

March 22, 2017

Catherine Lhaman, Assistant Secretary  
U.S. Department of Education, Office for Civil Rights  
Lyndon Baines Johnson Department of Education Building  
400 Maryland Avenue, SW  
Washington, DC 20202-1100

Re: Bethany Global University's Request for Title IX Religious Exemption

Dear Ms. Lhamon:

As President of Bethany Global University, a private, Christian missionary training institution, I hereby request, under Title IX of the Education Amendments of 1972 (Title IX), 20 U.S.C. §1681 and its implementing regulation at 34 C.F.R. §106, an exemption for Bethany Global University from provisions of Title IX to the extent that application of these provisions would not be consistent with the University's religious tenets regarding marriage, premarital sex/pregnancy, sexual orientation, gender identity, & sanctity of human life. I request an exemption from compliance with these provisions of Title IX due to the religious beliefs of our institution.

Bethany Global University is the training ministry of Bethany International (a DBA of Bethany Fellowship, Inc. which registered as a Christian church in 1945.) The church was founded for the purpose of mobilizing disciples of Jesus and the church worldwide for the increase of God's Kingdom.<sup>1</sup> Similarly, Bethany Gateways is the missions sending ministry of Bethany International dedicated to sending missionaries worldwide.<sup>2</sup>

Bethany Global University's students and ministry personnel, work, live, and learn in an environment where the image of God in each individual is respected and affirmed for the purpose of growth in spiritual maturity, personal responsibility, and knowledge of God, as revealed in His Word and by His Spirit, in order to become effective ministers of the Gospel. In this capacity, as a University dedicated from its inception to training Christian missionaries, exercising religious preference of its ministry personnel and student enrollment in accordance with our Statement of Faith and the historical interpretation of biblical truth is essential to the furtherance of our mission.

In our Statement of Faith, Bethany International and the University express our belief that the Bible is "the only inspired, inerrant, and authoritative Word of God," and as such it "is the final authority concerning truth, morality and the proper conduct of mankind."<sup>3</sup> The Bible thus informs the University's belief that human beings, created by God in his own image, are created male and female (Genesis 1:27). In the New Testament, Jesus confirms this heterosexual creation of human beings stating that God "made them male and female"

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<sup>1</sup> <https://bethanyinternational.org/about/>

<sup>2</sup> <https://bethanygu.edu/about/history/>

<sup>3</sup> Bethany Global University, Statement of Faith, <https://bethanygu.edu/about/statement-of-faith/>

(Matthew 19:4). Like the rest of God’s creation, the sexual differences between man and woman are pronounced “very good” (Genesis 1:31).

This distinction between man and woman is also assumed in our Lifestyle Statement<sup>4</sup> and our Position Statement on Religious Freedom and Human Sexuality<sup>5</sup>. The statement says that “We uphold the sanctity of marriage as God-ordained, a special union between a man and a woman, within which sexual relations are honored and affirmed by God. We share the conviction that all sexual unions, outside of marriage as thus defined, are sinful.” We also affirm the value of human life from conception to natural death, and thus believe that abortion is not part of God’s design for human flourishing. Any individual who unrepentantly participates in abortion would also be in violation of our community standards. We recognize these principles may conflict with the practice or opinion of some within the larger culture. However, we are convinced that this is God’s design for providing the most loving guidance and practice for individuals and our community.

We affirm the dignity of all human beings. We also separate the value of each person from the behavioral choices one makes. We believe that, as Christians, we are called to treat all people with compassion, and to extend the gospel of repentance, forgiveness, and transformation through Jesus Christ to such persons without reservation. However, in keeping with our biblical beliefs surrounding the morality of such actions, we cannot in good conscience support or encourage an individual to live in conflict with biblical principles. Moreover, any individual who violates campus standards for biblical living is subject to discipline, including expulsion.

Because of our biblical beliefs regarding sanctity of life, gender, and sexual morality, our practices might be deemed a violation of certain provisions of Title IX. However, under 20 U.S.C. §1681 and its implementing regulations 34 C.F.R. §106.12, these provisions do not apply to Bethany Global University: “This part does not apply to an educational institution which is controlled by a religious organization to the extent application of this part would not be consistent with the religious tenets of such organization.”

