

NOTICE IS GIVEN that our **Annual Meeting** of the members of Nampa Christian Schools, Inc. (here in after referred to as the "Corporation") will be held on the **25th day of April 2022 at 7:00 PM in the Cafetorium, Nampa Christian Schools, 11920 West Flamingo Avenue, Nampa, Idaho 83651**, or as soon thereafter as may be convenient. This Annual Meeting shall be held for the following purposes:

1. To elect three Trustees to serve on the Board of Trustees of the Corporation: 3-year terms
2. To transact such other business as may come before the meeting.

Dated: **March 8, 2022**

Ryan Brown, Corporate Secretary

Membership enrollment forms and proxy voting forms are available upon request at the Superintendent's Office, Nampa Christian Schools, 11920 West Flamingo, Nampa, ID 83651. According to subsection (d) of the Tenth Section of Article II of the By-Laws, nominations for the Board of Trustees are now closed. As required, copies of Article Six of the Articles of Incorporation, and the Ninth and Tenth Sections of Article II of the By-Laws are attached.

ARTICLE SIX

Membership in this corporation shall be available to two classes: 1) the parent or legal guardian class, and 2) the high school graduate and the parent or legal guardian of a former student class.

Qualifications to be met for the parent or legal guardian -- one (1) above -- are:

1. The person is either the father or mother or legal guardian of a student at that time enrolled in an educational institution maintained by the Corporation.
2. The person acknowledges that he or she has accepted Jesus Christ as his or her personal Saviour, and said acknowledgment is made in writing on a form to be prescribed by the Board of Trustees. Said form must be signed and submitted to the Secretary of the Board prior to the annual meeting or any special meeting.
3. Each and every amount required by that time to have been paid by the person to the Corporation as a tuition payment or tuition payments to the Corporation for any child or ward of the person is fully paid.
4. The person endorses, in writing, the Statement of Faith which is attached to and made a part of the By-Laws of the Corporation, as the Statement of Faith may from time to time be amended.
5. The person has had a student who was enrolled in and attended the school at least two years prior to the meeting.
 - a. In the case of the Annual Meeting, one of those years must be the school year immediately preceding September of the year in which the Annual Meeting occurs. (For example, if the person wanted to be a member and vote in a meeting that has held in April of 1983, he would have had to have a student in school during the 1982-83 school year in addition to some year prior to that. If the meeting was held during September or October of 1983, he would have had to had a student is school during the 1982-83 school year in addition to some year prior to that).
 - b. In the case of a Special Meeting, one of those two years must be the year in which the Special

Meeting occurs plus at least one full year. If the Special Meeting should occur during the summer when school is not in session, that person must have had a student in school during the school year immediately prior to summer in which the Special Meeting occurs plus some other year prior to that.

Qualifications to be met for the High School graduate class -- two (2) above -- are:

1. The person is a graduate of a high school maintained by the Corporation or by a predecessor corporation of the Corporation, or the person is the father or mother or legal guardian of a graduate of an educational institution maintained by the Corporation or a graduate of an educational institution maintained by a predecessor corporation (as that term is defined in the By-Laws of the Corporation), or the person is a current employee of the Corporation who has been employed for at least one year by an educational institution maintained by the Corporation.
2. The person has donated a sum of 100 and no/100 dollars (\$100.00) or more to the Corporation since the last annual meeting.
3. The person acknowledges that he or she has accepted Jesus Christ as his or her personal Saviour, and said acknowledgment is made in writing on a form to be prescribed by the Board of Trustees. Said form must be signed and submitted to the Secretary of the Board prior to the Annual Meeting or any special meeting.
4. Each and every amount required by the graduate at that time to have been paid by the person to the Corporation as a tuition payment or tuition payments to the Corporation for any child or ward of the person is fully paid.
5. The person endorses, in writing, the Statement of Faith which is attached to and made a part of the By-Laws of the Corporation, as that Statement of Faith may from time to time be amended.

