

**CHILDREN’S CORNER COOPERATIVE NURSERY SCHOOL, INC.  
BY-LAWS**

- I. **NAME.** The name of the corporation shall be the Children’s Corner Cooperative Nursery School, hereafter, referred to as *the corporation*.
  
- II. **PURPOSE.** The purposes for which the corporation is founded are:
  - A. To fulfill the mission of the school: “The families and teachers of Children’s Corner Cooperative Nursery School educate and nurture the whole child in a safe, diverse, child-centered community, promoting a life-long love of learning.”
  
  - B. To establish a cooperative nursery school for the education of young children and their parents;
  
  - C. To provide opportunities for the development of each child as an individual and as a member of the group;
  
  - D. To help parents achieve a better understanding of their child and other children by implementing structured, parent participation in the school.
  
- III. **POWERS.**
  - E. The corporation shall have the capacity to act possessed by natural persons, but shall have authority to perform only such acts as are necessary, convenient, or expedient to accomplish the purposes for which it is formed and such as are not repugnant to law.
  
  - F. Subject to any limitations or restrictions imposed by law, or the articles of incorporation or any amendment thereto, the corporation shall have the following general rights, privileges, and powers:
    - 1) To continue as a corporation under its corporate name perpetually;
    - 2) To acquire, own, hold, use, lease, mortgage, pledge, sell, convey, or otherwise dispose of property, real or personal, tangible or intangible;
    - 3) To borrow money and to issue, sell, or pledge its obligations and evidences of indebtedness and to mortgage its property and franchises to secure the payment thereof;
    - 4) To appoint such officers and agents as the affairs of the corporation may require and to define their duties and fix their compensation;
    - 5) To make by-laws for the government and regulation of its affairs;
    - 6) To cease its activities and to dissolve and surrender its corporate franchise; and
    - 7) To do all acts and things necessary, convenient, or expedient to carry out the purposes for which it is formed.

G. The corporation shall not, by any implication or construction, be deemed to possess the power of engaging in any activities for the purpose of or resulting in pecuniary remuneration to its members as such, but this provision shall not be deemed to prohibit reasonable compensation to members for services actually rendered; nor shall the corporation be prohibited from engaging in any undertaking for profit so long as such undertaking does not inure to the profit of its members.

IV. **PRINCIPAL OFFICE and RESIDENT AGENT.**

- A. The resident agent shall be the Director of the nursery school.
  
- B. The principal office shall be in care of the Fairview United Methodist Church at 600 West Sixth Street, Bloomington, Indiana, as stated in the original articles of incorporation.
  - 1) The location of the principal office or the designation of the resident agent, or both, may be changed at any time, or from time to time, when authorized by the Board of Directors, hereafter referred to as *the Board*.
  - 2) Changes must be filed with the Secretary of State on or before the day any such change is to take effect, or within ten (10) days after the death, resignation, or removal of the resident agent, or other unforeseen termination of his/her agency, a certificate signed by Secretary of the corporation and verified under oath by such officer stating the change to be made, and reciting such change is made pursuant to authorization by the Board.

V. **MEMBERS.**

- A. Membership, hereafter referred to as parents or parent members, etc., shall be open to parents or other persons responsible for the general care and welfare of a child or children attending Children’s Corner.
  - 1) Membership normally continues to the end of the school year for all members in good standing.
  - 2) Children’s Corner abides by nondiscriminatory policies.
  
- B. Parent(s) wishing to join the corporation as members shall:
  - 1) Make written application to the Membership Chairman on forms as provided by the Membership Chairman and/or Committee; and
  - 2) Shall pay a non-refundable application fee for each child.

- C. Upon receipt of application for membership of parents, enrollment of a child and the application fee, the Membership Chairman and/or Committee shall:
- 1) Determine qualification of the child or children in regard to age; and
  - 2) Determine adaptability of parent(s) and child or children to a cooperative program.
- D. The Membership Chairman and/or Committee shall review the lists of qualified applicants and shall determine which applicants shall be invited to become members.
- 1) The order of preference selection shall be:
    - a) Members continuing;
    - b) Former members;
    - c) Applicants who have been on a waiting list for one school year;
    - d) Members of Fairview United Methodist Church; and
    - e) New members in order of application.
  - 2) All who wish to exercise a priority privilege must do so in writing to the Membership Chairman by the March deadline of the given year.
- E. Prior to entrance of a child into the school program, the member parent must:
- 1) Provide a written certificate from a Doctor of Medicine stating that the child is physically able to participate in the nursery school program, and
  - 2) Offer such proofs of good health as required by the Board.  
 Note: Requirements are subject to being waived in cases of conflict with religious practices provided no other **members and/or** participating children are at risk as a result of any/all requirements waived.
- F. Membership will be terminated:
- 1) In the event of unsatisfactory adjustment of parent or child;  
 Note: The necessity for withdrawal will be discussed and considered by the teacher and the Director.
  - 2) Noncompliance with school regulations; and/or
  - 3) Nonpayment of tuition.

