

**CATHOLIC SCHOOLS' BOARD  
ARCHDIOCESE OF PRETORIA AND ARCHDIOCESE OF JOHANNESBURG  
CONSTITUTION**

“Sharing Through Service”

**PREAMBLE**

The Catholic Schools' Board was established by the Catholic Schools Proprietors' Association on 11 November 2002 in response to changing educational demands which call for, among other things, greater involvement by the laity at the level of direction and guardianship. The Board comprises both religious and lay members and it aims to ensure the preservation and development of Catholic education in the Archdiocese of Pretoria and the Archdiocese of Johannesburg. The Catholic Schools' Board, in fulfilling the duties and responsibilities given to it by the Proprietors of the schools, is accountable to the national Catholic Schools Proprietors' Association

**ABBREVIATIONS**

CaSPA	-	Catholic Schools Proprietors' Association
CSB	-	Catholic Schools' Board
CSO	-	Catholic Schools' Office
CIE	-	Catholic Institute of Education
PBO	-	Public Benefit Organisation
AGM	-	Annual General Meeting

**1. OBJECTIVES**

- 1.1 To preserve the ethos, values and quality of Catholic Education.
- 1.2 To ensure the participation of Catholic schools in the ongoing development of education in South Africa.
- 1.3 To involve the laity in their role in Catholic education.
- 1.4 To ensure the sustainability of Catholic schools (financial, quality and numbers).
- 1.5 To strengthen and enhance existing collaboration within the Catholic education Network.
- 1.6 To speak with a unified voice on issues of importance to Catholic education with other stakeholders (government, other religious bodies and Educational Institutions).
- 1.7 To respect the distinctive charism of each congregation and school. (N.B. Each congregation is responsible for maintaining its own charism. This objective only focuses on RESPECT for each congregation's charism.)

**2. MEMBERSHIP**

The Proprietors of Catholic Schools in the Archdiocese of Pretoria and the Diocese of Johannesburg hereby constitute the CSB as:

- 2.1 an Association of public character operating not for gain
- 2.2 as a body corporate having perpetual succession existing separately from its members or office bearers and shall be a distinct and separate legal entity
- 2.3 the proprietors as listed on annexure 1.

**3. COMPOSITION OF THE BOARD**

- 3.1 The CSB comprises the proprietors of the schools, a number of designated lay members, as well as elected representatives of the Catholic schools of the two dioceses. At least three of the members of the Board shall be unconnected persons and shall accept fiduciary responsibility for the Board.

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- 3.2 Membership of the CSB and representation at meetings shall be as follows:
    - 3.2.1 The Archbishop of Pretoria and/or his representative (1)
    - 3.2.2 The Archbishop of Johannesburg and/or his representative (1)
    - 3.2.3 The CaSPA representative from Gauteng (1)
    - 3.2.4 The Religious Congregational Proprietor or his/her representative ( – elected at the CSB AGM (2)
    - 3.2.5 A representative from Catholic schools that have Trusts (1)
    - 3.2.6 The Director of the CSO(1) (ex officio)
    - 3.2.7 The Chairpersons of the Executives of the Catholic Schools' Councils of the CSO in Pretoria and Johannesburg (2)
    - 3.2.8 The representatives of Catholic Schools' Principals and Boards sub-committees of the CSO's Catholic Schools' Councils in Pretoria and Johannesburg (2)
    - 3.2.9 Representative of the CSO's Staff (1)
    - 3.2.10 Representative of the National Office of the CIE (1)
    - 3.2.11 Three lay people appointed for their particular expertise (i.e. Legal, Financial and Religious Ethos) (3).
  - 3.3 The CSB will meet at least four (4) times each year.
  - 3.4 The quorum for the meetings shall be 8, with at least 3 proprietors (or their delegates), and at least 3 lay representatives.
  - 3.5 The CSB may establish such sub-committees as may be necessary from time to time, with delegated powers that may be so delegated.
  - 3.6 The CSB may co-opt additional members for a specific purpose and for a specific period.
  - 3.7 Absences of proprietors (who fail to attend two consecutive meetings without an acceptable explanation) will be brought to the notice of the representative the Regional CaSPA of Gauteng.
  - 3.8 Absences of elected members (who fail to attend two consecutive meetings without an acceptable explanation) will be brought to the notice of their respective executive bodies.
  - 3.9 Board members will normally serve a two (2) year term of office, renewable for one (1) term.
  - 3.10 Minutes of the Board meeting shall be sent to all proprietors.
- 4 PRINCIPLES AND PROCEDURES FOR THE OPERATION OF THE CSB
- 4.1 Decisions will be taken by consensus failing which voting by show of hands will require a two-thirds majority of voting members present in all cases relating to:
    - 4.1.1 the adoption of and amendments to the constitution
    - 4.1.2 the dissolution of the CSB
    - 4.1.3 statements of policy binding on all members
    - 4.1.4 acceptance of the proposed budget of the CSOA simple majority of votes suffices for matters of administration and the implementation of accepted resolutions.
  - 4.2 Conflict of Principle may arise. Any member who after mediation finds an irreconcilable conflict with a policy which has been declared (with consensus) has the right to appeal to the Executive of the National CaSPA.
- 5 THE MISSION STATEMENT OF THE CSB
- The Catholic Schools Board of the Archdioceses of Pretoria and Johannesburg strives to ensure the promotion, preservation and development of Catholic education in our network of schools through the services of the Catholic Schools Office. With Christ as our centre, we search for truth and meaning in our diverse region.

