

January 2007

**Statutes and Procedures
of
THE ALLIANCE OF MISSION DISTRICT CATHOLIC SCHOOLS
CONSULTATIVE BOARD**

ARTICLE I. PURPOSE

SECTION 1. The purpose of the Alliance of Mission District Catholic Schools (AMDCS) Consultative Board is to:

- Advise and consult with the Executive Director in the governance, finance and institutional advancement of the AMDCS
- Formulate policy at the request of the Executive Director to guide the discretionary actions of the AMDCS
- Facilitate the ongoing implementation of a vision for the Catholic Schools within the AMDCS
- Provide leadership for the committees of the AMDCS Consultative Board

ARTICLE II. MEMBERSHIP AND SELECTION PROCESS

SECTION 1. Membership. The Consultative Board shall consist of eighteen (18) to twenty-four (24) members. Appointment shall be based on skill and needed expertise.

- a. Voting members:
 - All members, except ex-officio
- b. Ex-officio members:
 - Superintendent of Catholic Schools and/or delegate and the AMDCS Executive Director

SECTION 2. Eligibility. AMDCS Consultative Board members must meet the following criteria:

- Interest in, and commitment to, Catholic education and the AMDCS mission
- Able to work in a collaborative way for the good of the AMDCS
- Commitment to participate in the regular meetings of the Consultative Board

SECTION 3. Selection Process. The members of the Consultative Board (excluding ex-officio membership) shall be appointed by the Executive Director after consultation with a nominating committee of the Consultative Board; and, with the approval of the Superintendent.

SECTION 4. Tenure of office/removal. Each member, excluding ex-officio members, will hold office for a term of three (3) years, renewable once. Following a transitional schedule of initial rotation determined by lottery, the terms shall be staggered so that one-third of the membership will be appointed each year.

Any member of the Consultative Board, other than an ex-officio member, who is absent from two consecutive regular Consultative Board meetings, unless excused by the Executive Director or the action of the Consultative Board, shall cease to be a member of the Board. The Superintendent and the Executive Director may remove a member of the Consultative Board with or without cause.

Mid term vacancies on the Consultative Board shall be filled by the Executive Director, with the approval of the Superintendent.

ARTICLE III. MEETINGS

SECTION 1. Regular Meetings. The Consultative Board will meet monthly during the school year.

SECTION 2. Special Meetings. Special meetings of the Consultative Board may be called at the request of the Executive Director.

SECTION 3. Quorum. A quorum for the transaction of business at any meeting of the Consultative Board shall consist of a simple majority of the members of the Consultative Board then in office. If less than such a number is present at a meeting, discussions may take place; however, no binding decisions may be made. The members present shall then adjourn the meeting and shall provide notice of adjournment to the other members.

SECTION 4. Visitors. Visitors have the right to attend and observe the proceedings of the meeting.

SECTION 5. Visitor Conduct. Visitors may address the Consultative Board according to the procedures established by the Consultative Board currently in office.

SECTION 6. Executive Sessions. The Chair or the Executive Director has the right to call an executive session. These executive sessions will consist of all members of the Consultative Board and ex-officio members.

ARTICLE IV. MANNER OF ACTING

SECTION 1. Manner of Acting. In its deliberations, the Consultative Board shall work toward achieving consensus. After an appropriate time for deliberation, and if consensus cannot be reached, each member shall be allowed one vote on all matters coming up for vote before the Consultative Board. Recommendations will be based upon a simple majority of those members present.

ARTICLE V. DUTIES AND RESPONSIBILITIES

SECTION 1. Duties and Responsibilities. Duties and responsibilities of the Consultative Board include:

- Consult with the Executive Director and make recommendations for changes in the structure of any AMDCS school*
- Develop the annual AMDCS budget and upon approval by the Consultative Board and Executive Director submit to the Superintendent for approval*
- Develop annual tuition and fees schedules and upon approval by the Consultative Board and Executive Director submit to the Superintendent for approval*
- Recommend potential member schools to the Archbishop for his invitation to become members of the AMDCS*
- Participate in the process for development and or revision of the AMDCS Mission, Goals and Strategic Plan*
- Formulate policy at the request of the Executive Director*
- Consult with the Executive Director regarding the marketing, public relations and development efforts of the AMDCS*
- Advise the Executive Director regarding capital improvements in the AMDCS schools*
- Advise the Executive Director regarding any other topics s/he may bring to the board.

**Indicates an area where the board must be consulted*

ARTICLE VI. COMMITTEES

SECTION 1. Standing Committees. The AMDCS Consultative Board, according to need, shall maintain the following standing committees:

- Executive
- Strategic Planning
- Finance
- Facilities – capital improvement
- Marketing, development and public relations
- Policy
- Nominating

SECTION 2. Ad-hoc Committees. The Consultative Board may establish such ad-hoc committees, as it deems necessary to carry out the work of the Board. Ad-hoc committees may be established to address specific issues and shall be dissolved on the resolution of the specific issues giving rise to the formation of the committee.

SECTION 3. Committee Membership. At least two (2) voting members of the Consultative Board must serve on each standing committee one of whom will act as the chair of that committee. The Chair of the Consultative Board shall appoint members of each committee after consultation with the Executive Director. Persons other than Board members may be appointed to serve on any of the standing or ad-hoc committees by the Chair of the Consultative Board after consultation with the Executive Director.

Membership on each committee shall run concurrently with membership on the Consultative Board. Non-board members will serve a three-year renewable term, subject to the approval of the Executive Director.

ARTICLE VII. OFFICERS

SECTION 1. Officers of the AMDCS Consultative Board shall consist of the Chair, Vice Chair and the Secretary. All officers shall be elected annually by the Consultative Board at the last regular meeting of the school year and shall serve at the discretion of the Executive Director.

- a. The Chair shall preside at all regular and special meetings of the Consultative Board and, in consultation with the Executive Director, prepare the meeting agenda. The Chair is also responsible for the appointment of committee chairpersons.

- b. The Vice-Chair shall perform all the duties of the Chair when the Chair is absent or unable to act. In the event that the Chair is unable to complete the term of office, the Vice-Chair shall assume the position of Chair. If the office of Vice-Chair becomes vacant for any reason, the office shall be filled by a vote of the remaining board members.
- c. The Secretary shall receive the disposition of all correspondence directed to the care of the Consultative Board.

ARTICLE VIII. COMMUNICATION

SECTION 1. Communication.

- a. A recording secretary shall be appointed by the Executive Director to record the minutes of the Consultative Board meetings.
- b. The Executive Director shall send a summary of the Consultative Board Meeting minutes to the pastors, principals of the AMDCS schools, the Archdiocesan School Board, and other appropriate stakeholders.

ARTICLE IX. AMENDMENTS

SECTION 1. Amendments. These by-laws may be amended by a two-thirds vote of all Board Members of the Consultative Board subject to the approval of the Executive Director and written approval of the Superintendent of Catholic Schools following a review by the Archdiocesan Legal Counsel. The amendments must have been presented in writing at a prior Board meeting.

The Chair will be responsible to poll all absent members to obtain their vote, by registered mail.

Approved by:

Most Rev. George H. Niederauer, D.D., Ph.D
Archbishop of San Francisco

Date

Maureen Huntington
Superintendent of Catholic Schools

Date

Enacted this _____ day of February, 2007

Sister Maureen Hilliard, SNDdeN
AMDCS Executive Director

Date

AMDCS Consultative Board Chair

Date

Reviewed by:

Jack M. Hammel
Archdiocesan Legal Counsel

Date