

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

## PREAMBLE

We, the Board of Directors, in response to the Biblical commandment for the Christian education of our children (Deuteronomy 6:6-7) and believing that this Christian education can best be accomplished in a Christian school, hereby make and adopt the following Bylaws for the organization and operation of Heritage Christian School, Inc.

## ARTICLE I – NAME

The name by which this corporation shall be known and incorporated is: Heritage Christian School, Incorporated.

## ARTICLE II – MISSION AND VISION

The mission of Heritage Christian School is to provide a God-permeated, Christ-centered, high quality education. The vision of Heritage Christian School is to prepare students spiritually, scholastically and relationally for a life of Biblical moral standards, responsible leadership and service to others.

## ARTICLE III – STATEMENT OF FAITH

Each member of the Board of Directors, each officer, and each employee of the Corporation, having accepted Jesus Christ as personal Savior, shall subscribe in writing to the following Statement of Faith with any violation thereof resulting in immediate removal from all positions within the Corporation and immediate termination of any employment with the Corporation:

Foremost in the operation of this Corporation and its Bylaws is the Word of God as taught in Old and New Testaments of the Holy Bible. All provisions herein are declared to be subject to the word of God, which is to every possible extent incorporated herein by reference as a whole and, unless otherwise stated, to be found in the King James Version of the Holy Bible.

The Corporation accepts the Scriptures as the revealed Will of God, the all sufficient rule of faith and practice, and for the purpose of maintaining general unity, adopts these Statements of Fundamental Truths and Doctrine.

**Section 1 - The Scriptures Inspired.** The Bible is the only inspired Word of God, a revelation from God to man, the infallible rule of faith and conduct, and is superior to conscience and reason, but not contrary to reason. (2 Tim. 3:15-17; 1 Peter 1:23-25; Heb. 4:12)

**Section 2 - The One True Godhead.** The triune Godhead is comprised of three (3) separate and distinct personalities, The Father, The Son, and The Holy Spirit, who are eternally self-existent, self-revealed and

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

function as one entity. Jesus Christ, who is God manifested in the flesh, is the second member of the Godhead, co-equal and co-eternal with The Father and The Holy Spirit.

**Section 3 - Man, His Fall and Redemption.** Man was created good and upright, for God said, "Let us make man in Our image, after Our likeness." But, man, by voluntary transgression, fell and his only hope of redemption is in Jesus Christ the Son of God (Genesis 1:26-31, 3:1-7; Romans 5:12-21).

## **Section 4 - The Salvation of Man.**

(a) Man's only hope of redemption is through the shed blood of Jesus Christ. On the cross Jesus Christ became sin and sickness providing both salvation and divine healing for all mankind (Psalm 103:3), being justified freely by His Grace through the redemption that is in Christ Jesus. For by grace we are saved through faith. "The word is near you, in your mouth and in your heart—that is, the word of faith which we are preaching, that if you confess with your mouth Jesus as Lord, and believe in your heart that God raised Him from the dead, you shall be saved; for with the heart man believes, resulting in righteousness, and with the mouth he confesses, resulting in salvation" (Romans 3:24; Ephesians 2:8; Romans 10:8-10).

(b) The evidence of Salvation. The inward evidence to the believer of his salvation, is the direct witness of the Spirit (Romans 8:16). The outward evidence to all men is a life of righteousness and true holiness. "And this is His commandment, that we believe in the name of His Son Jesus Christ, and love one another, just as He commanded us" (1 John 3:23).

(c) Faith and Works. Salvation is by faith in Jesus Christ and not by human works; however, our works will determine the rewards in eternity (Romans 10:9-10 and II Cor. 5:10).

**Section 5 - The Holy Spirit.** We believe in the personhood of the Holy Spirit and in His present ministry of conviction, regeneration, indwelling, enlightening, and guiding. (John 3:5, 14:26; 1 Cor. 6:19.)

**Section 6 - The Ministry.** The Ministry is the body of Christ, the habitation of God through the Spirit, with divine appointments for the fulfillment of her great commission. Each believer, born of the Spirit, is an integral part of the general assembly and church of the firstborn, which are written in Heaven (Ephesians 1:22; 2:19-22; Hebrews 12:23).

**Section 7 - Blessed Hope.** Jesus is coming again to gather all His Saints to Heaven (I Cor. 15:51-52; I Thess. 4:16-17; and II Thess. 2:1).

**Section 8 - The Lake of Fire.** Those who have not accepted the redemptive work of Jesus Christ will suffer eternal separation from the Godhead. The devil and his angels, the beast and the false prophet, and anyone whose name was not found written in the book of life, shall be consigned to everlasting

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

punishment in the lake of fire which burns with brimstone. This is the second death, the lake of fire (Rev. 19:20; 20:10-15).

**Section 9 - The Millennial Reign of Jesus.** The return of our Lord Jesus Christ with His Saints from Heaven to rule and reign for one thousand years on earth as the Scriptures promised (Romans 11:25, 27; 2 Thess. 1:7; Rev. 19:11-16; 20:1-7). After this, there shall be a new heaven and a new earth (Rev. 21).

