

PARISH ELEMENTARY SCHOOLS

Diocese of Grand Rapids, Michigan

**Pastor with a Board of Directors
Acting as a
Board of Limited Jurisdiction**

Board of Directors Notebook



DIOCESE OF GRAND RAPIDS

Office of the Bishop

June 27, 2011

Dear Fathers and Monsignors,

In December 2010, the diocese contracted with Richard Burke of Catholic School Management, Inc. to complete a study of Governance within our Catholic Schools. Your participation in the February Governance Seminar and in the March Listening sessions as well as in the subsequent round of feedback regarding the proposed models is appreciated and valuable.

After careful consideration of the models studied, responses to the listening sessions, the consultant's recommendations, and your feedback, the following models will be supported for schools within the Diocese of Grand Rapids:

1. Parish-owned schools – pastor with a Board of Directors acting as a Board of Limited Jurisdiction
2. Interparochial-owned elementary schools – pastor/canonical administrator with a Board of Directors acting as a Board of Limited Jurisdiction
 - a. Variations from the standard model
 - i. San Juan Diego Academy
 1. Public ecclesiastical juridical person
 2. Michigan not-for-profit corporation
 - ii. Wings Initiative
3. Diocesan-owned high schools – pastor/canonical administrator with a Board of Directors acting as a Board of Limited Jurisdiction

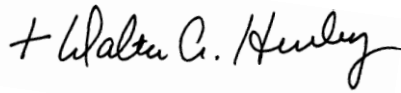
The Catholic School Governance models for the Diocese of Grand Rapids have been specifically selected to engage the talents of community members and broaden the base of support giving school communities an increased ability to take responsibility for their health and vitality. Provision has been made for special circumstances when these models do not serve the particular needs of a school at a given time. Written requests for exception will be considered on a case by case basis after review and recommendation of the diocesan school board, and alternative models may be used with permission.

A copy of your specific model is enclosed. Copies of all the approved models listed above are available at: www.dioceseofgrandrapids.org. Go to the schools page, and you will find them in the resources.

A presentation and discussion of these models will begin on August 10 and October 15. See the attached schedule for your choice of times. Following the presentation and discussion, each school will be asked to propose an implementation schedule/plan by May of 2012.

Again, I wish to express my gratitude for your participation in this process.

Fraternally yours in the Lord,

A handwritten signature in black ink, reading "Walter A. Hurley". The signature is written in a cursive style with a large initial 'W' and 'H'.

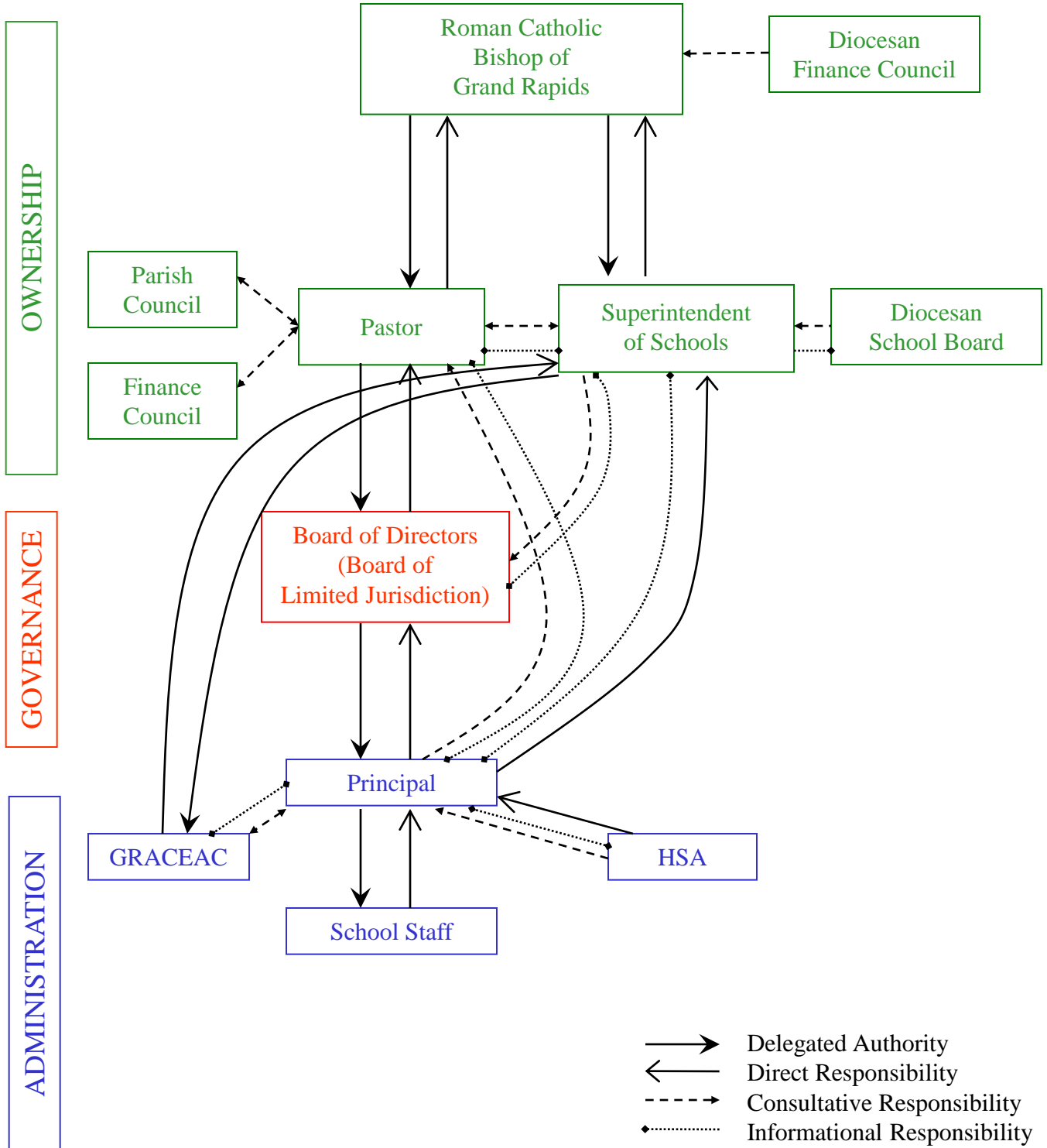
Most Rev. Walter A. Hurley
Bishop of Grand Rapids

