



Owensboro Catholic Schools

# Education Council BYLAWS

**Family \*\*\*\* Church \*\*\*\* Community**

*Owensboro Catholic Schools share in the mission of the Church in cooperation with families to provide a religious and academic education which prepares students to become responsible members of family, Church, and community.*

Revision Approved by the Education Council – October 22, 2007

## **BYLAWS**

### **OWENSBORO CATHOLIC SCHOOLS EDUCATION COUNCIL**

#### **ARTICLE I. NAME**

The legal name of this body shall be the Owensboro Catholic Schools Education Council, hereinafter referred to as the Council..

#### **ARTICLE II. NATURE AND FUNCTION**

##### **Section 1. Nature**

- 2.1.1 The Council is a consultative body operating under the ecclesiastical jurisdiction of the Ordinary of the Diocese of Owensboro.
- 2.1.2 There shall be voting members of the participating parishes and the clergy as well as non-voting ex-officio members, as set forth in Article IV of these Bylaws.

##### **Section 2. Duties and Functions**

- 2.2.1 To practice, encourage, and support religious beliefs and activities in conformity with the teaching and law of the church, and provide for the spiritual needs of the person served in the education ministry.
- 2.2.2 To develop and recommend policies under which administrative officers of OCS shall operate the educational program of the schools as well as policies relating to the planning, operation and maintenance of facilities and equipment; and to evaluate the adequacy of these policies and the effectiveness of their implementation.
- 2.2.3 To act as a liaison with the appropriate Church and public authorities.
- 2.2.4 To develop and recommend to the Priest-Pastor the annual budget and any capital improvements or major repairs.
- 2.2.5 To deliberate on, and make recommendations pertaining to, any plan for solution, merger, consolidation, or liquidation of OCS.
- 2.2.6 To participate in the evaluation of the performance of the Director as directed by the Superintendent.
- 2.2.7 To deliberate on, and make recommendations to the Priest-Pastor concerning the acquisition, purchase, sale, mortgage, lease, transfer, or encumbrance of the real property owned by OCS, and the addition or deletion of school sites.
- 2.2.8 To consult with the Priest-Pastor and the Superintendent of Catholic Schools on the appointment, renewal, or removal of the Director and/or any site Principal.
- 2.2.9 To develop, recommend, and monitor long-range plans for OCS.

- 2.2.10 To review the reports of the Director of OCS, the OCHS Principal, the OCMS Principal, the K-3 Campus Principal, and the 4-6 Campus Principal.
- 2.2.11 To recommend a school calendar for each new year.
- 2.2.12 To provide a program for orientation of new members as well as continuing education for current members.
- 2.2.13 In case of emergency needs, the Priest-Pastor or his designee shall take necessary and appropriate actions to ensure the safety and security of adult and student personnel at all OCS sites, and shall make decisions concerning school closure if and when necessary.

## **ARTICLE III. OCS EDUCATION COUNCIL MEMBERSHIP**

### **Section 1. Composition**

- 3.1.1 The Council shall consist of at least seven (7) but not more than thirty-one (31) members.
  - 3.1.1.1 Voting members of the Council shall consist of one layperson from each participating parish (with the exception that St. Stephen/Blessed Sacrament will be represented by one member for both parishes), one priest representative elected by the priests, and one Priest-Pastor.
  - 3.1.1.2 Non-voting, ex-officio members of the Council shall be: Bishop of the Diocese of Owensboro, Superintendent of Catholic Schools for the Diocese of Owensboro, Director of OCS, Principal of OCHS, Principal of OCMS, Principal of the K-3 Campus,, Principal of the 4-6 Campus, Director of Advancement, and four (4) elected Faculty Representatives (one each from OCHS, OCMS, the K-3 Campus, and the 4-6 Campus).

### **Section 2. Council Member Selection**

- 3.2.1 Voting members of the Council shall be chosen in accord with the following procedures.
  - 3.2.1.1 Each participating parish (or group of two parishes) shall, by action of the pastor(s), in consultation with the parish council(s), select (by whatever means they deem appropriate) an individual to serve on the Council.
  - 3.2.1.2 The pastors of the parishes participating in OCS shall elect the Priest Representative.
  - 3.2.1.3 The Bishop of the Diocese of Owensboro shall appoint the Priest pastor.
- 3.2.2 Non-voting, ex-officio members of the Council shall be chosen in accord with the following procedures:
  - 3.2.2.1 The Bishop of Owensboro, Superintendent, Director of OCS, Principals of OCHS, and OCMS, the Principal of the K-3 Campus, and the Principal

of the 4-6 Campus, Director of Advancement, shall be the individual employed in each position.

