

Community Nursery of Cayuga Heights, Inc.
Bylaws
As Amended 6/6/2012

ARTICLE ONE: GENERAL

Section 1: Name and Location

The name of the corporation is Community Nursery of Cayuga Heights, Inc. (CNCH). Established and in continuous existence since the 1940s, CNCH's Certificate of Incorporation was filed on June 2, 1972, and amended on October 22, 1997, under the nonprofit corporation laws of New York State. The corporation may have such location as designated by the Executive Board.

Section 2: Purposes

The purpose of the corporation is to provide (a) a parent cooperative preschool program (CNS) for children ages 3–5 and (b) a parent cooperative toddler program (The Nest) for children ages 2–3 in a loving and safe child-centered environment that encourages social, emotional, intellectual, and physical development. CNCH's preschool program (CNS) is licensed by the New York State Office of Child and Family Services, Department of Social Services.

ARTICLE TWO: GOVERNANCE AND ORGANIZATION

The corporation shall comprise an Executive Board, members, and employees of the corporation whose powers and responsibilities are delineated herein.

Section 1: MEMBERS

Qualifications: The parents or guardians of each child enrolled in CNCH shall be members of the corporation. Such persons become members upon the admission of their child and their payment of the tuition deposit as prescribed by the Executive Board. The term of membership begins on July 1 prior to the start of school, except as noted below, and ends June 30 of the following year. For children enrolling in CNCH after the school year has begun, the term of membership begins upon payment of the tuition deposit. Any person, irrespective of race, creed, gender, color, or religion, may become a member of the corporation.

Voting: For voting purposes, each family having a child or children currently enrolled at CNCH for whom tuition obligations and other membership obligations are current shall have one vote per such child. Members are entitled to vote in person at membership meetings or by proxy at the discretion of the Board President/Administrative Director. Approval of the membership is conferred by majority vote provided that a quorum exists. A quorum of the membership shall be defined as at least 50 percent of the total number of members with standing to vote as stated above. In the event of a tie vote, a lottery to eliminate one member for that vote shall be held, then votes shall be recast.

Termination of Membership: Membership in the corporation may be terminated by any one of the following: (a) resignation: A member who has fulfilled or is relieved of tuition and membership obligations may resign from the corporation at any time upon written notice to the Board President/Administrative Director; (b) expulsion: A member may be terminated by vote of the Executive

Board for failure or refusal after notice to comply with the bylaws or policies (e.g., as stated in the Parent Handbook) of CNCH.

Member Duties: All member families shall uphold the bylaws and policies of CNCH, as, for example, stated in the Parent Handbook. Each member family shall attend the required membership meetings, shall serve on at least one committee, and shall assist in the classroom as required on scheduled “special days”.

Tuition: Each member family is responsible for the payment of annual tuition according to a schedule set by the Executive Board. Withdrawal of a student from CNCH after July 1 does not relieve a member family of the full-year tuition obligation, unless and until a replacement student and full enrollment are secured by CNCH. In exceptional circumstances, a tuition appeal following the withdrawal of a child from CNCH may be made to the Executive Board. All such appeals are decided at the discretion of the Executive Board and are binding.

Tuition Deposit: A tuition deposit shall be paid for each enrolled child as prescribed by the acceptance letter to secure the child’s enrollment. Tuition deposits may be refunded to the member family if withdrawal from the program occurs prior to June 1. Deposits will not be refunded after this date and will serve as the member’s June tuition payment. In the event of a child being enrolled after June 1, the tuition deposit must be made before the child may attend school.

Amendment of Bylaws: Amendment of the Bylaws shall be approved by majority vote of the members.

Meetings: Regular meetings of the CNCH membership shall occur as scheduled by the Executive Board. Special meetings of the members shall be convened by the Board President/Administrative Director at the request of any six or more member families.

Annual Meeting: An annual meeting of the membership for the purpose of electing representatives to the Executive Board and other purposes shall occur in May each year or at another time at the discretion of the Board President/Administrative Director.

