additional supervision.* In the event that the teacher identifies a child as needing one-on-one supervision in the classroom, the parent, or an approved substitute, shall accompany the child to each class session. Parents will be excused from all assisting duties but not other preschool work obligations.

3.03 *Enrollment.* To enroll, children must be at least age three (3) by December 1 in the year of application but not older than six (6). A new enrollee to TCCP must enroll in his or her age-appropriate class. A child may attend any class session at the recommendation of the teacher and/or at the discretion of the Board of Directors, but this decision may only be made after the start of the school year and after a reasonable amount of time in which the teacher has had an opportunity to make an assessment. Returning enrollment is subject to the application process and placement is not guaranteed. Maximum enrollment shall be determined by the State of Michigan licensing and minimum enrollment at the discretion of the Board.

3.04 *Membership*. Active membership shall consist of parents, guardians, or sponsors of children currently enrolled in the preschool and shall hereafter be referred to as members or general membership. Each family is entitled to one (1) vote.

3.05 *Sponsor members*. Sponsor members shall be adults willing assume school-related responsibilities of a child other than their own. Financial and preschool work obligations will be assumed by either the parent or the sponsors. Only one adult representative of a child(ren) is entitled to vote and hold office. Each request for a sponsor membership is subject to approval by the Board of Directors.

3.06 Omitted by previous Board.

3.07 *Handbook*. Members are required to be familiar with and comply with the rules and regulations of the organization as stated in the handbook and bylaws.

3.08 *Tuition and fees*. The Board shall establish the tuition and fees necessary to operate the school. Such fees may include, but are not limited to, application fees, tuition fees, art materials fees, and cleaning fees. TCCP reserves the right to adjust such fees with 30 days written notice to the membership.

ARTICLE IV – MEMBERSHIP MEETINGS AND VOTING

4.01 *Annual Meeting*. An annual meeting of the membership shall be held in accordance with the Michigan Nonprofit Corporation Act 162. The annual meeting will immediately precede the March board meeting and will be held for the purpose of electing the Board of Directors and giving an update on school business. The president, though, will be elected solely by the Board of Directors at the February meeting.

4.02 *Special Meeting*. A special meeting of the membership may be called at the discretion of the Board of Directors or upon the written request of five (5) members. However, a special meeting is required in advance of any matter outlined in Article 4.06

4.03 *Quorum*. Ten (10) percent of the membership entitled to vote will constitute a quorum. Actions voted on by a majority of members present at a meeting where a quorum is present shall constitute authorized actions of the membership.

4.04 *Notice of Annual Meeting and Special Meeting*. A notice of the general membership meeting shall be published in the newsletter and/or distributed to the members no less than 10 days nor more than 60 days before the date of the meeting.

4.05 *Mail Ballot*. The Board may submit any questions to a ballot vote of the members of the preschool without a meeting. Numbered ballots shall be randomly distributed to each member, stating clearly the question or questions upon which the membership is being requested to vote. Such ballots shall specify a date by which the ballot must be returned to the preschool or the address to which the ballot must be returned. Any ballot not received by the preschool by such a date shall be disregarded. The Board shall be bound by the results of such a ballot.

4.06 *Vote Required*. A majority vote of all members eligible to vote shall be required to approve any of the following specific matters:

- (a) Amendment to the Articles of Incorporation of the preschool;
- (b) Amendment of these bylaws which alters member voting rights;
- (c) Merger or consolidation;
- (d) Removal of board member(s); and
- (d) Disposition of all or substantially all of the assets of the preschool or dissolution of the preschool as stated under Article XI of these bylaws.

ARTICLE V – BOARD OF DIRECTORS

5.01 *Role of Board.* The Board shall be responsible for the operation of the Traverse City Cooperative Preschool, Inc. in accordance with the purpose of the preschool. It shall execute the policies of the organization, make rules governing the admission of members and transact business of an immediate nature which does not conflict with the provisions of the handbook and bylaws.

