

**Bylaws of
Supporting Homeschoolers in the Northeast (SHINE)**

Article I – Offices

I. Registered Office and Agent

- A. The registered office and registered agent of the Corporation (hereafter called “SHINE”) shall be as set forth in the SHINE’s Certificate of Formation.
- B. The registered office or the registered agent may be changed by resolution of the Board of Directors upon making the appropriate filing with the Secretary of State.

II. Purpose

- A. SHINE is a non-profit 501c3 organization designed to provide cooperative opportunities and a support network to families educating their children at home in the Northeast San Antonio, TX area.
- B. Our mission is to provide opportunities for encouraging homeschool families in the endeavor of faithful Christian training and education of their children in the Northeast San Antonio area through the union of like-minded families.
- C. Our theme verse, Matthew 5:16, "Let your light so shine before men, that they may see your good works and glorify your Father in heaven," exemplifies our desire to honor Christ in all we do.
- D. SHINE is a completely volunteer group. All the leadership positions are held by parents willing to freely give of their time in various areas to support the SHINE group. The activities that we have may vary from year to year depending what the various parents volunteer to take on for that year.
- E. SHINE is a nonprofit corporation and shall have all powers, duties, authorities, privileges and responsibilities as provided in the federal Internal Revenue Code.

III. Principal Office

- A. The principal office of SHINE shall be at PO Box 3031, Universal City, TX 78148.
- B. The Board of Directors shall have the power to change the location of the principal office.

IV. Other Offices – SHINE may also have other offices at such places, within or without the State of Texas, as the Board of Directors may designate or as the business of SHINE may require or as may be desirable.

Article II – Members

I. Classes of Members – SHINE shall have one class of members. Members are non-voting.

II. Members must meet the following requirements for membership:

- A. Be actively engaged in home education of a child in grades K-12
- B. Complete all required online forms including membership application, liability waiver, medical forms, and policies and procedures agreements.
- C. Complete background check for both parents in the home as well as any other adults in the family who will be participating in SHINE events
- D. Pay annual membership dues by the given deadline.
- E. Attend orientation meeting for new members or annual membership meeting for returning members.
- F. Agree to respect SHINE’s Statement of Faith and Rules of Conduct.
- G. Attend a minimum of one SHINE event or activity each month during the SHINE fiscal year. Membership will be parked upon missing a total of six (6) months of activities in one year with no refund of membership dues.
- H. Provide at least one Service to SHINE. Service to SHINE is a prearranged involvement with an event or activity including but not limited to: planning an event, setting up/cleaning up after an event, assisting for a shift at an event. Co-op classes or club commitments do not count as Service to SHINE.

- III. Membership becomes active upon Board of Directors' review of completed membership forms and receipt of annual dues.
- IV. Anyone who is not a member of SHINE may teach or lead an activity upon completion of a background check and approval by the Board of Directors.

V. Duties and Responsibilities of Members

- A. Respect SHINE's bylaws, rules of conduct, policies and procedures, and the authority of the Board of Directors.
- B. Parents will be responsible for the supervision of their children. Parents will bear the financial responsibility for damages caused by their children.
- C. Members must be willing to seek active participation in planning student, parent, or family events.
- D. With respect to the homeschool laws of Texas:
 - 1. SHINE will not award academic credit, keep academic records, nor will be responsible for fulfilling academic requirements to meet Texas homeschool law.
 - 2. Individual homeschooling families will govern themselves with respect to curriculum, record keeping, school calendar, and education method.
 - 3. We believe parents, under God, to be the best judges when raising and educating their own children, and while SHINE will offer support, encouragement, and homeschool training, it is up to individual families to decide what is best for their children.

VI. Rights and Privileges of Members

- A. Members are entitled to involvement and participation in all of SHINE's events and activities throughout the SHINE fiscal year. All SHINE events are for SHINE members in good standing only unless prior consent has been made by the Board of Directors for extenuating circumstances.
- B. Membership may be renewed each year with approval of Board of Directors' review of completed membership forms and receipt of annual dues.
- C. Any SHINE member may submit agenda items for the Board of Directors meeting. The Board of Directors will make every effort, time allowing, to cover submitted agenda items.

VII. Election of Members

- A. Members shall be elected by the Board of Directors.
- B. An affirmative vote of fifty-one percent (51%) of the Board of Directors shall be required for election.

VIII. **Termination of Membership**

- A. The Board of Directors, by affirmative vote of fifty-one percent (51%) of the Board of Directors, may suspend or terminate membership for cause after an appropriate meeting of the Board of Directors.
- B. A terminated membership is the last step in the Conflict Resolution process.
- C. All conflicts will be handled individually and with respect to the families and circumstances involved.

IX. **Resignation of Membership** – Any member may resign by filing a written resignation with the Membership Director.

X. **Reinstatement of Membership -**

- A. Upon written request signed by a former member and filed with the Membership Director, the Board of Directors may, by an affirmative vote of fifty-one percent (51%) of the Board of Directors, reinstate such former member to membership.
- B. Reinstated membership shall be upon such terms as the Board of Directors may deem appropriate.

XI. **Transfer of Membership** – Membership in SHINE is not transferable or assignable.

XII. **Code of Conduct**

- A. Parents are expected to inform and enforce all SHINE’s rules of conduct and governing guidelines with their children.
- B. All members, parents and students, will strive to abide by the following Scriptures:
 - 1. Ephesians 4:1-3, “I therefore, a prisoner for the Lord, urge you to walk in a manner worthy of the calling to which you have been called, with all humility and gentleness, with patience, bearing with one another in love, eager to maintain the unity of the Spirit in the bond of peace,”
 - 2. Philippians 2:14, “Do all things without grumbling or disputing.”

3. Ephesians 4:29, "Let no corrupting talk come out of your mouths, but only such as is good for building up, as fits the occasion, that it may give grace to those who hear."
4. Romans 12:10, "Love one another with brotherly affection. Outdo one another in showing honor."
5. 1 Corinthians 1:10, "I appeal to you, brothers, by the name of our Lord Jesus Christ, that all of you agree, and that there be no divisions among you, but that you be united in the same mind and the same judgment."
6. Ephesians 6:1, "Children, obey your parents in the Lord, for this is right."

