

(CLS Board: Mar. 25, 2008)
(Bethel Voter's Assembly: June 15, 2008)
(Emmaus Voters' Assembly: June 1, 2008)
(Jehovah Voters' Assembly: June 8, 2008)
(St. Stephanus Voters' Assembly: June 29, 2008)

CONSTITUTION OF CENTRAL LUTHERAN SCHOOL ASSOCIATION OF ST. PAUL, MINNESOTA

Article I — Name

The name of the association is: The Central Lutheran School Association of Saint Paul, Minnesota.

Article II — Purpose

The purpose of this association is to conduct and maintain a Christian Day School for all children of congregations holding membership in the association, and for such other children as might be declared eligible by the Board of Christian Education, with priorities assigned by the Board of Education, keeping in mind the outreach mission of the school.

Article III — Membership

Membership in this association must consist of the congregation or congregations officially in the association. Any congregation may be admitted to the association upon recommendation of the board, subject to the approval of all member congregations, if such congregation subscribes to the symbolical books of the Evangelical Lutheran Church, is a member of a church body in fellowship with the Lutheran Church – Missouri Synod, and agrees to be bound by this Constitution and the By-Laws of the association.

The association must meet in an annual meeting once each year.

Article IV – Organization

1. A Board of Christian Education, hereinafter called the “board,” must be elected or appointed to direct the affairs of the association.

2. Board members must be elected or appointed by each member congregation based upon the congregation's assessment. The number of board members from the association congregations must be a minimum of 8 members and a maximum of 12 members.

3. In addition to the board members from the association congregations, the board may add not more than three at-large, voting board members. These at-large members are not required to be members of an association congregation. The board members from the association congregations must appoint the at-large members. At-large members serve for two-year terms.

4. A teacher or a spouse of a teacher; a staff member or spouse of a staff member; is not be eligible for election or appointment to the board. The administrators of Central Lutheran School are advisory (non-voting) members of the board. The faculty of Central Lutheran School may select one of its members to be an advisory (non-voting) member of the board. The pastor of each association congregation is an advisory (non-voting) member of the board.

5. The board may establish committees – (ex: properties committee, policy committee, finance committee), as may be deemed necessary. Each committee may include people other than board members, and must be chaired by a member of the board, who is responsible for reporting the activities and recommendations of the committee to the board. To the extent possible, the congregations in the association will be proportionately represented on committees.

Article V — Authority

1. The authority of the congregations acting jointly as members of this association is the same as that exercised ordinarily by individual congregations in their educational endeavors.

2. The board has the right to acquire, hold, or dispose of equipment and property other than real estate and to engage in such other activities as may be necessary to conduct its work. The association has the sole authority to dispose of or acquire real estate, except in the dissolution of the association.

3. The board is responsible to the association and is guided by this constitution and the rules and regulations that may be adopted by the association.

4. The board must establish and/or approve policies and practices of Central Lutheran School.

5. The board has the right to call or engage teachers and administrators, and to employ persons other than teachers.

Article VI — Duties of Member Congregations

1. Every member congregation must contribute toward the support and maintenance of the school in such manner as the association must determine in its By-Laws. See By-Laws, Paragraph 1.

2. Every member congregation pledges itself to use its influence with the parents in its midst to the end that its children of school age attend the school.

3. Every member congregation must be responsible for the regular attendance of its representatives at the meetings of the board.

Article VII - Meetings

1. The board meets once a month to hear reports and transact business of the association. The members of the board must report on the meetings to their respective congregations. A quorum is one half of the membership.

2. The June meeting of the board is the annual meeting at which time the election of officers takes place.

3. Members of the Executive Board may call special meetings of the Board of Education.

Article VIII — Officers

1. The board in its annual meeting must elect by ballot from among its members, a Chairman, a Vice-chairman, a Treasurer, and Secretary. These

are designated as the Executive Board and the legal trustees of the association. The Chairman and Vice-chairman must be members of an association congregation.

2. Vacancies occurring in the Executive Board will be filled by appointment of the Chairman of the Board from the designated members. The term of these appointments will only be until the next annual meeting and will be subject to ratification of the Board.

Article IX — Duties of Officers

1. The Chairman will preside at all meetings of the Board and perform other duties generally incumbent upon this office. The Chairman will appoint committees, subject to ratification by the board.

2. The Vice-Chairman will perform the duties of the Chairman in the absence or disability of the Chairman.

3. The Secretary will keep the minutes of the Board, conduct the correspondence, and perform other duties associated with this office.

4. The Treasurer will disburse funds according to the budget after the proper invoices, statements and vouchers have been submitted and approved for payment by the K-8 Director. The Treasurer must submit a complete report of expenditures at each regular meeting of the Board. Non-budget items require prior approval by the board.

