

**By - Laws
Of
Kanawha — Putnam Home Educators, INC.**

Adopted June 30, 1995

ARTICLE I

Statement of Purpose

The purpose of the corporation shall be to further the interests of home education of children by their parents by all lawful means, including but not limited to, support of and assistance to members of the corporation who are educating their own children at home, dissemination of information affecting the rights of parents to direct the education and upbringing of their children, periodic seminars for teaching parents, and organization of field trips and instructional classes for members of the corporation.

ARTICLE II

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, Ephesians 4:5) which distinguishes believers from non - nonbelievers. There are many other precious truths taught in the Bible over which godly scholars 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. (Romans 15:7)

Section 2. Statement

1. We believe the Bible to be the inspired, inerrant, and infallible Word of God, and of supreme 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 eternally 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 disobedience of Adam, man fell into a sinfully 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 and 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 the 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.
6. **We believe it is God's desire for every believer to enter into a personal, daily, dependent relationship with Jesus Christ.***
**Added by amendment July 18, 1998.*

ARTICLE III

Powers

The corporation shall have all of the statutory powers enumerated for non-profit corporations under the laws of the state of West Virginia.

ARTICLE IV

Board of Directors

Section 1. Governing Authority

The governing body of the corporation shall be known officially as its Board of Directors and informally as its Steering Committee, 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-propagating body. It shall consist of such number of members as shall be determined by the Board from time to time, initially six couples, elected by the Board of Directors. Member of the Board of Directors shall be home schooling parents, or former home schooling parent, and shall be members in good standing of the corporation. Each candidate for election to the Board of Directors must affirm before the Board of Directors his concurrence with the Statement of Faith of the corporation, must be an active participant in a local evangelical church, and must profess credible testimony of his faith in Jesus Christ.

Section 3. Term of Service

Each member couple of the Board of Directors shall be elected for a term of three years commencing in July after the election. Terms shall be staggered so that the term of two of the member couples (or family units) shall expire each year. The initial Board of Directors shall elect two member couples for a term of one year, two member couples for a term of two years, and two member couples for a term of three years, with the

commencement of each term to be effective upon incorporation and counted retroactively to July 1, 1995.

Section 4. Manner of Election

Nominations for election to the Board of Directors shall be submitted to the Board of Directors by members of the Board from time to time as qualified members are considered. Election of a nominee to the Board of Directors shall be unanimous vote of the members of the Board of Directors.

Section 5 Vacancies

Vacancies in the Board of Directors caused by death or resignation of a member shall not be required to be filled at the discretion of the Board.

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 behalf of the Board of Directors. Each member of the Board of Directors shall have equal 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 receive reasonable compensation for their services and may be reimbursed for actual expenses incurred in the maintenance of their duties. Persons who serve as members and render service to the corporation in some capacity other than as a member of the Board of Directors may be compensated for their services when approved by the Board of Directors.

ARTICLE V

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 at least bi-monthly.

Section 3. Special Meetings

Special meetings of the Board of Directors may be held upon three days notice to members. The chairman of the Board of Directors 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.

Emergency meetings may be called without a three day notice upon the concurrence

of a two thirds majority of the Board of Directors. An effort should be made to notify every board member family of any called emergency meetings.

Article VI

Officers

Section 1. Designation

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

Section 2. Election and Term of Office

Officers shall be elected by the Board of Directors at its first regular meeting after the meeting at which members of the Board of Directors were elected. Officers shall serve at the pleasure and discretion of the Board of Directors. The term of office for all officers shall be one year, but shall be renewable by election of the Board.

Officers of the initial Board of Directors shall serve retroactively from the most recent July 1. Each officer shall hold office until his successor shall have been duly elected or until his death or shall have been removed in the manner hereinafter provided.

Section 3. Removal

Any officer may be removed by a two-thirds (2/3) vote of the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby.

Section 4. Vacancies

Any vacancy in any office, however occurring, shall be filled by the Board of Directors by election.

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 the business affairs of the corporation. The president shall, when present, preside at all meetings of the Board of Directors and he may sign, with the Secretary or any other proper officer thereunto authorized by the Board of Directors, any deeds, mortgages, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or these By-Laws to some other officer or agent of the corporation or shall be required by law to be otherwise signed and executed, and in general, shall perform all the duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

Section 6. Vice President

In the absence of the President or in event of his 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.

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 of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which on behalf of the corporation under its seal is duly authorized; and (d) in general perform all duties incident to the office Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

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 of Directors; and (c) 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 Board of Directors .

ARTICLE VII

Committees

Committees or Areas of Service 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 VIII

Director and Officer Indemnification

The corporation shall indemnify and hold harmless any and all of its officers, members of the Board of Directors, or former officers or members, or any person who may have served at its request or by its election as a member or officer of the corporation, against expenses actually and necessarily incurred by them in connection with the defense or settlement of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been members or officers of the corporation, except in relation to matters as to which any such member or officer of former director or officer or person shall be adjudged in such action, suit or proceeding to be liable for willful misconduct in the performance of duty and to such matters as shall be settled by agreement predicted on the existence of such liability. The indemnification provided hereby hereby shall not be deemed exclusive of any other right to which anyone seeking indemnification hereunder may be entitled under any by-law, agreement, or otherwise, both as to action in his official capacity while holding such office. The corporation may purchase and maintain insurance on the behalf of any member, officer, agent, employee or former member or officer or other person, against any liability asserted against them and incurred by him to the extent that the corporation would have the power to indemnify him against such liability

under the provisions of this Article and the law of the state of incorporation.

ARTICLE IX

Members

Section 1. Membership

Membership in the corporation shall be available to home schooling families who apply for membership as prescribed by the Board of Directors. 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.

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 incorporation. Members are those individuals or families who, having paid an annual membership fee established by the Board of Directors, desire to be informed of the activities of the association and to participate in any or all of those activities. Member do not have voting authority in directing the association but the Board is committed to seeking to know the needs and desires of member through any appropriate memos and to accommodating those needs and desire which do no conflict with our basic principles, insofar as is practical.

Section 3. Rules 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. **Undermining the Christian Beliefs outlined in our doctrinal statement at KPHE sponsored activities may result in forfeiture of KPHE membership.***

**Added by amendment July 18, 1998.*

Section 4. Termination of Membership

Membership in the corporation may be terminated by members at any time by providing notice of same to President or the Board of Directors. Membership of any member may be involuntarily terminated by a two-thirds (2/3) vote of the Board of Directors whenever in its judgment the best interests of the corporation will be served thereby, or upon non-payment of the annual membership fee.

ARTICLE X

Adoption and Amendment of By-Laws

With the exception of Articles X and XI 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 XI

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 as necessary to designate the name of any transferee qualifying under the income tax laws of the state of incorporation.