## **Section 10 - Christian Life.**

(a) Family; Household. “Above all, love each other deeply, because love covers over a multitude of sins. Offer hospitality to one another without grumbling. Each one should use whatever gift he has received to serve others, faithfully administering God’s grace in its various forms. If anyone speaks, he should do it as one speaking the very words of God. If anyone serves, he should do it with the strength God provides, so that in all things God may be praised through Jesus Christ.” (I Peter 4:8-11) Children, obey your parents; this is the right thing to do because God has placed them in authority over you. Honor your father and mother. This is the first of God’s Ten Commandments that ends with a promise. And this is the promise: that if you honor your father and mother, yours will be a long life, full of blessing. And now a word to you parents. Don’t keep on scolding and nagging your children, making them angry and resentful. Rather bring them up with the loving discipline the Lord himself approves, with suggestions and godly advice” (Ephesians 5:22-31, 33-6:4 (LB)).

(b) Marriage. It is the overwhelming testimony of the God-breathed Holy Scriptures that the marriage covenant shall be reserved only for one man with one woman. “You wives must submit to your husbands’ leadership in the same way you submit to the Lord. For a husband is in charge of his wife in the same way Christ is in charge of his body the Church. (He gave his very life to take care of it and be its Savior!) “A Man must leave his father and mother when he marries, so the two shall be one.” “So again, I say, a man must love his wife as a part of himself: and the wife must see to it that she deeply respects her husband—obeying, praising and honoring him.” (Ephesians 5:33)

Because God has ordained marriage and defined it as the covenant relationship between a man, a woman, and Himself, the Corporation and its Board of Directors, officers, employees, parents, students, volunteers and agents will only recognize marriages between a biological man and a biological woman. Finally, the facilities and property of the Corporation shall only host weddings between one man and one woman. We believe that the term “marriage” has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture. (Gen 2:18-25.) We believe that God intends sexual intimacy to occur only between a man and a woman who are married to each other. (1 Cor. 6:18; 7:2-5; Heb. 13:4.) We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman. We believe that any form of sexual

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

immorality (including adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God. (Matt 15:18-20; 1 Cor. 6:9-10.)

(c) Biological Gender. We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God. (Gen 1:26-27.) Rejection of one's biological sex is a rejection of the image of God within that person.

(d) Adultery; Immorality. "Thou shalt not commit adultery" (Exodus 20:14). "...try hard to live without sinning; and be at peace with everyone so that he will be pleased with you when he returns" (II Peter 2:14 (LB)). "You shall not commit adultery. But I say: Anyone who even looks at a woman with lust in his eye has already committed adultery with her in his heart" (Matthew 5:27-28 (LB

(e) Drunkenness; Drugs "Nor thieves, nor covetous, nor drunkards, nor revilers, nor extortioners, shall inherit the kingdom of God" (I Cor. 6:10 (LB)). "Don't drink too much wine, for many evils lie along that path; be filled instead with the Holy Spirit, and controlled by Him" (Ephesians 5:18 (LB)). "For the drunkard and the glutton shall come to poverty; and drowsiness shall clothe a man with rags" (Proverbs 23:21).

(f) Homosexuality. "You shall not lie with a man as with a woman; it is an abomination" (Leviticus 18:22). "Don't you know that those doing such things have no share in the Kingdom of God? Don't fool yourselves. Those who live immoral lives, who are idol worshippers, adulterers or homosexuals will have no share in his Kingdom..." (I Cor. 6:9-10).

(g) Sanctity of Human Life. We believe that all human life is sacred and created by God in His image. Human life is of inestimable worth in all its dimensions, including pre-born babies, the aged, the physically or mentally challenged, and every other stage or condition from conception through natural death. We are therefore called to defend, protect, and value all human life. (Ps 139.)

(h) Forgiveness. We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11.)

(i) Love. We believe that every person must be afforded compassion, love, kindness, respect, and dignity. (Mark 12:28-31; Luke 6:31.) Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of the corporation.

(j) Unity in Christ. We believe that in order to preserve the function and integrity of the Corporation as the local Body of Christ, and to provide a biblical role model to those who serve in and/or with the Corporation and the community, it is imperative that all persons employed by the Corporation

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

in any capacity, or who serve as volunteers, as well as students and parents, agree to and abide by this Statement of Faith. (Matt 5:16; Phil 2:14-16; 1 Thess. 5:22.)

(k) Statement of Faith Not Exhaustive. The statement of faith does not exhaust the extent of our beliefs. The Bible itself, as the inspired and infallible Word of God that speaks with final authority concerning truth, morality, and the proper conduct of mankind, is the sole and final source of all that we believe. For purposes of the Corporation's faith, doctrine, practice, policy, and discipline, our Board of Directors is the Corporation's final interpretive authority on the Bible's meaning and application.

## **ARTICLE IV - AUTONOMY**

The Corporation is autonomous and maintains the right to govern its own affairs, independent of any denominational control. Recognizing, however, the benefits of cooperation with other nonprofit organizations in world missions and otherwise, this Corporation may voluntarily affiliate with any nonprofit organizations of like precious faith.

## **ARTICLE V - PURPOSE**

The Corporation is formed for any lawful purpose or purposes not expressly prohibited under West Virginia law. The Corporation is organized and shall be operated exclusively for religious, charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitations, the purposes of this Corporation are:

- (a) To operate a Christian school for the religious and educational training of children;
- (b) To promote the Christian religion by any appropriate form of expression, within any available medium, and in any location, through the Corporation's combined or separate formation, of a church ministry, charity, or eleemosynary institution;
- (c) To preach the restoration message of Jesus Christ to those whose lives have been destroyed by the devil through the curse that came from the disobedience of the first man, Adam;
- (d) To collect and disburse any and all necessary funds for the maintenance of said Corporation and the accomplishment of its purpose within the State of West Virginia and elsewhere;

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

- (e) To make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended; and
- (f) This Corporation is also organized to promote, encourage, and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expand, or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the Corporation; and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purpose of this Corporation. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended.