3.2.2.2 The four (4) Faculty Representatives shall be elected by the faculties of OCS: one each from the following groups – OCHS faculty, OCMS faculty, K-3 Campus faculty, and 4-6 Campus faculty.

### **Section 3. Terms**

3.3.1 Terms for voting and non-voting members are follows:

3.3.1.1 The term for voting Council members shall be three (3) years. A voting member may serve for a second term of three years, and after two complete, consecutive three-year terms, said member must leave the Council for a full year before being eligible to serve again.

3.3.1.2 The Bishop of Owensboro will determine the term for the Priest-Pastor.

3.3.1.3 The Pastors will determine the term of the Priests' Representative.

3.3.1.4 The Director of OCS, the Principal of OCHS, the Principal of OCMS, the Principal of the K-3 Campus, and the Principal of the 4-6 Campus, Director of Advancement shall serve for as long as they are employed in their respective positions.

3.3.1.5 Faculty representatives from OCHS, OCMS, K-3 Campus, 4-6 Campus shall serve one year renewable terms.

3.3.2 Incoming Council members shall assume Council responsibility July 1<sup>st</sup>, and outgoing members will be relieved of Council responsibility June 30<sup>th</sup>.

3.3.3 In the event that a vacancy shall occur as a result of the death, resignation, removal, or incapacity of any Council member, the unexpired term will be filled by another Council member selected according to Article III, Section 2 of these Bylaws.

3.3.4 Three (3) consecutive absences, without serious reason, or attendance at less than one-half (1/2) of all Council meetings within a school year, shall be considered a resignation by any voting Council member.

3.3.5 Their pastor, in consultation with the parish council, may remove Parish Representative Council Members and any such vacancy shall be filled in accord with Article III, Section 2 of these Bylaws.

### **Section 4. Qualifications**

3.4.1 Council members shall have as basic qualifications: personal competency and interest in and knowledge of the operations of OCS; an awareness and understanding of OCS philosophy; an ability to serve and act without conflicting interest; and a willingness and availability to serve and provide such service to OCS and to his/her parish, as may be required.

3.4.2 Neither the employees of the school system nor their spouses shall serve as voting members of this Council, unless otherwise approved by the Council.

## **ARTICLE IV. OFFICERS OF THE OCS EDUCATION COUNCIL**

### **Section 1. Personnel**

- 4.1.1 The officers of the Council shall consist of; Chair, Vice-Chair, Secretary, and Treasurer.

### **Section 2. Eligibility**

- 4.2.1 Officers of the Council shall not be considered officers of the school system and shall have been a member of the Council for at least one year.

### **Section 3. Duties**

- 4.3.1 The Chair shall preside at all regular and special meetings of the Council, and shall cause the agenda to be formulated and distributed, along with any committee reports, prior to the meeting. The Chair shall at all times be subject to the policies, control, and direction of the Priest-Pastor. The Chair shall serve as Chair of the Executive Committee and be an ex-officio member of all other committees except Nominating.
- 4.3.2 The Vice-Chair shall assist the Chair and perform all duties of the Chair when he/she is unable to act. The Vice-Chair shall also serve as Chair of the Long-Range Planning Committee.
- 4.3.3 The Secretary shall certify and keep at the OCS Central Office, a written record of all acts of the Council. The Secretary shall conduct, receive, and dispose of all correspondence as directed, and preserve all reports and documents committed to his/her care. The Secretary shall insure that minutes and other communications are distributed in accordance with the provisions of these Bylaws.
- 4.3.4 The Treasurer shall ensure that a record of all financial transactions, which are proper to the Council are maintained, and shall serve as Chair of the Finance Committee.

### **Section 4. Nomination and Election**

- 4.4.1 The Chair shall appoint, with Council approval, a nominating committee of at least three (3) Council members in March of each year. The nominating committee shall deliver the list of nominees to the Secretary, who shall prepare a ballot containing the names of the proposed slate of officers, which will be presented to the Council at the May meeting. Nominations will be taken from the floor with the consent of the nominee. The vote will be by secret ballot.
- 4.4.2 Elected officers shall serve a term of one year and shall take office July 1<sup>st</sup>.

