# Advisory board by-laws

The following by-laws are provided for guidance and should serve as a model. Each local advisory board should customize these by-laws to best suit their needs.

 **ARTICLE 1 – NAME**

The name of this board shall be the [school/city/county] Academy of [Theme, High School, District, or Region served] Advisory Board (“Advisory Board”).

**ARTICLE II – PURPOSE**

The Advisory Board functions in an advisory capacity to a NAFmember academy or academies. The Advisory Board is an integral part of the learning experience for all academy students, bridging classroom learning with the world of college and careers.

**ARTICLE III – OBJECTIVES**

The primary objectives of the Advisory Board are to:

1. Collaborate with the academy to prepare students for success in college and careers
2. Leverage connections to raise awareness of the academy and build community support
3. Secure and coordinate a sequence of work-based experiences, including paid internships, based on the academy[ies] work-based learning calendar
4. Participate in a variety of in-person and virtual classroom activities and projects
5. Find, fund, or furnish paid internship opportunities
6. Collaborate with academy leaders to enhance curriculum and provide professional development opportunities
7. Provide strategic leadership and solicit financial support from the community to ensure academy sustainability
8. Recruit additional community, employers, and post-secondary education leaders
9. Ensure the board operates within NAF’s recommended membership and management practices

**ARTICLE IV – MEMBERSHIP**

**Section 1. Membership**

1. The Advisory Board shall consist of at least 10 members and include representation from business related to the academy theme, post-secondary education, parents, students, alumni, academy directors and school/district administration. NAF recommends 80% of advisory board membership is from the business community or outside the school and/or district.

**Section 2. Membership Requirements**

1. Candidates must be nominated by a member in good standing of the Advisory Board and approved by a majority vote of its members.
2. The selection of members shall be made without respect to race, color, creed, national origin, age, handicap, sexual orientation, or gender.
3. Members of the Advisory Board shall receive no compensation for their services as Advisory Board members.
4. Non-voting ex-officio members shall consist of principals or their designees, Academy lead teachers, and other Regional and/or School District personnel
5. New members should participate in an orientation process to better understand NAF, the academy and the Advisory Board members’ roles and responsibilities.
6. Candidates must commit to and/or assist with raising [amount] for the academy program.
7. Candidates must commit to providing [amount] through in-kind contributions.
8. Candidates must commit to finding, funding or providing at least [number] student internship positions.

**Section 3. Membership Term**

1. Advisory Board membership will be for a term of [number] of academic years (beginning on or about September 1 and ending on or about August 31) which may be renewed by a majority vote of the members of the Advisory Board.
2. Any member may resign from the Advisory Board by giving written notice to the Chairperson. The resignation will be effective immediately upon receipt of such notice.
3. Any member of the Advisory Board who shall fail to attend [percentage] of advance notice meetings of the Advisory Board in any academic year shall be asked to resign from the Advisory Board. A member will be deemed to have attended a meeting if a duly qualified substitute attends on behalf of the member.
4. Any member may be asked to resign from the Advisory Board at any time, for any reason, by a majority vote of the members of the Advisory Board.
5. Any member who fails to attend a minimum of two regular meetings in any academic year may be asked to resign unless a representative attends on behalf of the member).

**ARTICLE V – MEMBER RESPONSIBILITIES**

1. Attend at least two Advisory Board meetings and a minimum of one Academy special event or work-based learning activity
2. Contribute to the board’s strategic planning and data collection processes
3. Participate in a minimum of two school-related activities
4. Participate in board’s fundraising activities, if applicable
5. Serve and actively participate on one or more board defined Committees
6. Contribute professional expertise to benefit the Academy
7. Provide or secure student internships.
8. Identify and recruit members, business partners, sponsors, and donors.
9. Advocate for the organization in the business and civic communities
10. Serve a two-year term

**ARTICLE VI – MEETINGS**

**Section 1. Meetings**

The Advisory Board (applicable to those advisory boards less than four years old) shall meet at least monthly (except during summer months). The Advisory Board (applicable to those advisory boards more than four years old) shall meet at least quarterly (except during summer months). The Advisory Board Chair (or Co-chairs) will collaborate with the Academy Director/lead or District staff to coordinate meetings and develop the agenda.

**Section 2. Strategic Planning**

The Advisory Boards shall hold an Advisory Board strategic and action planning meeting prior to the launch of each academic year to establish priorities, goals, action plans, committees, and advisory board leadership.