Attachment

Cc: School Principals, Board Chairs

GUIDELINES FOR CATHOLIC SCHOOL GOVERNANCE

Parish-Owned Elementary Schools – Pastor



See Bylaws and Descriptors for a more complete description of this diagram

**Diocese of Grand Rapids
Grand Rapids, MI
Parish-Owned Elementary Schools – Pastor**

St. Charles Borromeo Catholic School

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL - DESCRIPTORS

BISHOP

Responsible for:

- Approval of statutes of juridic person.
(If a separate juridic person is established – see “Reflections on the Application on the New Code of Canon Law to the Governance of Catholic Educational Institutions” – Rev. James K. Mallett, 1985.)
- Designation of the school as “Catholic” (Canon 803).
- Appointment of Superintendent of Schools and oversight of the school through the Superintendent of Schools (Canon 806).

Canon 803:

1. A Catholic school is understood to be one which is under the control of competent ecclesiastical authority or of a public ecclesiastical juridical person, or one which in a written document is acknowledged as Catholic by the ecclesiastical authority.
2. Formation and education in a Catholic school must be based on the principles of Catholic doctrine, and the teachers must be outstanding in true doctrine and uprightness of life.
3. No school, even if it is Catholic, may bear the title, “Catholic school” except by the consent of the competent ecclesiastical authority.

Canon 806:

1. The Diocesan Bishop has the right to watch over and inspect the Catholic school situated in his territory, even those established or directed by members of religious institutes. He has also the right to issue directives concerning the general regulation of Catholic schools; these directives apply also to schools conducted by members of a religious institute, although they retain their autonomy in the internal management of their schools.
2. Those who are in charge of Catholic schools are to ensure, under the supervision of the local Ordinary, that the formation given in them is, in its academic standards, at least as outstanding as that in other schools in the area.

**Diocese of Grand Rapids
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Parish-Owned Elementary Schools – Pastor

St. Charles Borromeo Catholic School**

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

SUPERINTENDENT OF SCHOOLS

Responsible for:

1. Promulgation of Diocesan policies, procedures, guidelines, regulations, and Best Practices.
2. Liaison with the Principal and/or Chief Executive Officer to ensure compliance with Diocesan school policies, procedures, guidelines, regulations, and Best Practices.
3. Diocesan advocacy for the schools.
4. Ensuring compliance with Canon 806 on behalf of the school:
 - a. Academic year calendar;
 - b. Oversight of vertical alignment of curriculum;
 - c. Academic assessment instruments, policies, and procedures;
 - d. Standardized testing;
 - e. Administrator contracts;
 - f. Review and approval of guidance department profile to accompany transcripts;
 - g. Standard transcripts;
 - h. Report cards;
 - i. Protocols, policies, and procedures for parent satisfaction surveys;
 - j. Protocols, policies, and procedures for exit interviews;
 - k. Policies and procedures for textbook adoption and/or electronic instructional materials;
 - l. Professional development opportunities and programs for teachers and administrators.
5. Establishment of Principal/CEO evaluation policy, criteria, and forms.
6. Consulting with, and providing information to, the Pastor.

**Diocese of Grand Rapids
Grand Rapids, MI
Parish-Owned Elementary Schools – Pastor
St. Charles Borromeo Catholic School**

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

PASTOR

Responsible for:

1. Integration of the school into the overall mission of the parish.
2. Establishing the school as a priority in parish life, i.e., “arranging everything so that all the faithful have a Catholic education” (Canon 794.2).
3. Ensuring the adherence to Canons 803, 806, 1276 and 1279.
4. Reserved powers which will be detailed in the bylaws for the Board of Limited Jurisdiction.

Reserved Powers:

	<u>Pastor</u>	<u>SS</u>	<u>Bishop/ CFO</u>
1. Approval of the philosophy and mission statement for the school.	*	*	*
2. Establishment of the Board of Directors as a Board of Limited Jurisdiction.	*		*
3. Appointment of Directors.	*	*	
4. Approval of the bylaws for the Board of Directors.		*	*
5. Approval for all capital improvements, additions, structural changes.	*		*
6. Approval for all borrowings.	*		*
7. Approval and ratification of annual operating budgets.	*	*	*
8. Appointment of legal counsel and approval to initiate or defend litigation.	*	*	*
9. Approval of auditing counsel (when applicable).	*	*	
10. Oversight to ensure no alienation of Church property.	*	*	*
11. Appointment, evaluation, renewal, or termination of the Principal/CEO in consideration of the Board’s recommendation according to the process established by the Superintendent of Schools.	*	*	

Note: #3 Directors are appointed by the Pastor in accordance with the criteria provided in bylaws as approved by the Superintendent of Schools.

Note: The Bishop of the Diocese of Grand Rapids specifically reserves powers listed in Items #5, 6, 7, 8, 9, and 10 above to himself pursuant to existing Diocesan policy and procedures. The Superintendent of Schools, Diocesan Finance Officer, and General Counsel for the Diocese may be involved in carrying out these reserved powers.

**Diocese of Grand Rapids
Grand Rapids, MI
Parish-Owned Elementary Schools – Pastor**

St. Charles Borromeo Catholic School

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL - DESCRIPTORS

BOARD OF DIRECTORS

Established as:

A Board of Limited Jurisdiction as defined in *A Primer on Educational Governance in the Catholic Church*¹.

