

**All Souls Catholic School**

**Sanford, Florida**

**School Advisory Board**

**By Laws Adopted December 13, 2021**

**Article 1- NAME**

The name of this body shall be the All Souls Catholic School Advisory Board, referred to in these by-laws as the 'Board'.

**Article II-MEMBERSHIP**

Section I – General Eligibility: Each member of the Board shall be at least 21 years of age and should demonstrate the following:

- a) Interest in and commitment to Catholic education in general, and a specific commitment to the mission & philosophy of All Souls Catholic School.
- b) Availability to attend meetings and periodic in service programs and to participate in committee work.
- c) Ability and willingness to maintain high levels of integrity and confidentiality.
- d) Ability to deal with situations as they relate to the good of the educational ministry of All Souls Parish and School.
- e) Capacity to give witness to Christian and moral values within the school and parish communities. If a non-Catholic, must not be opposed to the tenets of the Catholic faith.
- f) Commitment to provide leadership for resource development programs for the school. It is understood that all Board members will financially support the school to the best of their ability (attendance at Annual Gala or support Annual Fund), consistent with the Board's goal as presented in the annual development plan.

The Pastor, by virtue of his role as the pastoral and spiritual leader of the parish, is an ex-officio, non-voting member of the Board. All Board votes are subject to the Pastor's approval. The Principal and the Vice-Principal shall serve as ex-officio, non-voting members.

Section 2 – Number of Members and Representatives: The Board shall consist of no fewer than five (5) members and no more than eleven (11) members. No more than half (50%) of the members should be parents of students currently enrolled in the school. The Board shall take affirmative steps to maintain this balance.

**Section 3- Procedure for Selecting Board Members:** The Nominating Committee will make recommendations of parents, parishioners at large, alumni, parents of alumni and community members to the Board.

The Board Chair will recommend and submit nominations to the Pastor once a consensus is reached. The Pastor will approve nominees to serve on the Board.

**Section 4- Appointment:** Each Board member, other than a Board member who serves ex-officio, shall be appointed by the Pastor for a three year term. The first year of appointment will be considered a probationary year. At the conclusion of the first year, the Board member will be evaluated and at the discretion of the Pastor will be invited to complete the remaining two (2 years) of their appointment or a separation will occur. Each ex-officio Board member shall serve only during their 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 terms of one group of Board members expiring each year during a three year period.

Board members may be reappointed; however, 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.

**Section 5-Resignation or Removal of Board Members:** 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.

Any Board member may resign at any time by giving written notice to the Board chair. Such resignation shall take effect at the time specified therein.

The Pastor may remove an individual Board member at his discretion. Some reasons a member may be removed include: violating the confidentiality of executive sessions, acting contrary to parish/school mission, impeding the Board's defined responsibilities, and/or based upon evaluation at the completion of the probationary first year.

**Section 6-Vacancy:** Any vacancy on the Board may be filled by the Pastor upon recommendation of the Board chair and principal for the unexpired portion of the term in the same manner as provided for in the original appointment.

## **Article III-OFFICERS**

**Section 1-Officers:** The officers of the Board shall include the chair, vice-chair and secretary. They shall be elected annually by the Board membership, if not otherwise designated by the Pastor.

**Section 2-Chair:** The chair shall preside at all regular and special meetings of the Board. The chair shall also preside at Executive Meeting Meetings. The chair shall have authority to assign additional duties and responsibilities to individual Board members, oversee Committee activities, plan orientation for new Board members with the nominating committee and principal, review Board self-assessments and guide the Board to consensus on future plans.

**Section 3-Vice Chair:** In absence of the chair, the vice-chair shall perform all of the duties of the chair. At the discretion of the Chair, the Vice-Chair shall oversee committee activities.

**Section 4-Secretary:** The Secretary maintains written record of all acts of the Board, handles all correspondence to the Board, preserves reports and documents, notifies members of date and time of meetings, distributes meeting agendas, committee reports and other consent agenda items at least seven (7) days before Board meetings, distributes minutes within 7 days following each meeting and e-mails materials whenever possible.

**Section 5-Administrative Officer:** The Principal shall serve as the administrative officer to the Board. In that capacity, the Principal is a member of the Executive Committee. The Principal may also call meetings of the Executive Committee and shall be responsible for bringing information to the Board, including Diocesan policies and plans.

## **Article IV-MEETINGS**

**Section 1-Meetings:** The Board shall meet according to a yearly schedule agreed upon at the Annual Meeting/Workshop. There will be a minimum of four business meetings scheduled per year between August and May. Alternate months shall be used to accomplish committee work. Special meetings may be called by the Chair, or in the absence of the Chair, by the Vice-Chair, as needed and with the approval of the Pastor/Principal.

