



## MINNESOTA HEAD START ASSOCIATION BY-LAWS

*Approved by Board of Directors April 20, 2010  
Approved by MHSA General Assembly May 11, 2010*

### **Article I Title**

The name of this non-profit Corporation shall be Minnesota Head Start Association Incorporated

### **Article II Mission Statement**

The mission of the Head Start Association is to speak and act as a unified voice on issues affecting families and children experiencing poverty, and to improve all Head Start programs and policies by conducting itself as an informed, respectful and representative organization.

### **Article III Purpose**

The purpose of this corporation shall be:

1. To promote and advocate for family, child, and community welfare and child and family health and developmental services.
2. To be the sole and official Minnesota Head Start Association.
3. To conduct itself as an informed, respectful, and representative organization.
4. To receive all information pertinent to child and family development from local, county, state, regional, and national agencies and disseminate this information to the members of the Association.
5. To be effectively involved in planning, conducting, and evaluating of all in-service, career development, or any other training programs at the state, regional, and national levels concerned with child and family development.
6. To provide opportunities to share information and resources and seek solutions to enhance Head Start services.
7. To lend support to all members leading to the upgrading of Head Start in the State of Minnesota.

8. To prepare and support a legislative platform annually.
9. To develop close coordination, collaboration, and cooperation with all public and private organizations and businesses that concern themselves with child and family development.
10. To advocate and promote involvement of parents, friends, staff, and directors within and beyond Head Start at the local, county, state, regional and federal level.
11. To offer support, coordination, and cooperation with other Head Start grantees and delegate agencies.
12. To promote opportunities for professional development of Head Start staff.
13. To enhance and maintain the philosophy and image of Head Start.
14. To provide opportunities for family growth and development.

## **Article IV Membership**

### **Section 1. Members**

Any Head Start director, parent, staff, friend, or MinnCAP liaison with a demonstrated interest in Head Start consistent with the purpose of the association shall be eligible for membership. In order to have voting rights, a member must be sponsored by a local Head Start grantee or where otherwise designated by the by-laws.

### **Section 2. Definitions of Membership**

2.1. Agency Membership - Any Head Start, Early Head Start, Migrant or Tribal Head Start program that is a current Minnesota grantee, and has paid MHSA dues, is considered a member of the association.

A. Director Affiliate - The person from a member agency responsible for administering the Head Start program or his/her alternate.

B. Staff Affiliate – The staff representative and alternate must presently be a paid, employed staff member of a Head Start agency (excluding director) who has been elected/appointed by the agency.

C. Parent Affiliate - The parent representative and alternate must be a current parent or guardian of a Head Start child (not currently employed by a Head Start program) or a parent or guardian currently serving as a member on the agency's Policy Council who has been elected/appointed by his/her agency.

D. Friend Affiliate - The friend representative and alternate is a person not directly associated with a Head Start program as a director, staff, or parent of a child currently enrolled in the program. This person is elected/appointed by the agency. A friend representative may attend meetings of the other affiliates at the discretion of the affiliate chair.

2.2. MinnCAP Membership - MinnCAP liaison appointed by the Minnesota Community Action Association.

### **Section 3. Voting Rights**

#### **3.1. Affiliates**

The number of voting members in each affiliate shall not exceed the number of dues paying Head Start Grantees.

Each agency can elect or appoint only one member to represent them in each of the following affiliates and that representative, or their alternate, has one vote in the respective affiliate and the general assembly. Voting by alternate is allowable, when elected or appointed representative is absent.

Director Affiliate  
Staff Affiliate  
Parent Affiliate  
Friend Affiliate

#### **3.2. General Assembly**

Prior to or before the beginning of the December annual meeting, each agency must submit to the MHSA Executive Director a roster and letter of support from the agency Head Start director (form will be available on the MHSA Website and included in the mailings for the December meeting), identifying the agency's elected/appointed delegates and their alternates. It is the responsibility of each Head Start Agency to update this list during the year if changes become necessary. Changes must be made prior to the start of the meeting when a new member is expected to vote.

