



Christian Philosophy of Education and By-Laws

Effective July 1, 2007
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THE CHRISTIAN PHILOSOPHY OF EDUCATION FOR SHALOM CHRISTIAN ACADEMY

Shalom Christian Academy's philosophy of education is based on the centrality of Jesus Christ. Christ, as the central figure of Scripture, is God's word exemplified.ⁱ We believe the Bible is the authoritative, reliable and inerrant Word of God.ⁱⁱ We recognize that human beings were created in the image of God,ⁱⁱⁱ but this creation was marred by original sin, resulting in all of humanity having a sinful nature. The only salvation from this fallen condition is through the death and resurrection of Christ.^{iv}

Therefore, the educational process must center on restoration of the student to true knowledge, righteousness, and holiness in Christ. Such education is God-centered and not human-centered. It is our conviction that knowledge of the Bible and of Jesus Christ is essential to the full development and growth of the student in physical, intellectual, psychological, social, and spiritual matters.^v We rely upon the Holy Spirit for illumination, empowerment, and the exercise of spiritual gifts.^{vi}

Integrating the tenets of faith of our Anabaptist heritage,^{vii} Shalom Christian Academy aims to assist the home and the church in the training of children and youth. Its primary purpose is building the character of Christ in the hearts, minds, and souls of children, training them to become mighty in spirit by His Spirit.^{viii} Intellectual, aesthetic, social, and physical development will be accomplished as children are taught that their spirits, directed by the Holy Spirit, must control their minds, wills, emotions, and bodies. As partners with parents in the educational process,^{ix} teachers stand as delegated authorities and Spirit-filled role models, responsible before God to communicate the character of Christ and the truth of His Word to their students.^x

EDUCATIONAL OBJECTIVES:

FOR SPIRITUAL AND MORAL GROWTH OF THE STUDENT, the school seeks:

- To teach the Bible as God's inspired Word.^{xi}
- To encourage the student to accept God's offer of salvation through faith in Jesus Christ.^{xii}
- To teach consistent, daily Christian living and fellowship with God.^{xiii}
- To teach a Biblical sense of right and wrong.^{xiv}
- To teach self-discipline in all areas of life based on respect and reverence to God and those in authority.^{xv}
- To teach an attitude of Christ-like servant-hood.^{xvi}
- To teach and promote a lifestyle of peace and non-resistance.

FOR PERSONAL AND SOCIAL DEVELOPMENT OF THE STUDENT, the school aims:

- To help the student accept him/herself as God has created him/her.^{xvii}
- To challenge the student to full development of his/her capabilities and talents in Christ, helping him/her to accept others with differing talents.^{xviii}
- To promote healthy living and the responsible use of the body as the temple of God.^{xix}
- To foster a Biblical attitude toward material things and to teach stewardship of possessions and time.^{xx}
- To cooperate closely with the family in all aspects of the student's development, especially as it relates to the academic school program.

- To teach the student to worship God and to effectively represent the Gospel to the world.^{xxi}

FOR ACADEMIC INSTRUCTION OF THE STUDENT, the school endeavors:

- To encourage the student to succeed to the best of his/her ability.^{xxii}
- To encourage the development of good, study habits and research methods.^{xxiii}
- To develop creative and critical thinking skills through applying Biblical criteria for evaluation.^{xxiv}
- To develop an appreciation for our Christian heritage and to encourage the student to make a positive contribution to society.^{xxv}
- To impart knowledge of current affairs and relate them to God's plan for mankind.^{xxvi}
- To promote a Biblical worldview through the integration of Biblical principles in all subject areas and by the use of curricular materials which reflect a respect for the Bible and our Anabaptist heritage.^{xxvii}
- To teach respect for the differences in Biblical interpretations of other Christian theological heritages.

BY-LAWS OF THE SHALOM CHRISTIAN ACADEMY ASSOCIATION

PREAMBLE

Believing that it is our duty and privilege as Christian parents to provide Christian education for our children, and believing that this can best be accomplished by concerted action, we do hereby, under the guidance and direction of the Holy Spirit, make and adopt the following By-Laws.

