

**BY-LAWS  
OF  
EUGENE CHRISTIAN SCHOOL**

**Article I. NAME**

The name of this association is the Eugene Christian School, originally incorporated under the corporation laws of the State of Oregon, on the 9<sup>th</sup> day of November, 1955, as the Emerald Empire Christian School Society, Inc., and as duly amended and certified by the Corporation Commissioner of the Corporate Division of the Department of Commerce of the State of Oregon, on the 19<sup>th</sup> day of September, 1974.

**Article II. PURPOSE**

It shall be the purpose of this corporation to aid, advise, encourage, and assist the promotion and development of Christian families by providing a week-day Christian pre-school, elementary and secondary school educational alternative, together with related activities, including the publication of literature in the field of religious education, dedicated to the development of academic and Christian maturity in children.

**Article III. MEMBERSHIP**

**Section III.01 Membership**

The corporation shall have only two classes of membership. The qualifications and rights of membership shall be as follows:

**(a) General qualifications:**

- (i) Membership shall consist of parents and guardians in fact, or in law, of students attending Eugene Christian School, and*
- (ii) Faculty, Board Members, and Committee Members.*

**(b) Active membership: Qualifications shall be;**

- (i) That all such members shall be required to be Christians in that they shall have accepted the Lord Jesus Christ as their personal Savior and shall maintain a consistent Christian testimony.*

(ii) *That each such member shall have read, shall be in agreement with, and shall uphold the Constitution of the Eugene Christian School.*

(iii) *That each such member shall maintain good financial standing with the school.*

(c) **Probationary Membership:** Qualifications shall be:

(i) *In the event an otherwise qualifying individual shall fail to meet one or more of the requirements of "B" above, said individual may be removed from active membership by action of the Administrator.*

(ii) *In the event said probationary member shall fail, after a reasonable time, to again qualify as an active member, the Administrator, in its discretion, may dismiss the individual from all membership in the school.*

**Section III.02 Rights of Membership:**

Only those persons qualifying as active members shall qualify to vote and hold office in the school or corporation. Each active member shall be entitled to one (1) vote on all issues presented at the regular annual meeting and special meetings at which the member is present. There shall be no voting by proxy and no cumulative voting.

**Article IV. BOARD OF DIRECTORS**

**Section IV.01 Membership:**

The Board of Directors shall consist of not more than fifteen (15) and not less than seven (7) elected persons. Ex officio (non-voting) members shall be the Administrator and former Board members including, but not limited to, the immediate Past President, as representatives of the school in their respective capacities, or in an advisory capacity.

#### **Section IV.02           Qualifications:**

Any new candidate for Board membership shall demonstrate adequate involvement, ie...regular volunteering, coaching, committee service, etc., at the school as determined by the Board Executive Committee and Administrator prior to his/her nomination for Board membership.

Every Board member shall:

- declare unconditional acceptance of the basis and purpose of the school as expressed in Article II of these By-laws;
- declare unconditional acceptance of and agreement with the Constitution of the school;
- be a member in good standing of a church whose doctrine embraces the fundamental principles expressed in the Constitution of the school;
- be a Christian, maintaining a consistent Christian testimony in his/her life;
- and, be scripturally founded in his/her teaching and witness.

Both members of a married couple may not serve on the Board at the same time.

Failure to uphold these agreements may constitute grounds for removal from the Board by standard Board action.

No teacher or staff member employed by the school shall be eligible to serve on the School Board.

#### **Section IV.03           Term:**

Elected Directors shall be elected for a first term not to exceed two (2) years of service on the Board. There shall be no limitations on the number of times a qualifying individual may be elected to the Board. All elective terms subsequent to the first shall be for a period of three (3) years of service.

#### **Section IV.04           Nomination:**

Nominations of individuals to the elective office of Director may be made by any active member of the school. All nominations shall be submitted to the Board by mailing or delivering a written notice thereof to the Eugene Christian School or any active Board Member. Notice must be received at least one week (7 days) prior to the date set for the annual meeting of the general membership. The Board in its discretion may permit nominees to meet with the Board at its regular meeting until positions are confirmed by election of the active members of the school.

**Section IV.05 Election:**

All nominations for the position of Director(s) shall be submitted to the general membership at the annual meeting. Each active member in attendance shall be permitted to cast one vote for each open position. There shall be no cumulative voting. In the event a nominee is running uncontested, voting may be by voice vote. All contested positions shall be subject to ballot vote. Those nominees (up to the number of Directors to be elected), receiving the highest number of votes are elected. Each newly elected Board Member shall assume his responsibility as of the date of election.