Consists of:

Nine (9) to seventeen (17) members (Directors) appointed by the Pastor with categorical membership as follows:

- I. Parents (no more than 40% of membership).
- II. Alumni/parents of alums.
- III. Leaders within the civic, business, and professional communities.
- IV. Parishioners.

Note: 90% of Directors shall be practicing Catholics in good standing with the Church.

Subject to the reserved powers held by the Pastor, Superintendent, and Bishop/CFO the Board of Directors is Responsible for:

- 1. Strategic planning.
- 2. Formulation of local school policies, other than those held in reserved powers, to guide planning and administration in the areas of:
 - a. Academic affairs;
 - b. Student affairs;
 - c. Faith community affairs;
 - d. Business affairs;
 - e. Development affairs.

All policies must be consistent with and not contradict Diocesan policies.
- 3. Evaluation:
 - a. Of the Principal under the direction of the Pastor according to the process established by the Superintendent of Schools;
 - b. Of effectiveness of local school policies and plans;
 - c. Of effectiveness of Board operations;
 - d. Of mission effectiveness.

¹ J. Steven O'Brien, Ed. *A Primer on Educational Governance in the Catholic Church*, Washington, D.C., NCEA, 1987, 2nd Edition 2009.

**Diocese of Grand Rapids
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Parish-Owned Elementary Schools – Pastor
St. Charles Borromeo Catholic School**

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

BOARD OF DIRECTORS (continued)

4. Oversight of financial operations.
5. Oversight of and participation in institutional advancement/development programs designed to attract human and financial resources.
6. Mission effectiveness.

Standing committees consist of:

- | | |
|---|---|
| <ul style="list-style-type: none">• Executive;• Mission Effectiveness;• Committee on Directors;• Policy and Planning;• Finance; | <ul style="list-style-type: none">• Buildings and Grounds;• Development;• Marketing;• Communication. |
|---|---|

**Diocese of Grand Rapids
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Parish-Owned Elementary Schools – Pastor
St. Charles Borromeo Catholic School**

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

ADMINISTRATION

PRINCIPAL/CEO (Chief Executive Officer)

Internal Affairs:*

- Faith Community Affairs
- Academic Affairs
- Student Affairs

External Affairs:*

- Faith Community (Mission Effectiveness)
- Business Affairs
- Development Affairs**
- Board Relations
- Liaisons to:
 - Diocese
 - Parishes
 - Community

* Both Internal and External Affairs include personnel functions

** Development includes enrollment management and marketing

**Diocese of Grand Rapids
Grand Rapids, MI
Parish-Owned Elementary Schools – Pastor

St. Charles Borromeo Catholic School**

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

PRINCIPAL/CEO

1. Hired by the Pastor in consideration of the Board’s recommendation and with the approval of the Superintendent of Schools;
2. Reports to and is evaluated by the Board of Directors and ultimately to the Pastor according to the process established by the Superintendent of Schools.

Responsible for:

INTERNAL AFFAIRS:

1. Faith Community Affairs:
 - a. Ensures the integration of faith with the learning process as called for in the mission;
 - b. Ensures in that all religious, academic, and student affairs programs reflect the Catholic mission, charism, and identity of the school;
 - c. Ensures implementation of a program of religious instruction as prescribed by the Diocese;
 - d. Ensures implementation of a spiritual life program for faculty and staff;
 - e. Ensures implementation of a comprehensive spiritual life program for students including:
 - i. Liturgies and para-liturgical services;
 - ii. Prayer life;
 - iii. Retreats;
 - iv. Service-learning programs;
 - v. Good relations with partner parishes.
2. Academic Affairs:
 - a. Administers with staff the day-to-day operations of the school;
 - b. Employs, assigns, supervises, develops, evaluates, and retains professional administrators, chairpersons, teachers, and support staff;*
 - c. Designs and implements with staff appropriate curriculum and teaching/learning processes (ensuring that the written curriculum is taught, tested, and evaluated);
 - d. Ensures appropriate communication with and involvement of parents in the educational process;
 - e. Ensures the up-to-date educational technology is in place and integrated into curriculum and instruction.

**Diocese of Grand Rapids
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OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

PRINCIPAL/CEO (continued)

3. Student Affairs:
 - a. Designs and implements with staff effective co-curricular and extracurricular activities;
 - b. Ensures with staff implementation of policies concerning student discipline, decorum, health, and safety.

* Personnel Functions (Internal Affairs):

- a. Employs, supervises, evaluates, and retains professional administrative and teaching personnel and support personnel for faith community, academic, and student affairs.

EXTERNAL AFFAIRS:

1. Faith Community (Mission Effectiveness):
 - a. Oversees the mission, charism, and Catholic identity of the school;
 - b. Articulates and promotes the mission, vision and Catholic identity of the school to the school's publics (institutional advocacy).
2. Business Affairs:
 - a. Must collaborate with the Pastor/Business Manager for the purpose of budget, financial management, reporting, internal controls, and fund raising.
3. Development Affairs/Institutional Advancement:
 - a. Leads a comprehensive program to market the school for image, enrollment, and resources;
 - b. Employs, supervises, evaluates, and retains the development administrator;*
 - c. Participates in the cultivation of major donors and solicitation of major gifts for the school;
 - d. Oversees fund-raising programs including annual giving, special fund-raising events, planned giving, capital campaigns, endowment growth, etc.;
 - e. Oversees enrollment management activities to attract, admit, and retain students.

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OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL – DESCRIPTORS

PRINCIPAL/CEO (continued)

4. Board Relations:
 - a. Assists the Board in the ongoing assessment and development of the mission;
 - b. Works with Board to prepare, implement, and report progress on strategic long-range plans;
 - c. Implements Board formulated policy;
 - d. Serves as administrative officer to the Board;
 - e. Keeps Board informed of school activities, accomplishments, and challenges.

