

**Advisory Board of Our Lady of the Valley Catholic School, Wasilla, Alaska
BYLAWS**

ARTICLE I – NAME

The name of this body shall be the Our Lady of the Valley Catholic School Advisory Board, hereinafter referred to as the OLV Advisory Board.

ARTICLE II – MISSION

The Mission of the OLV Advisory Board is to assist the administration of Our Lady of the Valley Catholic School and the OLV Executive Board [formerly the Corporate Board] in their mission “to teach as Jesus did, with love for the law of God and the dignity of each person.”

ARTICLE III – MEMBERSHIP

Section 1. Size, Terms and Elections

- a. The OLV Advisory Board shall consist of a maximum 9 voting members. This board will consist of at least 1 member from each parish. [St Michaels, Our Lady of the Lake, Sacred Heart.]
 - i. OLV Advisory Board candidates should fill out an application, which will be considered for approval by the current Executive board. New OLV Advisory Board members are appointed by the existing OLV Advisory Board.
 - ii. Regular elections will be held during the last Advisory Board Meeting during the current school year.
 - iii. New board members should be recruited from a variety of backgrounds [legal, accounting, education, business, etc.] to give the advisory board a balance of expertise to help provide guidance in the conduct of OLV.
- b. The length of term of each OLV Advisory Board member shall initially be three years.
- c. OLV Advisory Board members shall not serve more than two (2) consecutive terms without a one (1) year break in service.
- d. The OLV Principal and the Archdiocesan Director of Catholic Schools and consultants are ex-officio (non-voting) members.

Section 2. Eligibility for the OLV Advisory Board

- a. OLV Advisory Board members shall be selected from among parishioners in the Mat-Su Valley; or if non-Catholic, persons who support the tenets of the Catholic faith not to exceed 20%.
- b. OLV Advisory Board members must have the ability to make the time commitment for meetings and committee work, as well as work with others to achieve consensus.
- c. OLV Advisory Board members must be willing to maintain confidentiality including signing a confidentiality agreement, and job description-commitment form, and maintain a high level of integrity, and be willing to support the school philosophy and mission.

Section 3. Exclusions:

- a. Employees of the school and their spouses, other than those who serve in ex-officio positions, may not be members of the OLV Advisory Board.
- b. No spouses or partners or first degree relatives [parents & siblings] may serve on the Advisory Board at the same time.
- c. Parish employees from any of the three supporting parishes are also excluded from serving on the Advisory Board.

Section 4. Resignation and Removal

- a. OLV Advisory Board members may resign by giving written notice to the Chairperson of the OLV Advisory Board. Such resignation shall take effect at the time specified therein.
- b. An OLV Advisory Board member may be removed by the Executive Board if it is deemed that the removal is in the best interest of the school.

ARTICLE IV – OFFICERS

Section 1. Officer Positions: The officers of the OLV Advisory Board shall be the Chairperson, Vice Chairperson, Secretary, and Treasurer. These four officers will make up the Executive Committee of the OLV Advisory Board, hereinafter referred to as OLV ABEC.

Section 2. Election and Term of Office

- a. The annual election of Officers shall take place at the first meeting of the school year.
- b. Officers must have been an OLV Advisory Board member for a minimum of one (1) year before being elected to an officer position.
- c. No officer may hold the same office for more than two (2) consecutive years without unanimous approval from the other OLV Advisory Board members.

Section 3. Duties of the Officers

- a. Chairperson – The Chairperson shall preside at all regular and special meetings of the OLV Advisory Board, enforce the OLV Bylaws, direct the functions and goals of the OLV Advisory Board, be an ex-officio member of all committees, and perform all duties incident to the office of Chairperson. The Chairperson will be responsible for communicating official decisions of the OLV Advisory Board, to the Executive Board, and Principal. The Chairperson will be the chairperson of the Executive Committee and designate someone to be the chairperson of the Development & Marketing Committee.
- b. Vice Chairperson – In the absence of, or at the request of, the Chairperson, the Vice Chairperson shall perform all duties of the Chairperson with the same authority as the Chairperson. The Vice Chairperson, or designee, will also be the Chairperson of the Strategic Planning/Facilities and Maintenance Committee.
- c. Secretary – The Secretary shall be responsible for keeping accurate minutes, presentation of the minutes in a timely manner and other requested materials at meetings, answer all correspondence pertaining to the OLV Advisory Board, and perform all duties incident to the office of Secretary. The Secretary will also be responsible for seeing that a file is

kept of all of the applicants for the OLV Advisory Board for a maximum of 5 years. The secretary or a designated person will be Chairperson of the Bylaws/Policies & Procedures Committee.

