

**By-Laws**  
**Of the**  
**Sacred Heart Academy School**  
**Board**



Revised & promulgated June 2020

## Article I: Identification

- 1.1 **Name** The name shall be the Sacred Heart Academy School Board (“BOARD”). This BOARD is organized under the auspices of Most Sacred Heart of Jesus Parish, Mt. Pleasant, Michigan (“PARISH”) through its Pastor (“PASTOR”), and the Diocese of Saginaw (“DIOCESE”). The Academy’s School BOARD shall be considered a special committee of the Sacred Heart PARISH Council.

## Article II: Purpose

- 2.1 The BOARD has the responsibility to cultivate the highest possible standards of academic and religious education for all students and provide policy direction in the following areas:
- A. **Mission:** Ensure that the “Mission Statement” of Sacred Heart Academy is followed and implemented to the fullest extent possible. Sacred Heart Academy, a Catholic school founded in 1889, is committed to the mission of Jesus Christ. With our families and faith community, we provide a balanced curriculum to strengthen mind, body, and spirit so each student fulfills God’s purpose.
  - B. **Strategic Planning:** Support and facilitate targeted objectives of the School/Strategic Improvement Plan and assist in its annual planning process.
  - C. **Guidance:** Assist the PASTOR and school administrators in overseeing the overall operations of Sacred Heart Academy that include developing and recommending policies that shall govern Sacred Heart Academy.
  - D. **Financial oversight:** Assist with, recommend, and monitor the annual budget; set tuition rates; participate in financial planning.
  - E. **Principal(s) Selection/Evaluation/Termination:** BOARD may provide feedback to the PASTOR on K-12 Principal and to K-12 principal on Assistant Principals as requested by the PASTOR. BOARD members may participate in the hiring of school administrators and recommend dismissal, as requested by the PASTOR.
  - F. **Advancement:** Work in association with the school Admissions Director and core school administrators to develop and assist with comprehensive school advancement programs. Enrollment management; marketing/communication/public relations initiatives; development & fundraising; fostering academic excellence; and promotion of our Catholic identity shall all be included in the BOARD duties for Advancement. Members shall represent Sacred Heart Academy together with the PASTOR, Principal, and Assistant Principals in school, PARISH, and community matters, concerns, and functions.
  - G. **Adopt** and review these By-Laws every 3 years or as needed.

## Article III: Membership

- 3.1 **Composition** The BOARD shall be composed of no fewer than seven voting members who are nominated by the Nominating Committee or appointed by the PASTOR. At all times, membership shall comprise of at least one BOARD member who is a parent of a student in the Elementary building and at least one BOARD member who is a parent of a student in the High School Building. The Principal, Assistant Principals, Business Manager, PASTOR, and Superintendent of Schools of the DIOCESE of Saginaw shall serve on the BOARD ex-officio (non-voting members). All BOARD members serve without compensation or remuneration, nor shall they benefit financially from their association with the school or as BOARD members of the school.
- 3.2 **Qualification** Membership is open to all adult (age 21 years or older) registered members of the PARISH, of which must be actively participating and meeting minimum membership requirements set forth by the PARISH.

A. **Attributes** The BOARD shall be composed of individuals that possess leadership, diverse skills, and wisdom compatible with the mission of Sacred Heart Academy. While seeking diversity of PARISH involvement and skills compatible with the mission of Sacred Heart Academy, individuals shall be identified and recruited on the basis they bring unique experiences and proficiency to further augment the school's mission. All nominees for BOARD membership shall intend to possess the following attributes:

- A commitment to Catholic school education, its mission and its future
- Expertise in one or more of the areas that contribute to the BOARD's work: Finance, Development/Fundraising, Marketing, Facilities and Strategic planning
- A willingness and ability to make a meaningful time commitment to the work of the BOARD
- Ability to attend monthly meetings
- A willingness to serve on at least one standing committee of the PARISH
- A willingness to support school, PARISH, and Diocesan policy
- A willingness and ability to maintain high levels of integrity and appropriate confidentiality
- A willingness and ability to be credible witnesses of the Catholic faith to the school, community and PARISH
- Be objective and free of self interest

B. **Nomination Process** The nomination process shall be outlined as follows:

1. Any individual who seeks nomination may contact the PASTOR or a current BOARD member, complete the nomination application and submit to either party. Consideration shall be based on the candidates' demonstrated strong interest in Sacred Heart Academy's prosperity and continued success.
2. Retiring members shall leave their seat at the meeting closest to June 1 of each year. Renewing terms of current BOARD members shall take place at the meeting closest to June 1 of each year..
3. Nominations shall be voted on by current membership no later than the meeting closest to June 1 of each year with newly nominated members taking their seat at the meeting closest to August 1 of each year.
4. Filling of vacancies may occur with a BOARD vote at any regularly scheduled meeting.
5. Voting shall be by written secret ballot, with a two-thirds majority needed to secure.