5. Liaison:
 - a. Maintains good relations and communication with the Diocese through the Diocesan Superintendent of Schools;
 - b. Maintains good relations and communication with partner or sponsor parishes/schools, pastors; principals and staff;
 - c. Maintains good relations and communication with the larger Catholic and civic communities including the media, organizations, businesses, corporations, foundations, etc.

- * Personnel Functions (External Affairs):
 - a. Works with the Board in developing local school personnel policies;
 - b. Ensures fair and just local school personnel practices in keeping with the social teachings of the Catholic Church;
 - c. Ensures annual performance evaluations are conducted for all staff;
 - d. Employs, supervises, evaluates, and retains all school personnel
 - e. Approves all employee hiring and retention.

Diocese of Grand Rapids

Grand Rapids, MI

Parish-Owned Elementary Schools – Pastor

St. Charles Borromeo Catholic School

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL - DESCRIPTORS

GRAND RAPIDS AREA CATHOLIC ELEMENTARY ATHLETIC COUNCIL (GRACEAC)

Established as:

A Council of member Catholic elementary schools of the Grand Rapids area. This body is the governing agent of all interscholastic athletic programs for Member Catholic elementary schools. It is subject to all regulations that proceed from the Diocesan Office of Catholic Schools and to the veto of the Diocesan Superintendent, respecting the responsibilities given to the Superintendent by the Bishop.

Consists of:

Member principals, athletic directors, members of the Board of Directors or parents with each member school having one representative appointed by the principal and board of directors.

Responsible for:

1. Increasing the educational value of the Catholic elementary school interscholastic athletic programs.
2. Assisting in the regulation of competition so that the Catholic elementary school athletic program compliments the school curriculum.
3. Regulating the interscholastic athletic program so as to safeguard the physical welfare of participating students.
4. Acting as a screening agent for all complaints, problems, and/or grievances concerning interscholastic athletics.

The Council makes decisions regarding interscholastic athletic policies, procedures, and rules by a simple majority of the member schools present at meetings, provided there is a quorum.

**Diocese of Grand Rapids
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Parish-Owned Elementary Schools – Pastor**

St. Charles Borromeo Catholic School

OWNERSHIP/GOVERNANCE/ADMINISTRATIVE MODEL - DESCRIPTORS

HOME SCHOOL ASSOCIATION (HSA)

General Responsibilities of Parent Organizations:

- To bring parents and teachers together on a regular basis to review school objectives and student and academic objectives.
- To involve parents directly in the faith community that is the Catholic school (to also involve students, teachers, administrators, and support staff).
- To act as a vehicle for information exchange.
- To serve as a fundraising organization for the benefit of the school.
- To provide information to parents with regard to political activities for the benefit of the child enrolled in a Catholic school (legislation influence at local, state, and national levels).

Likely Committees for Parent Organizations:

- Room Parents;
- Fundraising;
- Governmental Affairs;
- Faith Community Building;
- Communication;
- Hospitality;
- Parent Ambassadors.

PASTOR/CANONICAL ADMINISTRATOR ANNUAL RESPONSIBILITIES

1. Review and approve foundational documents
 - a. Philosophy
 - b. Mission statement
 - c. Vision statement
 - d. Profile of the graduate at graduation
2. Review results of annual parent satisfaction surveys (required by Board of Directors)
3. Review results of exit interviews (required by Board of Directors)
4. Review guidance department reports
 - a. School profile
 - b. Report of graduate placements

5. Review status report for progress on strategic plan
6. Review long-range financial plan as updated
7. Review and approve annual operating budget
8. Review and approve audit report
9. Review and approve, in consultation with Board of Directors, the management opinion letter provided by auditor
10. Review and approve annual report

11. Review of Board of Directors' self-evaluation
12. Review schedule for Board of Directors in-service training/professional development
13. Review nominations and review Board membership against criteria as provided in bylaws
14. Review and update as necessary the ratification policy, procedure, and form
15. Review and consider the evaluation conducted by Board of Directors for Principal/CEO according to the process established by the Superintendent of Schools

16. Review achievement test results
17. Review Accreditation report, materials, and action plans

PASTOR/CANONICAL ADMINISTRATOR PERIODIC RESPONSIBILITIES

1. Review monthly enrollment management report
 - a. Historical trends
 - b. Current enrollment
 - c. Attrition rates
 - d. Enrollment projections
2. Review budget versus actual financial results – monthly or quarterly
 - a. Statement of activities
 - b. Statement of financial position
 - c. Statement of changes in cash balance
3. Review strategic plan updates/direction
4. Review minutes of the Board meetings

**Diocese of Grand Rapids
Grand Rapids, MI
Parish-Owned Elementary Schools – Pastor**

St. Charles Borromeo Catholic School

BYLAWS – BOARD OF DIRECTORS

PREAMBLE

Catholic schools in the Roman Catholic Diocese of Grand Rapids are established to carry out the teaching ministry of the Catholic Church. As such, the religious and educational work shall at all times continue to be in accordance with the teachings and laws of the Roman Catholic Church and the Diocese of Grand Rapids.

At this time, it is the intention of the Pastor of St. Charles Borromeo Catholic School to establish a Board of Directors* to assist in the governance of St. Charles Borromeo Catholic School. This Board of Directors is established consistent with policies, procedures, guidelines, regulations, and Best Practices promulgated by the Superintendent of Schools for the Diocese of Grand Rapids.

INTRODUCTION AND RATIONALE

This Board of Directors shall have as its primary concern the ministry of Catholic elementary school education: the spiritual, intellectual, physical, emotional, and social development of the students. The Board of Directors, operating in conformity with the policies of the Diocese of Grand Rapids, under the guidance of the Diocesan Office of Catholic Schools, the Superintendent of Schools, and the Pastor of St. Charles Borromeo Catholic School, shall concern itself with local school policy matters pertaining to the general excellence of Catholic education at St. Charles Borromeo Catholic School.