### **Section 5. Vacancies**

- 4.5.1 Any officer may resign at any time by giving written notice to the Chair or Secretary of the Council. The Priest-Pastor may remove any officer from office or by action of a majority vote of the full Council whenever, in their judgment, the best interests of the system will be served thereby.
- 4.5.2 A vacancy in any office may be filled by majority vote of the Council.

## **ARTICLE V. MEETINGS**

### **Section 1. Regular Meetings**

5.1.1 The OCS Council shall meet regularly, at least nine times per year, on any day, time and place mutually agreed upon by the Council. Notice shall not be required for regular meetings. All regular meetings of the Council shall be open to members of the participating parishes and parents of enrolled students. Non-Council members or visitors will be permitted to address the Council if the person or persons making the request has contacted the Chair at least one week in advance of the meeting and the Chair has approved the placement of the item on the Council agenda.

5.1.2 All meetings of the OCS Council shall be conducted according to Robert's Rules of Order..

### **Section 2. Annual Meeting**

5.2.1 The annual meeting of the OCS Council shall be the first scheduled meeting of the fiscal year.

### **Section 3. Special Meetings**

5.3.1 Special meetings of the Council may be held on the call of the Chair, Priest-Pastor, or on request of any three (3) Council members.

5.3.2 Three (3) days notice must be given in advance of a special meeting unless each Council member waives such notice.

### **Section 4. Quorum**

5.4.1 For the purpose of transacting official business, a quorum must be present. A majority of voting members of the Council shall constitute a quorum (9 members).

### **Section 5. Voting**

5.5.1 A simple majority vote of those present shall carry a motion, other than a motion to amend the Bylaws, which requires a 2/3-majority vote (see Article VIII).

5.5.2 Votes on the election of officers will be by secret ballot.

### **Section 6. Conduct of Meetings**

5.6.1 The Executive Committee is charged with establishing the agenda and its order for regular Council meetings, which may include the following:

- Prayer – call to order
- Calling of role – establish quorum
- Approval of minutes
- Reports of Priest-Pastor, Superintendent, Director of OCS, Principals, Director of Advancement
- Reports of standing committees
- Unfinished business

- New business
- Communications and petitions
- Closed session
- Adjournment – prayer

5.6.2 The Council may declare a meeting, or a portion thereof, to be in “closed session.” Closed session shall mean that only voting members are present, and other individuals invited by the Council. Closed session is considered for such matters as those involving personnel, misconduct of pupils, certain financial transactions, or when information given at such meetings could be harmful or embarrassing to those under discussion. Decisions made in closed session must be presented and voted on at open session before becoming effective. The Executive Committee shall be informed prior to the Council meeting of an impending closed session.

**Section 7. Minutes Distribution**

5.7.1 Minutes of meetings shall be distributed to the Council, pastors, and Bishop of the Diocese of Owensboro.

5.7.2 Minutes will be made available to anyone upon request.

**ARTICLE VI. COMMITTEES**

**Section 1. Classification of Committees**

6.1.1 There shall be two (2) classifications of committees: standing committees and special committees. All standing committees shall meet as often as necessary to accomplish their duties in a timely fashion.

6.1.1.1 Standing committees are those representing activities, which are ongoing in operations of OCS. Standing committees appointed annually by the Chairperson shall be:

1. Executive
2. Finance
3. Curriculum
4. Development
5. Building and Grounds
6. Bylaws/Policy Review
7. Athletics
8. Long-Range Planning
9. Enrollment

6.1.1.2 Chairs/liaisons of standing committees must be members of the Council.

6.1.1.3 Special committees or task forces are formed to accomplish a specific task and are abolished when the task is completed.

**Section 2. Duties of Standing Committees**

6.2.1 The Executive Committee is Chaired by the Chair of the Council and has the following members: All officers of the Council, Superintendent, Priest-Pastor,

Priest-Representative, Director of OCS, OCHS Principal, Director of Advancement.

6.2.1.1 Duties shall include:

1. Act for the Council between meetings; submit any action to the Council for ratification at next Council meeting.
2. Assist the Director of OCS to provide orientation for new Council Members, and continuing education for all Council Members.
3. Review yearly budget as recommended by the Finance Committee.
4. Review reports of the Director of OCS, Principal of OCHS, Principal of OCMS, Principal of the K-3 Campus, and Principal of the 4-6 Campus.
5. Periodically review administrative policies of OCS.
6. Review the long-range plan for both content and implementation.

