

**BYLAWS  
OF  
LEAD, INC., LEARNERS AND EDUCATORS OF ATLANTA AND DECATUR**  
(Amended and Restated as of June 10, 2019)

**Article I. Introduction**

Learners and Educators of Atlanta and Decatur (LEAD) was established as a secular, inclusive, homeschool group in March 2000 to serve the specific needs of the Atlanta area homeschool community. LEAD is a nonprofit organization.

**Article 2. Mission**

**Mission Statement**

LEAD Homeschool Group is a collection of parents and children who create a vibrant homeschool support community. LEAD is a secular, apolitical, inclusive group. Religion and politics are not discussed on the list. LEAD is also inclusive in regards to homeschool philosophy – all are welcome and all are respectful that each homeschool family is on its own unique journey that will lead to success as defined by that family. Homeschool information is shared but judgment is withheld, as we trust in each other's good intentions.

LEAD is primarily a volunteer organization – created for and by members of the group. Board members and committee members serve as volunteers, and do not receive payment for their service. The Board is authorized, however, to make the Director/Class Coordinator position a paid independent contractor position within LEAD, so long as that decision is in the group's best interest. This should be reviewed and voted on by the Board at the beginning of each year.

In the past, LEAD has offered:

- Classes
- Field trips
- Mom's Night Out
- Park Days
- Mug n' Muffin Informational Meeting
- ITBS Testing
- Co-Ops
- Social Events
- Educational Fairs, etc.

LEAD members have the right and the obligation to identify needs for themselves and fill those needs with the appropriate solution.

LEAD is an ever-evolving, organic community created by members to serve their changing needs. This document and LEAD protocols should always reflect current membership needs.

### **Article 3. Purpose**

The purpose of the organization is to:

- Foster a sense of community among those who are involved in home education or who are seeking educational alternatives.
- Provide educational activities such as classes, cultural arts excursions, field trips, parent support meetings and on-line forums.
- Provide social activities to include arts performances, visual arts presentations, seasonal parties, weekly park days and teen outings.
- Disseminate information about home education and educational opportunities in the area.
- Support families new to home education.

### **Article 4. Membership**

The Board shall have authority to promulgate appropriate policies and procedures, consistent with LEAD's mission and status as a 501(c)(3) organization, to offer memberships on such terms and under such conditions as it deems advisable. Terms and conditions of membership, and appropriate policies and procedures applicable thereto, shall be clearly stated on the LEAD website and communicated to individuals who are purchasing membership. For the sake of clarity, individuals purchasing such "memberships" are not intended to be "members" within the meaning of the Georgia Nonprofit Corporation Code.

### **Article 5. Operations**

The governing and advisory body of LEAD shall be:

- The LEAD Board of Oversight and Officers of the Board

Committees may be formed as the need arises such as:

- Educational Programs Committee
- Fundraising Committee
- Social Events Committee
- Communication Committee

#### **Section 5.1 LEAD Board of Oversight**

The LEAD Board of Oversight shall be the primary governing body of the organization. The Board shall provide clear direction, access to resources in LEAD and credibility in the community. The Board shall be responsible for carrying out the mission and purpose of the organization. The Board shall set policies and tend to legal matters as required.

#### **Section 5.2 Composition**

The Board members shall comprise an odd number of voting members and be no less than five

members in size and no more than eleven. The Board may decide to change the number of its members prior to an announcement of the election, either adding or reducing the number of elected or appointed positions, so long as such number is consistent with both the Articles of Incorporation and these bylaws. The Board shall create such procedures for the selection of Board members, including the development of criteria for selection, as it deems in the best interest of the Corporation and in keeping with the Georgia Nonprofit Corporation Code, its mission, and its status as a 501(c)(3) tax-exempt entity.

### **Section 5.3 Vacancies**

Vacancies on the Board shall be filled by the decision of the remaining members, and each person so appointed shall be a member for the remainder of the vacated term.

### **Section 5.4 Meetings**

The Board shall decide on the dates and the places of its meetings. Board meetings shall be held a minimum of four times annually and announced to the general membership.

### **Section 5.5 Voting Rights and Quorum**

The Board shall be able to conduct business if a quorum of 2/3 is present and the President and secretary pro tem are present. All Board members have full voting rights on the Board, unless otherwise noted, and shall represent one vote. A simple majority shall be required to pass a motion. Board members may vote in absentia if unable to be physically present.

### **Section 5.6 Minutes**

The minutes of the meetings shall be recorded and then submitted by the Secretary for approval by the Board by email prior to the next meeting. As well, the Secretary will publish the minutes to the General Membership.

## **Article 6. Officers**

### **Section 6.1 Role of Officers**

The Offices of the Board are functional. Officers do not govern and derive no authority. All officers can call special meetings as deemed necessary.