If a Board member is unable to make a Board meeting in person due to extenuating circumstances, that Board member with prior approval from the Chair and/or Principal may attend the meeting via a phone or video platform. If the Board member attends a meeting in this fashion, the Board member will be considered present.

Meetings of the Board are not open to the general public. However, members of the All Souls Catholic Community may address the board by following the established procedure. Notice of all business meetings shall be posted in the parish bulletin, school newsletter and other appropriate communication media. The Secretary shall assume responsibility for posting these notifications.

The Board shall establish an internal policy addressing how and when non Board members may address the Board. Non Board member shall be recognized by the Chair before addressing the Board. The Board shall establish an internal policy addressing "closed meetings" or executive sessions. Once established and approved by the Board, these policies shall be included as attachments to the bylaws.

Section 2-Conduct of Meetings: The Board shall operate in a spirit of collegiality, shall seek consensus and shall conduct its business using "Robert's Rules of Order" as a guide. The chair shall appoint a parliamentarian when appropriate.

Section 3-Quorum: A majority of the full membership of the Board shall constitute a quorum. Unless otherwise provided, when a vote is taken upon any measure before the Board, a quorum being present, a majority of the members voting on the measure shall determine the outcome.

Section 4-Policy Actions: The Board shall not vote on recommendations regarding the adoption, modification or rescission of a School policy at a meeting at which such policy adoption, modification or rescission is introduced.

Section 5-Nominations: The Nominating Committee shall meet as needed to recommend nominees for Board membership and present their recommendations to the Board, which shall in turn make recommendations to the Pastor for approval and appointment once consensus is reached.

Section 6-Annual Meeting/Workshop: The Annual Board Meeting/Workshop shall be held during the summer, prior to the start of the school year. That meeting shall constitute a planning meeting, review and discussion of the Board self-assessment, goal setting for the upcoming year and recognition of those members whose terms have expired.

Section 7-Agenda: The Board Chair and Principal shall develop an agenda. It shall be distributed seven (7) days prior to the meeting along with any supporting documentation and resources.

Section 8-Motions: After agreement on the wording of a motion is reached through consensus, a simple majority of those voting on a motion at a meeting at which a quorum is present shall constitute Board action on that motion.

Section 9-Elections: Elections shall occur at the final Board Meeting of the school year.

## **ARTICLE V-COMMITTEES**

Section 1- Committee Membership: All Board members are expected to serve on a standing committee. Each standing committee shall have such authority and shall perform such duties as may be assigned to it by the Board Chair, with approval and direction of the Principal and/or Pastor. The Chair shall assign committee memberships, including committee chairs, after consultation with the full Board.

Section 2-Standing Committees: The Board shall have the following standing committees:

- A. Executive Committee: The Executive Committee shall consist of the Board Chair, Vice Chair, Secretary and Administrative officer (Principal). The Board Chair or Administrative Officer may call meetings of Executive Committee, which are considered closed sessions.
- B. Finance Committee: The Finance Committee shall assist in developing the plans and means to finance the ongoing educational program (setting tuition, negotiating a parish subsidy with the Pastor and Parish Council, developing the annual budget) according to the Diocesan format.
- C. Marketing/Development Committee: The marketing/development committee shall assist in the formulation and implementation of an advancement program, including public relations and marketing, development, alumni and constituency relations, and enrollment management.
- D. Facilities and Security Committee: The facilities committee shall monitor long-term facility maintenance, capital improvements, security, space utilization, and emergency management plans for the school.
- E. Strategic Planning Committee: The Strategic Planning committee shall assist in the development, monitoring and annual updating of the long range strategic plans and goals of the school.

Committee members may request input and/or assistance from Parishioners at Large. Those assisting the committee will be subject to the same membership guidelines as standing Board members, including confidentiality and integrity.

Section 3-Ad Hoc Committees: The Board may appoint such ad hoc committees as it deems advisable and may discontinue same at its discretion. Examples of Ad-Hoc Committees are: Gala Committee, Volunteer Committee & Fundraising Committee.

**ARTICLE VI- PERIODIC REVIEW OF BY LAWS:** At least once every five years, or more often if determined by the Board, a review of the current by laws shall take place.

**ARTICLE VII-AMENDMENTS**- These by laws may be amended by a simple majority vote of the authorized voting members of the Board, written approval of the Pastor and written ratification by the Diocesan Superintendent of Catholic Schools. Board members must receive written notice of amendments and copies of proposed amendments one month before a vote to amend.

Adopted by: Christina Kalisz Chair-School Board

Approved by: Bruce DeC... Principal

Approved by: [Signature] Pastor

Date: December 13, 2021