C. During all SHINE-sponsored events, held at any venue, the following general rules of conduct will be followed by parents and students. Some events may specify additional rules as required by facility or activity. These rules must be made clear in the announcements for the event.

1. Strive to act in love toward each other at all times, thinking of others and the impact your actions will have on others and the group.
2. Be polite, kind, and respectful toward each other, showing grace in all situations.
3. Do everything without complaining or arguing.
4. Follow the SHINE dress code.
5. Be willing to receive guidance from adults and teens in charge of activities.
6. Illegal activity is not acceptable from any member whether or not it occurs at a SHINE-sponsored event.
7. Refrain from gossip and conversations that are not edifying to the group.
8. Refrain from inappropriate jokes or language.
9. Refrain from inappropriate discussions about topics such as drugs, alcohol, tobacco, or sex.
10. Refrain from rough-and-tumble horseplay including but not limited to hitting, kicking, slapping, or pushing, even in jest.
11. Refrain from romantic situations and displays of affection.

12. Members will not destroy others' property.
13. Weapons Policy: SHINE expects all members to follow all state and local laws regarding the possession of weapons. Additionally, any weapon in use or on display at a SHINE event will be subject to confiscation until the end of the event. In the event that a facility or location hosting a SHINE event has a posted weapons policy, that policy is in effect for the duration of the SHINE event.
14. Pocket knives must be kept in the pocket or purse at all times or they may be confiscated.
15. Each person is responsible for helping clean up after each activity.
16. Participation is mandatory while attending planned activities unless excused by the activity leader.
17. Treatment of the facilities will be in accordance with the rules of the facility.

D. Consequences for not following the code of conduct

1. The Board of Directors will determine the appropriate course of action based on the severity of the infraction(s). Consequences may include:
 - a. Warning detailing the offense
 - b. Suspension from SHINE events for a specified period of time as deemed appropriate by the Board of Directors
 - c. Conference with the parents of students involved to determine whether further action is necessary
 - d. Termination of membership
2. Offenses will be documented on the SHINE Incident Report form with one copy given to parents and one copy kept on file.

XIII. Conflict Resolution

- A. Matthew 18:15-17 is the overarching guide to conflict resolution in SHINE, "If your brother sins against you, go and tell him his fault, between you and him alone. If he listens to you, you have gained your brother. But if he does not listen, take one or two others along with you, that every charge may be established by the evidence of two or three witnesses. If he refuses to listen to

them, tell it to the church. And if he refuses to listen even to the church, let him be to you as a Gentile and a tax collector.”

- B. The procedure, therefore, to resolve conflict should be:
 - 1. Go to the individual and show the fault to him or her in private.
 - 2. If he or she does not listen and make the requested changes, go to them again with one or two witnesses.
 - 3. If he or she refuses to listen, take the matter to the Board of Directors.
- C. Members should not skip steps in trying to resolve conflict as most situations can be handled by the above steps if we are willing to humble ourselves and discuss any concerns we may have with each other.
- D. If the issue is not resolved after the recommended steps, the final steps to be taken are:
 - 1. Remove the one in error from the fellowship (i.e., suspension from SHINE activities for a period of time) in keeping with 1 Corinthians 5:2-13.
 - 2. Do not associate with the disobedient person, and if you must, speak to him or her as one who needs a warning in keeping with 2 Thessalonians 3:14-15.
 - 3. SHINE gives united disapproval, but forgiveness and comfort are in order if he or she chooses to repent in keeping with 2 Corinthians 2:5-8.
 - 4. After two warnings, reject the person from the fellowship (i.e., terminate SHINE membership) in keeping with Titus 3:10.

Article III – Directors

I. Board of Directors

- A. To the extent not limited or prohibited by these bylaws, the powers of SHINE shall be exercised by or under the authority of, and the business and affairs of SHINE shall be managed under the direction of the Board of Directors of SHINE.

II. Number and Election of Directors

- A. The number of directors shall be seven (7) provided that the number may be increased or decreased from time to time by an amendment to these bylaws or

resolution adopted by the Board of Directors, provided that the number of directors may not be decreased to fewer than three (3).

- B. No decrease in the number of directors shall have the effect of shortening the term of any incumbent director.
- C. In the case that there is an open position on the Board of Directors, the current directors may vote someone in the open position at their discretion.
- D. Directors shall be elected by a unanimous vote of the incumbent Board of Directors.
- E. Requirements for directorship:
 - 1. Currently homeschooling at least one child
 - 2. Has homeschooled at least two years
 - 3. Is currently and has been an active member of SHINE at least one year
 - 4. Has been nominated by the present Board of Directors
 - 5. Strives to maintain quality of leadership, vision of SHINE, and harmony among the leaders
 - 6. Be a professed Christian
- F. Duties of directors:
 - 1. Oversee the carrying out of SHINE's mission statement
 - 2. Oversee the functioning of SHINE
 - 3. Set up SHINE's annual calendar
 - 4. Attend Board of Directors meetings
 - 5. Participate on the Board of Directors' email or electronic communications groups
 - 6. Carry out duties as described for their individual positions

III. Removal

- A. Any director may be removed from office, with or without cause, by unanimous vote of the remaining directors then in office.

IV. Resignation

- A. A director may resign by providing written notice of such resignation to the Board of Directors.

- B. The resignation shall be effective upon the date of receipt of the notice of resignation or the date specified in such notice.
- C. Acceptance of the resignation shall not be required to make the resignation effective.

V. Vacancies and Increase in Number of Directors

- A. Any vacancy occurring in the Board of Directors shall be filled by the affirmative vote of a majority of the remaining directors.
- B. A director elected to fill a vacancy shall be elected for the unexpired term of the previous director.
- C. Any directorship to be filled by reason of an increase in the number of directors shall be filled by election at an annual meeting or at a special meeting of the Board of Directors called for that purpose.

