

THIRD AMENDED AND RESTATED CONSTITUTION  
OF  
OUR LADY OF MERCY SCHOOL BOARD

ARTICLE I.  
NAME

The organization hereby established shall be called the School Board (the “Board”) of Our Lady of Mercy School (the “School”) of the Roman Catholic Diocese of Baton Rouge.

ARTICLE II.  
PURPOSE AND AUTHORITY

A. Purpose:

1. General. The School Board is established as an ancillary body of the Congregation of Our Lady of Mercy Roman Catholic Church for the support of the School. The Board shall assist the Pastor and Administrators in ensuring that the School continues as a viable contributing ministry of the Congregation of Our Lady of Mercy Roman Catholic Church.

2. Advisory Council. The Board shall serve in an advisory capacity to the Pastor and Administrators of the School in matters relating to the School, including finance, facilities, educational programs, extracurricular activities, development, and spirituality. In this role, the Board may research relevant topics, formulate policy statements, offer consultative guidance and provide prayerful support in these and other areas of concern to the School consistent with those policies promulgated by the Diocesan School Board for Catholic Schools of the Roman Catholic Diocese of Baton Rouge (the “Diocesan School Board”).

B. Authority.

1. General. The Board shall be subject to the authority of the Pastor of the Congregation of Our Lady of Mercy Roman Catholic Church (the “Pastor”) in all matters and shall have only such authority as may be delegated to it by this Constitution, or by the Pastor.

a. Limitations. The Board shall not be an agent or mandatary of the School or of the Congregation of Our Lady of Mercy Catholic Church, and shall have no authority to take any action to bind or obligate the School or the Congregation unless expressly granted.

b. Subordination to Diocesan School Board. Any provision of this Constitution which conflicts with the policies promulgated by the Diocesan School Board shall be superseded by such policies of the Diocesan School Board.

2. Budgetary Supervision and Financial Oversight. The Board shall prepare an annual budget for the operation of the School and submit it to the Parish Finance Committee for approval and incorporation with the overall financial plan of the Parish. The Board shall have general oversight of the bookkeeping and financial records of the School. The President and

Treasurer, on behalf of the Board, shall, at all reasonable times, have access to all financial records, statements, tax returns and other financial information of the School, and may disseminate such information to the Board, the Executive Committee and to the Finance Committee. No Board Member, other than the President and the Treasurer, shall have authority to demand access to the financial records and information of the school without the consent of the Pastor or the School Principal. All financial records and information of the School is confidential, and any Board Member receiving such information shall maintain confidentiality and shall use such information only for the discharge of his or her duties as a Board Member.

3. Bylaws. The Board shall have authority to promulgate Bylaws for the conduct of its business and the governance of its Members. Any provision of the Bylaws adopted by the Board which conflicts with this Constitution shall be superseded by provisions of this Constitution.

### ARTICLE III. THE SCHOOL BOARD

#### A. Number of Board Members

1. Appointed Board Members. The number of appointed Board Members which shall constitute the Board shall be not less than five (5) and not more than twenty (20) as may be determined from time to time by the Pastor.

2. Ex-Officio Members. Ex-officio Members of the Board shall include:

- (a) The Pastor and/or his Designated Representative,
- (b) The School Principal,
- (c) The School Assistant Principal(s),
- (d) The Immediate Past President of the Board whose term has otherwise expired as a Board Member.

B. Appointment and Removal. The Board Members shall be appointed, and may be removed at any time, with or without cause by the Pastor.

C. Eligibility to Vote. Only appointed Board Members shall be eligible to vote on any matter submitted to the Board for a vote. Ex-Officio Members shall not vote on any matter submitted to the Board for a vote.

D. Qualifications. All duly registered, active and contributing members of Our Lady of Mercy Church Parish eighteen (18) years of age or older shall be eligible for appointment to the School Board.

E. Term. Board Members shall be appointed to serve terms of three (3) years, and may be appointed to serve one successive term. After serving two terms, a Board Member shall not be eligible for reappointment for a period of at least one full fiscal year. Terms shall

coincide with the fiscal year of the School and shall commence on July 1st and end June 30th three (3) years thereafter.

ARTICLE IV.  
OFFICERS

The officers of the Board shall be President, Vice President, Treasurer and Secretary, and shall have such duties as defined in the Bylaws. Officers shall be elected by the Board pursuant to the procedures set forth in the Bylaws, and shall be confirmed by the Pastor. Officers shall be elected to serve terms of two (2) years, but shall continue to hold office until their successors have been elected and confirmed. Officers may serve successive terms. Officers may be removed at any time, with or without cause, by two-thirds (2/3) vote of the other Board Members, or by the Pastor.

ARTICLE V.  
FISCAL YEAR

The fiscal year of the Board shall coincide with the fiscal year of the School and shall commence July 1 of each calendar year and end June 30 of the following calendar year.

ARTICLE VI.  
MEETINGS

The Board shall meet at such times and places established by the Bylaws and with sufficient regularity to be conducive to the accomplishment of its duties.

ARTICLE VII.  
AMENDMENTS

This Constitution may be amended at any time by the Pastor.

This Constitution is adopted and made effective this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

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Rev. Cleo Milano, Pastor