

SACRED HEART CATHEDRAL SCHOOL
SCHOOL ADVISORY BOARD
BY-LAWS

MISSION STATEMENT

The Sacred Heart Cathedral School community educates the whole child in a Catholic, Christ-centered environment with the ultimate goal of developing students to their fullest potential and to a life of service.

ARTICLE I
NAME

This committee shall be known as The Advisory Board of the Parish School of the Cathedral of the Most Sacred Heart of Jesus, hereafter referred to as "the Board".

ARTICLE II
PURPOSE, FUNCTIONS AND RELATIONSHIPS

Section A The Board shall serve as an advisory body to the Pastor or his representative (hereinafter "the Pastor") and the Principal of Sacred Heart Cathedral School (hereinafter "SHCS" or "the school") and it exists to serve as an advocate, supporter, and communicator of SHCS. The Board exists to serve both the immediate as well as the long-term strategic needs and priorities of SHCS.

Section B The Board is consultative in nature and its function is to provide advice, assistance and perspective in areas pertinent to the mission of SHCS. These areas may include strategic planning, development and fundraising, finance, curricular development as well as policy development. When required, the Board may assist the Pastor in establishing a search for a new principal or assist the Principal in establishing a search for a new assistant principal. The Board's focus and goals for a given year are set by the Chair and the Principal in consultation with the Pastor and may change yearly depending on the needs and strategic goals of SHCS.

Section C The Board maintains collaborative relationships with other constituent groups in the school and parish community. These include but are not limited to the Home and School Association, the faculty/staff, the diocesan Catholic Schools office, any advisory boards established by the Parish, as well as the broader parent and alumni community of SHCS.

Section D

The relationship between the Board and the Diocese is stated in diocesan education policies that are available for Board members. The Board shall be governed by diocesan policy and shall periodically monitor all of its governing to ensure continued compliance. In all questions concerning possible conflict of policy, the policy and/or guidelines of the Diocese of Knoxville shall prevail.

ARTICLE III MEMBERSHIP

Section A

Members

1. The Board will be composed of at least six (6) at-large members and the following *ex officio* members:
 - a. The Pastor of the Cathedral of the Most Sacred Heart of Jesus;
 - b. The Principal of SHCS;
 - c. The Assistant Principal of SHCS;
 - d. The Accountant for SHCS;
 - e. The Director of Admissions and Development for SHCS;
 - f. Two teacher representatives—one from the Middle School and one from the Elementary School—selected by the Pastor in consultation with the Principal;
 - g. One Preschool representative;
 - h. One representative from the Home and School Association;
 - i. One parish representative from the Cathedral of the Most Sacred Heart of Jesus; and
 - j. Any other representative as deemed appropriate and important for the Board's mission as approved by the Board.
2. Membership at-large shall be open to all parents, alumni, and parents of alumni of SHCS or SHCS Preschool. However, no one who is an employee or related to an employee of SHCS or SHCS Preschool of the Cathedral of the Most Sacred Heart of Jesus is eligible for at-large membership.
3. Board members must:
 - a. Have an interest in and a commitment to Catholic education and the school's philosophy and mission;
 - b. Attend meetings and periodic in-service programs;
 - c. Serve on at least one sub-committee and participate in committee work;
 - d. Maintain high levels of integrity and confidentiality;
 - e. Deal with situations as they relate to the good of the entire school community;
 - f. Be credible witnesses of Christian values; and

- g. Abide by the Code of Ethics for Catholic School Board Members.

Section B

Officers

1. The officers of the Board shall consist of a Chair and Vice Chair.
 - a. The Chair shall serve a two-year term.
 - b. Elections for the Chair shall be held biennially.
 - c. The Vice Chair shall serve a one-year term.
 - d. Elections for the Vice Chair shall be held annually.
 - e. The Vice Chair may serve a maximum of two consecutive terms.
 - f. The Chair and Vice Chair must be a member of the Catholic faith.
2. Duties:
 - a. The Chair shall:
 - i. Preside at all regular and special meetings of the Board;
 - ii. Receive agenda items from Board members and develop a meeting agenda with the Principal prior to the scheduled meeting;
 - iii. Assign duties to members and appoint committees with the Principal as needed;
 - iv. Oversee implementation of duties of all officers and standing committees;
 - v. Notify absent members when more than two meetings are missed;
 - vi. Provide new member orientation and provide goals;
 - vii. Serve on the Principal Search Committee; and
 - viii. Appoint a member to record the minutes when the Recording Secretary is absent.
 - b. The Vice-Chair shall: Assist the Chair in all business matters and preside in the Chair's absence.

