



BEREAN CHRISTIAN ACADEMY BYLAWS

ARTICLE I: NAME OF THE CORPORATION

The name of this corporation shall be Berean Christian Academy, Inc. The business of the corporation may be conducted as Berean Christian Academy or BCA. It is incorporated in the State of Texas as a non-profit corporation for charitable, religious and educational purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

ARTICLE II: FOUNDATIONAL PRINCIPLES

Section 1. Mission Statement

Berean Christian Academy, Inc. ("BCA") shall establish and operate a private, religious school known as Berean Christian Academy in the vicinity of Katy, Texas. BCA is organized exclusively for charitable, religious, educational, and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. This corporation shall not engage in prohibited activities.

Berean Christian Academy's mission is to educate students in a Christ-centered worldview. We believe such an education will produce students who are well prepared to live their lives for the glory of Christ and benefit of others. Berean Christian Academy will also prepare students to go into the world equipped to recognize Truth, Goodness, and Beauty in God's Creation. We accomplish this by providing a strong academic program that helps our students grow intellectually, spiritually, socially, physically, and emotionally. Berean Christian Academy operates in partnership between faculty and parents for the well-being of our students.

Section 2. Statement of Faith

ABOUT GOD — God is the Creator and Ruler of the Universe. He has eternally existed in three persons: the Father, the Son, and the Holy Spirit. These three are co-equal and are one God. *Genesis 1:1,26,27; 3:22; Psalm 90:2; Matthew 28:19; 1 Peter 1:2; II Corinthians 13:14*

ABOUT JESUS CHRIST — Jesus Christ is the Son of God. He is co-equal with the Father. Jesus lived a sinless human life and offered Himself as the perfect payment for the sins of all people by dying on a cross. He arose from the dead after three days to demonstrate His power over sin and death. He ascended to Heaven's glory and will return again to earth someday to reign as King of Kings and Lord of Lords. *Matthew 1:22,23; Isaiah 9:6; John 1:1-5; 14:10-30; Hebrews 4:14,15; 1 Corinthians 15:3,4; Romans 1:3,4; Acts 1:9-11; 1 Timothy 6:14,15; Titus 2:13*

ABOUT THE HOLY SPIRIT — The Holy Spirit is co-equal with the Father and the Son of God. He is present in the world to make men aware of their need for Jesus Christ. He also lives in every Christian from the moment of salvation. He provides the Christian with power for living, understanding of spiritual truth, and guidance in doing what is right. As Christians we seek to live daily under His guidance. *II Corinthians 3:17; John 16:7-13; 14:16,17; Acts 1:8; 1 Corinthians 2:12; 3:16; Ephesians 1:13; Galatians 5:25; Ephesians 5:18*

ABOUT THE BIBLE — The Bible is God's Word to us. It was written by human authors, under the supernatural guidance of the Holy Spirit. It is the supreme source of truth for Christians. *II Timothy 3:16; II Peter 1:20,21; II Timothy 1:13; Psalm 119:105,160; 12:6; Proverbs 30:5*

ABOUT HUMAN BEINGS — People are made in the image of God, to be like Him in character. People are the supreme object of God's creation. Although every person has tremendous potential for good, all of us are marred by an attitude of disobedience (called sin) toward God. This attitude separates people from God and causes many problems in life. *Genesis 1:27; Psalm 8:3-6; Isaiah 53:6a; Romans 3:23; Isaiah 59:1,2*

STATEMENT ON MARRIAGE, GENDER, AND SEXUALITY — We believe that God wonderfully and immutably creates each person as male or female. These two distinct, complementary genders together reflect the image and nature of God. (Gen 1:26-27.) Rejection of one's biological sex is a rejection of the image of God within that person. We believe that the term "marriage" has only one meaning: the uniting of one man and one woman in a single, exclusive union, as delineated in Scripture. (Gen 2:18-25.) We believe that God intends sexual intimacy to occur only between a man and a woman who are married to each other. (1 Cor 6:18; 7:2-5; Heb 13:4.)