Article I NAME OF ORGANIZATION

This organization shall be known as the Shalom Christian Academy Association. The location and address of the registered office of the corporation in this Commonwealth is: Guilford Township, Franklin County, Pennsylvania at 126 Social Island Road, Chambersburg, Pennsylvania 17201.

Article II STATEMENT OF PURPOSE

Shalom Christian Academy Association exists for the purpose of establishing and operating a Christian school. We believe the Christian school exists as an organization to assist the home and the church in the training of children and youth. Its primary purpose is building the character of Christ in the hearts, minds, and souls of children, training them to become mighty in spirit by His Spirit. Intellectual, aesthetic, social, and physical development will be accomplished as children are taught that their spirits, directed by the Holy Spirit, must control their minds, wills, emotions, and bodies. As partners with parents in the educational process, teachers stand as delegated authorities and Spirit-filled role models, responsible before God to communicate the character of Christ and the truth of His Word to their students.

The Association shall elect a Board of Directors to carry out this purpose.

Article III STATEMENT OF FAITH

Introduction

This Statement of Faith is fundamental to basic Christian tenets and contains those doctrines to which we unreservedly adhere and teach. Any doctrines not listed within this Statement of Faith are left primarily to the teaching of the home and church. We desire to remain united in our common salvation and love of Christ, avoiding dissension which may be caused by denominational distinctive. The "Confession of Faith in a Mennonite Perspective" (1995)* serves as our Statement of Faith. The following "Summary Statement"*** summarizes the 24 Articles that appear within the Confession.

*A copy of this document may be obtained from the school administrative office.

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Summary Statement Confession of Faith in a Mennonite Perspective

God

1. We believe that God exists and is pleased with all who draw near by faith. We worship the one holy and loving God who is Father, Son, and Holy Spirit eternally. God has created all things visible and invisible, has brought salvation and new life to humanity through Jesus Christ, and continues to sustain the church and all things until the end of the age.

Jesus

2. We believe in Jesus Christ, the Word of God become flesh. He is the Savior of the world, who has delivered us from the dominion of sin and reconciled us to God by his death on a cross. He was declared to be Son of God by his resurrection from the dead. He is the head of the church, the exalted Lord, the Lamb who was slain, coming again to reign with God in glory.

Holy Spirit

3. We believe in the Holy Spirit, the eternal Spirit of God, who dwelled in Jesus Christ, who empowers the church, who is the source of our life in Christ, and who is poured out on those who believe as the guarantee of redemption.

Scripture

4. We believe that all Scripture is inspired by God through the Holy Spirit for instruction in salvation and training in righteousness. We accept the Scriptures as the Word of God and as the fully reliable and trustworthy standard for Christian faith and life. Led by the Holy Spirit in the church, we interpret Scripture in harmony with Jesus Christ.

Creation and Divine Providence

5. We believe that God has created the heavens and the earth and all that is in them, and that God preserves and renews what has been made. All creation has its source outside itself and belongs to the Creator. The world has been created good because God is good and provides all that is needed for life.

The Creation and Calling of Human Beings

6. We believe that God has created human beings in the divine image. God formed them from the dust of the earth and gave them a special dignity among all the works of creation. Human beings have been made for relationship with God, to live in peace with each other, and to take care of the rest of creation.

Sin

7. We confess that, beginning with Adam and Eve, humanity has disobeyed God, given way to the tempter, and chosen to sin. All have fallen short of the Creator's intent, marred the image of God in which they were created, disrupted order in the world, and limited their love for others. Because of sin, humanity has been given over to the enslaving powers of evil and death.

Salvation

8. We believe that, through Jesus Christ, God offers salvation from sin and a new way of life. We receive God's salvation when we repent and accept Jesus Christ as Savior and Lord. In Christ, we are reconciled with God and brought into the reconciling community. We place our faith in God that, by the same power that raised Christ from the dead, we may be saved from sin to follow Christ and to know the fullness of salvation.

