

**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. Principal Office

- A. The principal office of SHINE shall be at 645 Short Weyel Road, Marion, TX, 78124.
- B. The Board of Directors shall have the power to change the location of the principal office.

- III. 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.

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 and respond to monthly attendance polls. 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 in addition to any co-op or club commitments. 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.
 - I. Monitor SHINE's forum and calendar on SHINE's website or social media pages. Online communication media are for parents only.
- 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. Members may receive a teacher identification card from SHINE entitling them to a discount when joining Texas Home School Coalition as well as teacher discounts at retail stores.
- C. Membership may be renewed each year with respect to membership requirements.
- D. Members who RSVP at least 24 hours prior may attend monthly SHINE Board of Directors meetings. 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 hearing.
- 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 law, the Certificate of Formation, or 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.
- B. Directors need not be residents of the State of Texas or members of SHINE unless the Certificate of Formation or these bylaws so require.

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. At the first annual meeting of the Board of Directors and at each annual meeting thereafter, the directors shall elect directors.
- D. Directors shall be elected by a unanimous vote of the incumbent Board of Directors.
- E. A director shall hold office until the next annual election of directors and until said director's successor shall have been elected, appointed, or designated and qualified
- F. 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
- G. 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. A director may be removed from office, with or without cause, by the persons entitled to elect, designate, or appoint the director

- B. If the director was elected to office, removal requires an affirmative vote equal to the vote necessary to elect the director.

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 though less than a quorum of the Board of 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 on May 1, 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 meeting 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 by law or these bylaws.

XI. Quorum and Voting of Directors

- A. A quorum for the transaction of business by the Board of Directors shall be a majority of the number of directors fixed by these bylaws. Directors present by proxy may not be counted toward a quorum.
- 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 law or the Certificate of Formation.
- 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 law.

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.
- C. Members of committees may be allowed similar compensation and reimbursement of expenses for attending committee meetings.

XIII. Action by Directors Without Meeting

- A. Any action required by the Texas Business Organizations Code to be taken at a meeting of the Board of Directors or 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. If SHINE's Certificate of Formation so provides, any action required by the Texas Business Organizations Code to be taken at a meeting of the Board of Directors or 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. If any action by the Board of Directors or a committee is taken by written consent signed by less than all of the Board of Directors or committee members, any articles or documents filed with the Secretary of State as a result of the taking of the action shall state, in lieu of any statement required by this Act concerning any vote of the Board of Directors or committee members, that written consent has been given in accordance with the provisions of section 6.202 of the Texas Business Organizations Code and that any written notice required by such section has been given.
- G. 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 a SHINE 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 SHINE 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 SHINE 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. SHINE Director

A. The SHINE Director shall be the chief executive officer of SHINE and shall preside at all meetings of all directors.

B. Such officer 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 SHINE Director, to any other officers of SHINE.

C. The SHINE Director shall act as the overall SHINE event coordinator and contact for organizing events, groups, classes, and for facility usage/scheduling.

D. The SHINE Director shall arrange monthly Board of Directors meetings, prepare agenda, facilitate the meeting, and follow up on action items.

E. The SHINE Director or any officer shall execute bonds, mortgages, and other instruments requiring a seal, in the name of SHINE.

F. When authorized by the Board, the SHINE 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.

G. The SHINE Director shall be ex-officio a member of all standing committees.

H. The SHINE 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 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.
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 SHINE website, email group, 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 Director

- A. 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.
- B. 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. Graduation
 2. Yearbook
 3. Field trips
 4. Young SHINER events
 5. Pre-teen events
 6. Used curriculum sale

7. Park Days
8. Field Day
9. 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

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 pursuant to the provisions of the Texas Business Organizations Code to any person entitled to indemnification under the provisions of the Texas Business Organizations Code.

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 an 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—Certificates of Membership

I. Certificates of Membership

- A. The Board of Directors may provide for the issuance of certificates or cards or other instruments evidencing membership rights, voting rights, or ownership rights (hereinafter referred to as “certificates”) which shall be in such form as may be determined by the Board.

- B. Such certificates shall be signed by the SHINE Director and by the Membership Director or an Assistant Membership Director
 - C. All certificates evidencing membership of any class shall be consecutively numbered.
 - D. The name and address of each member and the date of issuance of the certificate shall be entered on the records of SHINE
 - E. If any certificate shall become lost, mutilated, or destroyed, a new certificate may be issued therefore upon such terms and conditions as the Board of Directors determine.
- II. **Issuance of Certificates**--When a member has been elected to membership and has paid any fees and dues required, a certificate shall be issued in that member's name and delivered to the member by the Membership Director if the Board of Directors shall have provided for the issuance of certificates of membership under the provisions of this article.

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 the Texas Business Organizations Code, the Certificate of Formation, or 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 the Texas Business Organizations Code and 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 VII—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.

Article VII—Amendment of Bylaws

The Board of Directors may amend or repeal these bylaws, or adopt new bylaws, unless the Certificate of Formation or the Texas Business Organizations Code limits such powers.

Adopted by the Board of Directors on _____.

Membership Director