

ELEMENTARY SCHOOL CONSULTATIVE SCHOOL BOARD:  
CONSTITUTION AND BYLAWS (SAMPLE)

CONSTITUTION

INTRODUCTION

The purpose of the Consultative School Board is to assist the school community in its essential goal of educating young people and passing on the Catholic faith and its traditions to its students. In their pastoral statement, To Teach As Jesus Did, The U. S. Bishops state that “planning and implementing the educational mission of the Church must involve the entire Catholic community and that such involvement is achieved through such structures and processes representative of the Community.” (TTJD #139). By drawing on the expertise and experience of its members the Board helps secure the future of the school as an institution of education and formation in Catholic moral principles and traditions, and in all aspects of education.

PURPOSE AND MISSION

The purpose of the Consultative School Board (Board) is to promote broader participation and to invite administrative and financial counsel in formulating policies for the operation of the school, and to assist in devising and maintaining plans of operation designed to assure the successful permanent operation of the school. The Board shall not conflict with the daily operation of the school, other existing or future organizations which are concerned with providing advice or activities in other areas.

ESTABLISHMENT

The Pastor, who has been given his authority by the Archbishop of Los Angeles, gives the Consultative School Board its mandate and delegates responsibility and tasks to the Board.

THE MANDATE

The Board shall serve at the pleasure of the Pastor and Principal, and all actions of the Board shall be seen as counsel to the Pastor and Principal who shall act in good faith and without prejudice in accepting such counsel, provided that no such action is in conflict with applicable Church laws, Archdiocesan laws, or civil law governing school administration. The Board speaks and acts only as a body, and no member or group of members speak or acts in the name of the Board except with the authorization of the Board as a body.

PURPOSE AND FUNCTION

The Board is a consultative/advisory body to the Pastor and Principal. The Constitution lists eight specific areas pertinent to the operation of the school in which this consultative or advisory role is sought and valued by the Administration. Individuals are chosen to serve on the Board because they are seen to have particular expertise in one or more of these areas or to have access to resources, human or material, related to these areas. They are invited to exploit these valuable assets on behalf of the school and its programs.



## THE RIGHTS OF THE PASTOR

As Chief Executive Officer of the school, the Pastor in consultation with the Principal enjoys the right to accept, reject or modify all proposals generated by the Board.

## ESTABLISHING POLICY

While the Board is called on to provide input in developing school policies, the actual formulation of all policies and the regulations through which those policies are implemented remains exclusively within the jurisdiction of the Pastor, in consultation with the Principal.

## RELATIVE ROLES

### THE PASTOR

The Pastor serves as the Chief Executive Officer of the school and bears the overall responsibility for the school's operation and policies, concentrating primarily on its mission and Catholicity, finances, development and care of the physical facilities, fund-raising efforts, and promotional and public information. He fosters an atmosphere in which a community of faith can grow and maintains positive relations with pastors, parents, other schools, and the civic community. He delegates the ordinary operation of the school's instructional programs to the Principal. He reports directly to a Regional Supervisor in the Department of Catholic Schools for all school-related issues that are within the policies of the Archdiocesan Handbook.

### THE PRINCIPAL

The Principal shares the administrative responsibilities assigned by the Pastor focusing on implementing the Catholic mission in the academic program, student learning process, support of the teaching staff, co-curricular activities, discipline, and personnel practices. His responsibilities are to work cooperatively with the Pastor in fulfilling his role in management of the daily operations of the school.

## THE CONSULTATIVE SCHOOL BOARD MEMBERS

### THE EXECUTIVE COMMITTEE

After the appointment of the three Board officers, these three shall serve on the Executive Committee with the Pastor and Principal. This committee which, during the intervals between meetings of the Board, shall transact such business of the Board as shall come before the Executive Committee (such as agenda for meetings and other considerations deemed appropriate for the Board). The Chair of the Board shall be the Chair of the Executive Committee. The Executive Committee shall meet as often as needed, but at least between the regular Board meetings.

## TASKS OF THE BOARD

The Board concerns itself with such areas as:

1. Strategic Planning Committee
2. Mission (Faith Development Committee)



3. Education Committee
4. Budget and Finance Committee
5. Development Committee
6. Marketing and Public Relations Committee
7. Plant and Facilities Committee
8. Public Policy Committee

### SPECIFIC FUNCTIONS OF THE STANDING COMMITTEES

The statement of the Board's specific tasks enables it to define and accomplish the work delegated to it. The Board gives a sense of stability to the school and works to ensure its continuance.