Only delegates appointed by a Head Start Agency, a board member, or their alternate who is present will be eligible to vote in a general assembly.

**Section 4:  
Members' Code of Ethics**

The following values guide the work of the Minnesota Head Start Association. All elected leaders and members will strive to apply these values. The Association will regularly review and update these values to reflect current priorities in our relationships with individual members, member agencies and our community partners.

<p><b>Respect</b></p> <ul style="list-style-type: none"> <li>- Actively listen and acknowledge each others viewpoints</li> <li>- Recognize members' individual contributions</li> <li>- Be sensitive to members' different values and cultures</li> </ul>	<p><b>Responsible Leadership</b></p> <ul style="list-style-type: none"> <li>- Model the mission and values of MHSA</li> <li>- Follow through with actions in a clear, timely process</li> <li>- Regularly communicate decisions and activities with the membership</li> <li>- Strive for consensus</li> </ul>	<p><b>Fairness and Equity</b></p> <ul style="list-style-type: none"> <li>- Follow clear procedural guidelines for conducting meetings and decision-making</li> <li>- Provide a forum for discussion around points of disagreements and uncertainty</li> <li>- Provide equal representation to all affiliate members</li> </ul>
<p><b>Collaborative</b></p> <ul style="list-style-type: none"> <li>- Recognize other organizations' strengths and contributions</li> <li>- Develop supportive partnerships with organizations that share a common mission</li> </ul>	<p><b>Trustworthy</b></p> <ul style="list-style-type: none"> <li>- Maintain honest business practices and communication</li> <li>- Provide full disclosure of Association activities and accounts</li> <li>- Follow through with all contracts and commitments</li> </ul>	<p><b>Sound Representation</b></p> <ul style="list-style-type: none"> <li>- Be aware of and follow your own agency's code of conduct.</li> </ul>

Modeled after *Team Values*, The Management Assistance Program for Non-Profits, St. Paul, MN, 1997

## **Article V Dues**

### **Section 1. Cost of Dues**

Dues for all members of the Association will be proposed by the Board of Directors and approved by the membership at the May Association meeting.

### **Section 2. Payment of Dues**

The annual dues shall be paid in full once a year at a time determined by the Board of Directors. (See Attachment A)

## **Article VI Meetings and Voting**

### **Section 1. Annual Meeting**

There shall be one meeting in December of each year and it shall be called the annual meeting. The purpose of the annual meeting will be to accomplish the following:

- Adopt a legislative platform
- Approve a work plan for the coming year
- Appoint working committees to accomplish the work plan
- Elect a new Board of Directors

The annual meeting shall be followed by a meeting of the newly elected Board of Directors.

### **Section 2. Regular Meetings**

The Board will schedule quarterly meetings of the Association. The purpose of these meetings will be as follows:

- Receive progress reports from standing and special committees
- Accept motions from membership for future work plans or legislative concerns.
- Discuss and approve changes in work plan or re-prioritization

In conjunction with regular meetings, opportunities will be made available for:

- Affiliate meetings
- Committee meetings
- Cluster meetings
- Special Training
- Board Meeting
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### **Section 3. Special Meetings**

A. Board Meetings - A special meeting of the Board can be called by the chair or by a written request from 1/3 of the voting Board members.

B. General Membership - A special meeting of the general membership can be called by the Chair of the Board or by a written request from 1/3 of the general membership. Notification is to be made by the Chair of the Board in writing to each member at least 10 days prior to the meeting. The date of this meeting must be set within 7 days for a time not less than 10 days from the date of the request and not more than 60 days from the date of the request.

**Section 4. Quorum**

If action is to be taken, a quorum must be established. One third of the, voting *membership* shall constitute a quorum.

**Section 5. Conduct of Meetings**

Meetings shall be conducted in an orderly manner following the rules as adopted by the Association in the Members' Code of Ethics (Article IV, Section 5).