5. The bookkeeper must receive all funds from the treasurers of member congregations or any other sources contributing to the school. The bookkeeper must deposit all such funds to the credit of the association in a bank designated by the board and must submit a monthly report.

6. All financial books must be audited annually.

7. The board member are the legal representatives of the association and must perform such duties as are required by law in the business and financial affairs of the association.

Article X — Teachers and Administrators

1. Teachers and administrators for the school must be called or engaged by the board. Every effort must be made to hire synodically trained persons to fill the positions for which a Call can be extended. Only when all synodical candidates to whom the Call has been extended have declined the Call or suitably qualified synodical candidates are not available may a non-synodically trained person be contracted.

2. The duties of the teachers and administrators must be established by the board and be defined in the call or contract. Through its board representatives the congregation designated for teacher or administrator membership may communicate special congregational needs, such as music direction or youth programs, but the needs of the association shall must be paramount to the needs of any individual congregation.

3. Congregation membership of all fulltime, callable positions must be apportioned among the congregations that are members of the association in the same proportion as a congregation's assessment bears to the total of all assessments to member congregations. As vacancies occur, allocations must be made to the member congregations so as to maintain the proportion described herein. Based upon current assessments, the board may change the apportionment at the time of any vacancy, whether teacher or administrator. The apportionment must not be changed until such time as the position called becomes vacant, even though the proportion described herein may vary from time to time as a result of changes in student enrollment. Each congregation must have at least one position assigned to it.

4. All called faculty members must be members of a congregation of the Central Lutheran School Association.

Article XI — Removal of Officers and Teachers

Any teacher or administrator of the school shall be removed from office by the board, in accordance with Christian practice, if that person persists in false doctrine, an unchristian life, unfaithfulness in duty, or is deemed to be incompetent by the school board to meet the requirements of the office. An officer of the board may be removed if person is deemed to be incompetent by the school board to meet requirements of the office.

Article XII — Dissolution

1. This association is perpetual and must not be dissolved so long as one congregation desires its continuance.

2. Congregations intending to withdraw from the association must give notice of one year's time of such intention.

3. Congregations withdrawing before dissolution of the association waive all rights to existing property of the association and must make a just and equitable settlement of their obligations to the association.

4. Upon dissolution of the association, the property and assets of the association must be transferred to the Minnesota South District of the Lutheran Church, Missouri Synod, or its successor in interest. This transfer must be made with the stipulation that the district may continue to operate the school or that in the event of the liquidation of the property and assets the proceeds of sale must be used for educational purposes by the district.

Article XIII — Schoolbooks

Besides the Holy Scriptures and Luther's Small Catechism, only such books must be used for instruction in Christian doctrine as are in accordance with Symbolical Books of the Evangelical Lutheran Church. In respect to secular texts, every care should be taken to select books that are free of false doctrine or that are rendered innocuous by proper correction. Texts must be recommended by the administrators and faculty and approved by the board.

Article XIV — Constitution Amendments or Changes

This Constitution may be amended by a vote of two-thirds (2/3) majority of the board in any regular meeting of the board, provided the amendment must have been proposed and discussed at a previous meeting of the board. The amendment is effective only when all member congregations have ratified it.

Article XV — Rules of Order

In the meetings of the Board all questions of order will be decided in accordance with Robert's Rules of Order, unless the rule is contrary to this Constitution.

BY-LAWS

1. ASSESSMENTS AND MEMBER TUITION. The cost of maintaining and operating the school must be computed and apportioned to member congregations annually by the board. Congregational apportionments are to be paid on a monthly basis, one-twelfth due by the tenth of each month.

In determining the assessment, the board must:

a. Establish the anticipated number of children to be enrolled in grades kindergarten through eight for the coming school year.

b. Establish a budget that includes all generally accepted operating costs for the coming school year.

c. Establish a per-pupil base rate for the coming school year. The base rate is the amount of the operating budget, minus the anticipated third source revenue divided by the anticipated number of children enrolled.

d. Establish a tuition rate for students having a parent who holds active membership in a member congregation as determined by each congregation. The tuition rate for a student from a member family must not be less than 25% of the base rate nor must it be more than 50% of the base rate. The board may, at its discretion, give consideration to the number of students in the family and establish a reduced tuition rate for the second or subsequent child.

e. In setting the congregation assessment rate, no consideration is given to lesser tuition rates granted for second and subsequent children in a family. A congregation's total assessment is computed by multiplying the number of its children enrolled in grades kindergarten through eight by the assessment rate. A congregation's assessment may be varied from time to time during the school year to reflect any net increase in enrollment of students from that

congregation during the school year. A congregation's assessment must not be decreased during any school year as a result of a net decrease in the enrollment of students during the school year. If a family with CLS students transfers from one association congregation to another association congregation during the school year, the receiving congregation may elect to pay the assessment for the transferred students for the rest of the school year. Both congregations must notify CLS of any changes. It is highly recommended that the pastors of the congregations involved in the transfer discuss this matter.

f. Any congregation new to the association must pay an assessment rate equal to that established in section e.

g. Should any congregation of the association refuse to accept its assessment as computed above, or should a congregation be in arrears in its payments for three months or more, such a congregation will forfeit its right of membership in the association unless the association waives these requirements. In the event that a congregation has forfeited its right of membership, the parents of children actually attending the school will be assessed the non-member tuition rate with a credit given for any portion of the assessment actually paid by the congregation.

