

LEHIGH VALLEY CHRISTIAN HIGH SCHOOL

CONSTITUTION AND BY-LAWS

ARTICLE I NAME AND CHARACTER

The educational facility shall be known as Lehigh Valley Christian High School and shall be operated for students in grades 9-12.

ARTICLE II STATEMENT OF FAITH AND PHILOSOPHY

Section 1. STATEMENT OF FAITH

1. We believe that the Bible, consisting of the sixty-six books of the Old and New Testaments only, is verbally inspired by the Holy Spirit, is inerrant in the original manuscripts, free from error in doctrine, fact and ethic, and is the infallible and authoritative Word of God, the supreme and final word and only rule in faith and conduct.
2. We believe in one Triune God, eternally existent in three co-equal persons: Father, Son and Holy Spirit. He is eternal, almighty, infallible, unchangeable, infinitely wise, holy, and just. He is Spirit, Light, Love and Truth. He is the incarnate Word, and has revealed Himself by means of creation and the written Word.
3. We believe that Jesus Christ is God, was born of a virgin so that two perfect and distinct natures were united in one person which is truly God and truly man, lived a sinless life, died vicariously, shed His blood as man's substitutionary sacrifice, rose bodily, and ascended to heaven where He is presently exalted at the Father's right hand as the only mediator between God and man.
4. We believe that the Holy Spirit has come into the world to reveal and glorify Christ and to apply the saving work of Christ to those who come in true repentance and faith. He convicts and draws those sinners to Christ, imparts new life to them, baptizes, seals, gifts and continually indwells them from the moment of spiritual birth and seals them until the day of redemption. His fullness, power and control are appropriated in the believer's life through faith and obedience.
5. We believe the Triune God, according to His sovereign Will, created out of nothing and out of things that He had made, by His Word, the universe and all that is therein. He is the Governor and Upholder of creation by His wisdom and the Word of His mighty power.
6. We believe that Adam was directly and perfectly created by God in His image and did not originate by the process of evolution. He was tempted by Satan the god of this world, and fell. Because of Adam's sin, all men have guilt imputed, are sinners by nature, choice and deed, are totally depraved, totally unable to save themselves, and need to be regenerated by the Holy Spirit for salvation.
7. We believe God does not discriminate among different races, nationalities, or ethnic groups, but we are all His offspring. Teachings or practices which make such discriminations must be denounced as sin and as an affront to God's creation.
8. We believe that salvation consists in the remission of sins through repentance and Christ's shed blood, the imputation of Christ's perfect righteousness, the reception of the Holy Spirit, and the free gift of eternal life. This salvation is received by faith alone, apart from works.

9. We believe that the Church, the Body of which Christ is the head, consists only of those who are born again, who are baptized by the Holy Spirit into Christ at the time of their regeneration, for whom He now makes intercession in heaven, and for whom He will come again. It is the duty of every believer to live a holy life, separate from sin, and to seek to win others to Christ. Jesus Christ is Lord of the Church, and the Church is responsible to Him in all things.

10. We believe that Christ has committed to His Church the ordinances of water Baptism and the Lord's Supper.

11. We believe that the Church has received biblical mandate to teach, and to train children in every area of faith and life. This shall be accomplished by the integrated study of the academic disciplines and study of the Word of God.

12. We believe in the imminent return of Jesus Christ to earth, personally, visibly, and bodily. We believe in the resurrection of both the saved and the lost; they that are saved unto the resurrection of life and they that are lost unto the resurrection of damnation.

Section 2. PHILOSOPHY

Lehigh Valley Christian High School espouses the historic Christian view of life as presented in the Bible: Since God created and sustains everything through His Son, Jesus Christ, man's work and life are to be God-centered and should glorify Him. However, man, being a sinner by nature and choice, cannot in this condition glorify or know God. He can glorify and know God only by being born again and by committing his life to Jesus Christ as Savior and Lord. (Romans 1-8)

The total process of education must, therefore, seek to direct the student to knowledge, righteousness, and holiness in Christ (Colossians 3:10, Ephesians 4:24). Lehigh Valley Christian High School seeks to develop and relate the whole person to God spiritually, mentally, socially and physically.

