

**CONSTITUTION
Of
OUR LADY OF THE WAYSIDE SCHOOL ADVISORY BOARD**

PREAMBLE

The purposes of the Our Lady of the Wayside School Advisory Board are (1) to broadly represent the parish at large in our communal task of educating the students of Our Lady of the Wayside School; (2) to assist the Pastor and Principal with the privilege and the responsibility of educating each student to his/her fullest potential spiritually, intellectually, emotionally, physically, and socially through an education which seeks to foster and promote a life that is lived according to Catholic values; and (3) to coordinate and collaborate closely with key parish and school committees and groups, including but not limited to the Annual Fund Committee, Boosters, Family and School Association (FSA), Our Lady of the Wayside School Endowment Fund (OLWSEF), and the Parish Management Council (PMC), to ensure both the short-term and the long-term academic, financial, and spiritual success of Our Lady of Wayside School.

ARTICLE I

Section 1.1: Name

There is hereby established a board, under the name "Our Lady of the Wayside School Advisory Board."

Section 1.2 Definitions

- a) The term "Board" means the Our Lady of the Wayside School Advisory Board.
- b) The term "Parish" means the Our Lady of the Wayside Parish.
- c) The term "Pastor" means the Pastor of the Our Lady of the Wayside Parish and serves as the President of the Board
- d) The term "Principal" means the Principal of the Our Lady of the Wayside School and serves as the Executive Officer of the Board.
- e) The term "School" means the Our Lady of the Wayside School.

Section 1.3: Purpose

The Board, in conjunction with the Pastor of the Parish and Principal, shall be responsible for implementing the School Policy of the Archdiocese of Chicago. The policies of the Archdiocese shall be policies of the Board.

Section 1.4: Duties

The Board shall be responsible for developing, formulating, and recommending to the Pastor of

the Parish and Principal policies relating to academic, financial and spiritual activities and overall operation of Our Lady of the Wayside School.

Section 1.5: Policies

Any recommendations of the Board that are approved by the Pastor shall become official policies of the Board and shall be binding on the Board, Pastor, Principal, faculty, staff, parents, and students of the school. Board policies shall be consistent with and shall not contradict Archdiocesan policies.

Section 1.6: Additional Duties

The additional duties of the Board shall include, but not be limited to, the following:

- a) The Board shall review and advise the Principal and the Pastor with respect to the annual School budget prepared by the Principal. Final approval of the budget shall be the responsibility of the Pastor;
- b) The Board shall make recommendations to the Pastor and Principal in the setting of School tuition rates, fees, and other charges, and shall support fundraising necessary for operating the School;
- c) The Board shall coordinate and collaborate closely with key parish and school committees and groups, including but not limited to the Annual Fund Committee, Boosters, Family and School Association (FSA), Our Lady of the Wayside School Endowment Fund (OLWSEF), and the Parish Management Council (PMC), to ensure both the short-term and the long-term academic, financial, and spiritual success of Our Lady of Wayside School;
- d) The Board, working jointly with the Pastor, shall screen, interview, and hire the Principal.
;
- e) The Board shall develop and implement strategic planning of the School;
- f) The Board shall promote and publicize the School;
- g) The Board shall support the Annual Fund Committee with three members;
- h) The Board shall perform such other duties as may be specified in the Constitution or assigned by the Pastor.

ARTICLE II - Board Membership

Section 2.1: Composition, Eligibility and Number

The Board shall be broadly representative of the Parish and parents of School children. No employee of the School or Parish and no immediate family member of an employee shall be eligible for Board membership. There shall be a total of nine voting members of the Board, plus the Pastor who shall vote only in the event of a tie.

Section 2.2: Election, Appointment, Vacancy, and Removal

The voting members of the Board shall be elected by the Parish membership in an annual election from among candidates whose applications are approved by the Pastor. If, in the judgment of the Pastor, there is an insufficient number of approved candidates to warrant an election to fill vacancies resulting from the expiration of the terms of office of members of the Board, such vacancies shall be filled by appointment of the Pastor. Vacancies occurring on the Board shall be filled by appointment of the Pastor for the remainder of the unexpired term. Any voting member of the Board who is absent from two consecutive meetings of the Board without Board approval may be dismissed from the Board by a majority vote of the remaining Board members.

Section 2.3: Elections Committee

The Elections Committee shall convene annually and be composed of at least two voting members of the Board appointed by the Chairperson of the Board.

