

NOVATO MOTHERS CLUB BY-LAWS

Section 1: Purpose

The Novato Mother's Club was formed in July of 1993 to provide mothers with a supportive nurturing environment, knowledge through shared experiences, friendship, activities, playgroups, babysitting co-op opportunities, and community to families with children of all ages.

Section 2: Definition

We are a member-led support group with activities geared toward families of children from pregnancy to age 5 (but not limited to age 5). Members are encouraged to volunteer, participate and share their ideas and talents. The Club does not discriminate and does not operate for profit.

Section 3: General Courtesies and Guidelines

Special Events are intended for the mother's interaction. Sometimes, however, it is necessary for mothers to bring their child(ren) or families for reasons that they would not otherwise be able to attend meetings (i.e. nursing schedules, babysitter cancellations). Mothers are responsible for the well-being, safety, and behavior of their child(ren) when attending all Club functions.

Please do not attend a playgroup or function when you or your child(ren) is/are ill.

If you are unable to attend a function you have committed to, please inform the Coordinator or appropriate person.

When playgroup and social events are over, help encourage child(ren) to pick up after themselves.

Members should demonstrate respect and courtesy to each other at all Club functions, including social events, Board meetings, and on the online member's forum.

A membership roster listing members' names, and email address is available to every member for convenience and Club use only; never for commercial or political purposes.

Section 4: Meetings

Board Meetings shall be held once a month, currently held the first Wednesday of each month. The board can change the meeting date by a majority rule. Board meetings are open to all members of the Club. The Director shall make her best efforts to distribute the Board meeting agenda one week before the scheduled Board meeting.

During the months of July, August, December and January, the board meetings can be canceled in acknowledgement of family vacation schedules and winter holidays.

Special Meetings:

Authority to call: The Director or any five Board members shall have the power to call a special Board meeting for any purpose, at any time. The meeting shall occur within one week of a vote to hold an emergency board meeting.

Notice: Notice of the time and place of special meetings shall be given to each Board member by the Director or designated Board member. Special meetings may only be held after a minimum of 72 hours notice.

Section 5: Decision Making

All members wishing to participate in making decisions for the Club should attend Board meetings. Decisions for the Club are finalized at the Board meetings by a majority vote of all attending members.

Ideas, suggestions, and comments are welcomed and should be directed to the Director(s) appropriate Board member prior to the monthly Board meetings. Approval for Club functions or services must be addressed to the Board for discussion. From time to time, the Board may decide that the Club membership, in general, must vote on an issue.

Should a decision be necessary before the next Board meeting, the Director(s) will contact the Executive Committee for consensus by majority vote. Each position on the Executive Committee shall be entitled to one vote. For example, if there is more than one Director, Treasurer, or Secretary, only one Director, Treasurer or Secretary may vote. A quorum (defined as four positions) of Executive Committee members is required to make a decision.

The Director may call a meeting of the Executive Committee by providing 48 hours notice by electronic mail to each Board member on the Executive Committee. An Executive Committee member may attend a meeting by conference call or web conference if she is unable to attend in person.

The Executive Committee is comprised of the Director(s), Treasurer, Secretary, and four other Board members selected at random at the August Board meeting from qualified Board members who have volunteered to serve on the Executive Committee. Two alternate Executive Committee members shall also be selected at the August Board meeting from qualified Board members who have volunteered to serve on the Executive Committee. A Board member must have been a member of the Board for at least one year before serving on the Executive Committee. However, if no qualified Board members are available or able to serve on the Executive Committee, the Directors may approve a first-term Board Member to fill the vacancy. If an Executive Committee member resigns from the Executive Committee mid-term, she shall notify the Director, who will then appoint the first alternate Executive Committee member to serve the remainder of the term.

The Director or her designee must approve all materials before being distributed to the general membership.

Section 6: Rules Governing the Use of Club Funds

At the beginning of the term year, budgets must be submitted to the treasurer. Any large purchases or spending of large amounts of money must be pre-approved by Director(s).

Sections 7: Membership Guidelines

New Members should reside in Novato or surrounding areas.

Each member must volunteer two (2) hours of her time per year. i.e. Rummage Sale, clean up or set up at an event, etc. Bringing treats, snacks, or baked goods to events= one hour. They must also provide one (1) meal to a new mother as coordinated by the Mother's Support team. Members may choose to pay an extra \$30.00 to cover the volunteer hours and/ or meal requirement. Members may pay their dues to the Membership Coordinator in September either by mail, in person or online via BigTent.

There is no limit to the number of members in the Novato Mothers Club.

Section 8: Membership Termination

A member may voluntarily terminate membership by notifying the Director(s) or Membership Coordinator.

The Board may request termination of membership if a member's dues have not been paid on time; if a member or family member has shown disregard for the rules of conduct at the Club functions resulting in injury, theft or destruction of property.

