

BYLAWS

Section 1.

Name

The name of this organization shall be Altadena Nursery School, Inc. It is a cooperative, non-profit corporation. It does not contemplate pecuniary gain or profit to its members, and no part of its earning shall insure to the benefit of any member or individual.

Section 2.

The Principal Office

The principal office of this corporation shall be in Los Angeles County, California.

Section 3.

Objectives

The objectives of this corporation shall be to conduct a parent participation part-time nursery school for children between the ages of two and six years and to further the education of its members in the guidance and development of the preschool-age child.

Section 4.

A. Membership

1. Membership shall be granted without discrimination to race, creed, color or gender. Some special physical needs can be accommodated with prior discussion and approval of the Director and the Board.
2. Membership shall not exceed 100 voting members. Each family has one vote.

B. Types of Members

1. Parents of children currently enrolled in the school shall be active members.
2. Members who assist in the activities of the school as provided in the bylaws and the standing rule shall be participating members.
3. Parents of children who are on leave of absence from the school shall be inactive members.
4. Citizens of the community who are interested in the purpose of this organization and wish to serve in an advisory capacity shall be made honorary members upon vote of the general voting membership.

C. Election of Membership

1. Application for membership shall be made in writing on forms prescribed by the Board. The completed form shall be submitted to the Membership Chairperson along with the registration fee. The amount of the registration fee is set by the Board.
2. A physician's health report shall be submitted for each child. The child must be immunized for diphtheria, pertussis, tetanus, measles, mumps, rubella, rubeola, hepatitis, and

meningitis. The child must also have a tuberculin test and have begun polio series to be completed within the recommended time, except for medical reasons.

3. A physician's health report will be submitted for each participating parent. It is required by the State Social Services that each participation parent have a TB test as specified by the Health Department.
4. There shall be a personal interview with the parent and child.
5. Applicants shall be admitted to membership by a majority vote of the Board or approval of Teacher-Director.

D. Termination of Membership

1. Members may resign upon 30-days written notice to the Board and be responsible for paying one month's tuition. At the end of the 30-days the tuition deposit shall be refunded less any fees outstanding or incurred during that period. Members are responsible for the payment of fines and fees listed in the contract and for fulfilling all fundraising requirements.
2. Membership may be terminated by a majority vote of the Board of Directors for one or more of the following:
 - a. Failure of a member to participate in his/her share of cooperative duties
 - b. Failure of a member to pay fees prescribed by the Bylaws and Standing Rules
 - c. Violation of the Code of Conduct
3. Unless the offense is severe and demonstrates gross misconduct, the steps prior to a termination board vote include:
 - a. STEP ONE - One meeting/discussion with the member, Member Support Committee (consisting of the Membership Chair, Regular Board Member and one non-board member who has attended the school for at least one year) and Secretary (to record the meeting) including agreement on a timeline and also a follow-up meeting of the same parties
 - b. STEP TWO - If situation is not resolved after Step One, one meeting/discussion with member, President and Secretary including agreement on a timeline and follow-up meeting of the same parties
 - c. STEP THREE - If situation continues after Step Two, one Performance Improvement memo and meeting between the member and the Board. This meeting results in specific directives for improvement and timeline. A followup meeting also takes place.
 - d. STEP FOUR - If situation continues after Step Three, Final Performance review with member and Board to notify member of imminent termination vote.
 - e. STEP FIVE - Termination by the Board via ballot.
4. Termination may be appealed to the General Membership at the next scheduled Board meeting or by the calling of a General Meeting (see Bylaws, Section 7.B) and may be reversed by a two-thirds vote of the membership.
5. Termination for any reason other than the aforementioned may be made after consideration by the Board, at the written request of participating members or any Board Member.

E. Grievance Procedure

In every group or organization, the potential exists for misunderstanding, disappointment, disagreement, or simply feeling wronged by some action. The following Grievance Procedure is available to all ANS members for resolution of conflicts not resolved by ordinary one-on-one communication. Prompt response and maximum confidentiality are critical aspects of this process.

