

**Bylaws of the
Webster Groves School District
Finance Advisory Committee**

**ARTICLE I
Name**

The name of the committee governed by these bylaws is the Webster Groves School District Finance Advisory Committee (the "FAC"), created under and subject to the authority of the Board of Education (the "Board") of the Webster Groves School District (the "District") and Board's policies governing the establishment of advisory committees to the Board.

**ARTICLE II
Purpose**

Section 1.

The purpose of the FAC shall be to monitor financial issues and trends facing the Webster Groves School District and to provide public oversight and advice to the Board and the District's administration regarding financial and related issues, acting in the public's best interest as a community representative and liaison to the Board. The FAC shall be fact-finding and advisory in nature, and not executive. The role and actions of the FAC shall be subject in all respects to the Board's policies and requirements regarding advisory committees generally and the FAC specifically, and the FAC shall not have the power to make monetary or other decisions for the Board.

Section 2.

To support its mission, the FAC will, with the assistance of District Liaisons, carry out the following activities (without limitation):

- a. Study and deliberate financial issues and areas of fiscal concern to the District, and report the results of such deliberations to the Board and District administration, as appropriate;
- b. Review administrative actions related to the financial matters of the District;
- c. Advise the Board and District administration on issues related to the District's finances, including (without limitation) the following:
 - (i) Policies regarding the financial management of the District and the District's budget;

- (ii) Referendums on financial matters (such as the amount, timing, and needs related to any such requests);
 - (iii) Financial projections and finance-related bid specifications;
 - (iv) Audits and related recommendations in accordance with applicable Board policy; and
 - (v) Fraud prevention and related measures in accordance with applicable Board policy.
- d. Facilitate cooperation and communication regarding financial affairs among the District, its schools, and the community; and
 - e. Bring community perspective to the District for planning long-range financial strategies.

ARTICLE III
Membership and Committee Structure

Section 1.

Each of the regular members of the FAC (the “General Members”) shall be a resident of the District or a parent or guardian of a student enrolled in the District and shall be appointed by the Board for a term of three (3) years. Qualifications to be considered by the Board in appointing General Members to the FAC shall include the following:

- a. Professional training or proven expertise in financial management;
- b. Dedication to serving the District and community;
- c. Willingness to serve as a community liaison;
- d. Commitment to complying with Board policies and FAC guidelines; and
- e. Ability and commitment to attend scheduled FAC meetings.

Section 2.

In addition to the General Members of the FAC appointed by the Board, the following parties shall also be members of the FAC (the “District Liaisons” and “Board Liaison”):

- a. The Chief Operating Officer/Chief Financial Officer of the District;
- b. The Director of Business Services of the District;

- c. One current Board member as designated by the Board from time to time;
and
- d. One current District building administrator as designated by the Board from time to time.

Section 3.

In addition to the General Members and the District Liaisons, the FAC may also include as non-voting members up to two (2) students enrolled in the District (the "Student Liaisons"). Appointment of the Student Liaisons shall be for one-year terms as approved by the Board at the recommendation of the FAC. Student Liaisons shall not be entitled to vote on FAC matters but shall otherwise participate in FAC meetings and business in the same manner as General Members.

Section 4.

The FAC shall not exceed nine (9) General Members at any one time.

Section 5.

New General Members of the FAC shall begin their terms on July 1 of each year and serve for three (3) consecutive years, unless terminated earlier as set forth in these bylaws. If a seat on the FAC becomes vacant before the completion of a General Member's three-year term, the Board may, in its discretion, appoint a new General Member to complete the remaining term of such former General Member. The terms of the General Members of the FAC shall be staggered such that one-third of the terms end each year. General Members may be reappointed to the FAC at the end of their terms as set forth herein, but shall not be permitted to serve on the FAC for more than twelve (12) consecutive years. District Liaisons of the FAC shall not be subject to the requirements regarding the length of time General Members are required or permitted to serve on the FAC. Upon adoption of these bylaws, the FAC shall determine and approve the service years and remaining terms of the current General Members, consistent with this section.

Section 6.

Any member of the FAC (other than District Liaisons) may resign from the FAC at any time by providing written notice to the Committee Chair and/or the Secretary of the FAC. In addition, any member of the FAC may be removed from the FAC, with or without cause, by a vote of the majority of the Board at any time, upon the recommendation of the FAC or otherwise.

Section 7.

All FAC members are expected to attend FAC meetings. Failure of an FAC member to attend FAC meetings regularly shall constitute grounds for removal from the FAC.

ARTICLE IV
Officers and Their Duties/Elections

Section 1.

The officers of the FAC shall be General Members and shall include the following:

- a. Committee Chair;
- b. Committee Vice-Chair; and
- c. Secretary.

Section 2.