We believe that God has commanded that no intimate sexual activity be engaged in outside of a marriage between a man and a woman. We believe that any form of sexual immorality (including adultery, fornication, homosexual behavior, bisexual conduct, bestiality, incest, and use of pornography) is sinful and offensive to God. (Matt 15:18-20; 1 Cor 6:9-10.) We believe that in order to preserve the function and integrity of Berean Christian Academy as the local Body of Christ, and to provide a biblical role model to the the Berean Christian Academy members and the community, it is imperative that all persons employed by BCA in any capacity, who serve as volunteers, or attend as a student agree to and abide by this Statement on Marriage, Gender, and Sexuality. (Matt 5:16; Phil 2:14-16; 1 Thess 5:22.) We believe that God offers redemption and restoration to all who confess and forsake their sin, seeking His mercy and forgiveness through Jesus Christ. (Acts 3:19-21; Rom 10:9-10; 1 Cor 6:9-11.) We believe that every person must be afforded compassion, love, kindness, respect, and dignity. (Mark 12:28-31; Luke 6:31.) Hateful and harassing behavior or attitudes directed toward any individual are to be repudiated and are not in accord with Scripture nor the doctrines of BCA.

ABOUT SALVATION — Salvation is God's free gift to us, but we must accept it. We can never make up for our sin by self-improvement or good works. People can only be saved from sin's penalty by trusting in Jesus Christ as God's offer of forgiveness. When we turn from our self ruled lives and turn to Jesus in faith we are saved. Eternal life begins the moment one receives Jesus Christ into his/her life by faith. *Romans 6:23; Ephesians 2:8,9; John 14:6; 1:12; Titus 3:5; Galatians 3:26; Romans 5:1*

ABOUT ETERNAL SECURITY — A believer is secure in his/her salvation for eternity because God gives them eternal life through Jesus Christ. If a person has been genuinely saved, he/she cannot "lose" it. Salvation is maintained by the grace and power of God, not by the effort of the Christian. It is the grace and keeping power of God that gives this security. *John 10:28,29; II Timothy 1:12; Hebrews 7:25; 10:10,14; 1 Peter 1:3-5*

ABOUT ETERNITY — People are created to exist forever. We will either exist eternally separated from God because of sin, or eternally with God through forgiveness and salvation. To be eternally separated from God is Hell. To be eternally in a right relationship with God is eternal life. Heaven and Hell are real places of eternal existence. *John 3:16; 2:25; 5:11-13; Romans 6:23; Revelation 20:15; Matthew 25:31-46*

ARTICLE III. MEMBERS OF THE CORPORATION

The Corporation shall have no members. Members of the Board, all faculty and staff, and parents of current students shall have no voting rights in corporate business.

ARTICLE IV. MANAGEMENT AND ADMINISTRATION

- A. Berean Christian Academy (BCA) functions as a non-profit corporation in the State of Texas.
- B. BCA operates under the direction of the Board. The Board is an independent body and does not serve under the direction of a Church.
- C. The Head of School of BCA will interpret and administer policy established by the Board and manage the overall operation of the school in frequent consultation with the Board. The Head of School reports directly to the Board.
- D. BCA operates in compliance to the County and City codes regarding health, fire, and safety issues.
- E. BCA will seek membership with professional Christian organizations and nationally recognized accrediting agencies.

ARTICLE V. BOARD

Section 1. Responsibilities

- A. The Board will be responsible for guiding the development of general policy, determining direction, and insuring the financial stability and growth of BCA.
- B. The Board shall enact all major business transactions and oversee all school-sponsored fundraising endeavors.
- C. The Board will approve all school manuals and handbooks.
- D. The Board will maintain a complete record of all Board-meeting minutes.
- E. The Board will delegate many executive and administrative functions to the Head of School, who will be recognized as the head of the school.
- F. The Board shall work with the Head of School and review all curriculum changes, teacher and staff appointments, student applications, teacher and student dismissals, annual budgets, tuition and fees, and policy manuals.
- G. The Board will ensure educational programs are based on Biblical Truth, are evaluated periodically, and revise as needed through the cooperative work of the Head of School and faculty.
- H. It is expected that each Board Member will actively serve and be a visible presence at the school or at school related functions.
- I. Board members must be in good financial standing with the school.

Section 2. Composition of Board

A. Voting Members

1. The Board shall be comprised of five (5) voting members. The size of Board membership may be increased in increments of two (2) at the Board's discretion.
2. Board members must be parents of children who have completed at least one school year at BCA or completed the highest grade level offered by BCA. Board members must agree with BCA's Mission Statement and Statement of Faith, be members in good standing of a local Christian church, and be committed to BCA

and its mission. It is expected that the Christian walk of a Board candidate shall be a very important consideration as to his or her suitability for Board membership. Spouses may not serve together on the Board. Voting members of the Board may not be a member of the staff or faculty.

3. Board applications shall be reviewed by the existing Board for confirmation that all above criteria have been met. If it is deemed by a majority of the existing Board that the criteria hasn't been met, the application is deemed incomplete. Applicants shall be interviewed by the existing board and interview shall include discussion of application and understand of school's mission, vision and structure.

