



## Chapter III: Bylaws

**Chapter III: Bylaws  
of  
San Jose Parents Participating Nursery School**

*A California Nonprofit Corporation*

**Article I: Name**

- A. The name of this Corporation is San Jose Parents Participating Nursery School (known as SJPPNS).

**Article II: Principal Office**

- A. The principal office of the transaction of the business of this Corporation shall be located in the County of Santa Clara, State of California.

**Article III: Non-Profit Corporation**

- A. The San Jose Parents Participating Nursery School is a non-profit corporation which does not contemplate the distribution of gains, profits, or dividends to the members thereof.

**Article IV: Purposes**

- A. The purpose of San Jose Parents Participating Nursery School is to provide, by cooperative effort of the members of the Corporation, a play based early childhood educational program for the children of the members of the Corporation, serving as a learning environment for the parents as well as the children. The school promotes a better understanding of parent-child relationships through its Nursery School Program and the Parent Education Program.

**Article V: Nonpartisan Activities**

- A. This Corporation has been formed under the California Nonprofit Corporation Law for the charitable purposes described above, and it shall be nonprofit and nonpartisan. No substantial part of the activities of the Corporation shall consist of the publication or dissemination of materials with the purpose of attempting to influence legislation, nor shall the Corporation participate or intervene in any political campaign on behalf of any candidate for public office or for or against any cause or measure being submitted to the people for a vote.
- B. The Corporation shall not, except in an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes described above.

## **Article VI: Membership**

- A. Parents are eligible for co-op membership who have children whose ages are within the session guidelines as outlined in the Standing Rules.
- B. A Membership Contract shall be signed by prospective members before acceptance for membership. This contract outlines responsibilities as detailed in the Standing Rules. These obligations include, but are not limited to, dues and fees, assistance with fundraising, membership meetings, classroom workdays, committee job and maintenance workdays.
- C. Every member shall fulfill any additional requirements which may be specified by the Directors or by the Executive Board.
- D. San Jose Parents Participating Nursery School admits all children, regardless of race, religion, or national and ethnic origin in administration of its educational policies, admissions policies, financial aid program, and other school-administered programs.

In individual cases, where there is doubt whether the child is capable of participating in the daily program, the Director of the session, by conference with the parent, observation of the child, and discussion with any other professional source necessary, shall determine whether the social, physical, and emotional development of the child allows him/her to benefit from the program and whether the child's presence in the program allows other children to benefit according to their individual abilities.

- E. Membership records for participating parents and children, as detailed in the Standing Rules, shall comply with the requirements of the state licensing agency, and current health regulations.
- F. The Executive Board shall consider participating parents to be volunteers rather than employees; therefore Worker's Compensation is not applicable.
- G. No member shall transfer for value a membership or any rights arising from it.

## **Article VII: Membership Fees**

- A. Fees
  - 1. The nursery school maintained by the Corporation shall be a nonprofit organization. The application fees and the tuition shall be shared as hereafter provided to meet current and future operating expenses of the school and to provide necessary reserves for contingencies.
  - 2. Yearly tuition and fees as outlined in the Standing Rules shall be proposed annually by the Executive Board and voted on by the general membership.
- B. Financial Aid
  - 1. A financial aid fund shall be created and administered by the Executive Board as outlined in the Standing Rules. Funds will be available only when the school finances are solvent.