VI. Annual Meeting of Directors

- A. The annual meeting of the Board of Directors shall be held in May, at which they shall elect officers and transact such other business as shall come before the meeting
- B. The time and place of the annual meeting of the Board of Directors may be changed by resolution of the Board of Directors.
- C. Failure to hold the annual meeting at the designated time shall not work a dissolution of SHINE.
- D. In the event the Board of Directors fails to call the annual meeting at the designated time, any director may make demand that such meeting be held within a reasonable time, such demand to be made in writing by registered mail directed to any officer of SHINE. If the annual meeting of the Board of Directors is not called within sixty (60) days following such demand, any director may compel the holding of such annual meeting by legal action directed against the Board of Directors and all of the extraordinary writs of common law and of courts of equity shall be available to such director to compel the holding of such annual meeting.

- VII. Regular Meeting of Directors** – Regular meetings of the Board of Directors may be held with or without notice monthly at such time and place as may be from time to time determined by the Board of Directors.

VIII. **Special Meetings of Directors**

- A. The Membership Director shall call a special meeting of the Board of Directors whenever requested to do so by the SHINE Director or by two or more directors.
- B. Such special meetings shall be held at the date and time specified in the notice of meeting.

IX. **Place of Directors' Meetings**—All meetings of the Board of Directors shall be held either at the principal office of SHINE or at such other place, either within or without the State of Texas, as shall be specified in the notice of meeting or executed waiver of notice.

X. **Notice of Directors' Meetings**

- A. Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto by written notice delivered personally or sent by mail or email to each director at that director's address as shown by the records of SHINE.
 - 1. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, the postage thereon paid.
 - 2. If notice is given by email, such notice shall be deemed to be delivered when the email is transmitted.
- B. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute 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.
- C. Neither the business to be transacted at nor the purpose of any regular or special meeting of the Board need be specified in the notice or waiver of notice of such meeting unless specifically required these bylaws.

XI. **Quorum and Voting of Directors**

- A. A quorum for meetings shall consist of a majority of the Directors. If a quorum is not attained, then those present shall adjourn the meeting to a new date, duly noticed to all Directors. At that later-noticed meeting, a quorum shall consist of those Directors then present.

- B. The act of the majority of the directors present in person or by proxy at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by the bylaws.
- C. A director may vote in person or by proxy executed in writing by the director.
 - 1. No proxy shall be valid after three months from the date of its execution.
 - 2. Each proxy shall be revocable unless expressly provided therein to be irrevocable and unless otherwise made irrevocable by the bylaws.

XII. Compensation

- A. Directors, as such, shall not receive any stated salary for their services, but by resolution of the Board of Directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at any meeting of the Board of Directors.
- B. A director shall not be precluded from serving SHINE in any other capacity and receiving compensation for such services.

XIII. Action by Directors Without Meeting

- A. Any action which may be taken at a meeting of the Board of Directors or any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, shall be signed by all the Board of Directors entitled to vote with respect to the subject matter thereof, or all of the members of the committee, as the case may be. Such consent shall have the same force and effect as a unanimous vote.
- B. Any action that may be taken at a meeting of the Board of Directors or any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of Board of Directors or committee members as would be necessary to take that action at a meeting at which all of the Board of Directors or members of the committee were present and voted.
- C. Each written consent shall bear the date of signature of each director or committee member who signs the consent.
- D. A written consent signed by less than all of the Board of Directors or committee members is not effective to take the action that is the subject of the consent unless, within sixty (60) days after the date of the earliest dated consent delivered

to SHINE in the manner required by this section, a consent or consents signed by the required number of Board of Directors or committee members required is delivered to SHINE at its registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent of SHINE having custody of the books in which proceedings of meetings of Board of Directors or committees are recorded.

1. Delivery shall be by hand or certified or registered mail, return receipt requested.
 2. Delivery to SHINE's principal place of business shall be addressed to the SHINE Director or principal executive officer of SHINE.
- E. Prompt notice of the taking of any action by the Board of Directors or a committee without a meeting by less than unanimous written consent shall be given to all Board of Directors or committee members who did not consent in writing to the action.
- F. A telegram, telex, cablegram, or similar transmission by a director or member of a committee or a photographic, photostatic, facsimile, or similar reproduction of a writing signed by a director or member of a committee shall be regarded as signed by the director or committee member for purposes of this section.

XIV. Committees of the Board of Directors

- A. The Board of Directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of SHINE, except that no such committee shall have the authority of the Board of Directors in reference to:
1. Amending, altering, or repealing the bylaws
 2. Electing, appointing, or removing any member of any such committee or any director or officer of SHINE
 3. Amending or restating the Certificate of Formation
 4. Adopting a plan of merger or adopting a plan of consolidation with another Corporation

5. Authorizing the sale, lease, exchange, or mortgage of all or substantially all of the property and assets of SHINE
 6. Authorizing the voluntary dissolution of SHINE or revoking proceedings therefore
 7. Adopting a plan for the distribution of the assets of SHINE
 8. Amending, altering, or repealing any resolution of the Board of Directors which by its terms provides that it shall not be amended, altered, or repealed by such committee
- B. The designation and appointment of any such committee and the delegation of authority to such committee shall not operate to relieve the Board of Directors, or any individual director, of any responsibility imposed by law upon the Board of Directors or upon any individual director.
- C. Other committees not having and exercising the authority of the Board of Directors in the management of SHINE may be appointed in such manner as may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present
1. Except as otherwise provided in such resolution, members of each such committee shall be directors of SHINE and the SHINE Director shall appoint the members thereof.
 2. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interests of SHINE shall be served by such removal.
- D. Each member of a committee shall continue as such until the next annual meeting of the Board of Directors and until a successor is appointed unless
1. The committee shall be sooner terminated or
 2. Unless such member be removed from such committee or
 3. Unless such member cease to qualify as a member thereof.
- E. Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.
- F. Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and the

act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

- G. Each committee may adopt rules for its own government not inconsistent with these bylaws or with rules adopted by the Board of Directors.

