**KEOKUK CHRISTIAN ACADEMY**

**SERIES 100**

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**DISTRICT**

**POLICY NO. 100**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**LEGAL STATUS OF THE SCHOOL DISTRICT**

Keokuk Christian Academy is a private, non-denominational, nonprofit school, organized and governed by the New Testament Christian Church of Keokuk, Iowa. Keokuk Christian Academy was founded in 1981 by a group of individuals concerned about equipping children with the necessary tools to stand for God and His truth and to become a vital part of American society.

Keokuk Christian Academy legally established its own 501(c)(3) in 2024.

**DISTRICT**

**POLICY NO. 100.1**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**ARTICLES OF INCORPORATION**

ARTICLE I Corporate Name

The name of the Corporation is Keokuk Christian Academy.

ARTICLE II Duration

The Corporation shall have perpetual duration.

ARTICLE III Corporate Purposes

Keokuk Christian Academy’s mission is to provide an educational program of

academic excellence in an environment of Christian love and to provide our students with

Bible training conducive to building Christian character. Notwithstanding the foregoing,

however, the Corporation is organized exclusively for charitable, religious, educational, and

scientific purposes, including, for such purposes, the making of distributions to

organizations that qualify as exempt organizations under section 501(c)(3) of the Internal

Revenue Code of 1986, as amended (or corresponding section of any future federal tax

code).

ARTICLE IV No Private Inurement

The Corporation is not organized for profit. No part of the net earnings of the

Corporation shall inure to the benefit of, or be distributable to its members, trustees,

officers, or other private persons, except that the Corporation shall be authorized and

empowered to pay reasonable compensation for services rendered and to make payments

and distributions in furtherance of the purposes set forth in Article III hereof. No substantial

part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise

attempting, to influence legislation, and the Corporation shall not participate in, or intervene

in (including the publishing or distribution of statements) any political campaign on behalf of

or in opposition to any candidate for public office. Notwithstanding any other provision of

these articles, the Corporation shall not carry on any other activities not permitted to be

carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of

the Internal Revenue Code, or corresponding section of any future federal tax code, or (b)

by a corporation, contributions to which are deductible under section 170(c)(2) of the

Internal Revenue Code (or corresponding section of any future federal tax code).

ARTICLE V Initial Registered Agent

The street address of the initial registered office of the Corporation is 521 E Locust

St, Ste 302, Des Moines, Iowa 50309, located in the County of Polk, and the name of its

initial registered agent at such address is Iowa Agents LLC.

ARTICLE VI Incorporator

The name and address of the incorporator is Andrew B. Karas, 521 E Locust Street,

Suite 302, Des Moines, Iowa.

ARTICLE VII Members

The Corporation shall have no members. The number of persons comprising the

board of directors of the Corporation, their terms of office, and the procedures for their

election are fixed by the bylaws of the Corporation.

ARTICLE VIII Tax Exempt Limitations

The Corporation shall have all of the powers given to it by the laws of the State of

Iowa; provided, however, only such powers shall be exercised as are in furtherance of the

tax-exempt purposes of the Corporation and as may be exercised by an organization

exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the

corresponding provision of any future United States Internal Revenue Law). Specifically

with regard to such powers:

(A) The Corporation will distribute its income for each tax year at such time and in

such manner so that it will not become subject to the tax on undistributed

income imposed by Section 4942 of the Internal Revenue Code of 1986, as

amended, or corresponding provisions of any later federal tax laws.

(B) The Corporation will not engage in any act of self-dealing as defined in

Section 4941(d) of the Internal Revenue Code of 1986, as amended, or

corresponding provisions of any later federal tax laws.

(C) The Corporation will not retain any excess business holdings as defined in

Section 4943(c) of the Internal Revenue Code of 1986, as amended, or

corresponding provisions of any later federal tax laws.

(D) The Corporation will not make any investments in a manner that would

subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as

amended, or corresponding provisions of any later federal tax laws.

(E) The Corporation will not make any taxable expenditures as defined in Section

4945(d) of the Internal Revenue Code of 1986, as amended (or

corresponding provisions of any of any future federal tax code).

ARTICLE IX Distribution Upon Dissolution

Upon the dissolution of the Corporation, assets shall be distributed by the board of

directors for one or more exempt purposes within the meaning of section 501(c)(3) of the

Internal Revenue Code, or corresponding section of any future federal tax code, or shall be

distributed to the federal government, or to a state or local government for a public purpose.

Any such assets not so disposed of shall be disposed of by the District Court of the county

in which the principal office of the Corporation is then located, exclusively for such purposes

or to such organization or organizations, as said Court shall determine, which are organized

and operated exclusively for such purposes.

