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Form **990-EZ**

**Short Form
Return of Organization Exempt From Income Tax**

OMB No. 1545-1150

2009

**Open to Public
Inspection**

Department of the Treasury
Internal Revenue Service

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code
(except black lung benefit trust or private foundation)
▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.
▶ The organization may have to use a copy of this return to satisfy state reporting requirements.

A For the 2009 calendar year, or tax year beginning July 1, 2009, and ending June 30, 2010

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	C Name of organization PATHWAYS TECH CTE		D Employer identification number 26-1324824
		Number and street (or P.O. box, if mail is not delivered to street address) Room/suite		E Telephone number 717-599-5133
		3091 Fishing Creek Valley Road		F Group Exemption Number ▶
		City or town, state or country, and ZIP + 4 Harrisburg, PA 17112		

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

G Accounting Method: Cash Accrual
Other (specify) ▶

I Website: ▶ www.pathwaystechcte.com

H Check if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

J Tax-exempt status (check only one) — 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527

K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)

		1	2	3	4	5a	5b	5c	6a	6b	6c	7a	7b	7c	8	9	10	11	12	13	14	15	16	17	18	19	20	21
Revenue	1	Contributions, gifts, grants, and similar amounts received														\$34,666.05												
	2	Program service revenue including government fees and contracts														0												
	3	Membership dues and assessments														0												
	4	Investment income														0												
	5a	Gross amount from sale of assets other than inventory														0												
	5b	Less: cost or other basis and sales expenses														0												
	5c	Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)														0												
	6	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>																										
	6a	Gross revenue (not including \$ of contributions reported on line 1)														0												
	6b	Less: direct expenses other than fundraising expenses														0												
6c	Net income or (loss) from special events and activities (Subtract line 6b from line 6a)														0													
7a	Gross sales of inventory, less returns and allowances														0													
7b	Less: cost of goods sold														0													
7c	Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)														0													
8	Other revenue (describe ▶)																											
9	Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8														\$34,666.05													
Expenses	10	Grants and similar amounts paid (attach schedule)														0												
	11	Benefits paid to or for members														\$1,175.00												
	12	Salaries, other compensation, and employee benefits														0												
	13	Professional fees and other payments to independent contractors														\$2,160.63												
	14	Occupancy, rent, utilities, and maintenance														\$5,554.80												
	15	Printing, publications, postage, and shipping														\$1,089.99												
	16	Other expenses (describe ▶ Business Expense, Miscellaneous)														\$9,180.27												
17	Total expenses. Add lines 10 through 16														\$19,160.69													
Net Assets	18	Excess or (deficit) for the year (Subtract line 17 from line 9)														\$15,505.36												
	19	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)														\$27,041.65												
	20	Other changes in net assets or fund balances (attach explanation)														0												
	21	Net assets or fund balances at end of year. Combine lines 18 through 20														\$42,547.01												

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ. (See the instructions for Part II.)

		(A) Beginning of year	(B) End of year
22	Cash, savings, and investments		\$15,207.90
23	Land and buildings		0
24	Other assets (describe ▶ Fixed Assets, Other Assets)		\$27,339.11
25	Total assets		\$42,547.01
26	Total liabilities (describe ▶)		0
27	Net assets or fund balances (line 27 of column (B) must agree with line 21)		\$42,547.01

For Privacy Act and Paperwork Reduction Act Notice, see the separate instructions.

Cat. No. 106421

Form **990-EZ** (2009)