Current BOARD members shall actively identify and recruit potential candidates for the next vacancy created from a term expiration, resignation, removal, incapacity or death. It shall be the intention of the BOARD to establish and perpetually manage a list of potential individuals who would bring added value to the BOARD.

3.3 **Terms** Nominated individuals shall serve a three-year term. In the event that an individual agrees to serve an additional term, a majority vote by the current BOARD members shall be necessary to approve reappointment. If a majority vote in favor of reappointment is not obtained, the BOARD vacancy shall be advertised and recruitment efforts shall begin immediately as outlined in Article III, Paragraph 3.2. No individual may be reappointed or nominated for more than two consecutive three-year terms. Terms shall begin on July 1<sup>st</sup> and shall end June 30<sup>th</sup> of the year of expiration. The BOARD Secretary shall publish term expiration dates of all current members at least once annually, preferred at the June regular/annual meeting. After a one year hiatus, past members may seek nomination for a vacancy to the BOARD.

3.4 **Vacancy** A BOARD vacancy may be filled at any regularly scheduled meeting by a) appointment of an individual by the PASTOR and/or b) appointment of an individual by a majority vote of the BOARD membership to serve the unexpired term resulting from resignation, removal, incapacity or death. The

newly appointed BOARD member will complete the unexpired term for the current school year. At the completion of the current school year, the appointed BOARD member will then be eligible to serve two more terms of three years each. Any individual appointed shall be an adult registered member of the PARISH. Notice of vacancy shall be advertised via word of mouth, Church Bulletin, school newsletters, website, social media and by such other means, if any, as the BOARD may determine.

- 3.5 **Limitation** Sacred Heart Academy staff (paid or unpaid) and his/her spouse, as the case may be, shall not be eligible to serve on the BOARD as a voting member. Individuals holding executive officer positions on the PARISH Council, Finance Council, Sacred Heart Athletic Association, and the Home and School Association shall not be eligible to serve on the BOARD as voting members.
- 3.6 **Resignation/Removal** Any BOARD member may resign at any time by giving written notice thereof to the BOARD President and/or the PASTOR. The PASTOR, after consultation with the Executive Committee, may remove any BOARD member at any time. The BOARD, with a  $\frac{2}{3}$  majority vote, may recommend to the PASTOR that a BOARD member be removed for just cause. BOARD members must maintain a current account status to serve on the BOARD. Accounts will include charges for tuition, fees, registration, lunch, latchkey, damages, and any other fee charged for services provided by Sacred Heart Academy. Any member with a delinquent account shall receive notification from the Business Manager. If such a member neglects to bring account current, such BOARD member could be removed from further BOARD service.
- 3.7 **Tuition Assistance Support Fund** In addition to donations of time and talent, BOARD members are asked to contribute personally in a significant way for the school. The tuition assistance support fund for Sacred Heart Academy is a priority, and 100 percent BOARD participation is requested annually.
- 3.8 **Attendance** BOARD members shall practice regular attendance at monthly meetings. Members may, when unable to attend in-person, participate in BOARD meetings by phone or video teleconference. Any BOARD member absent from four (4) regular meetings of the BOARD during one year (July 1 to June 30) shall, unless excused by action of the BOARD, voluntarily resign from membership. The BOARD may vote to remove a BOARD member with a  $\frac{2}{3}$  majority vote. The PASTOR, after consultation with the Executive Committee, may remove any BOARD member at any time.

#### **Article IV: Officers**

- 4.1 **Number and Duties** The officers of the BOARD shall be a President, Vice President and Secretary, which are elected among the current voting membership. The officer positions (Executive Committee) shall be elected at the meeting closest to June 1 of each year by written secret ballot to serve a term of one year commencing July 1<sup>st</sup>. In the event of a vacated officer position, the BOARD shall, within thirty (30) days of the vacancy, elect another BOARD member to serve the unexpired term. Unless deemed necessary by the PASTOR or President, there is no duty for a meeting in the month of July.
- 4.2 **President** The President of the BOARD shall preside at all regular and special meetings and shall perform such other duties and have such other power as the BOARD may prescribe from time to time. The President shall assume a leadership role for the BOARD, shall see that all resolutions of the BOARD are carried into effect, shall represent the BOARD at school, PARISH, or community functions, and authenticate by signature with the secretary, when necessary, all resolutions of the BOARD. The President, in consultation with the Principal(s) creates meeting agendas and presents any accompanying documents to all BOARD members and committee members at least five (5) working days prior to each meeting. The President shall hold a voting seat on the Finance Council, where attendance is required and shall act as liaison so as to facilitate communications.