Section C

The Recording Secretary

1. The Recording Secretary
 - a. Shall be appointed by the Principal as outlined below.
 - b. Shall not be a member of the Board.
2. Duties: The Recording Secretary shall:
 - a. Record the minutes of all meetings;
 - b. Present duplicate copies of the minutes to the Chair within two (2) weeks after each meeting;
 - c. Send a copy of the agenda and the minutes of the last meeting to each member one (1) week prior to the meeting;
 - d. Preserve all reports and documents committed to his or her care;

- e. Keep a policy book separate from the minutes, to include all ratified policies;
- f. Publicize meeting times and make the topical agenda and minutes available to parents by posting in the school foyer and on the school web page; and
- g. Inform SCHS parents of the ratified policies and decisions made by the Board.

Section D Voting

- 1. If the Board is called to vote on a matter, four at-large members must be present to have a quorum.
- 2. All matters to be voted upon shall be decided by a majority of those present.
- 3. Ten days' notice must be given to all Board members prior to voting unless exigent circumstances require otherwise.

Section E Term Limits

- 1. Each at-large member shall serve a term of three (3) years. An at-large member may serve more than one term, but under no circumstances shall an at-large member be permitted to serve more than six (6) consecutive years. To the extent possible, at-large members terms shall be staggered so that at least two (2) new at-large members are selected each year.
- 2. Each teacher representative and parish representatives shall serve a term of three (3) years. With the approval of the Pastor and the Principal, a teacher or parish representative may serve more than one term.
- 3. The Home and School representative shall serve a term of one (1) year. The Home and School representative may serve more than one term, but under no circumstances shall the Home and School representative be permitted to serve more than three (3) consecutive years.
- 4. With the exception of members who are on the Board as a function of their employment, membership to the Board by any member shall not exceed nine (9) consecutive years.

Section F Method of Appointment

- 1. Anytime an at-large membership position is open, the Board shall form a Nominating Committee which will be responsible for soliciting nominees for appointment to the Board, setting an application deadline, and reviewing the applications submitted.

2. The Nominating Committee shall be chaired by an at-large member of the Board and shall include at least two (2) other Board members. An at-large member seeking a second term cannot serve on the Nominating Committee.
3. Nominees (including current at-large members seeking a second term) must submit a written application for membership.
4. After the application deadline has passed, the Nominating Committee shall review all the applications received and make recommendations to the Pastor, the Principal, and the Chair.
5. The final appointment decision shall be made by the Pastor, in consultation with the Principal and the Chair.
6. An appointment made to fill a partial term (e.g., due to board member resignation or removal) will end with the scheduled term.

Section G Removal from the Board

1. Board members may be removed by the Pastor at any time for just cause.
2. If an at-large member becomes an employee of SHCS or the Cathedral of the Most Sacred Heart of Jesus, that member will automatically be removed from their at-large position on the Board; however, this member would be eligible for an *ex officio* position.
3. If any Board member fails to attend two (2) consecutive meetings or fulfill his or her obligation to serve on a sub-committee without reasonable cause, the Board may declare the position vacant.

ARTICLE IV

CONFLICT OF INTEREST CLAUSE

Section A No person may serve on the Board who has an interest that is materially adverse to the purpose or functions of the Board, SHCS, the Cathedral of the Sacred Heart of Jesus, or diocese. (e.g., a conflict arising from a person's financial interest in a matter or issue before the Board.)

Section B Should a member develop or become aware of a conflict of interest, the member shall immediately and fully disclose the interest to the Pastor, the Principal and the Chair. Should the Pastor, the Principal, and the Chair determine that the member's interest is materially adverse, the member shall refrain and remove

himself or herself from any further Board consideration of that interest or issue. If the Pastor, the Principal, and the Chair do not agree, the Pastor shall make the final determination.

If the Chair develops or becomes aware of a conflict of interest, the Chair shall immediately and fully disclose the interest to the Pastor and the Principal. Should the Pastor and the Principal determine that the Chair's interest is materially adverse, the Chair shall refrain and remove himself or herself from any further Board consideration of that interest or issue. If the Pastor and the Principal do not agree, the Pastor shall make the final determination. If it is determined that there is a conflict of interest, the Vice Chair shall perform the duties of the Chair for that issue.

