

**St. Mary of the Mills
School Advisory Board By-Laws
Rewritten February, 2009**

ARTICLE I. NAME, PURPOSE, AND EXISTENCE

Section 1. Name

The name of this organization shall be the St. Mary of the Mills School Advisory Board, hereinafter referred to as the Board.

Section 2. Purpose

The purpose of the Board is to provide advice and assistance to the St. Mary of the Mills School's Administrative Team. The Board fulfills its purpose and exercises its functions, through the work of the standing committees in accord with the vision, mission and goals of the parish and school and with the goals, policies, and regulations of the Archdiocese of Washington.

Section 3. Existence

The Administrative Team shall consist of the Pastor of St. Mary of the Mills Parish, the Principal and the Assistant Principal of St. Mary of the Mills School. The Administrative Team calls the Board into existence.

The Pastor provides spiritual leadership and direction for the Board in its deliberations; presents an explanation of parish needs, programs and goals; and is responsible for the school finances.

The Principal and Assistant Principal are responsible for approval of the Board agenda and keeping the Board's records. They are responsible for school operations and providing the Board assistance in identifying school needs.

ARTICLE II. MEMBERSHIP OF THE BOARD

Section 1. Composition of the Board

The St. Mary of the Mills School Advisory Board shall be composed as follows:

- a. Fourteen members shall be nominated from among parishioners of St. Mary of the Mills Parish and/or parents of children in the school.
- b. The members of the Administrative Team, Home and School Association President, Director of Development, and Parish Facilities Manager are *ex-officio* members.
- c. One member will be a Faculty Representative employed by St. Mary of the Mills School.
- d. The total membership of the Board including *ex-officio* members shall not exceed 20.
- e. The Administrative Team may also appoint additional members, for specified periods, in order to supply the competencies required by the Board.

Section 2. Qualifications of the Members

All Board members will be registered parishioners of St. Mary of the Mills Parish and/or parents of children in the school. Members must be at least eighteen years of age and willing and able to make a substantial time commitment to the work of the Board.

Members should be qualified in professional areas that will enhance the resources available to the Administrative Team and the Board.

Section 3. Selection of Board Members

The Nominations Committee of the Board (see ARTICLE IV) will oversee the process of selecting Board members.

- a. There will be three methods used to recruit new Board Members whose philosophy, talents, and background make them ideal candidates for the Board:
 - i. Nominations will be solicited from registered parishioners of St. Mary of the Mills Parish and/or from parents whose children attend the school.
 - ii. The Nominations Committee will actively recruit individuals and will request that they become nominees.
 - iii. Other persons interested in serving on the Board can do so by self-nomination.
- b. All nominees will complete and submit a nominations form to the Nominations Committee.
- c. The Nominations Committee will select from the nominees those candidates who will be interviewed.
- d. The Nominations Committee will submit their comments and recommendations to the Administrative Team, Board President and Nominations Committee Chair for final approval.

Section 4. Selection of Other Board Members

The Faculty Representative will be elected by the faculty members of the school.

Section 5. Term of Office

All terms of office will begin in June.

- a. Board members shall serve for a three-year term. No member may serve on the Board for more than two consecutive terms. Terms of the members should be staggered so that the terms of one-third of the membership shall end each year.
- b. The faculty representative shall serve a two-year term. No faculty representative may serve consecutive terms.
- c. In the event of the resignation or death of a member of the Board, the vacancy may be filled by recommendation of the Nomination Committee and approval of the Administrative Team. If a position is filled, the person appointed shall serve the remainder of the term of the person vacating the position.
- d. In the event that a member misses three consecutive, duly called and regularly scheduled meetings of the Board and/or Committee Meetings, the member shall be deemed to have submitted his or her resignation from the Board; the Board shall, by motion, accept or reject such resignation.
- e. A committee may recommend to the Administrative Team, President and Nominations Committee Chair an offer of a second term to a member without having him/her reapply.

ARTICLE III. OFFICERS

Section 1. Positions and Roles

The Board shall have a President, Vice President, and a Secretary. They shall constitute the Executive Committee. The Executive Committee may act together with the Administrative Team on matters that require the action of the Board but which are of such urgency that the entire Board cannot, by reason of time, consider.

- a. The President presides and facilitates all meetings of the Board and is responsible for developing the Board's agenda.
- b. The Vice President presides and facilitates in the absence of the President and performs other duties as required. The Vice President will succeed the office of the President in the event that the office should become vacant during the current President's term.
- c. The Secretary is responsible for taking and reporting of the minutes for each meeting and performs other duties as assigned.
- d. Expectations of the Executive Committee will be established collectively by the Administrative Team, the Executive Committee, and the Policy Committee (see ARTICLE IV.)

Section 2. Selection Procedures

Members may nominate themselves for a position of office or may be nominated by another Board member. A member may be nominated for president in his/her second year or after. A member may be nominated for Vice President or Secretary in his/her first year or after. The selection process will be as follows:

- a. A list of names will be distributed to the voting members of the board
- b. All ballots will then be collected and submitted to the Administrative Team and Board President
- c. Board members will select from the list one name per office
- d. All ballots will be submitted to the Administrative Team and Board President as recommendations for office.
- e. The Administrative Team and Board President will review the recommendations and report the selection(s) to the Board.