**Article VII  
Board of Directors**

**Section 1. General**

The Board of Directors shall consist of three (3) representatives elected by each Director, Staff, Parent, and Friend affiliates, and one liaison representative appointed by the Minnesota Community Action Association. At least one designated position is to be held by a Head Start Tribal Program. These positions must be held by dues-paid member agencies. The Board is not to exceed 13 voting members plus ex-officio members.

Ex-Officio non-voting Board membership is permitted at the discretion and determination of the Board.

**Section 2. Terms of Office:**

The length of term shall be 2 years. A member of the Board of Directors may succeed him/herself. Mid-term vacancies shall be filled by the affiliates in the manner prescribed by the affiliates.

A. Director - In each December of an odd year one (1) representative is elected to the Board. In each December of an even year two (2) representatives are elected to the Board

B. Staff - In each December of an even year one (1) representative is elected to the Board. In each December of an odd year two (2) representatives are elected to the Board

C. Parents - In each December elect a number of representatives to total three (3) members with a 2-year term option.

D. Friends – In each December elect a number of representatives to total three (3) members with a 2-year term option.

E. MinnCAP Liaison - This position will be appointed annually by the Minnesota Community Action Association.

**Section 3. Ex-Officio Members of the Board**

The following members have been designated by the Board of Directors to be Ex-Officio members of the board.

A. The fiscal agent assigned to MHSA by the exclusive Business representative agency shall serve as an ex-officio non-voting member of the Board. This ensures better communications between the Business representative and the MHSA Board of Directors and Association.

B. Region V Representative that has not been elected to the Board of Directors through the

affiliate process shall serve as an ex-officio non-voting member of the Board, and elected annually.

C. Ex-Officio non-voting Board membership is permitted at the discretion and determination of the Board.

**Section 4. Duties of the Board**

The responsibilities of the Board of Directors shall be:

- Prepare and present to the General Assembly at the Annual meeting, a legislative platform and an annual work plan based on input from the affiliates
- Appoint working committees not already established
- Implement approved legislative platform and annual work plan
- Perform all duties outlined in the Articles of Incorporation
- Elect its officers

The Board of Directors will hold monthly meetings to transact business between scheduled MHSA meetings. If necessary, as determined by the Board Chair, a board meeting and/or vote may be done in an electronic manner.

Board members must be committed to these duties. Two consecutive unexcused absences results in resignation from the MHSA Board of Directors.

Board members must abide by the MHSA Whistleblower Policy and abide by and annually sign the MHSA Conflict of Interest Policy.

**Section 5. Quorum**

If action is to be taken, a quorum must be established. One third of the voting board members shall constitute a quorum.

**Article VIII  
Executive Director**

**Section 1. Contract Information**

The salary of the Executive Director of the MHSA shall be paid by a consultant contract, and renewed or extended annually from the date of hire. The annual renewal will stipulate salary amount, mileage reimbursement, vacation time, and other items specific to the current year.

**Section 2. Signing authority**

The Executive Director has signing authority for MHSA, in accordance with the approved annual budget or special board approval of other/additional expenses.

**Section 3. Voting Privileges**

The Executive Director of MHSA has no voting privileges on the board or in the general assembly.

**Section 4. Whistleblower and Conflict of Interest Policies**

The Executive Director must abide by the MHSA Whistleblower Policy and abide by and annually sign the MHSA Conflict of Interest Policy.

**Section 5. Membership Directory**

The Executive Director shall maintain a yearly Membership Directory.

**Article IX**

**Officers of the Association**

**Section 1. General**

Officers of the Association must be members of the Board of Directors elected from the parent, friend, staff or director affiliate. Officers shall be elected by majority vote of the Board of Directors, to include: Chair, Vice-Chair, Secretary, Treasurer and such other officers as determined by the Board. The members and officers of the MHSA Board of Directors will be installed at the January Board of Directors meeting, and presented to the association at the following MHSA quarterly meeting.

**Section 2. Terms of Office**

The length of term shall be for one (1) year or until successors are elected and qualified. An officer may succeed him/herself. These officers shall make up the Executive Committee of the Association.

