

BYLAWS OF THE FIRST UNITED METHODIST CHURCH OF SANTA ROSA PRESCHOOL CHILD CARE CENTER

ARTICLE I
NAME & AUTHORITY

The name of the organization shall be the "First United Methodist Church of Santa Rosa Preschool Child Care Center". Hereinafter in these BYLAWS, the name shall be referred to as the "Center". The Center was established by the Administrative Board of the First United Methodist Church of Santa Rosa (Hereinafter in these bylaws referred to as the "Church") on April 28, 1991 as a ministry of the Church operated under the authority of the Church.

ARTICLE II
PURPOSE AND MISSION

The purpose of the Center shall be to provide, during weekdays, a year-round, planned learning and caring environment for children and parents of the community.
The mission of the Center is to provide a warm, nurturing, and stimulating environment in which children can grow physically, emotionally, socially, intellectually and spiritually.

ARTICLE III
LOCATION

The principal office of the Center shall be located at the First United Methodist Church in the City of Santa Rosa, County of Sonoma, State of California.

ARTICLE IV
MEMBERSHIP

The Center is a non-membership organization.

ARTICLE V
GOVERNING BOARD OF DIRECTORS Section 1: General Powers

Responsibility for operation of the Center and its relationship with the higher authority of the Church Council (Hereinafter in these bylaws referred to as the "Council") rests with the Governing Board of Directors (Hereinafter in these bylaws referred to as the "Board"). In carrying out its responsibilities all actions of the Board shall be consistent with the laws of the State of California and with these bylaws.

Section 2: Size

The Board shall consist of a minimum of five (5) and a maximum of nine (9) members.

Section 3: Eligibility

The majority of the Board must be members of the Church. Whenever possible at least one member of the Board will be a parent of a child who is enrolled at the Center.

Section 4: Selection

- 1) The term of office of the nine members shall be three (3) years. In order to have continuity of the Board, there shall be three classes of three members each, whose term shall begin on January first on succeeding years.
- 2) Each December the Church's Committee on Nominations and Lay Leadership shall provide names of Church members to serve on the Board. The Board shall recruit and select one to four parent(s) to serve, with input from the Preschool Director.
- 3) A member may serve on the Board an indefinite number of times.
- 4) Each director shall hold office until his or her term shall expire, or until his or her written resignation is accepted by the Board. Three absences per year from meetings of the Board without prior notice to an officer of the Board shall constitute disqualification from the Board.

Section 5: Quorum

A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board; but if fewer than a majority are present, a majority of those in attendance may adjourn the meeting without further notice.

Section 6: Vacancies

Any vacancy occurring in the Board shall be filled for the unexpired term by the Committee on Nominations and Lay Leadership.

Section 7: Removal of a Board Member

The Board, by affirmative vote of two thirds of the members present at any lawfully held meeting, may expel a member for cause after an appropriate hearing. Said member may be terminated from Board membership for violation of laws or for conduct or cause unbecoming or prejudicial to the Center or its interests.

Section 8: Non-voting members

In addition to the voting Directors, the Preschool Director shall be an ex-officio, non-voting member of the Board. The Board may appoint volunteers for a specified period of time to carry out specific tasks. Such individuals are privileged to attend regular and/or special meetings of the Board in a non-voting capacity.

Section 9: Compensation

Board Directors shall receive no compensation for their services.

Section 10: Preschool Director Oversight

The Board shall oversee the work of the Preschool Director, and the President shall work with the Senior Pastor in preparation for a performance appraisal.

Section 11: Financial Responsibilities

- 1) The Center shall raise funds through tuition, events, gifts, and other sources. Neither the Church Council nor any other official Church body will be responsible for financing of the Center's operation.

- 2) The Board shall see that procedures are in place for tuition billing, collection of tuition and fees, bill paying, cash handling, and banking. They shall be based on best practices for separation of duties and be presented to the Church Finance Committee for review.

- 3) The Preschool Director shall meet with the Treasurer and President:
 - a. Before the April/May meetings to review the budget and discuss tuition prices to support the budget.
 - b. Before the October/November meeting to review the budget and discuss staff wages for the following year.