The Church of Jesus Christ

9. We believe that the church is the assembly of those who have accepted God's offer of salvation through faith in Jesus Christ. It is the new community of disciples sent into the world to proclaim the reign of God and to provide a foretaste of the church's glorious hope. It is the new society established and sustained by the Holy Spirit.

The Church in Mission

10. We believe that the mission of the church is to proclaim and to be a sign of the kingdom of God. Christ has commissioned the church to make disciples of all nations, baptizing them, and teaching them to observe all things he has commanded.

Baptism

11. We believe that the baptism of believers with water is a sign of their cleansing from sin. Baptism is also a pledge before the church of their covenant with God to walk in the way of Jesus Christ through the power of the Holy Spirit. Believers are baptized into Christ and his body by the Spirit, water, and blood.

The Lord's Supper

12. We believe that the Lord's Supper is a sign by which the church thankfully remembers the new covenant which Jesus established by his death. In this communion meal, the church renews its covenant with God and with each other and participates in the life and death of Jesus Christ, until he comes.

Foot Washing

13. We believe that in washing the feet of his disciples, Jesus calls us to serve one another in love as he did. Thus we acknowledge our frequent need of cleansing, renew our willingness to let go of pride and worldly power, and offer our lives in humble service and sacrificial love.

Discipline in the Church

14. We practice discipline in the church as a sign of God's offer of transforming grace. Discipline is intended to liberate erring brothers and sisters from sin, and to restore them to a right relationship with God and to fellowship in the church. The practice of discipline gives integrity to the church's witness in the world.

Ministry and Leadership

15. We believe that ministry is a continuation of the work of Christ, who gives gifts through the Holy Spirit to all believers and empowers them for service in the church and in the world. We also believe that God calls particular persons in the church to specific leadership ministries and offices. All who minister are accountable to God and to the community of faith.

Church Order and Unity

16. We believe that the church of Jesus Christ is one body with many members, ordered in a way that, through the one Spirit, believers may be built together spiritually into a dwelling place for God.

Discipleship and the Christian Life

17. We believe that Jesus Christ calls us to discipleship, to take up our cross and follow him. Through the gift of God's saving grace, we are empowered to be disciples of Jesus, filled with his Spirit, following his teachings and his path through suffering to new life. As we are faithful to his way, we become conformed to Christ and separated from the evil in the world.

Christian Spirituality

18. We believe that to be a disciple of Jesus is to know life in the Spirit. As the life, death, and resurrection of Jesus Christ takes shape in us, we grow in the image of Christ and in our relationship with God. The Holy Spirit is active in individual and in communal worship, leading us deeper into the experience of God.

Family, Singleness, and Marriage

19. We believe that God intends human life to begin in families and to be blessed through families. Even more, God desires all people to become part of the church, God's family. As single and married members of the church family give and receive nurture and healing, families can grow toward the wholeness that God intends. We are called to chastity and to loving faithfulness in marriage.

Truth and the Avoidance of Oaths

20. We commit ourselves to tell the truth, to give a simple yes or no, and to avoid the swearing of oaths.

Christian Stewardship

21. We believe that everything belongs to God, who calls the church to live in faithful stewardship of all that God has entrusted to us, and to participate now in the rest and justice which God has promised.

Peace, Justice, and Nonresistance

22. We believe that peace is the will of God. God created the world in peace, and God's peace is most fully revealed in Jesus Christ, who is our peace and the peace of the whole world. Led by the Holy Spirit, we follow Christ in the way of peace, doing justice, bringing reconciliation, and practicing nonresistance, even in the face of violence and warfare.

The Church's Relation to Government and Society

23. We believe that the church is God's holy nation, called to give full allegiance to Christ its head and to witness to every nation, government, and society about God's saving love.

The Reign of God

24. We place our hope in the reign of God and its fulfillment in the day when Christ will come again in glory to judge the living and the dead. He will gather his church, which is already living under the reign of God. We await God's final victory, the end of this present age of struggle, the resurrection of the dead, and a new heaven and a new earth. There the people of God will reign with Christ in justice, righteousness, and peace forever and ever.

