

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

Article 1. Name and Address

The name of this corporation shall be Central Oklahoma Homeschool Choirs, Incorporated (COHC). The Board of Directors may designate other names for specific activities and programs as it deems appropriate. The principal office of COHC shall be located at 2011 West Danforth Rd, Box204,, Edmond, OK 73003.

Article 2. Purpose

Central Oklahoma Homeschool Choirs is organized exclusively for educational purposes under section 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.

2.1 Mission Statement

The mission of Central Oklahoma Homeschool Choirs is to provide an excellent choral music education midst a Christian environment to area home school families. The program strives to ignite a love of music through the singing of sacred, traditional, and contemporary choral literature, cultivate basic vocal techniques and music literacy skills through a varied repertoire and musical games, promote the development of personal character and teamwork through performance preparation, and provide opportunities to serve the community and proudly represent the home school sector both locally and nationally through musical presentations.

2.2 Objectives

We believe that our choir programs offer many opportunities to our members including:

- representing the general Oklahoma home school population through quality performances
- developing a sense of responsibility
- meeting and making new friends
- using healthy vocal techniques to sing quality choral literature
- building music literacy

Article 3. Statement of Faith, Family, and Education

We believe in God, the Father, the Creator of heaven and earth, in Jesus Christ, His only Son, who was conceived by the Holy Spirit, born of the virgin Mary, was crucified and buried and on the third day rose again, and in the Holy Spirit, who gives us wisdom, strength, perseverance, and love to be a witness for the Son.

We believe that all have sinned and fallen short of the glory of God but that the gift of life is available for all who believe in Jesus Christ, His Son.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

We believe in the Bible, the Holy and inerrant Word of God, our sole authority.

We believe that the family is the basic governmental, social, and spiritual unit created by God. We understand “family” to mean male and female parents, legally married, with or without children; however, we recognize the exceptions of single parents, adopted children, foster children, and stepchildren.

We believe that the ultimate responsibility for the education of children belongs to the parents. Home schooling provides a good means to accomplish this. We support the right of parents to provide for the education of their children in a manner of their choosing.

Article 4. Membership

4.1 Membership Qualifications

Membership applies to families as defined in article 3. At least one parent or guardian of each student must sign the *Member Handbook Acknowledgement*.

4.2 Right and Privileges

Members of the corporation shall enjoy all of the rights and privileges of membership in the corporation as established by these Bylaws and the Member’s Handbook. However, members that cannot affirm the COHC statement of faith, family, and education are not eligible for any leadership role in the corporation.

4.3 Duties and Responsibilities

By signing the *Member Handbook Acknowledgement*, members and applicants agree to abide by the Bylaws and all standards and policies of the Association as established by the Board of Directors. Existing members are required to notify the corporation’s Executive Director or a member of the Board of Directors should they no longer agree to the terms of the *Member Handbook Acknowledgement*.

Membership must be renewed annually by paying the then-current membership dues.

Members are to pattern their lifestyle in a manner that will not bring reproach to the corporation.

Members shall comply with the current Oklahoma law governing home schooling.

4.4 Termination of Membership

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

Members may terminate membership in the corporation at any time providing notice to a member of the Board of Directors or Executive Director.

Membership of any member family may be terminated by a two-thirds vote of the Board of Directors whenever it believes the family is no longer eligible or is not complying with its duties and responsibilities as defined in article 4.3. Prior to the vote, the subject member family shall be afforded the opportunity to hear the reasons for the vote and to respond. Upon removal, the removed member may appeal within one week through the Board to the corporation at-large. In this case, a corporation meeting will be held for both the Board and the removed member family to present their cases. A vote shall be taken immediately following the presentation with a simple majority of those present required to uphold the Board decision. (No absentee votes shall be allowed).

A terminated member, no matter the reason, shall remain subject to the dues and fees for the remainder of the current semester as defined in the *Member Handbook*.

Article 5. Board of Directors

5.1 Composition and Qualifications

The Board of Directors shall be composed of five to nine non-paid members. Board members must meet the following requirements:

- They may not be related to another member of the board.
- They can be parents of current or past COHC members or members of the central Oklahoma community as long as at least two-thirds of the board majority consists of parents of current COHC members.
- They must be able to affirm the COHC statement of faith, family, and education.
- To be considered a current parent board member, the board member must have children who have been in at least their second consecutive year of membership at the time of election.

5.2 Election and/or Board Expansion

A corporation-wide request for nominations shall be made in October of each year. Candidates for the Board shall be selected from among those nominated by the board. Elections for one third of the Board shall take place annually at the December concert and take effect on January 1. Each member family may cast one vote for each position to be elected (typically one or two). Directors shall be elected by a majority vote of those member families present. In the case of a tie, a runoff between the tied nominees shall be conducted.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

5.3 Term of Service.

The term of service for Board members is two years running from time elected. Prior Board members may be re-elected for an additional 2 year term. Initially, two of the directors shall serve 1 ½ year terms and three of the directors shall serve 2 ½ year terms. Terms shall be established so that 1/3 of the directors may be elected each year.

