

ST. JOHN EUDES CONSULTATIVE SCHOOL BOARD: CONSTITUTION AND BYLAWS

CONSTITUTION

INTRODUCTION

The purpose of the St. John Eudes 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 St. John Eudes 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, or with 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 and/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. Her responsibilities are to work cooperatively with the Pastor in fulfilling her role in management of the daily operations of the school.

THE CONSULTATIVE SCHOOL BOARD MEMBERS

The Consultative School Board is established to assist the Principal and ultimately the Pastor by providing advice and counsel particularly in the following areas:

1. Strategic Planning
2. Mission (Faith Development)
3. Education
4. Budget and Finance
5. Development
6. Marketing and Public Relations
7. Plant and Facilities
8. Public Policy

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, 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.

RELATIONSHIP WITH OTHER GROUPS

ARCHDIOCESE OF LOS ANGELES

Regular information from the Archdiocese of Los Angeles concerning Diocesan policies impacting Catholic elementary education shall be provided by the Principal as in-service programs to the Board. The Principal shall implement Diocesan School Policies formulated by the Archdiocesan Catholic School Council/Archdiocesan Department of Catholic Schools, approved by the Archbishop and promulgated by the Archdiocesan Superintendent of Elementary Schools.

PARISH/PASTORAL AND FINANCE COUNCILS

The School Board shall work in a cooperative and collaborative manner with the Parish/Pastoral and Finance Councils of St. John Eudes Parish. Regular communication, including minutes of the School Board meetings, shall be forwarded to the Pastor. An officer of the Parish Finance Council, or a designated representative appointed by the Pastor, shall serve as an ex officio member of the School Board without voting rights.

PARENT ORGANIZATION

An officer of the parent organization, or a designated representative appointed by the Principal, shall serve as an ex officio member of the School Board with voting rights. The relationship between the Board and the parent organization shall be characterized by a common vision, clarity of responsibilities, good communication, and collaboration.

FACULTY

The relationship between the School Board and the faculty shall be characterized by mutual support, good communication, and cooperation. The Principal represents the faculty to the Board. From time to time, teachers and/or administrative team members may be invited to share information with the Board on matters concerning the school. The Board shall have no role in hiring, evaluating, terminating or renewing professional or support staff.

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.

THE COMMITTEE ON BOARD MEMBERS

The Committee on Board Members shall actively recruit and identify nominees for membership on the School Board consistent with the criteria listed in Article III, Sections 2 and 3 of the Bylaws. The Committee may use the resources of any of the School Board's standing committees, Sunday Mass announcements, the parish's weekly bulletin, direct mailings or emails, school communication publications or any other appropriate means to accomplish this task.

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 Pastor in consultation with the Principal. The President may require a written personal biography from candidates indicating their experience and expertise.

ARTICLE II MEMBERSHIP

1. **Membership Defined:** The School Board shall consist of a minimum of nine (9), but not more than thirteen (13) members approved by the Principal and appointed by the Pastor.
2. **Ex-Officio Members:** An officer or a designee of the parent organization shall serve as an ex officio member of the Board, with voting rights. In addition, the Principal shall serve as an ex officio member of the Board, without voting rights, and shall serve as the Board's administrative officer. The Pastor shall serve as an ex officio member of the Board, without voting rights. An officer or designee of the Parish Finance Counsel shall serve as an ex officio member of the Board, without voting rights.
3. **Officers:** The officers of the Board shall be the chairperson, vice-chairperson, and secretary.
4. **Categories of Membership:** Internal School Board policy will establish the appropriate ratios for the below defined membership categories and will ensure an appropriate distribution of members by constituent categories. The membership categories of the School Board shall be as follows: Parents (no more than 33% of membership); Alums/parents of alums; Leaders within the civic, business, and professional communities; Area educators or pastors; Parishioners.
5. **Membership Ratios:** The membership of the St. John Eudes School Board will consist of an odd number of members (including ex-officio voting members) and, to the extent possible, include the following:
 - a. At least three members who are parents of currently enrolled students with:
 - i. At least one parent having a student in either Kindergarten, or the 1st, or 2nd Grades.
 - ii. At least one parent having a student in the 3rd, 4th, or 5th Grades.
 - iii. At least one parent having a student in the 6th, 7th, or 8th Grades.
 - b. At least one member who is an alumnus or alumna.
 - i. At least one member who is a parent of an alumnus or alumna.
 - c. At least one member from each of the following professions or occupations:
 - i. Education.
 - ii. Civic leadership.
 - iii. Professional field.
 - iv. Pastor of a church with a school.
 - v. Parishioners as members.

