

MISSION STATEMENT
AND
BY-LAWS
ST. ROSE OF LIMA ACADEMY ADVISORY BOARD

MISSION STATEMENT

ARTICLE I - NAME AND ORGANIZATION

The name of the organization is St. Rose of Lima Academy Advisory Board, sometimes referred to in these By-laws as the “Advisory Board”.

ARTICLE II - PURPOSE AND RESPONSIBILITIES

Section 1 - The Role of the Pastor

St. Rose of Lima Academy (“Academy”) is an expression of the educational mission of St. Rose of Lima Parish (“Parish”) and the Archdiocese of Newark (“Archdiocese”). Therefore, the Pastor is responsible to the Archbishop for the administration of the Academy.

Section 2 - The Role of the Principal

The Principal functions as the Chief Administrator of the Academy and is a member of the Parish staff.

Section 3 - The Role of the Academy Advisory Board

The Academy Advisory Board serves with the Principal for the good of the Academy community and is advisory to the Pastor through the Principal. The Principal benefits from the assistance of a group of people who are committed to the Academy and its mission.

ARTICLE III - PURPOSE AND FUNCTION

Section 1 - Purpose

The Academy Advisory Board is established by the Pastor according to and consistent with Archdiocesan policy. Its purpose is to assist him and the Principal in achieving the mission of the Academy.

Section 2 - Function

- (1) The Function of the Academy Advisory Board is to act in an advisory capacity. It does so by making recommendations to the Pastor through the Principal for matters pertaining to the Academy. The Advisory Board cannot act apart from the Pastor or the Principal.

- (2) Recommendations of the Academy Advisory Board will not become policy unless approved by the Pastor.

Section 3 - Responsibilities

It is the responsibility of the Academy Advisory Board to act on the requests of the Pastor and/or Principal according to and consistent with Archdiocesan policy for the purpose of:

1. Establishing an Academy budget
2. Supporting administrative goals
3. Assisting in strategic planning
4. Acting in an advisory capacity in any other areas, consistent with the Mission Statement of this Advisory Board, at the request of the Pastor or the Principal.

Section 4 - Scope of Involvement

The scope of involvement is determined by the Pastor and can be changed at the request of the Pastor by an amendment to these By-laws in accordance with Article X of these By-laws.

ARTICLE IV - RELATIONSHIP WITH OTHER GROUPS

Section 1 - Relationship with Pastoral Council

The Academy Advisory Board and the Pastoral Council are both advisory to the Pastor. The relationship that exists is one of information sharing and common planning.

Section 2 - Relationship with Parish Finance Council

The Finance Committee of the Academy Advisory Board and the Parish Finance Council meet to plan the financial contribution/subsidy from the Parish to the Academy. The Parish Finance Council recommends the financial contribution to the Academy as part of the total Parish budget.

Section 3 - Relationship with the Archdiocese

The relationship between the Academy Advisory Board and the Archdiocese of Newark is defined by Archdiocesan education policy.

BY-LAWS

ARTICLE V - MEMBERSHIP

Section 1 - Composition

The Academy Advisory Board shall consist of not less than 9 and not more than 15 voting members. Each year up to five members may be appointed by the Pastor in accordance with **Article VI, Section 2** below.

Section 2 - Ex-Officio (non-voting) Members

The Pastor, Principal and President of the Home School Association (“HSA”) are ex-officio, non-voting members of the Academy Advisory Board. The Pastor and the Principal participate actively in discussion and consensus building.

Section 3 - Role and Relationship of the Principal

- (1) The Principal is the Chief Executive Officer of the Academy Advisory Board.
- (2) The Principal assists the President of the Academy Advisory Board in preparing the agenda and serves as the chief liaison between the Academy community and the Academy Advisory Board.
- (3) The Principal is directly responsible to the Pastor for the administration of the Academy.
- (4) The Principal consults with the Pastor regarding acceptance or rejection of Advisory Board recommendations.
- (5) The Principal is accountable to the Pastor for the implementation of Policy.

Section 4 - Qualifications

Candidates for appointment to the Academy Advisory Board must:

- (1) Be a registered parishioner of the Parish or a parent of a child attending the Academy or otherwise have an deep interest in and commitment to Catholic education and to the educational philosophy and mission of the Academy; and
- (2) Be at least twenty-one (21) years of age; and
- (3) Be available to attend meetings, in-service programs and participate in committee work; and
- (4) Maintain high levels of integrity and confidentiality; and
- (5) Deal with situations objectively and as they relate to the good of the entire Academy community; and
- (6) Be a creditable witness to the values of the Catholic faith, to the Academy community and beyond.

