

# Constitution

## A. Linwood Holton Governor's School

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### **ARTICLE I**

#### Name

The name of this Organization shall be the A. Linwood Holton Governor's School and it shall exist pursuant to the terms of agreement executed by the School Boards of the counties of Bland, Buchanan, Carroll, Dickenson, Grayson, Highland, Lee, Russell, Scott, Smyth, Tazewell, Washington, Wise, and Wythe, and the cities of Bristol, Galax, and Norton. This agreement is entered into by the aforesaid School Boards for the purpose of jointly operating a regional Governor's School in the Commonwealth of Virginia.

### **ARTICLE II**

#### Purpose

The purpose of this Organization shall be to provide a regional Science, Mathematics, Humanities, Global Studies, Engineering, and Technology Program for gifted or highly able students to supplement the educational program of the participating school divisions having executed terms of agreement in Article I and to provide equipment, materials, and administrative, clerical, and teaching staff necessary therefore and to that end.

### **ARTICLE III**

#### Membership of Organization

The membership of this Organization shall be composed of the participating School Boards of the counties of Bland, Buchanan, Carroll, Dickenson, Grayson, Highland, Lee, Russell, Scott, Smyth, Tazewell, Washington, Wythe, and Wise, and the cities of Bristol, Galax, and Norton.

## ARTICLE IV

### Governance of the Governor's School

The Governing Board of this Organization shall be a Joint School Board (the "Joint School Board"), as authorized by Section 22.1-26 of the Code of Virginia and consistent with the regulations promulgated by the State Board of Education for "Jointly Owned and Operated Schools and Jointly Operated Programs."

Section 1: Membership. Membership of the Joint School Board for the Governor's School shall consist of one member elected from each of the participating member school boards of those listed in Article III. Each member of the Joint School Board serves a one-year term. Normally this term is a calendar year, or is otherwise determined by the member School Board. There is no restriction on the number of terms a member may serve. If a member of the Joint School Board ceases to be a member of the school board, which elected him/her, that person shall cease to be a member of the Joint School Board. Each school board shall fill vacancies in its membership on the Joint School Board by election for the unexpired term. The Superintendents' Committee will appoint a member who will be a non-voting participant in Joint School Board meetings.

Section 2: Compensation. Members of the Joint School Board may receive compensation fixed by each of the participating school boards. This compensation will be paid by the local boards and shall not exceed the amount paid for service on the local school boards.

Section 3: Organization. The Joint School Board shall adopt bylaws or rules of operation and may establish committees, which may be used to carry out its responsibilities.

- (a) The Joint School Board shall elect annually from its membership a Chairman (the "Chairman") who shall preside at its meetings, and a Vice-Chairman (the "Vice-Chairman") who shall preside in the absence of the Chairman.
- (b) The Joint School Board shall elect a clerk and, if desired, a deputy clerk. Neither the clerk nor the deputy clerk shall be a member of the Joint School Board but shall keep a record of the proceedings in accordance with the Virginia Public Records Act.
- (c) The Director of the School keeps a record of all proceedings of the Joint School Board.
- (d) The Executive Committee of the Joint School Board consists of the Chairman, Vice-Chairman, and the Superintendents' Committee representative to the Joint School Board.

Section 4: Meetings. Regular meetings of the Joint School Board shall be held at such times and places as shall be designated by the Joint School Board. All regular meetings of the Joint School Board shall be open to the public. The Joint School Board shall hold an annual organizational meeting at the first meeting of the calendar year.

Special meetings of the Joint School Board may be called by the Chairman, or at the request of a majority of the Superintendents' Committee. Special meetings shall be called for specific purposes and with sufficient notice that the Joint School Board members may attend.

Only such business may be transacted as shall be set forth in the call for the special meeting, and then only if a quorum of the Joint School Board is present.

The Joint School Board may hold closed sessions when the matters to be discussed fall into the categories allowed by law to be discussed in closed session. Closed sessions shall be called in the manner prescribed by law.

A quorum shall exist for the conduct of business at a duly constituted meeting when a majority of the voting members of the Joint School Board are present. Voting members of the Joint School Board will be those representatives who have been duly elected by the participating member school boards.