Such an education stems from the comprehensive principle stated in the Word of God, "For by Him (Christ) were all things created, that are in heaven, and that are in earth . . . And He is before all things and by Him all things consist." (Colossians 1:16,17) This education is God-centered rather than man-centered and presents all truth as God's truth, since knowledge is made complete by the recognition of God's place in it. Even though much knowledge is factually the same for both the Christian and the non-Christian, recognition of the Creator God is required to teach the totality of truth in any subject.

Also vital to such an education is a recognition of the Holy Spirit's ministry in teaching and learning. Since all the treasures of wisdom and knowledge are hidden in Christ (Colossians 2:3), then an educational process conducted in vital union with the Holy Spirit of truth will be a truly fruitful one: "He will guide you into all truth . . ." (John 16:13). Lehigh Valley Christian High School seeks to provide an atmosphere in which our students may be disciplined in love according to truth, to live to the glory of the Lord Jesus (1 Corinthians 10:31, 1 Timothy 1:5).

Parents must be vitally involved in their children's learning processes (Deuteronomy 6, Ephesians 6). Deuteronomy 6 directs parents to live, talk and teach the fear, obedience and love of the Lord in the home. God holds parents responsible for the education of their children. At the parents' request, Lehigh Valley Christian High School becomes a partner in providing this education for their children. *[amended 8/20/1998]*

ARTICLE III MISSION OF THE SCHOOL

Lehigh Valley Christian High School seeks to glorify the Lord Jesus Christ through ministry to the evangelical Christian community by providing biblically integrated instruction and equipping students to think biblically and function purposefully in society and in the Church. *[amended 9/19/1996, 3/20/2003]*

**ARTICLE IV
BOARD OF DIRECTORS**

Section 1. POWERS

a. The Board of Directors shall be vested with the management of the activities, property and affairs of the Corporation and to those ends may exercise any and all of the powers of the Corporation including but not limited to the following:

1. appointment of the officers of the Corporation;
2. determination of major personnel, fiscal and program policies;
3. determination of overall program plans and priorities;
4. authority to accept and receive property of any description, or any interest therein, by gift, devise or bequest and to invest surplus funds;
5. employment of an administrator for the school to be operated by the Corporation, one of whose duties shall be to screen and recommend to the Board of Directors and committees such personnel as may be needed to accomplish the purposes of the Corporation. A unanimous vote of the entire Board membership shall be required for the employment of the administrator.

b. The Board of Directors shall exercise spiritual leadership; establish policies; ratify the enlistment of competent personnel; maintain prudent fiscal policies; plan for future needs; cultivate active public relations; relate properly to all public and private accrediting association and governmental agencies.

Section 2. COMPOSITION

a. The Board of Directors will consist of not less than 5 nor more than 11 members with at least one member but not more than 2 members from each of the three “founding schools”: Bethlehem Christian Day School, Lehigh Christian Academy and Phillipsburg Christian Academy. Board members from founding schools shall comprise at least a simple majority of Board members and equal representation from each founding school shall be maintained unless permission of the school without equal representation is granted by that school. *[amended on 12/17/1992]*

b. The Board of Directors may invite by vote individuals to serve on the Board of Directors as “members-at-large.” All additions to the Board of Directors shall be in accordance with Article IV, Section 2a and Article VII. The number of members-at-large will not be counted in determining equal representation among schools. *[amended on 5/20/1999]*

c. Members of the Board of Directors must subscribe to the LVCHS Philosophy and Statement of Faith and be an active participant in a Christian lifestyle which brings honor to Christ and this position of spiritual leadership.

d. No employee or family member (spouse, child, parent or sibling) of an employee shall serve on the Board of Directors.