Working in close collaboration with its administrative officer, the Principal, and hearing its many publics, this Board of Directors shall formulate local school policies that will enable the school to reach its agreed upon goals. These goals will be related to, but not limited to, the overall goals established by the Diocese of Grand Rapids.

ARTICLE I – NAME

The name of this body shall be the St. Charles Borromeo Catholic Board of Directors, herein after referred to as the Board.

**The Board of Directors shall operate as a Board of Limited Jurisdiction as defined in A PRIMER ON EDUCATIONAL GOVERNANCE IN THE CATHOLIC CHURCH (NCEA, 1987, 2nd Edition 2009).*

ARTICLE II – PURPOSE AND FUNCTION

Section 2.1 – Establishment

The Board of Directors is established by the Pastor as defined for a Board of Limited Jurisdiction in *A PRIMER ON EDUCATIONAL GOVERNANCE IN THE CATHOLIC CHURCH* (J. Steven O'Brien, Ed., Washington, D.C., NCEA, 1987, 2nd Edition 2009).

Section 2.2 – Purpose

Subject to the reserved powers enumerated below, the Board shall be responsible to the Pastor for:

1. Strategic planning.
2. Formulation of local school policies, other than those held in reserved powers, to guide planning and administration in the areas of:
 - a. Academic affairs;
 - b. Student affairs;
 - c. Faith community affairs;
 - d. Business affairs;
 - e. Development affairs.**All policies must be consistent with and not contradict Diocesan policies.**
3. Evaluation:
 - a. Of the Principal according to the process established by the Superintendent of Schools;
 - b. Of effectiveness of local school policies and plans;
 - c. Of effectiveness of Board operations;
 - d. Of mission effectiveness.
4. Oversight of financial operations.
5. Oversight of and participation in institutional advancement/development programs designed to attract human and financial resources.
6. Mission effectiveness.

Section 2.3 – Reserved Powers

The Pastor of St. Charles Borromeo Parish, as the representative of the Bishop of Grand Rapids, in conjunction with the Superintendent of Schools, reserves to himself the following powers:

	<u>Pastor</u>	<u>SS</u>	<u>Bishop/ CFO</u>
1. Approval of the philosophy and mission statements for the school.	*	*	*
2. Establishment of the Board of Directors as a Board of Limited Jurisdiction.	*		*
3. Appointment of Directors.	*	*	
4. Approval of the bylaws for the Board of Directors.		*	*
5. Approval for all capital improvements, additions, structural changes.	*		*
6. Approval for all borrowings.	*		*
7. Approval and ratification of annual operating budgets.	*	*	*
8. Appointment of legal counsel and approval to initiate or defend litigation.	*	*	*
9. Approval of auditing counsel (when applicable).	*	*	*
10. Oversight to ensure no alienation of Church property.	*	*	*
11. Appointment, evaluation, renewal, or termination of the Principal/CEO, in consideration of the Board’s recommendation according to the process established by the Superintendent of Schools.	*	*	

Note: #3 Directors are appointed by the Pastor in accordance with the criteria provided in bylaws as approved by the Superintendent of Schools.

Note: The Bishop of the Diocese of Grand Rapids (Bishop) specifically reserves powers listed in Items #5, 6, 7, 8, 9, and 10 above to himself pursuant to existing Diocesan policy and procedures. The Superintendent of Schools, Diocesan Finance Officer, and General Counsel for the Diocese may be involved in carrying out these reserved powers.

ARTICLE III – RELATIONSHIP WITH OTHER GROUPS

Section 3.1 – Diocese of Grand Rapids

Regular information from the Diocese of Grand Rapids concerning Diocesan policies impacting Catholic elementary education shall be provided by the Principal as inservice to the Board. The Principal shall implement Diocesan policies approved by the Bishop and promulgated by the Diocesan Superintendent of Schools.

Section 3.2 – Pastor

A Pastor is appointed by the Bishop of the Diocese of Grand Rapids with duties and responsibilities as set forth in the Pastor’s job description. The Pastor is the administrative and spiritual leader of St. Charles Borromeo Catholic School. The Board of Directors shall work in close collaboration with the Pastor, respecting the reserved powers held by the Pastor on behalf of the Bishop.

Section 3.3 – Parish Pastoral Council

The pastoral Council is one of the primary means by which laity participate in ministry of service to the parish, in which responsibility can be shared, and in which pastoral activity can be fostered. In order that a structure be operative in parishes for this to take place, the Bishop, after having consulted with his Presbyteral Council, can require that such councils be established in parishes of the diocese (canon 536). While the universal law of the church does not require pastoral councils, the church of Grand Rapids considers such councils to be a necessary and important part of each parish and their institution is mandated. The pastoral Council is a consultative body to the Pastor (canon 536, n. 2.). The board may consult with the Pastoral Council at the Pastor’s discretion on matters of important pastoral and spiritual concerns.

Section 3.4 – Parish Finance Council

Universal church law requires that each parish have a Finance Council which acts according to the general and diocesan norms (canon 537). A Finance Council helps ensure accountability for and responsibility with the contributions of the community and provides trust and credibility with the parishioners and society. The Finance Council is a consultative body to the Pastor. The board should consult with the Finance Council at the Pastor’s discretion in business and financial affairs.

Section 3.5 – Parent Organization (HSA)

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

Section 3.6 – Faculty

The relationship between the 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 teachers.

ARTICLE IV – MEMBERSHIP

Section 4.1 – Membership Defined

The Board shall consist of a minimum of nine (9), but not more than seventeen (17) members (Directors) appointed by the Pastor with categorical membership as follows:

- I. Parents (no more than 40% of membership)
- II. Alumni/parents of alums
- III. Leaders within the civic, business, and professional communities
- IV. Parishioners

Note: 90% of Board members shall be practicing Catholics in good standing with the Church.