- d. Treasurer –The treasurer will conduct meetings on a regularly scheduled basis to assess the financial status of OLV and make recommendations to the OLV Advisory Board. The treasurer will be the chairperson of the Financial Planning and Fiscal Management Committee.

ARTICLE V – MEETINGS

Section 1. Business Meetings

- a. Regular business meetings shall be scheduled before June [after board elections] for the following year.
- b. Meetings are open to the public unless executive sessions are called by the OLV Advisory Board Chairperson, or the Executive Board. [See Article 5, Section 6 d iii for “Persons to be Heard.”]

Section 2. Committee Meetings

- a. Committee meetings shall be held during the months of September, November, January, March and May as determined by the committee chairperson based upon the OLV Advisory Board needs.
- b. The committee chairperson shall determine when and where the meeting[s] shall be held.

Section 3. Special Meetings

- a. Special meetings may be called by the Executive Board, the Chairperson, or by a request of one-third (1/3) of the OLV Advisory Board members. The Principal in consultation with the Advisory Board can request a special meeting. Special meetings may be in person or by teleconference.
- b. Notice of the meeting must be provided at least two (2) days prior to the special meeting.
- c. In special circumstances, the OLV ABEC may meet. The OLV Advisory Board, with a majority vote on specific issue[s], may give the OLV ABEC authority to act representing the complete OLV Advisory Board.

Section 4. Conduct of Meetings

- a. A simple majority of OLV Advisory Board members shall constitute a Quorum for the purpose of conducting regular business.
- b. Teleconferencing may be used instead of personal attendance if arrangements are made with the OLV Advisory Board Chairperson or OLV office in advance.
- c. Meetings shall be conducted utilizing “Roberts Rules of Order.”
- d. As much as possible, the OLV Advisory Board shall reach a consensus on all actions.
- e. Agenda items will include three types: information items, discussion items, and action items. Action items require a motion, a second, and a majority vote to be passed.
- f. The agenda and administrative reports for the next meeting will be distributed to all Executive Board and OLV Advisory Board members by the Friday before the regularly scheduled Advisory board meeting.
- g. The minutes and committee reports shall be distributed to all OLV Advisory Board and Executive Board members and the Principal within two weeks after the previous meeting.

Section 5. Executive Session

- a. The OLV Advisory Board may hold an Executive Session upon majority vote of OLV Advisory Board members present at business and special meetings.
- b. Executive Sessions are for matters required to be kept confidential by federal or state law including, but not limited to:
 - i. Legal issues.
 - ii. Personnel matters.
- c. All Executive Sessions are closed to the public and discussions must remain confidential.

Section 6. Persons to be Heard

- a. The Persons to be Heard session is for comments only, not open discussion.
- b. Any Person to be Heard who desires to address the OLV Advisory Board shall make a written request to the OLV Advisory Board Chairperson by the Friday prior to the meeting.
- c. Persons to be Heard shall be allowed time near the start of an OLV Advisory Board meeting.
- d. Persons to be Heard shall be limited to six (6) people only at any given meeting.
 - i. Each person shall be allowed three (3) minutes to make his/her comments.
 - ii. This is for expressing concerns or complaints to the OLV Advisory Board, not a time for official discussion of the concerns or complaints.
 - iii. After a person gives testimony during Persons to be Heard, that person is immediately dismissed from the Advisory Board meeting.
- e. The OLV Advisory Board shall also accept written comments and e-mails limited to a maximum of 150 words, from the public with the author’s name on the document. This will be disbursed to Board members for review and possible agenda assignment. They will not be read aloud at the meetings.

ARTICLE VI – ROLE AND RESPONSIBILITIES

The OLV Advisory Board is established to assist the Principal in the overall general operation of the school.

Section 1. Strategic Planning / Facilities & Maintenance [chaired by the OLV Advisory Board Vice Chairperson or designee.]

- a. Assist in formulating strategic goals for the long-term direction of the school.
- b. Assist in evaluating the life of the school in the light of the mission statement.
- c. Assist in determining facility needs, procuring materials, project oversight and inspections.
- d. Assist in developing marketing strategies to insure the organized growth and development of OLV.
- e. Develop the next year's academic and board calendar before the current school year ends.

