



# COACE - NACST LOCAL 1492

Central Ohio Association of Catholic Educators

*Teachers working for teachers*

## Central Ohio Association of Catholic Educators Constitution (Rev. 2005)

### ARTICLE I: NAME

The name of the organization shall be the Central Ohio Association of Catholic Educators (COACE). It shall be incorporated as a non-profit corporation in accordance with the laws of the state of Ohio.

### ARTICLE II: PURPOSE

The purpose of this Association shall be to foster Catholic education in the Diocese of Columbus by:

- A. Monitoring, protecting, and improving the welfare of all Diocesan teachers;
- B. Promoting the professional growth of teachers and other professional workers in the schools by encouraging adherence to high standards of professional competence and through the improvement of the welfare of the teachers;
- C. Acting as a means of communication among professional staff of the schools of the Diocese;
- D. Providing a means of dialogue between the Association, the Diocesan Department of Education, the Principals' Association, the Diocesan Administration and any other groups where such a dialogue would be mutually beneficial;
- E. Involving the Association in Diocesan and community affairs where such is necessary and proper and deemed beneficial to the cause of Catholic education;
- F. Fostering a spirit of Christian principles;
- G. Availing itself of the benefits and protections, including the tax exempt status granted under Section 501 of the Internal Revenue Code of 1954.

### ARTICLE III: MEMBERSHIP

Section 1. All full and part-time lay and religious teachers, counselors, and certified librarians/media specialists in the schools of the Diocese of Columbus are eligible for membership, including those teachers on any leave of absence authorized by the negotiated agreement between the Association and the Diocese of Columbus, and all retired teachers who were active members at their retirement.

Section 2. Honorary membership may be conferred upon any individual by a majority vote of the Executive Board, but such members shall have only a voice but no vote in the affairs of this organization.

Section 3. All regular members in good standing shall have voting privileges.

Section 4. Each member shall pay dues in such amounts and categories and at such dates

that are established by the Executive Board.

#### **ARTICLE IV: OFFICERS**

There shall be four (4) officers of the Association: President, Vice President, Secretary and Treasurer.

##### Section I. Election of Officers

- A. Any member in good standing may run for an office.
- B. The election of the President and Secretary shall be held in odd years; Vice President and Treasurer in even years. Each shall serve for a term of two years.
- C. The Executive Board shall conduct the election of the new Officers by the general membership prior to May 31 of each year.
  1. If more than one person expresses an interest in serving in an office, an election shall be by printed ballot distributed to each Association member present at the annual membership meeting. Election shall be by the simple majority of all the ballots cast.
  2. If only one person is interested in serving in an office, this volunteer shall be presented at the annual membership meeting. A motion to accept this candidate for office shall be made and seconded and voted upon. Election shall be by the simple majority of all the members present.
- D. New Officers shall assume their responsibilities following the election.
- E. Vacancies:
  1. Should a vacancy occur in the office of President, the Vice President shall assume the office and serve out the remaining term of the President. The Executive Board will appoint a replacement Vice President who will assume the office and serve out the remaining term.
  2. Should the position of Vice President become vacant due to circumstances other than becoming President, the Executive Board will appoint a replacement who will assume the office and serve out the remaining term.
  3. Should the positions of Secretary or Treasurer become vacant, they may be filled by appointment by the Executive Board, the appointed to serve out the remainder of the unexpired term.

##### Section 2: Duties of Officers

- A. The duties of the President shall be:
  1. To serve as the chief executive of the organization;
  2. To call and preside at all meetings of the general membership, the building representatives, and the Executive Board;
  3. To plan the agenda for all meetings in cooperation with the other officers;
  4. To represent the position of the Association;
  5. To meet with the Superintendent of schools as needed throughout the year as required by the Agreement;
  6. To designate Chairs of all committees subject to approval of the Executive Board;
  7. To serve as an ex-officio member of any committee except the Nominating and Election Committees;
  8. To approve the content of the newsletter.
- B. The duties of the Vice President shall be:
  1. To preside at meetings in the absence of the President;