Compliance with all of the foregoing requirements for membership shall entitle the person to membership in the Corporation. After a person becomes a member, failure of a

member to pay when due, and tuition payment required to be paid by that member as above set forth shall suspend that member's membership rights in the Corporation until said amount is fully paid. *(Amended September 29, 2019)*

Section 9. Qualifications: No person shall be qualified either to be elected as a member of the Board of Trustees or to serve as a member of the Board of Trustees of the Corporation unless and until that person satisfies all of the qualifications set forth below:

(a) The person must be a member of the Corporation, that is, meet the requirements of membership as set forth in the Articles of Incorporation, and have been a member of the Corporation in the previous school year.

(b) To be voted upon for election to the Board of Trustees, the person must have submitted to the Secretary of the Corporation not fewer than ten (10) recommendations of the person for that position by members, of whom not fewer than three (3) must be members of the Board of Trustees of the Corporation serving in the capacity prior to the filling of the vacancy or election to the Board of Trustees, plus one recommendation from the pastor of the nominee's local church. The Board of Trustees may, in its discretion prescribe a written form for the recommendation.

(c) At the time of the filling of the vacancy or of the election to the Board of Trustees, and throughout the person's term as a member of the Board of Trustees of the Corporation, the person must be a member or participant in good standing of a local church or denomination.

Section 10. Nomination Procedure: This Section 10 shall apply to every election of members of the Board of Trustees other than the filling of a vacancy or vacancies in the Board of Trustees by the remaining Trustees. The Board of Trustees may exercise its authority set forth in Section 3 above in this Article II to fill vacancies without following the procedures set forth in this Section 10. This shall apply to any election of one or more members of the Board of Trustees.

(a) Pursuant to the laws of the State of Idaho, each year, the secretary of the Corporation shall mail to every member of the Corporation, all persons then employed by the Corporation, and all parents and/or guardians of students then enrolled in a school maintained by the Corporation, and all alumni of Nampa Christian High School (to the extent of available names and addresses), a notice of the scheduled date of the Annual Election and include therewith the following:

- (1) A copy of Section 9 and Section 10 of the Article II of these By-Laws, and a copy of Article SIXTH of the Amended Article of Incorporation;
- (2) A statement of the number of vacancies to be filled in the Board of Trustees at the election; and
- (3) A statement notifying members of the availability at the business office of the Corporation at Nampa, Idaho, of a written form for nominating a person to serve on the Board of Trustees, any form adopted by the Board of Trustees for the recommendations required by Section 9 above in this Article II;

(b) For any election of one or more members of the Board of Trustees by the members of the Corporation which for any reason might occur at any time other than at an Annual Election, the notice, enclosures and statements required by sub-section (a) above in this Section 10 shall be mailed as there required, but the date of the mailing shall be pursuant to the laws of the State of Idaho;

(c) The notice referred to in sub-section (a) or sub-section (b) above in this Section 10 replaces any notice otherwise legally required to be mailed to members of the Corporation to give notice of the election. It does not, however, replace any other notice legally required to be given;

(d) The written nominations and recommendations of candidacy must be submitted to the secretary of the Corporation not later than thirty (30) days prior to the scheduled election date, and nomination for election to the Board of Trustees will close thirty (30) days before the scheduled election date. In the event, however, that an election is postponed, the closing date for the submission of said nominations and recommendations for candidacy shall be similarly postponed until thirty (30) days before the re-scheduled date of the election;

(e) The records of the Secretary of the Corporation pertaining to nominations and recommendations of candidacy shall at all times be open for inspection by any member of the Corporation;

(f) Any member of the Board of Trustees whose term is expiring and who remains both willing and qualified to be re-elected to the Board of Trustees and to continue to serve on the Board of Trustees shall automatically be nominated for the position, and the name of that member of the Board of Trustees shall be added by the secretary of the Corporation to the list of written nominations timely received by the Secretary, without the necessity of any formal nomination or recommendations of that member of the Board of Trustees.

(g) Any person nominated to serve on the Board of Trustees may withdraw his nomination at any time prior to his election; and

(h) All persons duly nominated to serve on the Board of Trustees shall be listed on a written ballot, samples of which shall be available for inspection by members of the Corporation at any time within five (5) days prior to the scheduled date of the election. Notwithstanding any other provision in these By-Laws, each and every election of one or more members of the Board of Trustees by the member of the Corporation shall be by secret ballot, in writing.