

**DRAFT BYLAWS
Wellspring Parent Advisory Committee**

ARTICLE I – NAME

The name of this organization shall be the Wellspring Parent Advisory Committee (hereafter referred to as WPAC).

ARTICLE II – GOALS AND OBJECTIVES

Section 1. Goals

WPAC’s mission is to support the school’s mission, programs, and activities to the best of its ability and to act in the best interest of the entire school community.

Section 2. Objectives

This mission will be carried out by striving to fulfill a variety of roles including: (a) providing a forum for the exchange of ideas between parents and the school (b) supporting learning for all students in line with the adopted school curriculum (c) facilitating the development of educational activities for parents and students (d) offering a variety of social support mechanisms for parents (e) reflecting a positive image of the school in the larger community and (f) organizing and promoting fundraising projects beneficial to Wellspring Learning Community as a whole.

ARTICLE III - AUTHORITY

This committee is registered with the Lebanese Ministry of Education. It is officially authorized to serve as an advisory body to the school. In turn, the school recognizes WPAC as Wellspring’s advisory parent body.

ARTICLE IV - MEMBERSHIP

Section 1. Membership Composition

- 1.1 WPAC shall be comprised of no more than 17 and no fewer than 5 members. The number of representatives shall always be odd.
- 1.2 Voting members shall include representation from as many different grade levels as possible. This may, but not necessarily, include one voting member from each grade level.
- 1.3 There will be two non-voting members reserved for international parents defined as non-Lebanese citizens.

DRAFT BYLAWS
Wellspring Parent Advisory Committee

Section 2. Membership Criteria

- 2.1. Elected membership in the Wellspring Parent Advisory Committee shall be limited to parents, legally appointed guardians, and persons in parental relation to participating students currently attending Wellspring Learning Community.
- 2.2. Members must also meet the following criteria and
- Must reside in Lebanon on a full-time basis.
 - Must have at least one elementary (or middle/high) school student enrolled at Wellspring for at least 2 years, or one Preschool student enrolled for at least one year.
 - May not be directly related to a Wellspring staff member (includes spouse, brother, sister, parent, child).
 - Must commit to serving the full membership term if elected.
 - Must read and sign WPAC Nomination Form and Candidate's pledge (See Annex II).
 - Parents may serve for a maximum of two consecutive terms. Parents from the same family may run for elections as representatives of different classes. One parent may be a WPAC member for one term, and the spouse may then run for a later term.
- 2.3. Each WPAC member shall serve in an individual capacity but will be eligible to serve on WPAC on the basis of her/his child's enrollment in the school.
- 2.4. At the beginning of each school year, a welcome letter from the sitting Wellspring Parent Advisory Committee shall inform parents about WPAC vacancies and shall encourage parent participation in subcommittees and elections as well as upcoming and ongoing WPAC activities.

Section 3. Membership Categories

- 3.1. **Voting members** shall have the right to participate in any formal WPAC decision-making process that involves a vote.

DRAFT BYLAWS
Wellspring Parent Advisory Committee

- 3.2. **Non-voting members** shall be designated as “International At-Large” members and shall not have the right to vote. But they may, however, participate in general WPAC meetings and in deliberations requiring a consensus only.

Section 4. Membership Terms

- 4.1. International “At-Large” members will serve for a membership term of one year only.
- 4.2. Voting members will serve for a maximum term of three years¹.
- 4.3. The standard term of office will begin immediately after election results are tallied and reported. Elections are to be held during the second week of October during each academic school year.

Section 5. Duties

- 5.1 All members are obliged to be supportive of the purpose of WPAC. Members are expected to follow the commitments made in the candidate’s pledge (See Annex II).
- 5.2. Members shall be responsible for serving as a liaison between Wellspring parents (particularly those with children in the grade level they represent) and WPAC. For example, on Teacher’s Day each year, WPAC representatives may be responsible for coordinating the participation of parents on their grade level for school-wide teacher appreciation efforts. See WPAC annual progress reports for other examples.
- 5.3. In preparation for general WPAC meetings, WPAC members may make formal, written requests to WPAC officers (President and Secretary) if they wish to include specific agenda items for consideration.
- 5.4 During general WPAC meetings, WPAC members shall have the right to make motions, speak, debate, and engage in open dialogue. Members shall attend all regular and special meetings of the membership in person. They may not send proxy representatives.
- 5.5. During general WPAC meetings, WPAC members are expected to provide a brief update in writing about relevant activities, concerns, and initiatives in their respective grade level. They

¹ The inaugural committee served only a 2 year term as an exception (2009-11).

