

BY-LAWS OF EASTSIDE CHRISTIAN HOME EDUCATORS, LTD.

Article I: Name

The name of this non-profit corporation shall be Eastside Christian Home Educators, Ltd.

Article II: Registered Office

The Eastside Christian Home Educators, Ltd.'s registered office shall be located in the State of Minnesota as designated by the Board of Directors. The Board of Directors may designate other offices as necessary.

Article III: Statement of Purpose

Eastside Christian Home Educators, Ltd. is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The purpose of Eastside Christian Home Educators, Ltd., hereafter referred to as the "corporation", is to enhance the home education experience for member families and their children by all lawful means, including, but not limited to, organization of quality peer-grouped academic instruction, provision of field trips and other group educational experiences, dissemination of legislative and other information affecting the rights of parents to direct the education of their children (limited to less than five percent [5%] of the corporation's total activities), participation in and sponsorship of materials, conventions, and educational seminars for the furthering of parental education and instructional effectiveness, and any other function deemed appropriate and proper by a majority of the Board of Directors and in accord with the previously stated purpose. Any and all membership, supply, or other fees collected as a requirement for membership in this corporation shall be devoted solely to this said purpose.

Article IV: Statement of Faith

Section 1: Preface

Our Statement of Faith includes only those truths upon which all true Christians agree. It concerns the Person and Work of Jesus Christ (the Gospel) as revealed in Scripture. It is the faith once delivered to the saints (Jude 2, Eph. 4:5) which distinguishes believers from non-believers. There are many other precious truths taught in the Bible over which godly men have differed in understanding. Therefore, this is not a statement of all that is important to believe, but of all that is essential to believe for Christian fellowship and unity. (Rom. 15:7)

Section 2: Statement

1. We believe the Bible to be the inspired, inerrant, and infallible Word of God, and of supreme and final authority in faith and life.
2. We believe that there is one living and true God; an infinite, intelligent Spirit, perfect in all His attributes, one in essence but externally subsistent in three Persons; Father, Son and Holy Spirit.
3. We believe in the fall of man; although originally created in the image of God, through the disobedience of Adam, man fell into a sinful and spiritually impotent state, totally unable to justify himself before God.
4. We believe that Jesus Christ is the express image of the invisible God, which is to say He is God; that He became man, yet without sin, being conceived by the Holy Spirit and born of the virgin Mary; that He died on the cross as a substitutionary sacrifice for sin; that He arose from the dead in the body in which He was crucified; that He ascended into heaven in that body glorified, where He is now, our interceding High Priest; and that He will return again personally, visibly, and gloriously.
5. We believe that salvation is wholly of God, by grace; that God in love gave His only Son to die on the cross for sin, thus procuring the redemption of those who come to Him; that this salvation is not merited in any way by man; that God commands men everywhere to repent of sin and believe in Christ; and that this salvation is eternal in its duration and results in good works.

Article V: Powers

The corporation shall have all of the statutory powers enumerated for non-profit corporations under the laws of the State of Minnesota.

Article VI: Board of Directors

Section 1: Governing Authority

The governing body of the corporation shall be known as its Board of Directors, and it shall have plenary powers to do all things necessary and proper to operate and control the corporation.

Section 2: Composition and Qualifications

The Board of Directors shall be a self-perpetuating body. It shall consist of no less than 4 and no more than 12 members elected by the Board of Directors. Members of the Board of Directors shall be homeschooling parents and shall be members in good standing of the corporation.

Section 3: Term of Service

Each member of the Board of Directors shall be elected for a minimum term of two years commencing on June 1 of the year of their election and board terms will be staggered to assure continuity.

Section 4: Manner of Election

Nomination for election to the Board of Directors shall be submitted by members of the Board of Directors. Election of a nominee to the Board of Directors shall be by two-thirds (2/3) vote of the members of the Board of Directors.

Section 5: Vacancies

Vacancies in the Board of Directors caused by the death or resignation of a member shall be filled by election of a qualified person to serve the unexpired term of the member who has died or resigned.

Section 6: Delegation of Authority

The Board of Directors may delegate to one or more of its members or to any of its officers, agents or employees, or to any of its committees such powers and duties as it may deem appropriate and proper. In the absence of such delegation, either generally or specifically, no member of the Board of Directors shall have any authority to act for the Board of Directors. Each member of the Board of Directors shall have status co-equal with that of each other member, and each member shall have the right to vote on any and all questions coming before the Board of Directors.

Section 7: Compensation

Members of the Board of Directors may not receive compensation for their services but may be reimbursed for actual expenses incurred in the maintenance of their duties. Persons who render service to the corporation in some capacity other than as a member of the Board of Directors (whether they be members or non-members) may be compensated for their services when approved by the Board of Directors.

Section 8: Removal

Any director may be removed by a two-thirds (2/3) vote of the Board of Directors.

Section 9: Attendance

Directors are expected to attend Board meetings. If a director is absent from two (2) consecutive Board meetings without notifying the President, it may be determined that he/she has resigned and the remainder of the term may be filled immediately by the election of a new director at a duly held meeting.

Article VII: Meetings

Section 1: Quorum

The quorum for all meetings of the Board of Directors, whether regular or special, shall be one-half (1/2) of the voting members.

Section 2: Regular Meetings

Regular meetings of the Board of Directors shall be held at times and places established by

the Board of Directors and shall be held at least three times per year.

