



# **The Southwest Consortium of Indian Head Start Programs, Incorporated**

## **BY-LAWS**

### **ARTICLE I. NAME**

This organization shall be known as the Southwest Consortium of Indian Head Start Programs, Incorporated, also known as the Southwest Consortium (SWC). The SWC is a 501(c)(3) organization incorporated in the State of New Mexico. The corporate year is June 1 - May 31.

### **ARTICLE II. PURPOSE**

The purpose of this organization is to improve and promote direct comprehensive services to children, families and communities served by Native American Head Start, Early Head Start and Child Care programs through training, technical assistance, communications and collaboration with various resources.

### **ARTICLE III. OBJECTIVES**

- Section I: To sponsor the annual Native American Child and Family Conference (NACFC).
- Section II: To work toward supporting and maintaining a networking of member associations to address mutual needs and concerns.
- Section III: To advocate for children, families and communities served by Native American Head Start, Early Head Start and Child Care programs.
- Section IV: To present a unified voice of common concerns to tribal, state, regional, national agencies, entities and organizations.
- Section V: To be a resource to Native American Head Start, Early Head Start and Child Care programs within the SWC region (Arizona and New Mexico/Southern Colorado) and other regions of North America.
- Section VI: To encourage a network of regional consortiums and coalitions of Native American Head Start, Early Head Start and Child Care programs through which local program parents, staff, and tribal leaders/government voice their mutual concerns and needs.
- Section VII: To collaborate with any agencies which provide services to young children within each of the SWC geographic areas and to establish or form partnerships to improve direct services to Indian children and their families.

## **ARTICLE IV. SWC MEMBERSHIP AND BOARD OF DIRECTORS**

- Section I: SWC membership shall consist of the OHS Region XI (Tribal) Head Start and Early Head Start (HS/EHS) programs in Arizona, New Mexico, and Colorado. The SWC Board shall be composed of five (5) directors from Arizona HS/EHS programs, and five (5) directors from New Mexico or Colorado HS/EHS programs. The SWC Board can, with a two-thirds (2/3) vote, include other state Indian Head Start and Early Head Start programs, or Indian early childhood development associations, consortiums, or coalitions into the SWC as a member group.
- Section II: Ex-Officio members may be identified and appointed by the board of directors and shall have voting rights as determined by the board.
- Section III: The term of each Elected Representative shall be three (3) years, unless that person has been appointed by the Chairperson or elected by the Board to serve for the remaining term of a Board member who has left office in midterm, in which case the new Board member shall serve the remaining term. The terms of the members of the Board shall be staggered such that the terms of one third of the members of the Board shall be expected to expire each year. No Board member shall serve more than two full terms in succession.
- Section IV: The Chairperson shall request nominations for election to the SWC Board from the members in writing/or electronically, no later than 30 days before the date of the Native American Child and Family Conference (NACFC). Members may nominate themselves. The election shall be held during the NACFC Board meeting.
- Section V: Any member of the SWC Board who misses two (2) consecutive meetings without prior notification to the Chairperson, within 72 hours or 3 days in advance of the meeting, may be removed.
- Section VI: The SWC Board is responsible for reporting pertinent information to respective associations, parent groups, standing committees and tribal councils.
- Section VII: There shall be no membership dues, unless it is determined, from time to time, by the SWC Board to be necessary for sustaining the Southwest Consortium of Indian Head Start Programs, Inc. The need for annual dues will be reviewed, and, if necessary, be established at the annual summer meeting of the SWC.
- Section VIII: Any Association or Program can withdraw from the SWC with written notification to the SWC Board.
- Section IX: Any board member can resign at anytime with written notification to the SWC Board.

## **ARTICLE V. QUORUM FOR MEETINGS**

- Section I: A quorum shall consist of a simple majority of SWC Board members, and at least one member from both Arizona and New Mexico/Colorado.

## **ARTICLE VI. VOTING**

- Section I: There shall be at least ten (10) voting members of the SWC Board consisting of five (5) representatives each from the Arizona Region XI programs and the New Mexico/Southern Colorado Region XI programs. Other voting members may include Ex-Officio members with voting rights.
- Section II: All elections of officers of the SWC Board shall be by the will of the Board.
- Section III: Each member of the SWC Board may designate a manager from their program to take his or her place on the board for meetings at which the member will be absent. The designee shall have all the powers to vote and participate in board deliberations as have the other board members.
- Section IV: The Chairperson of the SWC Board will vote only to break a tie.

## **ARTICLE VII. BOARD OF DIRECTORS AND EXECUTIVE COMMITTEE MEETINGS**

- Section I: The Annual Corporate Meeting of the SWC Board shall be conducted in the summer (July preferred) of each year.
- Section II: The SWC Board shall meet quarterly in the summer (July preferred), fall (October preferred), winter (January preferred) and spring (March preferred, at the NACFC).
- Section III: There shall be a minimum of 4 meetings with two (2) meetings being face-to-face meetings and two (2) meetings conducted electronically.
- Section IV: The Chairperson may call special meetings of the SWC Board.
- Section V: A planned agenda, and minutes of business meetings shall be sent to members at least three (3) days prior to the regularly scheduled meeting of the Board of Directors.
- Section VI: All SWC Board meetings are open to the public except during Executive sessions.
- Section VII: Attendance of all SWC Board members is expected at all meetings.
- Section VIII: The SWC Executive Committee shall meet from time-to-time to address immediate or emerging issues guided by the SWC Policies and Procedures and will provide feedback to the full Board of Directors within one week of the action taken.