## **ARTICLE VI - POWERS AND RESTRICTIONS**

Except as otherwise provided in these Bylaws and in order to carry out the above-stated purposes, the Corporation shall have all those powers set forth in applicable law, as it now exists or as it may hereafter be amended. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The powers of the Corporation to promote the purposes set out above are limited and restricted in the following manner:

(a) The Corporation shall not pay dividends and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its organizers, officers or other private persons, except that the Corporation shall be authorized and empowered to make payments and distributions, (including reasonable compensation for services rendered to or for the Corporation) in furtherance of its purposes as set forth in the Articles of Incorporation or these Bylaws. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of the Articles of Incorporation or these Bylaws, the Corporation shall not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(b) In the event this Corporation is in any one year a "private foundation" as defined by Section 509(a) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

subsequent federal tax laws, it shall be required to distribute its income for such taxable year at such time and in such manner as not to subject the foundation to taxation under Section 4942 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; and further shall be prohibited from: (i) any act of “self dealing” as defined in Section 4941(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (ii) retaining any “excess business holdings” as defined by Section 4943(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; (iii) making any investments in such manner as to subject the foundation to taxation under Section 4944 of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws; or (iv) making taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

(c) The Corporation shall not accept any gift or grant if the gift or grant contains major conditions which would restrict or violate any of the Corporation’s religious, charitable, educational, or scientific purposes or if the gift or grant would require serving a private as opposed to a public interest.

## **ARTICLE VII - PHILOSOPHY OF EDUCATION**

The educational process in a Christian school is dependent on a philosophy which provides Christian worldview and essential truths for life so that children may be prepared to assume their proper place in the home, the church, and the state. Accordingly, the philosophy of education for Heritage Christian School, Inc. is as follows:

Because glorifying God is the highest calling of mankind, helping our students develop a lifelong discipline of bending their will to the Lordship of Jesus Christ, is our foremost task. The beginning point for this process and the deepest need of every student is a personal, saving relationship with God through Jesus Christ. Therefore, we will work alongside parents and local churches to ensure our students have ample opportunities to receive Jesus Christ as Savior and Lord. Furthermore, to aid our students in their spiritual growth, Biblical content will be integrated into each course of study.

Our aim socially is to provide our students with a Christian world view from which our students will develop a balanced personality and proper understanding and acceptance of the roles they will fulfill at home, at work, at play and at worship – all grounded in Christian love.

Because Jesus, our Lord, “Does all things well,” we will promote high academic standards to include skills in creative and critical thinking using the best integrated curriculum available. The objective of our instructional program is to produce dynamic followers of Christ who are prepared spiritually to impact our culture for Christ and prepared academically to pursue the post-secondary education of his or her choosing, whether in college, university, or vocational training.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

Our responsibility for the student encompasses the spiritual, mental, intellectual, physical, social and emotional areas. Therefore, through our academic courses, music training, social functions, athletic programs and spiritual emphases, we will seek to develop the whole person.

While the education of children is the responsibility of parents, the school functions as an agent for parents/guardians. Therefore, faculty and staff will cooperate closely with parents/guardians in every phase of the student's development.

## **ARTICLE VIII - BOARD OF DIRECTORS**

Section 1a – Heritage Christian School, Inc. Board of Directors shall be referred to as the Board of Directors.

Section 1b – Agreement of the Board of Directors

All members of the Board of Directors shall be born-again believers in Jesus Christ and shall agree without reservation with Articles II, III, IV, V, and VI of the Bylaws. Further, they shall regularly attend a local, evangelical church whose doctrine is in agreement with Article II of the Bylaws.

Section 2 – General Responsibilities

The Board of Directors shall oversee the continuing operation of this corporation. Responsibilities shall include, but not be limited to:

- Making policy
- Personnel matters such as conflict resolution, hiring and firing, workers compensation, etc.
- Establishing tuition and fees
- Promoting Christian education in the community
- Praying for the ministry of the school

Section 3 – Number and Tenure of Members

- A. The Board of Directors shall consist of at least five and not more than twelve voting members.
- B. A member shall serve a minimum term of one year (unless such service is terminated by resignation, death, or dismissal.) Upon serving ten years the member shall step down from service for at least one full year before being eligible again for membership.
- C. The Board of Directors shall consist of the following non-voting members: Administrator, Assistant Administrator, Development Director, Pre-School Director and PTF Representative, to the extent such positions exist.

Section 4 – Board of Directors Member Qualifications

- A. Members of the Board of Directors shall be born-again believers who subscribe without reservation to the school's Statement of Faith and Philosophy of Education. Born again shall be defined as follows:



# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

“Born Again Christians are defined as people who said they have made a personal commitment to Jesus Christ that is still important in their life today and who also indicated they believe that when they die they will go to Heaven because they had confessed their sins and had accepted Jesus Christ as their savior.”