Section 4.2 – Ex Officio Member

An officer or a designee of the parent organization shall serve as an ex officio member of the Board with full voting rights. An alumni association, booster organization, or other approved organization may also appoint an ex officio member to the Board without voting rights upon formal approval by the Board and ratification by the Pastor. In addition, the Principal shall serve as a non-voting, ex officio member of the Board. The Principal shall act as administrative officer to the Board.

Section 4.3 – Nominations

The Board shall establish an internal policy with regard to nominations. The Committee on Directors, consisting of the administrative officer and three Directors appointed by the chairperson of the Board, shall seek out and prepare a slate of prospective nominees who meet the following criteria:

- a. Interest in and commitment to Catholic education in general, and a specific commitment to the mission and philosophy of St. Charles Borromeo Catholic School.
- b. Availability to attend meetings and periodic in-service programs and to participate in committee work.
- c. Ability to maintain high levels of integrity and confidentiality.
- d. Ability to deal with situations as they relate to the good of St. Charles Borromeo Catholic School.
- e. Capacity to give witness to Catholic and moral values within the school community.
- f. Willingness to participate in and provide leadership for resource development programs for the school. It is the expectation that all Directors will financially support the school to the best of their ability, consistent with the Board's goal as presented in the annual development plan.

Section 4.4 – Exclusions

Employees of the school or parish, and their immediate family, other than those who serve in ex officio positions, may not sit on the Board. The term *immediate family* shall be defined as spouse, child, parent, brother, sister, or in-laws.

Section 4.5 – Appointments and Terms

Each Director, other than a Director who serves ex officio, shall be appointed by the Pastor for a three-year term. Each ex officio Director 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 Directors shall be divided into three groups of as nearly equal membership as possible with the term for one group of Directors expiring each year during a three-year period. Directors may be reappointed provided, however, that no Director shall serve more than two terms consecutively regardless of whether any such term shall be less than three years. Directors shall be eligible for reappointment after having not served on the Board for one year.

Section 4.6 – Resignation and Removal of Directors

Any Director 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 Director may be removed by the Pastor if it is deemed by the Pastor that removal is in the best interest of the school.

Section 4.7 – 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.

Section 4.8 – Attendance

Any Director who shall be absent from a total of three (3) Board meetings in a year shall be deemed to have resigned as a Director unless reinstated with written approval of the Pastor.

ARTICLE V – OFFICERS

Section 5.1 – Titles/Positions

The officers of the Board shall be the chairperson, vice-chairperson, and secretary. They shall be elected annually by the Board membership, subject to ratification by the Pastor.

Section 5.2 – Election of Officers

The election of officers shall take place at the annual meeting in June.

Section 5.3 – Executive Committee

The Executive Committee shall consist of the Principal serving as administrative officer and the chairperson, vice-chairperson, and secretary.

Section 5.4 – Duties

The duties of the officers shall be:

- a. Chairperson – The chairperson shall preside at all regular and special meetings of the Board. The chairperson shall also preside at Executive Committee meetings at which the Board agenda and packet is prepared. The chairperson, with Board approval, shall have authority to assign additional duties and responsibilities to individual Directors.

No individual shall be eligible to serve as chairperson of the Board without having completed two years of service on the Board. The chairperson of the Board shall be required to be a practicing Catholic.

- b. Vice-Chairperson – In the absence of the chairperson, the vice-chairperson shall perform all duties of the chairperson. The vice-chairperson shall also be a member of the Executive Committee.
- c. Secretary – The secretary shall be responsible for keeping accurate minutes; for keeping a record of the appointment of all committees of the Board; and for all correspondence. Any of the duties of the secretary may be performed by an assistant secretary who shall be responsible to and report to the secretary. The secretary shall also be responsible for keeping a permanent record of attendance, terms and committee assignments, and all reports and documents related to Board activities.

The secretary, in cooperation with the Principal, acting as administrative officer to the Board, shall ensure the timely distribution of Board member packets in advance of Board meetings.

- d. Administrative Officer – The Principal shall serve as administrative officer to the Board. The Principal may also call meetings of the Executive Committee and shall be responsible for bringing information to the Board, including Diocesan policies, procedures, regulations, Best Practices, and plans.

Section 5.5 – Term

The term of office for Board officers shall begin with their election in June and end with the election of their successor the following year. No individual may serve more than two (2) consecutive terms as Board chairperson.

ARTICLE VI – MEETINGS

Section 6.1 – Regular Meetings

Regular meetings of the Board shall be held bimonthly, at least six (6) times per year. It is assumed that the standing committees of the Board will meet in the alternating months. Regular meetings of the Board shall be held in the school or parish facility.

Section 6.2 – Special Meetings

Special meetings may be called by the Pastor, the chairperson, the Principal, or by written request of one third (1/3) of Directors. Written notice must be provided at least five (5) days prior to special meetings.

Section 6.3 – Annual Meeting

The annual meeting shall be held in June of each year.

Section 6.4 – Meeting Protocol

All regular meetings of the Board shall be open to all interested parties, and notice of all regular meetings shall be posted and publicized in school memos and newsletters.

If any person, other than a Board member, wishes to present a matter to the School Board, that person must obtain the approval of the Chair and Executive Committee at least ten days prior to the meeting in order to place the matter on the agenda. The request for inclusion of a matter on the agenda must be submitted in writing and be accompanied by an explanation of the item.

The Board shall establish an internal Board policy dealing with “closed meetings” or executive sessions.

Section 6.5 – Executive Session

All meetings of the Board, both regular and special, shall be open to the public unless the Board Chair or the Board by majority vote deems it necessary for the Board to go into Executive Session for discussion and deliberation. Confidential personnel matters, grievances, and security measures are to be addressed in Executive Session. Executive Sessions are closed to the public. All votes following an executive session shall be taken in open session.

