

Bylaws for Family Child Care Association of Maine (FCCAM) (review update
5/2025)

Article 1 Name

Section 1.01. The name of this non-profit corporation is FAMILY CHILD CARE ASSOCIATION OF MAINE (FCCAM).

Article 2 Purpose

Section 2.01. Mission Statement: The mission of the Family Child Care Association of Maine ("FCCAM") is to unify, promote and strengthen quality professional family child care in the State of Maine

Section 2.02. Organizational Goal: The goal of the FCCAM is to achieve the highest standards in Maine's diverse legal family child care homes promoting the physical, intellectual, emotional, and social development of children by:

- Enhancing the quality of family child care
- Strengthening and expanding the family child care network
- Providing support through mentoring and resources to family child care providers
- Communicating a positive image and information about the benefits of Family Child Care to the broad community (local, state, federal) through research, advocacy, legislation and effective marketing
- Coordinating with community and social service agencies at all levels to support children and families
- Developing leadership and advocacy skills for family child care providers through education, training, exposure and identifying ways to be proactive

Article 3 Membership

Section 3.01. Members: There shall be multiple classes of membership as defined in FCCAM's policies.

Section 3.02. Rights of Members: Members, upon payment of annual dues, shall become eligible for rights, benefits, and responsibilities of membership as set forth in

the bylaws and policies of FCCAM.

Section 3.03. Annual Membership Meeting: The annual meeting of the members of FCCAM shall be held at such a location, date and time as the Board may determine. The membership shall be informed by mail and/or email of the date, time and location of the meeting no later than four (4) weeks prior to the meeting. Failure to hold an annual membership meeting shall not affect the good standing of FCCAM.

Section 3.04. Special Meetings: Special Meetings of the members of FCCAM may be called by the President, by a majority of the Board, or at the written request of ten percent of the Members who are in good standing. The written request shall be directed to the President or Secretary of FCCAM, and the Secretary shall, upon receipt of said request, give notice of a special meeting.

Section 3.05. Voting Rights: All issues to be decided by Members shall be determined by the affirmative vote of the majority of the Members with voting rights unless otherwise specifically provided by statute. Each Member with voting rights is entitled to one vote. Ballots for votes can be delivered in person, or via mail, fax or email. Mailed, faxed or e-mailed ballots must be received by a date determined by the board. Membership shall be informed of items to be voted upon no later than four weeks prior to the ballot due date.

Section 3.06. Quorum: There are no quorum requirements for the meetings of Members. Members attending may conduct such business according to policies.

Article 4 Membership Dues

Section 4.01. Dues shall be set by the Governing Board of Directors for the purpose of covering FCCAM expenses incurred and to defray other FCCAM expenses as the Executive Board may determine.

Article 5 Governing Board of Directors

Section 5.01. Governing body: The principal governing body of FCCAM shall be called the Board of Directors ("Board")

Section 5.02. Powers and Duties: The Board shall supervise, control, and direct the affairs of FCCAM, shall determine its policies or changes therein within the limits of the bylaws, shall actively promote its purposes, and shall have discretion in the disbursement of its funds. It may adopt such rules and regulations for the conduct of

business as shall be deemed advisable, and may, in the execution of the powers granted, appoint such committees or agents as it may consider necessary.

Section 5.03. Composition:

1. The Board shall consist of a President, Vice President, Treasurer, Secretary, and at least three Director-At-Large members, elected by the membership of FCCAM, and the Executive Director, if any, of FCCAM who shall serve as an ex officio member (non-voting) of the Board. The size of the Board is subject to change at its discretion, however, the number shall not be less than seven (7), or more than fifteen (15) members with voting rights.
2. No person shall serve on the Board, as a voting member, unless that person is a voting member of FCCAM. The Board can include non-voting members as long as they meet requirements in 5.03.1(a).
3. Board members shall be elected on a rotational basis to take office 1 month following completion of elections as set forth in FCCAM policies, or until their successors are elected and qualified, unless she/he is earlier removed or resigns.
4. Elections shall be accomplished by rules set forth in the FCCAM policies. Election results shall be published online, emailed or mailed following the completion of the election.
5. No Board member shall hold more than one (1) office of FCCAM at any one (1) time.

Section 5.04. Board Meetings:

1. There shall be at least 4 (four) meetings of the Board during the membership year via conference call – in lieu of a conference call a meeting may be held in conjunction with a gathering of members. Special meetings of the Board may be called by written request of the President or at least five (5) Board members.
2. Notice of any meeting of the Board shall be deemed to be duly given to a Board member if mailed, emailed to the Board at least seven (7) days before the day on which such meeting is to be held, or is provided by telephone or other means of electronic communication, no later than two (2) days before the day on which such meeting is to be held. Each such notice shall state the date, time and location of the meeting and the general purpose of the meeting.

Section 5.05. Quorum and Voting:

1. A simple majority of voting members of the Board present shall constitute a quorum for the transaction of business.
2. Any action required to be taken at a meeting of the Board may be taken without a meeting, if the proper notice of the proposed action is given in writing to all Board members and thereafter a consent in writing approving the action is signed by all Board members entitled to vote on the subject. This may be accomplished through email voting.