2. To assist the President as necessary.
- C. The duties of the Secretary shall be:
  1. To keep records and minutes of all meetings of the Building Representatives, the general membership, and the Executive Board;
  2. To publish, with the assistance of the President, an agenda for any meeting;
  3. To notify the appropriate members of the date and time of all meetings;
  4. To provide copies of minutes of meetings and other communications to all Building Representatives;
  5. To maintain a complete file of minutes of all meetings;
  6. To be responsible for the safe-keeping of all documents pertaining to the organization, its business and affairs, except financial records;
  7. To oversee the publishing and dissemination of a newsletter.
- D. The duties of the Treasurer shall be:
  1. To be the chief financial Officer of the organization;
  2. To serve as chair of the Budget Committee but shall not serve on any committee charged with auditing or otherwise investigating the financial affairs of the organization;
  3. To be responsible for all funds received or disbursed by the organization;
  4. To collect and record the payment of dues;
  5. To maintain an accurate list of active members, including their names, addresses and phone numbers;
  6. To keep an accurate and current ledger of all income and expenses, and to report the financial status of the Association at all meetings;
  7. To submit an annual financial statement to the membership;
  8. To publish an annual budget;
  9. To file required documents with the Internal Revenue Service to maintain the Association's non-profit status;
  10. To deposit all monies and other valuables/effects in the name of the Association in such depositories as may be designated by the Executive Board;
  11. To render an account of all transactions as Treasurer and of the financial condition of the Association whenever called upon to do so by the Executive Board;
  12. To submit the books for audit during the odd-numbered years.
  13. The Treasurer and any other Officers authorized to sign checks shall be bonded by a licensed agency.

## **ARTICLE V: EXECUTIVE BOARD**

Section 1. The Executive Board shall consist of the following members:

- A. The four (4) elected officers;
- B. One (1) high school representative;
- C. One (1) elementary representative;
- D. One (1) representative at-large;
- E. The Newsletter Editor, as a guest member.

Section 2. Election of Executive Board members shall be as follows:

- A. Other than the elected officers, to be elected to the Executive Board, a candidate must be a Building Representative;
- B. The Building Representative from the high schools will elect one member from their ranks;

- C. The Building Representatives from the elementary schools will elect one member from their ranks;
- D. An at-large member will be elected by all of the Building Representatives and the Officers;
- E. Selection shall take place at the first Building Representatives' meeting of each school year;
- F. Should any Executive Board member be unable to fulfill his/her term, a replacement shall be appointed by the Executive Board to serve the remainder of the term.

Section 3. The duties of the Executive Board shall be as follows:

- A. To act as the Board of Trustees for the organization and to execute the policy determined by the members or by the Executive Board, and the Executive Board shall have the sole power to do so unless specifically restricted in and by this Constitution;
- B. To manage all the business and the affairs of this organization including, but not limited to, the following:
  - 1. To sue and be sued, complain and defend, on behalf of and for the use of the organization;
  - 2. To employ and/or retain attorneys and counselors to advise members of the Executive Board, the officers, and/or the employee of the organization, on all matters pertaining to the organization's business and/or affairs;
  - 3. To employ accountants, agents and/or other persons having skills and knowledge the Executive Board deems necessary in the conduct of the business and affairs of the organization;
  - 4. To adopt an official seal and other insignia and to use the same by causing it or them, or facsimiles thereof, to be impressed, affixed, or in any other manner reproduced, and to alter same at their pleasure, and no other person(s) and/or body(ies) may use or cause to be used such seal(s) and/or insignia, without the express written consent of the Executive Board;
  - 5. To purchase, take, receive, lease as lessee, take any gift, device, or bequest, or otherwise acquire, and to own, hold, use, deal in or with, any real or personal property, and/or any interest therein for and by the organization;
  - 6. To sell, convey, mortgage, pledge, lease as lessor, and otherwise dispose of any or all or any part of property and assets of the organization;
  - 7. To purchase, take, receive, or otherwise acquire, and to own, hold, vote, and use shares or other interests in, or obligations of corporations, associations, partnerships, or individuals; and to sell, mortgage, loan, pledge, or otherwise dispose of such shares, interests, or obligations on behalf of the organization;
  - 8. To make contracts and incur liabilities which the Executive Board deems appropriate to accomplish any or all of the purposes; to borrow money for the organization at such rates of interest and terms and constitutions as they may determine; to issue notes, bonds, and other obligations and to secure the organization's obligations by mortgage, pledge, or deed of trust of all or any of its property and income;
  - 9. To invest the funds of the organization from time to time in any real and personal property; and to take and hold real and personal property as security of funds invested or loaned;

