



BY-LAWS

Revision 3.0

REVISION HISTORY

1.0 – Original Document

1.1 – Check signature

2.0 – Policy Governance and other misc

3.0 – Article 3 updated

BY-LAWS OF CARY CHRISTIAN SCHOOL, INC.

PREAMBLE

We recognize that God has called parents to train their children in both the content and application of His Word in every aspect of life and that He is actively involved in equipping parents to fulfill this responsibility. In support of this, parents may choose the Christian school as a means to train their children in both the academic and spiritual realms. The Christian school can accomplish this by setting before students the highest academic standards in an orderly environment, and by providing Christ-like examples in word and deed, pointing them to God who is the source of all wisdom, knowledge and understanding. (Eph. 6:4; Deut. 6:1-9; Prov. 9:10)

ARTICLE I NAME

This organization shall be known as **CARY CHRISTIAN SCHOOL, INC.** It is incorporated as a non-profit organization under the laws of the State of North Carolina, effective October 19, 1994. Requirements for membership in this corporation are defined below in Article IV.

ARTICLE II PURPOSE OF ORGANIZATION

Cary Christian School, Inc. shall establish and operate a Christian school providing students in

Corporation Board members, committee members and parents who intend to enroll a child or presently have a child in the school are required to be members of the Corporation. Membership is open to all persons according to the following criteria:

1. Persons eighteen years of age or older, who are in agreement with the foundational principles set forth in Article III, and who contribute the current annual membership fee are eligible for membership in the Corporation.

2. All persons who are eligible for membership and who desire to be members of the Corporation must make written application for membership. The board shall review all applications and accept or reject the application according to the principles set forth in this article. The annual membership fee shall be included with the application. If the application is rejected, the fee will be returned.
3. A sustaining membership fee shall be due at the beginning of each calendar year and will cover only the calendar year in which it is paid. Membership fees shall be used for administration and promotion of the organization and not for curriculum and other school related expenses. Failure to pay the annual fee will result in loss of membership. The annual fee will be set by the Board of Directors.
4. At least one parent or guardian of each child attending Cary Christian School must be a member of the Corporation.
5. Members of the Corporation have the privilege of voting on all matters that are presented to the membership, such as the election of Board members, constitutional changes, and budgetary and financial matters. Members receive one vote in corporate matters. Members may also be nominated for election to the Board and appointed by the Board to serve on its committees.
6. Revocation of membership shall occur by failure to pay dues or if an individual is no longer able to, or found not to, subscribe to the foundational principles outlined in Article III.
7. The Principal and staff are non-paying, non-voting members of the Corporation and are not eligible to serve on the Board.

ARTICLE V CORPORATION MEETINGS

1. The Corporation shall hold two stated meetings each year, one to be held in September, the other to be held in March with the exact time, place and agenda to be set by the Board.

At the September meeting, reports on the activity and progress of the school shall be presented by the Principal, the Board Secretary, and the Board Treasurer. The annual election of Board members shall take place at this meeting.

At the March meeting, the board shall present a budget for the following academic year so specific financial needs and commitments may be established prior to issuing teacher contracts, recruiting new teachers, ordering supplies, etc.

2. Special meetings may be called by a majority of the Board. Special meetings may also be called by the Secretary of the Board, provided that such meetings are requested in writing by at least 35% of the then current membership. Such requests must state the subject of the meeting. Notice of a special meeting must be given by first class mail, state the subject of the meeting and be sent to all members at least 7 days in advance of the meeting. No business shall be transacted at such meeting except what is stated in the notice.

3. A quorum, consisting of 15% of the total membership, is required at any regular or properly called special meeting. If a quorum is not present, the Board shall set a new date and time for the meeting and give Notice in the manner provided in Article V, item 2 above.
4. Elections shall be held by secret ballot. Provisions of the latest revision of Robert's Rules of Order shall apply except where otherwise required by these by-laws.

ARTICLE VI BOARD OF DIRECTORS

Section (1). Appointment and Qualifications for Board Membership

1. A Board of Directors (the Board) consisting of seven persons shall be elected by the corporation membership by secret ballot. The term shall be three (3) calendar years. Board member terms shall be staggered such that only two or three members' terms expire at the same time.
2. Nominations to the Board shall be made by a nominating committee that is appointed by the Board. The nominating committee shall consist of one (1) Board member and two (2) members at large.
3. All Board members must be members of the Corporation. All candidates for Board membership shall be considered with regard to the following:
 - Knows Christ
 - Knows the Scriptures
 - Knows how to pray
 - Committed to the educational philosophy outlined in Article III
 - Member or regular attendee in good standing of a local church
 - Demonstrates a loving concern for children
 - Spiritually discerning
 - Positive testimony in community
 - Not a recent convert
4. All members of the Board must comply with any requirements imposed by an Association of which the Corporation is a member.
5. Vacancies on the Board that occur during a term shall be filled by election at the September Corporate meeting. A majority of the Board may appoint an interim person to temporarily fill the vacancy until elections take place. Any such interim appointee shall meet all criteria contained herein for Board qualifications.

Section (2). Meetings of the Board

1. The Board shall hold one stated meeting each month. Meetings of the Board and their recorded minutes shall be open to all members of the Corporation, except for confidential matters which may be handled in a closed executive session.
2. A quorum, consisting of four (4) Board members, shall be required for all Board meetings.