Section 3: Special Meetings

Special meetings of the Board of Directors may be held whenever needed. The President may call such meetings on his own initiative but shall be obligated to call such meetings when requested to do so by at least two other members of the Board of Directors.

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Article VIII: Officers

Section 1: Designation

The officers of the Board of Directors of the corporation shall consist of a President, Vice President, Secretary, and Treasurer.

Section 2: Designation and Term of Service

The Director responsible for overall management of the corporation will be named President. The Director elected for financial responsibilities will be named Treasurer. The Director elected for clerical responsibilities will be named Secretary. The Vice President will be nominated by the President and elected by a majority vote from the rest of the Board of Directors. Their term of service as Officers will be concurrent with their term of service as Directors.

Section 3: Removal

Any officer may be removed by a two-thirds (2/3) vote of the Board of Directors.

Section 4: Vacancies

Any vacancy in any office, however occurring, shall be filled by the Board of Directors by the election of an officer for the unexpired term of office.

Section 5: President

The President shall be the principal executive officer of the corporation and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the corporation. The President shall, when present, preside at all meetings of the Board of Directors and all meetings involving all the members of the corporation. The President shall sign and execute all bonds, contracts and other instruments in writing that may be required for the proper and necessary transaction of the business of the corporation. By virtue of the office, the President shall exercise any powers and duties as the Board may determine and shall represent the corporation officially.

Section 6: Vice President

In the absence of the President or in event of his or her death, inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 7: Secretary

The Secretary shall (a) keep the minutes of the proceedings of the Board of Directors in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these By-Laws or as required by law; (c) be custodian of the corporate records;

and (d) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Section 8: Treasurer

The Treasurer shall (a) have charge and custody of and be responsible for all funds and securities of the corporation; (b) receive and give receipt for monies due and payable to the corporation from any source whatsoever, and deposit all such monies in the name of the corporation in such banks, trust companies or other depositories as shall be selected by the Board

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of Directors; and (c) shall give interim reports as requested by the President or the Board of Directors; and (d) in general to perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

Article IX: Committees

Committees may be established from time to time as appointed by the President of the Board of Directors or by action of the Board of Directors to consider and report on matters assigned at the time of appointment or action.

Article X: Fiscal Management

Section 1: Fiscal Year

The fiscal year shall begin on the first day of January and shall end on the last day of December in each year.

Section 2: Financial Policies

The Board of Directors will determine all Financial Expectations and Limitations and will monitor the policies as to compliance.

Section 3: Conflicts of Interest

The corporation shall not enter into any contract or transaction with (a) one or more of its directors, (b) a director of a related organization, or (c) an organization in or of which a director is a director, officer or legal representative or has a material financial interest; unless the material facts of the director's interests are fully disclosed or known to the Board of Directors, and the Board of Directors authorizes, approves, or ratifies the contract or transaction in good faith by an affirmative vote of a majority of the Directors (without counting the vote of the interested director), at a meeting at which there is a quorum without counting the interested director. Failure to comply with the provisions of this section shall invalidate any contract or transaction to which the corporation is a party.

Article XI: Indemnification

The personal liability of the Directors and the Officers of the corporation is eliminated to

the fullest extent permitted by Minnesota Statutes, Chapter 317A (or the corresponding provisions of any subsequent law). The corporation will indemnify the Directors and the Officers of the corporation to the fullest extent permitted by Minnesota Statutes, Section 317A.521 (or the corresponding provision of any subsequent law.)

Article XII: Members

Section 1: Membership

Membership in the corporation shall be available to homeschooling parents. All members must apply for membership as prescribed by the Board of Directors and must be approved by a

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two-thirds (2/3) vote of the Board at any regular or called meeting. Applicants for membership may be provisionally accepted by the President between meetings of the Board upon the payment of any initial fee set by the Board and upon the signing of the Statement of Faith and Liability Waiver.

Section 2: Rights and Privileges

Members of the corporation shall enjoy all of the rights and privileges of membership in the corporation as established by the Board of Directors and the laws of the State of Minnesota. Members shall be entitled to participate in all activities of the corporation and to represent the interests of the corporation, subject to the authority of the Board of Directors.

Section 3: Duties and Responsibilities

By submitting an application for membership in the corporation, members agree to abide by all standards and policies of the corporation as established by the Board of Directors. Members shall refrain from engaging in any activity which may bring reproach on the corporation or home education.

Section 4: Termination of Membership

Membership in the corporation may be terminated by members at any time by providing notice of same to the President or Board of Directors. Membership of any member may be involuntarily terminated by a two-thirds (2/3) vote of the Board of Directors.

Article XIII: Adoption and Amendment of By-Laws

With the exception of Articles XIII and XV which are irrevocable and not subject to amendment, these By-Laws shall be adopted and thereafter amended only by a two-thirds (2/3) vote of the Board of Directors.

Article XIV: Personal Liability

No member, director, officer, teacher, or any other person rendering services to or for the corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the member, director, officer, teacher or any other person rendering services to or for the corporation be subject to the payment of the debts or obligations of this corporation.

Article XV: Dissolution

In the event that the corporation should be dissolved for any reason, then, in that event, all assets of the corporation, if any, shall be transferred to another eleemosynary corporation which is exempt from state income tax. This provision of the By-Laws is irrevocable and is not subject to amendment except necessary to designate the name of any transferee qualifying under the income tax laws of the State of Minnesota.