Section 5 - Disqualification

Ordinarily employees, including the spouses, parents and children of employees, are not eligible for Academy Advisory Board membership. In addition, anyone serving on the Parish Finance Council may not also serve on the Academy Advisory Board until their terms on the Parish Finance Council are completed.

ARTICLE VI - NOMINATIONS, APPOINTMENTS, TENURE, WITHDRAWAL & REMOVAL

Section 1 - Selection of Academy Advisory Board Members

Each year, up to five positions for Academy Advisory Board membership will be available. Each of the positions will be appointed by the Pastor in accordance with **Article VI, Section 2** below.

Section 2 – Nominations and Appointments

The Nominating Committee (**Article VIII, Section 3**) shall seek out and prepare a list of prospective Academy Advisory Board members who meet the qualifications set forth in **Article V, Section 4** above.

The Nominating Committee shall solicit nominations by placing an invitation for all interested in applying for membership to the Academy Advisory Board for two consecutive weeks in March in the Sunday Church bulletin. Publication of the invitation for nominees shall also be made by sending a notice home to all Academy parents during the same two consecutive weeks in March. All nominations must be received at or prior to the April Executive Session of the Academy Advisory Board in order to be considered.

The Nominating Committee shall present the list of nominees to the Pastor, the Principal and the President of the Academy Advisory Board for their approval at the April Executive Session of the Academy Advisory Board. Upon their approval, the list shall be presented to the full membership of the Academy Advisory Board who shall at such April Executive Session select the nominees on the list who will be contacted by the Nominating Committee prior to the May Executive Session of the Academy Advisory Board to determine whether they would accept an appointment to the Academy Advisory Board.

At the May Executive Session of the Academy Advisory Board, the Chairperson of the Nominating Committee will report to the members of the Academy Advisory Board the name of each nominee who has indicated that he or she would accept an appointment to the Academy Advisory Board. After considering the views of the other members of the Academy Advisory Board, including the Principal, the Pastor will determine which of these nominees to appoint to the Academy Advisory Board to fill the open positions for the upcoming year. The Pastor will make his determination prior to, and will notify the other members of the Academy Advisory Board prior to, the June Executive Session of the Academy Advisory Board. The Chairperson of the Nominating Committee will notify those appointed promptly following such determination and invite them to the June Executive Session of the Academy Advisory Board.

Section 3 - Tenure

Members of the Academy Advisory Board will serve for a term of three (3) years and may serve for one additional three (3) year term. No member may serve more than six (6) consecutive years. A member may serve another term after a 2 year hiatus of service on the Academy Advisory Board.

Section 4 - Withdrawal

Any member of the Academy Advisory Board who wishes to withdraw prior to the completion of his or her term, may do so. In that event, the Pastor shall appoint a replacement to serve the remainder of the withdrawing member's term.

Section 5 - Excused Absences

The Secretary of the Board, with the concurrence of the Executive Committee, may grant excused absences to Board Members.

Section 6 - Removal

(1) Grounds for Removal

Any member of the Academy Advisory Board, other than an ex-officio member, who is absent from two (2) unexcused consecutive meetings or a total of four (4) unexcused meetings in the course of one year shall be recommended for removal by the Academy Advisory Board. The year shall be calculated as follows: Beginning with the first meeting after the member is sworn in and running for twelve months thereafter.

(2) Removal

The Executive Committee, after due deliberation, shall recommend a member of the Academy Advisory Board for removal on the basis of a violation of the provisions of **Article VI, Section 6(1)**. Removal shall be by absolute majority of the total membership of the Academy Advisory Board present AND the approval of the Pastor.

ARTICLE VII - OFFICERS

Section 1 - Tenure for Officers

Three (3) officers of the Academy Advisory Board shall be elected annually at the June meeting of the Academy Advisory Board. This June meeting shall also be known as the "Annual Meeting."

Election shall be by absolute majority of the total membership of the Academy Advisory Board present at the "**Annual Meeting**".

The term of office for each officer begins on July 1 and ends on June 30 of the following year.

Section 2 - The President

The President of the Academy Advisory Board shall act as the Chairperson of the Academy Advisory Board and of the Executive Committee. The President, together with the Pastor and the Principal, appoints members to the Standing and Ad Hoc Committees of the Academy Advisory Board. In addition, the President, together with the Principal, is responsible for the Agenda of meetings, and shall perform all other duties consistent with the position of President.

Section 3 - The Vice-President

The Vice-President, in the absence of, or at the request of, the President, shall perform the duties of and exercise the functions of the President and when so acting shall have the power of the President and shall perform such other duties as delegated by the President.

