

47 **Section 2.4 Quorum.** A quorum, which shall be established at the beginning of the session,
48 shall consist of a majority of the members present being regular members. In the absence of a
49 quorum, no business shall be transacted, and the only motion that the chair shall entertain is a
50 motion to adjourn. However, by vote of a majority of delegates present, the meeting may be
51 adjourned for brief periods of time. If adjourned for less than three weeks, no notice for the new
52 meeting need be given.

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ARTICLE 3 – SCHOOL BOARD

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57 **Section 3.1 Composition.** The members of the school board shall consist of ex-officio and
58 regular members as follows:

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Regular Members:

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3.1.1. From each constituent church, two representatives.

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3.1.2. One pastor of each constituent church.

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Ex-officio Members:

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3.1.3. The principal and vice principals of the school.

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3.1.4. The leader of the Home and School organization

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3.1.5. The superintendent of schools of the ***** Conference of Seventh-day
Adventists or his/her designate.

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3.1.6. One representative from the ***** Union Conference of Seventh-day
Adventists Office of Education.

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3.1.7. The officers of the ***** Conference of Seventh-day Adventists.

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Section 3.2 Election and Term of Office. Each constituent church shall elect one
representative to the school board for a four-year term every two years coinciding with the
school fiscal year, July 1 to June 30, each year, thereby creating staggered terms. Members may
be elected by their church to consecutive terms. In case of a vacancy, it shall be the duty of the
church to elect a new member to serve the remainder of the term. A voting member from a
constituent church who fails to attend two thirds (2/3) of the regular meetings during a school
year may be replaced by the school board and the constituent church involved shall elect another
member to serve the remainder of the term.

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Section 3.3 Qualifications. A person serving as a member of the school board shall be a
regular member of a Seventh-day Adventist Church. Each church-elected member, the principal,
and the leader of the Home and School Organization shall be a member of a constituent church.

92 School employees other than the principal or vice principals are ineligible for membership on the
93 school board where they are employed.

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95 **Section 3.4 Authority.** The school board is responsible for the operation of the school within
96 the guidelines and policies adopted by the Conference board of education and the school
97 constituency as stated in the constitution and bylaws. The board has authority only when
98 meeting in official session; individual members may not speak for the board unless directed by
99 the board to do so. All actions of the board are implemented through its executive secretary (the
100 principal). School board members are to comply with the Code of Ethics as stated in the
101 *****Union Conference Education Code.

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103 **Section 3.5 Functions of the School Board.** The school board is responsible for the operation
104 of the school . The functions shall include, but not limited to, the following:

105 3.5.1 Establish policies and guidelines for the general operation of the school.

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107 3.5.2 Appoint the members of appropriate sub-committees of the school board. .

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109 3.5.3 Assume responsibility for the planning and funding of an annual operating budget.

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111 3.5.4 Cooperate with the Conference office of education and Conference board of education
112 in all actions relating to the employment status of education personnel. The employment,
113 assignment, transfer, termination, dismissal or retirement of personnel shall be recommended
114 by the school board and submitted to the Conference board of education for final action.

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116 3.5.5 Cooperate with the ***** Union Conference and the Conference offices of education
117 in matters related to curriculum development and implementation.

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119 **Section 3.6 Meetings.** The school board is to hold regular meetings a minimum of six (6) times
120 during the fiscal school year.

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122 3.6.1 *Notice.* Written notice of the date, time, and place of the regular meeting of the school
123 board shall be mailed or otherwise delivered to each member no fewer than seven (7) days
124 prior to the date of such meetings.

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126 3.6.2 *Special Meetings*

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128 3.6.2.1 Special meetings of the school board may be called at any time by the
129 chairperson after giving written notice as specified in 3.6.1.

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131 3.6.2.2 The chairperson shall call a special meeting upon the written request of
132 five (5) or more members of the school board.

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134 3.6.3 *Waiver of Notice.* The transactions of any meeting of the school board, however called
135 and noticed, shall be as valid as though taken at a meeting duly held after regular call and
136 notice, if

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3.6.3.1 A quorum is present, and

3.6.3.2 Either before or after the meeting, each of the members not present signs a written waiver of notice, a consent to hold the meeting, or an approval of the minutes.

