

**First Amended Bylaws of Northeast Valley Home Educators, Inc. dba Eastside Explorers**  
(An Arizona Nonprofit Corporation)

**ARTICLE I – STATEMENT OF HISTORY AND PURPOSE**

Northeast Valley Home Educators, Inc., d/b/a Eastside Explorers, is a private group of Christian home educators that predominantly reside in the northeast region of Maricopa County, Arizona. The purpose of the corporation is to further the interest of home education of children by their parents in the name of our Lord and Savior, Jesus Christ, and on the authority of His Word, by all lawful means including but not limited to the following: providing a variety of educational opportunities and activities for children, encouraging shared activities and friendly accountability among families, and providing opportunities for on-going instruction to parents, all with a Christian emphasis and worldview. The corporation will operate as a cooperative and depend upon the members for the administration of its programs.

**ARTICLE II – BOARD OF DIRECTORS**

**Section 2.1 - GENERAL POWERS**

The business and affairs of the corporation are managed by its Board of Directors.

**Section 2.2 - COMPOSITION AND QUALIFICATIONS**

The Board of Directors is a self-perpetuating body. The number of Directors of the corporation shall be not more than nine, or less than three. The Board of Directors shall, by majority vote, select and approve all future members of the Board. It is the desire, intention and practice of the Board of Directors that those selected are Christians whose lives evidence a mature relationship with Christ. Additional guidelines for selecting new Board members include but are not limited to: a minimum of two years of homeschooling experience plus a minimum of one year of an active leadership position within Eastside as a member in good standing. Each Director shall hold office for a term of two years or until his/her successor shall have been elected and qualified. Members of the Board of Directors will be conducting their home school according to the requirements of Arizona law. Board members are expected to be familiar with these Bylaws and the Board Practices, as well as all public and private pages of our website.

**Section 2.3 - TERMS OF SERVICE**

Each Director shall hold office for a term of two years or until their successor shall have been elected and qualified. At the first meeting of the Board of Directors, after the Articles have been filed with and accepted by the Arizona Corporation Commission, the initial members of the Board of Directors, which are set forth in the Articles of Incorporation may appoint up to a nine member Board of Directors. The initial Board of Directors may elect three Directors for a term of one-year and three Directors for a term of two years. Thereafter, any new Directors shall be appointed by the incumbent Directors to fill any vacant board positions or fill board positions upon expiration of a Director's two-year term of service. There shall be no prohibition against any Director serving successive terms. Upon the expiration of a Director's two-year term of service, a Director may be appointed for an additional term by a majority vote of the Directors.

**Section 2.4 - VACANCIES**

Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors, even though they may be less than a quorum of the Board of Directors. Any Directorship that is filled by reason of an increase in the number of Directors shall be filled by election by majority vote by the Board of Directors.

**Section 2.5 - RESIGNATION**

Any Director of the corporation may resign at any time by giving written notice to the President or the Secretary of the corporation. The resignation of any Director shall take effect upon receipt of notice thereof or at such time as shall be specified in such notice; and, unless otherwise specified therein, the acceptance

of such resignation is not necessary to make it effective. When one or more Directors resigns from the Board, effective at a future date, a majority of the Directors then in office, including those who have so resigned, shall have power to fill such vacancy or vacancies, the vote thereon to take effect when such resignation or resignations shall become effective.

#### Section 2.6 - REMOVAL

Any Director of the Corporation may be removed at any time, with or without cause, by a majority vote of the Board members.

#### Section 2.7 - COMMITTEES

By resolution adopted by a majority of the Board of Directors, the Directors may designate two or more Directors to constitute a committee, any of which shall have authority in the management of the corporation as the Board of Directors to the extent allowed by Arizona law.

#### Section 2.8 - COMPENSATION

By resolution of the Board of Directors and irrespective of the personal interest of a member, each Director may be reimbursed only a reasonable amount for documented out-of-pocket expenses in accordance with the financial guidelines for calendared events. Receipts are required.

### **ARTICLE III – MEETINGS**

#### Section 3.1 - MONTHLY MEETING

A regular meeting of the Board of Directors may be held each month of the academic year (August – May) at a day/time that shall be fixed by the Board of Directors. The Board of Directors may provide, by resolution, the time and place, either within or without the State of Arizona, for the holding of additional regular meetings without other notice than such resolution.

#### Section 3.2 - SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by, or at the request of the President or by two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any place either within or without the State of Arizona, as the place for holding any special meeting of the Board of Directors called by them.

