

BYLAWS
OF
PARTNERSHIP ADVANCING CHRISTIAN EDUCATION
(PACE)

Amended April 6, 2010

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ARTICLE I

General Provisions

Section 1. **Purpose.** Christ Chapel Academy (hereby referred to as the “school”) hereby establishes the Partnership Advancing Christian Education (hereby referred to as “PACE” or the “organization”) on this 26th day of January, 1999. PACE is an unincorporated association of its members, organized under the authority of the laws of the Commonwealth of Virginia for volunteer nonprofit organizations. Its Articles of Organization comprise of these bylaws which may from time to time, be amended as set forth in Article VIII.

Section 2. **Management.** The Organization shall be managed by its Board of Directors. The Organization shall have members.

Section 3. **Mission.** To support an atmosphere of educational excellence, at Christ Chapel Academy, in which children can grow in wisdom, in stature, and in the knowledge of Jesus Christ as Lord, in order that they may extend the servant life of Christ to their community and to the world.

ARTICLE II

Policies and Goals

Section 1. **Name.** The name of the Organization or any member in their official capacity may only be used for official PACE business as decided by the Board.

Section 2. **Efforts.** The Organization’s primary efforts shall be to work with the school administration, faculty and parents to provide quality education for all children and youth in the school, and will seek to participate in the decision-making process which establishes school policy, recognizing that the responsibility of making final decisions rests with the Christ Chapel Academy Advisory Board.

- (a) The Organization will support the improvement of education in ways that do not interfere with the administration or policies of the school.
- (b) The Organization may cooperate and make commitments with other organizations concerned with the welfare of children, but individuals representing the organization in such matters will make no commitment that bind the organization without prior approval of the Board.

- (c) The Organization will disseminate information regarding Christ Chapel Academy throughout the community.
- (d) In the event of the dissolution of the Organization, its assets will be distributed for one or more of the exempt purposes specified in the Internal Revenue Codes of the United States and the Commonwealth of Virginia.

ARTICLE III

Directors

Section 1. **Authority.** Full control of the policies, programs, and assets of the Organization shall be vested in the Board of Directors.

Section 2. **Number and qualification.** The Board of Directors shall consist of seven voting members, including five Directors (outlined in Article III, Section 3), one Teacher Representative, and the School Administrator, and one non-voting member, the Student Representative. Directors shall have at least one child enrolled at Christ Chapel Academy at the time of election, shall be in good financial standing with the school, and shall sign a copy of these Bylaws signifying an understanding and commitment to the provisions, policies and goals of PACE. No person shall be a Director after their child has left the school.

Section 3. **Election and Term of Office.** The Directors of the Organization shall be recognized at the annual meeting of PACE. The election of the Directors (including the President, Vice-President, Treasurer, Secretary and Prayer Coordinator) may be done by electronic ballot or any form of written communications initiated by the President of PACE. The election shall be decided by majority vote. Each Director shall hold office until the next annual meeting and until his successor has been elected and qualified. Subject to the provisions of Article III, Section 2, of these Bylaws, any incumbent Director may be reelected to serve for an additional term or terms.

Section 4. **Annual Meeting.** The annual meeting of PACE will coincide with the promotion and graduation ceremonies of the school for the transaction of such other business as may properly come before the meeting may be held at such place, within the Commonwealth of Virginia, as shall be fixed by the Board of Directors. Notice of the annual meeting shall be given in the same manner and subject to the same limitations as are provided for notice of special meetings. Annual meeting notice should be made known to participants at least 30 days in advance.

Section 5. **Regular Meetings of Directors.** Regular meetings of the Board of Directors shall be not less than four (4) times during the school-year at such places and times as the Board of Directors determines. In uncontrollable circumstances (i.e., weather, school closing), meetings may be conducted by telephone or electronically. Two consecutive unexcused absences from regular meetings of the Board, by any Director, may be construed as a resignation and result in replacement of such Director. Regular meetings should be made known to each Director at least six days in advance. Elections will be held during the last regular meeting of Board of Directors. A call for nominations will be made in writing and at least two weeks prior to the last regular meeting. The names of the newly elected board will be announced

no later than two weeks following the last regular meeting and introduced during the annual meeting prescribed in Article III Section 4 above.