5.02 *Board of Directors.* The business, property, and affairs of the preschool shall be managed by the eleven (11) members of the Board of Directors. The Board of Directors shall include four (4) officers and eight (7) committee chairpersons. The officers shall include: President, Secretary, Income Treasurer, and Expenses Treasurer. Committee Chairpersons shall include: Fundraising, Admissions, Building and Grounds, Enrichment, Events and Information, Marketing, and Communications; or the number of committee chairpersons needed as determined by the Board of Directors.

5.03 *Duties of Directors.* Board members, also called directors, of the preschool shall perform the following duties, as well as other such duties determined by the Board.

(a) President:

The president shall prepare the agenda and preside over monthly Board meetings as well as oversee all other Board positions. The president will also work with the teacher and other members to best represent the preschool, review contracts, complete license renewal, and prepare an annual report.

(b) Secretary:

The Secretary shall take accurate minutes at monthly Board meetings and provide each Board member with a copy of the minutes prior to the next month's meeting. The secretary shall also preside over meetings if the president is unavailable and appoint another member to take minutes; send correspondence as directed by the board; and handle publicity for the preschool. In addition to these responsibilities,

the secretary will look over all paperwork and forms from orientation and socials.
Oversee: Preschool Directory and Scrapbook positions

(c) Expenses Treasurer:

The expenses treasurer shall pay all bills, salaries and taxes and keep accurate records of all transactions using a specified accounting software. The treasurer shall work with the fundraising chair and income treasurer chair to prepare the annual budget. The treasurer shall prepare the annual tax forms, have a simple internal audit done during the fiscal year, and a complete external audit done by an independent auditor at the end of the fiscal year (June 30th) after the books have been balanced and closed out. The treasurer will also give monthly reports to the Board and periodical reports to the membership.

(d) Income Treasurer:

The income treasurer shall collect all tuition payments, application fees, fundraising receipts, and other receipts due to the preschool. The income treasurer shall maintain accurate records of all monies received and outstanding and give a report on the current financial status at meetings of the Board. The income treasurer will also maintain complete records detailing names, addresses, and specific amounts donated of all contributors. These records shall be kept at the preschool and be made available for inspection.

(e) Fundraising:

The fundraising chair shall plan and organize all fundraisers throughout the year, working with the fundraising committee to insure that all fundraiser workers are informed of their duties. The chair will keep an accurate record of all transactions, turning over all records to the income treasurer at the end of the year for the external audit. Oversee: Fundraising Committee

(f) Admissions:

The admissions chair shall take all calls regarding enrollment, send out applications, make class assignments, inform applicants of their enrollment status, keep track of enrollment in each class, and maintain current and accurate waiting lists and class rosters. The chair shall also assign classroom jobs and work with Events and Information chair to distribute job assignment sheets as well as work

with the health coordinator to make sure all health forms have been turned in. The chair will also coordinate the spring open house. Oversee: Health Coordinator

(g) Events and Information:

The Events and Information chair shall conduct all orientation meetings in the fall instructing TCCP members of the school's philosophy, policies, and procedures. The chair shall also provide orientation sessions to any members who enroll in TCCP throughout the school year. The chair will maintain and update the preschool's bylaws and handbook and organize Fall Socials as well as the Spring Fling event. The Chair will oversee Head Scheduler (making sure the Scheduler is updated on all events and important dates), Socials Coordinator and Spring Fling Coordinator.

(h) Communications Coordinator:

Provide written and electronic communications to co-op members and alumni. Responsible for publication and distribution of seasonal printed newsletter. Distribute weekly/monthly e-news throughout the school year. Co-coordinate TCCP website with the Marketing Coordinator focusing on internal elements of the site (handbook, cleaning bees, class lists, etc.). Gather articles, classroom news, and local activities that are of interest to co-op members. Oversee: Book Club Coordinator, Communications Assistant

(i) Building and Grounds:

