



**BYLAWS OF FAMILY CHILD CARE, INCORPORATED**  
Olmsted County Child Care Association

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**ARTICLE I: NAME AND ADDRESS**

- 1.1 The name of this organization will be Family Child Care, Incorporated, also known as FCCI.
- 1.2 The Board of Directors shall designate any change in address for the association.

**ARTICLE II: GOALS AND PURPOSES**

- 2.1 FCCI is founded as an independent non-profit organization of licensed family child care providers, and its activities shall be limited to charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.
- 2.2 FCCI is an organization of licensed family child care providers committed to developing and promoting high quality child care in our community through education, resources, and support. FCCI shall:
  - A. Initiate and meet the needs of the licensed family child care provider through training courses, education, and workshops, so they can better meet the needs of children.
  - B. Support and assist provider members through an exchange of ideas among all persons in child care.
  - C. Review state and federal standards applying to licensed family child care homes and introduce changes necessary on a state and federal level.

- D. Represent licensed family child care providers for greater recognition by the following:
  - i. the licensing units of Social Services under the Department of Human Services of the State of Minnesota;
  - ii. the city, county, state, and federal legislative and executive bodies;
  - iii. the business community; and
  - iv. the general public.

### **ARTICLE III: MEMBERSHIP AND MEMBERSHIP RIGHTS**

- 3.1 The association shall have two membership options.
  - A. Licensed child care providers.
    - i. Licensed family child care providers may vote and serve on the Board of Directors.
  - B. Advocate memberships shall be available to all persons interested in supporting FCCI.
    - i. Advocate members may vote and serve on the Board of Directors;
    - ii. Advocate members shall not serve as President of the association;
    - iii. Advocate members shall hold no more than 25% (3 of 15) of positions on the board.
- 3.2 Memberships are non-transferable and non-refundable.
- 3.3 The membership year of FCCI shall commence on January 1 and end on December 31.
- 3.4 The Board of Directors shall determine membership dues and training fees.
- 3.5 The FCCI membership list shall not be made available to anyone without the Board of Directors' approval.
- 3.6 No member shall be personally responsible for corporate obligations other than as provided by Minnesota State Chapter 317a.521.
- 3.7 No person shall be denied services of FCCI or be excluded from membership and participation because of race, color, creed, age, differing abilities, gender, and religion; discrimination of any kind in this regard is expressly prohibited.

### **ARTICLE IV: MEETINGS**

- 4.1 All general meetings are open to all members and persons who pay the training fee.
  - A. All attendees are expected to conduct themselves in a respectful manner. It is the responsibility of the Board of Directors, at their discretion, to remove anyone engaged in disruptive, disrespectful and/or inappropriate behavior. Refunds will not be issued to any attendee who is removed under this section.
- 4.2 There shall be a general meeting of FCCI a minimum of eight (8) times per year.
  - A. Members will receive notification of the date, time, and meeting place, at least seven (7) days prior to the general meeting.
  - B. The Board of Directors reserves the right to cancel a meeting at any time due to a natural

- disaster, inclement weather, or unforeseeable circumstances.
- C. At the general meetings, association business will be transacted and a workshop of interest will be offered. Unless the membership is notified, these workshops shall be approved by the county to meet state licensing requirements.
- 4.3 A quorum for a general meeting shall consist of no less than 10 percent of the current membership. Proxy voting by members is not permitted. Electronic voting is not permitted.
- 4.4 All Board meetings are open to all members.
- 4.5 Board meetings will be held once a month.
- A. Members will receive notification of the time, date, and meeting place at least seven (7) days prior to the board meeting.
- B. Members may request time on the agenda at a Board meeting by contacting the president two (2) business days prior to the meeting. Members will have three (3) minutes to the address the board.

#### **ARTICLE V: FINANCES**

- 5.1 The fiscal year of FCCI will commence on January 1 and end on December 31.
- 5.2 The Board of Directors will review membership dues and training fees annually.

