

**BYLAWS
OF THE
SCHOOL COMMISSION FOR ST. CHARLES BORROMEO CATHOLIC SCHOOL**

**ARTICLE I
Definitions**

- 1.1 **Commission** means the School Commission for St. Charles Borromeo Catholic School.
- 1.2 **Commissioner** means a member of the School Commission.
- 1.3 **Parish** means St. Charles Borromeo Catholic Parish located at 7112 S. 12th Street, Tacoma Washington 98465
- 1.4 **Pastor** means the current pastor of the St. Charles Borromeo Catholic Parish.
- 1.5 **President** means the current president of the Commission.
- 1.6 **Principal** means the current principal of the St. Charles Borromeo Catholic School.
- 1.7 **School** means St. Charles Borromeo Catholic School. The school is a mission of the Parish.

**ARTICLE II
Purpose, Objectives, and Governing Documents**

2.1 **Purposes and Responsibilities.** The overall purpose of the Commission is to advise and support the Pastor and the Principal in the operation of the Parish school. The Commission collaborates with the Pastor and Principal in the following:

- a. Assessing the needs of the school community;
- b. Evaluating the effectiveness of the school in performing its educational and formational missions;
- c. Recommending policies and conducting strategic planning for school operations;
- d. Educating the parish as a whole about the importance of the school;
- e. Working collaboratively with the pastoral counsel and other consultative bodies;
- f. Other tasks as agreed upon from time to time by a majority of the members of the Commission.

In service of these broader purposes and responsibilities, the Commission is responsible to:

- g. Advise regarding a mission statement for the school;
- h. Advise regarding goals for the school;
- i. Advise regarding future plans for the school;
- j. Advise regarding policies that give general direction for the School to the Pastor and the Principal;
- k. Advise regarding a plan and means to finance school programs, including tuition, development, and fundraising;
- l. Advise regarding allocation of resources according to the School budget;
- m. Monitor the School budget;
- n. Communicate with various public groups or interested persons about the School;
- o. Listen to the needs and concerns of the school community through appropriate forums set up for this purpose;

- p. Support the School in recruiting students;
- q. Promote the School to the Parish and parents;
- r. Determine whether Commission goals and plans are being met; and
- s. Evaluate the Commission's own effectiveness.

2.2 **Governing Documents.** The operation of the Commission shall be governed by these Bylaws.

2.3 **Guiding Documents.** The work of the Commission shall be guided by the information and directives located in the Archdiocese of Seattle's document, *Many Gifts, One Spirit: Church Governance Through Consultative Leadership* (revised edition 1008), any superseding editions of this document, and other such documents as may be promulgated from time to time by the Archdiocese of Seattle.

2.4 **Limitations on Activities.** The Commission is a valued and vital member of the School and Parish community. However, its actions have no binding authority or effect upon the Pastor, the Parish, or the School.

ARTICLE III General Composition

3.1 **Reflection of the Community.** The Commission shall be comprised of a diverse group that reflects the composition of the Parish and the School.

3.2 **Non-Catholic Member.** A non-Catholic parent of a child enrolled in the School shall be eligible and encouraged to serve on the Commission.

ARTICLE IV Specific Roles and Offices

4.1 **The Pastor.** The Pastor provides leadership to the Commission based upon his knowledge of the Parish community, the relationship of the School's mission within the Parish's mission, and familiarity with the Parish's financial circumstances.

4.2 **The Principal.** The Principal operates as the spiritual, educational, and managerial leader of the School.

4.3 **The Commission.** The Commissioners are called to work collaboratively and supportively with the Pastor and Principal.

4.4 **President.** The President shall preside at meetings of the Commission and shall have general supervision over the affairs of the Commission. In consultation with the Principal, the President shall prepare the agenda for the meetings of the Commission. He or she may take on such other and further duties as deemed advisable by the Commission. The term of President shall be two years, nonrenewable absent unusual circumstances. The President shall be Catholic and a member of the Parish.

4.5 **Vice President.** The Vice President shall perform all duties of the President in his or her absence or inability or unwillingness to act. He or she may take on such other and further duties as deemed advisable by the Commission. The term of Vice President shall be two years, nonrenewable absent unusual circumstances.

4.6 **Secretary.** The Secretary shall keep minutes of all meetings of the Commission and make them available for review, amendment, and approval by the full Commission in a timely fashion. He or she may take on such other and further duties as deemed advisable by the Commission. The term of Secretary shall be two years, nonrenewable absent unusual circumstances.