#### THE POLICY & PLANNING COMMITTEE

The general purpose of this committee is to assess the current curriculum and extracurricular activities to determine if the school is fulfilling its mission to provide the best academic education available to the young people it serves.

#### THE BUDGET AND FINANCE COMMITTEE

The purpose of this committee is to provide guidance in all aspects of the school's financial management with special emphasis on establishing the budget and providing input on all areas requested by the school administration.

#### THE DEVELOPMENT COMMITTEE

The Development Committee will have the overall responsibility for oversight of all programs concerning major fund-raising, grant writing, endowment and foundation programs.

#### THE MARKETING AND PUBLIC RELATIONS COMMITTEE

The general purpose of this committee is to promote school and community relations to enhance and maintain a positive image within the school and surrounding community.

#### THE PLANT AND FACILITIES COMMITTEE

This committee has the responsibility to assess the current plant and facilities in order to prioritize needs and establish a plan for both preventive maintenance and long-range plans for future facilities.

#### THE PUBLIC POLICY COMMITTEE

The purpose of this committee is to keep current on any legislation that could affect the school. One of the major ways in which this will be accomplished is by serving as a liaison between the California Catholic Conference and the school parents.



## BYLAWS

### ARTICLE I BOARD MEMBERSHIP AND ELIGIBILITY

Having met standards required by the Pastor and Principal, members of the Board shall be deemed qualified to serve provided: they meet the criteria of necessary expertise established by the President in consultation with the Principal. The President may require a written personal biography from candidates indicating their experience and expertise.

### ARTICLE II NUMBER OF MEMBERS AND THEIR SELECTION

1. Number of Members: The Board shall be comprised of no fewer than nine (9) nor more than thirteen (13) members.
2. Selection and Appointment: In consultation with the Principal the Board members are appointed at the discretion of the Pastor.
3. Ex-Officio Members: The Pastor and the Principal shall serve as ex-officio.

### ARTICLE III APPOINTMENTS AND OFFICE YEAR

1. Regular Full Term Appointments: Each Board member shall take office on the first day of July in the year appointed and unless otherwise terminated under provisions of Article IV herein, each Board member shall serve for a term of three years ending the last day of June in the third year.
2. Special and Midterm Appointments: Board members selected in midterm to fill open seats on the Board shall have a term equal to the uncompleted term of the member being replaced. The initial Board may be appointed with unequal terms in order to provide for staggered expirations and appointments.

### ARTICLE IV TERMINATIONS

1. Absenteeism: Any member who is absent with due reason for three consecutive regularly scheduled Board meetings shall be deemed to have resigned.



2. Voluntary: Any member may terminate his or her membership on the Board at will. The member shall notify the Board Secretary in writing of the effective date of such termination.
3. Involuntary: The Chair, in consultation with the Executive Committee, may, for real and just cause, including moral turpitude, terminate the membership of any Board member.

#### ARTICLE V VACANCIES

1. Members: The Executive Committee of the Board may appoint new Board members to replace those whose terms have ended as provided in Article IV of these Bylaws.
2. Officers: In the case of premature termination of services by the Chair, the Vice-Chair shall accede to the office of Chairmanship. In case of premature termination of the Vice-Chair, the Executive Committee shall, with the advice and consent of the Board, appoint a Vice-Chair to serve the unexpired term.

#### ARTICLE VI COMMITTEES OF THE BOARD

1. Standing Committees: Recognizing the need for diversified views and input from lay expertise on matters relevant to the continued and successful operation of the school, and for the responsible discharge of fiduciary responsibilities in the school programs, the Board shall create Standing Committees as enumerated below. The Board's Committees Chairs are the members of the Board as appointed by the Pastor in consultation with the Principal. Normally the term of the Chair is concurrent with his or her term on the Board. The Chair of such standing committees have the responsibility for staffing their respective sub-committees with the approval of the Pastor and the Principal. The primary purpose of such sub-committees is to generate diverse input of ideas in their assigned areas and to complete whatever tasks are assigned by the Chair. Each Committee requests for action are presented to the Executive Committee which shall seek the advice and consent of the Board (through consensus) for directions and decisions on all such requests. The Committees shall be responsible for maintaining action minutes of its meetings and to present such minutes, in a timely manner, to the Executive Committee for publication and distribution to the Board before the next regularly scheduled meeting of the Board. Each Committee is responsible for setting its own meeting calendar, as it deems appropriate in order to function effectively within the guidelines. The functions of the Committees are narrowly stated and this may appear to be restrictive. This is to provide a sense of order and to promote specificity. In reality there may be



overlapping of functions in each of the Committees that shall be resolved by actions of the Executive Committee.