DRAFT BYLAWS
Wellspring Parent Advisory Committee

are also invited to provide additional written information for the benefit of the committee, subcommittees, fellow parents, staff, teachers and the Wellspring community at large. Such information will serve as a general point of reference for all interested members of the Wellspring community in order to obtain updates on all grade levels throughout the school. This information may be included in periodic WPAC “community updates” distributed by email to all parents, faculty, and staff.

Section 6. Annual WPAC Work Plan and Orientation

- 6.1. WPAC shall plan, develop, and maintain a system of annual orientation in order to (a) inform and update all members of their duties (b) to explain WPAC’s work plan for the upcoming year and (c) to identify WPAC’s ongoing activities and standard operating procedures.

- 6.2. A peer-led training session will be required for all incoming and sitting WPAC members. This mandatory session will explain the essential elements of the school’s policies and operational procedures. The substance of the training will be updated annually and determined by WPAC members in consultation with the administration.

- 6.3. WPAC will make its work plan available online (and in hard copy) to all interested parents at the beginning of the year in both English and Arabic. WPAC will hold at least one “open” parent meeting at the beginning of each year in order to provide updates to interested members of the community about WPAC’s work, progress, and future plans.

Section 7. Resignations

- 7.1. Members are requested to make resignations in writing. They are also required to meet with WPAC officers to present the letter and fully explain their reasons for resignation.

- 7.2. Vacancies will then be filled (1) by special elections as called by the WPAC president or (2) by special appointment.

- 7.3. Determinations about whether to fill vacancies by election or by

DRAFT BYLAWS
Wellspring Parent Advisory Committee

appointment will be made by a vote of the WPAC committee during its next regular meeting with input from the administration. If the vacancy is filled by election, then the election may be conducted at the earliest opportunity and among all parents (and not just among those parents in the particular grade level represented by the resigning member).

Section 8. Other Grounds for Termination of Membership

- 8.1. If members do not send their apologies in advance, then this shall be considered “failure” to attend – unless evidence of “Good cause” is presented to the contrary. Any member who fails to attend two consecutive WPAC general meetings without good cause, shall be automatically removed from office. In such cases, the non-performing member will receive notice to such effect from the WPAC President (preferably in writing). It is the obligation of the President and WPAC officers to announce such removals and conduct replacement elections or appointments. The next WPAC general meeting agenda must include such developments as separate items. The meeting minutes must reflect that removal actions have been taken, and the minutes must identify the next steps that will be taken to fill the vacancy.
- 8.2. Officers and members accused of misconduct or neglect of duty may be removed after:
 - 8.2.1. A motion is presented by any WPAC member during any WPAC general meeting to appoint a review committee. The motion must be approved by majority vote of the general membership present.
 - 8.2.2. The majority of the review committee must be comprised from the general membership and at least one representative from the administration. Members against whom charges are being contemplated may not serve on the review committee.
 - 8.2.3. The review committee must investigate, examine and obtain all relevant documents, interview all pertinent witnesses, etc., in order to conduct a thorough fact-finding review. All pertinent facts and information must be considered by the committee.
 - 8.2.4. The member(s) against whom charges are being contemplated has the right to present relevant facts, documents and witnesses.
 - 8.2.5. The committee must present its findings and recommendations

DRAFT BYLAWS
Wellspring Parent Advisory Committee

during a general membership meeting within a period not to exceed twenty (20) calendar days from the date of the establishment of the review committee.

8.2.6. The WPAC agenda must cite that a vote will be taken during the next meeting regarding membership termination. The general membership shall then vote to remove or absolve the member(s).

8.2.7. After a member has been removed by formal procedures, s/he is not eligible to run for future WPAC elections or to serve as a WPAC member at a later date.

ARTICLE V – LEADERSHIP POSITIONS

Section 1. Officers

1.1. Composition of the Body of WPAC Officers

WPAC officers shall include the President, Vice President/Treasurer, and Secretary General.