- B. Members of the Board of Directors shall regularly attend and support an evangelical church whose Statement of Faith is in agreement with the HCS Statement of Faith. Evangelical is defined as follows:
  - “Evangelicals” meet the born again criteria (described above) plus seven other conditions. Those include saying their faith is very important in their life today; believing they have a personal responsibility to share their religious beliefs about Christ with non-Christians; believing that Satan exists; believing that eternal salvation is possible only through grace, not works; believing that Jesus Christ lived a sinless life on earth; asserting that the Bible is accurate in all that it teaches; and describing God as the all-knowing, all-powerful, perfect deity who created the universe and still rules it today. Being classified as an evangelical is not dependent upon church attendance or the denominational affiliation of the church attended.”
- C. Members of the Board of Directors shall be Christian role models in the school and community.
- D. Clergy may not make up a majority of the Board of Directors.

## Section 5 – Board of Directors Member Compensation

- A. Members of the Board of Directors shall receive no financial remuneration for their services. The Board may authorize the reimbursement of expenses, incurred by a member, in the performance of official business for the school or the Board of Directors.

## **ARTICLE IX - NEW BOARD OF DIRECTORS**

### Section 1 – Vacancies of the Board of Directors

- A. A vacancy on the Board of Directors shall be deemed to exist in the case of expiration of term, resignation before expiration of term, death, or removal from the Board of Directors.

### Section 2 – Nominations for the Board of Directors

- A. Candidates for membership shall be nominated by the Board of Directors. Parents of students or other interested individuals may recommend candidates by submitting the name to the President, who must submit the names to the full Board for consideration.
- B. Such candidates must be interviewed prior to nomination by the Board of Directors to determine interest, suitability, and eligibility. All candidates shall meet the qualifications of membership set forth in these Bylaws.

### Section 3 – Appointment of Directors

- A. Any vacancy on the Board of Directors may be filled by unanimous vote of the remaining members.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

## Section 4 – Resignation or Dismissal from Board of Directors

- A. A member may resign from office by tendering the resignation in letter form to the President.
- B. A member may be removed from the Board of Directors for failure to be a Christian role model, for excessive absence (defined as missing 5 of 12 meetings in a calendar year) from regular and special meetings of the Board of Directors, or whenever such removal, in the judgment of the Board of Directors, would be in the best interest of the school. Removal shall require a unanimous vote of the remaining members.
- C. In view of the serious nature of a member's involuntary removal from office, every effort shall be made by all parties to show Christian compassion and forbearance. Corrective measures and actions designed to promote genuine repentance and personal restoration shall be applied. Dismissal shall be a matter of "last resort." Any unpleasantness surrounding such action shall be dealt with quickly and take into account the dignity and personal privacy of the individual in question.
- D. In the event the vacating member was an officer, another member shall be designated by majority resolution to assume the responsibilities of the office now vacant.

## **ARTICLE X - DUTIES OF THE BOARD OF DIRECTORS**

### Section 1 – Duties of the Board of Directors

- A. The Board of Directors shall help set the spiritual tone for the school. Members shall individually and corporately pray for the administration, faculty, staff, parents and children of the school. They will be inclined to prayer, ever mindful of their own dependence upon God for His grace and wisdom to be made manifest in their leadership.
- B. The primary function of the Board of Directors is to set school policy; not to administer the school. This shall be the job of the Administrator.
- C. The authority of the Board of Directors is corporate. Individual members have authority to act only when the Board of Directors is convened in regular or special session. There shall be only one line of authority which will flow from the Board of Directors through its President to the Administrator who is charged with the responsibility for properly conveying the decisions and actions of the Board of Directors to the faculty, staff, students and parents as appropriate.
- D. The Board of Directors shall protect, maintain, and manage the property and equipment of the school.
- E. The Board of Directors shall oversee the general financial operation of the school by approving annual budgets, devising methods of raising necessary operating funds, and determining how the funds shall be disbursed. The Board of Directors shall arrange for a certified financial review on an annual basis.
- F. The Board of Directors shall have the authority to borrow money in the name of the school. However, all measures will be taken to operate with a balanced budget.
- G. The Board of Directors shall exercise due care to determine that the school operates according to accepted legal principles which should include, but not be limited to, the

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

- obtaining of competent legal counsel to advise the Board of Directors on matters of safety, general liability, and personnel issues.
- H. A significant duty of the Board of Directors is the selection of its Administrative Officer (Principal.) The Administrator will implement the Board's legislated policies and directives and manage the day to day operation of the school. The annual evaluation of the Administrator is the responsibility of the entire Board of Directors.
  - H. Upon recommendation of the Administrator to the Board of Directors, the faculty and staff of the school shall be appointed by the Board of Directors after careful consideration of each individual's spiritual and academic qualifications. Such employees shall be chosen to meet the educational objectives and execute the academic programs and policies of the school.
  - I. The Board of Directors shall have the authority to dismiss and/or not renew the contract of any personnel associated with the school who does not fulfill the requirements set forth in these Bylaws, their employment agreement, or when he or she consistently fails to be a Christian role model.
  - J. The Board of Directors shall ensure that a Faculty and Staff Handbook is developed, revised as needed, and annually distributed to all employees.
  - K. The Board of Directors shall approve the educational programs and standards of achievement for the school. This shall include the review and approval of all textbooks and courses of study recommended by the school's faculty under the leadership of the Administrator.
  - L. The Board of Directors shall evaluate itself annually. Each member shall also evaluate his/her willingness and ability to continue serving the Lord as a member of the Board of Directors.