1. Complaints against any member, member's child or staff member should be resolved by seeking assistance from a Member Support Committee or Director. Rereading the handbook for clarification of the issue at hand is useful.
2. If the above has not resolved the issue in a satisfying way, the written (not emailed) complaint should be given to the Chairperson of the Grievance Committee (President). If the grievance is against the President, the Secretary will preside.
3. It shall be the function of the Grievance Committee, consisting of the Membership Chair, Regular Board Member and one non-board member who has attended the school for at least one year, and Secretary, to meet at the request of the President, as the result of a receipt of a grievance letter, and consider appropriate action, which may include but is not limited to mandatory mediation or interruption of the family's membership pending a final decision to be rendered as quickly as possible. Any Board members directly involved in the grievance must be excused from the Grievance Committee.

F. Code of Conduct

Altadena Nursery School values direct communication and conflict resolution for both children and adults. Any of the following behaviors by adults can be considered violating the school's code of conduct and is grounds for immediate termination of employment and/or membership in our cooperative:

1. Name-calling, ultimatums, threats and attacks on character (whether verbal, written or via email)
2. Unwanted physical contact
3. Physically or emotionally destructive expressions of anger
4. Yelling
5. Disruptive interference with the learning environment
6. Refusal to enter into the Grievance Process

G. Rights of Members

All active members may:

- a. Hold office
- b. Vote
- c. Inspect the organization's records

H. Duties of Members

1. Active participating members shall cooperate in the general activities of the school as prescribed in the handbook.
2. Inactive members shall have no cooperative duties.

Section 5.

A. Board of Trustees

The Board of Trustees manages the affairs of the school. Its powers are delegated to it by the membership, and any decision of the Board may be revoked by the membership at a meeting held within two weeks following that decision. Therefore, matters of basic policy and major changes in the affairs of the school should properly be brought to the membership, with the Board's recommendation, before being acted upon by the Board.

B. Members of the Board

The Board shall consist of the elected officers of the Corporation. The Director of the school shall be a member of the Board, but shall have no vote. A majority of the officers of the Board shall constitute a quorum.

C. Actions of the Board

All actions taken by the Board must be voted upon by the Board. Notice of each meeting shall be posted on the bulletin board of the school and/or emailed to the membership at least four days in advance of the meeting and announced in Happy Talk. Minutes shall be kept at each meeting and those shall be emailed to the board before the next board meeting for review.

D. Powers of the Board

The following powers are delegated to the Board:

1. To fix salaries of staff members before the beginning of the academic year in which such employment is to begin.
2. To appoint and remove, or suspend other such agents or employees as they may deem necessary, and determine their duties and fix, and change, their salaries and remuneration.
3. To make and change regulations inconsistent with the bylaws for the management of the corporation's business and affairs.
4. To designate the dates of the meetings or to authorize the President to do so. To appoint such committee or committees on any subject within the powers of the corporation's Articles of Incorporation and define powers and duties of such committees.
5. To select and designate such bank or trust company as they may deem advisable, as official depository of the funds of the corporation and to make such routine expenditures as are necessary to insure proper functioning of the school.

E. Compensation of the Officers

1. For performance of their duties, Executive Board Members shall receive a credit of THREE workshops. The remaining workshop commitment shall be the mandatory August Board Workshop.
2. For performance of their duties, Board Members (officers) shall receive a credit of TWO workshops. The remaining two workshop commitment includes: the mandatory August Board Workshop and one (1) Saturday workshop.

3. For performance of their duties, Committee Members shall receive a credit of ONE workshop. The remaining three workshop commitment includes: the mandatory August Board Workshop plus (2) Saturday workshops.
 - A Board Member is expected to attend all Board meetings except the combined new/old board meeting, which is optional. A Board Member who misses three non-optional meetings may be asked to resign.
 - A Committee Member is not required to attend regular Board meetings unless their duties require a timely discussion with or an update to the Board Members.

Section 6.