#### Section 3.3 - NOTICE

Written notice of a special meeting of Directors shall be given as follows:

- (1) By mail to each Director at his/her business or residence address at least three days prior to the meeting, such notice deemed to be delivered when deposited in the United States mail, so addressed, with postage thereon paid;
- (2) By personal delivery; or
- (3) By electronic mail at least 48 hours prior to the meeting to the business or residence email address of each Director, with notice deemed to be delivered when the electronic mail is sent.

A Director may waive notice of a meeting. The attendance of a Director at the meeting constitutes a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of the meeting.

#### Section 3.4 - WAIVER OF NOTICE

When notice is required to be given under the provisions of these Bylaws or under the provisions of the Articles of Incorporation or under the provisions of the Arizona Corporation Code, or otherwise, a waiver thereof in writing, signed by the person or persons entitled to notice, whether before or after the event or other circumstances requiring such notice, is equivalent to giving of notice.

### Section 3.5 - QUORUM

Three individual Directors are required to constitute a quorum for the transaction of business at a meeting of the Board of Directors, but if less than three are present at a meeting, then a majority of the Directors present may adjourn the meeting from time to time without further notice.

### Section 3.6 - MANNER OF ACTING

Except as otherwise required by law or by Articles of Incorporation, the act of the majority of the Directors present at a meeting at which a quorum is present is officially the act of the Board of Directors.

### Section 3.7 - DELEGATION OF AUTHORITY

The Board of Directors may delegate, which shall be duly noted in the minutes of the corporation, to one or more of its members or to any of its officers, agents or employees, or to its committees such powers and duties as it may deem appropriate and proper. In the absence of such delegation, either generally or specifically, no member of the Board of Directors may act for the Board of Directors. Each Director may vote on any questions coming before the Board of Directors.

### Section 3.8 - PARTICIPATION AND ATTENDANCE AT MONTHLY MEETINGS

Any members of the Board of Directors or any committee designated by such Board may participate in a meeting of the Board of Directors or committee by means of telephone conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting. Board members must be present at meetings in-person and will be allowed one (1) electronic substitution and one (1) absence per semester. Board members who have more than one absence or call-in per semester may be asked to resign from the Board.

### Section 3.9 - PRESUMPTION OF ASSENT

A Director of the corporation who is present at the meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless (a) his/her dissent is entered in the minutes of the meeting, (b) unless written dissent to such action is filed with the person acting as the Secretary of the meeting before the adjournment thereof, or (c) such dissent is forwarded by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

## **Article IV – OFFICERS**

### Section 4.1 - NUMBER

The officers of the corporation shall be a President, a Vice President, a Secretary and a Treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person.

### Section 4.2 - ELECTION AND TERM OF OFFICE

The officers of the corporation to be elected by the Board of Directors are usually elected annually by the Board of Directors and at the first meeting of the new year. If the election of offices is not held at such meeting, then election should be held as soon thereafter as practicable. Each officer shall hold office until his successor shall have been duly elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

### Section 4.3 - VACANCIES

A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

#### Section 4.4 - PRESIDENT

The President is the chief executive officer of the corporation and subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. The President shall, when present, preside at all meetings of Board of Directors. The President may sign property deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws to some other officer or agent of the corporation, or shall be required by law to be otherwise signed or executed; and in general shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

#### Section 4.5 - VICE PRESIDENT

In the absence of the President, or in the event of the President's death, inability or refusal to act, the Vice President shall perform all duties of the President, and when so acting, shall have all the powers of and be subject to all restrictions upon the President. The vice President shall perform such other duties as from time to time may be assigned by the President or by the Board of Directors.

#### Section 4.6 - SECRETARY

The Secretary shall (a) keep the minutes of the proceedings of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the corporate records; and (d) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board of Directors.

#### Section 4.7 - TREASURER

The Treasurer shall (a) have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipts for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article III of these Bylaws; and (c) in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors.

### **ARTICLE V – MEMBERSHIP**

#### Section 5.1 - APPLICATION AND ACCEPTANCE

Eastside Explorers is a private group. Membership shall be made available by majority vote of the Board to homeschooling parents (a husband and a wife as exemplified in a traditional Christian marriage: one man with one woman or an unmarried parent) educating their own children, or a legal guardian who is educating children over whom he/she has legal authority. Membership applicants must agree to abide by our Honor Code and support our Statement of Faith, Vision and Purpose. Membership applicants will not be accepted for membership if known to be in a same-sex relationship (whether married or unmarried).

Memberships are offered "by family" (one per family) under the presumption that the family is currently educating or planning to educate their children at home. According to A.R.S. §15-802-G-2: "Homeschool" means a nonpublic school conducted primarily by the parent, guardian or other person who has custody of the child or nonpublic instruction provided in the child's home. Additionally, Eastside Explorers adheres to the definition of homeschooling as outlined by Arizona Families for Home Education (AFHE) as "parent-led, parent-funded, relationship-based education of a child at home."