- 4.3 **Vice President** The Vice President shall be an aide to the President, preside at meetings of the BOARD when the President is unable to do so and shall perform such other duties and have such other power as the BOARD may prescribe from time to time. The Vice President shall agree to serve on at least one of the standing committees listed in Article VI and shall act as liaison so as to facilitate communications between PARISH and school.
- 4.4 **Secretary** The Secretary shall attend all meetings of the BOARD and record all the proceedings of the meetings. The Secretary shall be custodian of the BOARD's records and files as outlined in Article V letter E below. The Secretary shall submit a copy of the minutes within a reasonable time to the BOARD President for editing or forwarding with agenda; see that all notices are fully given in accordance with these bylaws; and shall perform such other duties and have such other power as the BOARD may prescribe from time to time. The Secretary shall be responsible to prepare and send or deliver official communications on behalf of the BOARD. The school BOARD Secretary shall perform the above duties or shall designate them to paid administrative staff. The Secretary shall agree to serve on at least one standing committee listed in Article VI and shall act as liaison so as to facilitate communications between PARISH and school. In the absence of the President and the Vice President, the Secretary shall preside at BOARD meetings.
- 4.5 **Limitations** No BOARD member shall hold more than one office on the BOARD. The BOARD shall not be bound by any statement or action on the part of any individual member(s) of the BOARD except when such statement or action is in pursuance of specific instruction of the BOARD.

## **Article V: Meetings**

- 5.1 These ByLaws provide for the responsibility to hold an annual meeting, monthly work session meetings (open or closed) and special meetings, which shall be as set forth below:
- 5.2 **Regular, Special and Annual Meetings**
- During the school year, the BOARD shall meet at least six (6) times per year (July 1 to June 30) with dates determined by the BOARD in its first meeting of the school year, with inclination that regular meetings be held monthly. The schedule for and location of these meetings will be set and publicized for the year at the meeting closest to August 1 each year.
  - The BOARD may call a special meeting upon three (3) days notice delivery via in person, telephone, or electronic delivery to all BOARD members. The purpose of the special meeting shall be stated. A special meeting may be called by the PASTOR, the President, or any two voting members.
  - The BOARD meeting on or closest to June 1 shall be designated as the annual meeting with agenda topics to include:
    - a)officer elections for the next school year
    - b)evaluate the areas of responsibility as described in Article II
    - c)goal setting for the next school year.
- 5.3 **Quorum** A quorum for all meetings (BOARD and committee) shall exist whenever a majority of the voting members (7) are present. If there is a quorum, business may be conducted and a simple majority of those present may pass or defeat any proposal.
- 5.4 **Voting** Each nominated BOARD member, or committee member, as the case may be, shall have one vote. No proxy or substitute voting is allowed.

- 5.5 **Order of Business** Meetings of the BOARD shall be open to all, however, the BOARD reserves the right to declare closed sessions. Each BOARD member shall receive notice and a copy of the agenda and supporting materials at least five (5) business days prior to the regularly scheduled meeting. Anyone wishing to place on the agenda an item for consideration by the BOARD must notify the Secretary and/or President at least three (3) working days prior to the scheduled meeting. The suggested length of BOARD meetings in no more than two (2) hours.
- 5.6 **Archives** The BOARD Secretary shall maintain all meeting minutes and records associated with regular meetings, special meetings, etc., and shall submit written minutes to BOARD members for review and approval no later than five business days prior to the regular scheduled meeting. After BOARD approval, minutes and accompanying documents shall be submitted to the facilitator in charge of school website maintenance as well as the PARISH Business Office for archiving. The Secretary shall prepare, keep current, and distribute annually to all BOARD members a roster identifying each member and their contact information. The BOARD Secretary shall maintain term expiration data and submit this report to all BOARD members at least once annually.
- 5.7 **Meeting by Media/Remotely** The members of the BOARD, or any committee, may conduct business by conference telephone or similar communications equipment provided that all members can hear each other and have access to the information presented. Whenever possible, BOARD members are encouraged to attend meetings in person, however, participation in a meeting pursuant to this paragraph shall constitute presence in-person at the meeting. The transactions of any meeting of the BOARD, however called and noticed, or wherever held, shall be as valid as though they had a meeting duly held after regular call and notice, if a quorum is present and if, either before or after the meeting, each of the BOARD members NOT present signs a written waiver of notice or consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the minutes of the meeting.