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### 6 THE EXECUTIVE COMMITTEE

The CSB shall elect an Executive Committee which shall meet at least 4 times per year. The Executive Committee shall comprise:

- 6.1 The Chairperson, Vice-Chairperson and Treasurer of the CSB (3)
- 6.2 The Director of the CSO (1)
- 6.3 An episcopal representative, either from Pretoria or from Johannesburg (1)
- 6.4 The CaSPA representative from Gauteng
- 6.5 The Chairperson of the Ethos sub-committee
- 6.6 An additional member elected at the AGM each year (1)  
At least two members of the executive shall be lay people.
- 6.7 A quorum for the Executive Committee will be 5 members.

### 7 THE FUNCTIONING AND AUTHORITY OF THE EXECUTIVE COMMITTEE

The Executive Committee will function and have authority, as delegated by the CSB, and within its capacity and resources to achieve the objectives of the CSB and its aims as set out in the mission statement. It shall give approval of a budget of income and expenditure for the ensuing year in July each year. The minutes of meetings shall be tabled for acceptance at a meeting of the Board and decisions taken require ratification by the Board.

### 8 FUNCTIONS OF PROPRIETORS

The proprietors retain all rights and duties relating specifically to the alienation of land and improvements owned by them, and to the acquisition of land and the making of improvements. Notwithstanding this, the CSB will assist, if requested for all negotiations of lease agreements and rentals and for all matters related thereto. To assist proprietors to maintain control over the Catholic Ethos of the school, the Board may appoint an Ethos Committee of no more than six (6) members to assist the Director and staff of the CSO in the implementation of Ethos directives and practices in the schools. This committee will meet at least four (4) times a year.

### 9 THE CATHOLIC SCHOOLS OFFICE

The day-to-day running of the CSO will be according to its mandate from the CSB which will enable the CSO to fulfil the objectives of the CSB. The CSO will report regularly to the Executive Committee and four times a year to the CSB.

### 10 PROPERTY AND FINANCE

- 10.1 The Board may appoint a Finance Committee of no more than four (4) members to assist the Director in administering the finances of the CSB. This committee will meet at least four (4) times a year. It will determine the Budget for the following year, and will receive regular financial reports from the Director and its Chair. It will also monitor the financial situation at schools through their annually submitted audited financial statements. A quorum shall be at least three (3) members, which shall include the Director. Should a Finance Committee not be appointed, the Executive Committee shall perform this function.
- 10.2 The property of the CSB shall be constituted by movable and immovable property, whether acquired by purchase, donation, inheritance or otherwise.
- 10.3 All the property and assets of the CSB shall vest in the CSB.
- 10.4 Members or office bearers of the CSB shall have no rights in the property or other assets of the CSB solely by virtue of their being members or office bearers.
- 10.5 The CSB shall have a bank account opened in the name of the Catholic Schools' Board and have all its financial transactions conducted through that bank account. Two signatures shall be required to operate the bank account.

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- 10.6 The financial year end of the CSB shall be 31 December each year.
- 10.7 When and if the CSB is wound up or dissolved, any assets remaining after all its liabilities have been met, shall be transferred to a similar PBO of the Roman Catholic Church.

