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# **Grace Academy**

**Board of Trustees**

**Grace Academy Bylaws**

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# Grace Academy Bylaws

Adopted: August 24, 2000

Amended: June 4, 2006

Amended: June 28, 2011

## Article I. Name of School

This name of the school shall be Grace Academy of Georgetown.

## Article II. Objectives and Statement of Faith

### Section 1. Objectives

The primary mission of Grace Academy is to operate an elementary and secondary school, owned by the Board of Trustees, that will closely adhere to the Statement of Faith and purpose as set out in Sections 1 and 2 of Article II of these Bylaws.

The mission statement of Grace Academy is:

To glorify God by serving parents in providing their children a distinctly Christ-centered, academically excellent, classical education as a foundation for life-long learning in pursuit of their God-given calling.

Education at Grace Academy is defined as inherently different than public education in philosophy and content. Grace Academy attempts to operate as an extension of the family. At all its levels, programs and teachings, Grace Academy seeks to:

- A. Develop Christian worldview thinking, so that students learn to evaluate their entire range of experience in light of Scripture.
- B. Encourage every student to begin and develop his relationship with God the Father through Jesus Christ.
- C. Provide a clear model of biblical Christian life and culture through our faculty, staff, and board.
- D. Teach all subjects as part of an integrated whole with Scripture at the center.

E. Emphasize the tools of learning—grammar, logic, rhetoric—in all subject matter. (Fundamentally, these tools are to be understood as follows: Grammar is the fundamental rules and data of each subject. Logic is the ordered relationship of particulars in each subject. Rhetoric is the means by which the grammar and logic of each subject may be expressed clearly.)

F. Emphasize the development and flow of western civilization: history, science, math, government, art, literature, philosophy and the historic Protestant faith.

G. Encourage every student to develop a love for learning and to achieve maximum academic potential.

H. Provide an orderly and secure atmosphere conducive to maintaining these standards.

### Section 2. Statement of Faith

Grace Academy is an independent school without institutional ties to a particular church or denomination. Our Statement of Faith is focused on the truths that have bound orthodox Protestant Christians together through the ages, across the boundaries of time, place, race, denomination and tradition. As such, our Statement of Faith distinguishes between primary and secondary doctrine.

Primary doctrine is defined as doctrines we believe constitute the core beliefs central to Protestant Christian denominations, and which set Protestant Christianity apart from other faiths. Primary doctrine, as summarized in this Statement of Faith, will be dogmatically taught in various ways through all grade levels and forms the foundation for all other academic inquiry at the school. We believe and embrace the system of doctrine expressed in the early ecumenical creeds of the Church as found in the Apostles' Creed, the Nicene Creed, the Chalcedonian Creed, and the Athanasian Creed.

Secondary doctrine is defined as non-primary doctrines and represents those doctrinal areas where various Protestant denominations may differ. While we believe there is no liberty to disagree where the Bible speaks clearly, we recognize our own fallibility, and acknowledge that sincere Christians hold

differing views on certain issues that are not essential to salvation, our community life together, or our pedagogy. Particularly in the dialectic and rhetoric stages of our curriculum, treatment of the Statement of Faith may lead to the study of secondary doctrinal issues. When this occurs, the instructor will strive to teach the various views of orthodox Protestant Christianity from an objective, unbiased, balanced view. We reserve for the parents and by extension their church the final responsibility to search the Scriptures with their children to resolve such issues.

### **Primary Doctrines**

A. The Bible. We believe that the Bible is God's written revelation to man, and thus the sixty-six books of the Bible given to us by the Holy Spirit constitute the plenary (inspired equally in all parts) Word of God. We believe that the Word of God is objective, propositional revelation, verbally inspired in every word, absolutely inerrant in the original documents, infallible, and God breathed. We believe that the Bible constitutes the only infallible rule of faith and practice (John 17:17, 2 Timothy 3:16, 2 Peter 1:20-21).