The Board shall create the following Board Committees whose mandates shall be specifically declared in Policy Memoranda created by the Board.

- Policy & Planning Committee
  - Budget and Finance Committee
  - Development Committee
  - Marketing and Public Relations Committee
  - Plant and Facilities Committee
  - Public Policy Committee
2. Special Ad Hoc Committees: The Chair, after discernment of need and due deliberation, may create special single-purpose (ad hoc) committees for the purpose of performing special tasks or attaining special goals beneficial to the Board's mission. Ad Hoc Committees shall be comprised of at least one Board member who acts as chairperson for the committee. In order to effectively complete the mission of the committee, the chairperson, unless specifically directed to the contrary by the Board, may appoint any individual deemed qualified to serve on the ad hoc committee. An ad hoc committee shall automatically dissolve upon completion of its assigned task and presenting its final report to the Board.

In order to promote clear leadership, the Board shall nominate, from among its ranks, a Chair and a Vice Chair to be approved and appointed by the President.

## ARTICLE VII OFFICER NOMINATIONS, ELECTIONS, TERMS

1. Officer Nominations: The Board Chair shall appoint an ad hoc Officer Nominating Committee in March of every other year. This Committee shall consist of three members of the Board, excluding the Chair. One member shall be designated as Chair.

This Committee shall:

- Promote open Board offices among the members of the current Board.
  - Present a slate of qualified and consenting nominees to the Board before the July Board meeting.
2. Officer Elections: Election of Board Officers shall take place at the July meeting each year. All Board members, present at the meeting or via proxy, may cast one officer electing ballot vote. The nominee receiving the plurality of votes shall be declared the Chair, and the nominee receiving the second highest number of votes shall be



declared the Vice-Chair. Signed proxy ballots from quelled absentee votes, delivered to the Board Secretary prior to convening the election meeting, shall be deemed valid ballots. Electronic voting (via email) where the qualified sender is clearly identifiable and a Board member, shall be considered a valid ballot.

3. Selection of the Board Secretary: the school will provide a Board Secretary, and the term of this secretary will be determined by the President.
4. Tabulations: The Vice-Chair and Secretary shall tabulate the votes at the close of the June meeting. The Chair of the Nominating Committee shall declare the nominee receiving a simple plurality of votes for the officer elected to the respective office.
5. Terms and Inauguration: the Chair and Vice-Chair shall serve a term of two years, respectively. These officers shall not be qualified to serve more than two consecutive terms in each elected office. Each officer shall take office at the close of the June meeting.

## ARTICLE VIII DUTIES OF OFFICERS

### THE CHAIR

The duties of the Chair shall be:

1. To Chair the Executive Committee
2. To assure the timely preparation, publication and presentation of meeting agendas in consultation with the President and Principal.
3. To conduct the business of the meetings.
4. To assure the maintenance of appropriate meeting records.
5. To seek community expertise for the Board's benefit in appointing replacements for retiring Board members.

### THE VICE-CHAIR

The duties of the Vice-Chair shall be:

1. To assist the Chair in the performance of his or her duties.
2. To preside and perform all other necessary function normally attributed to the Chair in his or her absence.

### THE BOARD SECRETARY

The duties of the Board Secretary shall be:

1. To cause the maintenance and distribution of the Board's meeting calendars.
2. To cause the maintenance of a membership roster and biography file of all members.



3. To maintain the minutes.
4. As directed by the Executive Committee, to prepare and distribute meeting agendas and other documents (such as sub-committee reports).
5. To lend support to the Board as specifically directed by the Chair.
6. To cause the maintenance of archives of minutes and other Board documentation as directed by the Executive Committee.
7. Responsible to assure compliance with the governing rules of the Board.

