

By-Laws  
for  
**NICCA**

National Indian  
Child Care Association

Ratified on: April 7, 2004

# **BY-LAWS OF THE NATIONAL INDIAN CHILD CARE ASSOCIATION**

## **Article I: Name:**

The name of this Association shall be the National Indian Child Care Association (NICCA).

## **Article II: Mission Statement:**

The mission of the National Indian Child Care Association is to advocate for quality child care and development, provide leadership and support, and collect and disseminate information on behalf of Native American communities.

## **Article III: NICCA Office Location:**

A location for the NICCA office shall be designated by a majority vote of the elected Board of Directors.

## **ARTICLE IV-MEMBERSHIP**

There shall be two categories of memberships in the National Child Care Association, which shall be full member and associate member.

### **SECTION 1-FULL MEMBERSHIP**

Full membership shall be open to an Indian Tribe or Tribal organization which is a current grantee of the Child Care and Development Block Grant. Full membership shall take effect upon verification by the election/membership committee of the Association. Full membership shall entitle the Tribe/Tribal organization to vote on Association issues which require membership vote.

### **SECTION 2-ASSOCIATE MEMBERSHIP**

Associate membership shall be open to any individual, group of individuals, or agency; public or private, not eligible for full membership, who wishes to act in a supporting capacity consistent with the mission of NICCA. Associate members shall be entitled to all privileges with the exception of voting. Associate membership shall take effect upon payment of dues.

### **SECTION 3-TERMINATION OF MEMBERSHIP**

The Board of Directors may suspend or expel a full member or an associate member for cause by an affirmative vote of the Board of Directors, at which a quorum is present.

## **SECTION 4-MEMBERSHIP WITHDRAW**

Any full member or associate member may withdraw from the Association by filing a written intent to withdraw with the Secretary of the Association.

## **SECTION 5-DUES**

Annual dues shall be determined by resolution of the Board of Directors and must be paid within 30 days of application.

## **ARTICLE V-EXECUTIVE OFFICERS**

### **SECTION 1-ELECTION & TERM OF EXECUTIVE OFFICERS**

The officers of the Association shall be elected by the Board of Directors, at the first meeting of the fiscal year. Each elected officer shall hold office for a term of one year or until his/her successor has been elected, or until he/she is removed from office as provided in section three of this Article.

### **SECTION 2-DUTIES/RESPONSIBILITIES OF EXECUTIVE OFFICERS**

- A. The Chairperson, as the Chief Officer of the Association, shall preside at meetings of the Association and the Board of Directors. He/she will, with the approval of the Board of Directors, appoint the Chairpersons of all standing committees; shall be a member, ex-officio, with a vote, of all standing committees. He/she shall sign or designate a signer for all contracts and obligations authorized by the Board of Directors; shall be one of the persons empowered to sign checks on behalf of the association.
- B. The Vice-Chairperson shall succeed to the office of Chairperson, upon the death, resignation, removal, or incapacity of the Chairperson. He/she will perform all the duties of the Chairperson in the event of his/her temporary absence or temporary inability to act. He/she may, at the request of the Chairperson, represent the Chair at any meetings of any standing committee or special committee, of which the Chairperson is an ex-officio member. He/she shall be one of the persons empowered to sign checks, drafts and/or other papers requiring the payment of money. In the event that it becomes necessary for the Vice-Chairperson to succeed automatically to the Chairmanship, his/her position shall be filled by a seated member of the Board of Directors, upon the vote of that body at a meeting called for that purpose.
- C. The Secretary shall keep a record of all meetings of the Board of Directors and the Association and shall preserve all papers and transactions of these groups. He/she shall issue notice of all meetings of the Board of Directors

and the Association. He/she shall be one of the persons empowered to sign checks, drafts and/or other papers requiring the payment of money.

- D. The Treasurer shall be responsible for the funds of the Association; shall be one of the persons empowered to sign checks, drafts and/or other papers requiring the payment of money; shall cause all lawful debts of the Association to be paid upon certification of the person/persons authorizing the indebtedness; shall keep or cause to be kept an account of all disbursements and receipts and shall report the financial standing of the Association, routinely to the Board of Directors; shall furnish a statement of the financial standing to the membership of the Association at the annual meeting; shall be the official Purchasing Agent of the Association. This officer may be required to furnish a surety bond.
- E. A replacement for the office of Vice-Chairperson, Secretary or Treasurer, will be accomplished by a majority vote of the seated Board of Directors, upon the death, resignation, removal, or incapacity.

### **SECTION 3-REMOVAL OF EXECUTIVE OFFICERS**

Any Executive Officer may be removed for "CAUSE" by the majority, affirmative vote of the existing Board of Directors. Such "CAUSE" shall be reflected in the minutes of the meeting.

## **ARTICLE VI-BOARD OF DIRECTORS**

### **SECTION 1-NUMBER, TENURE AND QUALIFICATIONS**

The Board of Directors shall be comprised of representatives from the following areas:

<b><u>Areas</u></b>	<b><u>Federal Regions</u></b>	<b><u>Representatives</u></b>	<b><u>Seat #</u></b>
Area A	I, II, III, IV	1	1
Area B	V	2	2, 3
Area C	VI	3	4, 5, 6
Area D	VII, VIII	2	7, 8
Area E	IX	3	9, 10, 11
Area F	X (Lower States)	2	12, 13
Area G	Alaska	2	14, 15

They shall possess full or associate membership status in the Association; shall serve a two year term of office, with even numbered representatives being elected in even years and odd numbered representatives, being elected in odd years.