**VI. TUITION and WITHDRAWAL.**

- A. Each member shall pay such tuition fees as shall be prescribed by resolution of the Board.
- 1) Such fees shall be due the first of each month and delinquent after the 5<sup>th</sup> day of the month.
  - 2) Fees paid after the due date are subject to a fine.
- B. In the event of withdrawal, written notice must be given two weeks prior to the intended date of withdrawal to the Membership Chairman.
- 1) Withdrawal prior to March 15 will result in a refund of the balance of prepaid tuition.
  - 2) Outstanding tuition will be assessed.
  - 3) Should no written notice be provided:
    - a) Tuition will be charged for two weeks after the last attendance date; and
    - b) The parent will be billed for a paid substitute for any missed participation days during that time.

**VII. GENERAL MEETINGS of All Members**

- A. All general meetings of all members shall be held within Monroe County, Indiana.
- 1) General meetings will be chaired by the Board President.
  - 2) All parents, teachers, and Board Officers are invited to meetings.
  - 3) A quorum of the members is defined as presence of at least one third (1/3) of total membership and is required.
  - 4) For a vote to become official a quorum is necessary.
- B. There will be a minimum of two general membership meetings during the school year.
- 1) The first general meeting is held at the beginning of the fall term.
  - 2) The second meeting will be held near the end of the school year, but before the end of the fiscal year for the annual budget review and vote, and to elect officers and Directors for the following school year.
  - 3) The second meeting may take the form of a paper ballot, in lieu of an organized meeting.
  - 4) Written notice of location, date, time for all meetings will be posted and/or otherwise noted through applicable correspondence at least ten (10) days prior to the meeting(s).

- 5) Additional meetings may be called at:
  - a) The discretion of the Board President; or
  - b) At request of a minimum of 10% of general membership.
- C. One vote is allowed per member family, per presented action item at general meetings.
  - 1) Written proxy votes are allowed in the event a member is unable to attend a meeting.
  - 2) When the option of a proxy vote is utilized, a written and signed vote is required to be given to another current member in good standing.

**VIII. BOARD OF DIRECTORS.**

- A. The Board of Directors shall consist of seven (7) members with specific duties and individual responsibilities as outlined in Sections IX and X.
  - 1) A quorum is required for all meetings of the Board and is defined as the presence of a majority of Board members. Written proxy votes are allowed.
  - 2) Each member shall have one vote.
  - 3) The Director of the school shall have voting privileges with the exception of issues pertaining to teacher(s) compensation.
  - 4) The Head Teacher of the school shall have voting privileges with the exception of issues pertaining to teacher(s) compensation. In the event that the same person serves as both Director and Head Teacher, the teachers may decide how to cast the vote of the Head Teacher.
- B. The term of office for each member shall be a period of one (1) year beginning June 1 of each year.
- C. The Board officers for the next school year, shall be elected by the **cooperative members** during the spring **semester. Member voting privileges are** one vote per member family.
  - 1) All parent members with an interest in a Board position are to submit a written statement of such interest to any current Board member.
  - 2) Removal or termination of a Board member from a position requires a two-thirds (2/3) vote of the remaining current Board members.

- 3) Open Board position(s), resulting from termination or otherwise, will be filled as selected by the current Board through a majority vote.
- D. Monthly meetings of the Board will take place during the regular school year and are open to all the teachers and all parent members.
  - 1) Additional meetings can be called by the President at any time, provided reasonable notice of the meeting is given.
  - 2) Other meetings can be called as a result of the request of any three (3) members of the Board provided reasonable notice is also given.
- E. The powers and duties of the Board of Directors include but are not limited to the actions listed below.
  - 1) The Board is empowered at any time to dissolve, combine or alter the responsibilities of existing committees and/or to create new committees.
  - 2) The Board appoints the School Director, teachers and other employees and defines their job duties and establishes compensation for the same.
    - a) The Board shall fix the terms of contracts of employment for all persons within the school.
    - b) The Board, by a two-thirds (2/3) vote, may terminate any employee, provided the action is in accordance with the terms of the employment contract.
  - 3) The Board shall approve an annual budget for presentation to the parent members for vote.
  - 4) The Board shall have responsibility for the financial viability of the school.
    - a) The Board shall authorize (or delegate authority to a specified employee) purchases in excess of \$100.00.
    - b) The Board shall establish fees for:
      - (1) Applications,
      - (2) Tuition,
      - (3) Applicable Fines, and
      - (4) Any additional or necessary fees.
  - 5) The Board may, in times of urgent business needs, delegate some, or all, power to an ad hoc committee.
    - a) The ad hoc committee shall be free to act with or without meeting by majority vote of all committee members.
    - b) Any such delegation shall expire upon the next Board election.