4. All seats on the Board shall be for a period of 24 months, subject to resignation or removal. Elections will take place in May of each year with terms beginning in August of the same year. Seats 1 and 2 are elected positions. Seats 3, 4 and 5 are appointed positions. Appointments are made by the existing board. All positions (elected or appointed) must follow the application process as referred to in Section 2.A.3. Seats 1, 3 and 5 are up for election or appointment in odd years. Seats 2 and 4 are up for election or appointment in even years. If, for any reason, a board position is vacated before the next election, the board will appoint someone to the position until the next election. After that election, that position will fall back into the regular even or odd election year pattern. Named positions – President, Secretary, and Treasurer – will be voted on by the board after each August election. If, for any reason, any one of the named positions becomes vacant, the board will vote on named positions once a new board member has been appointed.

5. The Board shall announce to all registered families, in writing by email, letter, or other widely used medium, the date and location of the election meeting two weeks in advance of it being held. Preferably each meeting will be held in the school building.

6. A candidate seeking an elected seat must be nominated by another parent with a student currently attending the school. A candidate must confirm his/her willingness to serve on the Board prior to the vote. If a candidate is not present at the meeting, then he or she must confirm in writing before the meeting his/her willingness to serve as a Board member. All valid applications (elected and appointed) shall be presented at the May meeting.

7. Votes will be made privately through a written in-person ballot. Each family regardless of the number of registered or enrolled students will be allowed a single vote for each seat up for election. The candidate(s) with the most votes shall be elected to the Board. In case of a tie for the last outstanding position, then a runoff vote shall be taken between those who are tied.

8. Seats 3, 4 and 5 shall be appointed by the existing Board. Nominations shall be presented by a member during an executive session of a board meeting. This requires 4 out of 5 votes for approval. Appointed member(s) will be presented alongside their application at the May meeting.

9. Any vacancy occurring on the Board through resignation, removal, or death shall be filled by appointment of the existing members of the Board. This shall require a majority vote.

10. A Board member may be removed from the Board by a unanimous vote of the members of the Board not under consideration.

B. Non-voting members

1. The Head of School and/or one current member of the BCA teaching staff will serve on the Board in a consulting capacity.

2. Non-voting members do not have a vote on matters coming before the Board.

3. A non-voting member may be removed from the Board by a majority vote of the voting members of the Board.

Section 3. Meetings

- A. The full Board shall meet at regular intervals giving notice of at least one week prior to each regular meeting to families.
- B. Special meetings of the Board may be held at any time and place to address such issues as may come before the Board requiring action sooner than the next regularly scheduled meeting.
- C. A majority of the Board members shall constitute a quorum for full Board action.
- D. Meetings of the Board shall ordinarily be open to parents and faculty of BCA upon their request. The Board may at any time, however, adjourn to closed session at its discretion.
- E. The Board will be considered as having formally acted when, in a duly constituted meeting, a proposal is moved, seconded, discussed, passed with the appropriate margin of votes, and entered into minutes that are duly approved. All actions will require a simple majority vote, unless otherwise stipulated in these Bylaws. A discussion, consensus, debate, or any similar activity among Board members does not constitute a Board meeting.
- F. Action required or permitted to be taken at a Board meeting may be taken without a physical meeting if the action is taken by all members of the Board. The action shall be evidenced by one or more written consents signed by each member before or after such action, describing the action taken, and included in the minutes or filed with the corporate records reflecting the action taken. Action taken under this Section is effective when the last Board member signs the consent, unless the consent specifies a different effective date. A consent signed under this Section has the effect of a meeting vote and may be described as such in any document.

Section 4. Officers

- A. The officers of the Corporation shall be a President, a Secretary, and a Treasurer, each of whom shall be elected by the Board members. Such other officers and assistants as may be deemed necessary may be elected by the Board. Any two or more offices may be held by the same person except the offices of President and Secretary.
- B. The Board shall elect its own officers. An election for officers of the Board may take place after new members have joined the Board, upon resignation or removal of any officer, or at the will of a majority of the Board members.
- C. Any elected officer or agent may be removed from office by the Board whenever in the Board's judgment the best interests of BCA will be served thereby. Three consecutive absences from regular Board meetings constitute valid grounds for removal from office.
- D. The President shall prepare agendas and, when present, preside at all meetings of the Board. He or she may sign with the Treasurer, or any other full and proper officer duly authorized by the Board, any checks, deeds, contracts, or other instruments which the Board has authorized to be executed.
- E. The Secretary or his/her designee shall keep the minutes of all Board meetings, submit them to the Board, see that all notices are duly given in accordance with the provisions of these Bylaw or as required by law, sign with the President any legal instrument approved by the Board, and perform all duties as from time to time may be assigned to him/her by the Board.
- F. The Treasurer or the Board's designee shall have charge of, and be responsible for, all reporting and accounting of funds of BCA, receive and give receipt for moneys due and payable to "Berean Christian Academy", deposit all such moneys in the name of Berean Christian Academy in such banks or other depositories as shall be selected by the Board, and perform all duties as from time to time may be assigned to him/her by the Board.