#### **ARTICLE VI: BOARD GOVERNANCE AND REPRESENTATION**

- 6.1 The Board of Directors, acting in good faith, will:
- A. Provide leadership, direction and accountability;
- B. Build relationships in the child care community and generate good will;
- C. Advocate on behalf of licensed family child care providers; and
- D. Develop resources relevant to licensed family child care.
- 6.2 The Board of Directors will have the power to make decisions and conduct the business of the association.
- 6.3 The Board of Directors will consist of no less than three (3) and no more than fifteen (15) elected and appointed positions.
- 6.4 A majority of the Board members shall constitute as a quorum.
- 6.5 The Board of Directors shall be responsible for seeing that a workshop is presented at the general meeting and that appropriate business is brought before the general membership.
- 6.6 All Board members shall attend the monthly general meeting and Board meetings.
- 6.7 The Board of Directors shall review the Bylaws in even numbered years.

## **ARTICLE VII: DUTIES OF THE BOARD OF DIRECTORS**

- 7.1 The President shall:
- A. Preside at all meetings of FCCI and its Board of Directors.
  - B. Serve on the Finance and Bylaw Committees.
  - C. Generally supervise all affairs of FCCI.
- 7.2 The Secretary shall:
- A. Record the minutes of all meetings of FCCI and its Board of Directors.
  - B. Present the minutes of the previous general meeting at each general meeting.
  - C. At each general meeting, make available the secretary's report of the Board meetings for member review.
  - D. Serve as chairperson of the Bylaw Committee.
  - E. Assist the president upon request.
- 7.3 The Treasurer shall:
- A. Act as custodian of the association funds.
  - B. Complete State and Federal tax filings.
  - C. Report financial statements at each general meeting.
  - D. At each general meeting, make available the financial report for member review.
  - E. Close financial books at the end of the fiscal year.
  - F. Submit a financial report for an annual review by the Board of Directors.
  - G. Serve as chairperson of the Finance Committee.
  - H. Assist the president upon request.
- 7.4 The Communications Coordinator shall:
- A. Organize and publish a newsletter at regular intervals.
  - B. Contact child care-related businesses for newsletter advertising.
  - C. Update and maintain website at regular intervals
  - D. Assist the president upon request.
- 7.5 The Training Coordinator shall:
- A. Contract speakers for FCCI sponsored events.
  - B. Maintain records and documentation of workshop speakers.
  - C. Assist the president upon request.
- 7.6 The Workshop Coordinator shall:
- A. Maintain materials and supplies in the workshop supply box for use at FCCI events.
  - B. Maintain FCCI printer and assist board members with printing materials for distribution and FCCI events.
  - C. Enter training attendance records into the online training registry.
  - D. Assist the president upon request.
- 7.7 The Membership Coordinator shall:
- A. Sell FCCI memberships to licensed family child care providers and advocates at general meetings and via mail.

- B. Maintain record of the members of FCCI.
  - C. Maintain accurate listing of member provider directory and classified ads.
  - D. Assist the president upon request.
- 7.8 The Community Outreach Coordinator shall:
- A. Organize, promote, and publicize FCCI at provider events and functions.
  - B. Serve as a liaison between Olmsted County Licensing and FCCI.
  - C. Sell and maintain an inventory of supplies for members of FCCI to purchase at FCCI functions, the monthly general meetings, and local conferences.
  - D. Assist the president upon request.

**ARTICLE VIII: ELECTION OF OFFICERS**

8.1 There shall be eight (8) elected officers and no more than seven (7) appointed positions.

President	one year term & can serve 4 full terms	(elect every year)
Secretary	two year term & can serve 2 full terms	(elect even years)
Treasurer	two year term & can serve 2 full terms	(elect odd years)
Communications Coordinator	two year term & can serve 2 full terms	(elect even years)
Training Coordinator	two year term & can serve 2 full terms	(elect odd years)
Workshop Coordinator	two year term & can serve 2 full terms	(elect even years)
Membership Coordinator	two year term & can serve 2 full terms	(elect odd years)
Community Outreach Coordinator	two year term & can serve 2 full terms	(elect even years)

8.2 No elected officer shall serve more than two (2) consecutive full terms in office in the same position.

8.3 No elected officer may be re-elected to the Board of Directors in the same position unless one full year has elapsed since his/her completion of two consecutive full terms.