Thus, on behalf of Bethany Global University, I hereby request exemption from compliance with Title IX and the following implementing regulations. These regulations include:

- §106.21 admissions
- §106.22 preference in admissions
- §106.23 recruitment
- §106.31 education programs or activities
- §106.32 housing
- §106.33 comparable facilities
- §106.34 access to classes and schools
- §106.36 counseling
- §106.37 financial assistance

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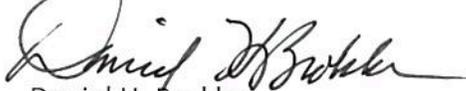
<sup>4</sup> <https://bethanygu.edu/about/lifestyle-statement/>

<sup>5</sup> <https://bethanyinternational.org/about/position-statements/>

§106.38 employment assistance to students  
§106.39 health & insurance benefits & services  
§106.40 marital and parental status  
§106.51-61 relating to employment

If you require anything further, please do not hesitate to contact me.

Sincerely,



Daniel H. Brokke,  
President  
Bethany Global University

Attachments:

**Policy 2.13 University Governance**  
**Policy 2.14 Constitution of Bethany Global University**  
**Policy 2.15 Bylaws of Bethany Global University**

**POLICY TYPE: BOARD PROCESS**

**POLICY TITLE: Policy 2.13 University Governance**

The Board of Bethany International shall control and manage Bethany Global University through a University Board of Directors. As the higher education and equipping institution of Bethany International, they shall ensure mission and purpose integrity, fiscal and operating stability, and program effectiveness.

2.13.1 Composition of Board of Directors. Not less than fifty percent and not more than seventy percent of directors are from the Bethany International Board of Trustees and shall be appointed by the Chairman of the International Board. Appropriate representation shall constitute the other Directors. No employees of the University, other than the CEO, shall serve as Directors.

2.13.1.1 The Directors from the Board of Trustees shall serve as the Nominating Committee of the University Board. They shall nominate individuals with spiritual maturity and integrity, who bring a range of relevant professional competencies, reflect sufficient ethnic and gender diversity, and mission and educational expertise and experience.

2.13.1.2 The CEO shall serve as an ex-officio non-voting member of the University Board of Directors.

2.13.1.3 New Directors (other than Board of Trustee members) shall be elected by a simple majority vote of the University Board of Directors at the fall meeting and shall be ratified by the Bethany International Board of Trustees.

2.13.1.4 All Directors shall receive appropriate orientation to Board service and ongoing development, updates and information regarding the mission fulfillment, finances, and policies to responsibly fulfill their legal, fiduciary, and care duties and ensure the stability and continued improvement of the Institution.

2.13.1.5 Conflict of interest policy. Board members, who are stewards of the institution, must avoid conflicts of interest or the appearance of conflicts. Board members may not be employees of the institution. Any contracts or business relationships must be competitive and be disclosed, approved and noted in board minutes.

No immediate family members (i.e., spouse, children and their spouses, parents, siblings) of any employee may serve on the board. No more than one extended family member (i.e., first cousin, aunt, uncle, niece or nephew) of the president may serve on the board. No board members can be the immediate or extended family of more than one other member.

2.13.2 Officers of the University Board of Directors are as follows:

2.13.2.1 Chairman of the Board: Directs the business of the Board, signs Diplomas and other official documents, and appoints special ad hoc committees and committee chairs.

2.13.2.2 Vice Chair: Supports the Board Chair and helps execute board business. Assumes duties of chairman in cases where the chairman is unable.

2.13.2.3 Secretary: Manages all tasks related to communication and administration of the board, keeps and distributes all minutes of the Board meetings, and assigns official documents.

2.13.2.4 The CEO and President of the University cannot serve as an officer of the Board.

2.13.3 The University Board of Directors shall not fail to provide documentation of its governance process, meeting minutes and decisions to the Bethany International Board of Trustees.

2.13.3.1 The meeting of the University Board shall convene immediately prior to or adjacent to the Bethany International Board of Trustees meeting.

2.13.3.2 New board members selected and changes to the bylaws and constitution made by the University Board of Directors shall be ratified by the Bethany International Board of Trustees. All other actions do not require ratification.

2.13.3.3 The University Board shall not fail to ensure that Assessment, Planning and Budgeting are accomplished in a systematic and documented manner.

2.13.3.3.1 There shall be a regular schedule of assessment regarding all aspects of University personnel, programs, operations, and student learning: knowledge (know), character (be), and impact (do) and of the governing board.