10. To approve an annual budget which shall then constitute the Executive Board's approval of expenditures of the type and amount contained therein, and to revise that budget as and when it deems such revisions are necessary and/or proper;
  11. To do anything they deem necessary and/or appropriate to the exercise of the foregoing power(s) or any other power not specifically granted to and limited to any other body or Officer in and by this Constitution;
  12. To oversee the audit of the Treasurer's ledger by May 15 of alternate years;
  13. To periodically review the organization's Constitution and to draft amendments as necessary and to submit proposed amendments to the membership for approval;
  14. To set annual membership dues;
  15. To conduct the election of the organization's officers, to certify their eligibility for office, and to oversee balloting of other issues pertinent to the work of the organization;
  16. To ensure that all terms of the negotiated agreement are being carried out in all buildings under the organization's jurisdiction;
  17. To approve the appointment of the Negotiations Team;
  18. To plan the annual general membership meeting;
  19. To approve by simple majority of those present, any non-budgeted expenditure exceeding \$250.00.
- C. The Executive Board shall have the power to interpret and enforce the Constitution and to make rules not in conflict with the Constitution. Such interpretations and rules shall be subject to appeal or modification by a majority of those present at a general meeting.
- D. The Executive Board shall appoint such committees as are provided for in this Constitution and other such committees as it deems necessary. Such appointments shall be made subject to the provisions of this Constitution.
- E. A majority of the Executive Board shall constitute a quorum for the transaction of business at any meeting of the Executive Board. The action of the majority of the Executive Board present at a meeting at which a quorum is present shall be the action of the Executive Board.
- F. As to matters requiring action by the Executive Board, and when the Executive Board is not in formal session, the Executive Board may act by written or voice communication. When action by the Executive Board is required, the President may obtain the Executive Board members' approval by written or voice communication and such members may take action on the matter brought to their attention in a similar manner. Such action so taken by the majority vote of the members of the Executive Board shall constitute action of the Executive Board as though the Executive Board were in formal session.
- G. If an Officer misses two consecutive Executive Board meetings and his/her absence is not excused by the Executive Board, his/her position may be declared vacant and a successor may be appointed subject to the provisions of this Constitution.

#### **ARTICLE VI: BUILDING REPRESENTATIVES**

- A. The Association membership in those schools within the Franklin County Vicariates with 18 or more full-time teachers may select two Representatives. The Association membership in those schools within the Franklin County Vicariates with 17 or fewer

full-time teachers may select one Representative. The Association membership in those schools in a vicariate outside the Franklin County Vicariates with 50% plus Association members shall select one Representative.

- B. Building Representatives shall be selected in May. Their terms of office shall begin at the first meeting of the following school year. Should a Building Representative be unable to complete his/her term of office, a new representative shall be selected by the Association membership of his/her school.
- C. The duties of the Building Representatives shall be:
  - 1. To attend the Association meetings; should a Representative be unable to attend for any reason, he/she shall ensure that his/her building is represented at the meeting;
  - 2. To collect dues from and distribute membership cards to all Association members in his/her school;
  - 3. To relate all Association business to each member in his/her school and to inform the Executive Board of the desires, feelings, grievances, etc., of the members of his/her school;
  - 4. To fulfill all Building Representative duties as required by the Agreement;
  - 5. To oversee that all terms of the negotiated Agreement are carried out in his/her building;
  - 6. To serve as an advisory body to the Executive Board.