ARTICLE X Limitation of Director Liability

A director of the Corporation shall not be liable to the Corporation or its members for

money damages for any action taken, or any failure to take any action, as a director, except

liability for any of the following: (1) the amount of a financial benefit received by a director to

which the director is not entitled; (2) an intentional infliction of harm on the Corporation or

the members; (3) a violation of the unlawful distribution provision of the Revised Iowa

Nonprofit Corporation Act; or (4) an intentional violation of criminal law. If the Revised Iowa

Nonprofit Corporation Act is hereafter amended to authorize the further elimination or

limitation of the liability of directors, then the liability of a director of the Corporation, in

addition to the limitation on personal liability provided herein, shall be eliminated or limited

to the extent of such amendment, automatically and without any further action, to the fullest

extent permitted by law. Any repeal or modification of this Article shall be prospective only

and shall not adversely affect any limitation on the personal liability or any other right or

protection of a director of the Corporation with respect to any state of facts existing at or

prior to the time of such repeal or modification.

ARTICLE XI Indemnification of Directors and Officers

The Corporation shall indemnify a director for liability (as such term is defined in

section 504.851(5) of the Revised Iowa Nonprofit Corporation Act) to any person for any

action taken, or any failure to take any action, as a director, except liability for any of the

following: (1) receipt of a financial benefit by a director to which the director is not entitled;

(2) an intentional infliction of harm on the Corporation or the members; (3) a violation of the

unlawful distribution provision of the Revised Iowa Nonprofit Corporation Act; or (4) an

intentional violation of criminal law. Without limiting the foregoing, the Corporation shall

exercise all of its permissive powers as often as necessary to indemnify and advance

expenses to its directors and officers to the fullest extent permitted by law. If the Revised

Iowa Nonprofit Corporation Act is hereafter amended to authorize broader indemnification,

then the indemnification obligations of the Corporation shall be deemed amended

automatically and without any further action to require indemnification and advancement of

funds to pay for or reimburse expenses of its directors and officers to the fullest extent

permitted by law. Any repeal or modification of this Article shall be prospective only and

shall not adversely affect any indemnification obligations of the Corporation with respect to

any state of facts existing at or prior to the time of such repeal or modification.

ARTICLE XII Amendments

The articles of incorporation may be amended at any meeting of the board of

directors by a majority vote of the directors then in office if written or electronic notice of

intention to propose an amendment (such notice to include a reasonable and accurate

description of the intended substance and purpose of the amendment) was provided to

each director at least five (5) business days prior to such meeting. The articles of

incorporation may also be amended, without notice and without approval of any other

person or persons, at any meeting of the board of directors or without a meeting of the

directors if such amendment is approved in writing unanimously by the directors then in

office and entitled to vote.

**DISTRICT**

**POLICY NO. 100.2**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**BYLAWS**

**ARTICLE I**

**CORPORATE PURPOSES**

**Section 1.1 Charitable Purpose.** Keokuk Christian Academy’s mission is to provide an educational program of academic excellence in an environment of Christian love and to provide our students with Bible training conducive to building Christian character. Notwithstanding the foregoing, however, the Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions ot organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding section of any future federal tax code).

**ARTICLE II**

**STATEMENT OF FAITH**

The doctrines and beliefs of the Keokuk Christian Academy fully embrace those truths emphasized in the Holy Scriptures, and Keokuk Christian Academy further articulates its doctrine in the following Statement of Faith:

We believe the Bible to be the inspired, the only infallible, authoritative, inerrant Word of God and the final authority on all matters of faith and Christian living (Psalms 19:7-11 / 2 Timothy 3:16 / 2 Peter 1:21 / Mark 12:36 / John 14:26 / Acts 1:16 / 1 Corinthians 2:12, 13).

 We believe we belong to one God, eternally existent in three persons—God the Father, God the Son, and God the Holy Spirit making up the Holy Trinity (Genesis 1:1,2 / Matthew 5: 16, 45; 6: 1,4,8,9; 28:19 / John 1:1; 4:24; 10:30; 14:9-11; 14:16-20).

 We believe in the deity of Christ (John 10:33), His virgin birth (Isaiah 7:14, Matthew 1:23, Luke 1:35), His sinless life (Hebrews 4:15, 7:26), His miracles (John 2:11), His vicarious and atoning death (1 Corinthians 15:3, Ephesians 1:7, Hebrews 2:9), His Resurrection (John 11:25, 1 Corinthians 15:4), His Ascension to the right hand of God (Mark 16:19), and His personal return in power and glory (Acts 1:11, Revelation 19:11).

 We believe in the inherent sinfulness of all people and their absolute need to be saved through believing and following the teachings of Jesus. (John 3:16–19, 5:24; Romans 3:23, 5:8–9; Ephesians 2:8–10; Titus 3:5).

 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 condemnation (John 5:28–29).