**Section IV.06 Attendance:**

Participation and attendance at Board meetings is required. Members may not be absent from three regularly scheduled meetings in any fiscal year. Three absences will be considered as resignation from the Board.

**Section IV.07 Vacancies:**

The Board shall, at all times, consist of that number of individuals duly elected at the annual membership meeting. Any vacancy created by the valid termination for whatsoever reason of a previous appointment, may be filled by appointment to the Board by the Board of Directors without approval of the general meeting. If the vacancy causes the Board of Directors to fall below the minimum number of members, the vacancy shall be filled by appointment to the Board by the Board of Directors without approval of the general meeting. An individual so appointed shall serve only the interim of the term preceding the next annual membership meeting, at which time the balance of the unexpired term shall be filled by the regular nomination and election process. The Board of Directors shall not have the authority to create vacancies by increasing the number of total authorized or elected membership of the Board.

**Section IV.08 Meetings:**

**(a) Regular Meetings:**

The Board shall meet a minimum of seven (7) times per year, according to a calendar set by and agreed upon by the Board. Each member shall have a one week notice of the date and time for said meeting. The order of business at the regular meeting shall conform to the following format as nearly as possible.

- i. Call to order*
- ii. Prayer*
- iii. Minutes*
- iv. Committee Reports*
- v. Administrator's Report*
- vi. Unfinished Business*
- vii. New Business*
- viii. Adjournment*

**(b) Special Meetings:**

Special meetings of the Board may be called at the discretion of the President or upon consensus of two or more members of the Board. Such meetings may deviate from the format of regular meetings and may be called upon shorter notice but it shall be required that the business and purpose of any special meeting be clearly communicated to each Board Member prior to said meeting.

**(c) Quorum:**

A quorum shall consist of a majority of the members of the Board. All action by the Board shall be effective upon simple majority vote of the quorum.

**(d) Organization:**

The Board shall establish and organize a format for its own internal functioning and regulation consistent with these By-Laws and shall have authority to delegate responsibilities to committees as deemed appropriate.

**Section IV.09      Duties:**

The duties of the Board of Directors shall be as follows:

- (a) To determine school policies consistent with the Constitution.**
- (b) To select a qualified Administrator.**
- (c) To assure that the educational policies of the school are effectively implemented.**
- (d) To devise and implement methods of school funding and determine the disbursement of all funds.**
- (e) To propagate Christian education with the administration, staff, parent body, and the community at large.**
- (f) To perform all business of the school consistent with these By-Laws and the Laws of the State of Oregon. Such authority shall include, but shall not be limited to the following:**
  - (i) To manage, control, sell, contract to sell, convey, transfer, assign, deposit, exchange, mortgage, encumber divide, subdivide, improve, repair, and maintain the same or any part thereof; to create restrictions, easements, and other servitudes; to carry insurance in such amounts and against such hazards as the Board may deem advisable; to lease, license, and create such other rights, privilege and interests as the Board may deem advisable; to make such leases, contracts of sale, options and other agreements for terms within or extending beyond the duration of the term of the Board; and otherwise to dispose of and deal with the school estate or any property constituting a part thereof with all the rights, powers and privileges which the school would have if it were capable of acting in its individual capacity as absolute owner thereof.***
  - (ii) To accept gifts and bequests; to invest and reinvest the school's assets in such bonds, mortgages, debentures, preferred or common stocks or other real or personal property as the school may be authorized to do in its non-profit incorporated status which, in the Board's discretion is deemed advisable.***

## **Article V. OFFICERS AND DUTIES**

### **Section V.01 Officers:**

The officers of the Board shall also be the Officers of the School serving in their respective capacities during all meetings of the Board and the School. The Officers shall consist of a President, Vice-President, Secretary and Treasurer, to be elected by the Board of Directors from its membership, at its first meeting following the annual school meeting. Each officer shall serve for a term for one (1) year, the number of terms, consecutive or otherwise, to be unlimited.

### **Section V.02 Duties:**

The duties of the officers shall be as follows:

**(a) President:**

The President shall preside at all meetings of the general membership of the school and of the Board of Directors, and shall serve as an ex-officio member of all committees and shall be notified of all such meetings. The President shall have general supervision of the affairs of the corporation.

**(b) Vice-President:**

The Vice-President shall assist the President in his/her duties and in the absence of the President, perform the duties of that office and other duties as may be assigned to him/her from time to time by the Board of Directors.

