



# UNIVERSITY PLAZA NURSERY SCHOOL BY-LAWS

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- Adopted March 23, 1977
- Amended January 11, 1988
- Amended January 9, 1989
- Amended February 12, 1992
- Amended January 9, 1997
- Amended March 2, 2000
- Amended June 25, 2004
- Amended October 2, 2008
- Amended May 11, 2011
- Amended September 27, 2011

## ARTICLE I - NAME

The name of this Corporation shall be the University Plaza Nursery School (hereinafter, "the School").

## ARTICLE II - PURPOSES AND GOALS

- A. The School is organized for the purpose of providing preschool children with an opportunity for supervised educational and play activities, and to contribute to their intellectual, social, emotional and physical development.
- B. The School shall be licensed by the New York City Board of Health, chartered as a corporation by the Board of Regents of the State of New York, and shall be managed and operated as a parent cooperative solely through the joint effort of the Director, teaching staff and member parents.
- C. The School shall be non-profit, non-partisan, and non-sectarian, open to all applicants regardless of race, color, creed, national origin, sexual orientation, or political affiliation.
- D. The Officers, Board of Trustees and members of this Corporation shall carry out the aforementioned purposes and goals in a manner consistent with New York State law.

## ARTICLE III - MEMBERSHIP AND ELIGIBILITY

### A. Membership

The members of this Corporation shall consist of all parents with at least one child enrolled in the School. Parents (which in these By-Laws shall include guardians) with one or more child enrolled in the School shall have one membership per child. Each membership shall carry one vote. All obligations of membership are to be fulfilled by one or both parents.

### B. Priority

Enrollment in the School for the next academic year shall be governed by the order of priority described below. For the purposes of this section, the current academic year is the year *preceding* the year for which enrollment is being considered, and the next academic year is the year for which enrollment is being considered.

- I. Priority 1. Children enrolled in the School during the current academic year.
- II. Priority 2. Siblings of children enrolled in the School within the previous five years and children of employees of the School during the current or next academic year.
- III. Priority 3. Children of full-time employees or students of New York University.
- IV. Priority 4. Any other children.

A child is a member of the highest priority group for which s/he qualifies. Children currently enrolled in the School shall be guaranteed a space in a classroom with children sharing the same birth year. Assignments contingent upon prior or current membership in the School are dependent upon the obligations of membership having been fulfilled. If there are additional spaces after all children in Priority 1 and Priority 2 have been admitted, then notwithstanding the order of priority stated above the School may for each academic year endeavor to admit one child of Priority 4 to the two's classroom and one child of Priority 4 to the four's classroom. Within a priority group, the order of admissions shall be determined by the Director after review of a non-binding recommendation of the Admissions Committee. The Admissions Committee

shall, however, maintain a written policy specifying procedures for determining the order of admissions within Priority 2.

**C. Medical Requirements**

Each child must have a physical examination and a medical form signed by the child's physician before attending the School.

**D. Obligations of Membership**

**I. Tuition**

Prompt payment of tuition is expected. In the event that the School is required to expend any monies in order to collect on this obligation, or on any related matter, parents agree to pay the School's costs including attorneys fees. Requests to postpone payment, or arrange for a payment schedule must be made in writing to the Director and the Treasurer.

**II. Cooperative responsibility**

UPNS is a co-op. Service to the School is required of all members. Each member family is responsible for one major job in the School, one major group cleaning or maintenance activity per year (e.g., repainting, year-end cleanup), and for fund-raising activities. Member families who have more than one child in the School concurrently shall be responsible for one job per child enrolled in the School. Alternatively, a member family may choose to pay a fee (or "Buy-Out") equal to 10% of the yearly tuition per child enrolled in the School.

**III. Required Meetings**

Attendance is required at all meetings, unless permission for absence has been granted by the Vice President.

**E. Commencement and Termination of Membership**

**I. Commencement**

- a) Membership shall commence when the School accepts the enrollment contract for a child, and shall continue for the duration of the family's enrollment in the School.
- b) A non-refundable tuition deposit will be included in the enrollment contract. It is 10% of the yearly tuition and will be deducted from the full tuition payment only if the child actually attends the School.
- c) All payments must be up to date, prior to the beginning of the school year as required in Article III, Section D.