- 4) The Board shall be responsible for developing an annual budget for all of the Center's expenses directly associated with its operation. It shall include, but not limited to, the following elements:
 - c. Salaries of staff persons, including FICA, SDI, Workers Compensation, and other agreed upon benefits.
 - d. Custodial services
 - e. Telephone services
 - f. Accounting and auditing of the Center's financial affairs
 - g. Supplies and additional equipment
 - h. Ongoing expenses approved by the Board
 - i. Maintenance and repair of equipment used by the Center
 - j. A donation to the Church
 - k. Preschool Accident/Medical Premium
 - l. Preschool share of Annual Property and Liability Insurance
 - m. An undistributed reserve for special circumstances
 - n. A general reserve to guarantee a carry-over balance for the following year's operation, including the repair and replacement of classroom equipment.

ARTICLE VI

OFFICERS Section 1 : Officers

The officers of the Board shall consist of a President, a Vice President, a Secretary and a Treasurer. The officers shall have such authority and perform the duties specified by these bylaws.

Section 2: President

- 1) Provides agenda for all Board meetings
- 2) Presides at all Board meetings
- 3) Is authorized to sign all checks
- 4) Meets with the Preschool Director twice per year to review the budget and develop a recommendation for tuition prices and teacher salaries to submit to the board for approval
- 5) Is fingerprinted and cleared by all appropriate agencies and local and State laws
- 6) Is the contact person for the Preschool Director
- 7) Works with the Senior Pastor to develop the performance appraisal for the Preschool Director 8) Establishes a committee annually to review the bylaws and presents changes to the Church Council
- 9) Distributes copies of updated Bylaws to staff and Board members

Section 3: Vice President

- 1) Presides over Board meetings in President's absence
- 2) Maintains working knowledge of the Bylaws
- 3) Is authorized to sign all checks

Section 4: Secretary

- 1) Prepares and maintains minutes of all Board meetings
- 2) Distributes minutes to Board members
- 3) Maintains all Board records
- 4) Prepares correspondence to all Board members leaving and joining the Board
- 5) Prepares correspondence to thank supporters of the school
- 6) Provides notice of Board meetings and distributes agenda and minutes to all members, parents and staff
- 7) Is authorized to sign all checks

Section 5: Treasurer

- 1) Reviews monthly financial statements with the Preschool Director, and presents the statements at the Board meetings each month.
- 2) Reviews records of all fees and tuition quarterly.
- 3) Reconciles bank statements for all monies received and distributed.
- 4) Reviews financial records for audits and reviews auditor reports.
- 5) Meets with the Preschool Director twice per year to review the budget and develop a recommendation for tuition prices and teacher salaries to submit to the board for approval 6) Is authorized to sign all checks

Section 6: Election and Term of Office

The officers shall be elected by the Board at the regular January organizational meeting of the Board for a one-year term. If the election of officers is not held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until his successor shall have been duly qualified and elected. No officer shall serve more than three consecutive one year terms in the same office.

Section 7: Removal of an Officer

Any officer elected or appointed by the Board may be removed by a majority of the Board whenever in its judgment the best interests of the Center would be served thereby.

Section 8: Vacancies

A vacancy in any office for any reason shall be filled by the Board for the unexpired term at the next regular meeting of the Board.

ARTICLE VII

PRESCHOOL DIRECTOR Section 1: Position Summary

The Preschool Director is responsible for providing a warm, nurturing, and stimulating environment in which children can grow physically, emotionally, socially, intellectually and spiritually. The Director is responsible for the overall operation of the Center and reports to the Preschool Board for operation of the Center. The position is a full-time position requiring approximately 40 hours on site per week.

Section 2: Supervision

The Preschool Director reports to the Senior Pastor.

Section 3: Minimum Qualifications / Education / Experience

The Preschool Director and all staff members will at a minimum meet the requirements of the California Department of Social Services, Community Care Licensing, Title 22 of Regulations, Article 6, Numbers 101215 through 101216.2..

Section 4: Specific Responsibilities

1) Staff:

- a. Hires, trains, supervises, and evaluates staff members
- b. Holds monthly preschool staff meetings
- c. Ensures processing of staff payroll
- d. Ensures curriculum is consistent with the philosophies of the Center 2)

Administrative:

- a. Assures that licensing requirements and fees are met at all times

- b. Keeps financial records, pay bills, and collect fees
- c. Assists Board of Directors with budget planning
- d. Prepares yearly budget
- e. Communicates and consults with the Church’s Board of Trustees, Finance Committee and Staff Parish Committee, as needed.
- f. Provides financial reports quarterly to the Church Finance Committee for their review
- g. Attends Church Council meetings and prepares Annual report in the format for such reports
- h. Reports to the Board on all personnel, enrollment levels and licensing activities 3) Parents and Community:
 - a. Provides handbook for parent information
 - b. Provides annual calendar for the Board and parents
 - c. Supervises fundraisers

ARTICLE VIII

FACILITIES, EQUIPMENT, AND SUPPLIES USE Section 1: Facilities Agreement

A written agreement shall be maintained, and revised as needed, between the Council and the Board as to the specific facilities to be used by the Center

Section 2: Charges

No rental charge shall be made by the Church for the Center’s use of the Church facilities. No charge will be made for utilities including gas, electricity, water, sewer and garbage collection.