#### **ARTICLE VII: MEETINGS**

- A. The Executive Board:
  - 1. Shall meet as designated by the resolution of the Executive Board, and may hold other meetings at such times and places as determined by the President;
  - 2. Special meetings of the Executive Board shall be called within ten days of a request of any three (3) of its members submitted to the President or Secretary.
- B. Building Representatives' meetings:
  - 1. Shall be held regularly during the school year;
  - 2. Shall be open to all Association members; however, only Building Representatives and Officers may vote at these meetings;
  - 3. All motions shall be carried by a simple majority vote of the Representatives and Officers present.
- C. Annual membership meeting:
  - 1. An annual meeting shall be held at such a time and place that may be determined by the President; each member shall be given notice of this meeting at least one (1) week prior to the meeting;
- D. Special Meetings of the general membership:
  - 1. Other general meetings may be scheduled at such times and places that the President may determine to be necessary; notice shall be given at the earliest possible time; the voting members present at any general membership meeting shall constitute a quorum for such meetings.
  - 2. The affirmative vote of a simple majority of the voting members present at the meeting shall be necessary for the authorization or taking of any action on which a vote is required; all voting will be done in person.

#### **ARTICLE VIII: COMMITTEES**

- A. The Executive Board shall establish the following standing committees:  
Membership, Nominating, Negotiations, Grievance, Public Relations, and

- Scholarships, and such other ad hoc committees as are deemed necessary.
- B. The Membership Committee shall be established and will plan the membership.
  - C. The Nominating Committee shall be established no later than March 1 and shall be composed of not more than five (5) active Building Representatives whose duties shall be:
    - 1. To establish a slate of candidates for Association Officers;
    - 2. To present such slate to the Executive Board and the Building Representatives for their general approval at least one month before the election;
    - 3. To prepare biographical material on each candidate to be distributed with the ballot to each Association member.
  - D. The Negotiations Committee shall be established at or before the February Building Representatives' meeting the year preceding the negotiations year. Its work carries through the summer and subsequent negotiations process. Its duties shall be:
    - 1. To recommend to the Executive Board a negotiations team of members of the Association according to the provisions of a negotiating procedures agreement between the Association and The Diocesan Education Office;
    - 2. To select a spokesperson for negotiations;
    - 3. To assess teachers' needs and concerns relative to the Agreement;
    - 4. To recommend items for negotiation;
    - 5. To research and provide data on all items recommended for negotiations.
  - E. The Grievance Committee shall be established at the opening Building Representatives meeting; it shall serve from October 1 to September 30 of the following year; it shall consist of not fewer than three (3) members. In the event of a vacancy on the Grievance Committee, the Executive Board shall appoint a replacement for the remainder of the term. The duties and responsibilities of this committee are outlined in the Agreement.
  - F. The Scholarship Committee shall establish the procedure for the competition and select the COACE scholarship winners.
  - G. The Ethics Committee shall investigate violations of this Constitution. The findings of this committee shall be reported to the Executive Board for action. Members of this Committee shall be selected from the Building Representatives. Under special circumstances, the Executive Board will serve as the committee, i.e. summer. One committee member shall serve as Chair (to be known as the Chair).
    - 1. COACE Officers and Building Representatives shall be subject to discipline, including censure, reprimand, and removal from office only upon good and sufficient proof of malfeasance, nonfeasance neglect, or misconduct in office.
    - 2. Any Officer who, without just cause, is absent from four (4) or more meetings during a 12-month period, may be removed from office and shall forfeit any compensation for all such absences. The Secretary will monitor the attendance of all Officers.
    - 3. Allegations of misconduct against an Officer or Representative in respect to his/her duties may be brought by any member in good standing with COACE. Said allegation(s) shall be made in writing and served to the Chair, who shall promptly serve a copy of such allegation(s) to the person against whom the allegation(s) are made. Said allegation(s) shall specifically describe the nature of the alleged misconduct in sufficient detail for a determination to be made as to whether there exists good cause to proceed with the inquiry. Should it be that the Chair is the accused person, another member of the Ethics Committee will serve as Chair.