Article IV

MEMBERSHIP IN THE ASSOCIATION

Section 1 - Membership

The Association shall consist of parents having children in grades K-12 attending Shalom Christian Academy and other persons who regularly support the school and meet the qualifications for membership.

Section 2 - Qualifications for membership of non-parents

- A. Shall be 21 years of age or older
- B. Shall have a strong interest in the spiritual life and Christian education of children and youth
- C. Shall be a professing Christian, a member in a local congregation, and exemplify a life of faith and loyalty to the Word of God
- D. Shall subscribe annually in writing that he/she will respect and uphold the school's constitution and by-laws
- E. Shall pay annual dues as set by the Association
- F. Shall pray for the work of the school, be supportive and cooperative with the administration and staff, and assist in promoting the aim and goals of the school.

- G. All applications for membership in the Association shall be submitted to the Membership Committee for approval and referred by the Membership Committee with its recommendation to the Board of Directors for final action.
- H. The Administrator, Assistant Administrator, Principals, and Director of Development shall be non-voting, ex-officio members.

Section 3 – Voting

All members are entitled to vote at any meeting of the Association, except as outlined in Article IV, Section 5.

Section 4 – Dues

- A. For the parents of any Shalom Christian Academy student, payment of annual registration fees shall constitute the payment of Association membership dues for the year to which the registration fees apply.
- B. Association members who are not parents of a Shalom Christian Academy student shall pay annual dues as the Board of Directors determines.

Section 5 – Removal

Failure to meet the requirements listed in Article IV, Section 2, shall constitute reason for the Membership Committee to petition the Board of Directors to place a member on inactive status for the remainder of the membership year, in which status he/she shall be ineligible to vote or hold office in the Association. An inactive member can be reinstated by the Board of Directors when he/she complies with qualification requirements as outlined in Article IV, Section 2.

Section 6 - Membership Year

The membership year shall be from July 1 to the following June 30

Article V

MEETINGS OF THE SHALOM CHRISTIAN ACADEMY ASSOCIATION

Section 1 - Association Meeting

- A. An annual Association meeting shall be held on the third Thursday of March or on a date prior to April 1st as determined by the Board of Directors, for the purpose of election of Board members, approval of any amendments to the Constitution and By-Laws, counsel regarding current issues such as budget and strategic planning initiatives and other corporate business as would properly come before such a meeting.
- B. Written notice of all Association meetings, along with a Board candidate slate and all other appropriate materials for the meeting shall be given by mail to all members at least two weeks prior to the meeting. Under the provisions of these By-Laws, whenever any written notice is required to be given for a meeting, the attendance of a person at any meeting shall constitute a waiver of notice of such meeting.

Section 2 - Special Meetings of the Association

Special meetings of the Association may be called by a majority of the Board of Directors or if requested in writing by one fourth of the members of the Association.

Section 3 - Quorum

All eligible and active members present at any meeting of the Association shall constitute a quorum to conduct the business of the Association.

Section 4 - Notice of Meeting

Under the provisions of these By-Laws, when any notice is required to be given to any person, it may be given personally or by sending a copy via first class mail, email or by facsimile transmission to his/her address and/or number appearing on the books of the corporation for the purpose of notice. If the notice is sent by mail, email or by facsimile transmission, it is considered to have been given to the person when deposited in the United States mail or when a confirmation of facsimile transmission is generated by the transmitting equipment. A notice of meeting shall specify the place, day and hour of the meeting in addition to any other information required.

Article VI

BOARD OF DIRECTORS

Section 1 - Number

The Board of Directors shall be composed of a minimum of nine (9) and a maximum of eleven (11) members affirmed by the Association.