ARTICLE VII – RULES OF ORDER

Section 7.1 – Consensus

As much as possible, the Board shall reach consensus on all actions. Consensus is defined as the willingness of all attending members to support a decision being made. If consensus cannot be reached, the Board will utilize parliamentary procedures.

Section 7.2 – Parliamentary Rules

Where necessary, parliamentary rules may be employed using Robert’s Rules of Order (latest copyright) as a guide. The chairperson shall appoint a parliamentarian when appropriate.

Section 7.3 – Policy Issues

Decisions which establish policy or deal with other major issues cannot be made at the meeting at which they are introduced. The formulation of policy occurs after additional consultation and clarification. At that time, the Board begins its decision-making process.

Section 7.4 – Quorum

A simple majority of the voting members of the Board shall constitute a quorum for each meeting.

ARTICLE VIII – COMMITTEES

Section 8.1 – Standing Committees

The standing committees of the Board shall be:

1. Executive Committee;
2. Mission Effectiveness Committee;
3. Policy and Planning Committee;
4. Buildings and Grounds Committee;
5. Finance Committee;
6. Committee on Directors;
7. Development Committee;
8. Marketing Committee;
9. Communication Committee.

Section 8.2 – Committee Charges

Specific committee charges shall be adopted each year by the Board at its annual meeting. Members of standing committees shall be appointed by the chairperson of the Board. Committee chairpersons must be members of the Board, although committee members may be drawn from outside of the Board membership. The chairperson of the Board and the administrative officer of the Board shall be ex officio members of all standing committees.

Section 8.3 – Special or Ad Hoc Committees

Special or ad hoc committees shall be established by action and approval of the Board.

ARTICLE IX – COMPENSATION

Directors shall not receive compensation for their services. However, bona fide expenses may be reimbursed.

ARTICLE X – CONFLICT/DUALITY OF INTEREST

Any Director having an interest in a contract or other transaction (including academic and/or student affairs) 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 Director’s interest shall be presented to the full Board. The Board shall determine, without participation by the interested member, at such time as disclosure is made to that body, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If the Board determines that such a conflict is deemed to exist, such Director shall not vote on, or use personal influences on, or 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 school, or is a director, partner, officer, or spouse of a director, partner, officer, or has a significant financial or influential interest in, the entity contracting or dealing with the school.

ARTICLE XI – INDEMNIFICATION

The Diocese of Grand Rapids shall indemnify all Directors for any alleged act of negligence or omission resulting in damage or injury if the volunteer was acting in good faith and within the scope of his or her authority; the volunteer’s conduct did not amount to gross negligence or willful and wanton misconduct; the volunteer’s conduct was not an intentional tort; the volunteer’s conduct was not a tort arising out of the ownership, maintenance, or use of a motor vehicle for which tort liability may be imposed.

ARTICLE XII – AMENDMENTS

These bylaws may be amended only following a two-thirds (2/3) majority vote of the Board and written approval by the Pastor. Directors must receive written notice about amendments one month before the vote to amend.

Approved by:

Superintendent of Schools

Date

Ratified by:

Pastor

Date

BOARD COMMITTEE CHARGE

EXECUTIVE COMMITTEE

Purpose:

- To provide overall Board leadership and coordination of Board functions and responsibilities;
- To act as liaison with the school administration and Board.

Responsibilities:

- To form the Board meeting agenda;
- To monitor the Board calendar;
- To make decisions;
- To support the principal;
- To be leaders of the Board;
- To provide for Board member orientation and training with the Committee on Directors;
- To provide for annual Board evaluation (self evaluation, owner and chief administrator);
- To ensure that all standing and ad hoc committees have written committee charges.

Chair: Katey Johnson_____

Members: Larry Kassuba, Margaret Karpus (secretary position to be filled)_____

Date Charged: June 2022_____

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

MISSION EFFECTIVENESS COMMITTEE

Purpose:

- To formulate and propose to the Board, policies and plans which will ensure that the school maintains and enhances its identity as Catholic and carries out its mission;
- To work with the administration and through the administration, with the staff and faculty on programs designed to publicly enhance the Catholic character and identity of the school.

Responsibilities:

- To assist in formulating policies which will enhance the Catholic identity of the school;
- To participate in strategic planning in a way which will ensure the Catholic identity of the school;
- To participate with the school administration in publicly proclaiming and enhancing the Catholic identity and mission of the school;
- To plan and coordinate the annual Board retreat dealing with Catholic identity and mission effectiveness.

Chair: Margaret Karpus_____

Members: (Members needed)_____

Date Charged: March 2023_____

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

COMMITTEE ON DIRECTORS

Purpose:

- To create a process for recruiting new Board members and to design and implement a process for the selection of Board officers;
- To ensure the strength of the Board and the implementation of its responsibilities by providing appropriate orientations, in-service training and evaluations.

Responsibilities:

- To determine annually the membership needs of the Board;
- To actively recruit potential nominees;
- To work with the school administration and Board leadership in preparing and conducting informational meetings for Board nominees;
- To work with the school administration and Board leadership in conducting pre-service orientation training;
- To work with the school administration and Board leadership in carrying out periodic in-service training for Board members;
- To present to the Board at its annual meeting a list of candidates for Board membership;
- To present to the Board at its annual meeting a list of candidates for Board officers;
- To assist the Executive Committee with the annual Board evaluation (self-evaluation, owner evaluation and chief administrator).

Chair: Jeff Marshal

Members: Larry Kassuba, Al Havens

Date charged: January 2023

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

PLANNING AND POLICY COMMITTEE

Purpose:

- To assist the administration in the formulation of a long-range strategic plan;
- To monitor the strategic plan and review objectives for possible policy;
- To assist the administration in the formulation of policy to guide academic, student, business, development and faith community affairs.