Section 3. TERMS OF OFFICE

The Directorship shall each be for a term of three (3) years and each Director shall serve until a successor has been appointed and qualified. The terms of the Directors shall be designated in each year. Directors will be divided as equally as may be into three classes such that approximately one-third of the terms will expire at the Annual Meeting each year. *[Amended on 2/5/1990, 11/26/1990 and 2/20/1997]*

Section 4. VACANCIES

If a vacancy shall occur on the Board of Directors, the remaining Directors shall fill the vacancy by majority vote in accordance with section 2 and the successor Director shall serve for the unexpired portion of the term of the Director who he has succeeded.

Section 5. REMOVAL OF DIRECTORS OR OFFICERS

Any Director or officer may be removed from membership, or from office by the affirmation vote of two-thirds of the full voting membership of the Board registered in person, at any regular meeting or special meeting called for that purpose, for conduct detrimental to the interest of the Corporation, for failure to meet the requirements of Section 2c, and/or Section 6, for lack of sympathy with its objectives, or for failure to render reasonable assistance in carrying out purposes. Any such Director or officer proposed to be removed shall be entitled to appear before and be heard at such meeting.

Section 6. CHILDREN OF BOARD MEMBERS

Board members with eligible children shall have them enrolled in Lehigh Valley Christian High School.

Section 7. REMOVAL OF SCHOOL

Founding schools may be denied Board representation for departure from the Statement of Faith and/or Statement of Philosophy of Lehigh Valley Christian High School. Schools ceasing operations shall be removed as Founding schools. Removals shall occur upon the consent of at least a two-thirds majority as per Section 5 of Article IV. *[amended 5/20/1999]*

ARTICLE V MEETINGS

Section 1. REGULAR MEETINGS

Meetings of the Board of Directors shall be held at the direction of the Chairman at least once a quarter and more frequently by vote of the Board. Reasonable notice of the time and place of each such meeting shall be given each Director. Failure to participate in two-thirds of the regularly scheduled meetings of the Board of Directors in any calendar year will cause his/her directorship to lapse. This participation is usually expected to be in person, although participation via phone conference is acceptable when the Director is out of town or otherwise not able to attend in person. At the discretion of the Board, the same person may be nominated to complete the remainder of his/her term on the Board.

Section 2. SPECIAL MEETINGS

Special meetings of the Board of Directors shall be held upon forty-eight (48) hours written or telephone notice to each Director; such notice shall include the items of business to be transacted. Special meetings shall be called by the Secretary on direction from the Chairman within five (5) days after receipt of a petition for such a meeting signed by one-third of the Directors.

Section 3. ANNUAL MEETING

The annual meeting of the Board of Directors shall be held in January of each year for the purpose of electing officers and members of the Board of Directors, hearing annual reports and for the transaction of such other business as may properly come before the meeting. *[amended 10/21/1993]*

Section 4. VOTING

At every meeting of the Board of Directors each member shall be entitled to vote in person or via phone. Each member of the Board shall be entitled to one vote. Upon the request of any member, the vote upon any question before the meeting shall be by secret ballot. A quorum being present, all elections shall be had and all questions decided by a majority vote of the directors voting in person or via phone, except where otherwise designated.

Section 5. WAIVER OF NOTICE

Whenever under the provisions of law or under the provisions of the Certificate of Incorporation or the By-laws of this Corporation, the Corporation, or any committee thereof, or any officer authorized to take any action after notice of the members of the Board of Directors or after the lapse of a prescribed period of time, such action may be taken without notice and without the lapse of a prescribed period of time if, at any time before or after such actions are completed, such requirements be waived in writing by the person or persons entitled to such notice or entitled to participate in the action to be taken or by his attorney thereunto authorized.

Section 6. VOTING BY PROXY

There may not be voting by proxy at meetings of the Board of Directors or at meetings of any committee of the Board.