## **SECTION 2-ELECTION OF THE BOARD OF DIRECTORS**

- A. Each member of the Board of Directors shall be elected by the area in which he/she is affiliated, in a manner to be determined by the membership/election committee.

Vacancies occurring in an unexpired term, shall be filled by appointment of the Board of Directors, upon recommendation from the region for which such vacancy occurs. If no recommendation is received, the positions will be filled as At Large positions.

## **SECTION 3-GENERAL RESPONSIBILITIES**

The Board of Directors shall be vested with the management and administration of the Association and shall exercise all such powers of the Association as directed or required and consistent with these by-laws. The chairperson shall publish a written report of the activities of the Board of Directors and the Association at the annual meeting of same.

## **SECTION 4 – REMOVAL FROM THE BOARD OF DIRECTORS**

Any member of the Board of Directors who fails to attend three consecutive meetings or three meetings annually of the Board shall be automatically removed from the Board. He/she must be advised of this provision, in writing, by the Secretary of the Association, following two absences.

## **ARTICLE VII – COMMITTEES & MEETINGS**

### **SECTION 1 – EXECUTIVE COMMITTEE & BOARD OF DIRECTORS**

The Board of Directors shall meet quarterly at a location or manner specified by the Board of Directors. A proxy may be sent to the Board of Directors meeting to represent the position one time during a Board member's tenure..

### **SECTION 2--REGULAR MEETINGS**

The Association membership shall meet annually to conduct business. The Association membership will be informed of the location and dates of this meeting upon determination of same, by the Board of Directors, at their first annual meeting of the federal fiscal year.

### **SECTION 3-SPECIAL MEETINGS**

A special meeting of the Board of Directors may be called by written request submitted to the chairperson by three of the Board of Directors members. A special meeting of the Executive Committee may be called by written request submitted to the chairperson by two members of the Executive Board.

## **SECTION 4- VOTING**

Unless otherwise specified in these by-laws, each full member in attendance shall be entitled to one vote on all matters requiring vote by the membership

## **SECTION 5-QUORUM**

- A. Executive & Board of Directors Meetings. A quorum for Board meetings shall be a simple majority of those Directors seated and attending.
- B. Annual Meetings. A quorum for annual meetings shall be a simple majority of attending members in good standing.
- C. Committee Meetings. A quorum for committee meetings shall be those committee members attending.

## **SECTION 6– STANDING COMMITTEES**

Each of the following committees shall be chaired by a member of the Association unless otherwise specified in these by-laws:

Executive/Board of Directors  
Membership/Elections  
Finance/Budget  
By laws/Procedures  
Advocacy Committee

Each committee Chairperson shall attend all regular meetings of the Board of Directors. The Association Chairperson can establish any other committee as deemed necessary and designate a Chairperson to lead same, with the approval of the Board of Directors.

## **ARTICLE VIII – BUSINESS POLICIES AND PROCEDURES**

### **SECTION 1 – GENERAL PROVISION**

The Finance Committee, chaired by the Treasurer, shall maintain the books and records, which shall be housed in a location designated by the seated Executive Committee and Board of Directors. All checks, drafts or other orders for the payment of money must be signed by two officers of the Association. Expenditures shall be approved by the Executive Committee and the Board of Directors. Generally Accepted Accounting Principles shall be employed by the Association.

## **SECTION 2 – DEPOSITORIES**

All funds of the Association shall be deposited from time to time, to the credit of the Association, in such banks, trust companies or other depositories as designated by the Board of Directors.

## **SECTION 3 – INVESTMENTS**

Unless otherwise specified by the terms of a particular gift, bequest, grant or any other instrument, the funds of the Association may be invested from time to time, in such a manner as the Board of Directors may deem advantageous with regard to restrictions applicable to trustees or trust funds.

## **SECTION 4 – FISCAL YEAR**

The Association shall operate on a fiscal year that shall run from October 1 to September 30.

## **SECTION 5 – DISSOLUTION PROVISIONS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all property of any kind or character, including money owned by it, by giving it to an organization qualified under Section 501(c)3 of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue Law to be used for exclusively public purpose, as determined by the Board of Directors then holding office. Any such assets not disposed of shall be disposed of by a court of law.

## **ARTICLE IX – LEGAL COUNSEL**

All matters involving interpretation of Federal or State Law, local ordinances or tax questions shall be referred to Legal Counsel for opinion and advice.

## **ARTICLE X – AMENDMENTS**

These by-laws may be altered, amended, or repealed, and new by-laws ratified at a special meeting called for that purpose, provided that there are (10) working days notice prior to such meeting. Affirmative vote of two-thirds (2/3) majority of those Association members present shall be required to alter, amend, or repeal these by-laws. Amendments will go into effect immediately following affirmative vote by the membership.