2.13.3.3.2 Assessments shall be used to develop 5-year strategic plans and 1-year operating plans.

2.13.3.3 Shall not fail to invest appropriately into the institution for continuous improvement of staff, academic and experiential learning resources, and program effectiveness.

2.13.3.4 Shall annually approve a budget that supports the developmental objectives, the University plan, and achieves positive net revenue while building appropriate operating reserves.

2.13.3.5 Conduct an annual audit of financial conditions.

2.13.4 The University Board of Directors shall assist in generating resources needed to sustain and improve the institution.

Affirmation of Board of Secretary

That this policy was adopted



December 17, 2014

**POLICY TYPE: BOARD PROCESS**

**POLICY TITLE: Policy 2.14 Constitution of Bethany Global University**

**Article 1. Name.** The name of the University is Bethany Global University.

**Article 2. Purposes.** The purposes of Bethany Global University as a ministry of Bethany International will be as follows:

a. To exalt the Lord Jesus Christ by proclaiming and publishing the full counsel of God as found in Holy Scripture; including full salvation, the forgiveness of sins, purity of heart, the indwelling of the Holy Spirit and a fruitful life of obedience to his command to, "Go into all the world and preach the Gospel to the whole creation."

b. To prepare young men and women for cross-cultural mission service, ministry, leadership and other forms of Christian service.

c. To create awareness of mission priorities and help candidates prepare for effective and sustainable mission impact, especially in reaching unreached and least reach peoples and nations, and helping the national church around the world to do the same.

d. To help students and candidates grow in spiritual vitality and relationship with God, develop sound Biblical knowledge and understanding, form healthy, life-giving relationships, and grow in intercultural communication and life skills so that they may be better prepared to live a Christian life and to be fruitful witnesses for the Lord Jesus Christ.

e. To provide opportunities to participate in evangelism, church planting, discipleship, and other expressions of Christian witness both during training at home and in cross-cultural context in other countries and cultures.

f. To establish Christian churches and Bible and missionary training programs for the preparation of Christian missionaries, leaders and workers and to call, commission and send forth such missionaries, leaders, and workers for world evangelization.

d. To be an interdenominational, mission-focused fellowship of believers united and joined together to provide higher education for "the furtherance of the Gospel."

e. To engage in any other activities deemed necessary for the accomplishment of the aforesaid purposes.

**Article 3. Principal Office.** The principal office of the corporation shall be in the City of Bloomington, Minnesota.

**Article 4. Registered Office.** The address of the registered office of the corporation is located in the City of Bloomington, Minnesota, the Post Office address for which is 6820 Auto Club Road, Minneapolis, Minnesota 55438. The registered office need not be identical to the principal office of the corporation and may be changed from time to time by the Board of Trustees.

**Article 5. Other Offices.** The corporation may have other offices at such other places within and without the State of Minnesota as the Board of Trustees may from time to time determine.

**Section 6. Governance.** The Board of Bethany International shall control and manage Bethany Global University through a University Board of Directors, composed of Bethany International Board of Trustees and elected outside board members, an Executive Committee and Administrative Committee whose membership, office and terms of officers are described in the University By-Laws.

The University leadership shall give general and financial reports to the University Board of Directors and the Bethany International Board of Trustees at their regularly scheduled board meetings.

**Article 7. Statement of Faith.** Every member of the University Board of Directors, Administrative Officers, and Faculty, shall be in whole-hearted accord with the Statement of Faith, Statement of Holiness and Missions, Values, and the principles and practices as set forth in the By-Laws and Policies of Bethany International.

- a. We believe that there is one God, eternally existent in three persons: Father, Son, and Holy Spirit.
- b. We believe the Bible to be the only inspired, inerrant and authoritative Word of God.
- c. We believe in the deity of our Lord Jesus Christ, His virgin birth, His sinless life, His miracles, His vicarious and atoning death, His bodily resurrection, and His ascension to the right hand of the Father, and His personal return in power and glory.
- d. We believe that man was created in the image of God, that he was tempted by Satan and fell, that all following Adam have sinned and are sinful; and that repentance toward God, faith in Jesus Christ, and regeneration by the Holy Spirit are necessary for salvation.
- e. We believe that followers of Jesus Christ are called to sanctification through identification with Jesus Christ in His death and resurrection.
- f. We believe in the present ministry of the Holy Spirit by whose indwelling, empowering, and gifts the Christian is enabled to live a life of godliness and effective service.
- g. We believe in the bodily resurrection of both the saved and the lost; the saved to the resurrection of life and the lost to the resurrection of damnation.
- h. We believe that all followers of Jesus are to be committed to the fulfilling of the Great Commission as found in Mt. 28:18-20, and involved in making it possible for the Gospel to be preached to all the peoples of the world.