Section 7. QUORUM

At any meeting of the Board of Directors, two-thirds of the members of the Board of Directors then holding office shall constitute a quorum.

ARTICLE VI OFFICERS

Section 1. NUMBERS

The officers of the Corporation shall be Chairman, Vice-chairman, Secretary, and Treasurer. Any two offices except those of a Chairman and Vice-chairman may be held by the same person.

Section 2. ELECTION, TERM OF OFFICE AND QUALIFICATIONS

The officers shall be elected annually by the Directors from among their number, at the annual meeting of the Corporation.

Section 3. VACANCIES

In the case any office of the Corporation becomes vacant by death, resignation, retirement, disqualification or any other cause, the Directors may elect an officer to fill such vacancy, and the officer so elected shall hold office and serve until the next annual meeting of the Corporation and until the next election and qualification of his successor.

Section 4. CHAIRMAN

The Chairman shall preside at all meetings of the Directors. The Chairman shall appoint members to all standing committees with the consent of the Board of Directors. The Chairman shall also appoint the chairman of all standing and special committees. The Chairman shall have and exercise general charge and supervision of the affairs of the Corporation and shall do and perform such other duties as may be assigned to him by the Directors. He/she shall consult with the administrator to establish the agenda for each regularly scheduled Board meeting.

Section 5. VICE-CHAIRMAN

The Vice-chairman shall preside at meetings of the Board of Directors in the Chairman's absence and shall perform such other duties as may be delegated to the Vice-chairman by the Board.

Section 6. SECRETARY

The Secretary shall have charge of such books, documents and papers as the Directors may determine and shall have custody of the Corporate Seal. The Secretary shall attend and keep minutes of all meetings of the Directors of the Corporation. The Secretary shall keep a record, containing the names, alphabetically arranged, of all persons who are Directors of the Corporation, showing their places of residence, and such books shall be open for inspection as prescribed by law. The Secretary may sign, with the Chairman, in the name of or on behalf of the Corporation, any contracts or agreements authorized by the Directors, and when so authorized or ordered by the Directors the Secretary may affix the seal of the Corporation. The Secretary shall, in general, perform all the duties incidental to the office of Secretary, subject to the control of the Directors, and shall do and perform such other duties as may be assigned to the Secretary by the Directors. The Secretary shall keep the Board Policy Manual up to date.

Section 7. TREASURER

The Treasurer shall have the custody of all funds, property and securities of the Corporation, subject to such regulations as may be imposed by the Directors. When necessary or proper, the Treasurer may endorse on behalf of the Corporation for collection, checks, notes and other obligations and shall deposit the same to the credit of the Corporation at such bank or banks or depository as the Directors may designate. The Treasurer may sign receipts and vouchers and, together with such other officer or officers if any, as shall be designated by the Directors, the Treasurer, and/or his designee, shall sign all checks of the Corporation, except in cases where the signing and execution thereof shall be expressly designated by the Directors or by these By-laws to other officers or agents of the Corporation. *[Note – Board of Directors authorized the Principal to sign checks payable from the school’s checking account – 10/21/1993] [Note – Policy on check authorization adopted on 3/16/2000]*

ARTICLE VII NOMINATIONS AND ELECTIONS

Section 1. APPOINTMENT OF COMMITTEES

The Chairman shall, not later than the 1st of the month preceding the annual meeting, appoint a nominating committee to consist of three persons, all of whom shall be voting Directors of the Corporation. *[amended 10/21/1993]*

Section 2. NOTICE

The nominating committee shall, not later than ten (10) days before the Annual Meeting, send written notice to the members of the Board of Directors which notice shall contain the names of the nominees for the officers and for vacancies on the Board, together with such background data on the nominees as the committee may deem necessary or desirable.

