

2013

# St. Thomas Preschool

## By-Law

This by-law governs the administration of the St. Thomas Preschool, located at 200 N. Abbott Ave., Milpitas, CA.





# St. Thomas Preschool

200 N. Abbot Ave,  
Milpitas, CA

## Article I. Name and purpose

St. Thomas Preschool (**School**) is a non-profit pre-school and after school facility fully owned by the St. Thomas Syro-Malabar Catholic Church of San Francisco (**Church**), a parish under the St. Thomas Syro-Malabar Catholic Diocese of Chicago (**Diocese**).

The official name of the School shall be 'St. Thomas Preschool' (STTCS) with its campus located at 200 N. Abbot Ave, Milpitas. The website address for the School is [http:// www.sttcs.org/](http://www.sttcs.org/).

### Purpose

Church will run the School as part of its mission to serve both the migrant Syro-Malabar Church community from India as well as the local community living and working in the San Francisco Bay Area. The School will follow its own Mission as stated to realize its Vision and abiding by the Statements of Belief as below. The School will be run as a financially independent and self-reliant non-profit institution, being neither a financial or other liability, nor a source of financing for the Church.

### Mission Statement

Provide all young minds in our care with an environment where the joys of learning abound, and every child feels the acceptance and love of being a child of God.

### Vision

St. Thomas Preschool will develop young minds with a love for life-long learning, a sense of acceptance and empathy for fellow citizens, and the valor to act on Christian values. The foundation will be laid for well-rounded character formation by enkindling spiritual, moral, intellectual, communal, emotional, and physical development. St. Thomas Preschool will build on the inheritance from our Mother Church, a leader in education in India.

### Statement of Belief

We believe that our children are the most precious and valuable resource in the world. We believe children are instinctive learners, who realize their God-given talents when placed in a stimulating and nurturing environment. We believe children are naturally curious, honest, sincere, and charitable. We believe playing and having fun is the way children gain knowledge and understanding of the world. We believe parents are the most important educators in a child's life. We believe in Jesus Christ, the greatest of all teachers!

## Article II. Membership

The St. Thomas Preschool (School) shall remain as an independent, fully owned subsidiary of St. Thomas Syro-Malabar Catholic Church (Church) of San Francisco. Membership or ownership can change only with an approval from the General Body meeting of the Church (St. Thomas Catholic Church of San Francisco) along with a written approval for the same from the bishop (Bishop) of St. Thomas Syro-Malabar Catholic Diocese of Chicago (Diocese).



## Article III. Terminology

In subsequent sections of this document, the following terms shall be used synonymously:

- “School” for St. Thomas Catholic School
- “Church” for St. Thomas Syro-Malabar Catholic Church of San Francisco
- “Diocese” for St. Thomas Syro-Malabar Catholic Diocese of Chicago
- “Vicar” for the vicar of St. Thomas Syro-Malabar Catholic Church
- “Bishop” for the bishop of St. Thomas Syro-Malabar Catholic Diocese of Chicago
- “Parish Council” for the parish council of the St. Thomas Syro-Malabar Catholic Church
- “Ownership Board” for the Ownership Board of St. Thomas Syro-Malabar Catholic Church
- “Advisory Board” or otherwise known as the “Administrative Council” for the selected members who handles the day to day administration of the School operation.
- “School Board” for joint Advisory Board and Ownership Board.
- “General Body” for all the parishioners of the Church who are eligible to vote based on the rules established for Syro-Malabar churches under the Diocese.
- “Active Member” for active member of the Church defined as per the Procedure Rules of the St. Thomas Catholic Diocese of Chicago.

## Article IV. Officers and decision-making process

- **Governing structure:** This School is owned and administered by the Church.
  - **Chairman** - Bishop of the Diocese shall be the non-executive, honorary chairman of the School till he retires.
  - **President, Executive Managing Director, Chief Executive Officer** – These titles will be held by the Vicar, for the duration he holds the position of vicar of the Church.
  - **Chief Operating Officer/Secretary** – The Chief Operating Officer / Secretary is appointed by the Vicar in consultation with School Boards.
- **Appointment and Term limits:** The term periods of the positions and appointment and removal from office as detailed below.
  - **Chairman** – The Pope at Holy See nominates the Bishop and his holiness reserves the right to remove and appoint alternate.
  - **President, Executive Managing Director, Chief Executive Officer** - This position is reserved for the Vicar. The Bishop appoints or removes a Vicar.
  - **Chief Operating Officer (Secretary School Board)** – The President or Chief Executive officer nominates the Chief Operating officer after consulting with School Boards. The President has the authority to remove a person from the office.
- **Decisions:** All decisions must be ratified by the Chief Executive officer. He shall consult School Board and may consult Parish Council of St Thomas Syro-Malabar church of San Francisco along with any other advisors as needed.



