

Heartland Homeschool Association By-Laws

ARTICLE I NAME, PURPOSE, LOCATION

Section 1 – Name

The name of this organization shall be Heartland Homeschool Association (HHA). It is created in Cape Girardeau, in Cape Girardeau County, Missouri.

Section 2 – Purpose

Heartland Homeschool Association is a nonprofit corporation organized exclusively for charitable, educational, and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code, and is formed to provide support and activities for its participating homeschooling families.

Section 3 – Mission

Heartland Homeschool Association is a Christ-centered support and encouragement organization providing enrichment activities for families in the homeschool community. We encourage and respectfully support a diverse membership. Heartland Homeschool Association is an opportunity for homeschoolers to build relationships, find common interests, and share resources with other homeschooling families.

Section 4 – Statement of Faith

Acknowledgement of the Statement of Faith is required for membership to Heartland Homeschool Association. All members of the Board shall be required to affirm, in writing, their personal agreement with the Statement of Faith. Members and Teachers shall not teach in opposition to the Statement of Faith.

“We believe in one God consisting of three persons: God the Father, God the Son Jesus Christ, and God the Holy Spirit. We believe salvation is necessary and is obtained through faith in Jesus Christ who died to free us from the penalty sin. We look to the Bible (Old and New Testament) as our guide to faith and practice.”

Section 5 – Location

The organization may have any number of offices at such places as the Board may determine.

ARTICLE II MEMBERSHIP

A membership to Heartland Homeschool Association runs from the date membership dues were received and membership was approved to June 30.

Section 1 – Membership Criteria

Members must be homeschooling or actively considering homeschooling one or more children.

Members must agree to the current Policy and Procedure Manual.
Membership is granted after the receipt of the following completed items:
 Membership Application
 Agreement to the Policy and Procedure Manual
 Release of Liability
 Dues

Section 2 – Rights, Duties, and Privileges of Membership

Members have the right to attend HHA organized activities that are open to members only.

Members shall have the use of the official HHA website.

Each member family shall have one vote in HHA affairs put before them, including elections.

Members have the right to propose agenda items to the Board President.

Each member is expected to fulfill certain responsibilities as listed in the current Policy and Procedure Manual.

The Board will seek and receive nominations for those who are willing to serve. The Board will review the nominations and present them to the general membership for election at least two (2) weeks prior to the vote.

Section 3 – Revocation or Denial of Membership

The Board may, by a majority vote, revoke membership of any member not meeting the required duties of membership.

If eligibility requirements are not clearly met, membership may be granted by a majority vote of the Board. The Board may deny membership to any applicant by a majority vote if they feel an applicant would compromise the mission, purpose, or cohesion of HHA.

ARTICLE III MEETINGS

Section 1 – Member Meetings

The date of the regular annual meeting shall be determined by the Board of Directors who will also set the time and place.

Member meetings are open to all current members.

All matters placed before the membership for a vote, including elections, shall be decided by a majority vote of those members present.

Section 2 – Other Meetings

Other meetings may be held as needed and determined by the Board of Directors.

Section 3 – Meeting Notice

Notice of all meetings shall be provided to each voting member, by mail or email, not less than 2 weeks prior to the meeting.

ARTICLE IV BOARD OF DIRECTORS

Section 1 – Board Composition

The business of the organization shall be managed by a Board of Directors comprised of at least 4 and no more than 7 Board members based on the need of the current membership. The Board will determine each Spring semester how many Board members are needed. The Board is responsible for maintaining the overall policy and direction of the organization. All Directors are eligible for reimbursement of reasonable and actual expenses incurred on behalf of HHA. Each reimbursement must be approved by a Director, and no Director may approve his or her own reimbursement. Board members shall receive no compensation for their service on the Board.

Section 2 – Board Meetings

The Board shall meet at least 6 times per year at an agreed upon time and location. Board members shall not miss more than 2 unexcused meetings per year.

The Directors may participate in a Board Meeting by means of telephone conference, computer conference, or similar communications equipment as long as each Director participating in the meeting can communicate with all other Directors participating in the meeting.

Section 3 – Board of Director Qualifications and Terms

All Board members shall have (1) been a member of HHA for 1 calendar year from the date membership dues were received and membership was approved and (2) homeschooling for a minimum of 2 years.

All Board members shall serve for 2 year terms and can be eligible for re-election indefinitely.

Exceptions to the qualifications and terms may be made by a majority vote of the Board of Directors.

Section 4 – Resignation or Removal of Board Members

Any Director may be removed from office without assigning any cause by a majority vote of the Board at any meeting of the Board.

Any Director may resign at any time by giving notice to the rest of the Board of Directors.

Section 5 – Board Vacancy

In the event of a vacancy on the Board, the directors may fill the vacancy.

In the event of a mid-term vacancy on the Board of Directors, the Board may appoint a successor

at its next Board meeting, to serve the remainder of the term.