Responsibilities:

Planning

- To assist the Board and school administration in establishing long-range strategic goals, based on an appropriate assessment and community-wide SWOT analysis in light of the program’s mission statement and annual assumptions;
- To monitor the progress of the strategic plan (goals and objectives) (ongoing);
- To report to the Board (formally, in writing) the progress of yearly objectives (quarterly);
- To develop annual assumptions concerning the internal and external environments surrounding the educational ministries (January);
- To receive from other committees recommendations for next year’s planning objectives (February);
- To make recommendations to the Board on all planning objectives for the next year;
- To draft with the Executive Committee and the school administration an annual report which reviews and summarizes the successes, concerns and hopes for the educational ministries (May, June).

Policy

- To review with the principal the annual planning objectives for possible policy implications;
- To research and draft policy language to submit to the Board;
- To conduct consultation on proposed policy, as appropriate;
- To call for the evaluation of newly promulgated policy (usually 6-9 months later);
- To review annually with the principal all policies for timelines and appropriateness to the school program (fall).

Chair: Daniel Riveras

Members: Margaret Karpus, Amy Norton

Date Charged: January 2023

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

BUILDING AND GROUNDS COMMITTEE

Purpose:

- To develop and monitor long-term facility maintenance, capital improvements, security, space utilization and emergency management plans for the school.

Responsibilities:

- To design and monitor a long-term maintenance plan for the school;
- To design and monitor a long-term capital improvement plan for the school;
- To design and monitor, with the school administration, security and emergency management plans;
- To outline and recommend to the Board, procedures for use of the school building outside of the school day;
- To assess future facility needs in light of curriculum and enrollment goals;
- To periodically review space utilization plan in light of the school's strategic plan;
- To report regularly to the Board.

Chair: Andrew Havens

Members: Daniel Riveras

Date charged: January 2023

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

FINANCE COMMITTEE

Purpose:

- To monitor the current year budget and to develop and propose to the Board a budget for the next fiscal year;
- To prepare, update and monitor long-range financial plans for the school;
- To oversee, from a policy and planning perspective, business operations of the school.

Responsibilities:

- To monitor and report to the Board on the status of the current fiscal year budget (monthly, quarterly and annual report) (actual versus projected);
- To formulate with the president or principal a proposed budget for the upcoming fiscal year. This budget is based on recommendations from all Board committees;
- To recommend to the Board (and its Policy/Planning Committee) financial policy that ensures sound and consistent financial management and just salaries, fair tuition increases and payment plans;
- To oversee the school’s endowment, including policies for endowment growth, management and distribution of proceeds;
- To formulate with the school administration (and the Policy/Planning Committee) policy concerning the business affairs and activities of the school, including such areas of concern as:
 - Bookstore;
 - Cafeteria;
 - Transportation;
 - Outside contractors;
 - Purchasing;
 - Insurance;
 - Rental agreements;
 - Contracts.
- To work with the school administration, development office and business office to ensure publication of a comprehensive annual report.

Chair: Larry Kassuba

Members: Olga Albert

Date charged: January 2023

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

DEVELOPMENT COMMITTEE
(Committee on Institutional Advancement)

Purpose:

- To assist the Board in carrying out its planning and policy responsibilities with regard to public relations, communications and development/institutional advancement;
- To assist the administration in the implementation of development/institutional advancement programs and efforts.

Responsibilities:

- To serve in a leadership role with the administration and the Board in the implementation of a comprehensive communications program;
- To advise and assist the administration in the design and preparation of all public relations materials;
- To advise and assist the administration in the design and preparation of a comprehensive development/institutional advancement plan;
- To serve in a leadership role with the administration and the Board in the implementation of the annual fund drive;
- To assist the administration and the Board in the implementation of alumni and alumni parent events and activities;
- To participate in, and provide leadership for, programs of annual and planned giving and periodic capital campaigns;
- To participate in the identification and solicitation of major donor prospects;
- To report periodically to the Board on development/institutional advancement activities;
- To recommend to the Board (and its Policy/Planning Committee) policies in the area of development/institutional advancement;
- To support the school's Development Director (if applicable).

Chair: Katey Johnson

Members: Susie Weick, Roberta Peacock, Stewart Smith

Date Charged: January 2023

Administrative Resource Person: _____

BOARD COMMITTEE CHARGE

MARKETING COMMITTEE

Purpose:

- To assist the Principal, Board, and Recruitment Team with planning, creating, implementing and monitoring a program to market St. Charles School for image and enrollment.

Responsibilities:

- To assist the Principal, Board, and Recruitment Team with gathering information used to explore and investigate marketing opportunities.
- To assist the Principal, Board, and Recruitment Team with creating and writing a marketing plan.
- To assist the Principal, Board, and Recruitment Team with the implementation of a comprehensive marketing program.
- To assist the Principal, Board, and Recruitment Team with measuring, assessing and modifying a comprehensive marketing program.
- To periodically report to the Board on marketing activities.

Commitment:

- To serve for a period of one year.
Committee members will determine meeting schedule.

Chair: Katey Johnson

Members: Mark Warner _____

 Olga Albert _____

 Stewart Smith _____

Date Charged: January 2023

Administrative
Resource Person: _____

**BOARD COMMITTEE CHARGE
COMMUNICATION COMMITTEE**

Purposes:

- To assist the Principal in developing a communication plan to promote St. Charles School for image and enrollment.
- To assist the Principal in implementing St. Charles School's communication plan.

Responsibilities:

- To assist the Principal with design, layout, copy, and graphics of school communications materials including:
 - Brochures
 - Newsletters
 - Annual reports
 - Stationary and other identity media
 - Other pieces as deemed appropriate by the Marketing Committee
- To assist the Principal with periodic press releases to local media outlets.
- To assist the Principal with content, design, structure, updating, and publishing the school's web site.
- To work with the Board on communication related projects as they pertain to the school's marketing plan.
- To periodically report to the Board on communication activities.

Chair: Katey Johnson

Members: Mark Warner, Olga Albert, Stewart Smith

Date Charged: January 2023

Administrative
Resource Person: _____