 We believe in the spiritual unity of believers in our Lord Jesus Christ (Romans 8:9, 1 Corinthians 12:12–13, Galatians 3:26–28) All people need God: All people are sinful and lost without a relationship with God through Jesus Christ. Salvation is the result of one believing in Jesus, repenting of sin, confessing Jesus as Lord, being baptized for forgiveness of sin and the gift of the Holy Spirit, and living by faith in the grace of God. (Acts 2:38, 4:12 / Romans 3:23 / Matthew 26:28 / Romans 5:1,2,9 / Ephesians 2:8,9 / 1 Peter 1:18,19 / Luke 24:45-47 / Acts 3:19; 17:30 / 2 Peter 3:9 / Romans 10/9 / Philippians 2:11 / Galatians 3:27)

 We believe in the present ministry of the Holy Spirit by whose indwelling the Christian is enabled to live a godly life (Romans 8:13–14; 1 Corinthians 3:16, 6:19–20; Ephesians 4:30, 5:18).

We believe God wonderfully and immutably creates each person as male or female. These two distinct, complementary sexes together reflect the image and nature of God. Rejection of one’s biological sex is a rejection of the image of God within that person and is against Christian belief and practice. (Genesis 5:2; Matthew 19:4)

We believe the term “marriage” has only one meaning: The uniting of one man and one woman in a single, exclusive union. God intends sexual intimacy to occur only between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity outside of a marriage between a man and a woman. Any form of sexual immorality (including adultery, cohabitation, fornication, homosexual behavior, bisexual conduct, bestiality, incest, or use of pornography) is sinful and offensive to God. (Genesis 2:24; Matthew 19:5; Hebrews 13:4; I Corinthians 7:1-40)

**ARTICLE III**

**OFFICES AND REGISTERED AGENT**

**Section 3.1 Principal Office.** The location of the principal office of the corporation in the State of Iowa will be identified in the corporation’s biennial report filed with the Iowa Secretary of State.

**Section 1.1 Registered Office and Registered Agent.** The initial registered agent and office of the corporation are set forth in the Articles of Incorporation. The registered agent or registered office, or both, may be changed by resolution of the board of directors.

**ARTICLE IV**

**BOARD OF DIRECTORS**

**Section 4.1 General Powers.** The affairs of the corporation shall be managed by its board of directors. Directors need not be residents of the state of Iowa.

**Section 4.2 Qualifications.** Each and every director must:

A. Be appointed by the Trustees of New Testament Christian Church

**Section 4.3 Number and Tenure.** The number of directors shall be no fewer than five and no greater than seven. Each director will be appointed by the trustees of New Testament Christian Church of Keokuk, Iowa. The term of director shall be one year, beginning on July 1 and ending on June 30, or a portion thereof. Each director may serve up to nine years (3 - 3 year terms), followed by one year off, and then the possibility of nine more years (3 - 3 years terms), with this pattern having the possibility of being repeated indefinitely.

**Section 4.4 Annual Meetings.** The annual meeting of the board of directors shall be held the third Tuesday of July, in each year beginning with 2025, or on such other date in the third calendar quarter as the board of directors shall by resolution specify, commencing at 5:30 p.m. at the principal office of the corporation. The board of directors may also provide by resolution the time and place, either within or outside of the state of Iowa, for the holding of additional regular meetings of the board without other notice than the resolution.

**Section 4.5 Special Meetings.** Special meetings of the board of directors may be called by or at the request of the president or any two (2) directors. The persons authorized to call special meetings of the board may fix any place, either within or outside of the state of Iowa, as the place for holding any special meeting of the board called by them.

**Section 4.6 Notice.** Notice of any special meeting of the board of directors shall be given at least two (2) business days previously by written notice delivered personally or sent by mail, fax or other electronic means to each director at the director’s address as shown by the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail in a sealed envelope so addressed, with postage prepaid. If notice is given by fax or other electronic means, it shall be deemed to be delivered when successfully transmitted to the recipient. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board need be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Bylaws.

**Section 4.7 Place of Meetings, etc.** The board of directors may hold its meetings at such place or places within or without the State of Iowa, as the board may from time to time determine. A director may participate in any meeting by any means of communication, including, but not limited to telephone conference call, by which all directors participating may simultaneously hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

**Section 4.8 Quorum.** A majority of the board of directors shall constitute a quorum for the transaction of business at any meeting of the board; but if less than a majority of the directors are present at the meeting, a majority of the directors present may adjourn the meeting from time to time without further notice.

**Section 4.9 Manner of Acting.** The act of majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by law or by these Bylaws.

**Section 4.10 Resignation.** Any director of the corporation may resign at any time by delivering written notice to the president, the board of directors, or the corporation. A resignation is effective when the notice is delivered unless the notice specifies a later effective date.