Section 2 - Qualifications

- A. All members of the Board of Directors shall be members of the Association.
- B. All Board Members shall have the necessary competencies to credibly discharge the responsibilities of the office of a Director.
- C. All members of the Board of Directors shall express a sincere commitment to respect and uphold the school's historical Anabaptist beliefs and perspectives, as well as be a member of good standing in an evangelical church. The nominating committee will seek evidence of this through an intentional process that includes, but is not limited to, a written testimonial, face to face interview, and reference checks. This is reported to the Association at the time of recommendation.
- D. Employees and their spouses are ineligible to serve on the Board of Directors.

Section 3 - Term of Office

- A. The term of office for members of the Board of Directors shall be four (4) years. The members of the Board shall hold office until their term expires and until their successors are chosen and have qualified.
- B. The terms of office shall be staggered with two or three members being affirmed annually.
- C. No member may serve more than two consecutive terms.
- D. Terms of all Board members shall begin July 1 following their affirmation.
- E. If needed for transitional purposes, the two consecutive term limit could be extended for one year to a board officer, as decided by the Board.

Section 4 - Affirmation of Board Members

- A. The Executive Committee of the Board shall appoint a standing Nominating Committee. The Nominating Committee shall be composed of five members. One member shall be from the Executive Committee. The other committee members shall be comprised of two members from the remainder of the Board, and three members from the remainder of the Association, who will serve three-year terms. Terms will be on a rotation basis.
- B. The Nominating Committee shall prepare a slate of nominees to be affirmed at the annual Association Meeting for election to the Board of Directors. Incumbent Board Members may or may not be included on the slate at the discretion of the Nominating Committee. Votes to affirm

or not affirm each candidate may be cast at the annual meeting or prior to the meeting by a signed paper ballot that will be included with the slate.

- C. If all Board vacancies are not filled by this affirmation process, an additional candidate will be presented to the Association within 60 days.
- D. All nominees shall be approved by a two-thirds vote of the full Board of Directors.

Section 5 - Quorum

- A. Seventy-Five percent (75%) of the members of the Board shall constitute a quorum. Except as otherwise provided in these By-Laws, all matters submitted to the Board shall be determined by a majority vote of those present at the meeting when the matter is submitted.
- B. One or more Board members may participate in a meeting of the Board of Directors by means of conference telephone or similar communications equipment, provided that all persons participating in the meeting can hear each other. In such cases, all participating members shall be deemed present in person at the meeting.
- C. Unless stipulated otherwise in these By-Laws, any action required to be taken at a meeting of the Board of Directors may be taken without a meeting, if a consent approving this action is signed by all Board members who would be entitled to vote at the meeting. All written notices shall be filed with the Secretary of the Board of Directors.

Section 6 - Dismissal

Board members may be dismissed from the Board by a two-thirds vote of the full Board of Directors for any of the following reasons:

- A. If they no longer meet the qualifications outlined in Article VI, Section 2.
- B. If they continuously fail to attend Board meetings.
- C. If their attitudes and way of life indicate a variance with this Christian School Philosophy and the qualifications for membership in the Association as determined by the Board of Directors.
- D. If they have become a hindrance to the work of the Board or the Association.
- E. If they do not adhere to the protocols listed in the Christian Conciliation Handbook in resolving conflict.

Section 7 - Vacancy

If a vacancy occurs on the Board of Directors during a Board member's term because of resignation, dismissal or any other reason, the remaining Board Members may appoint a Director who shall meet the qualifications as outlined in Article VI, Section 2, to serve the unexpired portion of the term of the Director whose office became vacant.

Section 8 - Board Responsibility

The Board of Directors shall have responsibility for the general policy making of the school, and be responsible for the maintenance of real property and school equipment. The Board shall select the Administrator of the school by a two-thirds vote of the full Board of Directors

The Board shall establish policy for the hiring of Administration, Faculty and Staff.

The Board shall oversee the general financial operation of the school by approving annual budgets, devising methods of raising necessary operating funds and determining how these funds shall be disbursed.

The Board shall arrange for a certified financial review on an annual basis and shall appoint a Review Committee to retain a certified public accountant to conduct the review. The Review Committee shall analyze the certified financial review and report to the full Board the results of the review and make any recommendation to the Board as necessary in the light of the review.

