

BYLAWS  
OF  
WEST COUNTY CHRISTIAN HOME EDUCATORS

September 2019

A Missouri Nonprofit Corporation

ARTICLE I: OFFICES

West County Christian Home Educators (“WCCHE”) may have offices at such place or places as the Board of Directors may from time to time determine or the business of WCCHE may require.

ARTICLE II: PURPOSE

1. WCCHE is incorporated in the State of Missouri and is organized, and shall be operated, for pleasure, recreational and other non-profitable purposes, within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

2. In particular, WCCHE will further 501(c)(7) purposes that include:

(a) To support, encourage, and equip families in the performance of their God-given responsibilities to train and educate their children in the instruction of the Lord Jesus Christ ( Deuteronomy 6:4-9, Ephesians 6:4, I Peter 4:10-11, Psalm 78:4, Proverbs 22:6, and Proverbs 1:7-9)

(b) To unite its Members for:

(1) Edifying homeschooling families through wholesome fellowship opportunities and encouragement;

(2) Fostering communication between homeschooling groups and providing enriching educational and social activities which will strengthen the community of homeschooling families;

(3) Providing information regarding legal and social issues affecting homeschooling families; and

(4) Encouraging and equipping those new to the idea of homeschooling as a viable choice for their family so that they can make the best choice for their family and have the best opportunity for a successful homeschooling experience.

ARTICLE III: MEMBERSHIP

1. WCCHE is comprised solely of volunteer families that seek to exhibit Christian unity, service, and the love of Christ to its Membership for the purpose of bringing glory to God the Father.

2. WCCHE is an explicitly Christian organization and is governed by Christian principles and core beliefs; however, WCCHE will consider applications for Membership from anyone who home schools. In order to maintain harmony within the group, all prospective Members, as part of the Membership approval process, agree to follow WCCHE's policies and to respect its Christian principles and Christian beliefs that are foundational to the operation of WCCHE. These principles and beliefs are partially described in the Statement of Faith. Additionally, those who engage in or promote behaviors and practices that run counter to the clear and core teaching of the Christian Bible will not be permitted to be Members or Associates. The Members that consider themselves Christians are asked to set an example of what it means to be Christian in all their interactions within the group, in particular by showing grace, love and respect not only to those Members that share their same Christian beliefs but also to the Members who don't hold to the Christian faith and to other Christians who have denominational or personal faith beliefs that are different than their own. Those families who cannot agree to this or who don't abide by the wise practice of grace, love and respect and who bring disharmony to the group will either not be accepted into Membership or will have their Membership terminated. The Board of Directors of WCCHE will make the final determination if there is any question regarding the status of a Member or his or her application.

3. WCCHE does not discriminate based on race, ethnicity or country of origin.

4. There shall be one class of Members (as that term is defined in Section 355.066 of the Missouri Nonprofit Corporation Act). A family is eligible to become a Member of WCCHE if an adult (age (18) eighteen years or older) member of such family engages in homeschooling instruction of at least one pre-High School graduate of the same family. A natural person is eligible to become a Member of WCCHE if he or she engages in, or his or her family member engages in, homeschooling; however, no more than one natural person in a given family may be a Member. An eligible person or family becomes a Member upon approval of a completed application form and receipt of payment for the annual Membership dues to WCCHE. The Board of Directors will establish the criteria and process for Member approval. The Membership of each Member expires on May 31<sup>st</sup> each year. A Member may renew Membership for the subsequent year by payment of Membership dues and updating their Membership profile on the WCCHE web site for such subsequent year.

5. There also can be non-voting "Associates" that can be either institutional or natural persons. All Associates must have some interest in or association with homeschooling. A natural person or institution becomes an Associate upon approval of a completed application form and paying the applicable annual dues for natural person or institutional Associates. In addition, persons that are part of a family that is a Member shall be Associates. For the avoidance of doubt, the Associates described in this paragraph III.5 are not voting Members (as that term is defined in Section 355.066 of the Missouri Nonprofit Corporation Act).