ARTICLE V Commissioners

5.1 **Voting Members.** With the exception of the Parish and School Members designated in Section 5.2 below, all members of the Commission shall be entitled to vote on all matters brought on for a vote of the Commission.

5.2 **Parish and School Members.** The following Parish and School personnel shall attend Commission meetings as non-voting members of the Commission: Pastor; Principal or in his or her stead, Vice Principal; Faculty Representative; and School Advancement Director.

5.3 **Number.** The number of Commissioners shall be fixed by the Commission. However, its voting membership shall remain between seven and nine community members in addition to the Parish and School Members designated in Section 5.2 above.

5.4 **Offices.** The Pastor and Principal shall appoint members to the following offices: President, Vice President, Secretary.

5.5 **Commissioner Selection and Eligibility.** A faculty representative designated by the Principal shall serve as a Commissioner. A representative designated by the School parent organization (SCOPE) shall serve as a Commissioner.

Current School and/or Parish employees are ineligible to serve as voting members of the Commission. Relatives (natural or by marriage) and those living in the same household as School or Parish employees may serve as voting members of the Commission but shall not be permitted to offer or vote on any motions related to salary or other terms of School or Parish employees' employment.

The remaining Commissioners shall be selected as follows:

At a time determined by the Commission to be appropriate, typically in the Spring, notification will be made to the School and Parish community of the number of seats on the Commission that are to be filled for a term beginning in the upcoming school year. All eligible who are interested in serving shall be encouraged to apply. A deadline for application shall be set.

At the next regular meeting after the application deadline, or as soon thereafter as practicable, the Commissioners then in office shall meet in executive session to discuss how applicants compare to the current needs of the Commission, and shall determine by majority vote who shall be invited to join the Commission. The Principal, Commission President, or another authorized designee shall convey the invitations and regrets to the applicants.

5.6 **Special Liaisons.** One Commissioner shall be serve as a member of the Parish Council. One Commissioner shall serve as a member of the Parish Finance Committee. One Commissioner may serve as a member of the Endowment Board.

5.7 **Committees.** The following standing committees are hereby established: Finance and Long Range Planning. From time to time, by majority vote, the Commission may establish additional standing and/or special purpose limited duration committees.

Committees shall be comprised of a subset of the full Commission, ideally of no fewer than three Commissioners. Committees may also include non-Commission members if determined by the Commission to be appropriate. Committees shall self-determine which committee member shall serve as chair, and shall determine the frequency and location of meetings according to its needs and purposes. However, in no event shall standing committees meet fewer than two times per school year. The Finance Committee shall work with the Principal and other appropriate staff to monitor the finances of the School. This committee shall be responsible to review the School's annual budget, expenditures, cash flow, and other financial management matters; to act as resource for discussion and/or troubleshooting of financial issues and problems; to report to the full Commission as appropriate; and to assist with ensuring the financial elements of the School are in line with its mission and strategic plan.

The Long Range Planning Committee shall assist the Principal and other appropriate staff with the long range planning for the School, including without limitation its future development, direction, structure, projects, and activities. This committee shall be responsible to study of the goals, objectives, and activities of the School; to receive and convey input from stakeholders; to report to the full Commission as appropriate; and to assist with ensuring the strategic plan of the School is in line with its mission and values.

5.8 **Term of Office.** Members shall serve three year terms, renewable once in the Commission's discretion. Terms should be staggered with new Commissioners replacing outgoing Commissioners each year. The Commission should strive to avoid greater than 25% of Commissioner seats turning over in any given year. Should it be determined in the judgment of the majority of the Commission that a particular Commissioner's term should be extended by one additional year, the Commission has discretion to do so; in such case, the extended term shall be a nonrenewable one year term. Terms run from the beginning of August of the first year to the end of July of the final year.

5.9 **Attendance.** Consistent attendance at Commission meetings is important. Members of the Commission who are unwilling or unable to attend regularly attend Commission meetings may be removed from the Commission. If a Commissioner will be absent from an upcoming Commission meeting, absent exigent circumstances, the Commissioner shall notify the President in advance of the meeting of his or her intended absence.

5.10 **Removal.** Any Commissioner may be removed from the Commission at any time, with or without cause, by majority vote of the Commissioners then in office at any meeting of the Commission.