**Article 8. Curriculum.** The curriculum shall conform to the Purposes, Mission, Statement of Faith, Statement of Holiness and Missions, and Values of Bethany International.

**Article 9. Quorum.** A majority of the Directors shall constitute a quorum.

**Article 10. Amendments to the Constitution.** Amendment to the Constitution and Bylaws may be made by extra-ordinary resolution only by the annual meeting of the University Board of Directors and the Bethany International Board of Trustees. Notice of the motion of amendment in writing shall be given to the Chairman of the Board of Directors and the Board of Trustees in time for inclusion in the publication of resolutions and be distributed to the Board Directors and Trustees at least 30 days before such meeting. A two-thirds majority vote of all members present and voting shall be required for adoption.

Affirmation of Board of Secretary

That this policy was adopted,

*Theresa Hartford*

October 12<sup>th</sup>, 2015

**POLICY TYPE: BOARD PROCESS**

**POLICY TITLE: Policy 2.15 Bylaws of Bethany Global University**

## ARTICLE I

### Purposes

The purposes of Bethany Global University (the "University") as a higher education ministry of Bethany Fellowship, Inc. will be as follows:

- a. To exalt the Lord Jesus Christ by proclaiming, publishing, and demonstrating the full counsel of God as found in Holy Scripture; including full salvation, the forgiveness of sins, purity of heart, the indwelling of the Holy Spirit and a fruitful life of obedience to his command to, "Go into all the world and preach the Gospel to the whole creation."
- b. To establish, maintain and operate Christian churches and Bible and missionary training institutes for the preparation of Christian missionaries, ministers of the Gospel, leaders and workers.
- c. To mobilize, call, commission and send forth such missionaries, ministers, leaders and workers for world evangelization.
- d. To be a fellowship of believers united and joined together to provide higher education for "the furtherance of the Gospel."
- e. To engage in any other activities deemed necessary for the accomplishment of the aforesaid purposes.

## ARTICLE II

### Offices

**Section 1. Principal Office.** The principal office of the University shall be in the City of Bloomington, Minnesota, the Post Office address for which is 6820 Auto Club Road, Bloomington, Minnesota 55438.

**Section 2. Other Offices.** The University may have other offices at such other places within and without the State of Minnesota as the Board of Trustees of Bethany Fellowship, Inc. may from time to time determine.

## ARTICLE III

### Board of Directors

**Section 1. General Powers.** The management and direction of the business and affairs of the University shall be vested in the Board of Directors of the University, which shall have charge and management of the policies, use and care of University facilities, affairs and funds of the University, determine compliance with the University's stated purposes, and do and perform all acts and functions not inconsistent with the Minnesota Nonprofit Corporation Act, the Constitution, or these Bylaws, all as may be amended from time to time. The Board of Directors shall be responsible for the spiritual oversight of and have primary management, fiscal and financial authority of the University.

**Section 2. Number and Qualifications.** The Board of Directors of the University shall be composed of not less than seven (7) nor more than fifteen (15) Directors, excluding *ex officio* Directors, if any. At least fifty percent (50%) but no more than seventy percent (70%) of the Board shall consist of persons who are Trustees of Bethany Fellowship, Inc. Additional Directors may include Mission Members, Associate Members, and individuals from outside the Corporation. No employees of the University may serve on the Board of Directors. No vacancy in the number of, or classifications of, Directors shall render any Board action void or voidable. All Directors shall have equal voting rights.

**Section 3. Term of Office and Election.** The Board of Directors of the University shall be divided into two (2) groups of Directors, Directors appointed by the Chairman of the Bethany Fellowship, Inc. Board of Trustees and Directors elected for terms of service. These elected Directors shall serve for 3 year terms. Approximately one-third of the elected Directors' terms shall expire each year. No elected Director may serve more than two (2) consecutive, three-year terms as a Director without an intervening period of one year during which such person does not serve as a Director. In addition, if an individual is elected to a term of less than three (3) years for an initial term or to fill a vacancy, such term shall be disregarded for the purposes of computing the consecutive term limitation.