### 11 ANNUAL GENERAL MEETING

- 11.1 An AGM shall be held within three months after the end of each financial year.
- 11.2 The business of the AGM shall include inter alia:
  - 11.2.1 the presentation and adoption of the chairperson's report
  - 11.2.2 the adoption of the annual financial statements
  - 11.2.3 the election of a Chairperson, a Vice-Chairperson, and an Honorary Treasurer each of whom will serve for a period of one year. Office bearers will be eligible for re-election but may hold office for a total of not more than three (3) consecutive years
  - 11.2.4 the appointment of auditors
  - 11.2.5 other such matters as may be considered appropriate.
- 11.3 The quorum for AGMs shall be the same as set out for Board Meetings in 3.4, namely: the quorum shall be 8, with at least 3 proprietors (or their delegates) and at least 3 lay representatives.

### 12 SPECIAL GENERAL MEETING

A Special General Meeting shall be held annually (before the end of June) with all the constituents of the Archdiocese of Pretoria and the Diocese of Johannesburg.

The business shall include inter alia:

- 12.1 The presentation of the Chairperson's Report
- 12.2 The presentation of the Annual Financial Statements
- 12.3 The proposed budget of the ensuing year.

### 13 NOTICE OF MEETINGS

Notice of all meetings must be given timeously and effectively by the Secretary

### 14 LEGAL ACTION

The Catholic Schools Board may sue or be sued in its own name.

### 15 DISPUTE RESOLUTION

Any dispute between the members shall be referred to mediation as referred to in 4.2.

### 16 AMENDMENTS TO THE CONSTITUTION

Amendments passed in terms of 4.1 above shall be reported to the South African Revenue Service.

### 17 DISSOLUTION

In the event of the CSB being dissolved and ceasing to exist, the assets of the Board shall be dealt with as stipulated in 10.7 above.

SIGNED AT

ON

Mary Jardim  
Chairperson of the Catholic Schools' Board

**(This page contains sections of the previous Constitution for reference purposes.)**

5. FUNCTIONS [should be transferred to the mission statement of the CSB]  
The CSB will strive progressively to carry out these functions, recognising that its capacity and resources initially, may not allow it to attend to every function.
- 5.1 Initially in the setting up of the new structure, including employment of staff.
  - 5.2 To ensure the financial viability of the new structures.
  - 5.3 To exercise authority within the constitutional framework.
  - 5.4 To be accountable to the owners.
  - 5.5 To ensure the Catholic ethos in schools.
  - 5.6 To ensure training for the Catholic Schools' Governing Bodies, staff and proprietors' representatives with regard to ethos and policies especially.
  - 5.7 To receive and review statistics, budgets and audited financial reports with a view to making recommendations towards greater sustainability.
  - 5.8 To exercise mutual accountability with staff of proposed structures.
  - 5.9 To reserve the right to appoint representatives to selection committees for the appointment of staff.
  - 5.10 To ensure development and implementation of policies, codes of conduct, etc.
  - 5.11 To be aware of and monitor legislation at provincial levels that impact on schools.
  - 5.12 To act as a resource body in appointing representatives to Catholic Schools Governing Bodies.
  - 5.13 To determine a financial strategy to sustain this proposed structure.
  - 5.14 To ensure that a satisfactory standard of maintenance and safety is maintained.
8. FINANCIAL MANAGEMENT [for the rules for the functioning of the CSO]  
The day - to day running of the CSB as well as a large part of the responsibility for fulfilling the Objectives and Functions of the Board will rest with the Catholic Schools' Office. Practically all the financial liability of the CSB will also result from its financing of this Office. It is anticipated that the funds required for this purpose will come from the following sources :
- 1. an equitable levy paid by each school (a subcommittee to be set up for this)
  - 2. funds raised for this purpose
  - 3. funds contributed by the proprietors
  - 4. an annual Church appeal on behalf of Catholic schools
  - 5. the rental paid annually by the education departments to owners of public schools on private property - where applicable.

**ANNEXURE 1 – list of proprietors**

1. Archbishop of Pretoria
2. Archbishop of Johannesburg
3. St Benedicts Board of Trustees (representing Missionary Oblates of Mary Immaculate)
4. Christian Brothers
5. De La Salle Brothers
6. Dominican Sisters Cabra
7. Dominican Sisters King Williamstown
8. Dominican Sisters Newcastle
9. Holy Cross Sisters
10. Holy Family Sisters
11. Holy Rosary Board of Trustees (representing Holy Rosary Sisters)
12. Institute of the Blessed Virgin Mary: Loreto
13. Iona Convent
14. Marist Brothers
15. Missionary Sisters of the Assumption
16. Salesians of Don Bosco
17. Sisters of Mercy
18. Ursuline Sisters