**Section 4.11 Removal.** Any director of the corporation may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served by such director’s removal, but such removal shall be without prejudice to the contract rights, if any, of the director so removed. Such removal shall be effected by the affirmative vote of same percentage of the directors then in office and qualified to vote as required to elect a director, provided that the director being removed shall not be allowed to vote nor shall such director be counted for determining the percentage of votes cast.

**Section 4.12 Vacancies.** Any vacancy occurring in the board of directors and any directorship to be filled by reason of an increase in the number of directors, shall be filled by the board of directors. A director elected to fill a vacancy shall be elected for the unexpired term of the director’s predecessor in office.

**Section 4.13 Compensation.** Directors shall not receive any stated salaries for their services, but by resolution of the board of directors a fixed sum and expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the board; but nothing contained here shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation for such services.

**Section 4.14 Informal Action by Directors.** Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting out the action so taken, shall be signed by all the directors. The director's consent may be transmitted electronically in accordance with Article X (Electronic Transmission) of these Bylaws. A director’s consent may be withdrawn by revocation signed by the director and delivered to the corporation prior to the delivery to the corporation of unrevoked written consents signed by all the directors.

**Section 4.15 Responsibilities of the Board of Directors.** Collectively as a board, the directors shall govern the Corporation, including by not limited to:

A. Act as the governing body of the school with the sole organizational and ongoing

 responsibility of the covenants, constitution and by-laws of the corporation.

B. Establish, protect, and advance the mission statement, vision, core values, statement

 of faith, graduate characteristics, and nonnegotiables.

C. Serve as the Executive Board.

D. Reserve the right to establish advisory boards or panels as needed in order to fulfill

 the needs of the organization.

E. Write and set organizational policy.

F. Promote mission-directed governance that focuses on the big picture.

G. Function and govern as a unit uniformly focused on advancing the school.

H. Complete the necessary work as defined in the responsibilities of the Board of

 Directors.

I. Set and communicate the strategic direction of the school, seeking measurement of

 initiatives and providing adequate time, funding, and people to fulfill the vision.

J. Sets goals for each standing team and any possible task force.

K. Learn from reports to the board through the Administrator and make decisions based

 on those reports.

L. Adjust the Board of Directors policy manual as needed, governing through written

 policies, reviewing the Board of Directors policy manual regularly.

M. Evaluate its only employee, the school Administrator, providing accountability and

 authority, conducting the evaluation by following board procedures outlined in the

 board policy manual.

N. Empower the school Administrator to complete his/her work through task forces or

 other means.

O. Redirect parent/constituent concerns and questions to the proper parties.

P. Make decisions in the view of mission and value statements as well as the Board of

 Directors policy and the strategic plan.

Q. Perform a self-evaluation on an annual basis.

**ARTICLE V**

**OFFICERS**

**Section 5.1 Officers.** The officers of the corporation shall be a president, a secretary, a treasurer and such other officers as may be elected in accordance with the provisions of this article. The board of directors may elect or appoint the other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, to have the authority and perform the duties prescribed by the board of directors. Any two or more officers may be held by the same person.

**Section 5.2 Election and Term of Office.** The officers of the corporation shall be elected annually by the board of directors at the regular annual meeting of the board of directors. If the election of officers shall not be held at such meeting, it shall be held as soon thereafter as is convenient. New officers may be created and filled at any meeting of the board of directors. Each officer shall hold office until their successor shall have been elected and shall have qualified.

**Section 5.3 Removal.** Any officer elected or appointed by the board of directors may be removed by the board of directors whenever in its judgment the best interests of the corporation would be served by such officer’s removal, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

**Section 5.5 Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the board of directors for the unexpired portion of the term.

**Section 5.6 President.** The president shall be the principal executive officer of the corporation and shall in general supervise and control all the business and affairs of the corporation. The president shall preside at all meetings of the board of directors. The president may sign, with the secretary or any other proper officer of the corporation 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 shall be expressly delegated by the board of directors or by these Bylaws or by statue to some other officer or agent of the corporation; and in general the president shall perform all duties incident to the office of president and such other duties as may be prescribed by the board of directors.

**Section 5.6 Vice-President.** In the absence of the president or in event of the president’s inability or refusal to act, the vice-president (if any, or in the event there be more than one vice-president, the vice-presidents in the order of their election) shall perform 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 may be assigned by the president or by the board of directors.

**Section 5.7 Treasurer.** If required by the board of directors, the treasurer shall give a bond for the faithful discharge of the treasurer’s duties in such sum and with such surety as the board of directors shall determine. The treasurer shall have charge and custody of and be responsible for all funds and securities of the corporation; receive and give receipts for moneys due and payable to the corporation from any source, and deposit all such moneys in the name of the corporation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VIII (Contracts, Checks, Deposits, and Gifts) of these Bylaws; and in general perform all the duties incident to the office of treasurer and such other duties as may be assigned to the treasurer by the president or by the board of directors.