**Section 3. Committees**

The Advisory Board shall operate defined committees that advise the program of study and may meet more frequently than the full Advisory Board. The Advisory Board committee goals will be determined by the outcomes of the annual strategic planning and action planning meeting.

**Section 4. Quorum**

A simple majority of the Advisory Board members shall constitute a quorum for conducting Advisory Board business. A majority vote of those present at a meeting at which a quorum has been established shall control any decisions or actions by the Advisory Board.

**Section 5. Voting**

Each active member of the Advisory Board shall be entitled to vote on any issue presented to the Advisory Board. A duly qualified alternate in attendance at a meeting may vote on behalf of a member, but no proxy votes are allowed. *\*Optional to be determined by Advisory Board* - For organizations with more than one representative board member, the organization is entitled to one (1) vote.

**Section 6. Minutes**

The Chairperson will designate a person to record and distribute the minutes to all Advisory Board members, typically the Secretary or Advisory Board intern. Minutes will be distributed to all members at least one week prior to the next Advisory Board meeting.

**ARTICLE VI - OFFICERS**

**Section 1. Nomination of Officers**

Any candidate for an Officer position must be nominated by a member in good standing

**Section 2. Titles**

There shall be a Chairperson, a Vice-Chairperson, a Secretary, a Treasurer (if applicable), Immediate Past Chair, and other officers such as Co-Chairs, as the members deem necessary.

 **Section 3. Election and Term of Officers**

1. All Officers shall be elected every [two or three] years.
2. The Officers shall be elected by a two-thirds vote at the final Advisory Board meeting of the membership year. A quorum must be present.

**Section 4. Vacancies**

The Chairperson or any member may propose candidates to fill vacancies in officer positions which occur between elections, subject to approval by the members. A vacancy in the office of Chairperson shall be filled by a two-thirds vote at any Advisory Board meeting at which a quorum is present. Persons filling vacancies shall serve until the end of the term being filled.

**Section 5. Removal**

Any officer elected or appointed by the Advisory Board may be removed by the Advisory Board whenever in its judgment the best interests of the board will be served thereby.

**Section 6. Officer Responsibilities**

All officers shall participate on at least one Advisory Board committee.

1. **Chairperson**

The Advisory Board shall consist of [1 or 2] (Chair(s)). The Chair(s) shall be elected by the members of the Advisory Board for a term of [amount] years. The Chair(s) duties shall include, but not be limited to, preparing for all meetings, facilitating all meetings, ensuring that members are pursuing the purpose of the Advisory Board, and working to ensure the continuous development and sustainability of the Advisory Board.

(b) **Secretary**

A Secretary shall be elected by the members of the Advisory Board for a term of [amount] years. The Secretary shall record and distribute the minutes of all Advisory Board meetings. The Secretary shall also
keep a current list of Advisory Board members’ names and contact information and current Advisory Board Impact Dashboards. The Secretary may supervise the Advisory Board Intern(s).

(c) **Treasurer**

A Treasurer shall be elected by the members of the Advisory Board for a term of [amount] years. The Treasurer shall record and report to the Advisory Board on any fundraising efforts or other financial activity at each Advisory Board meeting.

(d) **Immediate Past Chair**

The Immediate Past Chair(s) shall assist the Chair in the transition of authority, the continuation of the Board’s projects, and the orientation of new members

 **Additional Officer Consideration:**

(e) **Membership (Board) Development Chair**
The Membership Development Chair leads recruitment efforts and onboarding of new partners and advisory board members.

(f) **NAF Facilitator (Non-voting, Ex-Officio)**

The NAF Facilitator shall provide support as needed, for the purpose driven activities of the Advisory Board.

**ARTICLE VII - AMENDMENTS**

**Section 1. Amendments**

These Bylaws may be amended at any time by the members upon a majority vote at any Advisory Board meeting at which a quorum is present, provided that a copy of any proposed amendment is mailed or emailed to the Members at least five (5) days prior to the meeting at which the proposal is voted upon.

**Section 2. Voting Privileges**

a) A majority of voting members of the Advisory Board is needed to make decisions or pass resolutions.

b) Ex-officio members do not vote.

**Section 3. Indemnification**

Any person who at any time serves or has served as a Member or Named Officer of the Advisory Board, shall have a right to be indemnified by to the fullest extent permitted by law against reasonable expenses, including attorneys’ fees, actually and necessarily incurred by him/her in connection with any threatened pending or completed action, suit, or proceedings, whether civil, criminal, administrative, or investigative, and whether or not brought by or on behalf of the Organization, seeking to hold him/her liable by reason of the fact that he/she is or was acting in such capacity.