

Haw River
Christian Academy
Corporation
By-Laws
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Haw River Christian Academy By-laws

Adopted 2007.

Article 1. Name of School

This organization shall be known as **HAW RIVER CHRISTIAN ACADEMY, INC.** It is incorporated as a non-profit organization under the laws of the State of North Carolina, effective March 22, 2007.

Requirements for membership in this Corporation are defined below in Article IV.

Article II. Purpose of Organization

Haw River Christian Academy, Inc. shall establish and operate a Christian school providing students in the vicinity of Pittsboro, North Carolina, with rigorous academic instruction designed to develop the skills for a lifetime of continued learning. This is accomplished in an orderly atmosphere structured to support the moral, social, physical and spiritual development occurring simultaneously in the Christian home. All instruction will be based upon a decidedly biblical world and life view and designed to equip all students spiritually, mentally, and physically for every good work to which the Lord calls them. (Eph. 2:10; Rom. 12:2).

Article III. Foundational Principals

This Article is not amendable in whole or in part. All Corporation members, Board members, and staff of Haw River Christian Academy must subscribe to these foundational principles by written statement.

Section 1. Statement of Faith

The following are the foundational beliefs on which Haw River Christian Academy, Inc. is based.

1. We believe the Bible to be the only inerrant, authoritative Word of God. (II Tim. 3:16)
2. We believe that there is one God, creator of all things, who is eternally existent in three Persons: Father, Son, and Holy Spirit. (Deut. 5:4, Gen. 1:1, I John 5:7)
3. We believe in the deity of our Lord Jesus Christ, in His virgin birth, in His sinless life, in His miracles, in His vicarious and atoning death through His shed blood, in His bodily resurrection, in His ascension to the right hand of the Father, and in His promised return in power and glory. (John 10:30, Matt. 1:18, Heb. 4:15, John 10:32, Rom. 3:25, Matt. 28:6, Rom. 8:34, Luke 21:27)
4. We believe that for the salvation of lost and sinful men, regeneration by the Holy Spirit is absolutely necessary. (John 3:3-8)

5. We believe that salvation is by grace through faith alone. (Eph. 2:8)
6. We believe that faith without works is dead. (Jam. 2:8)
7. We believe in the present ministry of the Holy Spirit by whose power the Christian is enabled to live a godly life. (Gal. 5:16)
8. We believe in the resurrection of both the saved and the lost: they that are saved to the resurrection of life and they that are lost to the resurrection of condemnation. (I Thes. 4:16-17, II Thes. 1:9)
9. We believe in the spiritual unity of all believers in our Lord Jesus Christ. (John 17:20-23)

Section 2. Educational Philosophy

Education at Haw River Christian Academy is defined as inherently different than public education in philosophy and content. Haw River Christian Academy recognizes that an excellent education is founded upon disciplined, eager attention to learning; that this discipline rests upon the student's moral character; and that this moral character can only be developed through a personal relationship with God through Jesus Christ. At all its levels, programs and teachings, Haw River Christian Academy seeks to:

1. Teach all subjects as parts of an integrated whole with the Scripture at the center (2 Timothy 3: 16-17).
2. Provide a clear model of Biblical Christian life through its staff and board (Matthew 22:37-40).
3. Encourage every child to begin and develop his relationship with God the Father through Jesus Christ (Matthew 28:18-20).
4. Provide students with a classical education, in which grammar (the fundamental facts and rules of each subject), logic (the ordered relationship of particulars in each subject), and rhetoric (the expression in speech and writing of the ideas of a subject) are emphasized in all subject areas.
5. Encourage all students to develop wisdom, discernment, and a love for learning. Children will be taught how to learn for themselves and how to express what they have learned; how to think rather than simply what to think.
6. Provide an orderly and safe atmosphere conducive to the attaining of these goals.
7. Concerning the teaching of origins, we affirm that God created everything out of nothing and that He created it good. Christians have differed as to the age of the earth based upon the Genesis

1 account of creation. Various interpretations which affirm the inerrant character of Genesis 1 can be held by faithful Christians.

Section 3. Organizational Philosophy

Haw River Christian Academy, Inc. exists to educate students with a Christ-centered foundation and excellent classical academics while encouraging students to discover their unique Godly design, purpose, and calling. To carry out this mission, Haw River Christian Academy, Inc. adheres to the following principles:

1. Commits to operating with efficiency and excellence;
2. Maintains respect for the individual and insists upon graciousness in all interactions at every level of the organization;
3. Encourages a decentralized form of administration where decisions are made and responsibility is taken for those decisions at the lowest possible level of the organization. This organizational principle of delegation is intended to reduce administrative overhead and empower the individuals involved in a particular process to have the primary input to improve it; (Ex. 18:13-27)
4. Regards parents as customers of Haw River Christian Academy and teachers as having Board delegated authority in the classroom;
5. Encourages parents to be active supporters of the educational process;
6. Commits to resolve disputes that arise out of or relate to its organizational documents by biblically based mediation. (Matt. 18:15-20, I Cor. 6:1-8)
7. If necessary, legally binding arbitration shall be in accordance with the Rule of Procedure for Christian Conciliation of The Institute for Christian Conciliation. These biblical methods of dispute resolution shall be the sole remedy for any controversy or claim arising out of the Articles of Incorporation or the By-Laws of Haw River Christian Academy, Inc.