SCANNED SEP 27 2010

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Part V Other Information (Note the statement requirements in the instructions for Part V.)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		<input checked="" type="checkbox"/>
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes <i>Attachments "A"</i> <i>Changes to Article 3- DIRECTORS (Bylaws)</i>	<input checked="" type="checkbox"/>	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T.		
a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		<input checked="" type="checkbox"/>
b	If "Yes," has it filed a tax return on Form 990-T for this year?		<input checked="" type="checkbox"/>
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Schedule N		<input checked="" type="checkbox"/>
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a 0		
b	Did the organization file Form 1120-POL for this year?		<input checked="" type="checkbox"/>
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		<input checked="" type="checkbox"/>
b	If "Yes," complete Schedule L, Part II and enter the total amount involved 38b 0		
39	Section 501(c)(7) organizations. Enter:		
a	Initiation fees and capital contributions included on line 9 39a 0		
b	Gross receipts, included on line 9, for public use of club facilities 39b 0		
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ 0 ; section 4912 ▶ 0 ; section 4955 ▶ 0		
b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		<input checked="" type="checkbox"/>
c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0		
d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ 0		
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T.		<input checked="" type="checkbox"/>
41	List the states with which a copy of this return is filed. ▶ Pennsylvania		
42a	The organization's books are in care of ▶ Sandra L Cook Telephone no. ▶ 717-599-5133 Located at ▶ 3091 Fishing Creek Valley Road, Harrisburg, PA ZIP + 4 ▶ 17112		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	Yes	No
	If "Yes," enter the name of the foreign country: ▶		<input checked="" type="checkbox"/>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.		
c	At any time during the calendar year, did the organization maintain an office outside of the U.S.?		<input checked="" type="checkbox"/>
	If "Yes," enter the name of the foreign country: ▶		
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 43		<input type="checkbox"/>
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ		<input checked="" type="checkbox"/>
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ		<input checked="" type="checkbox"/>

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51.

	Yes	No
46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If "Yes," complete Schedule C, Part I	46	<input checked="" type="checkbox"/>
47 Did the organization engage in lobbying activities? If "Yes," complete Schedule C, Part II	47	<input checked="" type="checkbox"/>
48 Is the organization a school as described in section 170(b)(1)(A)(ii)? If "Yes," complete Schedule E	48	<input checked="" type="checkbox"/>
49a Did the organization make any transfers to an exempt non-charitable related organization?	49a	<input checked="" type="checkbox"/>
b If "Yes," was the related organization a section 527 organization?	49b	<input checked="" type="checkbox"/>

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
None				

f Total number of other employees paid over \$100,000 0

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
None		

d Total number of other independent contractors each receiving over \$100,000 0

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here
 Signature of officer: *Sandra L. Cook* Date: *8-24-10*
 Sandra L. Cook, Board President & Administrative Director
 Type or print name and title

Paid Preparer's Use Only
 Preparer's signature: _____ Date: _____
 Firm's name (or yours if self-employed), address, and ZIP + 4: _____
 Check if self-employed: EIN: _____
 Preparer's identifying number (See instructions): _____
 Phone no.: _____

May the IRS discuss this return with the preparer shown above? See instructions Yes No

SCHEDULE A
(Form 990 or 990-EZ)

Public Charity Status and Public Support

OMB No 1545-0047

2009

Open to Public Inspection

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

Department of the Treasury
Internal Revenue Service

Name of the organization PATHWAYS TECH CCT	Employer identification number 26 1324824
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions—subject to certain exceptions, and (2) no more than 33 1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III—Functionally integrated d Type III—Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	

h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col. (i) organized in the U S?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)
 (Complete only if you checked the box on line 5, 7, or 8 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4.						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ▶ <input type="checkbox"/>						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f))	14	%
15 Public support percentage from 2008 Schedule A, Part II, line 14	15	%
16a 33 1/3 % support test—2009. If the organization did not check the box on line 13, and line 14 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 33 1/3 % support test—2008. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3 % or more, check this box and stop here. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
17a 10%-facts-and-circumstances test—2009. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
b 10%-facts-and-circumstances test—2008. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization ▶ <input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions ▶ <input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)
(Complete only if you checked the box on line 9 of Part I.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")			\$15,212	\$30,652	\$34,666	\$80,530
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose			0	0	0	0
3 Gross receipts from activities that are not an unrelated trade or business under section 513			0	0	0	0
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf			0	0	0	0
5 The value of services or facilities furnished by a governmental unit to the organization without charge			0	0	0	0
6 Total. Add lines 1 through 5			\$15,212	\$30,652	\$34,666	\$80,530
7a Amounts included on lines 1, 2, and 3 received from disqualified persons			0	0	0	0
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year			0	0	0	0
c Add lines 7a and 7b			0	0	0	0
8 Public support. (Subtract line 7c from line 6.)						\$80,530

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6			\$15,212	\$30,652	\$34,666	\$80,530
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources			0	0	0	0
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975			0	0	0	0
c Add lines 10a and 10b			0	0	0	0
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on			0	0	0	0
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)			0	0	0	0
13 Total support. (Add lines 9, 10c, 11, and 12.)			\$15,212	\$30,652	\$34,666	\$80,530
14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here <input checked="" type="checkbox"/>						