Article IV—Officers

I. Number of Officers

- A. The officers of SHINE shall consist of an Administrative Director, Membership Director, Treasurer, Co-op Director, Parent Support Director, Family Ministries Director, Teen Director, and such other officers and assistant officers as may be deemed necessary by the Board of Directors.
- B. New Offices may be created and filled at any meeting of the Board of Directors.
- C. Any two or more offices may be held by the same person except the offices of Administrative Director and Membership Director.
- D. A committee duly designated may perform the functions of any officer and the functions of any two or more officers may be performed by a single committee including the functions of both Administrative Director and Membership Director.

II. Election of Officers and Term of Office

- A. All officers shall be elected or appointed annually by the Board of Directors at the regular annual meeting of the Board of Directors for terms not exceeding one (1) year.
- B. Open SHINE officer positions are posted via SHINE's electronic communication means.
- C. The Board of Directors will evaluate and elect or appoint volunteers.
- D. Newly chosen officers will officially begin their service on June 1, at the beginning of the new fiscal year.

III. Removal of Officers

- A. Any officer elected or appointed may be removed by the Board of Directors whenever, in the Board's judgment, the best interests of SHINE will be served thereby.

- B. The removal of an officer shall be without prejudice to the contract rights, if any, of the officer so removed.
 - C. Election or appointment of an officer or agent shall not of itself create contract rights.
- IV. **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.
- V. **Powers of Officers**
- A. Each officer shall have, subject to these bylaws, in addition to the duties and powers specifically set forth herein, such powers and duties as are commonly incident to that office and such duties and powers as the Board of Directors shall from time to time designate
 - B. All officers shall perform their duties subject to the directions and under the supervision of the Board of Directors
 - C. The SHINE Director may secure the fidelity of any and all officers by bond or otherwise.
 - D. All officers and agents of SHINE, as between themselves and SHINE, shall have such authority and perform such duties in the management of SHINE as may be provided in these bylaws or as may be determined by resolution of the Board of Directors not inconsistent with these bylaws.
 - E. In the discharge of a duty imposed or power conferred on an officer of SHINE, the officer may in good faith and with ordinary care rely on information, opinions, reports, or statements including financial statements and other financial data concerning SHINE or another person that were prepared or presented by:
 - 1. One or more other officers or employees of SHINE including members of the Board of Directors or
 - 2. Legal counsel, public accountants, or other persons as to matters the officer reasonably believes are within the person's professional or expert competence.

- F. An officer is not relying in good faith within the meaning of this section if the officer has knowledge concerning the matter in question that makes reliance otherwise permitted by this subsection unwarranted.

VI. Administrative Director

- A. The Administrative Director shall attend all meetings of the Board of Directors and shall record all votes and the minutes of all proceedings and shall perform like duties for the standing committees when required.
- B. The Administrative Director shall see that all orders and resolutions of the Board are carried out, subject however, to the right of the directors to delegate specific powers, except such as may be by statute exclusively conferred on the Administrative Director, to any other officers of SHINE.
- C. The Administrative Director shall act as the overall SHINE event coordinator and contact for organizing events, groups, classes, and for facility usage/scheduling.
- D. The Administrative Director is responsible for facilitating the SHINE website.
- E. The Administrative Director shall arrange monthly Board of Directors meetings, prepare agenda, facilitate the meeting, and follow up on action items.
- F. The Administrative Director or any officer shall execute bonds, mortgages, and other instruments requiring a seal, in the name of SHINE.
- G. When authorized by the Board, the Administrative Director or any officer may affix the seal to any instrument requiring the same, and the seal when so affixed shall be attested by the signature of either the Membership Director or an Assistant Membership Director.
- H. The Administrative Director shall be ex-officio a member of all standing committees.
- I. The Administrative Director shall submit a report of the operations of SHINE for the year to the directors at their meeting next preceding the annual meeting of the Board of Directors.

VII. Membership Director and Assistant Membership Director

- A. The Membership Director:
 - 1. Shall be the chief executive officer of SHINE and shall preside at all meetings of all directors.

2. Shall give or cause to be given notice of all meetings of the Board of Directors
3. Shall perform such other duties as may be prescribed by the Board of Directors.
4. Shall keep in safe custody the seal of SHINE and, when authorized by the Board of Directors, affix the same to any instrument requiring it, and when so affixed, it shall be attested by the Membership Director's signature or by the signature of an Assistant Membership Director.
5. Is responsible for SHINE public relations including facilitating social media pages, attendance tracking, and new membership inquiries.
6. Membership Director's responsibilities include processing membership paperwork, assisting with registration, creating a membership directory, and other duties as needed.

B. The Assistant Membership Director:

1. Shall in order of his or her rank as fixed by the Board of Directors, in the absence of disability of the Membership Director, perform the duties and exercise the powers of the Membership Director.
2. Shall perform such other duties as the Board of Directors shall prescribe.

C. In the absence of the Membership Director or an Assistant Membership Director, the minutes of all meetings of the Board shall be recorded by such person as shall be designated by the SHINE Director or by the Board of Directors.

VIII. Treasurer and Assistant Treasurer

A. The Treasurer:

1. Shall have the custody of SHINE funds and securities.
2. Shall keep full and accurate accounts of receipts and disbursements in books belonging to SHINE.
3. Shall deposit all monies and other valuable effects in the name and to the credit of SHINE in such depositories as may be designated by the Board of Directors.
4. Shall disburse the funds of SHINE as may be ordered by the Board of Directors, taking proper vouchers for such disbursements.