- 6) The Board shall have the general responsibility for the management of the affairs of the corporation and may promulgate any rule or the operation of the school not in direct conflict with these By-Laws.

F. The Board shall maintain a procedure to facilitate dissemination of information to parent members.

- 1) Minutes will be taken at each Board Meeting.
  - a) Documentation of such meeting minutes will be made available to parent members within seven (7) to ten (10) working days of a Board meeting.
- 2) An overview of any/all policy changes and/or appropriate updates will be distributed to parent members.

G. To the extent not inconsistent with the laws of the State of Indiana, indemnification is applicable by the corporation as provided in the Indiana Not-For-Profit Corporation Act. Indemnification includes:

- 1) Every person and their heirs,
- 2) Executors and personal representatives,
- 3) Every person who is or was a director, and
- 4) Every person who is or was an officer of the corporation.

#### **IX. OFFICERS OF THE BOARD OF DIRECTORS (BOARD).**

A. The seven (7) Board officers are:

- 1) President, Vice President, Secretary, Treasurer, Membership, Facilities and Classroom Representative;
- 2) Elected each year by parent members for the upcoming school term, **as described in Section VIII;**
- 3) In the role as elected officer for a one year term;
- 4) Assigned specific responsibilities for their office as described in the bylaws and elaborated upon in end-of-year reports by previous holders of the office;
- 5) Assigned **oversight** of committee(s) functions; and
- 6) Representatives for the general membership, keeping the best interests of all members in mind during the execution of their duties.

B. The seven (7) governing Board Officers and basic responsibilities are:

- 1) **President** - Responsible for:
  - a) Setting board agendas;
  - b) Conducting Board meetings; and
  - c) Maintaining communications among Board officers, staff and parents.

Committee Assignment: Admissions

- 2) **Vice President** - Responsible for:
  - a) Promoting and publicizing the school,
  - b) Maintaining ties to alumni families, and
  - c) Recruitment of new family members

Committee Assignment: Recruiting, Publicity & Marketing

- 3) **Secretary** - Responsible for:
  - a) Record keeping,
  - b) Publishing Board minutes,
  - c) Maintaining current school policies and by laws, and
  - d) Assisting with preparation of contracts.

Committee Assignment: Communications

- 4) **Treasurer** - Responsible for:
  - a) Working in collaboration with professional bookkeeper
  - b) Monitoring Finances
  - c) Holding spending within planned budget,
  - d) Making deposits, submitting receipts and reimbursements, and
  - e) Collaborating with president and director to create a balanced budget for the coming year.

Committee Assignments: Fundraising  
Budget

- 5) **Membership** - Responsible for:
  - a) Coordination of enrollment, waiting lists and withdrawals,
  - b) Assembly and distribution of member orientation packets,
  - c) Maintaining class rosters, and
  - d) Prepare and distribute participation schedule.

Committee Assignments: Membership  
Participation

- 6) **Facilities** - Responsible for:
- a) **Oversight** of maintenance and improvement of facilities,
  - b) Maintaining equipment, and
  - c) Replenishing supplies.

Committee Assignment: Facilities

- 7) **Classroom Representative** - Responsible for:
- a) Serving as Board liaison with head teacher and staff,
  - b) Planning special events, and
  - c) Maintaining library and organizing book orders.

Committee Assignment: Special Events

C) The two *ex officio* participating Board members and basic responsibilities are:

- 1) **Head Teacher** – Responsible for:
- a) Coordinating teaching program,
  - b) Assisting with NAEYC & IAEC issues,
  - c) Supervising daily classroom operations, and
  - d) Keeping inventory of startup supplies.

Committee Assignment: As Needed

- 2) **Administrative Director** – Responsible for:
- a) Advising and consulting with Board and Committees,
  - b) Maintaining information for payroll,
  - c) Overseeing legal and insurance issues,
  - d) Maintaining NAEYC, IAEC and relevant state credentialing,
  - e) Serving as liaison with church representatives and others as needed, and
  - f) Interacting with parents, etc., as indicated and required.

Committee Assignment: Welcoming Committee