ARTICLE V MEETINGS

Section A The Board will meet regularly as announced at the first Board meeting of each school year. All regular meetings will be open unless otherwise determined by the Board. Copies of the agenda and the other appropriate documents will be provided to all Board members and visitors.

Section B Executive Session:

A call to go into executive session may be proclaimed by the Chair. For reasons of confidentiality and in the best interest of the school, discussion under executive session shall be closed to all non-members of the Board and to the public. Minutes of the discussion held under executive session shall reflect only final determinations and actions taken. Any member of the Board may also request an executive session.

Section C The Chair and the Principal shall develop and amend the agenda as needed.

Section D Non-Members' Right to Address the Board

1. Non-members, visitors, etc., may address the Board with permission of the Chair in consultation with the Pastor and the Principal.
2. A written petition setting forth the matter being addressed should be submitted to the Principal and/or the Chair seven (7) days in advance of the meeting.
3. The non-member shall have a maximum of five (5) minutes to speak to the Board, exclusive of member questions. Additional time may be allotted by the Board when needed.

ARTICLE VI COMMITTEES

Section A Committees:

1. Any committees established by the Board are consultative and exist to meet both the immediate and long-term needs and strategic goals of the school. An at-large Board member shall chair all standing committees; otherwise, committee membership is open and, if desired, may include representation from outside the Board. The standing committees shall include:
 - a. Executive Committee—The members of this committee are the Pastor, the Principal, the Chair, and the Vice Chair. The Executive Committee shall have the authority to transact all necessary business on behalf of the Board in between regularly scheduled board meetings; however, actions taken by this committee shall not conflict in any way with the policies or previous actions established by the Board or the Diocese.
 - b. Strategic Planning Committee—The committee shall establish, review, revise and evaluate a five-year strategic plan that includes mission statement, goals, enrollment, curriculum, staffing, facilities, finance and development.
 - c. By-Law Review Committee—The committee shall be formed every five years to review the by-laws in their entirety.
 - d. Nominating Committee—The committee shall solicit and recommend nominees for the Board.
 - e. Advancement Committee—The committee shall serve as an advisory board to the Development Director.
2. As needed, the Board may establish additional committees to accommodate specific circumstances. Areas in which it may be beneficial to establish a committee may include, but are not limited to: development, curriculum, and public policy.

Section B Membership of Committees

1. All members of the Board shall be members of at least one of the committees referenced in Article VI, Section A.
2. The Chair shall appoint a member of the Board as a Committee Chair of each Standing Committee. Committee Chairs, after consultation with the Chair and the Principal, are responsible for the formation of their committees.

3. Membership of all committees, both standing and *ad hoc* may come from any appropriate area and are not limited to Board members, nor are they restricted to those with direct school affiliation.

ARTICLE VII REVISIONS AND AMENDMENTS TO BY-LAWS

Section A Amendments may be recommended by any Board member. The Board must approve the recommendation by a majority vote, which shall then be submitted to the Principal and the Pastor for ratification.

Section B Process

1. Proposed amendments must be made available in writing to the Chair.
2. The Chair shall distribute a copy of the proposed amendment(s) to all Board members at the next board meeting to be discussed on the agenda with at least two weeks notice. After such discussion, the amendment(s) will be decided upon by the Principal and the Pastor.

Section C The Board shall review the by-laws in their entirety to determine whether revisions are needed at least every five years, and otherwise as needed. Revisions shall be proposed by the By-Law Review Committee and shall be approved and ratified in the same manner as amendments.

ARTICLE VIII SCHOOL POLICIES

Section A Adoption/Recommendation

1. Each year, SHCS's policy statements should be reviewed for accuracy and applicability.
2. New and revised policies must be formulated and presented to the Board at least two (2) weeks before the meeting at which it will be presented. The Board should work towards consensus as it acts to develop the policy statement.
3. After the Board has achieved consensus on a new or revised policy, the proposed policy should be written in permanent form for ratification by the Pastor and the Principal. The Pastor's approval is indicated by his initialing and dating the policy statement.
4. Policies must be consistent with diocesan policy.

Section B

Publicizing of Policy

1. School policies, including any revisions, will be included in the Parent/Student Handbook.
2. The Board shall ensure that policies made after the Parent/Student Handbook are published must be provided in writing to the parents/guardians and students.

RATIFIED: Very Rev. David Butler 1/15/21
Pastor Date

RATIFIED: [Signature] 1/21/21
Principal Date