**(c) Secretary:**

The Secretary shall perform the usual duties associated with the office of secretary and shall be required to attend all meetings and keep or cause to be kept, minutes of all meetings and be the custodian of the committee records and official documents of the organization. The Secretary shall further serve as the Registered Agent of the corporation pursuant to the corporation laws of the State of Oregon.

**(d) Treasurer:**

The Treasurer shall oversee school finances, including budget and disbursements and shall transact or cause to be transacted all such school business, in the school's name in a bank approved by the Board of Directors. He/She shall give financial reports as required at the Board and annual school meetings and shall perform all other duties usually and normally associated with this office.

## **Article VI. COMMITTEES**

### **Section VI.01 General Provisions:**

Committees may be appointed to assist the Administrator to fulfill his/her responsibilities.

Each committee is to meet independently and report to the School Board at regular meetings.

Each committee shall develop a plan for the committee work.

### **Section VI.02 Standing Committees:**

Committees shall be established by enactment of these By-Laws as needed. Examples may include: Administrator Search, Finance, Health and Safety, High School, etc.

## **Article VII. FACULTY**

### **Section VII.01 Membership:**

The faculty shall include the administrative staff; instructional personnel; and all other compensated personnel as may be so designated by the Administrator.

### **Section VII.02 Appointment:**

Responsibility for negotiating with prospective faculty members lies with the School Administrator. The School Administrator may invite prospective faculty members to visit the campus to confer with faculty members with whom they may work closely. When agreement is reached that the prospective teacher should be employed, the Administrator will offer a contract to said candidate. This contract becomes an agreement only when it has been signed by the School Administrator and the new faculty member.



**Section VII.03 Requirements:**

- (a) Teachers in the elementary and secondary grades shall meet Oregon Teaching Standards and Practices Commission (TSPC) licensure standards, and exceptions to this requirement must be approved by the Administrator. Administrator shall inform Board of Directors. (Approved at May 2016 Annual Meeting)
- (b) The signature of the faculty member on the contract shall represent his/her unconditional acceptance of the basis and purpose of the school as expressed in the Constitution of the Eugene Christian School.

**Article VIII. GENERAL MEETINGS OF THE SCHOOL MEMBERSHIP**

**Section VIII.01 Annual Meeting:**

The annual meeting of the school shall be held during the month of May, the specific time being determined by the Board of Directors. All members shall be notified at least one week (7 days) in advance of the time and place of the annual meeting. The conduct of all business not otherwise provided for in these By-Laws shall be governed by Robert's Rules of Order.

**(a) Order of Business.**

The order of business shall be as follows:

- (i) *Call to Order*
- (ii) *Prayer*
- (iii) *Minutes*
- (iv) *Report from Board President, Administrator and Treasurer*
- (v) *Annual elections*
- (vi) *Unfinished business*
- (vii) *New business*
- (viii) *Adjournment*

**(b)**

The President of the Board shall report on the Board's activity for the past year; the Administrator of the school shall report on the school's activities for the past year; the Treasurer will make a report on all pertinent and relevant financial matters; the annual elections of Board members shall be conducted; and changes in the school's policies may be proposed and acted upon.

(c)

The program may include inspirational, educational and entertainment features, along with the pertinent business.

#### **Section VIII.02 Special Meetings.**

Special meetings may be called at the discretion of the Board of Directors or upon petition of active members presented to the Board of Directors with no less than 20 signatures of active members endorsing the statement of need and purpose for such meeting. Notice of special meetings will be given to all members of the school at least seven (7) days in advance of the special meeting and shall include a statement of the purpose, time and place for such meeting.

#### **Article IX. EUGENE CHRISTIAN SCHOOL CONSTITUTION**

The Constitution of the Eugene Christian School, a copy of which is attached hereto marked Appendix A, is hereby incorporated by reference as though fully set forth as a part of these By-Laws.

**Article X. AMENDMENT**

The By-Laws of this corporation may be amended or revised, only by an affirmative vote of at least two thirds (2/3rds) of the active members present at the annual meeting or at any specially called meeting of the general membership, provided that the notice of any such meeting contains a summary of the proposed amendment or amendments and otherwise meets the notice requirements incorporated in these By-Laws.

ADOPTED BY THE EUGENE CHRISTIAN SCHOOL - 1976

Dick Corkum, President Board of Directors

[Revision approved by vote, Annual Meeting, May 2015]

[Revision approved by vote, Annual Meeting, May 2017]

[Revision approved by vote, Annual Meeting, May 2018]

[Revision approved by vote, Annual meeting, May 2023]

[Revision approved by vote, Annual Meeting, May 2024]

 6/10/24

Brad Powell, President Board of Directors