Section 2. Bylaws / Policy & Procedures [chaired by the OLV Advisory Board Secretary or their designee] will recommend to the OLV Advisory Board: policies, procedures, and bylaw changes in areas of need as determined by the OLV Advisory Board, the Executive Board and the Principal.

Section 3. Evaluation and staffing [the committee chairperson will be appointed by the OLV Advisory Board chairperson.]

- a. Evaluate policies, plans and mission effectiveness.
- b. Conduct OLV Advisory Board self-evaluation.
- c. Assist in the Principal evaluation,
- d. Assist the Executive Board in hiring a Principal
- e. Assist the Principal in hiring staff if the Principal so requests.
- f. Evaluate the school as a whole with input from teachers, staff, and religious community.

Section 4. Development & Marketing [chairperson designated by the Advisory Board Chairperson]

- a. Establish and maintain comprehensive programs of institutional advancement, including but not limited to:
 - i. Public relations and marketing.
 - ii. Fund development & grant writing and procurement
 - iii. Alumni and constituency relations.
 - iv. Enrollment management.
- b. Enhance the image, enrollment and financial viability of the school.

Section 5. Financial Planning & Fiscal Management [chaired by the OLV Advisory Board Treasurer]

- a. Attend to short- and long-term financial planning, and financial reporting.
- b. Assist the Principal in preparing and recommending the annual budget to the OLV Advisory Board.
- c. The treasurer and the school shall use Archdiocesan standard accounting software.
- d. Budget monitoring.
- e. Meet at least before every other OLV Advisory Board meeting to assess the financial status of OLV, and make recommendations for necessary adjustments/changes.
- f. Oversight of the school business affairs, including: ensuring regular financial accountability, record keeping and proper internal fiscal controls.

Section 6. Communications [Advisory School Board Chairperson's responsibility]

- a. Minutes of the OLV Advisory Board meetings shall:
 - i. be distributed to the OLV Advisory Board members, Executive Board members and the Principal within two weeks of each meeting.
 - ii. be presented for approval at the next Advisory Board Meeting.
- b. Annually:
 - i. Assist the OLV Executive Board in preparing a written evaluation of the Principal in accordance with the policy and procedures provided by the Archdiocesan Schools Office and the Principal's job description and responsibilities as detailed in the signed Principal's contract.
 - ii. Present an annual budget recommendation, to the Executive Board for the next school year by the end of May based partially on pre-enrollment data.
- c. Communicate school policies and activities to the various school constituencies in consultation with the Archdiocesan Schools Office.

Section 7 Staffing

- a. The OLV Executive Board is responsible for the recruiting and hiring of the OLV Principal.
- b. The OLV Advisory Board Evaluation & Staffing Committee will assist and advise the Executive Board in the recruitment, selection and the evaluation of the Principal. The Principal will be responsible for the recruitment and selection of the school staff, but may also use the OLV Advisory Board Evaluation & Staffing Committee in the screening process. cf. Article VI Section 3e

Section 8. Grievance

- a. Questions, concerns and grievances are best settled informally and at the lowest possible level. To address this, the OLV Advisory Board recommends utilizing the following procedure:
 - i. Any person with a grievance first contacts the teacher or staff member involved for resolution.
 - ii. If there is no resolution after contacting the teacher or staff member, provide issue in writing to the Principal for discussion with teacher or staff member for resolution.
 - iii. If the decision of the Principal is not satisfactory to the parties, the Principal may bring the written grievance to the OLV Advisory Board for alternative recommendations for resolution. The decision is still the Principal's to make.
 - iv. Should that resolution not be acceptable, a written grievance may *then* be filed with the OLV Executive Board.
- b. All petitions received by the OLV Advisory Board that have not followed the above procedure will be directed to the Principal for resolution, without Board discussion or comment.
- c. If there is a majority of the OLV Advisory Board who has a serious grievance regarding the Principal, this grievance may be taken to the Executive Board for resolution.

Section 9. OLV Advisory Board Relationship with OLV Staff

- a. The Principal represents the faculty to the OLV Advisory Board.
- b. The relationship between the OLV Advisory Board and the faculty shall be characterized by mutual support, good communication and cooperation.
- c. Teachers and/or staff members will be encouraged to share information with the OLV Advisory Board on matters concerning the school. This sharing should go through the Principal. Staff should not appear before the Board without the knowledge of the Principal.
- d. The OLV Advisory Board shall be only in an advisory role to the Principal, in evaluating or terminating teachers or with renewal of annual employment agreements.