ARTICLE VI. HEAD OF SCHOOL

- A. The Head of School shall present regular reports to the Board regarding the school's activities, needs, challenges, and his/her plans.
- B. The Head of School shall implement all Board policies.
- C. The Head of School shall work with the Board concerning curriculum changes, teacher appointments, student applications, teacher and student dismissals, annual budgets, setting of tuition and fees, and reviewing/updating of policy manuals.
- D. The Head of School shall oversee the development of the curriculum, including course descriptions and textbooks, and any necessary teacher training.
- E. The Head of School shall oversee the recruitment and hiring of teachers, as well as the teachers' job performance evaluations.
- F. The Head of School shall oversee interviews with prospective students and their families.
- G. The Head of School shall oversee development of appropriate policy manuals for the Board, staff, faculty, and students for approval by the Board.
- H. The Head of School shall oversee BCA's publicity, correspondence, and website.
- I. The Head of School shall oversee the overall management of BCA's day-to-day operations.
- J. The Head of School shall oversee facility use and maintenance and serve as BCA's liaison with the building's owner(s).
- K. The Head of School shall maintain regular communication with parents, including the answering of questions and resolving of conflicts.
- L. The Head of School implements the long-term strategic planning of the school as outlined by the Board.
- M. The Head of School oversees student discipline with the input from faculty.
- N. The Head of School shall fulfill all other tasks delegated to him/her by the Board.

ARTICLE VII: FISCAL RESPONSIBILITY

Section 1. General Policy

The Board is responsible through the budgeting process to ensure that the day-to-day operations of the Academy, including facility maintenance, shall be fully funded. Budgeted revenue for the day-to-day operations will be comprised of the projected tuition; any anticipated publication sales; other planned, non-donation/undesignated proceeds; and projected, undesignated donations.

Section 2. Budgets

The Board will formulate and approve an annual operating budget. The Board, or a subcommittee thereof, will formulate an operating budget for the following fiscal year no later than April 30, with final Board action to approve the budget taken no later than May 15. The fiscal year begins July 1st of each year.

Section 3. Financial Statements

It shall be the Treasurer's responsibility to prepare a financial statement to be submitted to the Board prior to the next regular Board meeting. All financial statements are subject to Board review.

Section 4. Financial Inspection

The books of the Corporation may be examined by an outside entity comprised of qualified person(s). Findings of this examination will be made available to interested parents and faculty.

Section 5. Fundraising

It shall be the Board's responsibility to set policy for fundraising activities.

ARTICLE VIII. CONFLICT OF INTEREST

The Board will oversee and regularly amend BCA's Conflict of Interest document for the purpose of protecting this tax-exempt organization's ('BCA') interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of its officers or members might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations and is hereby adopted by the Board.

ARTICLE IX. CONTRACTS, LOANS, CHECKS AND DEPOSITS

Section 1. Contracts

The Board may authorize any officer, officers, agent, or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

Section 2. Loans

No loans shall be contracted on behalf of the Corporation without approval of the Board.

Section 3. Checks and Drafts

All checks or drafts issued by the Corporation shall be signed by such officers in such a manner as shall be determined by resolution of the Board.

Section 4. Deposits

All funds of the Corporation shall be deposited in such depositories as the Board or its delegate may select.

ARTICLE X. DISTRIBUTION OF ASSETS UPON DISSOLUTION

In case of dissolution of the Corporation, the Board shall, after paying all obligations of the Corporation, dispose of all remaining assets of the Corporation in such a manner, or to such organization(s), as may be organized and operated exclusively for religious, charitable, educational, scientific, or literary purposes as shall at the time qualify as an exempt organization(s) under Section 501 (c) (3) of the Internal Revenue Code of 1986 as amended, or the corresponding provision of any future United States Internal Revenue law, or any similar law of the State of Texas, as the Board shall determine. The Board shall make every attempt to dispose of such assets to Christian educational causes that meet the preceding qualifications.