5. Shall keep and maintain SHINE's books of account and shall render to the SHINE Director and the Board of Directors an account of all the Treasurer's transactions and of the financial condition of SHINE and exhibit the books, records, and accounts to the SHINE Director or Board of Directors at any time.
 6. Shall disburse funds for capital expenditures as authorized by the Board of Directors and in accordance with the orders of the SHINE Director and present to the SHINE Director's attention any requests for disbursing funds if, in the judgment of the Treasurer, any such request is not properly authorized.
 7. Shall assist in registration and help create the SHINE budget
 8. Shall perform such other duties as may be directed by the Board of Directors or by the SHINE Director.
 9. Shall, if required by the Board of Directors, give SHINE a bond in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of the office and for the restoration to SHINE, in case of death, resignation, retirement, or removal from office, of all books, papers, vouchers, money, and other property of whatever kind in the incumbent's possession or under the incumbent's control belonging to SHINE.
- B. The Assistant Treasurer, in the order of his or her seniority:
1. Shall, in the absence or disability of the Treasurer, perform the duties and exercise the powers of the Treasurer.
 2. Shall perform such other duties as the Board of Directors shall prescribe.

IX. Co-op Class Director

- A. The Co-op Class Director is the Chief Operating Officer under the Membership Director.
- B. Shall oversee planning and management of the SHINE Co-op semester by:
 1. Working with parents to submit class ideas.
 2. Determine class location and schedule.
 3. Securing and communicating with the facility being used.

4. Work with the Treasurer and Membership Director to register members for co-op.

C. Shall perform other duties as the Board of Directors shall prescribe.

X. Parent Support Director

A. Shall plan, organize, oversee, and execute various activities and events to support the parents of SHINE including coordinating or overseeing activities such as, but not limited to:

1. Moms' Night Out
2. Parent Support Meetings
3. Parent Christmas Party
4. Caring Mom's Ministry

B. Shall perform other duties as the Board of Directors shall prescribe.

XI. Family Ministries Director

A. Shall plan, organize, oversee, and execute various activities and events in which the whole family could be involved such as, but not limited to:

1. Yearbook
2. Field trips
3. Young SHINER events
4. Pre-teen events
5. Park Days
6. Field Day
7. Standardized testing

B. Shall perform other duties as the Board of Directors shall prescribe.

XII. Teen Ministries Director

A. Shall plan, organize, oversee, and execute various activities for teens such as, but not limited to:

1. Teen Time
2. Spring Ball
3. Hoedown
4. College and Careers Exploration
5. Community service events

6. Graduation

- B. Shall perform other duties as the Board of Directors shall prescribe.

Article V—Indemnification and Insurance

- I. **Indemnification**—SHINE shall have the full power to indemnify and advance or reimburse expenses for any person entitled to indemnification under these bylaws, including covering legal costs or other expenses incurred while acting in their official capacity.
- II. **Insurance**
- A. SHINE may purchase and maintain insurance or another arrangement on behalf of any person who is or was a member, director, officer, employee, or agent of SHINE or who is or was serving at the request of SHINE as a director, officer, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, employee benefit plan, other enterprise, or other entity, against any liability asserted against him or her or incurred by him or her in such a capacity or arising out of his or her status as such a person, whether or not SHINE would have the power to indemnify him or her against that liability.
- B. Without limiting the power of SHINE to procure or maintain any kind of insurance or other arrangement, SHINE may, for the benefit of persons indemnified by SHINE:
1. Create a trust fund, or
 2. Establish any form of self-insurance, or
 3. Secure its indemnity obligation by grant of a security interest or other lien on the assets of SHINE, or
 4. Establish a letter of credit, guaranty, or surety arrangement.
- C. The insurance or other arrangement may be procured, maintained, or established within SHINE or with any insurer or other person deemed appropriate by the Board of Directors regardless of whether all or part of the stock or other securities of the insurer or other person are owned in whole or part by SHINE.

- D. In the absence of fraud, the judgment of the Board of Directors as to the terms and conditions of the insurance or other arrangement and the identity of the insurer or other person participating in an arrangement shall be conclusive and the insurance or arrangement shall not be voidable and shall not subject the directors approving the insurance or arrangement to liability, on any ground, regardless of whether directors participating in the approval are beneficiaries of the insurance or arrangement.

Article VI - Statement of Faith

- I. SHINE Statement of Faith - We ask that you read our statement of faith and understand that this statement of faith is a reflection of the core beliefs of the general membership of our SHINE Homeschool group. We ask that you agree to submit to these beliefs both in word and deed when participating in any SHINE activity.
 - A. We believe: The Scriptures, both Old and New Testaments, to be the inspired Word of God, without error in the original writings, the complete revelation of His will for the salvation of men and the divine and final authority for Christian faith and life.
 - B. In one God, Creator of all things, infinitely perfect and eternally existing in three persons: Father, Son, and Holy Spirit.
 - C. That Jesus Christ is fully God and fully man, having been conceived of the Holy Spirit and born of the Virgin Mary. He died on the cross as a sacrifice for our sins according to the Scriptures. Further, He arose bodily from the dead and ascended into Heaven, where, at the right hand of the Majesty on High, He is now our High Priest and Advocate.
 - D. That the ministry of the Holy Spirit is to glorify the Lord Jesus Christ, and during this age to convict men, regenerate the believing sinner, indwell, guide, and instruct and empower the believer for godly living and sacrifice.
 - E. That man was created in the image of God but fell into sin and is, therefore, lost and only through regeneration by the Holy Spirit can salvation and spiritual life be obtained.