Section 3. FOUNDING SCHOOL NOMINATIONS

When their positions on the Board of Directors need to be filled, founding schools shall submit to the nominating committee names and background information of individuals to be considered to represent their school on the Board of Directors. *[amended 5/20/1999]*

Section 4. OTHER NOMINATIONS

Any member of the Board of Directors shall have the right to make nominations from the floor for members-at-large only, provided that he/she shall have obtained prior consent from any such nominee.

Section 5. ELECTION

Election shall be by a two-thirds vote of the entire Board of Directors. Voting shall be by secret ballot.

**ARTICLE VIII
STANDING COMMITTEES**

There shall be three (3) standing committees of the Board of Directors as follows:

(1) Finance - This committee shall be responsible for the following:

- (a) They shall review all fiscal policies of the school and shall consult annually with the administration in establishing the annual budget.
- (b) They, along with the Treasurer, shall secure an annual audit or review with an established accounting firm.
- (c) They shall assist the Treasurer in the fulfillment of his duties.

The treasurer shall be a member of this committee.

(2) Property - This committee shall be responsible for the following:

- (a) They shall be responsible for the upkeep and care of all school property.
- (b) They shall be empowered to act as agents of the board in dealing with any architects, contractors, government officials, etc. as may be required for any building/maintenance programs. However, this empowerment shall not include signature authority for any official documents.

(3) Education - This committee shall be responsible for the following:

- (a) They shall review curriculum and related educational policies of the school.
- (b) They shall evaluate the educational and spiritual tone of the school through contacts with teachers and students and bring prayer concerns to the board.

Each committee, chaired by a member of the Board of Directors, shall include individuals with a direct interest in the welfare of Lehigh Valley Christian High School. All members appointed to standing committees must be Christians in faith and practice. *[amended 11/21/1996, 03/16/2000 and 09/21/2000]*

**ARTICLE IX
PROHIBITION AGAINST SHARING IN CORPORATE BUSINESS**

No member of the Board of Directors, officer, employee, member of a committee, or person connected with the Corporation, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided that this shall not prevent the payment to any such person reasonable compensation for services rendered to or for the Corporation in effecting any of its purposes, and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation. All members of the Board of the Corporation shall be deemed to have expressly consented and agreed that upon such dissolution or winding up the affairs of the Corporation, whether voluntary or involuntary, the assets of the Corporation then remaining shall be distributed, transferred, conveyed, delivered, and paid over to such charitable institutions upon such terms and conditions and in such amounts and proportions as the Board of Directors may impose and determine.

**ARTICLE X
RULES OF ORDER**

The conduct of all meetings of the Corporation shall be governed by Roberts Rules of Order.

**ARTICLE XI
AMENDMENTS**

These By-laws may be amended, repealed, or added to by an affirmative vote of two-thirds of all the members of the Board of Directors at a meeting called for that purpose, provided that the amendment or changes which are proposed to be made in the By-laws shall be sent to each member, together with a notice of the meeting. No amendment shall deprive a founding school of equal representation on the Board.

**ARTICLE XII
DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations under applicable provisions of the United States Internal Revenue law then in effect as the Board of Directors determine or as shall, at the time, be provided by the Non-stock Corporation Act applicable to the dissolution and termination of a non-stock corporation organized exclusively for the aforementioned purposes.

**ARTICLE XIII
SAVING CLAUSE**

Should any section(s) of these By-laws be found illegal or otherwise invalid, only such specific section(s) and not the entire document shall be deemed illegal.

AMENDMENTS

AMENDMENT I

ARTICLE IV - Section 3. TERMS OF OFFICE

All terms of Board members shall expire at the January 1991 meeting. Founding and participating schools will accredit representatives to assume office at that time. In the January 1991 meeting, at-large members will be selected as provided in the Constitution.

Members will then be divided as equally as may be into three classes. Terms of those in the first class shall expire in January 1992. Terms of those in the second class shall expire in January 1993. Terms of those in the third class shall expire in January 1994.