- **Amendments to the By Laws:**
  - Changes to Article II have to be approved and ratified by the Parish Council and General Body of the Church. All changes have to be made after a General Body meeting is convened with a minimum of two week notice with clearly spelled out agenda, and any change has to be approved with a minimum of two-thirds majority vote. The approved decisions have to be submitted to the Bishop, and final approval from Bishop shall be obtained in writing.
  - All clauses of this by-law other than Article II may be changed by the President after consultations with the Ownership and Advisory Boards.

## Article V. Board of Directors

The School has two Boards, **Ownership Board** and **Advisory Board (Administrative Council)**.

### Ownership Board:

The ownership board has limited roles and responsibilities, predominantly, to reflect the ownership of the asset but not to be responsible for the day to day activities of the School. Membership shall be limited, and consists of:

- Chief Executive Officer / President
- Chief Operating Officer / Secretary
- Trustees of St. Thomas Syro Malabar Church of San Francisco.

The Social Security Number of the above individuals may be documented with the State of California as the representatives of the School.

The responsibilities of the Ownership Board are:

- Review and approve the financial statements (Budget and Audited Expenses)
- Guide the Advisory Board regarding aligning the school operations with the goals of the Church.
- Responsible for filing the annual tax returns and documents with IRS
- Responsible for filing the required annual documents with the CA Secretary of State
- Presentation of annual finances of School to the General Body

### Advisory Board (Administrative Council):

Advisory Board is the group that administers the day to day execution of the school. This board has executive roles and responsibilities to reflect the day to day management of the School and to advise the officers in Article IV. An Advisory Board member has to be an Active Member. Membership is limited and consists of:

- Chief Executive Officer / President
- Chief Operating Officer / Secretary
- Nominated Advisory Board Members



The responsibilities of the Advisory Board are:

- Advise the Ownership Board of the School
- Maintain the School License with the department of Child Care
- Day to day management of School operations
- Appointments of the School staff
- Recommendations regarding fees, expenses and improvements
- Preparation of Budget and plans for the next school year
- Execution of decisions for the current School year

There shall be a minimum of three Advisory Board members at any given time. The President nominates an Advisory Board member for a period of two years. This nomination has to be ratified by the Parish Council.

The term of an Advisory Board member can be extended for a maximum of two additional terms, and the process is similar to a new nomination. The same person shall not continue for a consecutive 4th term. One third of the members of the Advisory Board shall retire every two years and shall be replaced with new members. A staggered retirement ensures business continuity and consistency. The President shall consider all the above factors during the nomination process.

Advisory board member retirements and selections shall be done in October of every other year, after the school academic year has started and after the annual tax returns are filed. President can substitute a member in cases of death, resignations and relocations. Changes in board shall be contained during the critical windows to ensure business continuity and consistency.

## **Article VI. General Administration and Board Meetings**

### **1. Board Meetings**

- 1.1. All board meetings can only be called by the President and should be notified to all its members with at least one weeks' notice.
- 1.2. All meetings shall be chaired by the President and minutes and decisions shall be documented by the Secretary.
- 1.3. All such documents shall be maintained in the Church office at all times.
- 1.4. Minutes and decisions shall be available to all members of School Board and Parish Council for review. They shall maintain the confidential nature of such documents.
- 1.5. Attendance of 50% of the Advisory Board members is considered quorum for Advisory board/ Administrative council meetings.
- 1.6. Advisory Board shall meet a minimum of once a month and should review the financial status, School staff morale, along with the safety and security of students.
- 1.7. Ownership board meetings shall be conducted at a minimum of once in every six months.
- 1.8. Advisory Board, Ownership Board, and School Board meetings shall follow conventions based on Robert's Rules of Order.



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## 2. Accounting & Budget

- 2.1. Financial Year of the school is from July 1 to June 30, matching to the academic calendar.
- 2.2. Shall follow the published Accounting Policies of St. Thomas Syro-Malabar Diocese of Chicago.  
All accounting to be done in "CASH BASIS" as school is a NON PROFIT ORGANIZATION.
- 2.3. Advisory Board shall present the budget annually before the school year begins and shall be approved by the Ownership Board and reviewed by the Parish Council to ensure School is aligned with Church goals.
- 2.4. Shall present accounts to Parish General Body during the Annual General Body meeting.