ARTICLE III
NOMINATIONS, ELECTIONS, TERMS

1. **Board Nominations:** The Committee on Board Members shall seek out and prepare a slate of prospective Board member nominees who meet the following criteria:
 - Interest in and commitment to Catholic education in general, and a specific commitment to the mission and philosophy of St. John Eudes School.
 - Availability to attend meetings and periodic in-service programs and to participate in committee work.
 - Ability to maintain high levels of integrity and confidentiality.
 - Ability to deal with situations as they relate to the good of the educational ministry of St. John Eudes Parish and St. John Eudes School.
 - Capacity to give witness to Christian and moral values within the school and parish communities.
 - Willingness to participate in and provide leadership for resource development programs for the school. It is the expectation that all Board members will financially support the school to the best of their ability, consistent with the Board's goal as presented in the annual development plan.
2. **Exclusions:** Employees of the parish and school and members of their immediate family, other than those who serve in ex officio positions, may not sit on the Board.
3. **Terms:** Each Board member, other than a Board member who serves ex officio, shall be appointed by the Pastor for a three-year term. Each ex officio Board member shall serve only during the time he or she serves in the designated position for which they were appointed to the Board. In order to provide for staggered terms, the initial Board members shall be divided into three groups of as nearly equal size as possible with the term for one group of Board members expiring each year during a three-year period. Board members may be reappointed provided, however, that no Board member shall serve more than two terms consecutively regardless of whether any such term shall be less than three years. Board members shall be eligible for reappointment after not serving on the Board for one year.
4. **Officer Elections:** The officers shall be elected annually by the Board membership, subject to ratification by the Pastor. The election of officers shall take place at the annual meeting in June. Elected officers take office on the first day of July in the year elected. An ex-officio member of the board without voting rights (Pastor, Principal or Parish Finance Counsel member) will be responsible for promoting open board offices among the members of the current board and present a slate of qualified and consenting nominees to the Board before the June Board meeting. The Vice-Chair and Secretary shall tabulate the votes at the close of the June meeting and announce the elected officers.
5. **Resignation and Removal of Board Members:** Any Board member may resign at any time by giving written notice to the chairperson of the Board. Such resignation shall take effect at the time specified therein. A Board member may be removed by the Pastor if he determines that removal is in the best interest of the parish and school.

6. **Vacancy:** Any vacancy on the Board may be filled by the Pastor upon recommendation of the Board chairperson and Principal for the unexpired portion of the term in the same manner as provided for in the original appointment. 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.
7. **Attendance:** Any Board member who is absent from three (3) successive regular Board meetings or a total of three (3) Board meetings in a year shall be deemed to have resigned as a Board member unless reinstated with written approval of the Pastor.
8. **Compensation:** Board members shall not receive compensation for their services. However, bona fide expenses may be reimbursed.

ARTICLE IV

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 outlined below.
 - a. **Committee Chairperson Appointments:** 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 has the responsibility for staffing their respective sub-committees with the approval of the Pastor and the Principal.
 - b. **Purpose and Responsibility:** 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. 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.
 - c. **Protocol:** 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.

d. **Committees:** The standing committees of the Board shall be:

- Policy & Planning Committee
- Budget and Finance Committee
- Development Committee
- Marketing and Public Relations Committee
- Plant and Facilities Committee
- Public Policy Committee
- Committee on Board Members

2. **Committee on Board Members:** The Committee on Board Members consists of the Principal and three Board members appointed by the chairperson of the Board. The chairperson of the Committee on Board Members shall be primarily responsible for collecting information regarding the qualifications of each prospective member, interviewing prospective members and preparing a slate of membership nominees for consideration by the Committee. Any nominee approved by at least one School Board member sitting on the Committee and the Principal shall be submitted by the chairperson of the Committee to the Pastor. Nominees for regular terms on the Board (whose appointment will be effective with the June annual meeting, subject to the Pastor's approval) will be submitted to the Pastor no later than the regular April meeting of the Board. Nominees to fill interim vacancies on the Board will be submitted as required by the Pastor and upon recommendation of the Board chairperson and Principal. Nominees approved by the Pastor shall become School Board members effective on a date designated by the Pastor. When soliciting persons to be members of the Board, consideration will be given to assuring an appropriate representation of the diversity of the school and parish community. Consideration will also be given to persons who have shown a deep commitment to support of the school either through personal involvement or donor support. A single member may be considered to satisfy more than one of the categories and ratios outlined in Article II, Section 4 and 5.
3. **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.

ARTICLE V

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 and distribute to Board members no later than fifteen (15) days after adjournment.
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. To assure compliance with the governing rules of the Board.

