



First Chance For Children

Ready for School, Ready for Life

First Chance for Children

Operating Guidelines and Bylaws

9/13/2016

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First Chance for Children
Operating Guidelines and Bylaws (Revised December 3rd, 2010)

- Article I** **Name of the Organization**
The name of the organization shall be First Chance for Children (FCFC).
- Article II** **Goal and Mission of the Organization**
Our mission is to build an early learning system in Mid-Missouri that prepares children for success in school and in life.
- Article III** **First Chance for Children: Early Childhood Advisory Group**
- Section 1.** **Composition**
- a. The FCFC Early Childhood Advisory Group will be composed of leaders, representatives and others interested in promoting FCFC objectives, and will maintain economic, professional, geographical, ethnic and gender diversity. The group shall consist of not more than 45 members, including the members of its Board of Directors, representing, but not limited to, the following organizations, constituencies and audiences within the community:
- Businesses
 - Users of FCFC-funded services
 - Parents
 - Child Care Providers
 - Social Welfare agencies
 - Schools
 - Advocacy organizations
 - Faith Community
 - Parent Educators
 - Service Groups
 - Local and County Government
 - Government agencies
 - Higher Education
- Section 2.** **Manner for Becoming a Member**
- a. FCFC Early Childhood Advisory Group members may be suggested by any Director or the Executive Director, and will be selected by the Executive Director and President.
- b. Individuals interested in membership should notify the FCFC Executive Director or a member of the FCFC Board of Directors.

Section 3. Responsibilities

- a. FCFC Early Childhood Advisory Group members vote on issues at the discretion of the FCFC President.
- b. Provide advice and support to FCFC and its members by representing the diverse needs and interests of the community.
- c. Represent their home organizations and keep them informed of FCFC activities.
- d. Participate as informal members of Board committees when appointed by the President.
- e. Support the mission and goals of FCFC.

Section 4. Meetings

- a. Meetings of FCFC Early Childhood Advisory Group will be held at least three times a year, at the discretion of the FCFC President, at a specified time and place.
- b. Members will be notified of meetings at least one week in advance by e-mail. In the absence of e-mail, members will receive a notification by mail or by phone.

Section 5. Manner of Acting

- a. Meetings will be led by the FCFC Executive Director, the President or another officer of the Board of Directors. Parliamentary procedure will be used at all meetings, as described in Article VIII.

Section 6. Membership Dues

Members are not required to pay dues.

Section 7. Termination of Membership

Membership may be terminated voluntarily by the member, or by the FCFC under the following conditions:

- a. FCFC Early Childhood Advisory Group members may be terminated for failure to attend (4) consecutive meetings.
- b. Just cause as determined by the majority of Board of Directors.
- c. Members will be notified by mail of their proposed removal and will have an opportunity to respond in writing to request a waiver of this policy.

Article IV First Chance for Children Governance: Board of Directors

Section 1. Membership Criteria

- a. To avoid possible conflict of interest issues, the Board of Directors will be limited to those not receiving funding through FCFC, and are not permitted to enter into a contractual or funding arrangement with FCFC.
- b. The Board of Directors may request nonvoting members attend Board meetings to provide guidance on issues. Representatives of child care programs or individuals who receive funding through FCFC may be eligible for these nonvoting positions. *(amended April 06)*

Section 2. Composition

- a. The Board of Directors shall have up to 15 voting members. One member shall be a user of service. *(amended December 06)*
- b. The officers and members of the Executive Committee shall be Past President, President, Vice President, Secretary, and Treasurer.
- c. Members of the Board of Directors may serve more than one post.
- d. Board members will serve rotating terms in three-year increments, unless they are replacing an existing board member, in which case they will complete the remainder of that member's term *(amended September 2007 and February 2011)*.
- e. Board members may serve two consecutive three-year terms. After that, they must rotate off of the board for a minimum of one year before they can be re-elected. During that year they may continue service as a non-voting board advisor or serve on any committee(s). *(amended October 2007)*.

Section 3. Election

- a. Elections will take place during the December Board of Directors meeting or as candidates are nominated for positions that become vacant *(amended December 2010)*.
- b. Board members are nominated by a Nominating Committee, which shall consist of the President and two board members.
- c. FCFC Early Childhood Advisory Group members are encouraged to provide nomination recommendations.
- d. The Nominating Committee will offer a slate of candidates to the FCFC Board of Directors for final vote.
- e. Vacancies will be filled as soon as possible after they occur.