The duties of the Committee Chair shall include the following:

- a. Preside at all meetings of the FAC;
- b. Appoint subcommittees in consultation with the FAC;
- c. Supervise the functions of the FAC;
- d. Work with the District Liaisons to set agendas for regular FAC meetings and FAC subcommittee meetings; and
- e. Perform such other duties as are customary for the position of Committee Chair.

Section 3.

The duties of the Committee Vice-Chair shall include the following:

- a. Perform the duties of the Committee Chair in the Committee Chair's absence;
- b. Assist the Committee Chair in supervising the functions of the FAC; and
- c. Perform such other duties as the FAC or Committee Chair may assign.

Section 4.

The duties of the Secretary shall include the following:

- a. Maintain minutes of regular FAC and FAC subcommittee meetings and actions;
- b. Work with the District Liaisons to make arrangements for regular FAC and FAC subcommittee meetings and disseminate information to members regarding such meetings and the business of the FAC;
- c. Work with the District Liaisons to provide information to the public regarding the FAC and its meetings to the extent required or appropriate; and
- d. Perform such other duties as the FAC or Committee Chair may assign.

Section 5.

Officers shall serve one-year terms beginning on July 1 of each year. Officers for the following year shall be elected by the FAC every year at the last regular meeting of the school year. Candidates for officer positions shall be nominated by FAC General Members or may volunteer and nominate themselves. New officers shall have been FAC members for at least one (1) year before assuming office. An officer may serve no more than two (2) consecutive one-year terms in the same officer position. In the event that an officer resigns, the General Members of the FAC will nominate and elect a General Member to fill the remainder of the vacant term as soon as practicable.

ARTICLE V
Meetings

Section 1.

The FAC shall hold regular meetings on the third Tuesday of each month pursuant to a meeting calendar that shall be established no later than the September meeting of each school year, except that the FAC generally will not hold regular meetings in the months of December, March, June, and July. Meetings normally will be held in the District's Board meeting room, but the place, date, and time for any particular meeting (including by teleconference or videoconference) may be changed by the COO/CFO and the Committee Chair or by agreement of a simple majority of FAC General Members at a regularly scheduled meeting with approval of the COO/CFO.

Section 2.

If necessary, special meetings may be called by the Committee Chair or by a simple majority of the FAC General Members upon COO/CFO approval. Notices of all special meetings shall be given in writing to each member not less than five (5) days before the date set for any such meeting. All notices regarding a special meeting shall state the purpose of such meeting.

Section 3.

A quorum for any FAC meeting shall consist of a simple majority (more than half) of the General Members of the FAC. A simple majority of the General Members in attendance and constituting a quorum at any FAC meeting shall be required to adopt or approve any resolution or motion.

Section 4.

Members of the public may attend FAC meetings and may be permitted to present brief statements to the FAC, but only FAC General Members may initiate or amend proposals or other motions, and only FAC General Members may vote. The Committee Chair is a voting member of the FAC.

Section 5.

The Committee Chair and/or the Secretary shall work with the District Liaisons to set the agenda for each meeting and shall provide FAC members with any information necessary to act on agenda items. Members may request that additional items be added to the agenda, provided that sufficient time prior to such meeting exists for such additional items to be circulated to the other FAC members. Members may also raise new or additional items prior to the conclusion of any meeting.

Section 6.

All FAC meetings are subject to the Missouri Sunshine Law and must be publicly announced by the District at least twenty-four (24) hours prior to the date of the applicable meeting. Each meeting shall be open and accessible to the public.

ARTICLE VI
Subcommittees

Section 1.

The Committee Chair or the FAC may establish subcommittees as needed to carry out the responsibilities of the FAC and to accomplish its purpose as stated in these bylaws.

Section 2.

To the extent necessary, the purpose, membership, and operating procedures of each subcommittee shall be adopted and approved by the FAC. Any subcommittee established hereunder shall report to the Committee Chair and the FAC.

ARTICLE VII
Amendments

Section 1.

These bylaws shall be reviewed by the FAC as needed, but shall be reviewed at least once annually at the beginning of each school year.

Section 2.

These bylaws may be amended or revised by the affirmative vote of a simple majority of the General Members of the FAC, subject to the policies, requirements, and approval of the Board.

Section 3.

The text of any proposed amendment(s) to these bylaws shall be made available in writing to all FAC members at least two weeks prior to the meeting where such amendment(s) are to be discussed and voted on.

ARTICLE VIII
Additional Actions

To the extent not specifically addressed herein, the FAC shall adopt such additional procedures and take such additional actions as it deems necessary to carry out the purposes of the FAC, consistent with and subject to the policies and requirements of the Board.

ARTICLE IX
Effective Date

These bylaws shall take effect on July 1, 2021. Any subsequent amendment to these bylaws shall take effect at the next regularly scheduled meeting following such amendment's approval by the Board and the FAC, unless otherwise designated therein.