The Membership Coordinator shall communicate with the member stating the problem and correction action(s) necessary for continued membership. Should the member not comply within the stated time period, the Board may request termination.

Section 9: Dues

Dues are \$50.00 annually.

Multi-year memberships are available and dues are as follows:

- 2 years \$90*
- 3 years \$120*

Dues payments may be made by check or money order payable to the Novato Mothers Club or by cash or credit card via Wild Apricot website. Dues are paid to the Membership Coordinator.

Changes in the amount of the dues shall be proposed by a simple majority vote of the board and shall be subject to the approval of a simple majority vote of the general-membership present at the pre-announced board meeting.

There is a two hour volunteer hour requirement each member is required to complete. In fairness to all members who complete their volunteer hours, any member who has not completed the two hour volunteer requirement by the end of each 1 year term will be sent an invoice for \$30 (two hour) opt out fee or \$15(one hour) opt fee, within 30 days of the expiration of membership. Dues and volunteer hours or in-lieu fees must be current to participate in Club activities and playgroups. If a member has not paid dues or has not met the volunteer obligation, Wild Apricot access and newsletter delivery will be suspended until dues and/or volunteer in-lieu fees are paid. Dues can be waived by decision of the board in certain financial hardship circumstances, for one year. After that year, the hardship case will be reviewed and the member may be asked to contribute \$1.00 a month to cover the cost of producing and distributing newsletters and other materials.

For Two Mother Households (Spouse and Domestic Partners):

In a two mother household, defined as both mothers living in the same dwelling, in which one mother is a full paying member, the second mother can join as additional second member. The additional second membership, for spouses and domestic partners, would include access to Wild Apricot, all NMC family events, all sub-group events and activities, and all member-only events, such as the Mother's Social and Mom's Night Out events. The additional second membership fee is: \$25 per year. There is no volunteer hour requirement for the additional second membership.

Section 10: Purpose of the Board

There shall be a Board of Directors comprised of volunteers from the general membership. The purpose of the Board shall be to direct and oversee every day business of the club, implementing Club goals with the guidance and input from the general membership.

The Board has the right to exercise final approval of programs and events and is charged with ensuring the committee decisions and Club activities are in keeping with the purpose and policies of the Club.

Section 11: Duties of Board Members

All Board members are expected to uphold the integrity of the Club.

All Board members are expected to attend Board meetings during their one-year term. If unable to attend, please recruit another Club member to attend in your place, and inform the Director(s) of the change.

Board members shall demonstrate courtesy and respect to each other during Board meetings, and shall keep comments unrelated to the topic of discussion to a minimum to promote efficient meetings.

Each Board member is to inform the Director(s) of pertinent activities and agenda items prior to the next Board meeting. Each Board member should promptly provide written information regarding their area of responsibility to the newsletter coordinator/staff and Director(s) to keep on file for their successors.

Each Board member shall review the by-laws at the beginning of their term and maintain familiarity with them.

Each Board member is to keep a notebook or folder of all information pertinent to their respective positions to be referred to and passed along to their successor.

Each Board member should make an effort to make contact with and introduce new and prospective members to encourage active membership and foster friendship among all.

Section 12: Board Positions

Club activities shall be developed and enacted by the Board of Directors consisting of the following positions: Director, Babysitting Co-op team, Fundraising team, Mother's Support Team, Membership Coordinator, Newsletter Editors, Outings Coordinator, Playgroup Coordinator, Publicity Coordinator, Secretary, Special Interest Groups Coordinator(s), Web Site Coordinator, Treasurer, Welcoming Committee and various Seasonal Committees such as Rummage Sale, 4th of July Parade, etc. All positions can be filled by either one member, or if needed, two or more members to share their responsibilities.

NOTE: The Director, Treasure and Secretary position(s) many ONLY be taken on by an existing NMC Board member who has served on the Board for at least one year prior to assuming office.

Section 13: Term of Office

All Board members shall serve 12-month terms commencing on the first Board meeting following the August transition meeting.

At the end of each term, all positions shall be open on a volunteer basis for selection, even if the current position holder desires a second term.

Any Board member unable to complete a term is requested to contact the Director 30 days prior to resigning. The resigning Board member shall make her best effort to transition her position to her replacement before the effective date of her resignation. If she is unable to transition her position, she shall give the Director any relevant materials or notes to make the transition possible.

The Director may fill vacancies on the Board mid term by first soliciting volunteers from the current Board by sending an email to all current Board members. If no current Board member volunteers to fill the vacant position, the Director may seek volunteers from the general membership. If no one volunteers for the position before the term is over, it is the Director's responsibility to ensure the duties of the position are carried out by distributing the duties among current Board members.