#### **Section 6.1.1 Term of Office**

The term of office shall be one year. Officers may be re-appointed by the Board for additional terms, if no other qualified candidates are available to serve.

#### **Section 6.1.2 Role of the President**

The President shall preside as official representative of the organization and be the central point of communication. The President or a designee shall preside at all Board meetings and general membership meetings. The President shall be appointed by the Board. If the President is unable to serve, the Board will vote by proxy or special meeting.

#### **Section 6.1.3 Role of the Secretary**

The Secretary shall keep complete records of meetings of the organization and the Board, handle all official correspondence, and be custodian of all official records except as shall be required of

the Treasurer. At the completion of the term of office, the Secretary shall hand over to the succeeding Secretary all official books and records. The Secretary shall be appointed by the Board.

#### **Section 6.1.4 Role of the Treasurer**

The Treasurer shall receive and be custodian of all funds of LEAD and all financial papers. Full records are to be kept and regular reports presented to the Board. The Treasurer shall make all reports to governmental bodies as needed. Prior to expenditure, the Board must approve all non-budgeted expenses in excess of the current Board's specifications in the Policies and Practices Manual. The Treasurer or one of the other designated signatories for LEAD's bank account will prepare all checks. A majority of the Board, prior to payment, must approve all donations and distributions. The Treasurer shall submit an annual budget to be approved by the Board. At the completion of term of office, the Treasurer shall hand over to the succeeding Treasurer all financial papers, records and funds. The Treasurer shall be appointed by the Board.

### **Article 7. Finances**

#### **Section 7.1 Reimbursements**

Reimbursement of out-of-pocket expenses may be made by the Treasurer upon receipt of appropriate receipts.

#### **Section 7.2 Compensation**

Members of LEAD and its Board of Oversight may not receive fees, salaries or other compensation for their volunteer involvement in LEAD.

However, as per non-profit law in the State of Georgia, the LEAD Board may compensate someone within the organization to fill the role of Director or Class Coordinator as a paid independent contractor.

The person(s) filling this position would report directly to the Board, would not be allowed to hold an officer position within the Board, or have a vote in Board matters related to their position. The Board would determine appropriate compensation for the position, and expectations within that role. As an independent contractor, the Director and/or Class Coordinator would provide the LEAD Board with an invoice for the work completed each semester. The LEAD Board is not required to supply a 1099 form at the end of the year, but the independent contractor is required by law to include monies received in this position on their annual tax returns.

### **Article 8. Meeting Procedures**

LEAD Board meetings are conducted in a respectful manner, attending to the needs and best interest of the General Membership.

## **Article 9. Dissolution**

LEAD shall use its funds only to accomplish the objectives as set forth in these Bylaws and no part of said funds shall be used by or distributed to the members, except as reimbursements for authorized expenses incurred on behalf of LEAD. In the event of dissolution, the Board of Oversight, in keeping with the purposes for which the organization was formed shall distribute the remaining property and assets of the corporation. Distribution shall be limited to non-profit organizations.

## **Article 10. General and Miscellaneous Provisions**

### **Section 10.1 Amendments to the Bylaws**

All or part of these bylaws may be amended or altered by the affirmative vote of two-thirds majority of Board members. Notice of any proposed amendment or alteration shall, unless waived, have been given at least one month prior to the meeting at which such action is proposed to be taken and which notice specifically states that one of the purposes of such meeting is to amend the Bylaws. No notice is required to amend the Bylaws by written consent. Any Bylaws must be consistent with the Articles of Incorporation, it being understood that Bylaws that conflict with the Articles will be void as a matter of law.

### **Section 10.2 Publication of Printed Materials**

LEAD publications must be approved by the Board prior to publication and distribution. This includes all printed information, press releases, SOPs of policies and practices manuals.

### **Section 10.3 Membership List**

Membership lists and/or mailing lists maintained by LEAD may not be distributed, sold or shared with any other group or organization.

### **Section 10.4 Indemnification**

To the full extent permitted by law, each individual who was or is a party to any pending or completed legal action or proceeding, wherever brought and whether criminal, civil, administrative or investigative, by reason of him or her having been a director, officer, employee or agent of LEAD, shall be indemnified by LEAD against expenses, including reasonable attorney's fees, judgments, fines and amounts paid in settlement with such action, unless the conduct which gave rise to the action or proceeding was willful in nature. The indemnification provided by this section shall continue to an individual who has ceased to be a director, officer, employee or agent. The Board shall obtain whatever insurance they deem necessary to protect LEAD against this or any other risk, to the full extent and in such circumstances as is permitted under Georgia law or such other applicable statute.