Section 5: Authority of the Joint School Board. The powers and duties of the Joint School Board shall include the following:

- (1) To establish the business, property, and affairs of the Governor's School and provide for its operation. This includes the purchase, sale, or disposition of equipment.
- (2) To adopt such policies, procedures, and regulations as are necessary for the efficient operation of the Governor's School.
- (3) To make policy decisions necessary to carry out the purposes of the Governor's School, including instructional and curriculum decisions, consistent with the general laws of the Commonwealth of Virginia and the regulations of the State Board of Education.
- (4) To approve an operating budget. Each member school board shall provide funds based on student enrollment to cover its share of the cost of the Governor's School and its programs. Additional cost to the member school boards may be developed and approved by the Governing Board.
- (5) To employ the staff required to operate the Governor's School and its programs. Personnel, including a Director and teachers required to operate the programs, shall be employed by the Joint School Board.
- (6) To procure and maintain necessary insurance for the Governor's School, including coverage for liability and property damage for any and all property owned by the Governor's School.
- (7) Such other authority as may be provided under the laws of the Commonwealth of Virginia and the Rules and Regulations promulgated by the State Board of Education and local school divisions.

Section 6: Committees. The chairman of the Joint School Board may appoint such committees as it deems practicable in the operation of the activities of the A. Linwood Holton Governor's School Joint School Board.

## ARTICLE V

### Superintendents' Committee

Section 1: Purpose. The Joint School Board recognizes the management and administrative contributions made by the Superintendents' Committee since the formation of this Organization. It is the Joint School Board's intention that the Superintendents' Committee continue operating to ensure successful administration of the Governor's School.

Section 2: Membership. The Superintendents' Committee shall be composed of the Division Superintendents of the member school divisions or their designees.

Section 3: Powers. The Superintendents' Committee's powers and duties include but are not limited to the following:

- (1) Managing, administering, and operating the Governor's School and its programs.
- (2) Preparing for the Joint School Board an annual budget and plan for financing the operation of the Governor's School. The financing plan shall include an estimate of the amount of money which will be needed from each member school division during the next scholastic year for administration, instruction, and operation of the Governor's School.

Section 4: Organization.

- (1) A majority of the Superintendents' Committee shall constitute a quorum at any meeting and a majority of those present shall be necessary for a decision.
- (2) The Superintendents' Committee shall elect annually from its membership a Chairman and a Vice-Chairman. The Chairman shall preside over all meetings of the Superintendents' Committee and shall serve as the Superintendents' Committee representative to the Joint School Board. The Vice-Chairman shall perform the duties and exercise the powers of the Chairman during the absence, disability, or request of the Chairman.
- (3) The Director of the School shall keep a record of all proceedings.

Section 5: Meetings. The Superintendents' Committee will meet regularly to review and make recommendations to the Joint School Board concerning the policies and practices of the Governor's School.

## ARTICLE VI

### Advisory Committee

Section 1: Purpose. The Joint School Board recognizes the need for input from specialists and constituents to provide successful operation of the Governor's School.

Section 2: Membership. Membership will consist of not more than twenty (20) persons, and at least one from the following groups -- content area specialists, parents, business and industry representatives, community college administrators, guidance counselors, technology specialists, gifted education teachers or coordinators, key instructional leaders, superintendents, and others as needed. Representation from all localities served by the Governor's School will be sought. Upon recommendation from the Director, members will be appointed by the Joint School Board annually.

Section 3: Powers. The Advisory Committee will provide the Governor's School with advice on policies, procedures, content, course offerings, strategic partnerships, and other practices.

Section 4: Organization.

- (1) A majority of the Advisory Committee shall constitute a quorum at any meeting and a majority of those present shall be necessary for a decision.
- (2) The Advisory Committee shall elect annually from its membership a Chairman and Vice-Chairman. The Chairman shall preside over all meetings of the Advisory Committee. The Vice-Chairman shall perform the duties and exercise the powers of the Chairman during the absence, disability, or request of the Chairman.
- (3) The Director of the School shall keep a record of all proceedings.

Section 5: Meetings. The Advisory Committee will meet at least quarterly to review and make recommendations to the Director who will share with the Joint School Board and the Superintendents' Committee concerning the policies, procedures, content, course offerings, strategic partnerships, and other practices of the Governor's School.