The Board shall adopt a policy requiring officers, employees or others responsible for any aspect of the finances of the Corporation to make accurate and complete financial accounting to the Board and shall encourage the reporting to the Board of any suspected financial impropriety.

The Board of Directors shall exercise due care to determine that the school operates according to accepted legal principles which should include, but not be limited to, obtaining competent legal advice, and consideration of safety and personnel issues.

Article VII OFFICERS OF THE BOARD OF DIRECTORS

Section 1 - Term

The term of office shall be for one year. The officers of the Board shall hold office until their term expires and until their successors are chosen. The Board shall elect officers from its members as soon as possible after the March Association Meeting. The Board chair and assistant chair shall be from a Historic Peace church. The officers of the Board shall be the officers of the Association.

Section 2 - Titles

The officers of the Board shall be: Chairman, Assistant Chairman, Secretary, and Treasurer. The Chairman and the Secretary may not be the same person.

Section 3 - Chairman

It shall be the duty of the Chairman to preside at all meetings of the Board of Directors and of the Association. However, the Chairman shall not preside during any issue that involves him/her personally. The Chairman shall perform the duties and exercise the powers usually appertaining to the office of Chairman as well as those duties and powers that are, from time to time, delegated to him/her by the Board of Directors. The Chairman, along with the Secretary, shall have the responsibility of signing certain legal documents as required by law.

Section 4 - Assistant Chairman

The duties of the Chairman shall be transferred to the Assistant Chairman in any of the following situations:

- A. The absence or incapacity of the Chairman.
- B. At the request of the Chairman.
- C. When the Chairman is personally involved in the issue being considered.

Section 5 - Secretary

It shall be the duty of the Secretary to keep a full and complete record of the minutes of all meetings of the Board of Directors and of the Association. He/she shall have custody of all records and documents of the Board and of the Association and shall have charge of the Corporate Seal. Excepting from this, however, are such financial records as are properly retained by the Treasurer. The Secretary shall conduct all correspondence and said correspondence shall be open to all Board Members. The Secretary shall have the responsibility of signing certain legal documents as required by law. At the expiration of his/her term of office, all pertinent records shall be turned over to the Secretary's successor.

Section 6 - Treasurer

It shall be the duty of the Treasurer to have the care and custody of, and be responsible for, all funds and securities of the Association. He/she shall ensure the maintenance of accurate records of all financial activities of the Board and be responsible for all disbursements as recommended by the Board. The books of the Treasurer shall be open at all times to the inspection of the Board of Directors and the Association membership. At the expiration of his/her term of office, all pertinent records shall be turned over to the Treasurer's successor.

Section 7 - Removal from Office

Any officer or agent elected or appointed by the Board of Directors may be removed by the Directors, with or without cause, whenever in their judgment the best interests of the Association will be served. Any removal shall be without prejudice to any contract rights of the person removed. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by the Board of Directors.

Article VIII MEETINGS OF THE BOARD OF DIRECTORS

Section 1 - Time

The Board of Directors shall determine the time of its regular meetings, except that no more than sixty-three days shall lapse between meetings of the Board.

Section 2 - Executive Committee Meetings

The Executive Committee, composed of the Chairman, Assistant Chairman, Secretary and Treasurer, may meet between regularly scheduled Board meetings to plan the agenda for regular Board meetings and make recommendations pertaining to the interests of the Board or the Association. All Executive Committee recommendations shall be presented to the Board for action.

Section 3 - Notification

The Secretary shall mail, or personally present, each Board Member with a copy of the minutes of the previous meeting approximately one week prior to the next regular meeting. An agenda for the next meeting shall also be presented with the minutes.

Section 4 - Special Meetings

Special meetings of the Board may be called by the Executive Committee.