## **Article VI: Committees**

- 6.1 The BOARD may establish an executive committee, standing committee(s) and ad hoc committee(s) as it deems appropriate. Standing PARISH councils/committees work towards achieving goals in respect to PARISH objectives. It is recommended that the following committees shall have at least one member of the school BOARD attend and serve as liaison as to facilitate open communication between committees respectively. The following standing committees are established by the PARISH:

PARISH Council  
Finance Council  
Development Committee

### **Standing Committees of Sacred Heart Academy**

Sacred Heart Academy Athletic Association  
Sacred Heart Academy Home & School Association

- 6.2 **PARISH Council:** The School BOARD is considered a special committee of PARISH Council, so it shall be essential that one BOARD member attend monthly meetings so communication advances between groups. The Sacred Heart PARISH Council assists the PASTOR in developing a vision for PARISH life that enables the PARISH to fulfill the ideals of its mission statement. The PARISH Council and its members play a critical role in visioning ways in which the Sacred Heart PARISH can more effectively live the Gospel. PARISH Council meetings are held monthly.
- 6.3 **Finance Council:** The purpose of the Finance Council is to aid the PASTOR in the administration of PARISH possessions. It is recommended that the BOARD President attend the monthly Finance Council meetings to provide news from the school. Finance Council meetings are held monthly.

6.4 **Development Committee:** The purpose of the Sacred Heart Development Committee is to provide oversight of various development functions including capital projects and programs, recommend fundraising procedures and alumni relations to ensure appropriate communication and opportunities, provide direction on prospect management with respect to revenue sources, and act as the decision making body regarding matters of stewardship and recognition, among other duties it may be charged with. This committee meets quarterly. The Development Committee reserves the right to select which school BOARD member to serve that will bring added value skills and knowledge to its objectives. Notification of such BOARD member chosen shall be given notice before the quarterly committee meeting held in July.

6.5 **Athletic Association:** The Sacred Heart Athletic Association's primary purpose is to provide the finances for the operation of the athletic programs at Sacred Heart Academy. Athletic Association meetings are held monthly.

6.6 **Home & School Association:** Home & School Association objectives are to promote the understanding and cooperation between parents, teachers and school administration and to promote the goodwill and development of our children. It is expected that one BOARD member attends meetings. Home & School Association meetings are held bi-monthly.

6.7 **Ad Hoc Committee(s):** The BOARD shall be empowered to appoint ad hoc committee(s), as necessary, as long as the following conditions are met:

- A. the committee has specific problems/issues to address,
- B. problems/issues can be resolved in a definite period of time,
- C. the deadline for resolution of the issue(s) is stated (subject to extension), and
- D. the Committee reports to the BOARD as directed.

Recommended Ad Hoc Committees

- A. Bylaws Review
- B. Nominating Committee

The BOARD may discontinue such ad hoc committees and dismiss them with thanks at the completion of the appointed task.

6.8 **Executive Committee:** An Executive Committee consisting of the elected officers shall exercise all powers and authorities of the BOARD, except that the Executive Committee shall not have the power or authority to amend the By-Laws, between meetings. The Executive Committee shall keep minutes of any meeting(s) or action taken and report the same to the BOARD. The Executive Committee shall address emergency situations in which it is impossible or inappropriate to assemble the full BOARD. The Executive Committee may also recommend to the BOARD special project committees to address areas not covered by a standing committee. It is recommended that the Executive Committee or its designee shall meet with the Business Manager before each regular BOARD meeting.

### **Article VII: Parliamentary Procedure**

7.1 The BOARD shall follow the latest edition of Robert's Rules of Order in the conduct of its business and affairs.

### **Article VIII: Confidentiality**

8.1 All BOARD members are bound to maintain confidentiality with respect to sensitive information obtained in their role. In order to encourage free exchange in discussion and to prevent misunderstandings, all

information gleaned from verbal presentations, written materials, discussions and recommendations shall be deemed confidential. Each member will sign a Confidentiality Agreement annually. If confidentiality is breached, see Article III Section 6: Resignation/Removal.

### **Article IX: Conflict of Interest**

- 9.1 The BOARD (excluding the potentially interested member) shall determine by majority vote, whether a conflict of interest exists. If a conflict is deemed to exist, such person shall not vote on, exert influence over or participate in any of the deliberations with respect to such circumstance. Such a person may be requested to be absent from BOARD discussions about the transaction or situation.

### **Article X: Amendments**

- 10.1 Proposed amendments shall be in writing and shall be delivered to all BOARD members no less than thirty (30) days prior to the June meeting. Proposed amendments shall be considered properly delivered when delivered to BOARD members in hard copy or electronic form.  
Once proposed and delivered as set forth above, the President shall be compelled to put the item on the June meeting agenda, allowing adequate time for discussion. The issue shall be voted upon at the June meeting. A count of hands shall constitute a vote, unless any member calls for a roll call or secret ballot. Any amendment failing to get a majority vote of the BOARD shall be deemed to have failed.

### **Article XI: Enactment**

- 11.1 These bylaws shall become effective upon the approval of the PASTOR and promulgation by the school BOARD.

#### Certificate of Effective Date

Certified a true and correct copy of the Bylaws adopted on the 8<sup>th</sup> day of June, 2020 by the Sacred Heart Academy School BOARD.

Sarah Pieratt, Secretary

Sarah Pieratt

Printed Name