6. Members and Associates can be terminated from Membership by a unanimous vote of the Board (subject, in the case of Members, to the other provisions of this paragraph III.6). In case of Membership termination or suspension, written notice and the reasons for termination or suspension, shall be given at least fifteen (15) days prior to such event. The Member shall be granted an opportunity to be heard orally or in writing, not less than five (5) days before the effective date of the expulsion, suspension or termination by a person or persons authorized to decide whether the proposed termination or suspension should take place. Written

notice given by mail shall be given by first class or certified mail sent to the last address of the Member shown on WCCHE's records.

7. Each Member shall have one (1) vote on each matter that comes before the Membership for a vote.

8. Each Member that is a family shall appoint one natural person that is at least (18) eighteen years of age, who shall act as its authorized representative in all meetings of the Members. Each such Member shall notify WCCHE via their Membership profile on the WCCHE web site of such designation. If a Member does not have access to the internet, then they may provide such notification in writing directly to the Secretary of WCCHE, or the Secretary's designee, who will enter the information into the web site. Notice of appointment of the authorized representative shall be a condition precedent to each such Member's participation in the meetings and activities of WCCHE. In addition, each Member that is a family may appoint one or more natural persons as alternate authorized representatives of such Member, who are at least (18) eighteen years of age, to act on behalf of such Member in the event of death, incapacity, inability to act, or absence of the primary authorized representative. Each such Member shall notify WCCHE via their Membership profile on the WCCHE web site of their designation and the priority of such alternate authorized representative(s). If a Member does not have access to the internet, then they may provide such notification in writing directly to the Secretary of WCCHE, or the Secretary's designee, who will enter the information into the web site. The WCCHE web site will be the official list of Members. The Secretary of WCCHE will ensure an electronic and/or hardcopy backup of the current Membership list, authorized representatives and authorized alternate representatives is maintained. The vote of each Member that is a family shall be exercised by its authorized representative or alternate authorized representative as shown on the WCCHE web site Membership list at the time of the vote. WCCHE Members not represented by an authorized representative or alternate shall not be entitled to vote.

9. Members may not transfer their Memberships.

10. Membership dues may be established by the Board from time to time

#### ARTICLE IV: MEMBERS' MEETINGS

1. All meetings of the Members shall be held at such place, within or without the State of Missouri, as may be designated from time to time by resolution of the Board of Directors.

2. WCCHE shall notify its Members of upcoming meetings, via email or first class or registered mail, sent to the most current Members list, using the most current address on the WCCHE web site, at the time of notification. Any Members without access to email will need to make arrangements to receive notifications of meetings that are sent by email. The place, date and time of each annual, regular and special meeting of Members will be sent no fewer than ten (10) days (or if notice is mailed by other than first class or registered mail, no fewer than thirty (30) days or if notice is sent by email and the meeting does not involve any of the matters described in the following sentence, no fewer than five (5) days), nor more than sixty (60) days before the meeting date. Notice of an annual or regular meeting shall include a description of any matters which must be approved by the Members concerning: authorization, approval or ratification of a conflict of

interest transaction; indemnifications of persons; the adoption of amendments to WCCHE's Articles of Incorporation; the adoption of amendments to WCCHE's Bylaws; a plan of merger; disposition of all or substantially all of WCCHE's property; or dissolution of WCCHE. Notice of a special meeting shall include a description of the matter or matters for which the meeting is called. Notice of any meeting shall be deemed waived if a Member attends such meeting and does not object at the beginning of such meeting to holding such meeting or transacting business at such meeting.

3. Unless one-third (1/3) or more of the voting power is present, the only matters that may be voted upon at an annual or regular meeting of the Members are those matters that are described in the meeting notice.