Section 2: EXECUTIVE BOARD (BOARD OF DIRECTORS)

Qualifications: The Executive Board shall comprise of no fewer than seven members of the corporation, and may have responsibility for offices such as: President(s), Vice President(s), Secretary, Registrar(s), Treasurer, Tuition Treasurer, and Fundraiser. An additional voting board member may be a teacher representative. The teacher representative will be excused from votes on staff remuneration. One or two advisors that do not have children currently in the program may also be on the board if it is viewed that their participation will enhance direction of the corporation. These “outside” members will have voting rights on the board, but not as members of the corporation.

Board Duties: The Executive Board shall govern and control all matters pertaining to the finances of the corporation and the general administration of the programs. No member of the corporation may financially bind nor obligate the corporation unless authorized by the Board. The Executive Board shall determine the policies and procedures of CNCH, for example, but not limited to: registration, enrollment, grievance, tuition, and staffing. Amendment of CNCH policies and procedures, for example, as stated in the Parent Handbook, shall be approved by majority vote of the Executive Board.

Meetings: Regular meetings of the Executive Board shall be held at such time and place as the Board members may determine. Special meetings of the Executive Board shall be called by the President/Administrative Director at the request of any two directors. Notice of all regular and special meetings of the Board shall be given to each director not less than 36 hours in advance of such a meeting.

Voting/Quorum: A simple majority shall constitute a quorum for a meeting of the Board. Each Board member with a child enrolled in the program, shall have one vote. In the event of a tie vote, a lottery shall be held to eliminate one Board member for this vote, then votes shall be recast.

Section 3: EMPLOYEES OF THE CORPORATION

Employment: The Executive Board shall employ all corporation personnel and shall establish hiring procedures. Implementation of such procedures may be delegated by the directors at their discretion. Employees of the corporation shall automatically become non-voting members of the corporation, with the exception of the teacher representative serving as board member. An employee who has a child attending CNS retains his/her right of vote.

Head Teacher: The Head Teacher shall attend parent membership meetings. The Head Teacher shall plan and implement the program, assume responsibility for the welfare of the students, and maintain contact with the parents through individual conferences.

Termination of Employees: Decisions to terminate employment of any corporation employee shall be made by the Executive Board. Appeals from the actions of the Executive Board may not be taken to the general corporation membership.

Section 4: PARENT COOPERATIVE ORGANIZATION

CNCH is a parent cooperative which shall be administered directly in program matters by the teaching staff and in administrative matters by the Executive Board. Each CNCH family, as a member of the corporation, is expected to work in the classroom on "special/participation days". In addition, each family must serve on at least one committee and attend all required membership meetings.

Section 5: ENROLLMENT

In accord with applicable law, the Executive Board shall determine the size of enrollment, enrollment procedures, and enrollment deadlines.

In the event of a mid-year vacancy or other special circumstances, the Executive Board may approve enrollment of a child who does not meet the stated requirements of CNCH's enrollment policies.

ARTICLE THREE: FINANCES OF THE CORPORATION

Section 1: NOT FOR PROFIT

The corporation shall be governed as a not-for-profit corporation. CNCH shall not be conducted or operated for profit, and no part of any profits or remainder or residue shall inure to the benefit of any member family.

Section 2: TUITION AND FEES

Tuition shall be set by the Executive Board when the budget for the forthcoming year is prepared. Tuition shall be proposed by the Executive Board and approved by the membership. A non-refundable registration fee shall be charged for each child.

Section 3: BUDGET

An annual budget shall be proposed by the Executive Board and adopted by the membership.

Section 4: ANNUAL REVIEW/AUDIT

A review/audit of the Treasurer's books will be made annually by a Certified Public Accountant, at the discretion of the Board.

Section 5: ENDOWMENT

The corporation shall maintain an endowment for the long-term benefit of CNCH. Endowment funds or returns on endowment funds shall not be relied upon to meet budgeted expenses. Accordingly, endowment funds or returns on endowment funds shall not be reflected in the annual budget.

Section 6: DISSOLUTION

In the event of dissolution of the corporation, all assets and property of the corporation shall be distributed to other parent cooperative nursery schools in the area, as selected by the Executive Board.