Section 6. **Special Meetings of Directors.** Special meetings of the Board of Directors may be called at any time by the President, or upon written demand of not less than one-fourth of the entire Board. Special meetings may be held at any place within the Commonwealth of Virginia and shall be made known to each Director at least three days in advance.

Section 7. **Quorum.** Except as otherwise noted by law or these Bylaws, a simple majority of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors. A majority of such quorum shall decide any question that may come before the meeting. Each Director shall have one vote.

Section 8. **Vacancies.** In the event of a vacancy occurring in the Board of Directors, the board shall attempt to fill such vacancy within thirty (30) days for the remaining term of office, by majority vote. The President shall appoint three election judges, acting as a nominating committee, who are Members in good standing. The judges will validate the ballots and report their findings to the Secretary.

Section 9. **Committees.** The President will appoint with the approval of the Board of Directors the standing committees and the President may appoint special committees. The committees shall have such authority as provided in the resolution designating the committee, except such authority shall not exceed the authority conferred on the Board of Directors. The committees shall have the responsibility to recommend policies, programs and positions for approval by the Board of Directors. The committees will provide monthly progress reports to the Board and Organization as needed.

ARTICLE IV

Duties and Responsibilities of Directors

Section 1. **Board of Directors.** The Directors of the organization shall be a President, Vice President, Secretary, Treasurer, Prayer Coordinator, Teacher Representative, School Administrator and Student Representative.

Section 2. **President.** The President shall call for, and preside at all meetings of the Organization, Board of Directors. The President shall appoint committees and chairs thereof, and shall be an ex-officio member of all committees. The President shall coordinate the work of the Board and Committees in order to pursue the objectives of the organization. The President shall attend Christ Chapel Academy Advisory Board Meetings in order to provide PACE insight into school administration decisions and direction. Although not a voting member of the Advisory Board, the President will collaborate with the Advisory Board based on parent concerns and input.

Section 3. **Vice President.** The Vice President shall exercise the powers and authority and perform the duties of the President in the absence or disability of the President.

Section 4. **Secretary.** The Secretary must preserve the history of the organization. The Secretary must scrupulously maintain the organizations records for easy access by future Directors. The Secretary shall issue notices in a timely fashion of all meetings of the Directors whenever notices of such meetings are required. The Secretary shall record and distribute the minutes of the meetings of the Organization and Board of Directors. The Secretary shall sign such instruments as require his/her signature and shall perform such other duties as usually pertain to his/her office or as properly required by the President of Board of Directors.

Section 5. **Treasurer.** The Treasurer shall be responsible for the custody of all monies contributed to or received by the organization, and shall see that an accurate record of all receipts and disbursements is made, and shall perform such other duties as usually pertain to his/her office as are properly required by the Board of Directors. The Treasurer shall be prepared to present a written financial statement at all meetings of the Board of Directors and of the Organization. The Treasurer shall maintain and make available to all Members a copy of the proposed annual budget, and will make available books for independent audit.

Section 6. **Prayer Coordinator.** The Prayer Coordinator shall ensure that all meetings of the organization are properly opened and adjourned with prayer. The Prayer Coordinator shall endeavor to keep all things concerning or relating to the school covered in prayer. This can be accomplished by: establishing a prayer calendar to cover people/ programs/daily events to be given to those who have an interest in praying; locating those people who have a burden to pray for the School and enlist their aid in prayer; maintaining contact with Christ Chapel to coordinate prayer efforts; and remembering and exhorting all Directors to remember all things are in God’s hands and to seek after His will continually.

Section 7. **Teacher Representative.** The Teacher Representative will represent the teachers at Christ Chapel Academy. The Teacher will advocate for PACE, will have completed at least two years of teaching within the school, be a PACE member in good standing and attend all Board meetings. This position is filled on a volunteer basis with input from the School Administrator. An alternate teacher representative may be named for the express purpose of acting on behalf of the Teacher Representative in his/her absence. The alternate will be delegated voting rights when acting on behalf of the teacher representative.

Section 8. **Student Representative.** The Student Representative will serve as a “voice” for the student body. Although not a Director, the Student will communicate with the Board both verbally and in writing the sought after needs of the students as it relates to PACE involvement. The Student is required to attend at least two Board meetings. The student will be a student in good standing and a member of the Student Council.