**II. Termination**

Membership shall terminate by expiration, revocation, or withdrawal.

- a) Expiration: The membership of parents with no children enrolled for the following school year shall expire at the end of the school year. Termination of membership by expiration shall not affect the financial obligations undertaken in the enrollment contract. All other rights and obligations of membership shall cease.

b) Revocation: Any membership may be revoked for failure to honestly answer questions relating to enrollment or priority, or for failure to fulfill the obligations of membership. Any such action must be approved by a 3/4 vote of the entire Board. Any such revocation vote shall be preceded by fair notice and an opportunity to contest all allegations. Termination of membership by revocation shall not affect the financial obligations undertaken in the enrollment contract. All other rights and obligations of membership shall cease.

c) Withdrawal: In the event that parents withdraw their child from the School after the school year begins, parents will pay all remaining financial obligations as set forth in their enrollment contract. In the event that the School is required to expend any monies in order to collect payment, or on any related matter, parents agree to pay the School's costs including attorneys' fees (see Article III, Section D-I).

Parents' remaining financial obligation to the School may be waived or reduced if, following withdrawal, another child, approved by the Admissions Committee and the professional staff, is admitted. However, this waiver or reduction in fees will only be considered by the Board if the following conditions are met:

- 1) withdrawal of the child occurs before November 14;
- 2) parents provide the Admissions Committee and the Director with written notification at least 14 days prior to the withdrawal of the child; and,
- 3) the new child is admitted into the same class as the child being withdrawn.

Termination of membership by withdrawal shall not affect the financial obligations undertaken in the enrollment contract, except as provided for above. All other rights and obligations of membership shall cease.

d) School-initiated withdrawal: Membership in the School may be withdrawn if the Director or teaching staff consider it to be in the best interests of the child, or the School. Under such circumstances, a pro-rated portion of the tuition may be refunded.

All other rights and obligations of membership shall then cease.

### **III. Mid-year Enrollments**

No child may be enrolled in the School in a given academic year after the tenth school day of the second semester of such year unless the School is under full enrollment. For these purposes "full enrollment" means that the School expects to collect full tuition (after any scholarships) for the academic year with respect to the maximum number of spots permitted by the New York City Board of Health.

## **ARTICLE IV - MEETINGS**

### **A. Regular Meetings**

The Board President shall call no fewer than three membership meetings during the school year. One meeting shall be in September to introduce and review school policies and procedures such as approving the school calendar. One meeting in January or February to consider the budget for

the following year, and another in April or May for the purpose of welcoming new parents, and electing the Officers of the Corporation and the Class Parents. At least 7 days notice in writing shall be given prior to each meeting.

**B. Special Meetings**

The Board President may call a special meeting of the membership at any time. Such a meeting must be called if so requested by five or more community members. A minimum of 48 hours notice, together with reasons for the special meeting(s), must be given to all members, and only the business for which such a special meeting was called may be considered.

**C. Voting and Procedure at Regular and Special Meetings**

- I. Each member family, in good financial standing, shall be entitled to one vote per child in the School.
- II. Voting by proxy may be made only by prior notification to the Board.

**D. Quorum**

At all general and special meetings, 1/3 of the School members shall constitute a quorum to conduct official business. (For exceptions to this rule, see Article VII, Section J, and Article IX)

**E. Class Meetings**

Class parents may call class meetings, the first being held in September, immediately following the General Meeting, for the teachers to discuss the year's program.

**ARTICLE V - ELECTIONS**

**A. Nominations**

A Nominations Committee shall be appointed by the Board of Trustees, consisting of 3 parent members. This Nominations Committee shall be charged with preparation and presentation of a slate of nominees for the Offices of the Corporation. Only members whose contract for the upcoming year have been accepted by the School are eligible to be elected as Officers.