Article IV. Members

Section 1. Membership

Corporation Board members, committee members and parents who intend to enroll a child or presently have a child enrolled in the Academy 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 Haw River Christian Academy 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. Board of Directors of Haw River Christian Academy

Section 1. Election and Tenure

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. New Board members may be nominated for their terms of service by one or more sitting board members or by petition of no less than three current Haw River Christian Academy Corporation members.
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

-Spiritually discerning

- Knows the Scriptures
- Positive testimony in community
- Not a recent convert
- Demonstrates a loving concern for children
- Committed to the educational philosophy outlined in Article III.
- Member or regular attendee in good standing of a local church

4. All members of the Board must comply with any requirements imposed by an Association of which the Corporation is a member.

Section 2. Qualifications

Subject to availability of suitable Board members subscribing to the agreed upon statement of faith, every attempt will be made to secure Board members having expertise valuable to the school and a demonstrated commitment to Christian education. In all cases, the demonstrated Christian walk of the individual board member shall be a major consideration as to their suitability as board members. Staff members are excluded from elected board seats.

Section 3. Vacancies

Vacancies on the Board that occur during a term shall be filled by election at the Fall/Autumn 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 4. Responsibilities of the Board

1. 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 discerning the application of the Word of God to HRCA's practices and policies, spiritual authority resides with the HRCA Board.
2. The Board shall determine the policies of the school based on these by-laws and on decisions made by the membership. The Board will also direct the long term vision of school and perform long term planning based on 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.

3. 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.
4. 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.

5. 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.
6. The Board shall be responsible for the review of all applications for membership in the Haw River Christian Academy Corporation and enrollment in Haw River Christian Academy. The Board has the responsibility to accept or reject applications, but may delegate that responsibility to the Administrator.
7. 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.

Article VI. Officers of the Board

Section 1. Number

The officers of the association shall be a chairman, a vice-chairman, a secretary, and a treasurer each of whom shall be elected by the board of directors. Such other officers and assistants as may be deemed necessary may be elected by the board. Any two or more offices may be held by the same person except the offices of chairman and secretary.

Section 2. Election

The officers of the association to be elected by the board of directors shall be elected annually at the first meeting of the new board. Each director and officer shall hold office until his successor has been duly elected.

Section 3. Removal of Officer

Any elected officer or agent may be removed from office by the Board of directors whenever in its judgment the best interests of the school will be served thereby. Three consecutive absences from regular Board meetings constitute valid grounds for removal from office.

Section 4. Removal of Board Members

Three or more sitting board members or fifteen or more parents of Haw River Christian Academy students may petition the Board for removal from the board of any Board member they feel lacks a basic commitment to the association's statement of faith, goals of the school, or wisdom and diligence in matters brought before the board. A Board member may be removed from the Board by a unanimous vote of the Board members not under consideration.

Section 5. Chairman

The chairman shall, when present, preside at all meetings of the Board, as well as all general meetings of the Corporation. He may sign with the Secretary, or any other full and proper officer duly authorized by the board, any checks, deeds, contracts, or other instruments which the board has authorized to be executed.

Section 6. Vice Chairman

In the absence of the chairman, or in the event of the inability of the chairman to act, the Vice Chairman shall perform the duties of chairman.

Section 7. Secretary

The Secretary or his 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 association member, (d) sign with the Chairman 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 by the Chairman or by the Board, including maintenance of the association offices.

Section 8. Treasurer

The Treasurer or his 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 designee shall report regarding the finances of the Corporation at the monthly meetings of the Board and at the Fall/Autumn meeting of the Corporation. The Treasurer shall arrange for periodic third party audits of the financial records.

Section 9. Board Emeritus

The board may establish Emeritus positions to support the mission of the Corporation. The Emeritus position is restricted to retired or past members of the Board who have provided distinguished service to the organization over a sustained period of time.

Nominations. Any standing member of the Board can nominate individuals for an Emeritus position. Nominations must be approved by a majority vote of the standing members of the Board.

Voting Rights. Emeritus Board members are not voting members of the Board.

Meetings. Emeritus Board members are welcome to attend regular Board meetings in a non-voting capacity, but are not required to do so.

Duties and Responsibilities. The responsibilities of Emeritus members are to:

- a) Serve as advocates for the Corporation and its mission;
- b) Provide feedback to the Board and staff;
- c) Provide advice and technical expertise to the Board and staff;
- d) Assist in identifying and fostering relationships with others whose interest and support are important and beneficial to the Corporation; and

- e) Assist and advise the Board in fund-raising efforts, where appropriate

Article VII. Committees of the Board

1. Facilities/Building Committee

a. Seek, evaluate and recommend an initial site for the Academy. 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 Candidate Applicant Committee

a. Solicit, interview and qualify candidates with respect to Articles III and V, for membership to the Board who will stand for election at the Fall/Autumn Corporation Meeting.