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

- 19a 33 1/3 % support tests—2009.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3 %, and line 17 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ▶
- b 33 1/3 % support tests—2008.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3 %, and line 18 is not more than 33 1/3 %, check this box and stop here. The organization qualifies as a publicly supported organization ▶
- 20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ▶

**Bylaws
of
PATHWAYS TECH CCTE**

**Article 3
Directors**

Section 1. Number

The corporation shall have a minimum of two (2) (beginning with the original incorporators) and a maximum of eleven (11) directors and collectively they shall be known as the **Executive Board of Directors**. Two of these members specifically holding the offices of **President** and **Vice-President** shall be known as the **Executive Advisory Team** and shall be responsible for planting new schools, advising new schools on how to accomplish legal requirements and registration, and establishing and enforcing policies and procedures for all new Pathways Tech CCTE Christian Vocational Schools; other Executive Board of Directors officers and/or members may also be involved in these activities as needed and as approved by the Executive Board of Directors. **On-Site Governing Boards** of no less than five (5) and no more than eleven (11) board members will be established for each individual Pathways Tech Christian Career and Technical Education High School that is established. The first initial Pathways Tech Christian Career and Technical Education high school will be established in the greater Harrisburg, Pennsylvania vicinity and shall be established and governed by the **Executive Board of Directors** who will also serve additionally as the initial **On-Site Governing Board** for this school.

Executive Board of Directors:

- a) The initial members of the Executive Board of Directors shall be comprised of the incorporators of the corporation (2) who will meet and approve one another as members of the Executive Board of Directors. The third member of the Executive Board of Directors shall then be approved by the two (2) incorporators (now members of the Executive Board of Directors). All other members added to the Executive Board of Directors up to eleven (11) shall then be approved by the current members of the Executive Board of Directors as added until the maximum members of the Executive Board of Directors would reach eleven (11) directors. Annual elections and reelections after the initial startup plus one year will take place the 3rd Monday in July of the second year of operation. With this amendment, annual elections and reelections will take place the 3rd Monday in June beginning with the third year of operation of the original Executive Board of Directors to establish the Board to correlate with the fiscal year of operation from July 1 thru June 30.

- b) All members of the Executive Board of Directors shall hold office for a term of at least one year and until a successor has been selected and qualified or until an earlier death, resignation, or removal.
- c) If this corporation makes no provision for members, then, at the regular meeting of directors held on the 3rd Monday of July June, directors shall be elected by the Executive Board of Directors. Voting for the election and/or reelection of directors shall be by written ballot. ~~Each director shall cast one vote per candidate, and may vote for as many candidates as the number of candidates to be elected to the board. The candidates receiving the highest number of votes up to the number of directors to be selected shall be selected to serve on the board.~~
 - a. A quorum must be present with the President and/or Vice-President residing to conduct elections.
 - b. Each current director shall be given ballots equal to the number of candidates running for election or reelection, up to eleven (11) ballots per director. (If eight (8) candidates are running for election or reelection, each current director will be given eight (8) blank ballots. If thirteen (13) candidates are running for election or reelection, each current director will be given eleven (11) blank ballots.)
 - c. Each current director shall then be eligible to vote by placing one name per ballot on the number of ballots allotted. Each individual ballot may contain only one candidate's name and each current director may vote once per name--the same name may not be placed on more than one allotted ballot per current director. (If eight (8) candidates are running for election or reelection, each current director will be given eight (8) blank ballots and may vote for up to eight (8) different candidates. If thirteen (13) candidates are running for election or reelection, each current director will be given eleven (11) blank ballots and may vote for up to eleven (11) different candidates.)
 - d. Each current director does not have to use all ballots allotted, meaning that each current director does not have to vote for every candidate running for election or reelection. (If, for example, 8 candidates are running for election or reelection and the current director wishes to vote for only 6 of these candidates, the director would use 6 of the 8 allotted ballots and write the 6 separate names on each of those 6 ballots and leave the remaining 2 ballots blank indicating that the director does not wish to vote to elect or reelect the remaining 2 candidates.)
 - e. Ballots shall be counted by two non-members of the Board and counting shall be supervised by two Board officers, the current President, Vice-President, Secretary, or Treasurer.