ARTICLE VI **BOARD MEETINGS**

1. **Regular Meetings:** Regular meetings of the Board shall be held bi-monthly, at least six (6) times per year.
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. **Annual Meeting:** The annual meeting shall be held in June of each year.
4. **Meeting Protocol:** All regular meetings of the School Board shall be open to all interested parties, and notice of all regular meetings shall be posted in the parish bulletin and school memos and newsletters. The Board establishes the following internal policy.
 - a. **Non-Board Members Addressing the Board:** The St. John Eudes School Board will allow non-Board members to address the Board, with the approval of the Pastor, upon written request made to the Board chairperson stating the specific items or issues to be addressed. The request will be reviewed by the Executive Committee which will either approve or deny the request and inform the requestor *in writing* of the decision, including the reason if the request is denied. If the request is approved, the item will be scheduled for the next appropriate meeting and the requestor will be allowed a specific allotted time to address the Board. The Executive Committee will inform the Board of all requests made to address the Board, whether approved or rejected.

- b. **Executive Sessions:** Executive sessions of the St. John Eudes School Board may be designated by the chairperson and be held in conjunction with the regular meetings of the Board. Executive sessions will include only Board members unless other parties are permitted by the chairperson or by a majority vote of the Board members present or upon request by the Pastor or Principal. All special meetings of the Board will be executive sessions.
 - c. **Telephonic Meetings:** Telephonic meetings of the Board may be held provided the chairperson certifies that there is a quorum and that Board members are able to hear and respond to each other.
 - d. **Confidentiality:** All School Board members (voting and non-voting) are obligated to maintain the confidentiality of information obtained in their role as Board members related to verbal presentations, written materials, discussions, and deliberations when received during the course of an executive session, or at any other time when there is a reasonable expectation of confidentiality. The Pastor or Principal may authorize or direct certain members or third parties to share confidential information as appropriate to facilitate communication with members of the school or parish community; however, such persons may only disclose such information to the extent permitted by the Pastor or Principal. At the beginning of each term of the School Board, all members will be required to sign an acknowledgement that they understand the terms of this confidentiality policy and agree to adhere to its requirements. Failure to maintain the required confidentiality by a Board member may be considered by the Pastor in determining whether a member should be removed from the Board.
5. **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.
6. **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 distributed 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.
7. **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 VII
RULES OF ORDER

1. **Consensus:** As much as possible, the Board shall reach consensus on all actions.
2. **Parliamentary Rules:** Where necessary, parliamentary rules may be employed using Robert’s Rules of Order (latest copyright date) as a guide. The chairperson shall appoint a parliamentarian when appropriate.
3. **Policy Issues:** Ordinarily, consensus or recommendations regarding policy matters and other major issues are not reached at the “first reading.” The “second reading” of the policy occurs after additional consultation, committee work, and clarification. At that time, the Board begins its consensus building and recommendation process.
4. **Quorum:** A simple majority of the voting members of the Board shall constitute a quorum for each meeting.
5. **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 for more input.

ARTICLE VIII
CONFLICT/DUALITY OF INTEREST

Any Board member having an interest in a contract or other transaction coming before the Board or a committee of the Board shall give prompt, full and frank disclosure of said interest to the Board chair prior to the Board acting on such contract or transaction. Upon such disclosure, the Board member’s interest shall be presented to the full Board. The Board shall determine without participation by the interested member, at such time as disclosure shows that a conflict of interest exist or can reasonably be construed to exist. If the Board determines that such a conflict does exist, such member shall not vote, nor use personal influences on, nor participate in the discussions or deliberations with respect to such contract or transactions.

For purposes of this section, a person shall be deemed to have an interest in a contract or other transaction if he or she is a party (or one of the parties) contracting or dealing with the parish, or is a director, partner, officer, or immediate family member of a director, partner, officer, or has a significant financial or influential interest in, the entity contracting or dealing with the school or parish.

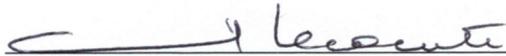
ARTICLE IX
INDEMNIFICATION

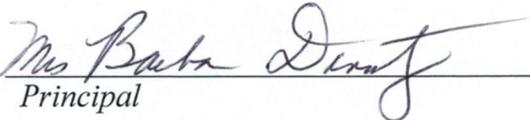
Each member shall be provided defense and be indemnified against all expenses actually and necessarily incurred in connection with the defense of any action, suit or proceeding to which he or she has been made a party by reason of being or having been a Board member, except in relation to matters in which the Board member shall be adjudicated in an action, suit or other legal proceeding to be liable for gross negligence or willful misconduct in the performance of duty.

ARTICLE X
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. Board members must receive notice of amendments and copies of proposed amendments one month before a vote to amend.

Adopted by:  *Date:* JUNE 2, 2016
Chairperson – School Board

Approved by:  *Date:* June 2, 2016
Pastor

Approved by:  *Date:* June 2, 2016
Principal