- F. That marriage and romantic relationships are between one man and one woman, in accordance with the Scriptures (Leviticus 20:13, 1 Timothy 1:10).
 - G. That the shed blood of Jesus Christ and His resurrection provide the only ground for justification and salvation for all who believe, and only such as receive Jesus Christ are born of the Holy Spirit, and thus, become children of God.
 - H. That water baptism and the Lord's Supper are ordinances to be observed by the Church during the present age. They are, however, not to be regarded as a means to salvation.
 - I. That the true Church is composed of all such persons who, through the saving faith in Jesus Christ, have been regenerated by the Holy Spirit and are united together in the Body of Christ, of which He is the Head.
 - J. In the second coming of our Lord Jesus Christ, and that this blessed hope has a vital bearing on the personal life and service of the believer.
 - K. In the bodily resurrection of the dead; of the believer to everlasting blessedness and joy with the Lord; of the unbeliever to judgment and everlasting conscious punishment.
- II. SHINE affirms the Nashville Statement on Marriage and Sexuality
- A. "Know that the LORD Himself is God; It is He who has made us, and not we ourselves..." -Psalm 100:3 Preamble Evangelical Christians at the dawn of the twenty-first century find themselves living in a period of historic transition. As Western culture has become increasingly post-Christian, it has embarked upon a massive revision of what it means to be a human being. By and large the spirit of our age no longer discerns or delights in the beauty of God's design for human life. Many deny that God created human beings for his glory, and that his good purposes for us include our personal and physical design as male and female. It is common to think that human identity as male and female is not part of God's beautiful plan, but is, rather, an expression of an individual's autonomous preferences. The pathway to full and lasting joy through God's good design for his creatures is thus replaced by the path of shortsighted alternatives that, sooner or later, ruin human life and dishonor God. This secular spirit of our age presents a great challenge to the Christian church. Will the church of the Lord Jesus Christ

lose her biblical conviction, clarity, and courage, and blend into the spirit of the age? Or will she hold fast to the word of life, draw courage from Jesus, and unashamedly proclaim his way as the way of life? Will she maintain her clear, counter-cultural witness to a world that seems bent on ruin? We are persuaded that faithfulness in our generation means declaring once again the true story of the world and of our place in it—particularly as male and female. Christian Scripture teaches that there is but one God who alone is Creator and Lord of all. To him alone, every person owes gladhearted thanksgiving, heart-felt praise, and total allegiance. This is the path not only of glorifying God, but of knowing ourselves. To forget our Creator is to forget who we are, for he made us for himself. And we cannot know ourselves truly without truly knowing him who made us. We did not make ourselves. We are not our own. Our true identity, as male and female persons, is given by God. It is not only foolish, but hopeless, to try to make ourselves what God did not create us to be. We believe that God's design for his creation and his way of salvation serve to bring him the greatest glory and bring us the greatest good. God's good plan provides us with the greatest freedom. Jesus said he came that we might have life and have it in overflowing measure. He is for us and not against us. Therefore, in the hope of serving Christ's church and witnessing publicly to the good purposes of God for human sexuality revealed in Christian Scripture, we offer the following affirmations and denials.

Article 1 WE AFFIRM that God has designed marriage to be a covenantal, sexual, procreative, lifelong union of one man and one woman, as husband and wife, and is meant to signify the covenant love between Christ and his bride the church. WE DENY that God has designed marriage to be a homosexual, polygamous, or polyamorous relationship. We also deny that marriage is a mere human contract rather than a covenant made before God.

Article 2 WE AFFIRM that God's revealed will for all people is chastity outside of marriage and fidelity within marriage. WE DENY that any affections, desires,

or commitments ever justify sexual intercourse before or outside marriage; nor do they justify any form of sexual immorality.

Article 3 WE AFFIRM that God created Adam and Eve, the first human beings, in his own image, equal before God as persons, and distinct as male and female. WE DENY that the divinely ordained differences between male and female render them unequal in dignity or worth.

Article 4 WE AFFIRM that divinely ordained differences between male and female reflect God's original creation design and are meant for human good and human flourishing. WE DENY that such differences are a result of the Fall or are a tragedy to be overcome.

Article 5 WE AFFIRM that the differences between male and female reproductive structures are integral to God's design for self-conception as male or female. WE DENY that physical anomalies or psychological conditions nullify the God-appointed link between biological sex and self-conception as male or female.

Article 6 WE AFFIRM that those born with a physical disorder of sex development are created in the image of God and have dignity and worth equal to all other image-bearers. They are acknowledged by our Lord Jesus in his words about "eunuchs who were born that way from their mother's womb." With all others they are welcome as faithful followers of Jesus Christ and should embrace their biological sex insofar as it may be known. WE DENY that ambiguities related to a person's biological sex render one incapable of living a fruitful life in joyful obedience to Christ.

Article 7 WE AFFIRM that self-conception as male or female should be defined by God's holy purposes in creation and redemption as revealed in Scripture. WE DENY that adopting a homosexual or transgender self-conception is consistent with God's holy purposes in creation and redemption.

Article 8 WE AFFIRM that people who experience sexual attraction for the same sex may live a rich and fruitful life pleasing to God through faith in Jesus Christ, as they, like all Christians, walk in purity of life. WE DENY that sexual attraction for the same sex is part of the natural goodness of God's original creation, or that it puts a person outside the hope of the gospel.

Article 9 WE AFFIRM that sin distorts sexual desires by directing them away from the marriage covenant and toward sexual immorality— a distortion that includes both heterosexual and homosexual immorality. WE DENY that an enduring pattern of desire for sexual immorality justifies sexually immoral behavior.

Article 10 WE AFFIRM that it is sinful to approve of homosexual immorality or transgenderism and that such approval constitutes an essential departure from Christian faithfulness and witness. WE DENY that the approval of homosexual immorality or transgenderism is a matter of moral indifference about which otherwise faithful Christians should agree to disagree.

Article 11 WE AFFIRM our duty to speak the truth in love at all times, including when we speak to or about one another as male or female. WE DENY any obligation to speak in such ways that dishonor God's design of his imagebearers as male and female.

Article 12 WE AFFIRM that the grace of God in Christ gives both merciful pardon and transforming power, and that this pardon and power enable a follower of Jesus to put to death sinful desires and to walk in a manner worthy of the Lord. WE DENY that the grace of God in Christ is insufficient to forgive all sexual sins and to give power for holiness to every believer who feels drawn into sexual sin.

Article 13 WE AFFIRM that the grace of God in Christ enables sinners to forsake transgender self-conceptions and by divine forbearance to accept the God-ordained link between one's biological sex and one's self-conception as male or female. WE DENY that the grace of God in Christ sanctions self-conceptions that are at odds with God's revealed will.