A. Officers

Officers and Committee Members

1. The officers of the corporation shall be:
 - a. President
 - b. Participation Chairperson – First Vice President
 - c. Treasurer
 - d. Secretary
 - e. Membership Chairperson
 - f. Workshop Chairperson(s)
 - g. Orange Sale Chairperson(s)
 - h. Publicity Chairperson
 - i. Parent Education Chairperson
 - j. Representative of the San Gabriel Valley Council of Parent Participation Nursery Schools
2. The Committee Members of the corporation shall be:
 - a. Hospitality Committee Member(s)– committee led by Participation Chairperson.
 - b. Purchasing Committee Member – committee led by Treasurer.
 - c. Happy Talk Editor – committee led by Publicity Chairperson.
 - d. Technology Committee Member – committee led by Secretary.
 - e. General Fundraising Committee Member – committee led by OS Chairperson.
 - f. Lunch Bunch Committee Member – committee led by Participation Chairperson
3. In addition, there is an Executive Board consisting of the President, Participation Chairperson, Treasurer, Secretary and Membership Chairperson. The Director is also a member but shall have no vote.

B. Duties of Officers

1. The president shall preside at all meetings of the general membership and the Board, appoint chairpersons to committees, appoint temporary committees as the need arises, keep in touch

with and coordinate all the activities of the school. S/he shall also have such powers and perform such other duties as may be required of him/her.

2. The First Vice President shall perform all the duties of the President in absence or disability of the President. When so acting, the Vice-President s/he shall have the powers of the President. The First Vice-President shall be responsible for the schedule and administration of parent participation and shall have such other powers and perform such other duties as may be prescribed by the Board.
3. The Treasurer's duties shall be such as are implied by the name. With the aid of a Bookkeeper, s/he shall prepare and keep a full set of books of account, showing every detail of the business and the corporation's accounts and such other information as may be in the judgment of the Board. S/he shall prepare the annual budget to be submitted to the Board each spring for the coming school year. S/he shall make such revisions as necessary throughout the year with the approval of the Board. S/he will make recommendation for salary, tuition and fee changes.
4. The Secretary shall keep a book of minutes of all meetings of the Board and Executive Board and the general membership. S/he shall serve all notices required by law or by the bylaws of the corporation and should the need arise his/her duties may be performed by any person whom the Board may direct. S/he shall have such other powers and perform such other duties as the Board prescribes. S/he will be responsible for the updating, printing and distribution of the ANS Directory, Handbook and Bylaws.
5. The Membership Chairperson shall inform prospective members of facts pertaining to membership and shall arrange for completion of application and other necessary forms and conduct interviews whenever necessary. S/he shall distribute information of new members to appropriate Board members.
6. The Workshop Chairperson(s) shall consult with the director and teachers to determine necessary equipment repairs and building projects, then plan, schedule, and arrange for supervision of workshops. S/he shall have authority to dispose of equipment.
7. The Orange Sale Chairperson(s) shall plan and administer the Orange Sale and reconcile all accounts upon its completion.
8. The Publicity Chairperson shall inform the membership and the community of all school activities and be responsible for the bulletin board in the main hallway.
9. The Parent Education Chairperson shall have general responsibility for the parent education program and presentations.
10. The Representative to the San Gabriel Valley Council of Parent Participation Nursery Schools shall attend council meetings and report to the membership and the Board.
11. The Executive board will be responsible for making decisions on confidential or sensitive matters and also when an immediate decision is required on a matter that may otherwise fall under the jurisdiction of the Board.

C. Duties of Committee Members

1. Hospitality Committee Member(s) shall coordinate the social functions of the school and also be responsible for the collection and distribution of contributions to needy families of the

community during the Holiday Season. The Hospitality Committee Member(s) will be part of the committee led by the Participation Chairperson.