Directors are elected by the Board of Directors of the University and ratified by the Corporation's Trustees. The Board of Directors shall elect Directors, each of whom shall be presented to the Trustees for ratification. Failure of the Trustees to ratify any Director shall cause the Board of Directors to elect and present a new Director for ratification.

**Section 4. Vacancy.** If the office of a Director becomes vacant for any reason, for a Bethany Fellowship, Inc. Board of Trustee appointed Director, the Trustee Chairman may appoint another Trustee as a Director. For elected Directors vacancies, the Board of Directors may choose a successor by the election of a Director by the remaining Directors of the University, or the Board of Directors may leave such position vacant so long as the number of Directors does not fall below the minimum number of Directors set forth in Section 2 of this Article III. A Director elected to fill a vacancy shall hold office until the next election or appointment of members of the class of Director which contains the vacancy.

**Section 5. Removal of Directors.** A Directors of the University may be removed, at any time, with or without cause, upon the affirmative vote of not less than two-thirds (2/3) of all Directors then in office, excluding the Directors proposed for removal. The notices of the annual or special Board meetings at which the removal of one or more Directors is to be considered must state that such removal is one of the purposes of the meeting.

**Section 6. Resignation.** Any Director may resign at any time by giving written notice of such resignation to the Secretary of the University. Such resignation shall be effective upon delivery, unless a later date is specified in the notice.

**Section 7. Compensation.** Directors shall not receive compensation for acting as such, but may be reimbursed for appropriate expenses incurred as a Director. The University shall be entitled to purchase officers' and trustees' liability insurance without obtaining reimbursement of all or any part of the premium.

#### **ARTICLE IV**

##### **Meetings of the Board of Directors**

**Section 1. Place of Meetings.** The Board of Directors may hold its regular and special meetings at such places, within or without this state, as determined by the Chair of the Board or his or her designee. If no place is determined, the meeting shall be held at the University's principal place of business.

**Section 2. Regular Meetings.** The Board of Directors of the University shall hold at least two regular meetings each year at such time and place as the Board of Directors shall determine. If no place is determined, the annual meeting shall be held at the University's principal place of business. The Board of Directors shall elect officers and shall conduct such other business as may properly come before it.

**Section 3. Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of: (a) the Chair of the Board, (b) the Chief Executive Officer/President, or in the Chief Executive Officer/President's absence by any officer of the Board, (c) any two (2) or more Directors, or (d) upon the written request of at least twenty percent (20%) of the members with voting rights, by delivering to the Secretary a written demand for a special meeting which shall state the purposes of the meeting. The person or persons authorized to call special meetings may fix the time and place for any special meeting.

**Section 4. Notice of Meetings.** Not less than five (5) days' written or email notice of a regular meeting and three (3) days' written or email notice of a special meeting of the Board of Directors, excluding the day of the meeting, shall be given to all Directors. No notice of any meeting, regular or special, need state the purpose of the meeting except as may be specifically required by these Bylaws or otherwise required by law. Notice of a meeting at which an amendment to the Constitution or Bylaws of the corporation will be proposed must contain the substance of the proposed amendment.

Notice shall be delivered personally, sent by facsimile machine, mailed first class, postage prepaid, sent by electronic mail, or such other methods as are fair and reasonable as determined by the Secretary of the University. The attendance of a Director at any meeting shall constitute a waiver of notice of such meeting.

**Section 5. Quorum and Voting.** A majority of the Directors then in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. If a quorum shall not be present at any meeting of the Board of Directors, a majority of the Directors present may adjourn the meeting from time to time without further notice. The act of a majority of the Directors present at any meeting at which there is a quorum shall be the act of the Board of Directors.

It is desired that decisions be made by waiting upon the Lord until there is unity of mind and spirit in the bond of peace among all members. It is trusted that there will always be a free sensing together of the leading of the Lord and an eager willingness to do His will.

**Section 6. Action in Writing.** An action required or permitted to be taken at a Board meeting may be taken by written action signed by all of the Directors in office. A written action is effective when it is signed by all of the Directors in office unless a different effective time is provided in the written action.