4. Special meetings of the Members, for any purpose or purposes, may be called by a majority of the Board of Directors, or five percent (5%) of the Members provided one or more written demands are signed, dated and delivered to a corporate officer and describes the purpose or purposes for which the special meeting is to be held.

5. The business transacted at any special meeting of Members shall be confined to the purposes stated in the notice.

6. Members at the close of business on the business day preceding the day on which notice is given, or if notice is waived, at the close of business on the business day preceding the day on which the meeting is held are entitled to notice of the meeting. Members on the date of the meeting who are otherwise eligible to vote are entitled to vote at the meeting.

7. Members are entitled to exercise any rights in respect of any other lawful action if they are Members at the close of business on the day on which the Board adopts the resolution relating thereto.

8. WCCHE shall prepare an alphabetical hard copy list of the names of all its Members and their authorized representatives, as applicable, who are entitled to vote at the annual meeting. This list will be prepared from the official Membership list on the WCCHE web site no more than three (3) calendar days prior to the meeting and shall show the address and number of votes each Member is entitled to vote. Upon written demand, no sooner than two (2) business days after notice is given of the meeting for which the list is prepared and continuing through the meeting time, a list of Members shall be available for inspection by any Member, a Member's agent or a Member's attorney at WCCHE's principle office or at an alternative place (in the city in where the meeting will be held) that the Board of Directors designates and is identified in the meeting notice. Additionally, a hard copy list of Members shall be available at the meeting and any Member, a Member's agent or a Member's attorney is entitled to inspect the list at any time during the meeting or any adjournment.

9. Ten percent (10%) of the Members shall constitute a quorum at all meetings of the Members for the transaction of business, except as otherwise provided by applicable law. If, however, such quorum shall not be present or represented at any meeting of the Members, the Members present shall have power to adjourn the meeting from time to time for successive periods of not more than ninety (90) days, without notice other than announcement at the meeting, until a quorum shall be present or represented. At such adjourned meeting at which a quorum shall be

present or represented, any business may be transacted which might have been transacted at the meeting as originally scheduled.

10. When a quorum is present at any meeting, the vote of a majority of the Members present shall decide any question brought before such meeting, unless the question is one upon which, by express provision of applicable law, the Articles of Incorporation, or these Bylaws, a different vote is required, in which case such express provision shall govern and control the decision of such questions.

11. Action which may be taken at any annual, regular or special meeting of Members may be taken without a meeting if WCCHE delivers a written and/or web/email based ballot ("Ballot") to every Member entitled to vote on the matter. The Ballot shall set forth each proposed action and shall provide an opportunity to vote for or against each proposed action. Approval by Ballot shall be valid only when the number of votes cast by Ballot equals or exceeds the quorum required to be present at a meeting authorizing the action, and the number of approvals at least equals the number of votes that would be required to approve the matter at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot. All solicitations for votes by Ballot shall indicate the number of responses needed to meet the quorum requirements, state the percentage of approvals necessary to approve each matter other than election of Directors, and specify the time by which the Ballot must be received by WCCHE in order to be counted.

#### ARTICLE V: DIRECTORS

1. The affairs of WCCHE shall be managed by the Board of Directors. The number of Directors to constitute the Board of Directors shall be determined by the Board of Directors, provided, however, that there shall always be at least three (3) Directors.

2. Any Member wishing to be considered as a Director must:

(a) be at least 21 years old;

(b) be homeschooling at least one (1) child between the ages of (4) four and (19) nineteen that has not yet graduated from homeschooling or any other private or public high school;

(c) affirm (through signature) their agreement with the WCCHE Board and Leadership Statement of Faith;

(d) have an official endorsement of all the current Board members and this endorsement will be recorded in the minutes of a Board meeting, and

(e) read and agree to the Conflict of Interest Policy . Agreement is to be indicated by signature and this document must be kept on file by the WCCHE Secretary.