1.2. Responsibilities of WPAC Officers (See Annex I)

1.3. Term of Office

The standard term of office for each officer shall be for one academic year starting as soon as the election results have been tallied and reported. At the start of each academic year, WPAC officers may announce that they would like to stand down from office or stand for re-election.

1.4. Election of Officers

Officers for the upcoming school year shall be nominated and elected each year before 01 November. As part of the nomination process, each candidate must make a written statement explaining his/her interest in serving as a WPAC officer. This statement must be circulated to all voting WPAC members at least 1 week in advance of the Election Meeting. During such meeting, each candidate will be allocated at least 5 minutes for presentation of his/her candidacy and at least 5 minutes for questions and answers (about his/her past, present, and future - envisioned - activities at the school, for example).

DRAFT BYLAWS
Wellspring Parent Advisory Committee

Section 2. Finance Committee Representatives

2.1. Composition

There shall be two (2) WPAC Representatives voted by WPAC onto the school's Finance Committee. By Ministry rules, the school's Finance Committee is comprised of four members. This includes two representatives of the school administration to be appointed by the owner of the school.

2.2. Responsibilities of Finance Committee Representatives

- Assist in evaluation of the needs of the school as requested by the administration.
- Review, evaluate, and endorse the Ministry of Education trial balance sheet each January for the current academic year.
- Facilitate discussions between Administration and WPAC in cases where there are disagreements about the trial balance endorsement.
- Evaluate and endorse proposed mandatory tuition increases during the academic year due to emergencies, extraordinary events or recent governmental law.²
- Maintain as confidential all discussions with the administration regarding the trial balance sheet and any other financial statements.
- Discuss findings with WPAC officers in detail and then make a more general report to the whole committee (with reminder to other WPAC members of their duty to maintain as confidential all details discussed regarding school finances not for release to other parents)

² NOTE: The administration will establish a communication channel with WPAC to discuss with (and inform about) known future tuition increases prior to their public announcement to all parents.

DRAFT BYLAWS
Wellspring Parent Advisory Committee

2.1. Terms of Office

Like WPAC officers, the duration of representation on the Finance Committee shall be 3 years (as long as the representative has a child at the school and is still a member of WPAC).

2.2. Election of WPAC Finance Committee Members will be conducted according to the standard election guidelines for officers (See Article V Section 1.4. herein).

2.3. Grounds for Termination

The grounds for termination of members of the WPAC Finance Committee shall follow the same procedure as termination for the general membership (see Article 4 Section 8 above). Once a member's Finance Committee membership has been revoked, then that member's general WPAC membership is automatically revoked as well.

ARTICLE VI - ELECTIONS

Section 1. Regular Elections

- 1.1. WPAC members are elected through the process of regular elections.
- 1.2. The regular election process shall follow the general recommendations set out by the WPAC Steering Committee in 2009 (see Annex IV) and the general guidelines issued by the Ministerial Decree 11/81 on 13/05/1981 (Annex V). Among other things, these documents include the contents of the candidate's nomination form and the candidate's pledge.
- 1.3. Regular elections will be held during the month of October each year with the precise date determined by the sitting WPAC committee in consultation with the administration.

Section 2. Special Elections

- 1.1. Special elections shall be held to fill any vacancy of WPAC officers or members.
- 1.2. WPAC shall be responsible for announcing any vacancies and ensuring

DRAFT BYLAWS
Wellspring Parent Advisory Committee

that all vacancies are filled within 30 days. If a vacancy occurs in the positions of President, Vice-President/Treasurer, and/or Secretary, then WPAC may call for a special meeting in order to appoint an immediate alternate until the vacancy is filled.

1.3. If the President resigns, then the WPAC will hold a special meeting within 5 business days to endorse or reject the Vice-President. If the Vice-President is rejected as a replacement for the President, then the WPAC Secretary is automatically appointed to fill the vacancy until the next general election.

ARTICLE VII – STANDARD OPERATING PROCEDURES

WPAC will conduct its meetings, committee-work, and communications according to these bylaws, and it will strive to act in the spirit of the school’s mission in cases where these bylaws do not provide explicit guidelines or points of reference.

Section 1. Regular Meetings

1.1. Time and Schedule

Regular meetings shall be determined annually by the WPAC membership. Written reminders of each regular meeting shall be distributed by email to members at least 48 hours in advance. Members must send their “apologies” in advance if they cannot attend the meeting for any reason. Silence will be construed as an “unexcused” absence.