**Section 7. Meeting by Means of Electronic Communication.** A conference among Directors, or among members of any committee designated by the Board of Directors, by any means of communication through which the participants may simultaneously hear each other during the conference, constitutes a meeting of the Board, or the committee, if the same notice is given of the conference as would be required for a meeting, and if the number of persons participating in the conference would be sufficient to constitute a quorum at the meeting. Participation in a meeting by that means constitutes personal presence at the meeting.

**Section 8. Confidentiality.** Consistent with their fiduciary duties to the corporation, Directors shall not disclose to or discuss with third parties any matters coming before the Board of Directors unless the disclosure or discussion is in the best interests of the University as determined by the Board chair or the Executive Committee. In addition, confidentiality at meetings of the Board of Directors may be especially vital from time to time in promoting free and candid discussions, deliberations, records and other information generated in connection with the activities of the Board. Accordingly, the Board Chair, Chief Executive Officer/President, or the corporation's legal counsel may specially designate certain agenda items or topics as confidential. Members of the Board of Directors shall make no disclosure with regard to these confidential items or topics except as authorized by the Board Chair, Chief Executive Officer/President, or the corporation's legal counsel.

## ARTICLE V

### Officers

**Section 1. Number.** The University shall have the following officers of the Board of Directors: (a) Chair, (b) Vice Chair, and (c) Secretary. The University shall share the following operating officers with the Corporation: (a) Chief Executive Officer/President and (b) Chief Financial Officer. The Board of Directors may also appoint such other board officers as it may deem convenient or necessary. Except as provided in these Bylaws, the Board of Directors shall fix the powers and duties of all officers. All officers must be natural persons.

**Section 2. Officers of the Board.** The officers of the Board of Directors shall be elected at each annual meeting of the Board of Directors and shall hold office at the discretion of the Board of Directors. The officers of the Board of Directors must be Directors of the University. The University's officers of the Board of Directors have the following duties:

**2.1. Chair of the Board.** The Chair of the Board shall preside at each meeting of the Board of Directors and the Executive Committee. Except as otherwise provided in these Bylaws, the Chair shall appoint the members of all committees of the Board of Directors and shall designate the chair of each such committee.

**2.2 Vice Chair.** The Board of Directors may elect one or more Vice Chairs of the Board who shall have such powers and perform such duties as the Board of Directors or Chair shall prescribe from time to time. In the absence of the Board Chair or in the event of his or her death, inability, or refusal to act, the Vice Chair shall perform the duties of the Board Chair, and, when so acting, shall have all the powers of and be subject to all of the restrictions upon the Board Chair.

**2.3. Secretary.** The Secretary or his or her designee shall attend all meetings of the Board of Directors. The Secretary shall be responsible for ensuring that all actions and the minutes of all proceedings of the Board of Directors are recorded in a book to be kept for that purpose, and shall be responsible for all documents and records of the University, except those connected with the office of the Chief Financial Officer. He or she shall give or cause to be given any required notice of meetings of the Board of Directors, and shall provide to all Directors copies of all Board actions and minutes of Board proceedings, and shall perform such other duties and have such other powers as the Board of Directors may from time to time prescribe.

**2.4. Other Officers.** The Board of Directors may appoint such other officers to perform the duties of and exercise the powers of the Chair, Secretary or Treasurer in the absence or disability of such officer. Any other officers shall hold office

at the discretion of the Board of Directors and shall have such powers, perform such duties and be responsible to such other officers as the Board of Directors may prescribe.

**Section 3. Operating Officers.** The Board of Trustees of Bethany Fellowship, Inc. shall appoint the Chief Executive Officer/President of the corporation who shall also serve as the Chief Executive Officer/President of the University. He or she shall hold office at the discretion of the Board of Trustees and be confirmed by the University Board of Directors. Operating Officers other than the Chief Executive Officer/President shall be appointed by the Chief Executive Officer/President and shall hold office at the discretion of the Chief Executive Officer/President subject to the authority of the Board of Trustees and Directors. Operating Officers need not be Trustees of the corporation or Directors of the University.