B. God. We believe that there is but one living and true God, an infinite, all knowing Spirit, perfect in all His attributes, one in essence, eternally existing in three Persons—Father, Son and Holy Spirit—each equally deserving worship and obedience (Deut. 6:4; Mat. 28:19; 2 Cor. 13:14).

C. God the Father. We believe that God the Father, the first Person of the Trinity, orders and disposes all things according to His own purpose and grace. He is the Creator of all things. As the only absolute and omnipotent Ruler in the universe, He is sovereign in creation, providence, and redemption. His fatherhood involves both His designation within the Trinity and His relationship with mankind. As Creator He is Father to all men, but He is spiritual Father only to believers. He has decreed for His own glory all things that come to pass. He continually upholds, directs, and governs all creatures and events. In His sovereignty He is neither author nor approver of sin, nor does He abridge the accountability of moral, intelligent creatures. He has graciously chosen from eternity past those whom He would have as His own; He saves from sin all who come to Him through Jesus Christ; He adopts as his own all those who come to Him; and He becomes, upon adoption, Father to His

own (Gen. 1; Rom. 8:14; 1 Cor. 8:6; Gal. 4:5; Eph. 1:4-6,11; Eph. 3:9).

D. God the Son. We believe that Jesus Christ is the pre-existent and eternal Son of God who became man in order to reveal God and redeem man. We believe He was supernaturally conceived of the Holy Spirit and born of the virgin Mary. In His person, we believe the Lord Jesus combined forever full and undiminished deity with true and perfect humanity to become the God-man. We believe Christ died on the cross as a substitute for sinful man, was buried, arose bodily from the tomb, ascended into Heaven where He ministers on the behalf of saints, and someday will come again for His own. (John 1:18, 8:58, Matt. 1:23, Col. 1:15-17, 1 Tim. 1:15, 3:16).

E. God the Holy Spirit. We believe that the Holy Spirit is the third Person of the Trinity, fully equal with God the Father and God the Son. Although He is of the exact same essence, we believe He is a personality distinct from the other members of the Godhead. The Holy Spirit, we believe, has an active ministry to the world in general which includes the restraining of evil, convicting of the unsaved and bestowing of God's goodness on all mankind. We also believe He has a ministry to every Christian which consists of regenerating, sealing, indwelling, baptizing into the Body of Christ, and the giving of spiritual gifts. Ministries to obedient Christians include filling, assuring, teaching, guiding and comforting (Acts 5:3-4, 2 Thes. 2:3-9, John 16:7-11, Matt. 5:45, Tit. 3:5, Eph. 1:13, 1 Cor. 6:19, 12:13, Eph. 3:20, 1 Cor. 14, James 5:14, Eph. 5:18, Rom. 8:16, 14, John 16:13, 7).

F. Creation. We believe that the Triune God, according to His sovereign will and for His own glory, created the heavens and the earth without the use of pre-existent material. All living things, we believe, came into being by a direct creative act of God and not by an evolutionary or random process, and thus have an existence distinct from Him and yet always dependent on Him (Gen. 2:4, Prov. 16:4, Acts 17:24, Col. 1:16-17).

G. Man. We believe that man was directly and immediately created by God in His image and likeness. Man was created free of sin with a rational nature, intelligence, volition, self-determination, and moral responsibility to God. We teach that God's intention in the creation of man was that man should glorify God, enjoy God's fellowship, live his life in the will of God, and by this accomplish God's

purpose for man in the world. We believe that in Adam's sin of disobedience to the revealed will and Word of God, man lost his innocence; incurred the penalty of spiritual and physical death; became subject to the wrath of God; and became inherently corrupt and utterly incapable of choosing or doing that which is acceptable to God apart from divine grace. With no recuperative powers to enable him to recover himself, man is hopelessly lost. Man's salvation is thereby wholly of God's grace through the redemptive work of our Lord Jesus Christ. We teach that because all men were in Adam, a nature corrupted by Adam's sin has been transmitted to all men of all ages, Jesus Christ being the only exception. All men are thus sinners by nature, by choice, and by divine declaration (Gen 2:16-17; Gen. 3; John 3:36; Rom. 3:9-18, 23; Rom. 6:23; Eph. 2,1-3).