Article 14 WE AFFIRM that Christ Jesus has come into the world to save sinners and that through Christ's death and resurrection forgiveness of sins and eternal life are available to every person who repents of sin and trusts in Christ alone as Savior, Lord, and supreme treasure. WE DENY that the Lord's arm is too short to save or that any sinner is beyond his reach.

III. SHINE affirms the Denver's Statement on Biblical Manhood & Womanhood

A. The "Danvers Statement" summarizes the need for the Council on Biblical Manhood and Womanhood (CBMW) and serves as an overview of our core beliefs. This statement was prepared by several evangelical leaders at a CBMW meeting in Danvers, Massachusetts, in December of 1987. It was first published in final form by the CBMW in Wheaton, Illinois in November of 1988. Rationale We have been moved in our purpose by the following contemporary developments which we observe with deep concern:

1. The widespread uncertainty and confusion in our culture regarding the complementary differences between masculinity and femininity;
2. the tragic effects of this confusion in unraveling the fabric of marriage woven by God out of the beautiful and diverse strands of manhood and womanhood;
3. the increasing promotion given to feminist egalitarianism with accompanying distortions or neglect of the glad harmony portrayed in Scripture between the loving, humble leadership of redeemed husbands and the intelligent, willing support of that leadership by redeemed wives;

4. the widespread ambivalence regarding the values of motherhood, vocational homemaking, and the many ministries historically performed by women;
5. the growing claims of legitimacy for sexual relationships which have Biblically and historically been considered illicit or perverse, and the increase in pornographic portrayal of human sexuality;
6. the upsurge of physical and emotional abuse in the family;
7. the emergence of roles for men and women in church leadership that do not conform to Biblical teaching but backfire in the crippling of Biblically faithful witness;
8. the increasing prevalence and acceptance of hermeneutical oddities devised to reinterpret apparently plain meanings of Biblical texts;
9. the consequent threat to Biblical authority as the clarity of Scripture is jeopardized and the accessibility of its meaning to ordinary people is withdrawn into the restricted realm of technical ingenuity;
10. and behind all this the apparent accommodation of some within the church to the spirit of the age at the expense of winsome, radical Biblical authenticity which in the power of the Holy Spirit may reform rather than reflect our ailing culture.

B. Affirmations Based on our understanding of Biblical teachings, we affirm the following:

1. Both Adam and Eve were created in God's image, equal before God as persons and distinct in their manhood and womanhood (Gen 1:26-27, 2:18).

2. Distinctions in masculine and feminine roles are ordained by God as part of the created order, and should find an echo in every human heart (Gen 2:18, 21-24; 1 Cor 11:7-9; 1 Tim 2:12-14).

3. Adam's headship in marriage was established by God before the Fall, and was not a result of sin (Gen 2:16-18, 21-24, 3:1-13; 1 Cor 11:7-9).

4. The Fall introduced distortions into the relationships between men and women (Gen 3:1- 7, 12, 16). In the home, the husband's loving, humble headship tends to be replaced by domination or passivity; the wife's intelligent, willing submission tends to be replaced by usurpation or servility. In the church, sin inclines men toward a worldly love of power or an abdication of spiritual responsibility, and inclines women to resist limitations on their roles or to neglect the use of their gifts in appropriate ministries.

5. The Old Testament, as well as the New Testament, manifests the equally high value and dignity which God attached to the roles of both men and women (Gen 1:26-27, 2:18; Gal 3:28). Both Old and New Testaments also affirm the principle of male headship in the family and in the covenant community (Gen 2:18; Eph 5:21-33; Col 3:18-19; 1 Tim 2:11- 15).

6. Redemption in Christ aims at removing the distortions introduced by the curse. In the family, husbands should forsake harsh or selfish leadership and grow in love and care for their wives; wives should forsake resistance to their husbands' authority and grow in willing, joyful submission to their husbands' leadership (Eph 5:21-33; Col 3:18-19; Tit 2:3-5; 1 Pet 3:1-7). In the church, redemption in Christ gives men and women an equal share in the blessings of salvation; nevertheless, some governing and teaching roles within the church are restricted to men (Gal 3:28; 1 Cor 11:2-16; 1 Tim 2:11-15).

7. In all of life Christ is the supreme authority and guide for men and women, so that no earthly submission-domestic, religious, or civil-ever implies a mandate to follow a human authority into sin (Dan 3:10-18; Acts 4:19-20, 5:27-29; 1 Pet 3:1-2).

8. In both men and women a heartfelt sense of call to ministry should never be used to set aside Biblical criteria for particular ministries (1 Tim 2:11-15, 3:1-13; Tit 1:5-9). Rather, Biblical teaching should remain the authority for testing our subjective discernment of God's will.

9. With half the world's population outside the reach of indigenous evangelism; with countless other lost people in those societies that have heard the gospel; with the stresses and miseries of sickness, malnutrition, homelessness, illiteracy, ignorance, aging, addiction, crime, incarceration, neuroses, and loneliness, no man or woman who feels a passion from God to make His grace known in word and deed need ever live without a fulfilling ministry for the glory of Christ and the good of this fallen world (1 Cor 12:7- 21).

10. We are convinced that a denial or neglect of these principles will lead to increasingly destructive consequences in our families, our churches, and the culture at large.

Article VII—Miscellaneous

- I. **Waiver of Notice**—Whenever any notice is required to be given to any member or director of SHINE under the provisions of these bylaws, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be equivalent to the giving of such notice.

II. Meetings by Telephone Conference, Electronic, or Other Remote Communications Technology

- A. Subject to the provisions required or permitted by these bylaws for notice of meetings, members of the Board of Directors or members of any committee may participate in and hold a meeting of such board or committee by means of:
 - 1. Conference telephone or similar communications equipment by which all persons participating in the meeting can communicate with each other, or
 - 2. Another suitable electronic communications system, including videoconferencing technology or the Internet.
- B. These means may be used only if:
 - 1. Each member entitled to participate in the meeting consents to the meeting being held by means of that system, and
 - 2. The system provides access to the meeting in a manner or using a method by which each member participation in the meeting can communicate concurrently with each other participant.
- C. Participation in a meeting pursuant to this section shall constitute presence in person at such meeting except where a person participates in the meeting for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

II. SEAL

- A. SHINE may adopt a corporate seal in such form as the Board of Directors may determine.
- B. SHINE shall not be required to use the corporate seal, and the lack of corporate seal shall not affect an otherwise valid contract or other instrument executed by SHINE.