**3.1. Chief Executive Officer/President.** The Chief Executive Officer/President shall be appointed by the University's Board of Directors. The Board shall solicit nominations, including nomination(s) by the corporation's Board of Trustees. The nomination(s) shall be evaluated by the University's Board of Directors, ratified by the corporation's (Bethany International) Board of Trustees, and voted on for final confirmation by the University's Board of Directors. The Chief Executive Officer/President shall have the general powers and operational duties generally vested in the office of a chief executive officer and shall have such other powers and perform such other duties as the Board of Trustees may prescribe from time to time. The Chief Executive Officer/President shall have general active management of the business of the University, shall see that all orders and resolutions of the Board of Directors are carried into effect, shall maintain records of and certify proceedings of the Board of Directors, and shall perform such other duties as may from time to time be prescribed by the Board of Directors. The Chief Executive Officer/President shall be an *ex-officio* non-voting member of the Board of Directors of the University.

**3.2. Chief Financial Officer.** The Chief Financial Officer shall be appointed by the Chief Executive Officer/President, and shall perform such operational duties generally vested in the office of a chief financial officer and shall perform such other duties as the Chief Executive Officer/President may prescribe from time to time. The Chief Financial Officer shall report directly to the Chief Executive Officer/President.

**Section 4. Removal and Vacancies.** Any officer elected or appointed by the Board of Directors may be removed with or without cause at any time by the vote of two-thirds (2/3) of the Board of Directors, and any vacancy in any such office shall be appointed by an affirmative vote of the majority of the Directors present and entitled to vote at a meeting of the Board of Directors. Any Operating Officer appointed by the Chief Executive Officer/President may be removed with or without cause at any time by the Chief Executive Officer/President.

## ARTICLE VI

### Committees

**Section 1. Committees.** The Board of Directors may establish one or more committees as may be specified in resolutions approved by the affirmative vote of a majority of the Trustees in office. Unless otherwise provided in these Bylaws, the Chair shall appoint the members of all committees and designate the chair of each such committee. Such committees shall have the authority of the Board of Directors in the management of the business of the University to the extent provided in resolutions approved by a majority of the Directors currently holding office. Such committees, however, shall at all times be subject to the direction and control of the Board of Directors. Committee members must be natural persons.

**Section 2. Ex Officio Committee members.** The Chair and the Chief Executive Officer/President of the University, or their representatives as they may each select, shall be *ex officio* members, without voting rights, of each committee of the corporation.

**Section 3. Committee Procedures.** The provisions of these Bylaws shall apply to committees and members thereof to the same extent they apply to the Board of Directors and Directors, including, without limitation, the provisions with respect to meetings and notice thereof, absent members, written actions and valid acts. Each committee shall keep regular minutes of its proceedings and report the same to the Board of Directors.

**Section 4. Executive Committee.** The Board of Directors may appoint an Executive Committee by resolution of the Board of Directors which would be composed of the Chair, all Vice Chairs, the Chief Executive Officer/President, the Secretary and such other persons, if any, elected by the Board of Directors. A majority of members of the Executive Committee must be Directors. The Executive Committee may act only during intervals between meetings of the Board of Directors and shall at all times be subject to the control and direction of the Board of Directors. During such intervals and subject to such control and direction, the Executive Committee has and may exercise all of the authority and powers of the Board of Directors in the management of the affairs of the corporation, subject to such limitations as the Board of Directors may impose. The Executive Committee must keep regular minutes of its proceedings and report the same to the Board of Directors.

## ARTICLE VII

### Indemnification

**Section 1. Indemnification.** The University shall indemnify its officers, Directors, and committee members against judgments, penalties, fines, including without limitation, excise taxes assessed against the person with respect to an employee benefit plan, settlements, and reasonable expenses, including attorneys' fees, and disbursements incurred by such persons in connection with a proceeding in which they are or are threatened to be made a party by reason of their action on behalf of the University. In order to avail himself or herself of this indemnification provision, however, a person must: (1) not already be indemnified by another organization in connection to the same proceeding and the same acts or omissions; (2) have acted in good faith with respect to the acts or omissions complained of; (3) have received no improper personal benefit; (4) in the case of a criminal proceeding, have had no reasonable cause to believe his or her conduct was unlawful; (5) in the case of a civil proceeding, have reasonably believed that he or she was acting in the best interests of the corporation.

## ARTICLE VIII

### Fiscal Matters

**Section 1. Fiscal Year.** The fiscal year of the institution shall begin on the first day of July and end on the last day of June in each year.