H. Salvation. We believe salvation is wholly of God by grace on the basis of the redemption of Jesus Christ, the merit of His shed blood, and not on the basis of human merit or works (John 1:12; Eph. 1:7; 2:8-10; 1 Peter 1:18-19).

I. The Church. We believe in the spiritual unity of all believers in the body of our Lord Jesus Christ, of which He is the head. We agree with the admonition of Scripture not to forsake the gathering together with fellow believers and therefore advocate active participation in a local church. The purpose of the church is to glorify God by growing in faith and knowledge of God through instruction in the Word, fellowship, keeping the ordinances, and advancing and communicating the gospel to the entire world (Mat. 28:19; Acts 2:38-43; Eph 1:22; Eph. 4:5, 13-16; Eph. 5:23; Heb. 10: 24-25).

As a matter of firm policy, it is mandatory that all members of the Board of Trustees subscribe to the above statement of faith in a manner and method prescribed by the Board of Trustees, either by written statement or by oral testimony before the Board.

## **Article III. Offices**

The principal office of the School in the State of Texas is located at 225 Grace Boulevard, Georgetown, Texas 78633. The offices may be maintained at this location but may, from time to time, be changed at the discretion of the Board of

Trustees.

## **Article IV. Members**

As stated in the Articles of Incorporation, the School will not have "members" within the meaning of the Texas Non-Profit Corporation Act.

## **Article V. Board of Trustees of Grace Academy**

### ***Section 1. Election and Tenure***

There shall be nine (9) appointed board seats. Each seat shall have a three-year term, with no more than three seats being filled by appointment every year. New board members may be nominated for their terms of service by two or more sitting board members, or by petition of no less than ten parents of current Grace Academy students. Any two sitting board members may remove a nominee from consideration. Appointment will be affirmed by a two-thirds (2/3) majority vote of the sitting board members.

At the end of their three-year term, any sitting board member may be nominated for re-appointment by two or more other sitting board members, and re-appointed for another three-year term by a two-thirds (2/3) majority vote of the other sitting board members.

The number of Trustees may be increased or decreased by the unanimous action of the Board of Trustees; provided, however, that there shall never be less than three (3) Trustees.

At no time shall the number of male members of the Board of Trustees comprise less than one-half (1/2) of the total number of occupied Board seats.

### ***Section 2. Qualifications***

Subject to availability of suitable board members subscribing to the Statement of Faith located in Article II, Section 2 of these Bylaws, every attempt will be made to secure board members having expertise valuable to the school and a demonstrated

commitment to Christian education. In all cases, the demonstrated Christian walk of the individual board member shall be a major consideration as to their suitability as board members. Paid staff members are excluded from serving on the board except as an ex-officio member.

### ***Section 3. Vacancies***

A vacancy due to member and/or board action, death or resignation, may be filled by the board for the unexpired portion of the term. In all such circumstances, the board shall remain sensitive to the needs and desires of the parents and students, and to the spiritual mission of the school. Any vacancy occurring in the board of trustees may be filled by the affirmative vote of two-thirds (2/3) majority of the remaining trustees though less than a quorum of members remain.

### ***Section 4. Ex-officio Board Members***

The Board of Trustees may designate non-voting, ex-officio members of the Grace Academy Board by a majority vote of the full board. Their term of service will continue at the discretion of the board

### ***Section 5. School Administrator***

The board, by two-thirds majority vote, shall employ a chief administrator whose duties shall include, but not be limited to, hiring, evaluating and dismissing faculty and staff, developing budgets, preparing financial statements, maintaining the spiritual quality of the school, developing the curriculum, and all day-to-day administrative duties.

## **Article VI. Officers of the Board**

### ***Section 1. Number***

The officers of the board of trustees shall be a chair, a vice-chair, a secretary, and a treasurer, each of whom shall be elected by the board of trustees. Such other officers and assistants as may be deemed necessary may be elected by the board. Any two or more offices may be held by the same person except the offices of

chair and secretary.