**Section 3. Duties of the Officers**

**Chair:** The Chair shall serve as the chairman of the corporation and preside at the meeting of the membership and of the Board of Directors. He/She shall sign on behalf of the organization all deeds and other formal instruments and shall perform such other duties as may arise from time to time as these by-laws and the Board may authorize. He/She is responsible to appoint a Compliance Officer.

**Vice Chair:** The Vice-Chair shall, during the absence of the Chair, have and exercise all Chair powers and duties and shall perform such other duties as may from time to time be assigned to him/her. The Chair has designated MHSA's Vice Chair as the Compliance Officer. The Compliance Officer is responsible for investigating and resolving all employee complaints and allegations concerning violations of the Principles and/or Code.

**Secretary:** The Secretary shall keep the minutes of all meetings of the organization.

**Treasurer:** The Treasurer shall have charge of the funds of the organization and maintain full and accurate accounts of all receipts and disbursements and submit a written report at each meeting. The Treasurer shall keep a file of all pertinent information to assist the Board of Directors in governing the MHSA.

**Article X  
Affiliates**

Affiliates are governed by MHSA by-laws. The role of the affiliates is:

- to provide a crucial link to local Head Start Agencies
- to relay information to and from local agencies
- to ensure that proper representation is maintained at Regional and National levels.
- to bring resolutions and motions before the assembly for vote
- to vote on all issues brought before the general assembly



**Section 1. Meetings and Voting**

- A. Each Affiliate shall have at least one meeting per year for the purpose of information sharing and identifying issues that will be carried forward to the general assembly. This meeting will coincide with the Annual Membership meeting. The Affiliate Chair may schedule regular meetings for the Affiliate that will meet in conjunction with MHSA regular meetings. A special meeting may be called by the chair or by the written request of ten (10) members in good standing. Notification of the meeting shall be made to each member ten days prior to the meeting.
- B. Voting members are those members who have been elected or appointed by their agencies.
- C. Each Affiliate must elect a Chair and a Secretary for recording meeting actions. These positions shall be elected by a simple majority vote.
- D. Each Affiliate, at the annual meeting, must elect three (3) Representatives to sit on the MHSA Board of Directors.
- E. The Director, Staff, and Parent Affiliates must elect a Delegate and an Alternate to the Delegate to represent Minnesota on the Region V Board of the National Head Start Association. Nominees for Regional Board Representative must be supported fiscally by their respective agency and the agency must be willing to incur all Regional Board expenses until MHSA can reimburse the agency for allowable expenses, to a maximum amount determined by the Board of Directors. The Friend Affiliate may elect a Delegate to the Region V Board of the National Head Start Association. A delegate from the Friend Affiliate will receive no expense reimbursement from the MHSA. Their respective agency or they themselves must cover all costs. *(See Attachment B)*
- F. All Affiliates are responsible for providing a written report to the organization.

**Section 2. Orientation**

Local programs and the affiliates are responsible for training new members on an “as needed” basis.

Orientation is conducted in coordination with MHSA meetings by the staff affiliate. One hour of new member training will be offered before the general session when possible. Directors are responsible to inform staff affiliate of new members.

**Section 3. Work Groups**

Work groups will be appointed by the affiliate chair, when needed, to accomplish the goals of the MHSA. The work groups are advisory in nature and will have their report written into the minutes. Work groups will be chosen, as much as possible, to reflect the regional composition of the organization.

**Article XI  
Committees**

**Section 1. Executive Committee**

The executive committee shall be comprised of the four officers of the Board. This committee shall conduct business between meetings of the Board with full authority of the Board.

**Section 2. Standing Committees**

1. Training – The training committee shall be comprised of representatives of each affiliate as elected by their affiliate. All component areas should be represented among the membership. The purpose of the committee is to:
  - be effectively involved in planning, conducting and evaluating in-service, career development or any other training programs at the state, regional and national levels concerned with child and family development,
  - promote opportunities for professional development of Head Start staff and
  - provide opportunities for family growth and development.
  