1.2. Participant Eligibility

All WPAC members should attend and participate during regular meetings and may speak to agenda items subject to restriction in these bylaws. In case of disagreement, any member may make an official note for the record by raising her hand and using the words “I would like to make a note for the record” in order to preface his/her brief remarks. Such a “note for the record” must be included by the WPAC Secretary in the written minutes of the meeting.

Observers (including Wellspring parents, faculty, and staff) are welcome to attend regular meetings as necessary, when written notice is provide to the President at least 48 hours in advance. Observers may speak and otherwise participate, if acknowledged by the President.

In consultation with the committee and with the approval of the President, WPAC members may invite staff members, teachers, or

DRAFT BYLAWS
Wellspring Parent Advisory Committee

parents to make short (3 minutes or less) announcements or requests at the beginning of each meeting. Such interventions will be followed by a short recess before a resumption of official WPAC business. All such visits and announcements will be recorded in the official meeting minutes.

1.3. Order of Business

The order of business at regular WPAC meetings, unless changed by the Officers, shall be:

- Call to Order
- Apologies
- Announcements
- Standing business
- President's report
- Treasurer's Report
- Report on Meeting with Administration
- Committee Reports
- Old Business
- New Ideas/Business
- Action Items
- Adjournment

The written agenda for each meeting will follow this format as will the minutes of each WPAC meeting.

1.4. Quorum

A quorum of (half plus one) members of WPAC shall be required in order to conduct official business. Any WPAC decision requiring a vote will not be officially recognized when a quorum for the regular meeting has not been established. Regular WPAC meeting may still be conducted without a quorum, but no official decisions or votes may be taken in such cases.

1.5. Minutes

After each session, a report must be written to record the business conducted during the meeting. These are called the "minutes" of the meeting. Minutes of the previous general (or special) meeting shall be circulated to all WPAC members and the administration via email, and a hard copy must be available in written form at the next general meeting. The minutes must be made available by the Secretary upon request to any WPAC member, and they must be submitted to the administration

DRAFT BYLAWS
Wellspring Parent Advisory Committee

and posted on the WPAC website before the next regular meeting. Ideally, the minutes will be written and posted online in both English and Arabic.

1.6. Special Meetings

a. Special meetings may be called to address matters of importance that cannot be postponed until the next regular meeting.

b. The president may call a special meeting with a minimum of forty-eight (48) hours written notice to WPAC members stating precisely what the topic of the meeting will be.

c. In addition, upon receipt of a written request from a simple majority of WPAC members, the president must call a special meeting within five working days of the request and with forty-eight (48) hours written notice to all WPAC members.

Section 2. Officer Meetings

WPAC officers will meet with the school administration once each month. The purpose of such meetings is to provide updates on current developments and to communicate about mutual priorities and concerns. Officer meetings with the school administration are open to WPAC members upon advance written request to the WPAC President. At the start of each officer meeting with the administration, the WPAC President is expected to a) introduce non-officers in attendance and b) identify the reason for such participation.

In order to ensure transparency and to provide information, the Officer's will complete a written report on the substance of the meeting with the administration. This shall include the following: attendees, time, location, issues raised with the administration by WPAC, administration's responses to issues raised by WPAC in previous meetings, updates on community-wide concerns. This report will be presented at the next general WPAC meeting.

Section 3. Subcommittees

3.1. Purpose and Types of Subcommittees

WPAC subcommittees may include standing subcommittees, ad-hoc subcommittees, or task forces. They may be established in order to conduct WPAC business and activities for specific purposes, within a specific timeframe, and/or on an ongoing basis.

DRAFT BYLAWS
Wellspring Parent Advisory Committee

3.2. Eligibility for Participation in Subcommittees

All Wellspring parents are eligible to participate on WPAC subcommittees. Announcements about subcommittees will be posted on the WPAC website, and all parents are welcome to participate. Subcommittee operating procedures will follow the same general operating procedures as WPAC.

3.3. Establishment of Subcommittees

The process for establishing new committees will be as follows:

The President may establish and appoint the head of any ad-hoc subcommittee or task force.

or

During regular meetings, any WPAC member may make a motion to establish a new subcommittee and to nominate the head of any such subcommittee. This motion will be approved or disapproved by the President who will then call for a vote on the matter.