4. Upon service of the allegation(s) to the affected Officer or Representative, copies of the allegation(s) shall be distributed to each member of the Ethics Committee. The person against whom the allegation(s) is made shall, within 30 days of receipt of the allegation(s), prepare a response thereto and serve said response to the members of the Ethics Committee and the party making the allegation(s). The Ethics Committee shall convene and consider the charge(s) and the response(s) thereto and determine by majority vote of such Committee whether there exists good cause to proceed with the inquiry. The Chair shall report to the President with (i) that good cause was not found to proceed with the inquiry, or (ii) that good cause has been found to proceed with further inquiry. The report of the Ethics Committee shall be reduced to writing and forwarded to the President who shall notify the Executive Board and the affected parties of the action of the Ethics Committee. Should it be that the President is the accused person, the Vice President will take charge of the inquiry.
5. Upon the President's receipt of the report of the Ethics Committee, and in the event that good cause was found to proceed with the inquiry, the President shall declare an emergency, call a meeting of the Executive Board, and ensure that notice thereof is given to the members of the Executive Board and the affected parties.
6. The emergency meeting of the Executive Board shall be held for the purpose of resolving the charges against the Officer or Representative. The Executive Board shall conduct a disciplinary hearing at which the charged member shall be entitled to counsel and shall be afforded due process to the same extent afforded members. The President (except if charged) shall preside over such a disciplinary hearing, and shall resolve all questions of procedure and evidence.
7. No disciplinary action shall be taken upon the Officer or Representative except upon the two-thirds vote of the Executive Board.
8. Either party seeking to appeal the decision of the Executive Board to the membership, shall serve notice thereof to the President and the opposing party, if any, within thirty (30) days of notice of the action from which the appeal is taken. Such notice of appeal shall consist of a concise statement describing the act or failure to act upon which the appeal is based, the basis for such appeal, and the specific decision appealed from.
9. The appeal shall be heard at a general membership meeting by allowing the appellant to address the membership. The opposing party or a representative thereof shall be permitted to speak in support of the action appealed from and the matter shall be placed before the members for a vote. The action of the Executive Board shall be reversed by the members only upon a two-thirds (2/3) vote of those present.
10. By accepting the position of Officer or Representative, each Officer or Representative acknowledges and agrees that until and unless reversed, the decision of the Executive Board shall be final.
11. Any member who brings an allegation against an Officer or Building Representative, which allegation is found to be brought frivolously or for personal gain, shall himself/herself be subject to discipline by the Executive Board.

#### **ARTICLE IX: FISCAL YEAR**

The fiscal year of the Association shall begin on the first day of July and end on the last day of June of the next year.

**ARTICLE X: LIABILITY OF THE CORPORATION**

The private property and assets of the incorporators, the Executive Board, Officers, committee members, employees and agents of this Association shall forever be exempt from liability for its debts, obligations, and losses.

**ARTICLE XI: AMENDMENTS**

- A. An amendment to this Constitution may be proposed by two (2) or more members of the Executive Board or by twenty (20) or more regular members by submitting the proposed amendment(s) in writing to the Executive Board. Any proposed amendment(s) shall be placed on the agenda of the Executive Board's next regularly scheduled meeting in accord with provisions for including items on such an agenda.
- B. After review by the Executive Board, a proposed amendment(s) shall be submitted to the regular members at the next general membership meeting. If the amendment(s) is approved by a simple majority of the members present, such amendment(s) shall become effective immediately unless otherwise specified.

**ARTICLE XII: RATIFICATION OF COLLECTIVE BARGAINING AGREEMENTS**

No labor agreements or contracts shall be effective or binding upon the organization, its Officers, or its members unless and until it has been ratified by the Regular Members who are also within the employee unit covered by the proposed agreement or contract. No member who is not also an employee within the unit shall have any vote to ratify or to refuse any proposed agreement contract for that employee unit.

**ARTICLE XIII: RATIFICATION OF THIS CONSTITUTION**

This Constitution shall be presented to the regular members at a special meeting. The action of a majority of the members present shall be binding on the Association.

**ARTICLE XIV: SAVINGS CLAUSE**

If any Article(s) or portion of any Article(s) of this Constitution becomes invalid for any reason, the remaining Articles and portions of Articles will remain in full force and effect.