## **ARTICLE VII**

### **Director**

Section 1: The Joint School Board shall appoint a Director, who shall serve as the chief administrative officer of the Governor's School.

Section 2: The Director shall bring matters to and take direction from the Joint School Board. The Advisory Committee and the Superintendents' Committee will provide input and make recommendations to the Joint School Board with the guidance of the Director regarding the program of instruction, staffing needs, operational policies, finances, and any other matters that pertain to the operation of the Governor's School.

Section 3: Should the position of Director become vacant, the Joint School Board, upon recommendations from the Superintendents' Committee, shall appoint an interim Director. The search committee will be comprised of three (3) Joint School Board members and two (2) superintendents from the Superintendents' Committee. A chairman of the search committee shall be selected by the committee.

## **ARTICLE VIII**

### **Fiscal Agent**

The fiscal agent of the Governor's School shall be Washington County Public Schools. The fiscal agent shall receive the revenues of the Governor's School and carry out such other duties as delegated by the Joint School Board. Disbursements shall be reported to the Joint School Board at each regularly scheduled meeting.

## **ARTICLE IX**

### **Administration**

The Governor's School shall utilize the services of the fiscal agent for goods and services and Human Resource functions. Salaries and benefits of the Governor's School will be determined by the Joint School Board with the fiscal agent's established salary and benefit programs as a guide.

## **ARTICLE X**

### Dissolution Clause

In the event of the dissolution of the Governor's School, all assets shall be dedicated to the member school division(s) continuing the work of the educational program, on a pro rata basis according to the percentage contribution of the participating school divisions at the time of such dissolution.

## **ARTICLE XI**

### Amendment

This Constitution or By-laws may be amended at any regular or special meeting of the Joint School Board established upon formation of the Governor's School, or by any succeeding governing body as reflected in subsequent amendments to this Constitution by an affirmative vote of the majority of the current participating members of the Board or body, provided that 45 days written notice of any proposed amendment shall be given to all members of the Board or body.

## **ARTICLE XII**

### Withdrawal

Participating school divisions may withdraw from participating in the Governor's School by giving formal written notice to the Joint School Board at least one year in advance of the withdrawal. The withdrawing school division conveys all of its undivided interest in all property, real or personal, acquired and held by the Governor's School. Such percentage of undivided interest shall be conveyed to the remaining school divisions upon withdrawal. Any withdrawing school division must, prior to withdrawal, complete its financial obligation for any funds obligated to the Governor's School. All necessary and documented withdrawing expenses shall be borne by the withdrawing school division. No prior contributions made by the withdrawing school division or on its behalf to the Governor's School will be withdrawn.

## **BYLAWS**

### **THE A. LINWOOD HOLTON GOVERNOR'S SCHOOL**

- Section 1: Regular meetings of the Joint School Board shall be held at such times and places as shall be designated by the Joint School Board at a minimum of four times per year.
- Section 2: The Joint School Board shall hold an annual meeting during the first quarter of the calendar year to conduct business and insure the election of officers, and to determine the day, time and place of the regular meetings for the next year.
- Section 3: The Director and Clerk, or their duly appointed representatives, will attend all meetings of the Joint School Board.
- Section 4: Regular meetings of the Joint School Board and the Superintendents' Committee shall be held at least quarterly and at such other times as shall be designated by the Joint School Board or the Superintendents' Committee.
- Section 5: At least fourteen (14) days prior to a meeting, other than a special meeting, a notice shall be communicated of the time and place of such meeting to all Joint School Board Members. The Director shall be responsible for giving public notice of all meetings as required by law.
- Section 6: The policies and procedures of Washington County Public Schools will be used except where differing policies and procedures have been approved by the A. Linwood Holton Governor's School Joint School Board. All such changes will be included in the ALHGS Policy Manual. This includes but is not limited to the receipt, custody, and disbursement of funds and the payment of all claims related to the operation and maintenance of the joint program.
- Section 7: The rules contained in, "Roberts' Rules of Order, Revised," shall govern the operation of the Joint School Board in all cases to which they are applicable and in which they are not inconsistent with the Organization's Constitution or Bylaws.
- Section 8: These Bylaws may be amended, altered, added to or repealed by an affirmative vote of the majority of the members of the Joint School Board.

ADOPTED: September 18, 1997

Revised: February 21, 2017

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