### **Article VIII: Withdrawal/Membership Termination**

- A. Withdrawal Procedure
  - 1. A parent wishing to withdraw a child from school shall follow the procedures outlined in the Standing Rules.
- B. Termination of Membership
  - 1. Any membership may be terminated by the entire voting members of the Executive Board for cause by a two-thirds vote. Such cause shall include, but not be limited to: failure to comply with the Bylaws and or Standing Rules of SJPPNS, conduct detrimental to the stated purposes and goals of the school, and failure to comply with the terms of the Membership Contract.
  - 2. Should the Executive Board determine that the termination of a member is called for, the member shall be given written notice, have the opportunity to be heard, and shall be notified of the decision. This procedure is outlined in the Standing Rules.
- C. Membership Status
  - 1. Members fulfilling their membership obligations for a specific school term, as stated in Article VI. B. above, shall be considered to be in good standing.
  - 2. Members not fulfilling their membership contract shall be given written notice, have the opportunity to be heard, and shall be notified of the decision. This procedure is outlined in the Standing Rules.
  - 3. A member family must be in good standing in order to enroll a child in the school at any time.
  - 4. The Executive Board is empowered to reinstate good standing status through the assignment of special projects, or by consideration of special circumstances.

### **Article IX: Meetings of the Corporation**

- A. Regular meetings of the Corporation, as designated by the Executive Board and prescribed in the Standing Rules, shall be held during the school year.
- B. A quorum of the general membership shall consist of one-half of the members.
- C. Each family that is a member of the Corporation shall be entitled to one vote. Either parent or either guardian may vote. No proxy voting shall be permitted.
- D. A special meeting of the members may be called at any time by any of the following: the Executive Board, the President, or by 5% or more of the members. Members, other than the President, calling a meeting shall submit a written request specifying the agenda to the President. The officer receiving the request shall promptly notify members of the meeting time, date, place, and agenda. The President shall preside over special meetings.

### **Article X: Records and Reports**

- A. Each 1-, 2-, 3-, and 4-Day member family shall receive a copy of the Parent Handbook which contains the Reference Manual, Standing Rules, Bylaws and Current Supplements.
- B. The Corporation shall keep at its office a copy of the Parent Handbook as amended to date, the monthly minutes, and financial reports. These shall be open to inspection by any member or Director.
- C. Current membership rosters shall be available to Directors and members and shall be used for school business only.

## **Article XI: Executive Board**

### **A. Operating Procedure**

1. The management and administration of the business of the Corporation shall be invested in the Executive Board. The Executive Board officers shall consist of the President, Vice President of Administration, Vice President of Finance, Vice President of Membership, Vice President of Community Development, Vice President of Operations, and Vice President of Curriculum Support. The officers of the Corporation shall serve a term of one year. The Directors shall be non-voting, advisory members.
2. No member shall serve more than two consecutive year terms on the Executive Board in the same office. A waiver of this requires a two-thirds vote of the general membership at a General Meeting. Additional procedures may be called for as deemed necessary by the Executive Board.
3. No member shall serve in the capacity of more than one office at any time.
4. The Executive Board shall be empowered to employ such person or persons or such services as it may require from time to time to carry out the purpose of the Corporation.
5. Regular monthly meetings of the Executive Board shall be open to the membership.
6. The Executive Board may hold confidential closed meetings on matters relating to personnel and/or membership at the discretion of the President.
7. All decisions of the Executive Board may be appealed by a member. A decision of the Executive Board may be reversed or amended in the following manner: a committee of interested persons from the general membership shall be formed to review said decision and shall report its findings to a quorum of the general membership. A two-thirds vote of the quorum shall be final.
8. A two-thirds vote of the entire voting members of the Executive Board may remove an officer who is not performing his/her duties. The officer shall be given notice of a review meeting, have the opportunity to be heard, and be notified of the Board's decision.
9. Any officer may be impeached by a petition bearing the names of two-thirds of the membership. No vote of the Executive Board is needed.
10. An Executive Board member may resign by giving written notice to the President or Secretary. A successor may be elected to take office when the resignation becomes effective. A vacancy on the Executive Board may be filled by presidential appointment and subsequent approval of two-thirds of the entire voting members of the Executive Board.

### **B. Directors**

1. The Directors shall operate and supervise the daily school and the parent education programs designed to implement the school philosophy and goals as defined in the Parent Handbook. They are responsible for the development of the daily school and parent education programs in consultation with the Executive Board. Selection of the Directors shall rest with the Hiring Committee subject to approval by the Executive Board. Salary and duties shall be outlined in writing by the Hiring Committee, approved by the Executive Board and signed by the President and Vice President of Finance. The Directors are responsible to the Executive Board.