3.3. Subcommittee Coordinator

The President will nominate one WPAC member to become the Coordinator of Subcommittees, and WPAC must hold a formal vote to endorse the President's nomination for this position. The Subcommittee Coordinator will be responsible for coordinating subcommittee communications, vetting new proposals, and reporting to WPAC and the administration on subcommittee activities.

3.4. Standing Subcommittees

As distinct from ad-hoc subcommittees or task forces, standing subcommittees will continue to operate on an ongoing basis until they are dissolved by vote of the members. WPAC Standing subcommittees may include the following: nominations/elections subcommittee, fundraising subcommittee, outreach subcommittee, and newsletter subcommittee.

DRAFT BYLAWS
Wellspring Parent Advisory Committee

3.5. Dissolution of Subcommittees

A subcommittee may be dissolved once its work is complete, by decree of the President, or by a vote of WPAC members.

ARTICLE VIII - WPAC Communications

WPAC will conduct its business through various channels of communication.

Section 1. Communication among WPAC members

- 1.1. Standard communications between WPAC members will be conducted by phone, sms, email, and any online management tools. WPAC members without regular internet and email access must advise all fellow members accordingly. This must be noted for the record during the first regular meeting (after WPAC elections).
- 1.2. Members without regular internet or email access remain responsible for keeping informed of all WPAC communications. Members without regular internet or email access are encouraged to pursue this capability in order to keep up to date and to fully participate in all WPAC communications.
- 1.3. Communications among members must be conducted in a spirit of kindness and mutual respect. As indicated in the candidate's pledge (See Annex II), all WPAC members will work together in partnership with all fellow committee members and deal with disagreements with politeness, respect and through the appropriate channels should differences arise.
- 1.4. During general meetings, the President heads verbal communications and manages the agenda. Members may speak to agenda items, and may raise their hands to express interest in speaking to a specific point. All perspectives will be considered. Deference will be given to the President in case of dispute. Meanwhile, members may request the Secretary to make an official "note for the record" to be included in the meeting minutes.
- 1.5. During regular WPAC meetings, each WPAC member is expected to provide a brief (2-3 sentences) update about recent, ongoing, or upcoming activities or communications involving the grade level s/he represents. The purpose of such updates is to ensure that all

DRAFT BYLAWS
Wellspring Parent Advisory Committee

WPAC members are aware of class and school-wide events and activities. Such activities might include, for example, parent “preschool” evenings, bedtime stories in the library, curriculum meetings, etc.

Section 2. Communication with WPAC Subcommittees

In concert with the Subcommittee Coordinator (see Article VII Section 3), the WPAC President will manage communications with WPAC subcommittees. In turn, subcommittees may be requested to provide WPAC and/or the administration with written reports and updates on activities, plans, and timeframes.

Section 3. Communication with Wellspring Parents

- 3.1. WPAC will communicate information from WPAC to other parents through the WPAC website, email (wpac@wellspring.edu.lb), sms, written notices, and via newsletter.
- 3.2. Each WPAC member is responsible for communicating official WPAC business from WPAC to his/her represented grade level.
- 3.3. If approached with a problem from concerned Wellspring parents, WPAC members will request such parents to put their specific concerns in writing and to make their best efforts to resolve all disputes directly with the concerned parties at the school (teachers, staff, etc.). Once such efforts have been exhausted, then parents are welcome to bring ongoing concerns to the attention of WPAC. This must be done in writing and through WPAC’s standard feedback procedures (See Annex III).
- 3.4. Communication with School Administration

WPAC shall communicate with the school administration on an ongoing basis. The minutes of each meeting will be sent to the designated staff member at the school. Regular meetings will take place between the officers and the administration (see above).

The WPAC President may make official, written requests to the school administration in the name of WPAC. Ideally, the President will discuss such formal, written requests with other committee members

DRAFT BYLAWS
Wellspring Parent Advisory Committee

in advance. At a minimum, the WPAC President’s formal written requests shall be discussed with other officers in advance.

WPAC will use its best judgment when requested to transmit parent concerns to the administration in a timely manner.

3.5. General

All procedural and communication questions not governed by these bylaws shall be determined by the guidance of the WPAC President and the administration and governed by Decree No. 11/81 of the Lebanese Ministry of Education.