## ARTICLE IX EXECUTIVE COMMITTEE

An Executive Committee, composed of the following members, shall direct the actions of the Board and shall be responsible to prepare and distribute regular and special meeting agendas.

- Chief Executive Officer of the Board (The Pastor)
- Chief Operating Officer of the Board (The Principal)
- Chair
- Vice-Chair
- Selected Consultants (ex-officio) (special tasks)

## ARTICLE X BOARD MEETINGS

### 1. REGULAR MEETINGS

The Board shall meet no fewer than four (4) times per year on a calendar set by the members of the Board, except that the Board shall meet in March and June in order to establish a nominating committee and to elect officers in accordance with Article VII herein. A simple majority of the membership is required for a quorum. The Pastor or the Principal must be present for the Board to meet.

### 2. SPECIAL MEETINGS

Special meetings of the Board may be called at the discretion of the Executive Committee to conduct emergency business not on the regular Board agenda. Reasonable care shall be provided to assume timely notification of such meetings so as to allow for maximum member attendance and participation.



### 3. MEETING PLACE

The Board shall select its meeting site at such a time and location as to afford maximum membership participation. The Board may also elect to conduct meetings where members are interconnected via phone or other electronic media as may be deemed appropriate.

## ARTICLE XI QUORUM

In order to assure that the broadest possible opinions and views to be presented, a simple majority of the active Board members excluding ex-officio members must be present at any meeting in person or electronically in order to conduct official business of the Board.

## ARTICLE XII BOARD ACTIONS

The Board, except as specifically otherwise noted herein, shall discuss issues presented for action in its agendas in order to obtain consensus of the Board in matters before it. The Board shall make recommendations for action in those matters which are deemed to be in the best interest of the school and not contrary to existing Canons, Archdiocesan rules or California Law.

## ARTICLE XIII AGENDA AND MINUTES

### 1. AGENDAS

The Executive Committee shall meet at least two weeks prior to a regularly scheduled Board meeting in order to allow enough time for the preparation of Board agendas. Matters of school policy business referred to any Board member from any source, including teachers and school parents, must be referred to the Executive Committee for agenda consideration.

### 2. MINUTES

The Board shall maintain a record of its actions and specific recommendations for policy in appropriate minutes. General discussion and opinions shall not become part of these records. Current Board minutes shall be posted in a manner presented by the Executive Committee for the benefit of all concerned no later than fifteen (15) days after adjournment of the Board meeting. All minutes of all meetings will be available upon written request by any parent or other interested persons or groups deemed appropriate by the Executive Committee. Minutes shall be prepared, catalogued, and archived by the Board Secretary in the school office. Retention policy



of such records shall be established by the Board and directed to the Secretary for implementation.

### 3. DISTRIBUTION OF AGENDAS AND MINUTES

Unless otherwise impossible to deliver, copies of the next meeting's agenda together with copies of the previous meeting's minutes shall be distributed by mail or electronically via email at least five days prior to the scheduled date of the next regular meeting of the Board.

## ARTICLE XIV PROCEDURE FOR DISCUSSION

The Board shall discuss those matters which are presented to it in a timely manner and within the time set aside for discussion. If consensus is not reached within the time allotted, discussion of the topic will be deferred to the next meeting or to a committee more input.

## ARTICLE XV CHANGES IN BYLAWS

### 1. PROPOSING BYLAW AMENDMENTS

Amendments to the Board By-Laws shall be proposed in writing to the Board Secretary for inclusion in the Executive Committee agenda of a regularly scheduled Board meeting. The Secretary shall deliver detailed copies of the proposed By-Law changes, together with copies of existing By-Laws, to each member of the Board at least thirty (30) days prior to the meeting date scheduled to review such proposals.

### 2. DISCUSSION OF AMENDMENTS

Proposed amendments may not be called to consensus less than one month after the initial Board agenda introduction to the proposed amendments. At the point where discussion on the matter has been declared closed, the Chair will cause the By-Laws amendment date to be added to the Board agenda of another regularly scheduled meeting. Proxies from qualified Board members, delivered to the Board Secretary in person or electronically (email), prior to calling the matter at the amendment-consensus meeting, shall be considered valid consensus.

### 3. APPROVAL OF AMENDMENTS

Amendments must be approved by two-thirds majority of the full membership of the Board and shall be adopted upon the approval of the Pastor in consultation with the Principal.