### ***Section 2. Election***

The officers of the board of trustees are to be elected annually by majority vote of the board of trustees at the first meeting of the new board. Each officer shall hold office until his successor shall have been duly elected.

### ***Section 3. Removal of Officers***

Any officer of the board of trustees may be removed from office by the board of trustees whenever in its judgment the best interests of the school will be served thereby. Three consecutive absences from regular board meetings constitute valid grounds for removal from office.

### ***Section 4. Removal of Board Members***

Three or more sitting board members, or fifteen or more parents of Grace Academy students may petition the board of trustees for removal from the board of any board member they feel lacks a basic commitment to the school's statement of faith, goals of the school, or wisdom and diligence in matters brought before the board. A board member may be removed from the board by a unanimous vote of the board members not under consideration.

### ***Section 5. Chair***

The chair shall, when present, preside at all meetings of the board. He may sign with the secretary, or any other full and proper officer there unto authorized by the board, any checks, deeds, contracts or other instruments which the board has authorized to be executed.

### ***Section 6. Vice Chair***

In the absence of the chair, or in the event of the

inability of the chair to act, the vice chair shall perform the duties of chair.

### **Section 7. Secretary**

The secretary or his designee shall (a) keep the minutes of the proceedings, (b) see that all notices are duly given in accordance with the provisions of these by-laws or as required by law, (c) keep a current, valid post office address of each board member, (d) sign with the president of the board any legal instrument approved by the board, and (e) generally perform the duties of the office of secretary for the school including such other duties as from time to time may be assigned to him by the chair or by the board.

### **Section 8. Treasurer**

The treasurer shall be chair of the finance committee. The treasurer or his designee shall: (a) have charge of and be responsible for all reporting and accounting of funds of the corporation, (b) work with the chief administrator to ensure sound internal controls and accurate financial reporting systems, and (c) in general perform all duties incidental to the office of treasurer as set out by the board.

## **Article VII. Committees of the Board**

### **Section 1. Executive Committee**

An executive committee, comprised of the chief administrator, chair, treasurer and secretary may, in the absence of the full board, exercise all authority of the board to the extent of the full board authorization. However, said authorization shall not enable the executive committee to incur indebtedness, sell or lease school property, revoke or amend the by-laws or establish policy.

### **Section 2. Ad Hoc Committees**

The board of trustees may, by resolution passed by a majority vote, designate such *ad hoc* committees as

may be appropriate, as deemed necessary to carry out the activities and purposes of the board. All committees serve at the pleasure of the board and may be comprised of board members, regular and *ex-officio*, parents or any others who may be approved to serve.

## **Article VIII. Annual Reports and Meetings**

### **Section 1. Annual Reports**

The Grace Academy Board will compose, review with the administration, and issue an annual, written report to the entire constituency of Grace Academy School. The report may include, but not be limited to, the year-end financial reports, year-to-date scholarship funding, enrollment figures, standardized test results, the board's annual evaluation of the school, the listing of all board members-identifying the newly-elected board members, listing of significant accomplishments and events of the school year, and such other business as may be deemed appropriate by the board for the constituency's information.

### **Section 2. Regular Meetings of the Board**

The full board of trustees of Grace Academy shall meet at regular intervals of not less than once per calendar quarter at a regularly designated place at a pre-announced time. All regular meetings of the board shall be open to any constituent of Grace Academy and shall be conducted from a pre-published printed agenda, posted outside the administrative offices at least two days in advance.

### **Section 3. Special Meetings**

Special meetings of the board may be held at a time and place designated by the board to address such issues as may come before the board and shall be called by the chair or whenever a petition requesting such special meeting, signed by twenty or more parents of children enrolled at Grace Academy, has been submitted.

## **Article IX. Fiscal Responsibility**

### **Section 4. Decorum**

All meetings of the board shall be conducted according to *Roberts' Rules of Order* using a printed, pre-published agenda. Minutes of all regular board meetings will be published and maintained in a permanent binder in the school offices.