ARTICLE XI. AMENDMENTS TO BYLAWS

These Bylaws (excluding Article XII. Document Change History which can only be added to but not altered, amended, or repealed) can be changed at any regular or special meeting of the Board only by a vote of the 4 of 5 voting members (or 6 of 7 voting members should the Board increase in voting members). A minimum 30-day waiting period is required between the motion and final vote.

ARTICLE XII. DOCUMENT CHANGE HISTORY

DOCUMENT HISTORY AND VERSION CONTROL TABLE			
Version	Action	Board Secretary	Action Date
1.0	Creation of original document	Undefined	April 2016
1.1	Addition of items to Article V. Board, Section 1. Responsibilities: H. It is expected that each Board Member will actively serve and be a visible presence at the school or at school related functions. I. Be in good financial standing with the school.	Bradley Bishop	August 2017
1.1	Revised Board Seat service time from 18 to 24 months. Included clarification of election cycles for individual Board Seats. Defined Board Seat appointment process due to vacancy. Added criteria for selection of President, Treasurer and Secretary.	Bradley Bishop	August 2017
1.1	Minor clarification and rewording that does not substantially change the requirement or intent of policy.	Bradley Bishop	August 2017
1.1	Added verbiage stating that ballot for Board elections must be cast in person. Clarified the number of allowable votes per family.	Bradley Bishop	August 2017
1.1	Struck make up and election of initial board from Bylaws.	Bradley Bishop	August 2017
1.1	Removed requirement that a staff member other than the Head of School must serve on the Board.	Bradley Bishop	August 2017
1.1	Included verbiage that families must be given notification of Board meetings at least one week prior to being held.	Bradley Bishop	August 2017
1.1	Struck "the Academy" from Bylaws and replaced with "Berean Christian Academy". Struck reference to Controller from record.	Bradley Bishop	August 2017
1.1	Removed requirement of the Head of School to oversee the implementation of long-term planning.	Bradley Bishop	August 2017

1.1	Removed the requirement of the Treasurer to provide financial statements 3 days prior to Board meetings.	Bradley Bishop	August 2017
1.2	Struck “currently attend” and updated to “have attended at least one full school year at BCA” to Section 2. A. Voting Members 2.	Will Thompson	July 2020
1.2	Added Statement on Marriage, Gender, and Sexuality to Article II, Section 1.	Will Thompson	July 2020
1.2	Updated the election date from August to May	Will Thompson	Nov 2020
1.2	Updated Section 2, Part A to reflect that Board candidates must be nominated by another parent with a student currently attending BCA.	Will Thompson	Nov 2020
1.3	Updated Composition of the Board (Section 2) to reflect that Seats 1 and 2 are elected positions while Seats 3, 4 & 5 are appointed positions. Updated to reflect that there will be one elected position per school year.	Will Thompson	Jan 2021
1.3	Updated Section 2 to reflect the application submission, review and presentation process.	Will Thompson	Jan 2021
1.3	Updated reference of Headmaster to Head of School	Will Thompson	Jan 2021
1.4	Updated Article V, Section 2, Part A, Item 2 to add the following: “and be committed to BCA and its mission. It is expected that the Christian walk of a Board candidate shall be a very important consideration as to his or her suitability for Board membership.”	Will Thompson	Feb 2021
1.4	Updated Article V, Section 2, Part A, Item 3 to add the following: “Applicants shall be interviewed by the existing board and interview shall include discussion of application and understand of school’s mission, vision and structure.”	Will Thompson	Feb 2021
1.4	Updated Article V, Section 2, Part A, Item 4 to include the new provision that Board Seats 3, 4 and 5 are now appointed positions.	Will Thompson	Feb 2021

1.4	Minor update to Article V, Section 2, Part A, Item 5 to add clarity to Board meeting logistics	Will Thompson	Feb 2021
1.4	Minor update Article V, Section 2, Part A, Item 6 to add clarity to Board candidate applications	Will Thompson	Feb 2021
1.4	Updated Article V, Section 2, Part A, Item 8 to add the following: "Seats 3, 4 and 5 shall be appointed by the existing Board. Nominations shall be presented by a member during an executive session of a board meeting. This requires 4 out of 5 votes for approval. Appointed member(s) will be presented alongside their application at the May meeting."	Will Thompson	Feb 2021
1.4	Updated Article V, Section 2, Part A, Item 9 to add the following: "This shall require a majority vote."	Will Thompson	Feb 2021