**B. Elections**

Elections held at the April/May meeting will be by closed ballot if there is more than one nominee for any office. Candidates for each office shall submit a brief statement conveying their interest in serving on the Board. The Nominating Committee shall be responsible for presenting the slate of candidates and position statements to the membership at least 7 days prior to the Elections.

Each family who has signed a contract shall be eligible for one vote in this election. A majority vote shall be necessary to elect any Officer. If a quorum (1/3 of membership) is not present, balloting shall be conducted by mail.

**C. Vacancies**

Should any vacancy occur in any elected office, the Board of Trustees shall select an ad hoc replacement to serve until the next general membership meeting, at which a new election shall be held. All such replacements so elected shall serve to the end of the current term of office.

**ARTICLE VI - OFFICERS OF THE CORPORATION**

- A.** The Officers of the Corporation shall consist of the President, Vice-President, Treasurer, Secretary, Fundraising Coordinator, and Director.
- I. President**
- a.) Shall preside over all meetings of the School and of the Board of Trustees, and shall have all of the customary administrative and executive powers assigned to the Presidency of an organization;
  - b.) Shall sign contracts entered into by the Corporation;
  - c.) Shall be an *ex-officio* member of all committees, and, in consultation with the Board, shall appoint chairs of each committee.
- II. Vice President**
- a.) Shall assist the President in the performance of his or her duties and temporarily assume such duties in the event of the President's absence or disability;
  - b.) Shall, as a member of the Admissions Committee, be responsible for enrollment procedures as outlined herein;
  - c.) Shall, with the Director, assume primary responsibility for assigning and supervising parent jobs;
  - d.) Shall grant permission for absence from any required meeting(s);
  - e.) Shall assist other Board members as requested.
- III. Treasurer**
- a.) Shall, with the School's Accountant and Director, be responsible for the preparation of the annual budget for presentation to the Board of Trustees in January/February. Once approved by the Board, the Treasurer shall be responsible for presenting the budget at the general membership meeting in January/February;
  - b.) Shall oversee tuition collection, and other billing (e.g., After School), and maintain an accurate record of all tuition accounts;
  - c.) Shall report to the Board the financial status of the School at Board meetings, and serve on Budget Committee;
  - d.) Shall be responsible for signing checks, tax issues and working closely with the Accountant and Director on all School-related financial affairs;
  - e.) Shall ensure that generally accepted accounting principles are employed.
- IV. Secretary -**
- a.) Shall take minutes at all Board meetings, and at all meetings of the general membership;
  - b.) Shall maintain, update and distribute UPNS Board Handbook to include all policy decisions voted upon (and approved) at all meetings in addition to other pertinent items;
  - c.) Shall distribute Board meeting minutes to each Board member for review, and then post them to the general membership within **7** days of the meeting. All records and minutes shall be returned to the School at the end of the school year;
  - d.) Shall chair an *ad hoc* By-Laws Committee, when such committee is established;
  - e.) Shall be responsible for all correspondence of the School as directed by the Board of Trustees. This may include notices for Board and membership meetings, as well as correspondence between the Director and the members.
- IV. Fundraising Coordinator**

- a) Shall, with the Director and the support of the Fundraising Committee, be responsible for coordinating all approved fundraising activities;
- b) Shall chair the Fundraising Committee and report to the Board monthly on the committee's activities;
- c) Shall develop an annual fundraising plan for Board and community approval.

**VI. Director of the School**

- a) Shall be the supervisor of the professional staff, and shall be responsible for maintaining high standards of early childhood education;
- b) Shall formulate the educational policies of the School, and shall keep the Board and parent members of the School informed of all policies and any plans for change(s) therein;
- c) Shall act as liaison between Teaching Staff and the Board, maintaining a cooperative relationship between the parent membership and the School;
- d) Shall be a member of the Board of Trustees and shall attend all Board meetings except those at which her/his salary and appointment of gifts are considered;
- e) Shall be an *ex-officio* member of all School committees, and shall be informed of all actions and decisions concerning the School.