5. In addition to the standing committees established by the Board, the Board shall appoint such committees as it may deem necessary for the performance of its duties.

Article VIII. Annual Reports/Meetings

Section 1. Annual Reports

The Haw River Christian Academy Board will compose, review with the administration, and issue an annual, written report to the entire constituency of the Haw River Christian Academy Corporation. This report will be completed and available no later than July 20, for the previous fiscal and school calendar year. The report should include, but not be limited to, the year-end financial reports, year-to-date scholarship funding, enrollment figures, standardized test results, the board's annual evaluation of the school, the listing of all board members-identifying the newly-elected board member, listing of significant accomplishments and events of the school year, and such other business as may be deemed appropriate by the board for the membership's information will be highlighted at the Fall/Autumn Corporation Meeting.

Section 2. Corporation Meetings

The Corporation shall hold two stated meetings each year, one to be held in Fall/Autumn, the other to be held in Spring with the exact time, place and agenda to be set by the Board.

At the Fall/Autumn 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 Spring 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.

Section 3. Decorum

All meetings of the board shall be conducted according to *Roberts' Rules of Order* using a printed, pre-published agenda. Minutes of all regular Board meetings will be published and maintained in a permanent binder in the association offices.

Section 4. Quorum[s]

Four members of the Board shall constitute a quorum for full board action. Board proxies may only be held for specific issues, exercised only in behalf of that issue.

An attendance of 10% or more members at a Corporation meeting shall constitute a quorum. If less than 10% of Corporation members are present at a meeting, the meeting may adjourn. A majority of the members of the executive committee shall constitute a quorum for the transaction of day to day business.

Section 5. Regular Meetings of the Board

The full board of directors of Haw River Christian Academy shall meet at regular intervals of not less than once per month at a regularly designated place at a pre-announced time. All regular meetings of the Board shall be open to any member of the association and shall be conducted from a pre-published printed agenda, posted outside the Academy administrative offices at least two days in advance.

Section 6. Executive Session

The Board may, as circumstances dictate, adjourn to closed session from time to time as the need to address spiritual, personnel, or disciplinary issues arises.

Section 7. Special Meetings

Special meetings of the Corporation or the Board may be held at a time and place designated by the Board to address such issues as may come before the board and shall be called by the Chairman or whenever a petition requesting such special meeting, signed by 25% of current members, has been submitted.

Section 8. Board Action

The Board will be considered as having formally acted when, in a duly-constituted meeting, a proposal is moved, seconded, discussed, passed with the appropriate margin of votes, entered in minutes, and duly-approved. Board discussion, consensus, debate, etc. does not constitute formal board action.

Article IX. Fiscal Responsibility

Section 1. General Policy

The Board is responsible through the budgeting process to ensure that the day-to-day operations of the school, including facility maintenance, shall be fully funded. Budgeted revenue for the day-to-day operations will be comprised of the projected tuition; any anticipated publication sales; building rental; other planned, non-donation/undesignated proceeds; and projected undesignated donations. The undesignated donation total to be budgeted may not exceed 20% of the total anticipated revenue for any given fiscal year.

Section 2. Budgets

The Board will approve annual operating budgets. The superintendent will submit an operating budget for the following fiscal year to the board in February with final board action to approve the budget taken no later than March 15.

Section 3. Financial Statements

It shall be the Administrator's responsibility to prepare a monthly financial statement, to be submitted to the Board seven days prior to the next regular board meeting. All financial statements are subject to board review.

Section 4. Financial Inspection

The books of Haw River Christian Academy will be reviewed by an outside agency comprised of qualified persons at no less than yearly intervals. Findings of this committee will be made available to interested Corporation members.

Section 5. Fund Raising

It shall be the Board's responsibility to set policy for the fundraising activities of the school staff and to be responsible for their effectiveness and thoroughness.

Article X. Contracts, Loans, Checks and Deposits

Section 1. Contracts

The Board may authorize any officer, officers, agent, or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

Section 2. Loans

No loans shall be contracted on behalf of the Corporation without two thirds approval of the board of directors and a minimum of seven days advance written notice to the Corporation members.

Section 3. Checks and Drafts

All checks or drafts issued by Haw River Christian Academy shall be signed by such officers in such a manner as shall be determined by resolution of the Board of Directors.

Section 4. Deposits

All funds of the association shall be deposited in such depositories as the board may select.

Article XI. Fiscal Year

The fiscal year of the Corporation shall begin on the first day of July and end on the thirtieth day of June of each year. Terms of the board members will run concurrent with the fiscal year.

Article XII. Distribution of the Corporation's assets upon 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.

Article XIII. Amendments to By-laws

These by-laws, with the exception of Article III, may be altered, amended, or repealed by a two-thirds vote of the board at any regular or special meeting, provided a minimum of ten days written advance notice of the special meeting has been mailed to all association members of record at their last known address, specifically enumerating such proposed changes or amendments. Minor editorial changes can be authorized by the board without Corporation notification.