3. Directors shall be elected from among the Members at the annual meeting of the Members to serve for a term of two (2) years or until his or her successor shall have been elected and qualified. No person may serve more than two (2) consecutive two (2) year terms without at least a one (1) year gap prior to serving as a Director again. A Director may be removed, with or without cause, by the Members, at a meeting called for the purpose of removing

the Director and the meeting notice must state that the purpose, or one of the purposes, of the meeting is removal of the Director.

4. If the office of a Director becomes vacant for any reason, the Members may elect a Director to fill the vacancy for the unexpired term in respect of which such vacancy occurred or until the next election of Directors. \_\_\_\_\_

#### ARTICLE VI: COMPENSATION OF DIRECTORS

Directors, as such, shall not receive any stated salary for their services, but by resolution of the Board of Directors, expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the Board of Directors; provided, however, that nothing herein contained shall be construed to preclude any Director from serving WCCHE in any other capacity and receiving compensation or reimbursement of expenses therefor. \_\_\_\_\_

#### ARTICLE VII: MEETINGS OF THE BOARD OF DIRECTORS

1. Regular meetings (including an annual meeting) of the Directors shall be held at such time and place as shall be fixed by the vote of the Directors, and no notice of such meeting shall be necessary to the Directors in order to legally constitute a regular meeting, provided a quorum shall be present.

2. Special meetings of the Board of Directors may be called by twenty-five percent (25%) of the Directors on two (2) days' notice to each Director, either personally or by first class mail, electronic mail or telephone.

3. A Director's attendance at or participation in a meeting waives any required notice of the meeting unless the Director upon arriving at the meeting or prior to the vote on a matter not noticed in conformity with applicable law, the Articles of Incorporation or these Bylaws, objects to lack of notice and does not vote for or assent to the objected to action. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in any notice or waiver of notice of such meeting.

4. At all meetings of the Board of Directors, a majority of all the Directors in office shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors, unless the action is one upon which, by express provision of applicable law, the Articles of Incorporation, or these Bylaws, a different vote is required, in which case such express provision shall govern and control. If a quorum shall not be present at any meeting of Directors, the Directors present thereat may adjourn the meeting, from time to time, without notice other than announcement at the meeting, until a quorum shall be present.

5. Members of the Board of Directors may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment whereby all persons participating in the meeting can hear each other, and participation in a meeting in this manner shall constitute presence in person at the meeting.

6. Action required or permitted by applicable law to be taken at a Board of Directors' meeting may be taken without a meeting if the action is taken by all members of the

Board of Directors. The action shall be evidenced by one or more written consents describing the action taken, signed by each Director, and included in the minutes filed with the corporate records

reflecting the action taken. Such action shall be effective when the last Director signs the consent, unless the consent specifies a different effective date.

#### ARTICLE VIII: COMMITTEES

1. The Board of Directors, by a resolution adopted by a majority of the Directors in office, may designate an Executive Committee, which shall consist of at least two (2) Directors of WCCHE. The Executive Committee shall have and exercise the authority of the Board of Directors between meetings of the Board of Directors and shall have such other authority as designated by the Board of Directors, to the extent permitted by applicable law.

2. The Board of Directors, by a resolution adopted by a majority of the Directors in office, may designate one or more other Board committees, each of which shall consist of at least two (2) Directors. Such committees shall have and exercise the authority of the Board of Directors as designated by the Board of Directors, to the extent permitted by applicable law.

3. At all meetings of committees, a majority of the members of the committee shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the members of the committee present at any meeting at which there is a quorum shall be the act of the committee, unless the action is one upon which, by express provision of applicable law, the Articles of Incorporation, these Bylaws, or a resolution of the Board of Directors, a different vote is required, in which case such express provision shall govern and control. Provisions in these Bylaws pertaining to meetings of the Board of Directors shall also apply to a committee or committees of the Board of Directors.