**Section 5.8 Secretary.** The secretary shall keep the minutes of the meetings of the board of directors in books provided for that purpose; see that all notices are given in accordance with the provisions of these Bylaws or as required by law; be custodian of the corporate records; keep a register of the post office address of each member which shall be furnished to the secretary by that member; and in general perform all duties incident to the office of secretary and such other duties as may be assigned by the president or by the board of directors.

**Section 5.9 Assistant Treasurers and Assistant Secretaries.** If required by the board of directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the board of directors shall determine. The assistant treasurers and assistant secretaries, in general, shall perform the duties assigned to them by the treasurer or the secretary or by the president or the board of directors.

**ARTICLE VI**

**COMMITTEES**

**Section 6.1 Committees of Directors.** The board of directors, by resolution adopted by a majority of the directors in office, may designate and appoint one or more committees, each of which shall consist of two or more directors, which committees, to the extent provided in the resolution, shall have and exercise the authority of the board of directors in the management of the corporation; provided, however, that no such committee shall have the authority of the board of directors in reference to authorized distributions; approve or recommend to members dissolution, merger, or sale, pledge, or transfer of all or substantially all of the corporation’s assets; elect, appoint, or remove directors or fill vacancies on the board or any of its committees; or adapt, amend, or repeal the articles or bylaws. The appointment of any such committee and the delegation of authority shall not operate to relieve the board of directors of any responsibility imposed upon it by law.

**Section 6.2 Term of Office.** Each member of a committee shall continue as a member until the next annual meeting of the members of the corporation and until the member’s successor is appointed, unless the committee shall be terminated sooner, or unless the member be removed from the committee, or unless the member shall cease to qualify as a member of the committee.

**Section 6.3 Chair.** One member of each committee shall be appointed chair by the person or persons authorized to appoint the members of the committee.

**Section 6.4 Vacancies.** Vacancies in the membership of any committee may be filled by appointments made in the same manner as provided in the case of the original appointments.

**Section 6.5 Quorum.** Unless otherwise provided in the resolution of the board of directors designating a committee, a majority of the whole committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

**ARTICLE VII**

**CONTRACTS, CHECKS, DEPOSITS, AND GIFTS**

**Section 7.1 Contracts.** The board of directors may authorize any officer or officers, agent or agents of the corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

**Section 7.2 Checks, Drafts, etc..** All checks, drafts or orders for the payment of money, or other evidence of indebtedness issued in the name of the corporation, shall be signed by those officers or agents of the corporation and in the manner as shall be determined by resolution of the board of directors. In the absence of this determination by the board of directors, the instruments shall be signed by the treasurer or by the president of the corporation.

**Section 7.3 Deposits.** All funds of the corporation shall be deposited to the credit of the corporation in the banks, trust companies or other depositories as the board of directors may select.

**Section 7.4 Gifts.** The board of directors may accept on behalf of the corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the corporation.

**ARTICLE VIII**

**BOOKS AND RECORDS**

**Section 8.1 Contracts.** The corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its board of directors and committees having any of the authority of the board of directors as well as other documents required to be maintained pursuant to the Revised Iowa Nonprofit Corporation Act.

**Section 8.2 Director’s Access to Records.** A director is entitled to inspect and copy the books, records, and documents of the corporation at any reasonable time to the extent reasonably related to the performance of the director’s duties as a director, including any duties as a member of a committee, but not for any other purpose or in any manner that would violate any duty to the corporation.

**ARTICLE IX**

**FISCAL YEAR**

The fiscal year of the corporation shall begin on the first day of July and end of the last day of June in each year.

**ARTICLE X**

**ELECTRONIC TRANSMISSION**

“Electronic transmission” or “electronically transmitted” means any process of communication not directly involving the physical transfer of paper that is suitable for the retention, retrieval, and reproduction of information by the recipient. Notice by electronic transmission is written notice. Notices and written consents may be given by electronic transmission. Each written consent given by electronic transmission shall contain an electronic signature of the person giving such written consent.

**ARTICLE XI**

**RULES OF PROCEDURE**

The rules contained in the current edition of *Robert’s Rules of Order Newly Revised* shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the corporation may adopt.

**ARTICLE XII**

**INDEMNIFICATION**

**Section 12.1 Indemnification of Directors and Officers.** The corporation may indemnify any director or officer of this corporation, and each director or officer of this corporation who is serving or who has served, at the request of this corporation, as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, against expenses, including attorney’s fees, judgments, penalties, fines, settlements and reasonable expenses, actually incurred by such director or officer relating to his conduct as a director or officer of this corporation or as a director, officer, partner, trustee, employee or agent of another corporation, partnership, joint venture, trust, other enterprise or employee benefit plan, except that such indemnification shall not apply (i) to a breach of that person’s duty of loyalty to the corporation, (ii) to acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or (iii) for a transaction from which that person derives an improper personal benefit.