6.2.2 The Finance Committee is Chaired by the Treasurer and consists of at least two (2) other Council members, the Director of OCS, the Principal of OCHS, and any advisory members as may be deemed appropriate.

6.2.2.1 Duties shall include:

1. Prepare and recommend yearly budgets to the Council.
2. Review monthly financial statements and report to the Council.
3. Suggest ways of increasing revenues, limited expenses, investing funds, and providing emergency and future program resources.
4. Collect and review financial statements of all OCS organizations and report to the Council.
5. Review annually the classifications of accounts and make any recommendations as needed and appropriate.

6.2.3 The Curriculum Committee shall consist of at least two (2) Council members. One Council member will represent the Council by serving on the OCHS-OCMS Curriculum Committee, and one Council member will represent the Council by serving on the K-6 Curriculum Committee.

6.2.3.1 Duties shall include:

1. Report the recommendations of the OCHS-OCMS Curriculum Committee and the K-6 Curriculum Committee concerning curriculum to the OCS Council.
2. Review those facets involving curriculum review and evaluation and areas of interest affecting the academic climate, standards, and procedures of OCS, and make recommendations concerning these to the Council.
3. Be conscious of the Catholic philosophy of education of OCS and seek to insure its implementation in the policies adopted by the Council regarding curriculum.

6.2.4 The Development Committee shall consist of the Director of Advancement and at least one other Council member and other members as needed.

6.2.4.1 Duties shall include:

1. Assist the development office in the execution of the overall development activities of OCS, including:

- a. Promoting OCS through financial development, student retention and recruitment, community and media relations, and any other means that may be determined by the committee.
  - b. Assisting the Advancement Office in the cultivation of new and existing contributors and volunteers.
2. Implementation of a total quality approach, with regard to all activities, to ensure the longevity of the OCS development process.

6.2.5 The Buildings and Grounds Committee shall consist of at least one Council member and other staff or members as needed.

6.2.5.1 Duties shall include:

1. Review all matters pertaining to the plant and equipment maintained or leased by OCS that require Council attention.
2. Evaluate on an ongoing basis, the physical state of the plant and equipment, and make recommendations to the Council regarding the same, and proposed methods of implementing current and future structural requirements within the limits set forth in the lease agreement(s).
3. Review and monitor any facility planning, renovation, and/or additions with the site parishes.
4. Submit written recommendations for capital expenditures to be included in the budget.
5. Review competitive bids, if they are required by policy, for any project.

6.2.6 The Athletics Committee shall consist of at least two Council members. One Council member will represent the Council by serving on the Athletic Advisory Board, and one Council member will represent the Council by serving on the Elementary Athletic Association.

6.2.6.1 Duties shall include:

1. Serve as Council liaison on the Athletic Advisory Board and the Elementary Athletic Association.
2. Annually review the Athletic handbooks and make recommendations for changes to the Council for its consideration.

6.2.7 The Long-Range Planning Committee shall be Chaired by the Vice-Chair and consist of at least one (1) other Council member and any other members as needed.

6.2.7.1 Duties shall include:

1. Develop long-range plans for five- and ten- years (financial, facilities, enrollment) through strategic planning.
2. Submit yearly goals for Council approval, which work toward accomplishing the long-range plans.
3. Approve instruments to be used in the process, including but not limited to, attitude surveys and focus group interviews, questionnaire, advertising, and needs assessments.

6.2.8 The Bylaws/Policy Review Committee shall be Chaired by a member of the Council and consist of at least two (2) other Council members.

6.2.8.1 Duties shall include:

1. Review the OCS Bylaws and Policies annually.
2. Make recommendations for revisions to the Council.
3. Maintain updated OCS Bylaws and Policies documents.

6.2.9 The Enrollment Committee shall consist of at least two Council members and other staff or members as needed. The committee is to be chaired by the Director Advancement.

6.2.9.1 Duties shall include:

1. Review appropriate enrollment data and information
2. Work with the Long Range Planning Committee to create enrollment goals by grade
3. Identify target groups of potential students
4. Develop marketing strategies and activities to recruit and enroll new students and families
5. Create a proactive recruitment/marketing plan
6. Implement strategies and action plans
7. Assess and evaluate
8. Invite and involve members of the OCS family.