#### ARTICLE IX: NOTICES

1. Whenever, under the provisions of applicable law, the Articles of Incorporation, or these Bylaws, notice is required to be given to any Director or Member, such notice may be given orally or in writing. Notice may be communicated in person; by any form of wire or wireless communication such as telephone, electronic mail or text, mail or private carrier; or if the preceding forms of personal notice are impracticable, by a newspaper of general circulation in the area where published; or other form of public broadcast communication such as radio, or television.

2. Whenever any notice is required to be given, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, and filed with the minutes or corporate records, shall be deemed equivalent thereto.

#### ARTICLE X: OFFICERS

1. The officers of WCCHE shall consist of Leader(s), Assistant Leader(s), Secretary(ies), Treasurer(s) and such other officers as may be elected by the Board of Directors.

2. The officers of WCCHE shall be elected by the Board of Directors and shall hold their offices for a term of one (1) year. Officers may be reelected to successive terms. Any officers may be removed at any time by the Board of Directors. An officer may resign at any time by delivering notice to WCCHE. A resignation is effective when the notice is delivered unless the

notice specifies a future effective date. If the office of any officers becomes vacant for any reason, the vacancy may be filled by the Board of Directors.

ARTICLE XI: LEADER(S) AND ASSISTANT LEADER(S)

1. The Leader(s) shall be the chief executive officer of WCCHE and shall preside at all meetings of the Members and Directors at which he and/or she is present (and may also be called the chairman of the board). The Leader(s) shall perform such duties as the Board of Directors may prescribe, and shall see that all orders and resolutions of the Board of Directors are carried into effect.

2. The Leader(s) shall execute bonds, mortgages and other contracts, except where permitted by applicable law to be otherwise signed and executed and except where the signing and execution thereof shall be expressly delegated by the Board of Directors to some other officer or agent of WCCHE.

3. The Assistant Leader(s), if any, in the order of their seniority shall, in the absence or disability of the Leader(s), perform the duties and exercise the powers of the Leader(s) and shall perform such other duties as the Board of Directors may prescribe.

ARTICLE XII: SECRETARY(IES)

The Secretary(ies) shall keep or cause to be kept a record of all meetings of the Members and Directors and shall record all votes and the minutes of all proceedings in a hard copy book or electronic record to be kept for that purpose. He or she shall give, or cause to be given, notice of all meetings of the Members and special meetings of the Board of Directors, and shall perform such other duties as may be prescribed by the President, under whose supervision he or she shall be, or by the Board of Directors. He or she shall be responsible for authenticating the records of WCCHE by signature and ensuring that backup records are kept.

ARTICLE XIII: TREASURER(S) AND ASSISTANT TREASURER(S)

1. The Treasurer(s) shall have the custody of the corporate funds and securities, shall keep full and accurate accounts of receipts and disbursements in books belonging to WCCHE, shall deposit all moneys and other valuable effects in the name and to the credit of WCCHE in such depositories as may be designated by the Board of Directors, and shall perform such other duties as the Board of Directors may prescribe.

2. The Treasurer(s) shall disburse the funds of WCCHE as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meetings of the Board of Directors, or whenever they may require it, an account of all his or her transactions as Treasurer(s) and of the financial condition of WCCHE.

3. If required by the Board of Directors, the Treasurer(s) shall give WCCHE 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 his or her office and for the restoration to WCCHE, in case of his or her death, resignation, retirement or removal from office, of all books, papers,

vouchers, money and other property of whatever kind in his or her possession or under his or her control belonging to WCCHE.

4. The Assistant Treasurer(s), if any, in the order of their seniority shall, in the absence or disability of the Treasurer(s), perform the duties and exercise the powers of the Treasurer(s) and shall perform such other duties as the Board of Directors may prescribe.

#### ARTICLE XIV: OTHER LEADERSHIP

1. The WCCHE Board may designate certain Members to Leadership positions for the purpose of managing various WCCHE activities. A Member may resign from such Leadership role at any time by delivering notice to WCCHE or may be removed from such Leadership role by the Board of Directors. Examples of such activities are Graduation Coordinator and Yearbook Coordinator.