## **Article XII: Administrative Committees**

- A. Committees Accountable to the President
  - 1. The Hiring Committee shall be responsible for interviewing and hiring all Directors of the school as outlined in the Standing Rules.
  - 2. The Nominating Committee shall be responsible for compiling a slate of candidates and the election of officers annually, as outlined in the Standing Rules.
  - 3. The Director Annual Review Committee shall be responsible for disseminating, collecting, reviewing and evaluating, in written form, the Evaluation(s) of the Director(s) as outlined in the Standing Rules.
  - 4. The Grievance Committee shall be responsible for bringing any grievance before the Grievant in accordance with the Grievance Procedure as outlined in the Standing Rules.
- B. Committees Accountable to the Vice President of Administration
  - 1. The Rules Committee shall be responsible for the maintenance of the Bylaws and the Standing Rules, as outlined in the Standing Rules.
- C. Committees Accountable to the Vice President of Finance
  - 1. The Budget Review Committee shall be responsible for the review of the budget and recommendations for the proposed budget of the following year, shall make recommendations to the Executive Board regarding the disbursement of funds not utilized by the school during the year as outlined in the Standing Rules.
  - 2. The Financial Aid Committee shall be responsible for approving individual financial aid requests as outlined in the Standing Rules.
- D. Other Committees
  - 1. The Executive Board shall be empowered to create such temporary and standing committees, as it may deem necessary.

## **Article XIII: Finances and Financial Reporting**

- A. The proposed budget of the following year shall be presented at the spring meeting of the general membership. Approval of the proposed budget shall require a two-thirds of a quorum of the members present at the regular Corporation meeting.
  - 1. The total of all expenses in that year shall NOT exceed the actual income received in that year.
- B. Each year monies are set aside in the contingency fund and are reserved for future use. Notice of intention by the Executive Board to use these funds must be posted at school at least one week prior to the regular meeting of the Board. If the next Board meeting occurs during the summer, then notice of intention to use contingency funds must be sent to the general membership at least two weeks prior to the meeting.

## **Article XIV: Revision of the Bylaws**

- A. The Rules Committee shall be responsible for the maintenance of the Bylaws. Notice of intention to propose revision, amendment or repeal of the Bylaws must be posted at school at least one week prior to a meeting of the general membership. Amendment or repeal of the Bylaws shall require a vote of two-thirds of a quorum of the members present at a regular Corporation meeting.

**Article XV: Standing Rules**

- A. The Standing Rules are semi-permanent provisions based on the requirements of any given school year. They are under the control of the Executive Board. Any changes or additions may be made by a two-thirds majority vote of the entire voting members of the Executive Board. One copy shall be in the possession of each member and Director.

**Article XVI: Robert's Rules of Order**

- A. "Robert's Rules of Order" shall govern the procedure of all meetings of the Executive Board and general membership of the Corporation.

**Article XVII: Dissolution of the Corporation**

- A. Upon dissolution of the Corporation and Association, all outstanding bills and obligations shall be paid. Should any funds remain thereafter, the same shall be given to the City of San Jose, Department of Recreation, for the sole purpose of purchasing play equipment for pre-kindergarten or kindergarten-age children in the City of San Jose. The actual expenditure of said funds as herein indicated shall be made upon recommendation of a duly appointed or authorized representative of said Department of Recreation, or successor Department of the City of San Jose, and the last acting President, or other duly authorized representative of the last acting Board of Directors of this Corporation.

Nothing contained in this Article shall prohibit or prevent the said Association from, prior to dissolution, making such distribution of its assets as may then be authorized by the membership of the Board, provided that no distribution of such assets, monies, or equipment shall go to or be distributed in any manner whatsoever to any individual member of the Association.