## **ARTICLE VIII. OFFICERS**

- Section I: The officers of the SWC must be Board members. Officers of the SWC Board of Directors shall be: the Chairperson, Vice Chairperson, Secretary and Treasurer. The SWC Board members shall elect all officers.
- Section II: There shall be an election of officers, by the SWC Board, every two years at the Annual

Corporate Meeting in the summer of each year.

Section III: The SWC Board shall fill Officer vacancies from the Board of Directors at regular or special meetings.

Section IV: An officer may resign with written notification to the SWC Board.

#### **ARTICLE IX. DUTIES AND RESPONSIBILITIES**

Section I: The Chairperson shall:

- a. Preside over all meetings of the SWC Board of Directors.
- b. Oversee and enforce the by-laws.
- c. Serve as the spokesperson at various tribal, regional and national meetings and may appoint Board member to represent the SWC to other organizations or agencies.
- d. Ensure that all SWC Board members receive minutes and pertinent information in a timely manner.
- e. Ensure that all documentation, financial records and property are returned to the SWC Board when a resignation or removal of a Board member occurs.
- f. Be an authorized signatory on the full service bank checking accounts.
- g. Assume other duties as assigned by the SWC Board.

Section II: The Vice-Chairperson shall:

- a. Preside over meetings in the absence of the Chairperson.
- b. Assume responsibilities of the Chairperson upon resignation or removal of the Chairperson until such time the vacancy is filled.
- c. Assume other duties as assigned by the Chairperson.

Section III: The Secretary shall:

- a. Record and complete minutes of all meetings.
- b. Maintain attendance log of all meetings.
- c. Ensure all minutes and pertinent information are sent at least three (3) days prior to scheduled Board meetings.
- d. Assume other duties as assigned by the Chairperson.

Section IV: The Treasurer shall:

- a. Maintain accurate and timely financial records of the SWC Board.
- b. Provide written financial reports to the SWC Board at each regular meeting.
- c. Be an authorized signatory on checking account and remit approved expenditures of the SWC Board.
- d. Be responsible to reconcile the account of the NACFC Contractor or any other contractor.
- e. Be responsible for filing the 501(c)(3), IRS 990 Report annually coordinating with the NACFC and Management Support Contractor.
- f. Arrange for an annual audit of the fiscal records of the Association prior to the annual meeting of the SWC Board to be completed five months, fifteen days after May 31 of each year.
- g. Maintain the Association's New Mexico non-profit status on a yearly basis (Corporate Year ending May 31 of each year) and report the status to the SWC Board at the annual corporate meeting.
- h. Assume other duties as assigned by the Chairperson.

Section V: Board of Directors shall:

- a. Be the governing body of the SWC and is charged with the authority and responsibility necessary for providing the overall direction and financial and legal oversight of the administration of the SWC and its programs.
- b. Supervise, control and direct the affairs of the SWC, its committees, programs, publications, activities and policies.
- c. Establish and maintain communication with the SWC member associations and Head Start, Early Head Start and Child Care programs.
- d. Be responsible for resource development, establishing and maintaining critical linkages for the organization, public education, and advocacy for issues and concerns developed by the SWC.
- e. Devise planning and other methods and approaches deemed proper to promote the purpose and objectives of the SWC.
- f. Appoint a New Mexico Registered Agent in accordance with the New Mexico Public Regulation Commission. The Agent must be a SWC Board Member and resident of New Mexico.

**ARTICLE X. COMMITTEES**

Section I: The SWC Board may establish standing and ad hoc committees. Such standing committees may include Budget, Conference Planning, Membership Service, and Ways and Means. Ad hoc committees are temporary and will usually have a limited scope in their charge. Should the Conference Chairperson not be the SWC Chairperson, then as decisions about the NACFC are made they must have the concurrence of the SWC Chairperson.

Section II: An Executive Committee comprised of the Officers of the SWC Board of Directors shall be established and serve at the pleasure of the Board of Directors as guided by the SWC's policies and procedures.

Section III: The SWC Board will assign duties and delegate responsibilities to above committees as may be determined.

Section IV: Expenditure of any committee in excess of \$300.00 requires the SWC Board's prior approval.

**ARTICLE XI. DECISIONS AND POLICY STATEMENTS**

Section I: The SWC Board may approve policy decisions and statements by a simple majority vote.

Section II: Operational expenditures of the SWC Board members in excess of \$300.00, shall require the Chairperson's and/or Treasurer's approval.

Section III: Travel expenses of SWC Board members will be reimbursed the lesser amount of room expense or mileage and/or airfare at the current Federal government rate.

Section IV: The Board of Directors shall approve the annual Conference Budget. Once the annual Conference Budget is approved, the Conference Coordinating Contractor has the permission to make the necessary expenditure of funds in a judicial manner and must provide a detailed accounting of such expenditures.

**ARTICLE XII. STANDARDS OF CONDUCT**

Section I: The SWC Board of Directors shall adhere to the Standards of Conduct in carrying out their duties and responsibilities.

Section II: SWC Board of Directors shall have the powers to reprimand or remove any Board Member who violates the Standards of Conduct. Written notification of the sanctions will be given to such Board Member and a copy of the sanction will be provided to the Board Member's membership organization.

Section III: All functions of the SWC will be alcohol and substance free.

**ARTICLE XIII. AMENDMENT**

The By-Laws will be reviewed routinely and may be amended at any SWC Board meeting by a two-thirds (2/3) vote provided that notice of all changes are presented in writing and discussed at a previous regular meeting.

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Southwest Consortium Board – Secretary

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Date