2. Public Relations/Fundraising – The public relations/fundraising committee shall be comprised of representatives from each affiliate as elected by their affiliate. The purpose of the committee is to:
  - establish MHSA as “the sole and official Minnesota Head Start Association,
  - ensure that MHSA “conduct itself as an informed, respectful and representative organization,
  - develop close coordination, collaboration and cooperation with all public and private organizations and businesses that concern themselves with child and family development,
  - advocate and promote involvement of Parents, Friends, Staff and Directors within and beyond Head Start at the local, county, state, regional and federal level,
  - conduct appropriate public relations and fundraising activities to facilitate Head Start activities and enhance the recognition and reputation of the Head Start program, and
  - enhance and maintain the philosophy and image of Head Start.
  
3. Government Affairs – The government affairs committee shall be comprised of representatives from each affiliate as elected by their affiliate. These representatives shall be members of CAP and Non-CAP Head Start agencies and tribal programs.

The purpose of the committee is to:

  - promote and advocate for family, child and community welfare and family health and developmental services.
  - establish MHSA as “the sole and official Minnesota Head Start Association.
  - lend support to all members leading to the upgrading of Head Start in the state of Minnesota.
  - prepare and support a legislative platform annually.”
  - enhance and maintain the philosophy and image of Head Start.
  
4. Policy and Procedure – The policy and procedure committee shall be comprised of representatives of each affiliate as elected by their affiliate. The purpose of the committee is to:
  - promote and advocate for family, child and community welfare and family health and developmental services.
  - ensure that MHSA conduct itself as an informed, respectful and representative organization.
  - enhance and maintain the philosophy and image of Head Start.

- maintain and recommend amendments to the Minnesota Head Start Association's Website ([www.mnheadstart.org](http://www.mnheadstart.org)).

5. Scholarships and Awards – The scholarships and awards committee shall be comprised of representatives of each affiliate as elected by their affiliate. The purpose of the committee is to promote, receive and award applications from MHSA member agencies for the National Head Start Association Scholarship and Awards Program on a yearly basis.

All committees have authority to perform the outlined duties and are accountable to the MHSA membership and its Board of Directors.

Committee vacancies will be filled by the chair of the appropriate affiliate.

The chair of any standing committee may appoint additional non-voting members for the purpose of fulfilling committee duties or providing additional support.

All committees are responsible for providing a written report to the organization.

All committees are responsible for training the newly elected committee to facilitate a smooth transition.

### **Section 3. Special Committees**

Other committees shall be appointed by the Board as the need arises. The function of special committees shall be to complete the assigned and agreed upon activities as contained in the work plan. The Chair of the organization shall appoint a chair for each special committee.

## ***Article XII*** **Amendments**

### **Section 1. By-Laws**

Subsequent to a minimum of 10 days written notice, the by-laws of the Association may be amended by a 2/3 majority vote of the voting general membership present and voting at any meeting of the full Association.

Proposed amendments may be presented to the Association by Association members or by the Board of Directors.

The Board of Directors, upon a 2/3 majority vote, have the authority to amend the by-laws as necessary to meet any changes in legal requirements or as authorized by the Association.

### **Section 2. Articles of Incorporation**

Articles of Incorporation shall be amended in the same manner as the By-Laws. When an amendment has been adopted, the Chair or Vice-Chair and the Secretary shall execute and acknowledge Articles of Amendment, which shall set forth the amendment and the matter of its adoption. The Articles of Amendment shall be filed for record with the Secretary of State.



# ATTACHMENT A

Membership Dues Policy & Procedure September  
1, 2011

# Minnesota Head Start Association

## ATTACHMENT A

### Membership Dues Policy & Procedure

**PURPOSE:** To provide general guidelines on the billing and collection of membership dues

**NEW/REVISED:** New -- Approved at September 12, 2011 Board of Directors Meeting

**EFFECTIVE DATE:** September 1, 2011

#### **PURPOSE**

The purpose of the membership dues policy is to create stability, consistency and effectiveness among its membership. With direction from the Board of Directors, the Executive Director is responsible for the implementation and continuity of the MHSA billing cycle for membership dues.