Section 2.4: Nominees

The Elections Committee shall publish in the Parish Bulletin a Nomination Application with the notice of solicitation of nominees and the notice of the election date. Nominations may only be made by the candidate. Approval of any Nomination Application is at the discretion of the Pastor. Nominees will be placed on the ballot upon such approval.

Section 2.5: Time of Annual Election

The annual Board election shall take place no earlier than the first Sunday of April, but prior to the last Board meeting of the year. Prior to the first Sunday of February, the Elections Committee shall, with the approval of the Pastor:

- a) Schedule a date for the annual election,
- b) Notify all Board members of the date of the annual election, and
- c) Publicly post the election date via the Parish bulletin.

Section 2.6: Election Procedure

Voting will be conducted after all Parish Sunday Masses and the Saturday Mass of Anticipation. Only one ballot is permitted for each registered member of the Parish who is at least eighteen years of age. Preprinted ballots will be completed by hand. Absentee ballots will be accepted until the close of business on the Friday immediately preceding the election date when cast in person at the Parish office. Absentee ballots by mail are not permitted. All ballot boxes will be sealed until the conclusion of voting. All ballots will be counted on electionday after the last Mass. The Chairperson will notify all candidates of the election results as soon as possible. The candidate(s) with the largest number of votes will be declared the winner(s). In the case of a tie, the Pastor will determine the winner. Each registered parishioner shall have one vote per vacancy. Votes may be

used for one candidate or split between or among candidates, but only whole votes will be counted.

Section 2.7: Term of Office

Each voting member of the Board shall be either elected or appointed for a three-year term of office. Such term shall begin just prior to adjournment of the Board's regular May meeting but before the annual election of officers of the Board as provided for in Article III, Section 3.6. Terms of office of the nine voting members shall be classified so that no more than three members' terms shall expire in any given year. Members of the Board shall hold office until the commencement of the terms of their successors. Voting members of the Board may not serve more than two consecutive terms.

ARTICLE III – Officers

Section 3.1: Election of Officers

The officers of the Board shall consist of a President, a Chairperson, a Vice Chairperson, and a Recording Secretary.

Section 3.2: President

The Pastor shall serve as President of the Board. He may preside at all meetings and is an *ex-officio* member of all Board committees. All Board decisions and policies shall be subject to his approval.

Section 3.3: Chairperson

The Chairperson of the Board shall direct the proceedings of all regular and special meetings. The Chairperson shall appoint all Board committees and assign additional duties to members as required, unless otherwise directed by the Board; shall execute on behalf of the Board all written instruments, except as otherwise directed by the Board; and, in consultation with the Board officers and the Executive Officer, shall be responsible for the agenda to be used at meetings in accordance with the provisions of Article IV. The Chairperson is a voting member of the Our Lady of the Wayside School Endowment Fund (OLWSEF) Board.

Section 3.4: Vice Chairperson

The Vice Chairperson, in the absence of the Chairperson, shall perform the duties and exercise the functions of the Chairperson and shall perform such other duties as delegated to him/her by the Chairperson. In the event the Chairperson is unable to fill his/her term of office, the Vice Chairperson shall succeed to that office.

Section 3.5: Recording Secretary

The Recording Secretary shall be responsible for the minutes of the meetings of the Board; shall see that all notices are given in accordance with the provisions of this Constitution; shall be custodian of all records of the Board; and, in general, shall perform all duties incident to the office of the Recording Secretary of the Board and such other duties as from time to time may be assigned

by the Chairperson. In the absence of or at the request of the Chairperson, or Vice Chairperson, the Recording Secretary shall chair the meeting.

Section 3.6: Election and Tenure

- a) The Pastor shall serve as President of the Board. The other officers shall be elected for a term of one year by the newly constituted Board at the regular May meeting immediately following the installation of any newly elected, re-elected, appointed, or re-appointed members. Candidates for the office of Chairperson shall be required to have previously served on the Board for at least one year. Officers shall hold offices until the next annual election or until their successors are duly elected. In the case of a vacancy in office, the remaining members at any meeting of the Board may elect a successor to fill such vacancy and to serve for the unexpired term of such office.
- b) The Executive Officer of the Board, and in his/her absence, the President of the Board, shall give each new Board member the option to vote, if desired, along with other sitting Board members who are eligible to vote. Each voting member shall cast, in turn, a written ballot for his/her selection of Chairperson, Vice-Chairperson, and Secretary. The out-going Board members will collect and count the ballots. The newly-elected Officers shall take office immediately following the election.