## Section 2 – Committees

- A. The Board of Directors may operate using a standing committee and ad hoc committee system. Each committee shall have the responsibility to review and make recommendations in its assigned area for consideration and action by the full Board of Directors.
- B. The standing committees of the Board of Directors may include :
  - a. By-Laws
  - b. Building and Grounds
  - c. Christian & Academic Affairs
  - d. Financial Aid Development
  - e. Legal/Legislative
  - f. Personnel
  - g. Public Relations/Marketing
- C. Each standing committee shall have one member of the Board of Directors appointed by the Board of Directors President. The appointed member shall be chair of the committee. The President may appoint interested parents or individuals to serve on the committee.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

- D. The Board of Directors may, from time to time, establish ad hoc committees made of Board members and/or other interested individuals to deal with specific issues in the school. Upon completion of its assigned task, such ad hoc committees shall dissolve.

## **ARTICLE XI - OFFICERS OF THE BOARD OF DIRECTORS**

### Section 1 – Officers

- A. The Board of Directors shall elect Officers from among its members in the month of April and shall assume office at the first meeting in July. The duties of the Officers shall be limited to the following:
  - B. President: The President shall preside at all Board of Directors meetings and perform such other duties as approved by the Board of Directors. The President shall be the Administrator's point of contact with the Board of Directors when the Board of Directors is not in session.
  - C. Past-President: The Past-President shall advise the President and be his or her point of contact in insuring continuity in vision and direction of the Board of Directors.
  - D. Vice-President: The Vice-President shall perform the duties of the President in the latter's absence, disability, or refusal to act. When so acting, the Vice-President shall be subject to all the restrictions upon the President.
  - E. Secretary: The Secretary shall cause to be recorded the minutes of any and all meetings of the Board of Directors. The Secretary shall have custody of the Board of Directors records and documents and shall conduct necessary correspondence and perform other duties associated with the office.
  - F. Treasurer: The Treasurer shall maintain the financial records showing the financial condition of the school, shall be the custodian of all monies of the school, and shall perform such other duties as are customarily performed by such an officer.

## **ARTICLE XII - MEETINGS OF THE BOARD**

### Section 1 – Regular Meetings

- A. Regular meetings of the Board of Directors shall convene at least once a month during the school year. The time and place of regular meetings shall be advertised in the school's weekly newsletter the week prior to the meetings.
- B. Board of Directors meetings shall be open to school parents and other interested individuals. Topics to be addressed shall be submitted to the President in writing prior to the posting of the agenda. The President may grant the privilege of the floor to observers at his/her discretion.
- C. The President, in consultation with the Administrator, shall prepare an agenda for regular meetings of the Board of Directors.
- D. The Board of Directors has the right to meet in executive session.
  - a. An executive session can be called for by any member during a portion of any meeting for the purpose of discussing personnel and other sensitive matters.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

- b. Executive sessions shall have in attendance all Board of Directors members present at said meeting, the Administrator of the school, and any other persons who are specifically asked to attend this session by the President. When the executive session is for the purpose of evaluating the Administrator, the Administrator may be asked not to attend.
- c. No official business shall be transacted in the executive session. Rather the time spent in executive session shall be used to discuss the sensitive matter at hand. When the Board of Directors reconvenes following an executive session, any decision shall be made and stated officially so that the Board of Directors Secretary can record such decisions in the official minutes.

## Section 2 – Special Meetings

- A. Special meetings of the Board of Directors may be called by the President of the Board of Directors or by a majority of the members.
- B. Notice of the time, place, and purpose of all special meetings of the Board of Directors shall be given to each member by written notice, telephone, text message and/or Internet based message including, without limitation, Facebook, at least four (4) calendar days, prior to the scheduled special meeting.

## Section 3 – Emergency Action

- A. An “emergency” exists for the purposes of this section if a quorum of the Board of Directors cannot be obtained because of some catastrophic event. In the event of an emergency, the Board of Directors may: (i) modify lines of succession to accommodate the incapacity of any Board of Directors member, officer, employee or agent; and (ii) relocate the principal office, designate alternative principal offices or regional office, or authorize officers to do so. During an emergency, notice of a meeting of the Board of Directors only needs to be given to those Board of Directors members for whom such notice is practicable. The form of such notice may also include notice by publication or radio. One or more officers of the Corporation present at a meeting of the Board of Directors may be deemed Board of Directors members for the meeting, as necessary to achieve a quorum. Corporate action taken in good faith during an emergency binds the Corporation and may not be the basis for imposing liability on any Board of Directors Member, officer, employee or agent of the Corporation on the ground that the action was not authorized. The Board of Directors may also adopt emergency bylaws, subject to amendments or repeal by the full Board of Directors, which may include provisions necessary for managing the Corporation during an emergency including; (i) procedures for calling a meeting of the Board of Directors; (ii) quorum requirements for the meeting; and (iii) designation of additional or substitute Board of Directors members.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

The emergency bylaws shall remain in effect during the emergency and not after the emergency ends.

## Section 4 – Presumption of Assent

- A. Any member of the Board of Directors who is present at a meeting of the Board of Directors at which action is taken shall be presumed to have assented to the action taken unless his/her dissent is entered in the minutes of the meeting or unless the member files his/her written dissent to the action taken with secretary prior to the next regularly scheduled meeting. The right to dissent shall not apply to a member who has voted in favor of the action.

