

# **NOVATO MOTHERS CLUB BY-LAWS**

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## **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 online.

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.

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Notice: Notice of the time and place of special meetings shall be given to each Board member by the Director of each 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 composed 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 the Director(s).

### **Sections 7: Membership Guidelines**

New Members should reside in Novato or surrounding areas.

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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 can pay this online when renewing their membership.

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:

- \$50 for 1 year membership
- \$90 for 2 years membership
- \$120 for 3 years membership

Payments are made via the Novato Mothers Club website. If necessary, members can arrange with a co-director to pay via check payable to Novato Mothers Club.

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.

### **Volunteer Requirements**

Each member is required to volunteer for two hours each year. This requirement is met by:

- Being on the board or a committee
- Volunteering to help at an event (set up, clean up, face painting, etc)
- Providing requested snacks at an event (suggested value \$10)
- Providing a meal via mother's support
- Other activities as directed by the volunteer coordinator or a co-director

If a member does not complete their volunteer hours, they may be asked to pay the opt out fee of \$15 per hour for the year. The money will in turn be used for food and snacks at events, funding mother's support meals, and other club activities.

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### **Scholarships**

Anyone can request a scholarship via the Novato Mother's Club website. Scholarships are approved by a simple majority of board members present at monthly board meetings. For confidentiality reasons, the details provided by the recipient are not shared, however the mother should be local and experiencing financial hardship.

- Year-1 Scholarships are free. The number of available scholarships can be up to 10% of the total club membership (eg: 150 paid members, up to 15 Year-1 Scholarships).
- Year-2 Scholarships may be extended to 2 years and beyond, at the discretion of the board, at a fee of \$12 per year, if the member:
  - Continues to experience financial hardship
  - Continues to live in the local area
  - Is an active member of the club, such as attending events

Members who are recipients of a scholarship may be asked to complete up to 5 volunteer hours per year.

### **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 an additional second member. The additional second membership, for spouses and domestic partners, would include access to the website, as well as all club events and activities. 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 composed 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 make a concerted effort to attend Board meetings during their one-year term.

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

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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. At the end of their term, this is added to the end of term write up.

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(s), Fundraising team, Mother's Support committee, Membership Coordinator, Newsletter Editors, Outings committee, Playgroup Coordinator, Moms Night Out committee, Publicity Coordinator, Secretary, Special Interest committee(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, Treasurer and Secretary position(s) may 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.

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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 positions shall be filled on a volunteer basis. Members wishing to fill a position should volunteer to one of the current co-directors or board members 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](mailto: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 has 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 include corrective action pursuant to Section 16.

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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 taken 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**

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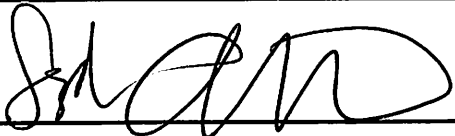

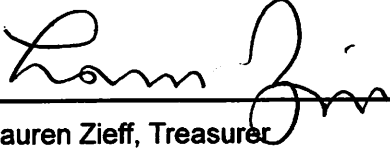

May be created by the Board at will.

**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.

Novato Mothers Club By-Laws  
Approved on FEBRUARY 7, 2024

	
Sophia Osotio, Co-Director	Tiara Johnson, Co-Director
	
Lauren Zieff, Treasurer	Emily Kremidis, Secretary