Section 3.7: Executive Officer

The Principal shall be the Executive Officer of the Board. The Executive Officer is not a member of the Board, but he/she (or his/her delegate) may participate in the deliberations of the Board. The Executive Officer shall have the responsibility of implementing Board policies. The Assistant Principal of the School shall aid the Executive Officer and may be present at all Board meetings.

ARTICLE IV - Meetings and Procedures

Section 4.1: Regular and Special Meetings

Ordinarily, the regular meetings of the Board will take place on the third Monday of each month from August through November, and from January through May. At least six of the nine monthly meetings shall be open to the public. Special meetings may be held whenever called by the President, or the Chairperson, or by a majority of the Board with the approval of the President and Chairperson.

Section 4.2: Time, Place, and Agenda

- a) All meetings are to be held at such times and places as may be fixed by the President, or the Chairperson, or by a majority of the Board with the approval of the President or Chairperson. Written notice of the place, date, and hour all regular meetings of the Board shall be provided to all Board members and published in the Parish Bulletin at least seven days prior to the meeting. Written notice of the place, date, and hour of all special meetings shall be given to all Board members at least five days prior to the meeting date, unless all Board members consent in writing to an earlier meeting date.

- b) The agenda for each meeting must be approved by the President or Chairperson prior to its being made public.

Section 4.3: Quorum, Voting, and Proxies

- a) A majority of the members of the Board present in person shall constitute a quorum. Except as otherwise provided herein, the vote of a majority of the members voting at a meeting at which a quorum is present shall be sufficient for any decision or election. At any meeting of the Board at which a quorum is present, each member shall be entitled to vote in person or by proxy appointed in writing.
- b) Notwithstanding paragraph (a) of Section 4.3, the minutes of any regular or special meeting of the Board may be approved when every member of the Board provides notice in writing to the Secretary that the member approves the minutes.

Section 4.4: Rules of Procedure

The Board may establish rules for the conduct of its meetings, but in the absence of such rules, the latest revision of Robert's Rules of Order shall apply.

Section 4.5: Petitions

All petitions or communications shall be submitted to the Chairperson or the Principal at least one week prior to the meeting.

ARTICLE V – Committees

Section 5.1

The Board may, by resolution, provide for such committees as it deems advisable. Each committee shall have such powers and shall perform such duties as may be delegated to it by the Board. Unless the Board decides otherwise, the Chairperson shall appoint the members of all Board committees. Each committee shall have at least one voting member of the Board, and such other number of voting members of the Board and other persons as the Chairperson shall determine.

Section 5.2: Standing Committees

The Board shall have the following standing committees:

- a) Finance Committee: whose primary responsibility is the studying, researching, and developing of position papers on issues that affect the financial affairs of the School. This Committee reviews the annual budget of the School for presentation to the Board with its observations and recommendations for Board approval and the Pastor's approval. It researches subsidies to the School, if requested by the Pastor, and makes recommendations thereon.
- b) Elections Committee: whose primary responsibility is the scheduling and operation of the

annual Board election, and all such related activities.

- c) Public Relations Committee: whose primary responsibility is the development and support of recruitment programs and public relations for the School, including the development and maintenance of informational materials necessary to implement this purpose. The Public Relations Committee works closely with the school's Development Director in marketing and public relations activities.
- d) Strategic Planning Committee: whose primary responsibility is to manage the Strategic Plan and provide quarterly updates on key developments, current strategic initiatives, and future initiatives. The Committee will solicit input from key stakeholders on the various aspects of the Strategic Plan.

ARTICLE VI - Amendment to Constitution

Written notice of proposed amendments to the Constitution must be given to all members of the Board at least seven days prior to the meeting at which the proposed amendment will be considered. A proposed amendment must receive the two-thirds majority vote of all voting members of the Board and the approval of the Pastor for adoption.

ARTICLE VII – Notices

Section 7.1

Unless otherwise specified, any notice required to be given by the Constitution shall be deemed to have been given:

- a) in person upon delivery of the notice to the person to whom such notice is addressed;
- b) by mail upon deposit of the notice in the United States mail, enclosed in a postage prepaid envelope;
- c) by electronic mail upon electronic transmission of the notice; or
- d) by facsimile machine upon acknowledgment by the facsimile machine used to transmit the notice of the successful transmission of the notice

Approved unanimously by the OLW School Advisory Board on April 15, 2019