Bylaws of the
Webster Groves School District
Building Advisory Committee

ARTICLE I
Name

The name of the committee governed by these bylaws is the Webster Groves School District Building Advisory Committee (the "BAC"), 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 BAC shall be to monitor and review district facility issues and needs facing the Webster Groves School District and to provide advice to the Board and the District's administration regarding facility and building projects. The BAC shall be fact-finding and advisory in nature, and not executive. The role and actions of the BAC shall be subject in all respects to the Board's policies and requirements regarding advisory committees generally and the BAC specifically, and the BAC shall not have the power to make monetary or other decisions for the Board.

Section 2.

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

a. Evaluate District facilities via ongoing building surveys. Surveys shall be conducted by the BAC and District Liaisons. Recommend and prioritize maintenance projects, energy-efficiency projects, security and safety projects.

b. Review District student population projections to identify building utilization issues.

c. Review administrative actions related to the facility matters of the District.

d. Advise the Board and District administration on issues related to the District's facilities and building projects, including (without limitation) the following:

(i) Policies regarding the facility management of the District and the District's properties;

(ii) Referendums on facility matters (such as the amount, timing, and needs related to any such requests);

(iii) Review facility related Request for Qualifications, Request for Bids, Request for Proposals; and

(iv) Review and recommend selection of vendors such as Architects, Engineers, Contractors and other consultants.

e. Facilitate cooperation and communication regarding facility affairs among the District, its schools, and the community; and

f. 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 BAC (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 BAC shall include the following:

a. Professional training or proven expertise in facility management/utilization, architecture, engineering, construction;

b. Dedication to serving the District and community;

c. Willingness to serve as a community liaison;

d. Commitment to complying with Board policies and BAC guidelines; and

e. Ability and commitment to attend scheduled BAC meetings.

Section 2.

In addition to the General Members of the BAC appointed by the Board, the following parties shall also be members of the BAC (the "District Liaisons" and Board Liaisons"):

a. The Chief Operating Officer/Chief Financial Officer of the District;

b. The Director of Operations of the District;

c. The Construction Project Manager of the District;

d. One current Board member as designated by the Board from time to time; and

e. 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 BAC 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 BAC. Student Liaisons shall not be entitled to vote on BAC matters but shall otherwise participate in BAC meetings and business in the same manner as General Members.

Section 4.

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

Section 5.

New General Members of the BAC 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 BAC 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 BAC shall be staggered such that one-third of the terms end each year. General Members shall not be permitted to serve on the BAC for more than twelve (12) consecutive years. District Liaisons of the BAC shall not be subject to the requirements regarding the length of time General Members are required or permitted to serve on the BAC. Upon adoption of these bylaws, the BAC 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 BAC (other than District Liaisons) may resign from the BAC at any time by providing written notice to the Committee Chair and/or the Secretary of the BAC. In addition, any member of the BAC may be removed from the BAC, with or without cause, by a vote of the majority of the Board at any time, upon the recommendation of the BAC or otherwise.

Section 7.

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

ARTICLE IV
Officers and Their Duties/Elections

Section 1.

The officers of the BAC 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 BAC;

b. Appoint subcommittees in consultation with the BAC;

c. Supervise the functions of the BAC;

d. Work with the District Liaisons to set agendas for regular BAC meetings and BAC 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 BAC; and

c. Perform such other duties as the BAC or Committee Chair may assign.

Section 4.

The duties of the Secretary shall include the following:

a. Maintain minutes of BAC and BAC subcommittee meetings and actions;

b. Work with the District Liaisons to make arrangements for regular BAC and BAC subcommittee meetings and disseminate information to members regarding such meetings and the business of the BAC;

c. Work with the District Liaisons to provide information to the public regarding the BAC and its meetings to the extent required or appropriate; and

d. Perform such other duties as the BAC 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 BAC every year at the last regular meeting of the school year. Candidates for officer positions shall be nominated by BAC members or may volunteer and nominate themselves. New officers shall have been BAC 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 BAC 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 BAC shall hold regular meetings on the third Thursday 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 BAC generally will not hold regular meetings in the months of December, March, June, and July. Meetings normally will be held at the District's Service Center Conference Room, but the place, date, and time for any particular meeting (including by teleconference or videoconference) may be changed by the COO/CFO and Committee Chair or by agreement of a simple majority of BAC 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 BAC 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 BAC meeting shall consist of a simple majority (more than half) of the General Members of the BAC. A simple majority of the General Members in attendance at any BAC meeting shall be required to adopt or approve any resolution or motion.

Section 4.

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

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 BAC 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 BAC members. Members may also raise new or additional items prior to the conclusion of any meeting.

Section 6.

All BAC 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 BAC may establish subcommittees as needed to carry out the responsibilities of the BAC 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 BAC. Any subcommittee established hereunder shall report to the Committee Chair and the BAC.

ARTICLE VII
Amendments

Section 1.

These bylaws shall be reviewed by the BAC 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 BAC, 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 BAC 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 BAC shall adopt such additional procedures and take such additional actions, as it deems necessary to carry out the purposes of the BAC, consistent with and subject to the policies and requirements of the Board of Education.

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 BAC, unless otherwise designated therein.