Section 6 – Board Quorum

A quorum must be attended by a minimum of 3 of the Board members before business can be transacted or motions made or passed.

Section 7 – Election Process

During the Spring semester, the Board will seek nominations for those willing to serve on the Board of Directors. Members may nominate themselves or another HHA member that meets the qualifications. The Board will review the nominations and contact each nominee to verify they are willing to serve. The Board will then present the names to the membership at least 2 weeks prior to the vote.

Members will have one vote per family. Members are allowed to vote absentee as long as the Board has received the ballot by a predetermined date.

The ballots will be tallied and the nominee(s) receiving the greatest number of votes will become a member of the Board of Directors.

ARTICLE V OFFICERS OF THE BOARD OF DIRECTORS

Section 1 – Offices

The officers of the organization shall be President, Vice President, Secretary, and Treasurer. The Board of Directors shall appoint each of these officers. The Board may also appoint other officers it deems necessary.

Section 2 – Terms of Officers

The Board of Directors shall appoint officers for a term established by the Board.

Section 3 – Removal of Officers

Any officer may be removed from office without assigning any cause by a majority vote of the Board at any meeting of the Board.

Section 4 – Officer Compensation

Officers of the Board will not be compensated via salary or other benefits for their service as an officer of the Board.

Section 5 – Principal Officers

The President shall convene regularly scheduled Board meetings and shall preside or arrange for other members of the Board to preside at each meeting in the following order: Vice President, Secretary, and Treasurer.

The Vice President shall execute the duties of the President in the event the President is unable to perform said duties.

The Secretary shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board member, and assuring that corporate records are maintained.

The Treasurer shall make a report at each Board meeting. The Treasurer shall assist in the preparation of the budget, may help develop fundraising plans, make deposits in a timely manner, and make financial information available to Board members and the public.

ARTICLE VI COMMITTEES

The Board may create committees as needed for functions such as fundraising, special events, public relations, data collection, etc. Committee leaders are volunteers approved by the Board.

No Committee or Committee Leader shall have any power to:

- Fill vacancies on the Board
- Adopt, amend, or repeal the by-laws
- Amend or repeal any resolution of the Board

ARTICLE VII – CONFLICT OF INTEREST

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

ARTICLE VIII – INDEMNIFICATION

Section 1 – Indemnification of Agents

The organization shall indemnify any agent of the organization including Directors, Officers, and/or Volunteers, who was or is a party, or is threatened to be made a party to any proceeding, administrative or investigative, as such a person was or is an authorized representative of the organization. This indemnification against expenses, judgments, fines, and amount paid in settlements actually or reasonably incurred by such a representative of the organization is contingent upon the determination that such person acted in good faith and in a manner he/she believed to be in, or not opposed to, the best interests of the organization. With respect to any criminal proceeding, indemnified persons shall have had no cause to believe that their conduct was unlawful.

Section 2 – Satisfaction of Indemnification

To satisfy indemnification obligations the organization may maintain insurance, obtain a letter of credit, act as a self-insurer, create a reserve trust, cash collateral, enter into indemnification agreements, or use any other arrangement whatsoever in such amounts, at such costs, and upon other terms and conditions that the Board shall deem appropriate. All persons covered under this Article shall be notified as to the Association's indemnification policy and any insurance policies that the Association currently has purchased.

Section 3 – Approval by Board

This indemnification shall be made only if the organization shall be advised by its Board of Directors acting (1) by a quorum consisting of directors who are not parties to such action or proceeding upon a finding that, or (2) if a quorum under is not obtainable with due diligence, upon the opinion in writing of legal counsel that, the director or officer has met the foregoing applicable standard of conduct. If the foregoing determination is to be made by the Board of Directors, it may rely as to all questions of law, on the advice of independent legal counsel.

ARTICLE IX INUREMENT OF INCOME

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered.

ARTICLE X LEGISLATIVE OR POLITICAL ACTIVITIES

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation and the incorporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE XI OPERATIONAL LIMITATIONS

Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XII AMENDMENTS

The By-laws, Articles of Incorporation, and Policy & Procedure Manual may be amended when deemed necessary by a 2/3 majority vote of the Board of Directors. Proposed amendments must be submitted to Secretary and sent along with regular board meeting agendas. A written proxy may be given in lieu of an absence.

All amendments and other items placed before the membership for a vote will take effect immediately unless otherwise specified at the time of the vote.

ARTICLE XIII DISSOLUTION

Upon the dissolution of Heartland Homeschool Association, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized exclusively for such purposes.

{These By-Laws were approved at a meeting of the Heartland Homeschool Association Board of Directors by a majority vote on July 13, 2017. The effective date of these By-Laws shall be July 13, 2017.}

{By-Laws were amended on May 20, 2021 at a meeting of the Heartland Homeschool Association Board of Directors. By-Laws were approved on June 24, 2021 by a majority vote. The effective date of these By-Laws shall be July 1, 2021}