2. These Leadership positions are not Officers positions.

3. Any Member asked to hold a Leadership role must affirm (through signature) his or her agreement with the WCCHE Board Statement of Faith.

#### ARTICLE XV: CHECKS

All checks or demands for money and notes of WCCHE shall be signed by such officer or officers or such other person or persons as the Board of Directors may from time to time designate in writing.

#### ARTICLE XVI: FISCAL YEAR

The fiscal year of WCCHE shall begin the 1<sup>st</sup> day of June in each year.

#### ARTICLE XVII: SEAL

WCCHE shall not have a seal.

#### ARTICLE XVIII: ALTERATION, AMENDMENT OR REPEAL OF BYLAWS

An amendment to these Bylaws shall be effective only if approved by (i) the Members by two-thirds (2/3) vote cast at a meeting at which a quorum is present or by a majority of the total votes eligible to be cast by the Members, whichever is less and (ii) the Board of Directors by two-thirds (2/3) vote cast at a meeting at which a quorum is present.

#### ARTICLE XIX: RECORDS

1. WCCHE shall keep as permanent records minutes of all meetings of its Members and Board of Directors, a record of all actions taken by the Members or Directors without a meeting, and a record of all actions taken by committees of the Board of Directors.

2. WCCHE shall maintain appropriate accounting records, and a record of its Members. A copy of the following records shall be kept at WCCHE's principal office: the Articles of Incorporation and all amendments to them currently in effect, these Bylaws and all amendments to them currently in effect, resolutions adopted by the Members or Board of Directors relating to the characteristics, qualifications, rights, limitations and obligations of Members, the minutes of all meetings of Members and records of all actions approved by the Members for the past three (3) years, all written communications including financial statements to all Members furnished to them for the past three (3) years, a list of the names and business or home addresses of the current Directors and officers, the most recent annual report delivered to the Secretary of State, and appropriate financial statements of all income and expenses.

**West County Christian Home Educators**

**Board and Leadership Statement of Faith**

It is the desire of WCCHE to be a distinctively Christian homeschool organization. We understand that it is the responsibility of parents to ensure that their children are directed toward Jesus Christ and the foundational Christian morals and principles found in the Holy Bible. Though this support group is Christian in distinction and direction, we have no intention of replacing the systematic teaching of any Member's local church. Rather, we would hope to complement it. We welcome Member families of all faiths who agree to follow WCCHE's policies and to respect its Christian principles and Christian beliefs, as partially described in the statement of faith below. We pray that they find our group and events a blessing to their efforts. We want WCCHE Members to be confident that the Leadership Members agree with the following basic tenets of the Christian faith:

We believe:

**Holy Bible**

... the Bible is the inerrant Word of God, written by men fully inspired by the Holy Spirit.

**God**

... there is only one true and living God, eternally existing in three persons - God the Father, God the Son, and God the Holy Spirit.

**Jesus Christ**

... the Lord Jesus Christ is God the Father's only begotten Son, conceived by the Holy Spirit. Jesus Christ is fully God and fully man. We believe in His virgin birth, His sinless life, miracles, and teachings. We believe in His bodily resurrection, ascension into heaven, perpetual intercession for His people, and His personal, visible return to earth.

**Nature of Man**

... all men have sinned and have fallen short of the glory of God. There is no one righteous, no not one.

**Salvation**

... Jesus' perfect life of obedience and sacrifice on the cross is God's only provision to cleanse man of sin. Righteousness from God comes through faith in Jesus Christ to all who repent and believe in Him. Those who repent of their sins and trust only in Jesus Christ's finished work upon the cross are justified freely by an act of God's grace and mercy.

**Sanctification**

...good works performed by the Christian are the result of being in Christ and are done by the enabling power of the indwelling Holy Spirit.