Section 4 - The Secretary

The Secretary shall keep accurate minutes of all regular and executive sessions of the Academy Advisory Board in accordance with **Article IX, Section 5**, and shall perform such other duties as delegated by the President. In addition, the Secretary is responsible for maintaining an accurate and up to date record of the current by-laws, and is responsible for preparing amendments or supplements to the by-laws in anticipation of a vote to amend, supplement or repeal the by-laws.

ARTICLE VIII - STANDING COMMITTEES

Section 1 - Executive Committee

(1) Composition

The Executive Committee of the Academy Advisory Board shall consist of the President, the Principal, the Pastor and the Chairpersons of each of the Building & Grounds Committee, Development Committee, Finance Committee, and Marketing Committee.

(2) Function

The Executive Committee meets regularly to plan the agenda for the regular Academy Advisory Board meetings. The Executive Committee is responsible for monitoring the activities of the other Standing Committees as well as any Ad Hoc Committees.

Section 2 – Building & Grounds Committee

(1) Composition

The Building & Grounds Committee shall consist of at least five, and no more than nine, members. The Building & Grounds Committee shall always consist of at least two voting members of the Academy Advisory Board, the Pastor, the Principal, and a representative of the HSA. The up-to-four additional members of the Building & Grounds Committee may consist of members or non-members of the Academy Advisory Board.

(2) Function

The Building & Grounds Committee shall identify, design, develop, and oversee long-term facility maintenance, capital improvements, security, space utilization, and emergency management plans and projects for the Academy, as more fully set forth in the Charter of the Building & Grounds Committee.

Section 3 – Development Committee

(1) Composition

The Development Committee shall consist of at least three, and no more than nine, members. The Development Committee shall always consist of at least two voting members of the Academy Advisory Board and the Pastor. The up-to-six additional members of the Development Committee may consist of members or non-members of the Academy Advisory Board.

(2) Function

The Development Committee shall (i) assist the Academy Advisory Board in carrying out its planning and policy responsibilities with respect to the development and institutional advancement of the Academy, (ii) assist the administration of the Academy in the implementation of development and institutional advancement programs and efforts, and (iii) administer the Annual Fund, including conducting all aspects of fund raising with respect thereto and authorizing any expenditures of funds therefrom, all as more fully set forth in the Charter of the Development Committee.

Section 4 - Finance Committee

(1) Composition

The Finance Committee shall consist of at least five, and no more than nine, members. The Finance Committee shall always consist of at least two voting members of the Academy Advisory Board, the Pastor, the Principal, and a representative of the Parish Finance Council. The up-to-four additional members of the Development Committee may consist of members or non-members of the Academy Advisory Board.

(2) Function

The Finance Committee shall (i) monitor the current year budget and develop and propose to the Academy Advisory Board a budget for the Academy for the next fiscal year, and (ii) assist the administration of the Academy and the Academy Advisory Board (including any Academy Advisory Board Committees) in certain financial matters and policies relating to the business and operations of the Academy, all as more fully set forth in the Charter of the Finance Committee.

Section 5 – Marketing Committee

(1) Composition

The Marketing Committee shall consist of at least three, and no more than nine, members. The Marketing Committee shall always consist of at least two voting members of the Academy Advisory Board and a representative of the HSA. The up-to-six additional members of the Marketing Committee may consist of members or non-members of the Academy Advisory Board.

(2) Function

The Marketing Committee shall assist the Principal in the design, development, maintenance, and execution of a comprehensive marketing plan and strategy for the

Academy that is consistent with the vision, mission, goals, objectives, and strategic plan of the Academy, as more fully set forth in the Charter of the Marketing Committee.

Section 6 - Nominating Committee

(1) Composition

The Nominating Committee is appointed by the Executive Committee each January. It shall consist of three (3) members of the Academy Advisory Board. Officers of the Academy Advisory Board are not eligible to serve on the Nominating Committee. A new nominating committee shall be appointed each year.

(2) Function

The Nominating Committee is to perform its duties in accordance with the provisions of **Article VI, Section 2.**

Section 7 - Ad Hoc Committees

Ad Hoc Committees may be appointed by the Executive Board on an “as needed” basis. Members of the Ad Hoc Committees may consist entirely of both members and non-members of the Academy Advisory Board.

ARTICLE IX - MEETINGS

Section 1 - The Annual Meeting

The regular meeting held in the month of June in each year shall be designated as the Annual Meeting for the purpose of the election of officers and the submission of any annual report.