### **Section 5 Quorum[s]**

Five members of the full board plus the chair shall constitute a quorum for full board action. If the number of filled seats on the Board of Trustees is less than nine (9) as allowed in Article V Section 1, the chair and at least one-half of the total number of filled board seats (including the chair) will constitute a quorum. Board proxies may only be held for specific issues, exercised only in behalf of that issue.

A majority of the members of the executive committee shall constitute a quorum for the transaction of day to day business, provided that the Chair and the chief administrator are included in the members present.

### **Section 6. Executive Session**

The board may, as circumstances dictate, adjourn to closed session from time to time as the need arises to address spiritual, personnel, disciplinary or sensitive issues.

### **Section 7. Board Action**

The board will be considered as having formally acted when, in a duly constituted meeting, a proposal is moved, seconded, discussed, passed with the appropriate margin of votes, entered in minutes, and duly-approved. Unless otherwise specified in these Bylaws, an appropriate margin of votes means a simple majority vote.

Board discussion, consensus, debate, etc. does not constitute formal board action.

### **Section 1. General Policy**

The Board is responsible through the budgeting process to ensure that the day to day operations of the school, including facility maintenance, shall be fully funded. Budgeted revenue for the day to day operations will be comprised of the projected tuition, any anticipated publication sales, building rental, other planned, non-donation/undesignated proceeds, and projected, undesignated donations.

### **Section 2. Budgets**

The board will approve annual operating budgets. The operating budget for the following fiscal year shall be approved no later than May 15.

### **Section 3. Financial Statements**

The School will prepare annual financial statements for each fiscal year in accordance with Generally Accepted Accounting Principles. These financial statements shall be audited by a Certified Public Accountant in accordance with Generally Accepted Auditing Standards in the United States.

### **Section 4. Fund Raising**

It shall be the board's responsibility to set policy for the fundraising activities of the school staff and to be responsible for their effectiveness and thoroughness.

## **Article X. Contracts, Loans, Checks and Deposits**

### **Section 1. Contracts**

The board may authorize any officer, officers, agent or agents to enter into any contract or execute and deliver any instrument in the name of and on behalf of the school.



## **Section 2. Loans**

No loans shall be contracted on behalf of the school without two-thirds (2/3) approval of the board of trustees.

## **Section 3. Checks and Drafts**

All checks or drafts issued by Grace Academy shall be signed by such officers in such a manner as shall be determined by resolution of the board of trustees.

## **Section 4. Deposits**

All funds of the school shall be deposited in such depositories as the board may select.

## **Article XI. Fiscal Year**

The fiscal year of the school shall begin on the first day of July and end on the thirtieth day of June of each year. Terms of the board members will run concurrent with the fiscal year.

## **Article XII. Corporate Control**

The affairs and business of the Corporation shall be managed and conducted by the Corporation's Board of Trustees, as stated in Article IV of the Articles of Incorporation. The broadest discretion is vested in and conferred upon the members of the Board of Trustees for the accomplishment of these purposes, provided, however, that no contribution shall be made or distributed to or for any person, firm, corporation or other entity which shall apply, directly or indirectly, such contributed funds for any purpose or purposes in violation of the Constitution and statutes of the United States or the State of Texas.

The Board of Trustees will, from time to time, issue directives for managing and conducting the Corporation's business, in the form of resolutions, policies, procedures, and other written and oral communications as are standard business practice.

## **Article XIII. Amendments to Bylaws**

These Bylaws can altered, amended or repealed by the following process: a draft of the proposed changes must be approved by a two-thirds (2/3) vote of the board at a regular meeting; the approved draft must be posted in the School office for public inspection for a minimum of ten (10) calendar days; written notification of a proposed change in the Bylaws must be sent to all parents of currently enrolled students of the School and all members of the faculty and staff of the School; a vote by a two-thirds (2/3) majority of the board in a regular meeting of the board separated by at least ten (10) calendar days from the board meeting in which the draft was approved.