**Acknowledgment:**

As a Member of the West County Christian Home Educators leadership, I acknowledge that I hold these beliefs as true, that I have been regenerated by the Holy Spirit, and that I will conduct myself in a way consistent with the Word of God.

I acknowledge that I am currently a member of a church that supports these beliefs and hold myself accountable under their authority.

I acknowledge that I will uphold the requirements of my leadership assignments with the utmost of diligence and seek the best support as a servant for the home educators in WCCHE.

My continuance in WCCHE Leadership acknowledges my continuance in holding to the beliefs as stated above.

Name (print) \_\_\_\_\_ Date \_\_\_\_\_

Signature \_\_\_\_\_ WCCHE Position \_\_\_\_\_

Name (print) \_\_\_\_\_ Date \_\_\_\_\_

Signature \_\_\_\_\_ WCCHE Position \_\_\_\_\_

## **West County Christian Home Educators (WCCHE) Conflict of Interest Policy**

- 1. Purpose** - As a ministry initiated and sustained by God, WCCHE has a mandate to conduct all of its affairs above reproach both in the sight of God and man. That accountability includes a commitment to operate with the highest level of integrity and to avoid conflict of interest.

The Directors, Officers, and others in a leadership position herein referred to for the purposes of this policy as “Leaders,” are responsible for administering the affairs of WCCHE honestly and prudently, and for exercising their best care, skill, and judgment for the sole benefit of WCCHE. Those persons shall exercise the utmost good faith in all transactions involved in their duties, and they shall not use their positions within WCCHE for their personal benefit.

- 2. Definition** - A conflict of interest is defined as an actual or perceived interest by a Leader in an action that results in, or has the appearance of resulting in, personal, organizational (other than WCCHE), or professional gain. Leaders are obligated to always act in the best interest of WCCHE. This obligation requires that any

Leader seek only the furtherance of WCCHE in the performance of organizational duties. At all times, Leaders are prohibited from using their position in WCCHE or WCCHE's name or property, for private profit or benefit.

3. **Persons Concerned** - This policy is directed to all current Leaders and contractors of WCCHE or its Board, and to any others that make commitments on their behalf. This would include all who make decisions with regards to finances, contracts, business ventures, strategic direction, policy and all who have proprietary information concerning WCCHE or its members.
4. **Disclosure** - Any possible conflict of interest shall be disclosed by the person or persons concerned to all Board Officers, and if any of the Officers believe there is a conflict, the conflict shall be brought the attention of the entire Board. The Board shall then determine whether a conflict exists and whether the contemplated action may be authorized. The decisions on these matters are the sole discretion of the Board. The Board's first concern must be the welfare of WCCHE and the advancement of its purposes.
5. **Board Action** - When a conflict of interest is relevant to a matter requiring action by the Board, the interested person(s) shall call it to the attention of the Board and said person(s) shall not vote on the matter. In addition, the person(s) shall not participate in the final decision or related deliberation regarding the matter under consideration. When there is a doubt as to whether a conflict exists, the matter shall be resolved by vote of the Board excluding the person(s) with the potential conflict.
6. **Record of Conflict** - The official minutes of the Board shall reflect that the conflict of interest was disclosed and the interested person(s) did not participate in the final discussion and did not vote on the matter.
7. **Certification (to be signed when first assigned a Leadership Role or when contracted by WCCHE)** - I have carefully read the foregoing Statement of Policy concerning Conflict of Interest. In signing this policy document, I have considered not only the literal expression of the policy, but also its intents. I hereby certify that, *except as hereinafter stated*, I do not, to the best of my knowledge have or had any interests conflicting with the interests of WCCHE that was not disclosed to the Officers of the Board.

**THE EXCEPTIONS ARE:** \_\_\_\_\_  
\_\_\_\_\_

If any situation should arise in the future which I believe may involve me in a conflict of interest, I will promptly and fully disclose the circumstances to all the Board Officers.

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Printed name)

\_\_\_\_\_  
(Date)