## **ARTICLE VII. GENERAL PROVISIONS**

### **Section 1. General Liability**

7.1.1 No officer, committee or member of a committee, member of the Council, or other person shall contract or incur any debts on behalf of OCS, or in any way render it liable, unless authorized by the Council. No officer, committee, or employee of OCS is authorized to promise moral or financial support of any charitable or other objective, without the approval of the Council and Priest-Pastor.

### **Section 2. Indemnification of Council Members**

7.2.1 Each present, former, and future Council member and officer of the Council shall be entitled, without prejudice, to any other rights he/she may have to be reimbursed by OCS, and indemnified by OCS against all liability and expenses (including without limitation, legal expenses) hereafter reasonably incurred by her/him in connection with any claim, action, suit or proceeding, of whatever nature, in which she/he may be involved as a party, or otherwise by reason of having served before or after the date of these Bylaws as a Council member or officer of the Council, or by reason of any action alleged to have been theretofore or thereafter taken or omitted by any such Council member or officer, whether or not she/he continues to be such Council member or officer, including amounts paid or incurred in connection with reasonable settlements made with a view of curtailment of costs of litigation, and with the approval of a majority vote of the Council then in office, other than those involved, whether or not such majority constitutes a quorum. OCS and its Council members, officers, employees and agents, shall not be liable to anyone for making any determination as to the existence or absence of liability, or for making or refusing to make any payment hereunder on the basis of such determination, or for taking or omitting to take any other action hereunder, in reliance upon the advice of counsel.

### **Section 3. Duality of Interest**

7.3.1 Any Council member, employee, or committee member having an interest in a contract or other transaction presented to the Council, or a committee thereof, for authorization, approval, or ratification, shall make a prompt, full and frank disclosure of his or her interest to the Council or committee prior to its acting on such contract or transaction. The body to which such disclosure is made shall thereupon determine, by majority vote, whether the disclosure shows that a conflict of interest exists or can reasonably be construed to exist. If a conflict is deemed to exist, such person shall not vote on, nor use personal influence on, nor participate (other than to present factual information or to respond to questions) in the discussions or deliberations with respect to such contract or transactions. Such person may be counted in determining the existence of a quorum at any meeting where the contract or transaction is under discussion or is being voted upon. The minutes of the meeting shall reflect the disclosure made, the vote thereon, and where applicable, the abstention from voting and participation, and whether a quorum was present.

### **Section 4. Fiscal Year**

7.4.1 OCS shall operate on a fiscal year basis, commencing on the first day of July of each and every year.

## **ARTICLE VIII. AMENDMENTS**

These Bylaws shall be adopted by a unanimous vote of all voting members and may be amended or repealed by a 2/3 vote subject to regulations of the Ordinary of the Diocese and/or the Diocesan Committee for Total Catholic Education. Amendments must be submitted in writing at least one meeting prior to vote.

## **ARTICLE IX. WITHDRAWAL FROM OCS**

9.1.1 No participating parish may permanently withdraw its representation from the Council without the consent of the Priest-Pastor or his formally appointed designee.

9.1.1.1 The pastor and Council member of a respective parish must make any request for withdrawal at least one year prior to the effective date of withdrawal.

9.1.1.2 This request and the rationale should be presented to the Council, in writing, for its recommendation to the Priest-Pastor.

9.1.1.3 Only the Ordinary of the Diocese shall have the authority to waive the requirements of 9.1.1.1 or 9.1.1.2.

# Owensboro Catholic Schools Bylaws Revision

These Bylaws were adopted by a unanimous vote of all the voting Education Council members on August 31, 1992, and were revised by a unanimous vote of all the Council members on October 22, 2007, as indicated by the following signatures:

\_\_\_\_\_  
Council Member – Blessed Mother

\_\_\_\_\_  
Council Member – St. Mary Magdalene

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Council Member –Immaculate

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Council Member – St. Martin

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Council Member –Our Lady of Lourdes

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Council Member – St. Pius X

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Council Member –Precious Blood

\_\_\_\_\_  
Council Member – St. Stephen & Blessed  
Sacrament

\_\_\_\_\_  
Council Member –St. Alphonsus

\_\_\_\_\_  
Council Member – St. Anthony

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Council Member –St. Elizabeth

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Council Member – St. Augustine

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Council Member –Sts. Joseph & Paul

\_\_\_\_\_  
Council Member –St. Peter of Alcantra

\_\_\_\_\_  
Bishop, Diocese of Owensboro

\_\_\_\_\_  
Priest-Pastor

\_\_\_\_\_  
Priest Representative