#### **POLICY AND PROCEDURE**

##### **Dues Collection:**

1. MHSA shall collect dues from each participating Head Start agency based on the annual child enrollment report published by the Minnesota Department of Education.
2. Each year the MHSA Board of Directors set the dues for the upcoming fiscal year. At the time of this writing, the Association previously approved to increase the dues 1% every year. To alter this dues structure, there must be approval by 1/3 of the voting members of MHSA.
3. Invoices for dues assessment shall be mailed to each Head Start agency no later than September 15<sup>th</sup> each fiscal year. The treasurer of the Board of Directors has oversight of this process.
4. Agencies shall pay 100% of its membership dues for the entire year on or before October 31<sup>st</sup>, unless the Board of Directors votes to approve of a payment plan with an individual agency, in which case the balance of membership dues shall be paid entirely by February 1<sup>st</sup> of the fiscal year the dues are being paid.

##### **Activating Membership:**

1. An agency that is currently paying dues may continue to activate its voting membership status by paying the full invoice that is sent to the agency in September of each year.
2. An agency that is not currently paying dues may reactivate its voting membership status, during a current year, by paying the full amount of yearly dues at time of reactivation. Then the following year the current fiscal year dues invoice will be pro-rated for the number of months remaining in the previous fiscal year at the time of reactivation and due in accordance with #4 above.
3. Agencies that have not paid their dues prior to the December MHSA quarterly meeting, or have not paid dues according to specified deadlines, shall not have voting privileges and will be removed from MHSA communications/updates.
4. MHSA elected officers that have not paid dues according to specified deadlines shall be removed from office.
5. If an agency is granted partial payment status, the Board treasurer shall require an agency to submit a signed payment plan.



# ATTACHMENT B

Region V Representative Expectations,  
Procedures, and Travel Policy  
August 1, 2013

# Minnesota Head Start Association

ATTACHMENT BS

## Region V Representative Expectations, Procedures, and Travel Policy

**PURPOSE:** To provide guidelines on Region V election procedure and travel reimbursement policy.

**NEW/REVISED:** New -- Approved at July 15, 2013 Board of Directors Meeting

**EFFECTIVE DATE:** August 1, 2013

### EXPECTATIONS

It is the responsibility of each affiliate to elect a Region V Representative and Alternate who will represent MHSA and its affiliate with a well-informed voice. This person should be active in the individual agency and affiliate s/he represents. This responsibility will be a life-long learning experience for each representative or alternate.

### PROCEDURES

One Region V Representative and Alternate are elected from each MHSA Affiliate, as outlined in **Article X, Section 1E, of the MHSA By-Laws**, at the December Annual Meeting. A Region V Representative or Alternate that is not elected to the Board of Directors through the affiliate process shall serve as an ex-officio non-voting member of the Board as outlined in **Article VII, Section 3B of the MHSA By-Laws**. It is the responsibility of the agency director to give permission to a staff or parent to be elected to the Region V Representative or Alternate positions prior to the December MHSA meeting by signing the **MHSA Membership Letter of Support**.

If a representative is unable to attend a meeting, s/he needs to call her/his agency director and the elected alternate immediately. The agency director should then immediately inform the MHSA Executive Director.

All travel expenses must be turned into the MHSA Executive Director within 2 weeks of the meeting for reimbursement.

### TRAVEL POLICY

Agencies of elected Region V Representatives or Alternates are responsible for reimbursable travel costs (airline ticket, hotel, food, transportation) as outlined in the **MHSA Membership Letter of Support** and **Article X, Section 1E of the MHSA By-Laws**. MHSA may reimburse elected representatives up to an approved amount by the MHSA Board of Directors, however agencies are responsible for any expenses above the approved reimbursable amount.

Region V Representatives or Alternates who are unable to attend regional meetings, after expenses have incurred, will not be reimbursed travel costs by MHSA. Agency Directors may bring individual circumstances or situations before the MHSA Board of Directors for reimbursement consideration. With direction from the Board of Directors, the Executive Director is responsible for finalizing reimbursement decisions on an individual agency basis.