Section 3: Joint Use Furniture, Equipment and Supplies

Furniture, equipment, and supplies used jointly by both entities under mutually agreeable terms shall be clearly marked as to their ownership.

Section 4: Utilization of Common Space

At the conclusion of its week-day programs, the Center will leave the facilities ready for Church use. At the conclusion of its week-end programs and evening, the Church will leave the facilities ready for use by the Center on Monday and in the morning following any evening use.

ARTICLE IX

FISCAL YEAR

The Fiscal Year for budget and financial matters shall run from January first to December thirty first.

ARTICLE X

MEETINGS Section 1: Annual calendar

At the beginning of the school year in September, an annual calendar of meetings and events shall be prepared and distributed to the Board. Dates and times for all meetings including regular Board meetings shall be noted. This schedule of meetings may be modified when a majority of the Board members consider such action desirable.

Section 2: Regular meetings

A regular organizational meeting of the newly constituted Board shall be held without other notice than this bylaw, immediately after, and at the same place as, the regular January meeting of the Board. Subsequent to this meeting, the Board shall meet at least monthly and at such time as they may decide.

Section 3: Notice of Regular and Special Meetings

- 1) A written notice of regularly scheduled meetings shall be sent to each Board member at least five (5) days before the meeting. Such notice shall include the agenda for the meeting and the minutes of the previous meeting.
- 2) Written notice of any special meeting shall be given at least three (3) days prior thereto to each Board member. A Board member may waive notice of any meeting. The attendance of any Board member shall constitute waiver of notice of such meeting except where a Board member attends a meeting for the specific purpose of objecting to the transaction of business because the meeting was not lawfully called or convened.
- 3) Meetings of the Board will usually be held at the Church in Santa Rosa, CA.

ARTICLE XI

COMMITTEES

Section 1: Committee of Directors

The Board, by resolution adopted by a majority of Directors in office, may designate one or more committees, each of which shall have up to two (2) or more Directors. Such committees, to the extent provided in said resolution, shall have and may exercise the authority of the Board.

Section 2: Other Committees

Other committees not having the authority of the Board in the management of the Center, may be designated by resolution by a majority of Directors. Any member thereof may be removed by the person or persons authorized to appoint such members whenever in their judgment the best interest of the Center shall be served by such removal.

Section 3: Term of Office

Each member of a committee shall continue as such until his or her successor is appointed, unless the committee shall sooner be terminated, or unless such member shall cease to qualify as a member thereof.

Section 4: Chairperson

One (1) member of each committee shall be appointed as chairperson by the appointing authority.

Section 5: Quorum

Unless otherwise provided in the resolution of the Board designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

ARTICLE XII

CONTRACTS AND GIFTS Section 1: Contracts

The Board may authorize any officer, or officers, or agents of the Board to enter into any contract on behalf of the Board for operation of the Center. Any contract related to the Church facilities must have prior approval by the Church's Board of Trustees.

Section 2: Gifts

The Board may accept, on behalf of the Center, any contributions, gifts, bequests, or devices for the general purpose of the Center.

ARTICLE XIII

AMENDMENTS TO BYLAWS

There shall annually be appointed by the President of the Board a Bylaws Committee. This committee shall review the bylaws and shall recommend to the Council any necessary changes for its approval.

ARTICLE XIV

MISCELLANEOUS Section 1: Escape Clause

The finding that any part of these bylaws are invalid shall not invalidate any remaining part.

Section 2: Procedure

All special and regular meetings of the Board and Committees shall be conducted according to the provisions and parliamentary procedures as established in Robert's Rules of Order (Revised).

Section 3: Additional Policies and Procedures

Additional policies and procedures are included in:

- 1) FUMC Preschool and Child Care Center Parent Handbook
- 2) First United Methodist Church Employee Handbook