3. Special meetings of the Board may be called by the President of the Board, or by a majority of its members, provided that the subject of the meeting is included in the notice, and that the notice has been given to all members of the Board at least three(3) days in advance of the meeting. No business shall be transacted at such meeting except that stated in the notice.

ARTICLE VII STRUCTURE AND RESPONSIBILITIES OF THE BOARD

Section (1). Structure of the Board

1. At the January meeting each year, the Board shall elect the following four (4) officers: President, Vice-President, Secretary, and Treasurer for a one (1) year term.
2. It shall be the duty of the President to preside over all meetings of the Board and of the membership meetings of the Corporation and to enforce the provisions of the by-laws. The President is an "ex officio" member of all committees of the Board and shall be notified of all meetings of such committees.
3. The Vice-President shall assist the President whenever possible in the discharge of his or her duties. In the absence of the President, the Vice-President shall act instead.
4. The Secretary or his or her designee shall (a) keep the minutes of the proceedings, (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law, (c) keep a current, valid post office address of each Corporation member, (d) sign with the President of the Board any legal instrument approved by the Board, and (e) generally perform the duties of the office of Secretary for the Corporation including such other duties as from time to time may be assigned to him or her by the President or by the Board, including maintenance of the Corporation offices.
5. The Treasurer or his or her designee shall (a) have charge of and be responsible for all reporting and accounting of funds of the Corporation, (b) receive and give receipt for moneys due and payable to the Corporation and deposit all such moneys in the name of the corporation in such banks or other depositories as shall be selected by the Board, (c) in general perform all duties incidental to the office of Treasurer as set by the Board.

The Treasurer or his or her designee shall report regarding the finances of the corporation at the monthly meetings of the Board and at the September meeting of the corporation. The Treasurer shall arrange for periodic third party audits of the financial records.

Section (2). Responsibilities of the Board

1. The Board shall determine the policies of the school in harmony with the by-laws and the decisions made by the membership and direct the long term vision of the school and perform long term planning in keeping with this vision

The Board shall avoid becoming involved in the daily operation of the school but rather allow this to be carried out by the professionals hired for that purpose.

2. The Board shall be ultimately responsible for the operation of the school, but may delegate to the Administrator certain responsibilities it deems necessary, including, but not limited to the hiring/firing of staff, corporate membership application and renewal, the annual operating budget and financial reporting.
3. The Board, in order to ensure compliance with the school's educational philosophy must approve any curriculum changes before they may be put into practice in the classroom.
4. The Board shall be responsible for devising ways and means of obtaining necessary funds for operating the school and maintaining accurate records, and shall determine how funds so raised shall be distributed.
5. The Board shall be responsible for the review of all applications for membership in the Cary Christian School Corporation and enrollment in Cary Christian School. The Board has the responsibility to accept or reject applications, but may delegate that responsibility to the Administrator.
6. The Board shall appoint one of its own members to visit the school periodically to assure itself of the faithful execution of the school's educational program and policies.
7. In addition to the standing committees established by the Board in Article VII Section 3., the Board shall appoint such committees as it may deem necessary for the performance of its duties.

Section (3). Committees of the Board

1. Facilities/Building Committee

- a. Seek, evaluate and recommend an initial site for the school. Make periodic evaluations for the Board concerning adequacy of the facilities.
- b. Make recommendations to the Board concerning the allocation of capital funds designated for campus development and major maintenance.

2. Capital Development Committee

- a. Devise ways and means for implementing a capital campaign as needed.

3. Corporate Membership Committee

- a. Consider all matters related to the corporation membership and make recommendations concerning same to the Board.
- b. Devise ways and means for educating the corporate membership with regards to the school's educational philosophy

4. Board Nominating Committee

a. Solicit, interview and nominate candidates for membership to the Board who will stand for election at the September Corporation Meeting

ARTICLE VIII STAFF

Staff, as used herein, means all persons under the terms of a binding employment contract and on the corporation payroll.

1. The substance of this Article shall be made a part of all contracts entered into with members of the staff.
2. The staff must subscribe to the foundational principles set forth in Article III of these by-laws; they must be members or regular attendees of a local church; they must be Scripturally sound in their teaching; and they must lead exemplary lives.
3. Each member of the staff as well as the Corporation shall abide by the terms of the contract entered into by both parties. The Board has the authority to dismiss a member of the staff if such person's instruction, administration, or personal life (or lifestyle) conflicts with the basis and purpose of the Corporation. Any dismissals shall be consistent with the procedures and policies included in the contract.
4. The Principal, as the expert in all school matters, shall serve as an advisor to the Board and its standing committees, excluding the Board Nominating committee.

ARTICLE IX AMENDMENTS TO BY-LAWS

1. These by-laws may only be amended by a 75% signature approval of the total membership of the Corporation after the proposed changes have been presented and discussed at a regular or specially called meeting. Ratification of an amendment must occur within 60 days from the meeting in which the amendment is presented and discussed.
2. Article III; Article VIII item 2. and Article IX item 2. are non-amendable in whole or in part.

ARTICLE X DISSOLUTION

In case of dissolution of the Corporation, the Board shall, after paying all obligations of the corporation, dispose of all remaining assets in such a manner, or to such organization(s), as may be operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law, or any similar law of the State of North Carolina, as the Board shall determine. The Board

shall make every attempt to dispose of such assets to Christian educational causes that meet the preceding qualifications.