ARTICLE V

Organization Membership and Meetings

Section 1. **Qualification.** Any administrator, faculty member, staff member and parent or legal guardian of a child attending the school, or the parent or legal guardian of a child who will be enrolled in the school within the six months following the application for membership, is eligible to become a member of PACE.

Section 2. **Application.** All applications for membership shall be presented in writing, on a form prescribed by the Board. All applicants shall be conveyed to the board. Said application is an agreement by the applicant to adhere to the bylaws, policies and procedures. To be accepted all applications must include dues each school year.

Section 3. **Multiple Membership.** No individual may hold multiple memberships in the organization and a maximum of two parents or legal guardians may hold membership.

Section 4. **Benefits.** Only Members of the Organization shall be eligible to serve in any of its elected positions. Every individual who is a member is entitled to all benefits of such membership.

Section 5. **Dues.** Members shall pay annual dues as specified in the budget of the organization. Dues shall not be prorated.

Section 6. **Annual Meeting.** The annual meeting of the Organization will be held to coincide with the graduation and promotion.

Section 7. **Regular Meetings.** Regular meetings of the Organization shall be held at least three (3) times during the school year, in addition to the Annual Meeting.

Section 8. **Special Meetings.** Special meetings of the Organization may be called at any time by the President, the Board of Directors or upon written demand of not less than fifteen (15) percent of the Organization. Special meetings may be held at any place within the Commonwealth of Virginia.

Section 9. **Voting by Proxy.** A Member entitled to vote at a PACE meeting will be entitled to appoint a proxy holder (who must be a member in good standing) as his/her nominee to attend, act and vote for him/her at such meeting. All proxies will be in writing under the hand of the member and filed with the Secretary. The proxy will have the same power as if the member who appointed the proxy were present at the meeting. A proxy will be valid for one meeting, unless arrangements have been made in advance with the Board of Directors. A proxy, whether for a regular or special meeting, will be on the form prescribed by the Board of Directors.

ARTICLE VI

Board Elections

Section 1. **Procedure.** The Board of Directors shall adhere to the following procedures during the election process:

- (a) The Secretary will solicit nominations of at least one member for each Board Committee position. Only those members who have given their consent, are in good standing and are eligible under Article V, Section 4 of the Organization's Bylaws, will be nominated.
- (b) The Secretary will present the slate of candidates to the Organization Members by electronic ballot or by mail one week prior to the election for a vote at the Annual

Meeting. Additional nominations may be made from the floor, but are not encouraged to allow sufficient time for the new board to acclimate immediately following the annual meeting. Again, only those Members who have given their consent, are in good standing and are eligible under Article V, Section 4 of these Bylaws, shall be eligible for nomination.

- (c) The balloting will be conducted by the Secretary.
- (d) Ballots (1 vote per member) will be cast by each member, in good standing, for the following Board positions: President, Vice President, Secretary, Treasurer, and Prayer Coordinator. If there are more than two nominees for the same office and none receive a majority of votes on the first ballot, the two candidates receiving the greater number of votes will participate in an immediate runoff election.

ARTICLE VII

Finances

Section 1. **General.** No Director, employee or agent of the organization or other person shall create or incur any debt or obligation whatsoever for the payment of money or other items of value; or appropriate or pay any money out of the PACE funds; or contract or execute any agreement, the terms or result of which create a debt or obligation, or shall be in any manner binding upon the organization unless the same is specifically provided for in the budget or specifically authorized, directed or ratified by the Board of Directors.

Section 2. **Budget.** The Board of Directors shall propose a budget at the first membership meeting of the school year.

Section 3. **Finances.** A general fund shall consist of revenue from membership dues and fundraising activities. The fund shall be kept in checking and/or savings accounts entrusted by Christ Chapel Academy. All requests for disbursements must be signed by two members of the Board, one of which must be the Treasurer. The Treasurer is authorized to disburse any expense delineated in the budget. The Treasurer is authorized to maintain a petty cash fund, not to exceed \$200.00. All disbursements from the petty cash fund must be accompanied by receipt.

ARTICLE VIII

Amendments

Section 1. **Amendments.** The Bylaws may be amended by a majority vote of members in attendance at any membership meeting, provided that written notice of the purpose of the amendment was given to the membership 10 days prior to the meeting by special notice or inclusion in the regular notice of the meeting and proposed amendments received a two-thirds (2/3) vote of the Board of Directors.