**Section 12.2 Determination to Indemnify.** Any indemnification provided for in this article (unless ordered by a court) shall be made by the corporation only as authorized in the specific case upon a determination that indemnification of the director or officer is proper in the circumstances because he had met the applicable standard of conduct set forth in this article above. Such determination shall be made (i) by the board of directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit, or proceeding; or (ii) by special legal counsel, selected by the board of directors by vote as set forth in (i) above, or, if the requisite quorum of the full board cannot be obtained therefore, by a majority vote of the full board, in which selection directors who are parties may participate.

**Section 12.3 Indemnification Not Exclusive Remedy.** The indemnification provided in this article shall not be deemed exclusive of any other rights to which a person indemnified may be entitled under any bylaw, agreement, vote of disinterested directors or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors, and administrators of such person.

**ARTICLE XIII**

**AMENDMENTS TO BYLAWS**

These Bylaws may be altered, amended or repealed and new bylaws may be adopted by two-thirds of the directors present at any regular or at any special meeting, if at least two (2) business days’ written notice is given of intention to alter, amend, or repeal or to adopt new bylaws at the meeting. The notice of the meeting shall also include at least a general description of the nature of changes to be proposed for the bylaws.

**DISTRICT**

**POLICY NO. 100.3**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**CONFLICT OF INTEREST**

The Keokuk Christian Academy, (the Academy) is providing the following policy and procedures to prevent the personal interest of staff members, board members, and volunteers from interfering with the performance of their duties to the Academy or result in personal financial, professional, or political gain on the part of such persons at the expense of the Academy, its supporters, and other stakeholders.

Definitions: **Conflict of Interest** (also Conflict) means conflict, or the appearance of a conflict, between the private interests and official responsibilities of a person in a position of trust. Persons in a position of trust include staff members, officers, and board members of the Academy. **Board** means the Board of Directors. **Officer** means an officer of the Board of Directors.  **Volunteer** means a person—other than a board member—who does not receive compensation for services and expertise provided to the Academy and retains a significant independent decision-making authority to commit resources of the organization. **Staff Member** means a person who received all or part of his or her income from the payroll of Academy. **Supporter** means corporations, associations, individuals, 501(c)(3) nonprofits, and other nonprofit organizations who contribute to the Academy.

POLICY AND PRACTICES

1. Full disclosure, by notice in writing, shall be made by the interested parties to the full Board of Directors in all conflicts of interest, including but not limited to the following:

 a. A board member is related to another board member or staff member by blood, marriage or domestic partnership.

b. A staff member in a supervisory capacity is related to another staff member whom he or she supervises.

c. A board member or their organization stands to benefit from the Academy transaction or staff member of such organization receives payment from the Academy for any subcontract, goods, or services other than as part of her or his regular job responsibilities or as reimbursement for reasonable expenses incurred as provided in the bylaws and board policy.

d. A board member or staff member is a member of the governing body of a contributor to the Academy.

e. A volunteer working on behalf of the Academy who meets any of the situations or criteria listed above.

2. Following full disclosure of a possible conflict of interest or any condition listed above, the Board of Directors shall determine whether a conflict of interest exists Keokuk Christian Academy Page 2 of 3 Conflict of Interest Policy Effective 04/19/2024 and, if so, the Board shall vote to authorize or reject the transaction or take any other action deemed necessary to address the conflict and protect the Academy’s best interests. Both votes shall be by a majority vote without counting the vote of any interested director, even if the disinterested directors are less than a quorum provided that at least one consenting director is disinterested.

3. A Board member or Committee member who is formally considering full-time employment with Academy must take a temporary leave of absence until the position is filled. Such a leave will be taken within the Board member’s elected term, which will not be extended because of the leave. A Board member or Committee member who is formally considering employment with Academy must submit a written request for a temporary leave of absence to the Secretary of the Academy indicating the time period of the leave. The Secretary of the Academy will inform the President of the Board of such a request. The President will bring the request to the Board for action. The request and any action taken shall be reflected in the official minutes of the Academy.

4. An interested Board member, officer, or staff member shall not participate in any discussion or debate of the Board of Directors, or of any committee or subcommittee thereof in which the subject of discussion is a contract, transaction, or situation in which there may be a perceived or actual conflict of interest. However, they may be present to provide clarifying information in such a discussion or debate unless objected to by any present Board or Committee member.

5. Anyone in a position to make decisions about spending the Academy’s resources (i.e., transactions such as purchases contracts)—who also stand to benefit from that decision—has a duty to disclose that conflict as soon as it arises (or becomes apparent); she or he should not participate in any final decisions.

6. A copy of this policy shall be given to all Board members, staff members, volunteers or other key stakeholders upon commencement of such person’s relationship with the Academy or at the official adoption of stated policy. Each Board member, officer, staff member, and volunteer shall sign and date the policy at the beginning of his or her term of service or employment and each year thereafter. Failure to sign does not nullify the policy.