- f. To be elected or reelected, candidates must receive a majority of the votes of the current voting directors in attendance at the Board Meeting for up to 6 voting directors. When 8-11 directors are in attendance and voting, 75% of the voting directors votes are needed for election or reelection.

Requirements are as follows:

- 3 Voting Directors – 2 Votes Needed for Election or Reelection
- 4 Voting Directors – 3 Votes Needed for Election or Reelection
- 5 Voting Directors – 3 Votes Needed for Election or Reelection
- 6 Voting Directors – 4 Votes Needed for Election or Reelection
- 7 Voting Directors – 5 Votes Needed for Election or Reelection
- 8 Voting Directors – 6 Votes Needed for Election or Reelection
- 9 Voting Directors – 7 Votes Needed for Election or Reelection
- 10 Voting Directors – 8 Votes Needed for Election or Reelection
- 11 Voting Directors – 8 Votes Needed for Election or Reelection

- d) New members to the Executive Board of Directors may be added during the year according to the following guidelines:
- a. A candidate interested in becoming a Board Member must attend at least one monthly Board Meeting and one other outside activity prior to presenting formal interest at a monthly Board Meeting.
 - b. A candidate interested in becoming a Board Member must formally present this interest verbally and in writing to the Executive Board of Directors during the Executive Session at a monthly Board meeting. Written interest should be in the form of a written letter of interest, a resume to include educational and work experience, and three letters of reference attesting to the Christian character of the candidate. Documentation of any specific qualifications or experience or certifications or degrees should also be included. Verbal interest must indicate a clear understanding and personal dedication to the Statement of Faith and the Vision and Mission of the school and acceptance of the responsibilities of the Board Member position.
 - c. Candidates must have a minimum educational background of a high school diploma or have attained a G.E.D. and must have at least three years of trade or professional experience. This requirement is imperative as the Executive Board of Directors will be interviewing and approving administrative and instructional staff positions requiring at least these minimum requirements.
 - d. Candidates must sign and agree to the *Declaration of Moral Integrity*.
 - e. Upon meeting and completing the aforementioned requirements, a candidate will be placed for approval on the Agenda of the next monthly Board Meeting following the Board Meeting of the formal presentation.
- e) Any member of the Executive Board of Directors may be removed from office without assigning any cause by the unanimous agreement of all Board Members in attendance (all Board Members other than the Member being removed must be

present and vote) of the Executive Board of Directors (~~quorum of 50% necessary~~) at any meeting of the Executive Board of Directors with public announcement of such dismissal at the meeting.

- f) The Executive Board of Directors shall maintain no fewer members than two (2) members and no more than eleven (11) members.
- g) A quorum of 50% of the current members of the Executive Board of Directors to include either the President or the Vice-President must be present to conduct regular business and voting will be carried by a majority vote or 75% as established.
- h) Members of the Executive Board of Directors shall serve without compensation with the exception that if they incur expenses in the furtherance of Pathways Tech CCTE business. They will then be reimbursed with documentation and prior approval. In addition, Executive Board of Director members serving Pathways Tech CCTE in any other capacity, such as, but not limited to, Executive Advisory Team and/or other members/officers working to plant other schools; and administrators, instructors, or staff, are allowed to receive compensation therefore.
- i) The Executive Board of Directors shall meet together as the Executive Board of Directors at least once a month, at an agreed upon time and place, chosen by the Executive Board of Directors. The meeting can be in person, through a conference call or online, such as through email.
- j) Each member of the Executive Board of Directors is entitled to one vote in person or by proxy.
- k) Any absent Executive Board of Directors' member is entitled to vote at any meeting of the Executive Board of Directors and may be represented and may vote at such meeting by a proxy authorized in writing. Such written authorization must specify the matter with respect to which the proxy is granted, must be signed and dated by the member granting the proxy, and must be filed with the Secretary.
- l) An Executive Board of Directors' member may be dropped for excess absences from the Executive Board of Directors if s/he has three unexcused absences (as determined by the Executive Board of Directors) from Executive Board of Directors' meetings in one year.
- m) The Executive Board of Directors must approve the budget and all expenditures must be within the budget. The fiscal year shall be from July 1 to June 30. Annual reports are required to be submitted to the Executive Advisory Team to be presented for approval by the Executive Board of Directors and must show income, expenditures and pending income. The financial records of Pathways Tech CCTE are public information and shall be made available to the public.
- n) The Executive Board of Directors can create and approve committees as needed, such as fundraising, housing, etc., and shall appoint committee chairs.

