

By-Laws of the Board of Education for the Diocese of Davenport

The following By-Laws will augment the Constitution for the Diocesan Board of Education.

Article I Officers of the Diocesan Board of Education

Section 1. The regular meeting held in the month of August in each year shall be designated the annual meeting for the purpose of election of officers and any annual report. Officers shall be elected from nominees submitted by a Nominating Committee or by any member from the floor. They shall hold office until the next annual election and thereafter until their successors are duly elected and qualified.

Section 2 President. The President shall act as Chairman of the Board and of any executive committee; shall appoint all committees unless otherwise specified by the Board; shall execute on behalf of the Board all written instruments, except as otherwise directed by the Board; shall be responsible in collaboration with the Superintendent of Catholic Schools for the agenda to be used at meetings; serves as the representative of the Board to the Bishop and, in general, shall perform all duties incident to the office of a President and such duties as from time to time may be assigned by the Board.

Section 3. Vice President. At the request of the President, the Vice President shall perform the duties 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. He/she shall complete the term of the President in case of the President's death, incapacity, resignation or disqualification.

Section 4. Secretary. The Secretary shall take the minutes of the meetings of the Board; shall see that all notices are fully given in accordance with the provisions of these By-Laws; shall transmit all Board Records to the Office of Catholic Schools; and, in general, shall perform all duties incident to the office of the Secretary of the Board and such other duties as from time to time may be assigned by the President of the Board.

Article II. Meetings

Section 1. Regular. The Board shall meet at least quarterly, subject to change by the Board itself or to postponement by the President. All meetings will be held at such times and places within the Diocese of Davenport as may be set by a majority of the Board. Notice of the place, day and hour of all meetings must be delivered in writing or by email ten days prior to the meeting.

Section 2. Special or additional regular meetings shall be held whenever called by the President or by a majority of the Board with at least 24 hours' notice prior to the start of the meeting.

Section 3. All meetings of the Board are to be open meetings, unless designated as being Executive. Decisions made in Executive Sessions must be presented and voted on at open sessions before becoming effective.

Section 4. Quorum. A meeting may not be called to order in the absence of a quorum. A majority of the entire Board is necessary for the transaction of business at meetings. If the Board loses quorum during the course of a meeting, it may continue to conduct pertinent business in the absence of a quorum, but the actions taken during this portion of the meeting must be affirmed at the next meeting of the Board where a quorum exists. A majority vote of those present shall be sufficient for any decision or election, except decisions to amend the Constitution or these By-Laws. Mail polls/telephone/e-mail/internet votes may be conducted at the request of the President, with the final decision being entered into the minutes of the next meeting. An individual may participate

electronically in a meeting, if he/she cannot be present in person, but he/she must be participating when the meeting is called to order. Individuals may not just participate for a vote on one single item.

Section 5. Minutes. Unofficial minutes of the Board shall be distributed to all members of the Board prior to the next meeting and approved at said meeting before they become official. Minutes shall remain in the custody of the Office of Catholic Schools and the archives for the Diocese of Davenport.

Section 6. Policy Recommendations. Matters requiring a policy action by the Board may not be voted upon at the meeting in which they are introduced, unless two-thirds (2/3) of the total voting membership votes to suspend the rules.

Section 7. Parliamentary Authority.

Robert's Rules of Order Newly Revised shall govern the proceedings of the Board in all cases not provided for in these By-Laws or Standing Rules.

Section 8. Other Committees. Each committee shall have such powers and shall perform such duties as may be assigned to it by the Board and shall be appointed and vacancies filled in the manner determined by the Board. In the absence of other direction, the President shall appoint all committees with the Approval of the Board.

Section 9. Attendance

Any member of the Board, other than an ex officio member, who is absent from three consecutive regular meetings of the Board shall, unless excused by action of the Board, cease to be a member. Accordingly, the Board notifies the absentee, after two consecutive unexcused absences, stating clearly that membership will cease unless he/she is present at the next meeting.

Article III.

Selection and Appointment of Members

Section 1. The Bishop shall appoint voting members of the Board. The Bishop will consider those persons nominated by leadership for membership to the Board.

Section 2. Effective Date of Appointment. All terms for members of the Board are effective July 1, unless the appointment is for an unexpired term.

Section 3. Vacancies. Vacancies in the voting membership of the Board shall be filled by appointment of the Bishop.

Section 4. Formal Resignation. A member resigning from the Board shall inform the President in writing.

Article IV. Amendments to the By-Laws

These By-laws may be amended or repealed, in whole or in part, at any time by a vote of at least two-thirds (2/3) of the total voting membership.