- B.** All checks of the Corporation will be signed with countersignature. Signature rights on all Corporation checks are the privilege of the President, Vice-President, Treasurer, and Director.
- C.** All Officers shall be elected at the April/May membership meeting. Tenure of Officers shall be one year commencing one day following the June Board meeting. Outgoing Officers shall continue to serve in an advisory capacity until the end of the school year. Completion of unfinished business is the responsibility of the outgoing Officers.
- D.** All Officers shall be members of the Board of Trustees.

**ARTICLE VII - BOARD OF TRUSTEES**

- A.** The voting members of the Board of Trustees shall consist of the Officers of the Corporation, the Head Teacher(s) of each class, the Class Parent of each class, and the NYU liaison. In addition, the Board of Trustees may have non-voting members including an Assistant Director, the NYU representative and one or more additional community members. Members-at-large may be added to the Board by a majority vote of existing Board members. The Board of Trustees shall appoint a Member-at-large as needed to ensure an odd number of voting members.
- B.** The Board of Trustees shall have all the powers and duties of a Corporation as specified in the Education Law of the State of New York, and specifically in Section 226 of said law.
- C.** The Board of Trustees shall assist and advise the Director in the administration and management of the school.
- D.** The Board of Trustees shall have the power to hire and terminate the Director.
- E.** Decisions of the Board shall be subject to general membership review upon the request of five or more community members.

- F. The Board of Trustees shall meet monthly during the school year, and during the summer if necessary. The President may call a special meeting at any time and must do so if requested by two or more members of the Board. A majority of Board members shall constitute a quorum for the transaction of Board business, and Board matters shall be decided by a majority of those voting.
- G. Notice and agenda of a meeting of the Board of Trustees shall be given in writing to all members at least 7 days prior to the meeting. A special or emergency Board meeting may be held if so requested by five or more community members (or two or more Board members), and may be held without notice.
- H. Board meetings shall be open to all members and members are encouraged to attend. When a meeting includes agenda items involving personnel issues, attending personnel may be excused from that portion of the meeting.
- I. The Board shall approve, prior to the January/February membership meeting, the proposed budget for the coming year. This approved budget will be presented to the general membership by the Treasurer at the January/February membership meeting.
- J. Any Board member failing to attend three consecutive meetings of the Board without reasons satisfactory to 2/3 of the Board members, may be asked to resign his/her Board position. .
- K. The involuntary removal of any Board Member shall be considered at a special membership meeting called for that purpose, and only after just cause has been demonstrated. Such a meeting must be attended by at least 1/2 of the membership, and the vote for removal must be 3/4 of those voting.
- L. The tenure of the Board of Trustees shall be one year commencing one day following the June Board meeting. Outgoing Board members shall continue to serve in an advisory capacity until the end of the school year. Completion of unfinished business is the responsibility of the outgoing Board members.
- M. The Secretary shall post the minutes of each Board meeting to the general membership within 7 days.

#### ARTICLE VIII - COMMITTEES

- A. **Admissions Committee** - This committee shall consist of five members of this Corporation, to be selected by the Vice-President and the Director. This committee shall be responsible for mailing application requests, scheduling admissions events, and conducting tours.
- B. **Hiring Committee** – This committee shall consist of the Director, the President, the Vice-President, and additional members as needed.
- C. **Fundraising Committee**
  - I. Shall be responsible for coordinating fund raisers and special events;
  - II. Shall work on planned events, with the approval of the Board;
  - III. Shall work in accordance with proposed budget needs.

- D. **Other Committees** -- Additional standing or temporary committees may be established by the Board President at the discretion of the Board.
- E. **Committee Reports** -- The chair of each committee shall serve as an *ex-officio* member of the Board, and shall regularly report on the activities of his or her committee to the Board.

#### **ARTICLES IX - AMENDMENTS**

Amendments to these By-Laws must be made at a meeting of the general membership, where a quorum (e.g., 1/3 of the School members) shall be required for passage. If the quorum is not present, balloting shall be conducted by mail, and in this case, a majority shall be considered sufficient to pass the amendment(s). A copy of the proposed amendment(s) shall be distributed to all members at least 7 days before the meeting. At the membership meeting however, members may discuss and amend any proposed amendment(s) before adopting them.