Section 4. Responsibilities

- a. Support the mission and goals of FCFC.
- b. Seek input from the FCFC Early Childhood Advisory Group about community, programmatic and strategic planning issues. Bring ideas and recommendations forward that represent the interests of the audiences the member serve.
- c. Attend Early Childhood Advisory Group meetings.
- d. Attend meetings of the Board of Directors.
- e. Recruit FCFC Early Childhood Advisory Group members.
- f. Provide oversight of committee formation/appointments.
- g. Participate in committee work as needed to facilitate the operation of FCFC.
- h. Provide direction for FCFC-funded initiatives.
- i. Prioritize and provide direction on potential funding opportunities.
- j. Vote upon distribution of FCFC funding.
- k. Provide fiscal and outcomes oversight for FCFC-funded programs.
- l. Provide oversight for the FCFC Executive Director.
- m. Provide leadership on membership, strategic planning, programmatic and policy issues.

Section 5. Meetings

- a. Meetings shall be held as needed at the discretion of the President for advancing FCFC plans and goals.
- b. Special meetings of the Board of Directors may be called at the request of the President, or in the absence of the President, Past President or Secretary, or any two Board of Director members.

Section 6. Manner of Acting

- a. Parliamentary procedure described under Article IX will be used at all meetings. Arrival at consensus will be the goal. A simple majority will rule when a vote is needed. No proxies will be allowed.
- b. Half, plus one member, of the Board of Directors shall constitute a quorum for transacting business at any meeting of the Board of Directors.
- c. The act of the majority of the directors present at a meeting of the directors at which a quorum is present shall be the act of the Board of Directors unless more than a simple majority is required under the Articles of Incorporation, these bylaws or any applicable laws of the state of Missouri. The Board of Directors and its actions will comply with any and all laws of the State of Missouri, and such laws will take precedence.
- d. The President shall only cast a vote pertaining to decisions made by the Board of Directors when a vote of the regular board members results in a tie or the vote is needed to make quorum. In such an instance, the vote of the President is required.
- e. Board of Directors action, including votes of the Board may be taken at a meeting of the directors, or without a meeting by communicating through e-mail, fax or other modes of communication.

Section 7. Termination of Board of Directors Membership

- a. Failure to attend (4) consecutive meetings of the Board of Directors may result in termination. Members will be notified by mail or email of their proposed removal and will have an opportunity to respond in writing to request a waiver of this policy.
- b. Persons who represent organizations that receive funding from FCFC must resign from the Board of Directors.

Section 8. Statement of Diversity

The FCFC Board of Directors will strive to maintain ethnic, geographic, economic and professional diversity on its Board of Directors and Advisory Group on the belief that diversity and inclusiveness is essential to achieving the mission of ensuring all children in Boone County receive quality early childhood education opportunities that will prepare them to succeed in school. It reflects FCFC's commitment to children (and the families of those children) who are living in poverty and are at the greatest risk of failure in school and later in life.

Article V Committees

Section 1. Standing committees

Additional standing committees may be established by the Board to support the goals of FCFC and the needs of the early childhood community. The President will appoint committee chairs and the two of them will jointly select the other committee members. Committee members may be, but are not limited to, FCFC Early Childhood Advisory Group or Board of Directors members. Committee members who are not Board members or Board Advisors shall be nominated by the Nominating Committee and voted upon by the Board of Directors.

Section 2. Ad Hoc committees

The President may recommend and the Board may create Ad Hoc committees charged with specific and temporary responsibilities. Ad Hoc committee members may be, but are not limited to, FCFC Advisory Group or Board of Directors members.

Article VI Ad Hoc Membership

- a. Ad Hoc members are not required to attend FCFC Board of Directors or Advisory Group meetings.
- b. Ad Hoc members shall be nominated and voted upon by the Board of Directors.
- c. Ad Hoc members agree to be called upon for special expertise by the chair persons of FCFC committees who seek advice on advancing strategies identified in the long term plan.

Article VII **Amendments**

These bylaws may be amended by a simple majority vote of FCFC Board of Directors present and voting at any duly called meeting or special meeting of FCFC called for that purpose. Each proposed amendment shall be presented prior to the meeting at which the vote will be taken and be printed in the minutes of that meeting. Each proposed amendment shall specify the date of its effectiveness.

Article VIII **Parliamentary Authority**

- a. Robert's Rules of Order Revised shall govern FCFC, its Board of Directors and committees in all cases in which they are applicable and they are not in conflict with these bylaws.
- b. FCFC, its Board of Directors and committees will comply with all state and federal laws.

Originally adopted on the 30th day of October, 2001.

Amended on April 1, 2011, to be effective April 1, 2011.