2. The Purchasing Committee Member shall make all necessary purchases for the school as recommended and approved. The Purchasing Committee Member will be part of the committee led by the Treasurer.
3. The Happy Talk Editor(s) shall publish Happy Talk on a monthly basis. The Happy Talk Editor(s) will be part of the committee led by the Publicity Chairperson.
4. The Technology Committee Member shall maintain the school email loops, the ANS website and assist with Orange Sales on the web. The Technology Committee Member will be part of the committee led by the Secretary.
5. The General Fundraising Committee Member shall be responsible for general fundraising efforts of the school (excluding the Orange Sale) and coordinating donated gifts for the Orange Sale Party. The General Fundraising Committee Member will be a part of the committee led by the Orange Sale Chairperson.

D. Election of Officers

1. Officers and Committee Members shall be elected by ballot during the month of April and shall continue in office one year or until the next subsequent annual election. They shall assume the duties of their offices as of June 1.
2. The President shall appoint a nominating committee in March of at least three members who will be graduating from the school. The nominating committee shall present the names of the nominees to the President and Director. The ballot shall be presented to the school in April. Nominations from other parents shall be accepted.
3. When a candidate receives a majority of the votes cast s/he is elected.
4. Vacancies in office may be filled for the unexpired term by a majority vote of the Board.
5. Current officers and committee members will work with new officers and committee members during the month of May to acquaint them with their duties.

Section 7.

A. General Policies

The membership formulates basic policy, and is responsible for electing officers of the corporation. Ultimate authority for all decisions rests with the membership, and the membership may properly consider any matter which comes before it.

B. General Meetings

Meetings of the membership shall be held at least once each year. Additional meetings may be called by the President, by any three elected officers, or by the written request of 20% of the active members.

C. Board Meetings

Notice of board meetings shall be posted on the bulletin board of the nursery school and/or emailed to the membership at least four days in advance and are open to all members of ANS. Minutes shall be kept and emailed to the board for review before the next board meeting.

D. Agenda Items

In general, for matters coming before the membership for action, a general meeting must be called and an agenda must appear before being voted upon. However, any matter may be placed before the membership and acted upon without being placed on the agenda unless any two of the members present shall request a delay. Under such circumstance, the presiding officer shall delay the vote until the next meeting of the membership is called.

E. Voting

Each family shall have one vote, which may be exercised by either parent/guardian. Only active members shall have the right to vote. A simple majority vote will decide any issue before the membership, save those issues for which the law requires a greater percentage.

F. Meeting Rules

The rules of Parliamentary Practice in Robert's Rules of Order shall govern the proceedings at meetings of the membership.

Section 8.

A. Professional Staff

1. The Executive Board and Teacher-Director shall be responsible for selecting a professional staff of the school. The president of the corporation shall be empowered to sign a contract with the selected staff if a majority of the members of the Executive Board approves.
2. The duties of the professional staff shall be specified by the Board.
3. If a member of the professional staff is discharged, s/he is entitled to a hearing before the membership, if requested.

Section 9.

A. Finance

1. The amount of monthly tuition and registration fee shall be determined by the Board.
2. The President and Treasurer shall be authorized to incur obligations not to exceed twenty-five dollars for any single transaction. Except as provided in this paragraph or as authorized by action of the membership, no officer shall be authorized to obligate the corporation or to incur any liability on its behalf.
3. For a valid check, two signatures are required. These will be the President and Treasurer. However, the bank will have on file three signatures: the President, Treasurer, and Vice-President. In the absence of the Treasurer or President, the Vice-President's signature will validate the check.
4. A financial review of the school's financial records shall be made every five years by an accountant.

Section 10.

A. Amendments to Bylaws

Bylaws may be adopted, amended, or repealed by the vote or written consent of a majority of the members entitled to vote, or the vote of a majority at a meeting duly called for the purpose.

Section 11.

A. Dissolution of the Corporation

1. In the event of the dissolution of this corporation, the following distribution of the equipment and funds shall be made:
 - a. All outstanding bills shall be paid.
 - b. Any prepaid tuition covering the period when the school is no longer in existence shall be refunded.
 - c. The staff will receive an amount in severance pay to be determined by the Board.
 - d. Members shall be entitled to purchase any of the school's equipment for a fair market price to be determined by the Board.
 - e. All remaining funds and equipment shall be distributed as provided in Article Seven of the Articles of Incorporation.