5.4 Removal

Board members can be removed from the Board if they no longer meet the requirements to be a Board member by the following methods:

1. A two-thirds vote of the remaining Board members not under consideration for removal. Prior to the vote, the subject member shall be afforded the opportunity to hear the reasons for the vote and to respond. Upon removal, the removed member may appeal within one week through the Board to the corporation at large. In this case the corporation meeting will be held for both the Board and the removed member to present their cases. A vote shall be taken immediately following the presentation with a simple majority of the those present required to uphold the Board decision. (No absentee votes shall be allowed).
2. A petition signed by one quarter of the corporation member families shall be sufficient to initiate a recall vote. In this case a corporation meeting shall be held for both parties to present their cases. A vote shall be taken immediately following the presentation with a two-thirds majority of those present required to remove the Board member. (No absentee votes shall be allowed).

5.5 Vacancies

Board member vacancies may be filled at any time deemed necessary by the Board through assignment by the board. These vacancies will be filled only to the end of the particular Board member's term. They may then be re-elected for one additional 2 year term.

5.6 Governing Authority

The board of directors shall constitute the governing body of the corporation. The board shall manage the business and affairs of the corporation. It shall have all powers necessary to carry out the objectives of the corporation as set forth in Article 2. The board may accept, on behalf of the corporation, any contribution, bequest, or devise. The board shall have the authority to hire and dismiss the Executive Director as necessary in order to carry out the objectives of the corporation.

5.7 Delegation of Authority

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

The Board of Directors may delegate to one or more of its members or to any of its officers, committees or corporation members 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.

5.8 Meetings

Meetings of the Board of Directors shall be held at least four times each year (one each quarter) at a reasonable time and place set by the Board. Special meetings shall be called by the president or at the request of two or more directors. Ten days notice of special meetings must be given unless all Board members can attend or are aware of the agenda and consent to the meeting being held in their absence.

Special meetings may be conducted using phone conferencing, video conferencing, e-mail, text messaging, or instant messaging as long as all members can simultaneously communicate with one another. Votes by e-mail or web forum may also be accepted.

5.9 Decisions

A two-thirds majority of Board members participating in a meeting is required for all Board decisions made in a meeting, unless stated otherwise in these Bylaws.

5.10. Quorum

A quorum shall be 60% of the directors then sitting.

5.11 Resignations

Board members may resign at any time by notifying the Board of their desire to do so.

5.12 Compensation

No member of the Board of Directors shall receive any salary or compensation for their services as director. No member shall receive any service or benefit not provided to the general public. Members may receive reimbursement for out-of-pocket expenses incurred while conducting authorized business on behalf of the corporation. Members shall be entitled to receive reasonable fees for goods or services rendered to the corporation in capacities other than as members of the board.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

5.13 Conflicts of Interest

Whenever a director has a financial or personal interest in any matter coming before the Board of Directors, the Board shall ensure that:

1. The interest of such officer or director is fully disclosed to the Board of Directors.
2. No interested officer or director may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the Board of Directors at which such matter is voted upon.
3. Any transaction in which a director or officer has a financial or personal interest shall be duly approved by members of the Board of Directors not so interested or connected as being in the best interests of the organization.
4. Payments to the interested officer or director shall be reasonable and shall not exceed fair market value.
5. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Article 6. Officers

6.1 Designation

The board of directors shall have a president, a vice-president, a secretary, a treasurer, and committee chairs.

6.2 Election and Term of Service

Officers shall be Board members and be elected by the Board membership at the January meeting of each year. The outgoing president shall preside over the meeting until the new president is elected.

6.3 Removal

Any Officer may be removed from office (but not the Board) by a two-thirds majority vote of the full current membership of the Board whenever in its judgment the best interests of the corporation will be served thereby.

6.4 Vacancies

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

6.5 Duties

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

6.5.1 President

The President shall:

1. Conduct all corporation-wide and Board of Directors meetings.
2. Sign as the representative of the corporation as authorized by the Board of Directors.
3. Appoint members to standing and ad hoc committees.
4. Perform such other duties as may be assigned to him by the Board of Directors.

6.5.2 Vice President

The Vice President shall:

1. In the absence of the President or in the event of his death, inability or refusal to act, 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.
2. Perform such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

6.5.3 Secretary

The Secretary shall:

1. Keep the minutes of the proceedings of the Board of Directors.
2. Give notice of all meetings of the directors and Board announcements.
3. Distribute copies of minutes and the agenda to each Board member.
4. Be the custodian of the corporation records.
5. Maintain a record containing the names, alphabetically arranged, of all persons who are members of the corporation, showing their places of residence, the names of persons entitled to participate in corporate affairs. Such books shall be open for inspection as provided by law.
6. In general perform all duties incident of the office of Secretary and such other duties as from time to time may be assigned to him by the President or the Board of Directors.