While a Statement of Faith is not a prerequisite of membership, applicants will indicate their understanding that we operate under the leadership of a Christian Board of Directors and within the framework of our Statement of Faith.

Eastside does not extend membership to families enrolled in virtual charter schools or public-school-at-home programs.

Any change in family's status (separation, divorce or death) must be disclosed to the Board as soon as possible. In the case of a divorce in a member family, the parents must decide which parent will proceed as the member parent with the other parent acquiring "guest" status. The remaining member parent will assume responsibility for monitoring the guest parent's involvement in Eastside activities.

Participation in enrichment programs, classes, co-ops (enrichment or educational) and sports programs that do not require parents to rescind their Affidavit of Intent to Homeschool and which do not infringe on the responsibility of teaching math, reading, grammar, science and social studies at home will not preclude a family from membership.

Membership is open to homeschooling families who have children with disabilities, however Eastside does not offer programs designed especially for those with disabilities. Eastside will make reasonable accommodations that are not cost-prohibitive in order to include children with disabilities in our activities as deemed appropriate by the parent(s) and with the parent(s)' supervision.

Membership will be denied any applicant who could reasonably be deemed to pose a safety risk for our members (including but not limited to sex offenders). No hosting events if a sex offender resides on your property.

While we adhere to the above definition of homeschooling (A.R.S. §15-802-G-2), we also understand that many families are receiving ESA funding for their child(ren). Eastside welcomes ESA families as long as they are the primary teacher at home and not using public school online.

Members may participate in other co-ops, however, members may not serve in leadership positions within those co-ops since it creates a conflict of interest. Any member who demonstrates such conflict, questionable intentions or actions that create division within our group, will be asked to leave the group. This includes recruiting people to another group.

It is our intention to keep our group flexible to the changes needs and creativity of our members. Members may create small groups, programs, classes, or events as desired once approved by the Board of Directors.

Our membership enrollment fee covers our website fees, an insurance policy required by the state of Arizona for all non-profit corporations and additional administrative costs. Nominal fees are charged throughout the year for some events and field trips. You may purchase a copy of our yearbook for an additional fee. Our park days have no additional fees associated with them. We seek only to cover our costs associated with our offerings and research every avenue for keeping the fees as minimal as possible.

All persons wishing to become members shall apply for membership as prescribed by the Board of Directors and be approved by a majority vote of the Board at any regular or special meeting. Applicants for membership may be provisionally accepted by the Membership Director between meetings of the Board upon the payment of the fee set by the Board.

#### Section 5.2 - RIGHTS AND PRIVILEGES

Members of the corporation enjoy only those rights and privileges as established by the Board of Directors herein. Members may participate in activities of the corporation only as approved by the Board of Directors.

#### Sections 5.3 - DUTIES AND RESPONSIBILITIES

By submitting an application for membership in the corporation, members agree to abide by all standards and policies of the corporation as established by the Board of Directors. Members shall refrain from engaging in any activity which may bring reproach on the corporation or home education. Each member

family bears the responsibility for their guest(s) at Eastside events and field trips, ensuring that they pose no real or perceived safety risks to others. Parents are responsible for their own children at all times at both public and private venues. Parents who allow their children to attend any drop-off event at any public or private venue without their direct supervision are deemed to have delegated responsibility for their children to the Eastside volunteer team leader in charge. All adult volunteers who serve at drop-off events must be willing to have their background checked and are subject to dismissal for any reason at the Board's discretion.

#### Section 5.4 - TERMINATION OF MEMBERSHIP

Membership in the corporation may be terminated by the member at any time by providing notice to the President. Membership may be involuntarily terminated by a majority vote of the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby.

#### Section 5.5 - FEES

Effective May 2020, the membership fee per family is \$55 from the beginning of the new membership year through May 31. The Board of Directors may vote by majority to offer discounted memberships for renewal of current members and early registrations. PayPal is our preferred method of payment for membership fees. Checks are accepted but must clear the bank prior to membership approval.

Members enjoy a 14-day grace period during which they will receive a full refund of their membership fee if requested in writing to the President. After 14 days of membership, no refunds will be given for a member-initiated withdrawal. Withdrawing members will be "parked" for the balance of the school year with the opportunity to reactivate their membership for the current school year with Board approval. No refunds will be given if a member is asked to leave by the Board.

### **ARTICLE VI – CORPORATE TRANSACTIONS**

#### Section 6.1 - CONTRACTS

The Board of Directors may authorize any officer or 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, and such authority may be general or confined to specific instances.