Section 5.06. Resignation or Removal:

1. Resignation from the Board must be in writing and received by the Secretary.
2. A Board member shall be terminated from the board due to a board attendance problem as explained in FCCAM policies.
3. A Board member may be removed for other reasons by a three-fourths vote of the remaining Board members.

Section 5.07. Board Vacancies: Vacancies on the Board shall be filled by the Board. Each person chosen to fill a vacancy on the Board shall hold office until the next election of the Board members, or, if so determined by the Board, until the expiration of the term of the vacant position.

Article 6 Officers

Section 6.01. Officers: FCCAM shall have a minimum of four (4) officers, namely a President, Vice President, Secretary, and Treasurer. The Board may specify other officers of FCCAM in addition to the President, Vice President, Secretary and Treasurer.

Section 6.02. Duties of Officers: The general duties and powers of the officers of FCCAM shall be as follows:

1. The President heads up the board and supervises all of the business and affairs of the board.
2. The Vice president shall assist the President in the execution of his/her duties.

3. The Secretary keeps the minutes of the Board. The Secretary is responsible for keeping track of the organization's activities to make sure the actions of the organization are in accordance with the organization's Bylaws.
4. The Treasurer keeps account of the receipts and disbursements in the organization's books and is responsible for keeping track of the organization's financial condition.

Article 7 Execution of Instruments, Borrowing Money, and Deposit of Association Funds

Section 7.01. Execution of Instruments: Contracts, deeds, documents and all instruments shall be executed in the name of FCCAM and shall be signed by the President or such other officer as the Board designates by resolution. No officer or agent of FCCAM, either singly or jointly with others, shall have power to make any bill payable, note, check, draft, warrant or other negotiable instrument, or endorse the same in the name of FCCAM, or contract or cause to be contracted, any debt or liability in the name or on behalf of FCCAM, except as herein expressly prescribed and provided.

Section 7.02. Loans: No loans shall be contracted on behalf of FCCAM, and non negotiable paper shall be issued in its name, unless authorized by the Board. When so authorized, the Chair or other officer, may affect loans and advances for FCCAM from any bank or other institution, or from any individual; and for such loans and advances may make, execute and deliver promissory notes or other evidence of indebtedness of FCCAM.

Section 7.03. Deposits: The Board is authorized to select such depositories as it shall deem proper for the funds of FCCAM. All checks and drafts against such deposited funds shall be signed by the person or persons designated by the Board by written resolution.

Section 7.04. Checks: All checks shall be signed by such officer(s) of FCCAM and in such a manner as the Board may, from time to time determine by written resolution.

Article 8 Political Activities

Section 8.01. No substantial part of the activities of FCCAM shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and FCCAM shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these bylaws, FCCAM is prohibited from carrying on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under §501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law).

Article 9 Prohibition Against Sharing in Association Earnings

Section 9.01. No Member, officer or other private persons connected with FCCAM, shall receive any of the net earnings or pecuniary profits from the operations of FCCAM. This shall not prevent, however, the payment to any such person of reasonable compensation for services rendered to or for FCCAM in effecting any of its purposes. No such person or persons shall be entitled to share in the distribution of any of FCCAM's assets upon the dissolution of FCCAM.

Article 10 Disposition of Net Earnings

Section 10.01. No part of the net earnings of FCCAM shall inure to the benefit of or be distributable to its Members, Trustees or officers or other private persons, except that FCCAM shall be authorized and empowered to pay reasonable compensation or provide reasonable scholarships in furtherance of the exempt purposes for which it was formed.

Article 11 Disposition of Assets Upon Dissolution

Section 11.01. Upon dissolution of FCCAM, the Board shall, after paying or making provision for the payment of all the liabilities of FCCAM, dispose of all of the assets of FCCAM exclusively for the purposes of FCCAM in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt

organization or organizations under § 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law) as the Board shall determine. Any such assets not so disposed of shall be disposed of in accordance with the laws of the State of Maine relating to non-profit corporations and exclusively for such purposes or to such organization or organizations, as the court having jurisdiction shall determine, which are organized and operated exclusively for such purposes.

Article 12 Policy of Non-Discrimination

Section 12.01. No person shall be excluded from participation in, be denied the benefits of, or be subjected to discrimination in any of our programs or activities available through FCCAM on the basis of race, color, sex, religion, creed, political belief, national origin, linguistic and language difference, sexual orientation, socio-economic status, height, weight, marital or familial status or disability.

Article 13 Severability

Section 13.01. The provisions of these Bylaws shall be deemed independent and severable, and the invalidity or partial invalidity or unenforceability of one provision shall have no effect upon the validity or enforceability of any other provision of these Bylaws.

Article 14 Amendments

Section 14.01. These bylaws may be altered, amended, repealed or added to by the affirmative vote of the Board. Members attending the annual meeting will be notified of the changes and have a copy of the updated bylaws available for their viewing.

CERTIFICATION These Bylaws were approved at a meeting of the Board of Directors by a two-thirds majority vote on May 3, 2021.

Secretary: Chrissie Davis

Date: May 4, 2021