## Section 5 – Waiver and Consent

- A. The transactions of any meeting of the Board of Directors, however called or noticed, shall be valid. Members not present will be deemed to have consented to the holding of such meeting, and/or an approval of the minutes thereof.

## Section 6 – Quorum

- A. At all meetings of the Board of Directors, whether regular or special, the presence, in person, of a majority of members (50% of the members plus 1) shall constitute a quorum for the transaction of business. Only members may vote at any meetings of the Board. Only written proxies shall be valid for voting.
- B. In the absence of a quorum, a minority of members may adjourn any meeting of the Board of Directors from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

## Section 7 – Robert’s Rules of Order

- A. Meeting of the Board of Directors shall be governed by Robert’s Revised Rules of Order.

## Section 8 - Action Without Meeting.

- A. Notwithstanding any provisions of these Bylaws to the contrary, to the fullest extent allowable under applicable law, any action required to be taken at a meeting of the Board of Directors or any action that may be taken at a meeting of the Directors may be taken without a meeting if a written consent, stating the action to be taken, is executed, either through hand signature or electronic means, by the number of Directors necessary to take that action at a meeting at which all of the Directors are present and voting. The consent must state the date of each Director's execution. Such action by written consent or consents shall be filed with the minutes of the proceedings of the Corporation.

## **ARTICLE XIII - SCHOOL ADMINISTRATOR**

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

Section 1 – The Administrator shall be appointed by the President of the Board of Directors. He/She shall be the chief executive officer of the school and shall carry out the policies established by the Board of Directors. The Administrator shall be an ex-officio (non-voting) member of the Board of Directors.

Section 2 – The Administrator shall be a born-again believer and subscribe without reservation to the school’s Statement of Faith and Philosophy of Education. He/she shall be a Christian role model in the school and community.

Section 3 – The Administrator shall be a member in good standing of a local, evangelical church whose doctrine is in agreement with Article II of the Bylaws.

Section 4 – The Administrator’s responsibilities are to be defined in a job description approved by the Board of Directors.

Section 5 – The Administrator shall be appointed each year by written contract after careful consideration of his/her spiritual and academic qualifications and the review of his/her annual evaluation conducted by the Board of Directors.

Section 6 – The Board of Directors shall evaluate the Administrator annually based upon his/her job description and other appropriate factors.

## **ARTICLE XIV - DISRUPTIONS AND DEADLOCK**

**Section 1 - Disruptions.** Any person deemed by the Board of Directors or the School Administrator to: (a) be in substantial disagreement with the doctrine and interpretation of the Holy Bible espoused by the Corporation; or (b) pose a physical or psychological threat to any person or to the Corporation; or (c) be causing, about to cause, or capable of causing disruption to the religious and/or educational services and activities of the Corporation shall be considered a trespasser on Corporation property and may be ejected summarily. No Director shall incur any liability for acting in good faith in the interests of the Corporation pursuant to this section.

**Section 2 - Deadlock.** In the case where the Board of Directors shall, by reason of deadlock (whether because an even number of Directors is seated on the Board of Directors, or because certain Directors are absent even though a quorum is present, or because of abstention, or for any other reason), be unable to reach a conclusive vote on any issue before the Board of Directors, then, in such instance, the President or his/her appointee, shall cast an additional ballot which shall be known as a “majority ballot,” so that an official act or decision may be taken by the Board of Directors. The majority ballot shall be cast in addition to the regular Director’s vote cast by the Chairman.

## **ARTICLE XV - TRANSACTION OF THE CORPORATION**

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

**Section 1 - Contracts and Legal Instruments.** Subject to Article XV below, the Board of Directors may authorize an individual officer or agent of the Corporation to enter into a contract or execute and deliver any instrument in the name of and on behalf of the Corporation. This authority may be limited to a specific contract or instrument, or it may extend to any number and type of possible contracts and instruments.

**Section 2 - Deposits.** All funds of the Corporation shall be deposited to the credit of the Corporation in banks, trust companies, or other depositories that the Board of Directors selects.

**Section 3 - Gifts.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequests, or devise for the general purposes or any special purpose of the Corporation including, but not limited to, gifts of money, annuity arrangements, securities, and other tangible and intangible personal property, real property, and interest therein. The Board of Directors may make gifts and give charitable contributions that are not prohibited by these Bylaws, the Articles of Incorporation, state law, or any requirements for maintaining the Corporation's federal and state tax-exempt status.

#### **Section 4 - Ownership and Distribution of Property.**

- (a) The Corporation shall hold, own, and enjoy its own personal and real property, without any right of reversion to another entity, except as provided in these Bylaws.
- (b) "Dissolution" means the complete disbanding of the Corporation so that it no longer functions as a corporate entity. Upon the dissolution of the Corporation, its property shall be applied and distributed as follows: (1) all liabilities and obligations of the Corporation shall be paid and discharged, or adequate provision shall be made therefore; (2) assets held by the Corporation upon condition requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred, or conveyed in accordance with such requirements; (3) assets received and not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution, shall be transferred or conveyed to one or more domestic or foreign corporations, societies, or organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and are engaged in activities substantially similar to those of the Corporation; this distribution shall be done pursuant to a plan adopted by the Board of Directors; and (4) any assets not otherwise disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, for such purposes and to such organizations as said court shall determine, provided such organizations are in agreement with the Corporation's Statement of Faith and basic form of Government.



# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

**Section 5 - Approval of Purchase.** The purchases of fixed assets in excess of \$25,000.00 shall be subject to the prior approval of the Board of Directors.

**Section 6 - Whistleblower.** The Board of Directors shall establish policies and procedures to allow and encourage any person having cause to believe that the Corporation is involved in any activity or transaction that is in violation of the law to report that belief to the Board of Directors or its designated representatives and to have all such reports thoroughly investigated and the results reported to the Board of Directors. The reporting person shall not be subject to retaliation for making a good faith report. The Board of Directors shall take any remedial or other corrective action that is appropriate for any reported violation that is found to be valid or accurate.

**Section 7 - Clawback Provision.** Any other provision of these Bylaws notwithstanding, any compensation paid to any employee or independent contractors by the Corporation including, without limitation, the officers, Board members, and office staff, shall be subject to a "clawback" should any competent legal authority including, without limitation, the Internal Revenue Service, any court of law or equity, or any other federal, state or local government agency, at some point in the future determine that such compensation was excessive or otherwise should not have been paid. Under such circumstances, the Board shall immediately demand repayment in full of the compensation deemed to be excessive or otherwise improper and the employee shall immediately repay said compensation to the Corporation. Each employee shall sign a form provided by the Corporation as a condition of employment in which said employee consents to this clawback provision.

## **ARTICLE XVI - CONFLICT OF INTEREST POLICY**

**Section 1 - Purpose.** The purpose of the conflict of interest policy is to protect the Corporation's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of a director or officer of the Corporation, or might result in a possible excess benefit transaction. This policy is intended to supplement, but not replace, any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

### **Section 2 - Definitions.**

**(a) Interested Person.** Any director, principal officer, or member of a committee with powers delegated by the Board of Directors, who has a direct or indirect financial interest, as defined below, is an interested person.

**(b) Financial Interest.** A person has a financial interest if the person has, directly or indirectly, though business, investment, or family:

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

1) An ownership or investment interest in any entity with which the Corporation has a transaction or arrangement;

2) A compensation arrangement with the Corporation or with any entity or individual with which the Corporation has a transaction or arrangement; or

3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Corporation is negotiating a transaction or arrangement.

Compensation includes direct or indirect remuneration, as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest.

## **Section 3 - Procedures.**

**(a) Duty to Disclose.** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given opportunity to disclose all material facts to the Board of Directors.

**(b) Determining Whether a Conflict of Interest Exists.** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he or she shall leave the Board meeting which the determination of a conflict of interest is discussed and voted upon. The remaining Board members shall decide if a conflict of interest exists.

### **(c) Procedures for Addressing the Conflict of Interest.**

1) An interested person may make a presentation at the Board meeting, but after the presentation, he or she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

2) The Chairman of the Board of Directors may, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

3) After exercising due diligence, the Board of Directors shall determine whether the Corporation can obtain, with reasonable efforts, a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

4) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Corporation's best

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

interests, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision whether to enter into the transaction or arrangement.

## **(d) Violations of the Conflicts of Interest Policy.**

1) If the Board of Directors has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**Section 4 - Records of Proceedings.** The minutes of the Board of Directors shall contain:

(a) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Director's decision as to whether a conflict of interest in fact existed.

(b) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**Section 5 - Compensation.**

(a) A voting member of the Board of Directors who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matters pertaining to that member's compensation.

(b) A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Corporation for services is precluded from voting on matter pertaining to that member's compensation.

(c) No voting member of the Board of Directors or any committee whose jurisdiction includes compensation matters and who receives compensation directly or indirectly, from the Corporation, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

## **ARTICLE XVII - BOOKS AND RECORDS**

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

**Section 1 - Required Books and Records.** The Corporation shall keep correct and complete books and records of account.

**Section 2 - Fiscal Year.** The fiscal year of the Corporation shall begin on the first day of August and end on the last day in July the following year.

**Section 3 - Audited Financial Statements.** The Corporation shall be either monitored monthly or audited or reviewed annually by an outside accounting firm.

## **ARTICLE XVIII - INDEMNIFICATION**

**Section 1 - Indemnification.** To the full extent permitted by the applicable law, as amended from time to time, the Corporation shall indemnify any Director, officer, committee member, employee, or agent of the Corporation who was, is, or may be named a defendant or respondent in any proceeding as a result of his or her actions or omissions within the scope of his or her official capacity in the Corporation. Reasonable expenses may be advanced by the Corporation in defending such actions.

**Section 2 - Determination of Right.** A determination of the right to indemnification under applicable law shall be made by legal counsel selected by the majority vote of the Board of Directors.

## **ARTICLE XIX - MISCELLANEOUS PROVISIONS**

**Section 1 - King James Version.** The Holy Bible referred to in these Bylaws is the King James Version of the Old and New Testament of the Christian Faith, or any later translation which may be adopted or used by the Board from time to time.

**Section 2 - Construction of Bylaws.** These Bylaws shall be construed in accordance with the laws of the State of West Virginia. All references in the Bylaws to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. If any Bylaws provision is held to be invalid, illegal, or unenforceable in any respect, the invalidity, illegality, or unenforceability shall not affect any other provision and the Bylaws shall be construed as if the invalid, illegal, or unenforceable provision had not been included in the Bylaws. The headings used in the Bylaws are used for convenience and shall not be considered in construing the terms of the Bylaws. Wherever the context requires, all words in the Bylaws in the male, female or neuter genders shall be deemed to include the other genders, all singular words shall include the plural, and all plural words shall include the singular.