The building and grounds chair will be in charge of keeping all indoor/outdoor equipment at the preschool safe and making sure it meets standards set forth by the State of Michigan. The chair will also make sure all licensing and inspections are current and filed with the State of Michigan. The chair will schedule professional cleaning of specific areas (i.e. carpet cleaning, floor stripping/polishing) and maintain an accurate inventory of the school properties. Oversee: Cleaning Coordinator, Garden Maintenance

(j) Enrichment Program:

The enrichment board member will oversee all aspects of the enrichment program and provide liaison between Board and enrichment facilitator including: creating a yearly schedule of programs by making arrangements with local instructors and vendors; ensure payment to all vendors by collecting invoices and submitting

invoices to the treasurer; conducting a yearly evaluation of the program; completing the interview, help hire and contract process with the facilitator; creating a yearly manual for the facilitator; supervising and maintaining close communication with the facilitator; and, working with parents, instructors and facilitator to resolve issues that arise. Oversee: Parent Education Chair

(k) Marketing Coordinator:

Lead all marketing efforts for the co-op including development and placement of advertisements, maintenance and enhancement of all branded TCCP elements (logo, brochure, etc.), development and coordination of all social media (blogs, Facebook, Twitter, etc.). Co-coordinate TCCP website with Communications Coordinator focusing on external elements of the website (family profiles, 25 top things, etc.). Lead marketing-related events such as Friday Night Live and the preschool fair. Oversee: Web Manager

5.04 *Meetings*. Regular meetings of the Board will be held at the preschool the second Tuesday of each month unless otherwise announced by the directors and posted at the preschool two weeks in advance. Special meetings may be called at the request of (a) the president; (b) three (3) Board members; or (c) at the written request of five (5) general members. A joint meeting of the immediate past and newly elected Board will be held in May.

5.05 *Attendance*. All Board members shall attend regular and special Board meetings. If unable to attend, board members shall contact the president to relay pertinent information regarding board duties. If necessary, an absent board member may be required to distribute a written report in advance of the board meeting.

5.06 *Quorum*. A majority of directors then in office constitutes a quorum for the transaction of any business at any meetings of the Board. Actions voted on by a majority of directors present at a meeting where a quorum is present shall constitute authorized actions of the Board.

5.07 *Voting*. Each Board member is entitled to one (1) vote. General members may attend Board meetings but may not vote. The teacher shall attend Board meetings but is not a member of the Board and may not vote. Board members must be present to conduct business; they may not vote

by proxy. A vote conducted by telephone or email is permitted when matters of an immediate nature must be decided in advance of the next scheduled board meeting. The results of a phone vote must be presented at the next month's board meeting in roll-call fashion.

5.08 Removal of Board members. Any director may be removed with cause by a majority vote of the membership. A measure to remove a director(s) will be brought to a vote of the membership at the written request of three (3) board members and/or five (5) general members. The secretary, or another appointee of the board, will prepare the measure for consideration of the membership. Any vacancies resulting from such a measure shall be filled by appointment of the remaining board of directors.

ARTICLE VI – DUTIES OF THE BOARD

6.01 *Committees*. The President and/or Board shall appoint committee chairpersons and committee members as needed.

6.02 *Annual Report*. The Board shall assist the president in preparing an annual report to be available to the membership. The report shall include accomplishments and challenges of the year along with a detailed report on the financial status of the preschool.

6.03 *Financial Issues*. The Board will adhere to the following policies regarding all preschool financial issues. Embezzlers will be prosecuted.

(a) Contracts: Any contract entered into on behalf of TCCP must have two (2) signatures if the contractual amount exceeds \$1,000. Two (2) signatures are not required if authorization is granted by resolution of the Board.

(b) Checks, Drafts, or Orders: All TCCP checks or other forms of payment exceeding \$2,000 must have two (2) signatures.

(c) Deposits: All TCCP funds shall be deposited to the credit of the preschool in banks, trust companies, or other depositories as designated by the Board.

(d) Audit: The expenses treasurer and income treasurer will prepare for an annual external audit. The preschool's fiscal year is July 1 to June 30.

