

Northpoint Cooperative Preschool, Inc.

Constitution/Bylaws

ARTICLE I: NAME

The name of this organization shall be the Northpoint Cooperative Preschool, Incorporated.

ARTICLE II: PURPOSE

The purpose of this school is cooperative learning for parents and their preschool children by providing enriching experiences for the children in a group setting and parent education for adults.

ARTICLE III: NON-DISCRIMINATION POLICY

Northpoint Cooperative Preschool, Inc. admits students of any race, color, national and ethnic origin, religion, handicapping condition and sex to all the rights, privileges, programs and activities at the school.

ARTICLE IV: MEMBERSHIP

- A. Any parent or guardian of a child of preschool age, willing to accept the duties and responsibilities of active participation in this group is eligible. A “member” is defined as the person who is concurrently enrolled in both the Preschool and the Bates Technical College Parent Education Course.
- B. Duties and Responsibilities of Members:
 - 1. Earn eight (8) parent education credits, including those gained from attending the mandatory Orientation Parent Training sessions. When a child enrolls at Northpoint Cooperative Preschool, the parent is automatically enrolled in a Parent Education class by the Home and Family Life Department of Bates Technical College. The credits are required as part of the parent’s Bates enrollment.
 - 2. Serve as a member of at least one standing committee or serve on the Board of Directors.
 - 3. Provide or arrange for transportation to and from school for their child.
 - 4. Participate in class as a working parent in rotation under the direction of the Teacher, and in a cooperative manner, assuming responsibility for working assigned days or arranging for a substitute in case of an unavoidable absence.
 - 5. Notify the Membership Chairperson in writing immediately upon withdrawal from the school.
 - 6. Support Co-op activities through fundraising and volunteering. A minimum of 4 volunteer hours must be completed each year.
 - 7. Keep all tuition and fee payments up to date.
- C. Members who do not fulfill their duties and responsibilities as outlined above may have their membership suspended or terminated by the Board, according to the Non-Compliance Procedures outlined in the Standing Rules.
- D. Members who have had their membership suspended or terminated may appeal this decision by following the Appeals Process outlined in the Standing Rules.

ARTICLE V: FEES AND FINANCES

- A. The Officers of this school are the only persons authorized to sign checks. Two signatures are required on a check.
- B. Tuition is assessed annually. The yearly tuition is an amount determined by expenditures, number of children enrolled, and agreed upon by the Board. Monthly tuition is based on the total for the year divided by nine (the number of months in the school year). Monthly tuition does not reflect the number of classes held each month.
- C. Any family with a demonstrated financial need, who is enrolled in Northpoint Cooperative Preschool and/or PCPC/Parent Child Preschool Council, may apply for tuition assistance if funds are available.
- D. The registration fee is non-refundable.
- E. Absence for most causes requires tuition to be paid as usual. The Board will consider extenuating circumstances.
- F. Northpoint Cooperative Preschool shall be a non-profit organization, with all funds remaining in the treasury at the end of the fiscal cycle to be carried over to the next year.

ARTICLE VI: VOTING

A. Email voting based on new Washington State Law for nonprofit organizations

- 1. All board members must vote on any item sent out by email vote. A quorum is not sufficient to be considered a valid vote.

2. **The Vote must be unanimous.** This means **all** must agree for the vote to be valid. If not all agree, one way or the other, then the vote goes back to a face-to face board meeting. If there are time constraints, an emergency board meeting may take place
3. **Voting results ‘must’ be documented in the next board minutes.**

- A. Quorum: A quorum must be present for any vote to be valid.
 1. At any meeting of the members of the cooperative, a majority of the members shall constitute a quorum for any and all purposes.
 2. At any meeting of the Board of Directors, a majority of the Directors shall constitute a quorum for any and all purposes.
- B. On any matter submitted to a vote of the membership, each member is entitled to one vote.
- C. On any matter submitted to a vote of the Board of Directors, each Director is entitled to one vote with the exception of the President. The President is only entitled to vote in order to break a tie. If the office of President is held jointly by more than one person, then each Co-President is entitled to one vote with the exception of the Co-President who is facilitating the meeting. The Co-President who facilitates the meeting is only entitled to vote in order to break a tie.