6.5.4 Treasurer

The Treasurer shall:

1. Have charge and custody of and be responsible for all corporate funds, property and securities subject to such regulations as may be imposed by the Board of Directors.
2. Present a report at each Board meeting concerning transactions and the financial condition of the corporation.
3. Chair the finance committee.
4. Assist in the preparation of the budget.
5. Help develop fundraising plans.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

6. Make financial information available to Board members and the public.
7. Keep, or cause to be kept, full and accurate accounts of receipts and disbursements and shall deposit, or cause to be deposited all corporate funds and other valuable effects in the name and to the credit of the corporation in a depository or depositories designated by the Board of Directors. Corporate funds may be deposited only in banks or institutions which are insured by the Federal Deposit Insurance Corporation or the Federal Savings and Loan Insurance Corporation.
8. Pay any money owed by the corporation on presentation of proper documentation.
9. In general perform all duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the Chairman or the Board of Directors.

Article 7. Committees

The Board of Directors shall create committees as deemed necessary and delegate any required authority to the committees.

Article 8. Staff

8.1 Executive Director

The Executive Director is responsible for administering the program of the corporation. The Executive Director is accountable to the Board of Directors and shall work closely with the Board to fulfill its objectives. The Executive Director, as authorized by the Board's fiscal policy, shall sign or delegate authority to sign checks and enter into agreements with the approval of the Board of Directors, which are necessary to carry out the objectives of the corporation. The Executive Director may hire other staff members as the Board of Directors authorizes. The Executive Director shall be an ex officio member of the board. The Executive Director shall not be entitled to vote but shall be entitled to notice of and attendance at meetings, except those portions of a meeting at which matters directly relating to the director are discussed.

8.2 Other Staff

All other staff shall be supervised by and accountable to the executive director.

8.3 Hiring Policies

Hiring shall be conducted in full compliance with the corporation's anti-discrimination policy in Article 13. The corporation shall hire no employees who are members of the immediate family (spouse, grandparent, parent, brother, or sister, son or daughter) of any Board member, or of any person who will supervise the employee.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

Article 9. Finances

9.1 Fiscal Year

The fiscal year shall be from July 1 to June 30.

9.2 Budget

The Board of Directors shall prepare and adopt a budget each year to be implemented beginning in July.

9.3 Annual Financial Statement

The corporation shall prepare an annual financial statement for distribution to Board members in June of each year.

9.4 Fiscal Policy

The board shall adopt and from time to time review a fiscal policy setting out formal procedures that shall govern internal controls, the signing of checks, the obligation of funds, the approval of contracts, leases, deeds and mortgages, and other significant aspects of the organization's fiscal operation. The fiscal policy shall assure that the corporation shall have sound financial controls that are appropriate, under generally accepted accounting principles, to its size and purpose.

9.5 Seal

The corporation will not use a common seal. The signature of the name of the corporation by an authorized person shall be legal and binding.

Article 10. Parliamentary Procedures

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these Bylaws.

Article 11. Indemnification

To the full extent permitted by the General Corporation Law of Oklahoma, the Corporation shall indemnify any person who was or is a party to any civil, criminal, administrative, or investigative action, suit, or proceeding by reason of the fact that he/she is or was a Director or officer of the Corporation, or is or was serving at the request of the Corporation as a Director or officer of another corporation, against expenses (including attorneys' fees), judgments, fines, and amounts paid in

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

settlement actually and necessarily incurred by him/her in connection with such action, suit, or proceeding; and the Board may, at any time, approve indemnification of any other person which the Corporation has the power to indemnify under the General Corporation Law of Oklahoma. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which a person may be entitled as a matter of law or by contract. The foregoing shall not apply to matters as to which any such person shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of a duty. The Corporation may purchase and maintain indemnification insurance for any person to the extent permitted by applicable law.

Article 12. Adoption and Amendments

These Bylaws shall be adopted and thereafter amended, supplemented, or repealed by a two-thirds majority of the Board of Directors. Before directors may vote on an amendment to the Bylaws, notice in writing must be given to the directors of the proposed amendment at a prior meeting of the Board, and in no case less than 30 days before the amendment is to be considered. The amended Bylaws shall become effective upon approval by the Board of Directors.

Article 13. Statement of Nondiscrimination

The corporation shall not discriminate against any person in the hiring of personnel, election of board members, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, national origin, debilitating condition, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with Title VI of the Civil Rights Act of 1964, Section 504 of the Rehabilitation Act of 1973, the Age Discrimination Act of 1975, and any subsequent amendments to these statutes.

Article 14. Dissolution

The corporation may be dissolved by a unanimous vote of the Board of Directors. In the event that the corporation should be dissolved, the corporation assets shall be transferred to another home school group as determined by the Board.

The foregoing Bylaws were adopted by the Central Oklahoma Homeschool Choirs, Incorporated Board of Directors on the 12th day of June, 2012.

Updated September 2, 2014

Updated June 22, 2015

Robyn Calloway
Secretary

Central Oklahoma Homeschool Choirs, Inc.

Bylaws

Approved January 26, 2015

Updates Approved November 8, 2016

Karen Helton
President