Section 2 - Executive Sessions and Regular Meetings

(1) Time and Place of Meetings

(a) Executive Session

The Academy Advisory Board meets regularly in Executive Session on the first Monday of the month from September through June and one additional meeting during July; provided, however, upon the determination of the President, Pastor, and the Principal, the Academy Advisory Board may meet in Executive Session on the first Monday of every other month, with meetings of Standing Committees taking place during the non-Board meeting months.

(b) Regular Meetings

In addition, a member of the Academy Advisory Board will attend each regular HSA meeting during the school year. The purpose of their presence will be to make presentations and answer questions about the activities that the Academy Advisory Board is engaged in. This shall constitute a Regular Meeting of the Academy Advisory Board. Recommendations made in Executive Sessions will be presented at the HSA meetings, if requested by the Pastor and the Principal.

- (c) **Special Meetings**
Special Meetings may be called by any member of the Executive Board when necessary to carry out the business of the Academy Advisory Board. No business other than the business for which the special meeting was called may be acted upon at a special meeting.
- (2) **Notification of Meetings**
 - (a) Executive Sessions held pursuant to **Article IX, Section 2(1)(a)** are not open meetings. An Executive Session involves issues of a personal or confidential nature. The date and time of the meetings shall be published in the Academy and Parish Calendar.
 - (b) All regular meetings held pursuant to **Article IX, Section 2(1)(b)** shall be open to all members of the parish. Notice of the time and place of all meetings shall be published in the Parish and Academy at least five (5) days prior to the scheduled meeting,
 - (c) Due to their nature, notification of special meetings is not required to be published.

Section 3 - Quorum

A majority of the total number of voting members shall constitute a quorum.

A simple majority vote of those present shall be sufficient for any recommendation, except as otherwise stated in these by-laws.

Section 4 - The Right of Non-Board Members to Address the Academy Advisory Board

Any non-board member may address the Academy Advisory Board during presentations made at Regular Meetings held pursuant to **Article IX, Section 2(1)(b)**, during the time period set aside for that purpose.

Section 5 - Records and Minutes

A written record of all acts of the Academy Advisory Board, as well as the Minutes of all Regular meetings, Executive Sessions and Executive Committee Meetings shall be maintained by the Secretary and preserved in the Archives. Summaries of the minutes prepared by the Secretary shall be provided to all school families four times per year.

Section 6 - Conduct of Meetings

- (1) **Executive Sessions**
 - (a) **Conduct of Business**
All Executive Sessions shall be conducted according to Robert's Rules of Order, The Modern Edition, unless otherwise set forth in these by-laws.
 - (b) **Order of Business**
The Order of Business shall be:
 - (a) **Opening Prayer**

- (b) Roll Call
- (c) Approval of the Minutes of the previous meeting
- (d) President's Report, including all recommended actions
- (e) Pastor's Report
- (f) Principal's Report
- (g) HSA President's Report
- (h) Special Committee Reports
- (i) Standing Committee Reports
- (j) Discussion
- (k) Future Business
- (l) Prayer and Adjournment

(2) Regular Meetings

- (a) Conduct of Business.

All Regular Meetings shall be conducted according to Robert's Rules of Order, The Modern Edition, unless otherwise set forth in these by-laws.

- (b) Order of Business shall be:

- 1) President's Report, including all recommended actions
- 2) Principal's Report
- 3) HSA President's Report
- 4) Special Committee Reports
- 5) Standing Committee Reports
- 6) Discussion
- 7) Comments from the Public
- 8) Adjournment

ARTICLE X - AMENDMENTS

These by-laws may be amended, supplemented or repealed in whole or in part by a vote of two-thirds (2/3) of the total voting membership of the Academy Advisory Board, regardless of the actual number voting, provided that notice of the Amendment, Supplement or Repeal has been presented at the previous meeting, properly recorded in the Minutes for such meeting, and those that were absent at such previous meeting have been given such Minutes at least ten (10) calendar days before the regular meeting at which there will be a vote on the proposed change. Any Amendment, Supplement or Repeal must have the approval of the Pastor.

OFFICIAL SIGNATURES:

/s/ Msgr. George Trabold
Msgr. George Trabold, Pastor

/s/ Diane Pollak
Diane Pollak, Principal

/s/ Joseph Ferraro
Joseph Ferraro, President, Academy Advisory Board

/s/ Tom Hearden
Tom Hearden, Vice-President, Academy Advisory Board

/s/ Jeanine Faughnan
Jeanine Faughnan, Secretary, Academy Advisory Board

Dated: October 5, 2009

A copy of this Mission Statement and By-Laws
is to be kept on file in the Office of the Superintendent of
Academys of the Archdiocese of Newark