ARTICLE VII: THE BOARD OF DIRECTORS AND OFFICERS

- A. The Officers shall include but not be limited to the President, Vice-President, Secretary, and Treasurer, each of whom shall also be Directors. Any of the foregoing offices may be held jointly by more than one person. Any member in good standing is eligible to be elected as an Officer and/or Director. Membership in the cooperative shall be a continuing qualification to hold office as an Officer and/or Director. Any Officer or Director who ceases to be a member shall be deemed to have resigned as an Officer and/or Director and his/her position shall be deemed vacant.
- B. Election of Officers and Directors: Officers and Directors shall be elected by the membership in a general election. The officers and directors so elected hold office for a term of one year beginning at the next meeting of the Board of Directors after the election; however, if any Officers and Directors are not elected at the general election, they may be elected at any special members’ meeting subsequently held for that purpose, or the vacant positions may be filled by a majority vote of the Board of Directors.
- C. Powers and Duties of Officers: All officers are members of the Executive Board.
 1. President: The president shall (1) preside over all meetings of the cooperative, the Board of Directors, and the Executive Board; (2) call special meetings if necessary; (3) perform all acts and duties usually performed by a presiding officer.
 2. Vice President: The vice president shall appoint such committees as the Board of Directors may deem advisable for the proper conduct of the cooperative. In the absence or disability of the president, the vice president shall perform the duties of the president, provided, however, that in the case of death, resignation, or disability of the president, the Board of Directors may declare the office vacant and elect any eligible person president.
 3. Secretary: The secretary shall keep a full and complete record of all meetings of the cooperative and of the Board of Directors and shall have general charge and supervision of the books and records of the association. The secretary shall sign papers pertaining to the cooperative as authorized or directed by the Board of Directors. The secretary shall serve all notices required by law and by these bylaws and shall perform such other duties as may be required by the cooperative or the Board of Directors. Upon the election of a successor, the secretary shall turn over all books and other property belonging to the cooperative.
 4. Treasurer: The treasurer shall be responsible for the keeping and disbursing of all monies of the cooperative and shall keep accurate books of accounts of all transactions of the cooperative. The treasurer shall perform such duties with respect to the finances of the cooperative as may be prescribed by the Board of Directors. At the expiration of his or her term of office, the treasurer shall promptly turn over to a successor all monies, property, books, records and documents pertaining to his or her office or belonging to the cooperative.
- D. Executive Board:
 1. The Executive Board shall consist of but not be limited to the Officers of this cooperative as defined above. The Executive Board is responsible for:
 - a. Seeing that initial research on business matters is completed and brought before the Board.
 - b. Initially responding to emergencies and time sensitive issues pertaining to the daily operation of the co-op program.
 - c. Dealing with issues of confidential matter.
 2. Minutes of all Executive Board meetings will be taken and presented to the Board of Directors.
 3. The Executive Board must seek approval by the Board of Directors on all non-budgeted financial decisions.
- E. Powers and Duties of Directors: Subject to the limitations provided in the articles of incorporation, other sections of these bylaws and of Washington law, the business of the cooperative shall be exercised by the Board of Directors. Without

limitation, the Directors powers and duties include the following:

1. General supervision and control of the business and affairs of the cooperative.
2. Authority to admit and terminate members and to adopt rules and regulations to govern the operation of the cooperative and the members.
3. Authority to procure insurance covering general liability of the cooperative for accidents, building insurance, and indemnity insurance.
4. Providing for installation of an accounting system adequate to meeting the requirements of the cooperative.
5. To select one or more banks to act as depositories of funds of the cooperative.
6. The foregoing enumeration of powers and duties is not intended to be exclusive and shall not limit or restrict the exercise of the general or specific powers conferred on this cooperative by the laws of the State of Washington.

ARTICLE VIII: AMENDMENT OF BYLAWS

A. These bylaws amend and restate in their entirety the Bylaws of the cooperative heretofore adopted, as same may have been revised. These Bylaws may be further altered, amended, or repealed and new Bylaws may be adopted by the vote of two-thirds (2/3) of the members.