Adopted by the LVCHS Board of Directors on 2/5/1990

AMENDMENT II

ARTICLE IV - Section 3. TERMS OF OFFICE

The directorship shall be for a term of three (3) years and each director shall serve until a successor has been appointed and qualified. The terms of the directors shall be designated each year. A Director may not serve more than two consecutive three (3) year terms. Directors who serve an initial term of less than three (3) years will be eligible to serve two (2) more consecutive terms of three (3) years each.

Adopted by the LVCHS Board of Directors on 11/26/1990.

AMENDMENT III

ARTICLE IV - Section 2.a. COMPOSITION

With the withdrawal of Central Assembly Christian School as a founding school, the size of the Board of Directors shall be a minimum of 5 members and a maximum of 11 members.

Adopted by the LVCHS Board of Directors on 12/17/1992.

AMENDMENT IV

ARTICLE VIII - STANDING COMMITTEES

All members appointed to standing committees must be Christians in faith and practice.

Adopted by the LVCHS Board of Directors on 12/17/1992

AMENDMENT V

ARTICLE V, Section 3 and ARTICLE VII, Section 1

Reword to note that the Annual Meeting of the Corporation shall be held in January of each year.

Adopted by the LVCHS Board of Directors on 10/21/1993

AMENDMENT VI

ARTICLE III - MISSION

To replace the mission statement to read: Lehigh Valley Christian High School seeks to glorify the Lord Jesus Christ through ministry to the evangelical Christian community by providing Biblically integrated instruction to students in grades nine through twelve leading to a high school diploma and by encouraging these students to adopt a Christ-centered world view.

Adopted by the LVCHS Board of Directors on 9/19/1996

AMENDMENT VII

ARTICLE VIII - STANDING COMMITTEES

To replace Article VIII of the By-laws as proposed by the executive committee which reduces the number of standing committees from six to three.

Adopted by the LVCHS Board of Directors on 10/21/1996

AMENDMENT VIII

ARTICLE IV - Section 3 - TERMS OF OFFICE

To remove the last sentence which stated “A Director may not serve more than three consecutive three year terms.

Adopted by the LVCHS Board of Directors on 2/20/1997

AMENDMENT IX
ARTICLE II - Section 2 - PHILOSOPHY

Reworded Philosophy statement per recommendations of the Education Committee.

Adopted by the LVCHS Board of Directors on 8/20/1998

AMENDMENT X
ARTICLES IV.2.5, IV.7 and VII.3

Elimination of provision for “participating schools”.

Adopted by the LVCHS Board of Directors on 5/20/1999

AMENDMENT XI
ARTICLE VIII - STANDING COMMITTEES

Appointment of Scholarship Committee is done by Board Chairman.

Adopted by LVCHS Board of Directors on 5/20/1999

AMENDMENT XII
ARTICLE VIII - STANDING COMMITTEES

Added allowance for financial review in place of an audit.

Adopted by LVCHS Board of Directors on 3/16/2000

AMENDMENT XIII
ARTICLE VIII - STANDING COMMITTEES

To replace Article VIII of the By-laws in line with our new Governance Philosophy.

Adopted by the LVCHS Board of Directors on 09/17/2000

AMENDMENT XIV
ARTICLE III - MISSION

To replace the mission statement to read: Lehigh Valley Christian High School seeks to glorify the Lord Jesus Christ through ministry to the evangelical Christian community by providing biblically integrated instruction and equipping students to think biblically and function purposefully in society and in the Church.

Adopted by the LVCHS Board of Directors on 3/20/2003

AMENDMENT XV
ARTICLE V - MEETINGS

Modifications to Sections 1 and 4 to allow participation in board meetings via phone conference.

Adopted by the LVCHS Board of Directors on 2/17/2005

AMENDMENT XVI
ARTICLE V - MEETINGS

Modifications to Sections 1 to change frequency of meetings from monthly to at least quarterly.

Adopted by the LVCHS Board of Directors on 3/16/2006