7. This policy and disclosure form must be filed annually by all specified parties.

**DISTRICT**

**POLICY NO. 100.4**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**CONFLICT OF INTEREST DISCLOSURE FORM**

**Conflict of Interest Disclosure Form**

This form must be filed annually by all specified parties, as identified in the Keokuk Christian Academy’s Conflict of Interest Policy Statement ratified by Academy’s Board of Directors on April 19, 2024. Please check one of the following.

 \_\_\_\_\_ I have no conflict of interest to report.

or

\_\_\_\_\_ I have the following conflict of interest to report (please specify): \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

The undersigned, by his or her affixed signature, notes his or her understanding of the implications of this policy.

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Signature

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Printed Name

\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

Date

**DISTRICT**

**POLICY NO. 100.5**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**DEMOGRAPHICS, FACILITIES, and PROGRAMS/CHURCH AFFILIATIONS**

**Demographics**

Keokuk Christian Academy (KCA) is located in Lee County within the city limits of Keokuk, Iowa. KCA is a mission and ministry of the New Testament Christian Church housed within the educational wing of the church’s facilities.

Keokuk is located in the southeastern corner of Iowa bordering the states of Missouri and Illinois. The Des Moines river divides Keokuk from Missouri and the Mississippi river divides Keokuk from Illinois. These two rivers enhance the beauty of the city and add a variety of recreational opportunities throughout the four distinct seasons annually.

From the soaring of eagles that grace our skies to the majestic waters of the two rivers, Keokuk’s heritage embodies Civil War history, Mark Twain (Samuel Clemens) and the river boat nostalgia, and the prestige of being the site of the first National Cemetery west of the Mississippi River. Built in 1913, Keokuk continues to maintain the largest hydroelectric power plant on the Mississippi river. Keokuk is blessed with a wide diversity of churches and faiths and educational systems, including Southeastern Community College’s south campus, Keokuk Public schools, Keokuk Catholic schools, and Keokuk Christian Academy.

**Facilities**

Keokuk Christian Academy operates largely from the educational wing of New Testament Christian Church located in Keokuk, IA. The school consists of a main office with an adjoining administrator’s office. Keokuk Christian Academy makes use of 8 classrooms with one being designated as the library. The school makes use of the church’s gym, a stand alone facility, to conduct lunch, physical education, and indoor recess. The church’s sanctuary is used weekly for Keokuk Christian Academy’s chapel services. Additionally, Keokuk Christian Academy has two playgrounds on the premises. One playground is enclosed for Preschoolers while the other is used by grades Kindergarten through 12th. The high school is housed within a modular classroom next to the gymnasium. The New Testament Christian Church was built in 1979.

**Programs & Church Affiliations**

Keokuk Christian Academy (KCA) offers general education instruction in all core areas, including Bible, across our curriculum. Abeka is our primary curricular source. The district desires to offer one special per day which enhances our student’s curricular experiences weekly. These specials may include art, physical education, music, library, and chapel.

The following are church affiliations in the tri-state area in which our students attend:

* New Testament Christian Church (founding church)
* Calvary Foursquare
* First Baptist Church
* First United Pentecostal
* First Christian Church
* The Crossing
* Living Word Ministry
* Cornerstone Christian Church
* Fountain of Life
* Evangelical Free
* Elvaston Community Christian Church
* God’s Way Christian Church
* Crossview Fellowship
* United Methodist Church
* Community of Christ

**DISTRICT**

**POLICY NO. 101**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**FOUNDATION, MISSION, and STATEMENT OF FAITH**

Keokuk Christian Academy has established its foundation, mission, and statement of faith. The district is dedicated to the truths written within these documents.

**DISTRICT**

**POLICY NO. 101.1**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**FOUNDATION**

Keokuk Christian Academy is a private, non-denominational, nonprofit school, organized and governed by the New Testament Christian Church of Keokuk, Iowa. Keokuk Christian Academy was founded in 1981 by a group of individuals concerned about equipping children with the necessary tools to stand for God and His truth and to become a vital part of American society.

**DISTRICT**

**POLICY NO. 101.2**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**MISSION**

Keokuk Christian Academy’s mission is to provide an educational program of academic excellence in an environment of Christian love and to provide our students with Bible training conducive to building Christian character.