Article IX SCHOOL BOARD COMMITTEES

Section 1 - Appointment of Committees

- A. The Standing Committees of this Board shall be: Spiritual Life Committee, Finance Committee, Membership Committee, Long Range Planning Committee, Property Committee, and Transportation Committee.
- B. The Board shall appoint these Standing Committees, and such other committees as they deem advisable, to help the Board carry out their work.
- C. All committee members shall be members of the Association or school staff. However, non-association individuals may be appointed to committees on an advisory basis.
- D. Committees shall be composed of three or more members with at least one member being a member of the Board of Directors.
- E. The recommendations by all committees shall be presented to the Board for action, excepting such areas where committees have been authorized by the Board to make decisions.
- F. The Board shall provide each Committee with written instructions explaining their responsibilities and goals and any other details as may be necessary for their functioning in an acceptable manner.
- G. The Administrator and Board Chairman are non-voting, ex-officio members of all committees.

Article X AMENDMENTS

Section 1 - Amendments to an Article

- A. Amendments to these articles must be approved by three-fourths of the members of the Board of Directors. The proposed amendments shall be presented to the Board upon the recommendation of the Executive Committee at least two weeks before the vote is taken.

- B. Following Board approval, the entire membership of the Association must be notified of the proposed amendments at least four weeks prior to the meeting when the vote is taken.
- C. Three-fourths of the votes cast by the Association members shall be needed for approval of the amendments. Votes may be cast in person at the Association meeting, or before the meeting by a signed paper ballot that will be included with the notification.

Article XI
PERSONAL LIABILITY AND INDEMNIFICATION

Section 1 - Limitations of Personal Liability

No officer or director of this Association shall be personally liable for any action or omission related to his/her responsibilities as such, unless he/she has breached or failed to perform the duties of his/her office, and the said breach or failure to perform constitutes self-dealing, willful misconduct, or recklessness.

Section 2 - Indemnification

The Association may, by a majority of a quorum of Board of Directors, indemnify any person who is a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he/she was acting as an official agent of the Association. If this person acted in good faith and in a manner he/she reasonably believed to be in the best interests of the Association, and if he/she had no reasonable cause to believe his/her conduct was unlawful, the Association may provide payments of such expenses, including attorney's fees, judgments, fines, and settlement amounts which are reasonably incurred. The Association may also advance payments for such expenses to such persons prior to final disposition of such action or suit, provided that he/she repay said amounts if he/she shall ultimately be determined not to be entitled to indemnification. The Association shall make such indemnification if such person has been successful on the merits or otherwise in defense of said action, suit or proceeding. The Association may maintain a reserve, or may purchase and maintain insurance for the purpose of indemnification on behalf of any or all persons to the full extent permitted under the law.

Article XII
NON-DISCRIMINATION

This school shall provide educational opportunities under Christian influence and environment for all who desire such education, and meet the requirements, and are in agreement with this Constitution and By-Laws and the Shalom Christian Philosophy of Education, regardless of race, color, or national origin.

Shalom Christian Academy, in recognition of God's view of the equality of all people, has a racially non-discriminatory student policy, and therefore admits students of any race, color, national or ethnic origin to all the rights, privileges, programs and activities, generally accorded or made available to students at the school.

Article XIII
FINANCIAL

The fiscal year shall end June 30. A copy of an annual financial review shall be made available to Association members whenever such review is completed.

Section 1 – Designated Contributions

The Corporation may accept any designated contribution, grant, bequest or devise consistent with its general tax exempt purposes, as set forth in the Articles of Incorporation. As so limited, donor designated contributions will be accepted for special funds, purposes or uses, and such designations generally will be honored. However, the Corporation shall reserve all right, title and interest in and to and control of such contributions, as well as full discretion as to the ultimate expenditure or distribution thereof in connection with any special fund, purpose or use. Further, the Corporation shall retain sufficient control over all donated funds (including designated contributions) to assure that such funds will be used to carry out the Corporation's tax exempt purposes.