III. Contracts

- A. The Board of Directors may authorize any officer or officers, agent or agents of SHINE, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of SHINE.

- B. Such authority may be general or confined to specific instances.
- IV. **Checks, Drafts, Etc.**--All checks, drafts, or other instruments for payment of money or notes of SHINE shall be signed by such officer or officers or such other person or persons as shall be determined from time to time by resolution of the Board of Directors.
- V. **Deposits**—All funds of SHINE shall be deposited from time to time to the credit of SHINE in such banks, trust companies, or other depositories as the Board of Directors may select.
- VI. **Gifts**—The Board of Directors may accept on behalf of SHINE any contribution, gift, bequest, or devise for the general purposes or for any special purpose of SHINE.
- VII. **Books and Records**
 - A. SHINE shall keep correct and complete books and records of account and shall keep minutes of the proceedings of the Board of Directors and committees and shall keep at the registered office or principal office in the State of Texas a record of the names and addresses of its members entitled to vote.
 - B. A director of SHINE, on written demand stating the purpose of the demand, has the right to examine and copy, in person or by agent, accountant, or attorney, at any reasonable time, for any proper purpose, the books and records of SHINE relevant to that purpose, at the expense of the member.
- VIII. **Financial Records and Annual Reports**
 - A. SHINE shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of SHINE including all income and expenditures, in accordance with generally accepted accounting practices.
 - B. All records, books, and annual reports (if required by law) of the financial activity of SHINE shall be kept at the registered office or principal office of SHINE in the State of Texas for at least three years after the closing of each fiscal year and shall be available to the public for inspection and copying there during normal business hours.
 - C. SHINE may charge for the reasonable expense of preparing a copy of a record or report.

- IX. **Fiscal Year**—The fiscal year of SHINE shall run from June 1 to May 31 and may be altered by the Board of Directors.

Article VIII - Dissolution and Non Discrimination

- I. **Dissolution.** Upon the dissolution of the corporation, the Board shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of all assets of the corporation to such organization or organizations formed and operated exclusively for religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as the Board shall determine. Assets may be distributed only to tax-exempt organizations that agree with the corporation's Statement of Faith.
- II. **Nondiscrimination Policy.** The corporation shall not discriminate against Members, applicants, employees, students, volunteers, and others on the basis of race, color, nationality, or ethnic origin; however, as a religious institution, the corporation reserves the right to deny or terminate membership or to deny or terminate any other status of persons whose lifestyle, words, actions or otherwise do not align with the corporation's Statement of Faith, standard of conduct, or other policies of this organization. This policy statement is not intended to waive the ministerial exception or any other exception or exemption to federal, state, or local antidiscrimination laws or regulations.
- III. **Limitation of Activities.** Notwithstanding any other provision of these bylaws, the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes stated.

Article IX—Conflict of Interest Policy

- I. **Purpose**
- A. The purpose of this conflict of interest policy is to protect the organization's interest when it is contemplating entering into a transaction or arrangement that

might benefit the private interest of an officer or director of the organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state or federal laws governing conflicts of interest applicable to nonprofit and charitable organizations.

II. Definitions

- A. Interested Person: Any director, officer, or member of a committee with governing board- delegated powers who has a direct or indirect financial interest.
- B. Financial interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:
 - 1. An ownership or investment interest in any entity with which the organization has a transaction or arrangement;
 - 2. A compensation arrangement with the organization or with any individual or entity with which the organization 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 organization is negotiating a transaction or arrangement.
 - 4. A financial interest is not necessarily a conflict of interest. A person who has a financial interest may have a conflict of interest only if the board of directors decides that a conflict of interest exists.
- C. Compensation: Direct and indirect remuneration as well as gifts or favors that are not insubstantial.
- D. Board: The board of directors of the organization. The board will determine procedures for determining a possible conflict of interest.

III. 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 the opportunity to disclose all material facts to the board and, if applicable, members of committees with governing board-delegated powers considering the proposed transaction or arrangement.

B. Determining whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, including any presentations by and discussion with the interested person, he or she shall leave the board or committee meeting while the determination of a conflict of interest involving the transaction or arrangement is discussed and voted upon. The remaining board or committee members (as applicable) shall decide, by a majority vote, if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest

1. The board of directors shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

2. After exercising due diligence, the board or committee shall determine whether the organization 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.

3. If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the board shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the best interests of the organization, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflict of Interest Policy

1. If the board or committee 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 determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

IV. Records of Proceedings

- A. The minutes of the board shall contain 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 or committee's decision as to whether a conflict of interest in fact existed.
- B. The minutes of the board also shall contain 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.

V. Compensation

- A. A voting member of the board or any committee who receives compensation, directly or indirectly, from the organization for services rendered may not vote on matters pertaining to that member's compensation.
- B. A voting member of the board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the organization, either individually or collectively, are not prohibited from providing information to any committee regarding compensation.

Article X—Amendment of Bylaws

I. Pronouns and Headings

- A. All personal pronouns used in these bylaws shall include the other gender whether used in masculine or feminine or neuter gender, and the singular shall include the plural whenever and as often as may be appropriate.
- B. All headings herein are for convenience only and neither limit nor amplify the provisions of these bylaws.

- II. Invalid Provisions**—If any one or more of the provisions of these bylaws, or the applicability of any such provision to a specific situation, shall be held invalid or unenforceable, such provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all

other provisions of these bylaws and all other applications of any such provision shall not be affected thereby.

III. The Board of Directors may amend or repeal these bylaws, or adopt new bylaws.

Adopted by the Board of Directors on July 16, 2025.

Membership Director