ARTICLE IX – AMENDMENTS

These bylaws must be reviewed and updated once every three years. At this time, they may be amended by a two-thirds vote of the members present, provided the amendment has been presented in writing to the membership at the previous meeting, and provided it appears in the agenda of the meeting at which it is to be amended. Amendments are effective immediately unless otherwise specified.

These bylaws as set forth above have been voted on and approved by the membership. They must be posted in Arabic and English on the WPAC website and all amendments must be posted within 48 hours of approval. The most recent amendment(s) was/were approved, in accordance with these bylaws, at the membership meeting held on _____.

(Month) (Day) (Year)

Annex I WPAC Leadership Positions – Role Descriptions

Annex II Nomination Form and Candidate’s Pledge

Annex III WPAC Feedback Form

Annex IV WPAC Election Process Blueprint

Annex V Lebanese Ministerial Decree on Parent Committee Elections

DRAFT BYLAWS
Wellspring Parent Advisory Committee

ANNEX I - WPAC Leadership Positions - Role Descriptions

1. President

The President provides leadership for the committee sets the agenda for meetings and manages meetings in line with the agenda. The President also acts as a spokesperson/figurehead for the WPAC.

Key responsibilities:

- Provide leadership for the committee in support school's curriculum, mission and programs
- Sign the approved minutes of the previous meeting
- Set the agenda for meetings, liaising with the Secretary
- Schedule a date for the next meeting
- Call meeting to order at appointed time and close meeting when all business is completed.
 - Ensure the agenda is followed and that all business is covered
 - Facilitate/moderate discussion at committee meetings ensuring all agenda items are addressed and all members or interested parties have ample opportunity to express their point of view
- Sign cheques (as needed) with one other elected committee member
- Prepare an annual report of committee activities and make available to parents
- Get to know all committee members

2. Vice President and treasurer role

The Vice President's main responsibility is to be prepared to administer the committee in the absence of the President.

Key responsibilities:

- Function as the committee leader in the absence of the President
- Attend all committee meetings and keep current on the status of all projects
- Assist President as needed in all duties
- Assist with meeting and event arrangements
- Assist all subcommittee chairpersons as needed
- Maintain accurate and detailed financial records of WPAC funds
- Prepare and co-sign cheques with President as required
- Present a financial report at each meeting
- Provide and account for expenditures at events
- Liaise with the bank
- Pay agreed expenses
- Consult with the bank regarding the availability of higher rate interest accounts
- Prepare annual accounts and liaise with the independent examiner of accounts
- Count and deposit all funds (earned/donated) into the bank
- Ensure the committee has agreed upon appropriate procedures for the handling of financial matters

DRAFT BYLAWS
Wellspring Parent Advisory Committee

3. Secretary General

The Secretary's main responsibilities are to support the administration of the WPAC, prepare all WPAC communications and to capture and record the minutes of all committee meetings.

Key responsibilities:

- Prepare all committee correspondence and submit to President and committee for review
- Take notes and record minutes of all committee meetings, ensuring fair representation of meeting discussion and all points of view presented
- Prepare meeting agendas and publish 1 week in advance of scheduled meeting
- Call for meetings approved by committee and provide adequate notice to members
- Distribute minutes to all committee members for review
- Make meeting and event arrangements
- Keep a record of member attendance at all meetings
- Verify that the meeting quorum is met at each meeting (the minimum number required by the ministry is one half the members +1 = 7 for WPAC)
- Assist in writing the annual report with the President

4. Finance Committee Representative (2 from WPAC)

By Ministry rules, the Finance Committee is comprised of 4 members; two (2) persons representing the school administration and appointed by the owner; and two (2) persons representing parents and appointed by the WPAC. Decisions are taken by consensus. The WPAC representatives cannot be school employees or vendors and cannot be recipients of financial aid.

Key Responsibilities of the WPAC Finance Committee Representatives

- Assist in evaluation of the needs of the school
- Review and endorse the Ministry of Education trial balance sheet each May for the upcoming academic year
- Facilitate discussions between Administration and WPAC in cases where there are disagreements about the trial balance endorsement
- Endorse mandatory tuition increases during the academic year due to emergencies, extraordinary events or recent governmental law