Executive Board of Directors Officers:

- a) There shall be four (4) officers of the Executive Board of Directors consisting of the President, Vice-President, Secretary and Treasurer. Their duties are:
- b) The President shall convene regularly scheduled Executive Board of Directors meetings. The President must serve as a member of the Executive Advisory Team and shall be approved by the Executive Board of Directors. Any member of the Executive Board of Directors may serve in this position, as approved by the Executive Board of Directors.
- c) The Vice-President will chair committees on special subjects as designated by the Executive Team. The Vice-President must serve as a member of the Executive Advisory Team and shall be approved by the Executive Board of Directors. Any member of the Executive Board of Directors may serve in this position, as approved by the Executive Board of Directors.
- d) The Secretary shall be responsible for keeping records of Executive Board of Directors meetings, sending out meeting announcements, distributing copies of minutes, and the agenda to each Executive Board of Directors member, assuring that corporate records are maintained. Any member of the Executive Board of Directors may serve in this position, as approved by the Executive Board of Directors.
- e) The Treasurer shall make a report at each Executive Board of Directors meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to Executive Board of Directors members and the public. Any member of the Executive Board of Directors may serve in this position, as approved by the Executive Board of Directors.
- f) All Officers of the Executive Board of Directors shall hold office for a term of at least one year and until a successor has been selected and qualified or until an earlier death, resignation, or removal.
- g) At the regular meeting of the Executive Board of Directors held on the 3rd Monday of July, officers shall be elected by the Executive Board of Directors. Voting for the election of officers shall be by verbal nomination and verbal approval.

Executive Advisory Team:

- a) The Executive Board of Directors will elect the initial President and Vice-President of the Executive Board of Directors who will comprise the Executive Advisory Team who, in addition to the duties of the offices of President and Vice-President, will be responsible for the overall establishment, management, operation, guidance, direction and promotion of individual Pathways Tech Christian Career and Technical Education High Schools and any other matters as may be determined by the Executive Board of Directors.

- b) The Executive Advisory Team is responsible for overall policy and direction of each individual Pathways Christian Vocational and Technical High School and shall delegate responsibility for individual school operations (per approved policy and procedure) to the On-Site Governing Board, administrators and committees of each individual school.
- c) The Executive Board of Directors has the authority to fix the compensation expectation for the Executive Advisory Team (or other Executive Board Directors) when acting in the planning and planting of new schools, advising new or planted schools, and establishing and enforcing policies and procedures in new and planted schools, including the reimbursement of expenses, for their services as such.
- d) The Executive Advisory Team members shall be reelected annually when officers are elected at the regular scheduled meeting the 3rd Monday of July.
- e) One Executive Advisory Team member (as President or Vice-President) must be in attendance before business can be transacted or motions made or passed at Executive Board of Directors' meetings. Meetings can be held in person, over the telephone or through online correspondence.
- f) The Executive Advisory Team shall serve as officers as President and Vice President of Pathways Tech CCTE. The Executive Advisory Team may also hold the other offices of Secretary and Treasurer.

On-Site Governing Boards:

- a) On-Site Governing Boards will be developed as multiple schools are established and are responsible for ensuring that specific individual Pathways Tech Christian Career and Technical Education High Schools are adhering to the Executive Board of Directors' standards for overall policy and direction and will have delegated responsibility for the day-to-day operations of its individual Pathways Tech Christian Career and Technical Education High School by following the standard CCTE By-Laws given to the Governing Board by the Executive Team. The Governing Board shall have up to eleven members but no fewer than five.
- b) Members of the Governing Board shall serve without compensation with the exception that expenses incurred in the furtherance of Pathways Tech CCTE business shall be reimbursed with documentation and prior approval. In addition, Governing Board members serving Pathways Tech CCTE in any other capacity, such as, but not limited to, administration or staff, are allowed to receive compensation therefore.
- c) The Executive Board of Directors at any meeting of the Executive Board of Directors shall approve the appointments of the five (5) initial members of the Governing Board and each shall serve at the pleasure of the Executive Board of Directors. The Administrative Director and the Assistant Director or Principal (or the two chief Administrators) of the specific Pathways

Christian Career and Technical High School will serve as members of the Governing Board. Members of the Governing Board shall hold office for a term of at least one year and until a successor has been selected and qualified or until an earlier death, resignation, or removal.