3.6.4 *Quorum.* A majority of its members with at least two (2) officers present at a duly called regular or special board meeting shall constitute a quorum.

3.6.5. *Executive Session.* The school board shall meet in executive session when discussing personnel or personnel problems.

Section 3.7 Officers. The officers of the school board shall be a chairperson, vice-chairperson, and executive secretary (the principal).

3.7.1 *Election.* The chairperson and vice-chairperson shall be elected by secret ballot at an appropriate regular meeting. Only members of the school board are eligible to serve as an officer. Election is for a one-year term, with officers being eligible for re-election.

3.7.2 *Duties*

3.7.2.1 *Chairperson*

3.7.2.1.1 Preside at meetings of the school board.

3.7.2.1.2 Promote the interests of the school.

3.7.2.1.3 Serve in an advisory role to the Principal.

3.7.2.1.4 Assist in implementing actions of the school board.

3.7.2.1.5 Serve as an ex-officio member of all committees.

3.7.2.2 *Vice-chairperson.* The duty of the vice-chairperson is to act in the place of the chairperson's absence.

3.7.2.3 *Secretary:*

3.7.2.3.1 Serve as the executive secretary of the school board.

3.7.2.3.2 Administer the actions of the school board. (See Education Code for a detailed listing of responsibilities and functions.)

3.7.2.3.3 Foster and promote an active Home and School Organization

182 3.7.2.3.4 Prepare school board agendas in counsel with the Chair and distribute to
183 board members no less than 72 hours before a board meeting.

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185 3.7.2.3.5 Distribute minutes of school board meetings to all members within
186 thirty (30) days following each meeting.

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188 3.7.2.3.6 Serve as ex-officio members of all the committees.
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190 **Section 3.8 Committees.** The school board may elect or appoint such committees as are
191 deemed necessary to fulfill the functions of the school board. Such committees receive their
192 authority and direction from the school board, and are responsible to the school board. The
193 Personnel Committee shall be chaired by the superintendent of schools of the Hawaii Conference
194 of Seventh-day Adventists.
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196 ARTICLE 4 - CONSTITUENT CHURCHES

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199 **Section 4.1 Duties.** It shall be the duty of each constituent church to support the school by:
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201 4.1.1 Electing its representatives to the school board.
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203 4.1.2 Assuming its financial responsibility as determined by the school board for the
204 operation of the school.
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206 4.1.3 Assuming its financial responsibility as determined by the constituency for the capital
207 improvement needs of the school.
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210 ARTICLE 5 – HOME AND SCHOOL ASSOCIATION

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212 **Section 5.1 Constitution.** The constitution of the Home and School Association shall be in
213 harmony with the guidelines as outlined by the North American Division of Seventh-day
214 Adventists for the Home and School Association. It shall be approved by the school board.
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216 **Section 5.2 Funds.** The funds of the organization will be deposited with the school for use as
217 directed by the Home and School Association.
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219 **Section 5.3 Authority.** The Home and School Association shall be responsible to, and operate
220 under the authority granted to it by the school board.
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223 ARTICLE 6 – PARLIAMENTARY PROCEDURE

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225 **Section 6.1 Rules.** The usual parliamentary rules as laid down in the current edition of Robert's
226 Rules of Order shall govern all deliberations in constituency meetings and school board meetings

227 when not in conflict with these bylaws.

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ARTICLE 7 – INDEMNIFICATION

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232 **Section 7.1** The school shall indemnify any person who is serving or has served as a member of
233 the school board or school administrators against all reasonable expenses (including, but not
234 limited to, judgments, costs and legal fees) actually and necessarily incurred by him(her) in
235 connection with the defense of any litigation, action, suit or proceeding, civil, criminal or
236 administrative, to which he(she) may have been a party by reason of being or having been a
237 member of the school board or school administrators, except he(she) shall have no right to
238 reimbursement for matters in which he(she) has been adjudged liable to the school for gross
239 negligence or willful misconduct in the performance of his(her) duties.

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241 **Section 7.2** This right of indemnification shall be in addition to, and not exclusive of, all other
242 rights to which such member of the school board or officer may be entitled.