Section 3. Terms of Office

- a. The President shall serve for a two-year term. The Administrative team reserves the right to extend the President's term by one year.
- b. The Vice President and Secretary shall serve for a one-year term. Incumbents may serve consecutive one-year terms of office via the standard nominations procedure, not to exceed the terms and limitations of Board membership.

ARTICLE IV. COMMITTEES

Section 1. Standing Committees

Standing Committees of the Board shall include:

- a. Planning
- b. Policy
- c. Finance and Development (formerly Finance & Budget now merged with Development & Fundraising)

- d. Public Relations and Marketing
- e. Evaluation
- f. Nominations
- g. Facilities
- h. Technology

Section 2. Functions of Standing Committees

The functions of the standing committees are as follows:

- a. The Planning Committee works on issues, in light of the vision, mission and goals of the school in long range strategic planning and school improvement projects. It also develops, reviews, and updates annually the school's five-year strategic plan as required by the Catholic Schools Office.
- b. The Policy Committee regularly reviews and administers Board policy as contained in its By-Laws. It also orients new members to Board functions, policies, and procedures. Additionally, at the request of the Administrative Team, it examines school policy and provides feedback.
- c. The Finance and Development Committee provides assistance to the Administrative Team on budget issues, tuition rates, and planning for the long-term financial stability of the school. It works in planning and monitoring new sources of revenue such as alumni support, capital campaigns, endowments, grants and planned giving programs. The committee also provides assistance to the Director of Development and the Home & School Association, and fundraises for the school.
- d. The Public Relations and Marketing Committee develops programs to project the school's image within the parish community and the publics outside the parish by evaluating comparison markets and monitoring and planning effective outreach and communications to generate interest in enrollment and community support.
- e. The Evaluation Committee regularly assesses the Board's effectiveness in accomplishing its work. Additionally, the Evaluation Committee assesses other school-related topics as requested by the Administrative Team.
- f. The Nominations Committee oversees the process of selecting new Board members and Board Officers.
- g. The Facilities Committee identifies needs and improvements of the school facilities and its grounds. It provides recommendations for service and costs to the Administrative Team.
- h. The Technology Committee works in collaboration with the school's Technology Coordinator by providing advice and assistance in all areas of technology for the school. Additionally, they identify and recommend new opportunities for technological advancement.

Section 3. Ad-hoc Committees

Ad-hoc Committees may be appointed as necessary by the Administrative Team and Board President.

Section 4. Committee Membership

The President of the Board shall appoint the chair of each committee. The appointed Chairs must be current members having served at least one year on the Board. In the event this requirement cannot be fulfilled, the president may appoint chairs from first year Board members. No member may chair more than one committee concurrently. The size of each

committee will be determined by the Administrative Team, President, and the Committee Chair in order to accomplish the goals assigned to that committee for the year. The chair of each committee is responsible for soliciting committee members. Board members will serve on at least one committee. The membership on all Standing Committees and Ad-hoc committees may consist of School Board members, parents of children in the school and registered parishioners of St. Mary of the Mills.

ARTICLE V. MEETINGS

Section 1. Frequency of Meetings

The Board will meet six to nine times during the school year, September through May. The schedule will be determined by the Administrative Team and Board President. Emergency meetings may be called by the President in consultation with the Administrative Team, as necessary.

Section 2. Quorum

A majority (51% or more) of the voting members of the Board constitute a quorum necessary for Board activity.

Section 3. Decision-Making Process

The consensus method of decision-making shall be the process used by the Board. Where agreement cannot be reached, a vote may be taken. Matters not covered by these By-Laws will be referred to the Policy Committee for review and recommendation.

The Administrative Team has the authority to act without the advice and consent of the Board. Since the Board is advisory to the Administrative team, Board members individually and collectively do not have the authority to bind the Pastor, Principal, Assistant Principal, or others in the school. However, when the Board acts together with the Administrative Team and other School Board members agreeing, the decisions are binding on all.

Section 4. Attendance at Board & Committee Meetings

Meetings of the Board are closed to non-members. Committee meetings are open to all registered parishioners of St. Mary of the Mills Parish, to all parents of children attending St. Mary of the Mills School, and to all faculty and staff of the school.

ARTICLE VI. ADOPTION OF BY-LAWS AND AMENDMENTS

Section 1. Adoption

Following approval from the Archdiocese of Washington, these By-Laws take effect upon adoption at a meeting of the Board. The affirmative vote of at least two-thirds of the voting members, and the approval of the Administrative Team, shall be required for adoption.

Section 2. Amendments

Amendments to these By-Laws may be proposed by any member of the Board. Amendments must be presented in writing to the Policy Committee for review and consideration. Proposed amendments must be in accord with Archdiocesan Regulations in order to be considered. The

Policy Committee will make recommendations to the Board regarding proposed amendments based upon its review.

Each proposed amendment shall be voted on at the next regular meeting of the Board, provided that at least two weeks have passed since the Amendment was proposed. The affirmative vote of at least two-thirds of the voting members, and the approval of the Administrative Team, shall be required in order to amend these By-Laws.