5.11 **Resignation.** Any Commissioner may resign from the Commission at any time by sending a writing notifying the Principal and the President of the Commission of the resignation. Resignation conveyed in this manner shall take effect immediately without need for acceptance by the Commission.

5.12 **Vacancy.** Any vacancy on the Commission occurring during a term of office, regardless of cause, shall be filled by majority vote of the Commission. The method of selecting the Commissioner to fill a vacancy arising mid-term shall be determined at the discretion of the Commission. A Commissioner who fills a mid-term vacancy shall serve the unexpired remainder of the term of his or her predecessor, and may serve only one additional term if the remainder of the existing term is two years or more, but may serve up to two additional terms if the remainder of the existing term is less than two years.

ARTICLE VI Meetings

6.1 **Regular Meetings of the Commission.** Regular meetings shall be held on a monthly basis during the months of September through June. This schedule may be varied at the discretion of the Principal and the President of the Commission based upon the needs of the Commission and other pertinent considerations. The President or his or her designee shall preside at regular meetings of the Commission.

6.2 **Special Meetings of the Commission.** If in the judgment of the Principal, the President, or a majority of the Commissioners, a special meeting of the Commission is warranted to address a particular topic or topics outside the setting of a regular meeting, such a meeting shall be held at the time and place designated by the Principal and President. The President or his or her designee shall preside at special meetings of the Commission, unless the President determines that another person is better suited to chair that particular meeting.

6.3 **Presumptively Open Meetings and Executive Session.** Regular meetings of the Commission are held in Open Session, with any member of the School and Parish community able to attend.

In the discretion of the Principal, the President, or a majority of the Commissioners, during a regular meeting or in a special meeting set for a specific purpose, an executive session may be held to discuss sensitive matters. Executive sessions are closed sessions, which shall be

attended only by currently serving Commissioners and the Commission's invited guests. All attendees of any executive session are required to strictly maintain the confidentiality of all information, discussion, and other substance related to the executive session. The results of votes taken during executive session may not be disclosed beyond the confines of the executive session unless and until the Commission determines by majority vote that it shall make the information public.

6.4 **Committee Meetings.** Committee members may hold committee meetings in a time, place, and manner that is determined by the committee members to be best suited to serve the purposes and conveniences of the committee.

6.5 **Notice of Meetings.** Notice of regular and special meetings shall be provided to all Commissioners and to the School and Parish community no later than five business days before a meeting. No notice need be given of committee meetings other than to the members of the committee, unless members of the Commission or the School and Parish community have specifically requested notice; if such notice is requested, five business days' advance notice of committee meetings shall be provided to those who have requested the information.

6.6 **Agenda.** If a Commissioner or member of the School and Parish community wishes to have a specific item placed upon the Commission's meeting agenda for discussion and/or action, the Principal and President shall be notified in advance of the meeting, and shall have discretion to determine whether and when to add the item to the agenda.

6.7 **Quorum.** At any meeting of the Commission, attendance of a majority of the Commissioners then in office shall be necessary to constitute a quorum for the transaction of business. Live electronic attendance of Commission meetings via telephone, Zoom, or similar platform where all parties participating can hear each other at the same time is not preferred, but is acceptable, and shall be considered equivalent to in person attendance for all purposes.

6.8 **Voting.** Voting will normally take place in person during the regular or special meetings of the Commission, and shall not take place by proxy or absentee ballot. Electronic voting via email is acceptable if, in the judgment of the Principal, the President, or a majority of the Commissioners, a time sensitive matter requires a vote sooner than the next regular meeting of the Commission. In all circumstances, a quorum must be achieved for a vote to be considered a valid action of the Commission.

6.9 **Minutes.** Finalized meeting minutes after approval by the Commission at a regular meeting shall be maintained in the School office, and shall be made available to interested members of the School and Parish community promptly after request.

ARTICLE VII Amendments

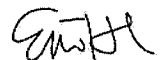
7.1 **Amendment.** These bylaws may be amended or repealed at any meeting of the Commission by the vote of a majority of the Commissioners then in office.

CERTIFICATION OF ADOPTION OF BYLAWS

The foregoing Bylaws were read, approved, and formally adopted by electronic vote of the School Commission of St. Charles Borromeo Catholic School concluded on the 10th day of June, 2023, and the Principal, President, and Secretary were empowered to authenticate and certify the Bylaws by their signatures below.


Beth O'Reilly, Principal


Aileen Carrell, President


Erin H. Hammond, Secretary