8.4 The President is required to have served on the Board of Directors one full year prior to becoming President.

8.5 Election shall be held at the November general meeting of each year, which shall be considered to be the annual meeting of the association.

- A. The Board of Directors shall be elected by a majority vote of the members at the annual meeting.
- B. The members shall receive an annual report from the president of the association at the annual meeting.

8.6 The members shall receive an annual report from the treasurer of the association after the financial books have been closed.

8.7 The Board of Directors shall appoint a nominating committee.

- A. Information on the slate of candidates for all elected positions will be posted in the FCCI newsletter prior to the November general meeting.
- B. Additional nominations may be made from the floor at the November general meeting if

the so nominated is present or their prior written consent has been obtained.

## **ARTICLE IX: COMMITTEES**

- 9.1 The Board of Directors or President may designate one or more committees.
- A. Any member may serve on or serve as chairperson of a committee.
  - B. The committee chairperson will be required to attend board meetings when their committee is active.
  - C. Committees shall have such authority as shall be delegated by the Board of Directors.

## **ARTICLE X: TERMINATION PROCEDURE**

- 10.1 Vacancies of an elected position occurring on the Board of Directors shall be appointed by the President, with majority approval of the Board as an interim position until the term ends.
- 10.2 Vacancies of an appointed position occurring on the Board of Directors shall be appointed by the President, with majority approval of the Board until the term ends.
- 10.3 Removal of any elected or appointed Board position may be requested by majority vote of the Board of Directors, of any elected or appointed board member with or without cause.

## **ARTICLE XI: CONFLICT OF INTEREST**

- 11.1 No board member will use his or her position, or the knowledge gained there from, in such a manner that a conflict arises between the interest of FCCI and his or her personal or family member's interests. Each board member has a duty to place the interest of the association foremost in any dealings with the organization or its outreach.
- 11.2 Voter education activities, including public forums, conducted in a non-partisan manner are allowable as defined by the Internal Revenue Law.

## **ARTICLE XII: ROBERTS RULES OF ORDER**

- 12.1 The Rules contained in "Roberts Rule of Order: The Standard Guide of Parliamentary Procedure" shall govern this Association in all cases to which applicable, and in which not inconsistent with the Bylaws of this Association.

## **ARTICLE XIII: OPERATIONAL LIMITATIONS**

- 13.1 Notwithstanding any other provision of these bylaws, the Association shall not carry on any

other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deduction under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or corresponding provisions of any future United States Internal Revenue Law).

#### **ARTICLE XIV: DISSOLUTION CLAUSE**

14.1 Upon the dissolution of FCCI, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Association, dispose of all the assets of the Association's exclusively for the purpose of the Association in such manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall, at the time, qualify as exempt organization or organizations under section 501 (c) (3) of the Internal Revenue Code of the 1954 (or corresponding provisions of any future Internal Revenue Law) as the Board of Directors shall determine. Any such assets not so disposed shall be disposed of by the Circuit Court of Olmsted County in which the principle of the Association is then located, exclusively for such purposes or to such organizations as said court should determine which are organized and operated exclusively for such purpose.

#### **ARTICLE XV: AMENDMENTS**

15.1 These bylaws may be amended by a vote of two-thirds (2/3) of the Board members at the next Board of Directors meeting. This meeting will be held at least seven (7) days after such proposed amendments have been made available to all Association members. No voting will occur by proxy. Electronic voting is not permitted.

Approved: November 20, 2018