**DISTRICT**

**POLICY NO. 101.3**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**STATEMENT OF FAITH**

1. We believe the Bible to be the inspired, the only infallible, authoritative, inerrant Word of God and the final authority on all matters of faith and Christian living (Psalms 19:7-11 / 2 Timothy 3:16 / 2 Peter 1:21 / Mark 12:36 / John 14:26 / Acts 1:16 / 1 Corinthians 2:12, 13).
2. We believe we belong to one God, eternally existent in three persons—God the Father, God the Son, and God the Holy Spirit making up the Holy Trinity (Genesis 1:1,2 / Matthew 5: 16, 45; 6: 1,4,8,9; 28:19 / John 1:1; 4:24; 10:30; 14:9-11; 14:16-20).
3. We believe in the deity of Christ (John 10:33), His virgin birth (Isaiah 7:14, Matthew 1:23, Luke 1:35), His sinless life (Hebrews 4:15, 7:26), His miracles (John 2:11), His vicarious and atoning death (1 Corinthians 15:3, Ephesians 1:7, Hebrews 2:9), His Resurrection (John 11:25, 1 Corinthians 15:4), His Ascension to the right hand of God (Mark 16:19), and His personal return in power and glory (Acts 1:11, Revelation 19:11).
4. We believe in the inherent sinfulness of all people and their absolute need to be saved through believing and following the teachings of Jesus. (John 3:16–19, 5:24; Romans 3:23, 5:8–9; Ephesians 2:8–10; Titus 3:5).
5. 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 condemnation (John 5:28–29).
6. We believe in the spiritual unity of believers in our Lord Jesus Christ (Romans 8:9, 1 Corinthians 12:12–13, Galatians 3:26–28) All people need God: All people are sinful and lost without a relationship with God through Jesus Christ. Salvation is the result of one believing in Jesus, repenting of sin, confessing Jesus as Lord, being baptized for forgiveness of sin and the gift of the Holy Spirit, and living by faith in the grace of God. (Acts 2:38, 4:12 / Romans 3:23 / Matthew 26:28 / Romans 5:1,2,9 / Ephesians 2:8,9 / 1 Peter 1:18,19 / Luke 24:45-47 / Acts 3:19; 17:30 / 2 Peter 3:9 / Romans 10/9 / Philippians 2:11 / Galatians 3:27)
7. We believe in the present ministry of the Holy Spirit by whose indwelling the Christian is enabled to live a godly life (Romans 8:13–14; 1 Corinthians 3:16, 6:19–20; Ephesians 4:30, 5:18).
8. We believe God wonderfully and immutably creates each person as male or female. These two distinct, complementary sexes together reflect the image and nature of God. Rejection of one’s biological sex is a rejection of the image of God within that person and is against Christian belief and practice. (Genesis 5:2; Matthew 19:4)
9. We believe the term “marriage” has only one meaning: The uniting of one man and one woman in a single, exclusive union. God intends sexual intimacy to occur only between a man and a woman who are married to each other. We believe that God has commanded that no intimate sexual activity outside of a marriage between a man and a woman. Any form of sexual immorality (including adultery, cohabitation, fornication, homosexual behavior, bisexual conduct, bestiality, incest, or use of pornography) is sinful and offensive to God. (Genesis 2:24; Matthew 19:5; Hebrews 13:4; I Corinthians 7:1-40)

**DISTRICT**

**POLICY NO. 101.4**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**DISTRICT GOALS**

The leadership of Keokuk Christian Academy is committed to the following goals:

1. To provide quality instruction and an academic environment in every classroom, with genuine Christian teachers providing firm but loving discipline.
2. To provide for the development of the whole student, using a variety of activities to build, enrich, and strengthen each student.
3. To assist each student in recognizing the Word of God as

the source of all authority.

1. To become a partner with parents in educating their children in the spiritual, social, physical, and intellectual matters in order to prepare children for a life of Christian service.

**DISTRICT**

**POLICY NO. 102**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**DISTRICT ORGANIZATIONAL CHART**



**DISTRICT**

**POLICY NO. 103**

**LEGAL STATUS, FOUNDATION, MISSION, STATEMENT OF FAITH, ORGANIZATION**

**NON-DISCRIMINATION**

**Non-Discrimination Policy**

Subject to the Constitution of the United States and all applicable state and federal laws, Keokuk Christian Academy admits students of any race, color, and national or ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at our school and does not discriminate on the basis of race, color, national or ethnic origin in administration of our educational policies, admissions policies, scholarship and loan programs, and athletic or other school-administers programs.

Keokuk Christian Academy reserves the right to institute hiring and enrollment practices based on the school’s mission statement and philosophies. Keokuk Christian Academy is a Christian school that reserves its right to make employment and enrollment decisions consistent with its sincerely held religious beliefs.

**Non-Discrimination Policy - Hiring**

Keokuk Christian Academy does not discriminate on the basis of race, color, national, or ethnic origin in administration of its educational policies (including hiring), admissions policies, athletic, or other school administered programs. Keokuk Christian Academy reserves the right to institute hiring practices based on the school’s mission statement, statements of faith and philosophies. Keokuk Christian Academy is a Christian school that reserves its right to make employment decisions consistent with its sincerely held religious beliefs.