2. NON-MEMBER TUITION. Tuition assessments for students from families that do not have a parent holding membership in one of the member congregations is equal to the base rate, as described in paragraph 1 c of these By-Laws. The board may, at its discretion, give consideration to the number of students in a non-member family and establish a tuition rate for the second or subsequent child from a non-member family at an amount less than full non-member tuition.

3. CAPITAL IMPROVEMENTS AND MAJOR MAINTENANCE EXPENDITURES.

No congregation is to be directly assessed for major capital improvements or major maintenance expenditures unless it consents to a direct assessment. As used in these By-Laws, major capital maintenance expenditures or major maintenance expenditures, are those improvements or expenditures that exceed five percent (5%) of the annual operating budget of the school.

In order to fund major capital improvements and major maintenance expenditures, the board determine if the funds should come from the budget, or if a capital campaign for such purpose should be commenced. The board is authorized to borrow funds for such purpose if the total borrowed doesn't exceed 5% of the operating budget. The board may borrow funds, pledging the property and assets of the association if expenditures exceed the 5% threshold, and with the approval of 2/3 of the association congregations.

4. TRANSPORTATION COSTS. Transportation costs of the children attending the school are the responsibility of the individual family.

5. TEXTBOOKS. The board must approve the manner of providing necessary books to the pupils of the school.

6. BOARD MEMBERSHIP. Board membership must be apportioned among the congregations that are members of the association in the same proportion as a congregation's assessment bears to the total of all assessments to member congregations. However, each congregation must have at least one member on the board. The size of the board and the apportionment of representatives must be determined by the board at its annual meeting, and shall not be changed until the following annual meeting. At-large, voting members must be appointed at the annual meeting, except when filling the remainder of an unexpired term.

7. ASSOCIATION ANNUAL MEETING. The association will meet annually in an "information only" meeting to communicate the trends and expectations for Central Lutheran School to members of the congregations. The school board will establish the agenda for the meeting, and the school board will lead the meeting.

8. OPEN MEETINGS. Meetings of the board are open to parents, teachers, and members of associate congregations. (Discussions occasionally may require them to step out from the meeting - e.g. when certain individuals are up for discussion.)

9. FACULTY REPRESENTATION AT MEETINGS OF THE BOARD. The administrators will be held responsible for conveying all matters of the board to the faculty members and faculty matters to the board - unless he chooses to have a teacher or teachers make a presentation to the board or unless the faculty directs its own representative to convey a matter

to the board and to report the board's response to the faculty. The regular meetings of the board are open meetings and all teachers are welcome to attend, as observers. Should a teacher or teachers feel the need of bringing anything to the attention of the board other than through an administrator or the faculty representative, this may be done by approval of the Board Chairman and with the prior knowledge of an administrator.

10. CENTRAL LUTHERAN SCHOOL'S NON-DISCRIMINATION POLICY. Central Lutheran School admits students of any race, color, national, and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national and ethnic origin administration of its educational policies, admission policies, and athletic and other school administered programs. When classes approach enrollment limits, board policy will dictate our enrollment priorities.

11. AMENDMENTS TO By-LAWS. These by-laws may be amended by a vote of two—thirds (2/3) majority of the school board in any regular meeting of the board, provided the amendment has been proposed and discussed in a previous meeting of the board. An amendment to a by-law becomes effective only when it has been ratified by two-thirds (2/3) of all member congregations, each congregation having one vote.

12. RECOGNIZED SERVICE ORGANIZATION STATUS WITH THE LUTHERAN CHURCH MISSOURI SYNOD. The granting of Recognized Service Organization status by The Lutheran Church Missouri Synod is not an endorsement of the fiscal solvency of the Association, nor is it an endorsement of the services or programs offered by the Association, nor does it constitute an expressed or implied endorsement of the fiscal solvency of the Association, or does it cause the Lutheran Church Missouri Synod, its districts, or congregations to incur or become subject to the liabilities or debts of the Association. The Association is solely responsible for its own management and fiscal affairs and for the debts and liabilities incurred by the Association.