ARTICLE VII – COMMITTEES

Section 1. Committee Membership

- a. All OLV Advisory Board members will serve on a standing committee. Each committee shall perform such duties as may be needed to achieve the goals of the committee.
- b. OLV Advisory Board members are allowed to choose which committee(s) they will serve on based upon their expertise or desire.
- c. Committee Chairpersons must be members of the OLV Advisory Board, although committee members may be drawn from outside of the OLV Advisory Board. Two OLV Advisory Board members, with overlapping terms, per committee is desired to maintain continuity within committees when members term limits are up.

Section 2. Standing Committees

- a. Executive [chaired by the Chairperson]
- b. Development & Marketing [chaired by the Chairperson’s designee]
- c. Financial Planning & Fiscal Management [chaired by the Treasurer]
- d. Strategic Planning / Facilities & Maintenance [chaired by the Vice Chairperson or designee]
- e. Bylaws / Policies & Procedures [chaired by the Secretary or designee]
- f. Evaluation & Staffing [chaired by a designee of the OLV Advisory Committee Chairperson]
- g. Curriculum [chaired by a designee of the OLV Advisory Committee Chairperson]
- h. Ad Hoc or Special Committees: The OLV Advisory Board may appoint such Ad Hoc or Special Committee(s) as necessary and may discontinue the same.

ARTICLE VIII – CONFLICT / DUALITY OF INTEREST

Section 1. Definition: For purposes of this section, a person shall be deemed to have an interest in a contract or other transaction if he or she is a party (or one of the parties) contracting or dealing with the school; or is a director, partner, officer; or spouse of a director, partner, officer; or has a significant financial or influential interest in the entity contracting or dealing with the school.

Section 2. Disclosure: Any OLV Advisory Board member having an interest in a contract or other transaction coming before the OLV Advisory Board or a committee of the OLV Advisory Board shall give prompt, full and frank disclosure of said interest to the OLV Advisory Board Chairperson prior to the OLV Advisory Board acting on such contract or transaction. Upon such disclosure, the OLV Advisory Board member’s interest shall be presented to the full OLV Advisory Board. The OLV Advisory Board shall determine, without participation by the interested member, at such time as disclosure is made to that body, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If the OLV Advisory Board determines that such a conflict exists, such member shall not vote on, nor use personal influence on, nor participate in the discussions or deliberations with respect to such contract or transactions. If the OLV Advisory Board is unable to come to resolution as to whether a conflict exists, the question may be referred to the Executive Board or their representatives.

ARTICLE IX – REVIEW AND AMENDMENTS TO BYLAWS/POLICIES & PROCEDURES

Section 1. Review

Review of the current Bylaws/policies & procedures shall take place at least once every five (5) years, or more often, as determined by the OLV Advisory Board. The Bylaws / Policies & Procedures Committee may make recommendations to the OLV Advisory board for changes whenever necessary. Any bylaw additions or changes must be approved by a majority of the OLV advisory board, the OLV Executive Board, and the Archdioceses.

Section 2. Amendment

These Bylaws may be amended by a simple majority of the OLV Advisory Board.

Adopted by the OLV Advisory Board on the _____ day of 20____.

Gabriel Hennemann, Chairperson of the OLV Advisory Board

Approved by the **OLV Executive Board** on the _____ day of 20____.

Fr. Scott J. Garrett, President

NOTE

THE FOLLOWING IS NOT A PART OF THE OLV ADVISORY COMMITTEE BYLAWS.

Suggestions for the Executive Committee-

- E. Membership of the OLV Executive Board [formerly the Corporate Board].**
At least the 3 pastors [1 each] or their representatives from each parish. [St Michaels, Our Lady of the Lake, Sacred Heart.] will make up the OLV Executive Board. It is suggested that in addition to the pastoral members, one lay member from each congregation also be a voting member of the OLV Executive board. It is suggested that these lay members [non pastoral] of the OLV Executive Board have a professional background, either in education or the professional world. At least two members of the Executive Board will attend each Advisory Board meeting. The executive committee [3 pastors or their appointed representatives of the OLV Executive board will have ultimate authority in the governance of the OLV school.

The pastors of the three parishes or their appointed representative[s] [hereby known as the OLV Executive board] have final authority and veto power over the decisions of the OLV Advisory Board. The OLV Executive Board or their representatives will make major decisions regarding the well-being of OLV based on the recommendations of the OLV Advisory Board, except in emergency situations.