6.04 *Hiring/Firing*. Five Board members, or past board members selected by the present board, shall interview applicants and recommend an applicant for hire. If five Board members are not available, remaining positions will be filled by membership or past membership. A committee of at least three (3) board members shall negotiate the contract. A committee of five (5) shall be appointed to oversee the termination of a staff contract.

6.05 *Storage*. The Board shall make provisions for storage of equipment and materials.

ARTICLE VII – ELECTION OF BOARD MEMBERS

7.01 *Term*. Each Board member shall be elected for a one-year term beginning June 1. The expenses treasurer's term will begin July 1.

7.02 *President*. The president-elect must have at least one year's experience on the Board prior to election. The President shall be elected by the Board at the February meeting.

7.03 *Application to the Board*. At a date set by the Admissions Chair and approved the Board, a request for applications to all positions of the Board will be sent to general members.

7.04 *Nominations*. A seven person nominating committee, made up of the five class representatives and two non-returning board members will be chaired by the President for the following year. In accordance with the approved Nominating and Elections Procedure, held by the President, the nominating committee shall review the qualifications of the applicants and present a proposed slate of one nominee for each board position to the general membership. In the event of a disagreement over a nominee, the support of five of the seven members will be required for the nomination.

7.05 *Election*. The slate of nominees will be distributed to members. A majority of votes cast will carry. If a nominee(s) is rejected by a majority, the nominating committee will adhere to the Nominating and Election Procedure held by the president.

7.06 *Open positions*. If Board positions remain open after the election, new members and returning members who indicated an interest in serving on the Board will be invited to submit applications. The nominating committee/Board will appoint qualified applicants to any open position.

7.07 *Appointments*. Vacancies due to resignations, disabilities, removal, or death shall be filled by a member appointed by the Board.

ARTICLE VIII – STAFF

8.01 *Staff*. The preschool staff shall consist of a Teacher or Teachers and Teaching Assistants as required. Staff shall be hired by the Board of Directors.

8.02 *Duties*. The duties of the teacher shall be:

- (a) To plan the daily programs of the school;
- (b) To be in command of the classroom at all times;
- (c) To help plan the orientation meetings and fall socials for members;
- (d) To provide the Teacher Coordinator or President with a list of member substitute teachers and a suggested lesson plan;
- (e) To notify parents of any injury to a child;
- (f) To attend seminars and/or other meetings pertaining to early childhood education;
- (g) To complete other duties as listed in the employment contract and/or as directed by the Board.

ARTICLE IX – PROPERTY OF THE PRESCHOOL

9.01 *Property*. All property purchased with funds of the preschool shall belong to the preschool and be under the control of the Board.

9.02 *Personal Gain*. No part of the property of the school shall serve to benefit any member family or individual.

9.03 *Surplus equipment*. Equipment not being used will be sold or given to an organization which qualifies under section 501 (c)(3) of the Internal Revenue Code of 1954.

ARTICLE X – METHOD OF ADOPTION

The board of directors at any regular or special meeting may amend or repeal these bylaws or adopt new bylaws by vote of a majority of the directors, except that any amendment to these bylaws which alters the voting rights of members of the preschool shall require a majority vote of current members of the preschool.

ARTICLE XI – DISSOLUTION

The organization reserves the right to dissolve at any time upon a majority vote of the current membership. Upon dissolution, any remaining assets after payment of expenses and refunds to the members of tuition paid in advance are not to be divided among the members; such assets are to be transferred to such exempt organizations which qualify under section 501(c)(3) of the Internal Revenue Code of 1954.

ARTICLE XII – INDEMNIFICATION

All Directors of the corporation shall be volunteer Directors. A volunteer Director shall not be liable to or for the corporation or its members for monetary damages for a breach of the volunteer Directors fiduciary duty, except as otherwise provided by law. In addition, the corporation assumes all liability to any person other than the corporation or its members for all acts or omissions of volunteer Directors, occurring on or after March 4, 1992.