If the Director position becomes vacant mid term, the Executive Committee, or the Board at a regular meeting, shall appoint an interim Director from qualified Board members, as defined by Section 12. The Executive Committee shall hold a meeting within one week of receiving notice of the Director's vacancy (by resignation or removal) and shall approve an interim Director by majority vote of Executive Committee members present. A quorum of Executive Committee members, or majority of Board members present at a Board meeting, is required to vote on appointment of an interim Director.

Section 14: Method of Selection

All Board position shall be filled on a volunteer basis. Members wishing to fill a position should volunteer to one of the current co-directors or board member currently holding that position. Board signups are held at the Mother's Social in May. Positions may be co-coordinated when appropriate. If positions remain unfilled, the Board may approach a member to accept the position.

Director or Co-Directors will serve in a leadership role for the club, responding to and actively seeking to support the Board Chairs they each oversee. Director tenure is two years, with the term beginning in August.

Novato Mothers Club Board members shall nominate members of the current Board for a leadership role (either Director or Co-Director). This nomination must be made in writing (via email nmc.codirectors@gmail.com) to the current Co-Directors in advance of the February Board meeting. Current Co-Directors will share responsibility of communicating with those nominated to assess interest, intent and qualifications. Active Co-Directors shall then select from the group of nominees and appoint Co-Directors of Novato Mothers Club.

Section 15: Grievance Procedure

If any member has a complaint about another member, including Board members, the member ("complainant") is encouraged to follow the following grievance procedure:

1. The complainant should address the matter directly with the member at issue. If that does not resolve the problem, the complainant may proceed to the next step.
2. The complainant may submit a written complaint to the Director. If the Director is the subject of the complaint, and there is no Co-Director, the complainant may submit the

complaint to any member of the Executive Committee, which shall appoint a designee to investigate the complaint.

- a. Upon receipt of the complaint, the Director or designee shall notify the Executive Committee and begin an investigation into the complaint. The investigation may include speaking with the complainant and the complained about member, speaking with any other member who have relevant information, and consulting with Board members.
- b. Once the investigation is complete, the Director, or designee, shall prepare a written summary and conclusion of her findings. The report shall be distributed to the Executive Committee, the complainant, and the complained about member.
- c. The Executive Committee shall recommend appropriate measures to be taken against the complained about member, if inappropriate conduct, or a violation of these bylaws is found. The measures may included corrective action pursuant to Section 16. The Board, by majority vote, shall accept, reject, or modify the Executive Committee's recommendation.
- d. The complained about member may appeal the decision by submitting a written request to the Board through the Director, or designee. The Board may, by majority vote, uphold or reverse the decision. The Board's decision on appeal shall be final.

No member shall be retaliated against in any way for making a grievance or participating in an investigation pursuant to this section. If a member feels she has been subject to retaliation, she should immediately notify the Director or any member of the Executive Committee.

Section 16: Corrective Action

The following circumstances shall cause the Board to consider corrective action for a general member a Board member:

- * Violation of any provision of these bylaws.
- * Refusal to correct offensive actions after corrective disciplinary measures have been take pursuant to this section.

The following corrective actions can be take against a member or a Board member:

- * Verbal warning
- * Written warning, which shall include a description of the offensive action, acceptable corrective action, and a timeline to complete the corrective action. If the corrective action is not taken, the Board member may be subject to removal pursuant to Section 17 of these bylaws.
- * Removal from the Board pursuant to Section 17 of these bylaws.

Section 17: Removal of a Board Members

The following circumstances shall cause the Board to consider removal of a Board member:

- * Theft, causing injury to another member, or destruction of Club property.
- * Unwillingness to perform the duties of the position after a written request to do so by the Director.
- * Failure of refusal to complete or accept corrective action imposed by a warning given pursuant to Section 16.

In such cases, the Director shall notify the Board member in writing, copying the Secretary, that there is a problem and shall suggest actions to correct and eliminate the problem. Should the Board member not take corrective action within 30 days, removal shall be automatic.

Should the Club Director be the offending party and there is no Co-Director, the Board shall follow the above procedure upon an affirmative majority vote of the Board members attending the Board meeting where the issue was discussed. The alleged offending Director shall excuse herself from the process.

Section 18: Joint Board Meeting

The outgoing and incoming Board shall meet jointly in August.

Section 19: Other Non-Board positions

May be created by the Board at will.

Section 20: Amendment Procedure

Any member wishing to amend these by-laws will follow the following procedure:

1. Present a written proposal of Amendment at a Board meeting.
2. The proposed amendment will be posted on Novato Mothers Club website and/ or Wild Apricot prior to the next board meeting at which the vote is taken.
3. The proposed amendment with a ballot sheet will be printed and distributed at the board meeting. Members must be present to vote.