Section 2 – Conflicts of Interest

If any person who is a Board member or officer of the Corporation is aware that the Corporation may or is about to enter into any business transaction directly or indirectly with himself or herself, any member of such person's family, or any entity in which he or she has any legal, equitable or fiduciary interest or position, including, without limitation, as a director, officer, shareholder, partner, beneficiary or trustee, such person shall (a) immediately inform those charged with approving the transaction on behalf of the Corporation of such person's interest or position, (b) aid the persons charged with making the decision by disclosing any material facts within such person's knowledge that bear on the advisability of such transaction from the standpoint of the Corporation, and (c) not be entitled to vote on the decision to enter into such transaction. Voting on such transaction shall be conducted as follows:

- A. Discussion of the matter, with the interested director or officer, shall be held by the Board of Directors with such person present to provide information and answer any questions.
- B. The interested director or officer shall withdraw from the meeting.
- C. Discussion of the matter outside of the presence of the interested director or officer shall be held by the Board of Directors.
- D. The remaining members of the Board of Directors shall vote. Such voting shall be by written ballot. Such ballots shall not reflect the name or identity of the person voting.
- E. A majority vote of the Board of Directors shall be required for approval of the transaction.

Section 3 – No Private Inurement

The Corporation is not organized for profit and is to be operated exclusively for the promotion of social welfare in accordance with the purposes stated in the Articles of Incorporation. The net earnings of the Corporation shall be devoted exclusively to charitable, religious/educational purposes and shall not inure to the benefit of any private individual. No director or person from whom the Corporation may receive any property or funds shall receive or shall be entitled to receive any pecuniary profit from the operation thereof, and in no event shall any part of the funds or assets of the Corporation be paid as salary or compensation to, or distributed to, or inure to the benefit of any director; provided, however, that (a) reasonable compensation may be paid to any director while acting as an agent, contractor, or employee of the Corporation for services rendered in effecting one or more of the purposes of the Corporation, (b) any director may, from time to time, be reimbursed for such director's actual and reasonable expenses incurred in connection with the administration of the affairs of the Corporation, and (c) the Corporation may, by resolution of the Board of Directors, make distributions to persons from whom the Corporation has received contributions previously made to support its activities to the extent such distributions represent no more than a return of all or a part of the contributor's contributions.

Section 4 – References to Internal Revenue Code

All references in these Bylaws to provisions of the Code are to the provisions of the Internal Revenue Code of 1986, as amended, and shall include the corresponding provisions of any subsequent federal tax laws.

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- i John 1:1-14; Hebrews 1:1-3
ii II Timothy 3:16
iii Genesis 9:6; 1:27
iv John 3:16; Romans 5:1-19; Acts 4:12
v Ephesians 4:11-13; Colossians 1:9-12, 16-18; II Timothy 3:16-17; Psalm 119
vi John 14:26;
vii *The Confession of Faith in a Mennonite Perspective - 1995*
viii Proverbs 22:6
ix Deuteronomy 6:6-9; Ephesians 6:4
x James 3:1; II Timothy 1:14; 2:15
xi II Timothy 3:16; Romans 15:4; II Peter 1:20
xii Acts 4:12; I Timothy 2:1-4
xiii Matthew 28:19-20; John 15:5-8
xiv Titus 1:15; I Thessalonians 5:21-22
xv I Peter 2:13-15; Romans 13:1; Ephesians 6:1
xvi Romans 12:1-2; Philippians 2:5-11; John 13:14-16; Matthew 25:37-40
xvii I Peter 2:9-10; Genesis 1:27
xviii Romans 12:10; Luke 12:48; Proverbs 18:9; I Corinthians 10:31
xix I Corinthians 6:19; I Timothy 4:8; I Thessalonians 4:3-8
xx Matthew 6:25-34; Luke 9:24-29; 12:15-34
xxi I Peter 3:15-17; John 4:24; Titus 2:7-8
xxii II Timothy 2:15
xxiii Acts 17:11
xxiv II Timothy 2:7
xxv I Corinthians 10:11; I Peter 3:9
xxvi Ephesians 5:17; I Corinthians 10:6,11
xxvii Proverbs 3:6