**Section 2. Financial Resources and Income.** The Board of Directors and President are responsible to provide financial resources necessary to operate the University. All income generated through tuition, room and board, miscellaneous program and services fees, auxiliary income, donations from board members, individuals, private groups, and corporations, and endowments, and other sources of revenue derived from the utilization of allocated facilities, are to be used for educational purposes and programs.

**Section 3. Budget.** An annual budget estimate is compiled by the President and Chief Finance Officer shall be reviewed by the Finance Committee and submitted to the board for approval before each new accounting year. It is only executed after board approval.

**Section 4. Fiscal Operations.** The budget is operated by the president and the University's administrators to whom he or she delegates stewardship of particular portions of the budget. Material unbudgeted expenditures of more than \$10,000 are to be reported to the Executive Committee at the earliest opportunity.

**Section 5. Maintenance of Records; Audit.** As required by our accrediting agency, the University shall keep at its registered office correct and complete copies of its Constitution and Bylaws,

accounting records, voting agreements, and minutes of meetings of the Board of Directors, and committees having any of the authority of the Board of Directors for the last six (6) years. All such other records shall be open to inspection upon the demand of any member of the Board of Trustees of the corporation. The University's Board of Directors shall ensure the books and records of account of the University are reviewed as part of the corporation's audit conducted by certified public accountants, to be selected by the Board of Trustees, at least once in each fiscal year and at such other times as it may deem necessary or appropriate.

## ARTICLE IX

### Miscellaneous

**Section 1. Conflict of Interest Policy.** The Board of Directors shall adopt a policy to protect the University's interests when it is contemplating entering into a transaction or arrangement that might benefit the private interests of a Director, officer, or committee member of the University. At a minimum, the policy shall require that (a) any such conflicting interests be disclosed prior to the University's action, (b) the Board or committee involved decide whether a conflict of interest exists, (c) any person who is determined to have a conflict of interest not be allowed to participate in the vote on the involved transaction or arrangement, and (d) all Directors, officers, and committee members submit at least annually a signed disclosure statement confirming their compliance with the policy.

**Section 2. Dissolution.** This University and board can be dissolved by a decision of two-thirds (2/3) of the Board of Directors only upon ratification of two-thirds (2/3) of the Bethany Fellowship, Inc. Board of Trustees.

**Section 3. Property.** If the University and board are dissolved, all property and facilities allocated and/or dedicated to the use of the University shall be the property of Bethany Fellowship, Inc.

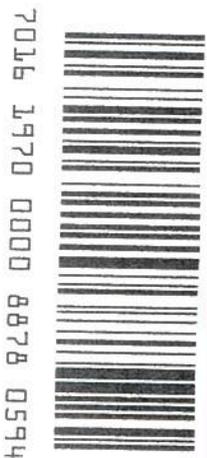
**Section 4. Preservation of Documents.** If the University is dissolved, all documents and records are to be preserved by Bethany Fellowship, Inc.

**Section 5. Amendments.** The University's Constitution and these Bylaws may be altered, amended or restated by the Board of Directors provided that the Trustees of the corporation shall approve/ratify all such amendment(s) before the same shall become effective. Any number of amendments, or an entire revision or restatement of the Constitution or these Bylaws, may be voted upon at a meeting of the Board of Directors, by action in writing or by means of electronic communication where due notice of the proposed amendment has been given and shall be adopted upon the affirmative vote of not less than two-thirds (2/3) of all Directors of the institution entitled to vote on the proposed amendment or revision and upon the approval of not less than two-thirds (2/3) of the Trustees of the corporation.

### CERTIFICATION

The undersigned Secretary of Bethany Fellowship, Inc., a Minnesota nonprofit corporation, does hereby certify that the foregoing Constitution and Bylaws are adopted for the University by the corporation's Trustees at a meeting held on the 10<sup>th</sup> day of October 2016.

Secretary *Theresa Hartford*



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Catherine Lhaman, Assistant Secretary  
 U.S. Department of Education, Office for Civil  
 Rights  
 Lyndon Baines Johnson Department of  
 Education Building  
 400 Maryland Avenue, SW  
 Washington, DC 20202-1100

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Catherine Lhaman, Assistant Secretary  
 U.S. Department of Education, Office Civil Rights  
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