- d) Any member(s) of a Governing Board may be removed from office without assigning any cause, by the majority agreement of the Executive Board of Directors at any meeting of the Executive Board of Directors. Resignation from the Governing Board must be in writing and received by the Executive Board of Directors. A Governing Board member may be dropped for excess absences from the Governing Board if s/he has three unexcused absences from Governing Board meetings in one year.
- e) The Governing Board shall meet at least once a month at an agreed upon time and place, selected by a majority vote of Governing Board members.
- f) A quorum must be attended by at least 50% of the Governing Board members before business can be transacted or motions made or passed by a majority vote.
- g) An official Governing Board meeting requires that each Governing Board member have written notice two weeks in advance.
- h) If there is a tie when voting and a decision cannot be reached within the Governing Board, an attending member of the Executive Board of Directors, usually a member of the Executive Advisory Team, can make the decision-making vote.
- i) There shall be four officers of the On-Site Governing Board consisting of the President, Vice-President, Secretary and Treasurer. The Governing Board will elect members to office and the Executive Board of Directors will determine approval of recommendations for the offices as recommended by the Governing Board. Their duties are as follows:
 - a. The President shall convene regularly scheduled Governing Board meetings.
 - b. The Vice-Chair will chair committees as designated by the Governing Board.
 - c. The Secretary shall be responsible for keeping records of Governing Board actions, including overseeing the taking of minutes at all Governing Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each On-Site Governing Board member, and assuring that corporate records are maintained.
 - d. The Treasurer shall make a report at each Governing Board meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to the On-Site Governing Board members, the Executive Board of Directors, and the public.

- j) The On-Site Governing Board may create committees as needed, such as fundraising, housing, etc. The Governing Board Vice-President will chair or appoint all committee chairs.
- k) Each member of the Governing Board is entitled to one vote in person or by proxy.
- l) Any absent Governing Board member is entitled to vote at any meeting of the Governing Board and may be represented and may vote at such meeting by a proxy authorized in writing. Such written authorization must specify the matter with respect to which the proxy is granted, must be signed and dated by the member granting the proxy, and must be filed with the Secretary.

Section 2. Qualifications

Directors shall be of the age of majority in this state (18 years or older). Other qualifications for directors of this corporation (to include the Executive Advisory Team, the Executive Board of Directors' members, and the On-Site Governing Board members) shall be as follows:

- a) Directors must have received Jesus Christ as his/her personal Savior.
- b) Directors must believe that the Bible is God's Word and is the standard for faith and daily living.
- c) Directors must be in whole-hearted agreement with the school's Statement of Faith and Christian philosophy of education.
- d) Directors must be a Christian role model in attitude, speech, and actions toward others. This includes being committed to God's Biblical standards for sexual conduct from the Biblical reference Luke 6:40 and all Directors must sign the Declaration of Moral Integrity.
- e) Directors must be documented as a member in good standing at a local, evangelical church that has a Statement of Faith in agreement with the school's Statement of Faith.
- f) Directors must display spiritual maturity, academic ability, and personal leadership qualities necessary to lead the school.
 - a. Spiritual maturity will be defined by lifestyle according to, but not limited to, the guidelines under the Declaration of Moral Integrity, and substantiated by letters of reference as required.
 - b. Academic ability requires as a minimum that the educational status of a high school diploma or G.E.D. be accomplished, together with appropriate (at least three documented satisfactory years) trade or professional experience.
 - c. Personal leadership qualities will be documented by previous leadership positions and experience and substantiated by ongoing conduct as a Board Member in fulfilling the responsibilities of the position.

**ADOPTION AMENDMENT OF BYLAWS
PATHWAYS TECH CTE**

We, the undersigned, are directors of this corporation, and we consent to, and hereby do, adopt the foregoing amendments to the Bylaws, pertaining to Article 3 Directors, consisting of 8 preceding pages, incorporating deletions in blue print with strike-thru, and additions in red print.

Dated: March 16, 2009

*Changes approved 3/16/09
Sandra L. Cook
Board President*

(Signature – Thomas Bowman)

(Signature – Ronald C. Briggs, Sr.)

(Signature – Sandra L. Cook)

(Signature – Maria D. Shaver)

(Signature – Doreen A. Strayer)