

SEACOAST EARLY LEARNING ALLIANCE GOVERNING DOCUMENT

Background

The Seacoast Early Learning Alliance is a group of early childhood education programs sharing administrative, management and other operational services. The goal of this Alliance is to enhance program quality for the children and families served by individual member programs by redirecting those resources historically allocated for administration back into the classroom.

The Alliance will enable member programs to strengthen organizational capacity while simultaneously maximizing efficiencies and minimizing redundancies. This will be achieved through the sharing of professional services and negotiation of group purchasing discounts. Alliance members will truly be better by working together.

Organizational Infrastructure

The Seacoast Early Learning Alliance has partnered with Early Learning NH, a 501 (c)3 organization. Early Learning NH will act as the fiscal agent for the Alliance.

Governance

Board of Directors

A Board of Directors governs the Seacoast Early Learning Alliance.

The Board of Directors will be structured as follows:

- The Board shall have no fewer than 9 and no more than 15 Directors.
- Each of the 10 founding Seacoast Early Learning Alliance members has the option to join the Board at anytime. The founding Seacoast Early Learning Alliance members are:
 1. Community Child Care Center, Deb Stokel, Portsmouth
 2. Dover Children's Center, Melissa Fischetto, Dover
 3. Farmington Child Care Center, Tammy Labonte, Farmington
 4. Great Bay Kids Company, Wendy Monroe, Exeter, Newfields, Portsmouth and Newmarket
 5. Growing Places, Cellissa Hoyt, Durham, Lee and Madbury
 6. Kingston Child Care Center, Stacey Barnett, Jemima Chapman, Kingston
 7. Nurture and Nature Children's Center, Amelia Flaherty, Newfields
 8. Rochester Child Care Center, Chris Casserly, Rochester
 9. Rockingham Community Action Head Start, Marion Ober, Portsmouth
 10. Somersworth Early Learning Center, Dawn Collins, Somersworth
- A minimum of two spots on the Board will be reserved for non-founding Alliance

members.

- Officers will be nominated and appointed by the Board of Directors.
- Officers include a Chair, Vice Chair, Secretary/Treasurer.
- The Co-Chairs of the Advisory Board will serve on the Board.
- A representative from Early Learning NH will serve on the Board.

Advisory Board

An Advisory Board of community leaders and other partners will provide guidance and support to the Board of Directors.

The Advisory Board will be structured as follows:

- Co-Chairs will be nominated and appointed by the Advisory Board Members.
- Advisory Board Co-Chairs will have a seat on the Board.
- The Board of Directors Chair will serve on the Advisory Board.

Officers

The officers of the Corporation shall be a Chair, a Vice-Chair, a Secretary/Treasurer, and such other officers as the Board of Directors may designate. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary/Treasurer.

Terms of Office

The officers shall be elected by the Board of Directors at regular meetings of the Board, or, in the case of vacancies, as soon thereafter as convenient. New offices may be created and filled at any meeting of the Board of Directors.

Terms of office may be established by the Board of Directors, but shall not exceed three (3) years. Officers shall hold office until a successor is duly elected and qualified. Officers shall be eligible for reappointment.

Resignation

Resignations are effective upon receipt by the Secretary of the Board of a written notification.

Removal

An officer may be removed by the Board of Directors at a meeting, or by action in writing, whenever in the Board's judgment the best interests of the Alliance will be served thereby. Any such removal shall be without prejudice to the contract rights, if any, of the person so removed.

Chair

The Chair shall be a director and will preside at all meetings of the Board of Directors. The Chair shall perform all duties attendant to that office, subject, however, to the control of the Board of Directors, and shall perform such other duties as on occasion shall be assigned by the Board of Directors.

Vice-Chair

The Vice-Chair shall be a director and will preside at meetings of the Board of Directors in the absence of or request of the Chair. The Vice-Chair shall perform other duties as requested and assigned by the President, subject to the control of the Board of Directors.

Secretary/Treasurer

The Secretary/Treasurer shall keep the minutes of all meetings of the Board of Directors in the books proper for that purpose. The Secretary/Treasurer shall also report to the Board of Directors at each regular meeting on the status of the Council's finances. The Secretary/Treasurer shall work closely with any paid staff of the Corporation to ascertain that appropriate procedures are being followed in the financial affairs of the Alliance, and shall perform such other duties as occasionally may be assigned by the Board of Directors.

Committees

The Board of Directors may, by resolution adopted by a majority of the Directors in office, establish committees of the Board composed of at least two (2) persons which, except for an Executive Committee, may include non-Board members. The Board may make such provisions for appointment of the chair of such committees, establish such procedures to govern their activities, and delegate authority as necessary or desirable for the efficient management of the property, affairs, business, activities of the Alliance.

Term Limits

The Board of Directors will be governed by the following standards relative to term limits:

- Each founding Seacoast Early Learning Alliance member can serve two consecutive 3-year terms (Founding Seacoast Early Learning Alliance member programs always have a seat on the Board of Directors. However, individuals representing these programs must change every six years.)
- Terms of office may be established by the Board of Directors, but shall not exceed three (3) years. Officers shall hold office until a successor is duly elected and qualified. Officers shall be eligible for reappointment.
- Non-founding members can serve 1, 2 or 3-year terms.

Meeting Schedules

The following meeting schedule will be established for the Board of Directors and the Advisory Board.

- The Board of Directors will meet monthly.

- The Advisory Board will meet on a quarterly basis.
- Special meetings may be held at any time when called for by the Chair or a majority of Board members.
- Agendas shall be provided at least 2 days in advance.

Voting

A majority of board members constitutes a quorum.

In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.

Passage of a motion requires a simple majority (ie, one more than half the members present).

Disclosure Requirements

To avoid and disclose conflicts of interest, the following standards will be followed:

- Board of Directors not enrolled in any benefits or programs adopted by the Seacoast Early Learning Alliance will abstain from votes pertaining to contract negotiations.
- Any individual or organization serving on the Board of Directors, Advisory Board, Alliance staff or Board Committees will disclose interest in any contract, vendor or relationship relative to the Seacoast Early Learning Alliance.
- Individual volunteers will be required to sign a conflict of interest disclosure statement prior to commencing board service.
- Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

Amendments

This document may be amended by a two-third vote of the Board at any meeting, provided a quorum is present and provide a copy of the proposed amendment(s) are provided to each Director at least one week prior to said meeting.