#### Section 6.2 - LOANS

No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by a resolution of the Board of Directors. Such authority may be general or confined to specific instances.

#### Section 6.3 - CHECKS, DRAFTS, ETC.

All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the corporation shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors.

#### Section 6.4 - DEPOSITS

All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Board of Directors may select.

#### Section 6.5 - FISCAL YEAR

The fiscal year of the corporation shall be a calendar year unless otherwise fixed by the Board of Directors.

### **ARTICLE VII – AMENDMENTS**

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by a majority vote of the Directors present at any meeting of the Board of Directors of the corporation at which a quorum is present.

### **ARTICLE VIII – DIRECTOR AND OFFICER INDEMNIFICATION**

The Directors, officers and members of the corporation shall not be individually liable for the corporation's debts or other liabilities. The private property of such individuals shall be exempt from any corporate debts or liabilities. This article shall not eliminate or limit the liability of a Director for any conduct described in A.R.S. 10-2342(A)(8) as it may be amended from time to time. If the Arizona Corporation law is amended to authorize further elimination or limitation of the liability of a Director, then the liability of a Director of the corporation shall be eliminated or limited to the fullest extent permitted by the Arizona Corporation law as so amended. The corporation shall purchase and maintain general liability insurance on the behalf of any member, officer, agent, employee or former member or officer or other person, against any liability asserted against them and incurred by them to the extent that the corporation would have the power to indemnify them against liability under the provisions of this Article and Arizona law.

### **ARTICLE IX - LOBBYING EXPENDITURES**

To ensure that NEVHE remains well within government guidelines covering lobbying efforts, both "grass roots" and "direct," the budget and practice will restrict funds to 4% or less of yearly expenditures. This amount includes both volunteer time as well as out-of-pocket expense. In no case will monies be spent in support of a specific candidate or on a public official or candidate. The Board will not formally endorse political candidates. We are not prevented, however, from sharing about a particular candidate with a positive home education track record.

### **ARTICLE X – DISSOLUTION**

**If the corporation is dissolved, then all assets of the corporation, if any, shall be transferred to another eleemosynary corporation which is exempt from state and federal income tax. This provision of the Bylaws is irrevocable and is not subject to amendment except necessary to designate the name of any transferee qualifying under the income tax laws of the State of Arizona.**

**WITNESSETH, THAT the above BYLAWS of the corporation have been AMENDED pursuant to a majority vote of the directors of the Corporation at a meeting of the Corporation held on the 16th day of June 2020, and the undersigned do hereby certify THAT (the above AMENDED BYLAWS have been, approved by the Directors, at the meeting held on the 16th day of June 2020.**

\_\_\_\_\_  
DATE

\_\_\_\_\_  
President: Rachael Porter

\_\_\_\_\_  
DATE

\_\_\_\_\_  
Vice-President: Cristen Hammel

## **EXHIBIT A STATEMENT OF FAITH**

We believe in one God, eternally existent in the Father, the Son and the Holy Spirit. Jesus, the Son, born of a virgin, lived a sinless life and died on the cross to pay the penalty for our sins. Because of His sacrifice on our behalf and His resurrection and defeat of death, we may begin our relationship with Him by confessing our sins and accepting His free gift of salvation. We believe in the infallible, inspired Word of God, the Bible. We believe that marriage is an institution prescribed and sanctioned by God as a sacred, covenant relationship between one man and one woman, symbolizing the union of Christ and His church.

## **EXHIBIT B HONOR CODE**

- We will seek to honor God and others with our speech, conduct and dress. We will model desirable social behaviors and guide our children in following our model, encouraging one another with loving accountability.
- We will speak what is kind and true.
- We will remain aware of our children's behavior in order to quickly redirect them when necessary and coach them in Biblical character development.
- We will provide opportunities that reinforce godly characteristics and will limit play activities that are contrary. As such, play guns (Nerf or otherwise), swords, or other 'weapons' will not be permitted at Eastside events including park days, field trips, parties, outings or other gatherings.
- We will put the interests of the group ahead of the interests of our family alone by looking for ways to serve, choosing forgiveness when wronged, and showing respect for others.
- We understand that Eastside will not tolerate bullying or retaliation for alleged bullying at any time and agree to apply biblical conflict-resolution practices. Neither bullying nor retaliation of any kind will be tolerated at our events, on our website forum, on social media or electronically. Because of the nature of our group, with different families attending our wide variety of events, we may not encounter the same friends at each offering. Each of us has a responsibility to live peaceably with one another (Romans 12:18) and contribute towards the enjoyment of Eastside events for one another.

***Eastside's Board of Directors may rescind membership and/or participation privileges for any family who violates any of these guidelines or for any reason determined by the Board.***