**Section 3 - Seal.** The Board of Directors may provide for a corporate seal.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

**Section 4 - Power of Attorney.** A person may execute any instrument related to the Corporation by means of power of attorney if an original executed copy of the power of attorney is provided to the secretary of the Corporation to be kept with the Corporate records.

**Section 5 - Parties Bound.** The Bylaws shall be binding upon and inure to the benefits of the Directors, officers, employees, and agents of the Corporation and their respective heirs, executors, administrators, legal representatives, successors, and assigns except as otherwise provided in the Bylaws.

**Section 6 - Christian Alternative Dispute Resolution.** In keeping with 1 Corinthians 6:1-8, all disputes which may arise between the Corporation and any Director, officer, employee, volunteer, parent, student, or agent of the Corporation, shall be resolved by mediation, and if not resolved by mediation, then by binding arbitration under the procedures and supervision of the **Rules of Procedure for Christian Conciliation, Institute for Christian Conciliation**, or similar faith-based mediation and arbitration group. In the event that the Institute for Christian Conciliation ceases to exist during the existence of this Corporation, arbitration under this section shall be conducted according to the rules of the American Arbitration Association. Judgment upon an arbitration award may be entered in any court otherwise having jurisdiction. The corporation agrees to bear the costs related to any mediation or arbitration proceeding excluding payment of attorneys' fees. Either party may file a motion seeking temporary injunctive relief from a court of competent jurisdiction in order to maintain the status quo until the underlying dispute or claim can be submitted for mediation or arbitration. All parents, students, directors, officers, volunteers, employees and agents of the Corporation shall sign a Christian Conciliation Agreement as adopted by the Board of Directors from time to time.

If a dispute may result in an award of monetary damages that could be paid under a Corporation insurance policy, then use of the conciliation, mediation, and arbitration procedure is conditioned on acceptance of the procedure by the liability insurer of the Corporation and the insurer's agreement to honor any mediation, conciliation or arbitration award up to any applicable policy limits. The mediation, conciliation, and arbitration process is not a substitute for any disciplinary process set forth in the Bylaws of the Corporation, and shall in no way affect the authority of the Corporation to investigate reports of misconduct, to conduct hearings, or to administer discipline of members.

## **ARTICLE XX - FACULTY AND STAFF**

Section 1 – The faculty and staff shall be appointed by the Board of Directors upon recommendation of the Administrator.

Section 2 – Individuals serving on the faculty and staff shall be born-again believers and subscribe without reservation to the school's Statement of Faith and Philosophy of Education. Such individuals shall be Christian role models in the school and community.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

Section 3 – Individuals serving on the faculty and staff shall be members in good standing of a local Christian church.

Section 4 – Faculty and staff responsibilities are to be defined in job descriptions approved by the Board of Directors.

Section 5 – The faculty shall be appointed each year by written contract after careful consideration of spiritual and academic qualifications and Administrator evaluations.

Section 6 – Staff may be appointed by written contract at the discretion of the Board of Directors.

Section 7 – The Administrator shall evaluate faculty and staff annually based upon their job descriptions, standardized test results, and other appropriate factors.

Section 8 – Each member of the faculty and staff shall receive a handbook or pertinent policies and procedures for the school and shall certify annually in writing that he/she received and reviewed the handbook.

Section 9 – Heritage Christian School, Inc. employs individuals of any race, color, biological gender, national or ethnic origin with all the rights, privileges, programs and activities, generally accorded or made available to employees at the school. It does not discriminate on the basis of race, color, biological gender, national or ethnic origin in the administration of educational policies, admissions policies, scholarship and loan programs, athletic or other school administered programs. Heritage Christian School, Inc. is a religious educational ministry, permitted to discriminate on the basis of religion.

## **ARTICLE XX - STUDENTS**

### Section 1 – Non-discrimination Statement

A. Heritage Christian School, Inc. admits students of any race, color, biological gender, national or 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 bases of race, color, biological gender, national or ethnic origin in the administration of educational policies, admissions policies, scholarship and loan programs, athletic or other school administered programs. Heritage Christian School, Inc. is a religious educational ministry, permitted to discriminate on the basis of religion

### Section 2 – Parent/Teacher Fellowship

A. The school may establish a fellowship for the close association and cooperation of the parents of the students and the teachers involved in the school.

# Amended and Restated Bylaws of Heritage Christian School, Incorporated

Bridgeport, West Virginia

As amended and revised, Sept. 11, 2007, Aug. 12, 2008, May 6, 2015, Dec. 1, 2015, and May 1, 2018

## **ARTICLE XXI - AMENDMENTS OF THE BYLAWS**

Section 1 – The School Board of Directors shall have the power to alter, amend or repeal the Bylaws or adopt new Bylaws by 2/3 vote of the full Board of Directors. Changes to Articles II, III, IV, V and VI require a ¾ vote of the full Board of Directors.

## **CERTIFICATE OF SECRETARY**

I certify that I am the duly elected and acting secretary of Heritage Christian School, Incorporated and that the foregoing Bylaws constitute by the Bylaws of the Corporation. These Bylaws were duly adopted by the Board of Directors of the Corporation dated \_\_\_\_\_.

By: /s/ Michelle Spurlock

Name: Michelle Spurlock

Title: Secretary