CORPORATE BYLAWS OF
Lewistown United Ministries in Neighborhood Action
Amended and Restated as of June 22, 2026

ARTICLE 1: NAME

1.1 Name
The name of the corporation shall be Lewistown United Ministries in Neighborhood Action. This corporation also is registered to do business as the LUMINA Center.

1.2 Location
The principal office for the transaction of the activities and affairs of the corporation shall be located at 18/20 East Third Street, Lewistown, PA 17044.

The Board of Directors may change the principal office from one location to another. Also, the corporation may have offices at such other places as the Board of Directors may deem necessary.

1.3 Fiscal Year
The fiscal year of the corporation shall begin on the first day of July in each year and continue through the last day of June of the following year unless some other fiscal year is specified by resolution of the Board of Directors.

1.4 Scope of Bylaws
These bylaws are not intended to be fully comprehensive but are intended to be supplemented by the Nonprofit Corporation Law of 1988 as supplemented and amended, and by any future nonprofit corporation laws.

1.5 Amendment, Revision or Repeal of Bylaws
These bylaws may be amended, revised or repealed by a majority vote of the Board of Directors at any regular or special meeting, provided that written notice of the proposed amendment(s), revision(s) or repeal is/are provided to all members of the Board of Directors at least ten (10) days prior to the meeting. Amendments, revisions or repeal shall take effect immediately upon adoption by the Board of Directors.

ARTICLE 2: MISSION AND LIMITATIONS

2.1 Mission
LUMINA is a 501(c)3 non-profit charitable corporation whose mission is to serve the needs of children, youth and families of Mifflin County in the name of Jesus Christ. The LUMINA Center is a community center for all, regardless of income, age, religion or culture.

2.2 Limitations

2.2.a. Limitation of Private Inurement: The property of the corporation is irrevocably dedicated to non-profit purposes. No part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributed to, any individual, Director(s), Board of Director(s), Officer(s), or other private person(s), except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation.

2.2.b. Limitation on Political Activities: No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

2.2.c. Limitation upon Dissolution: Upon dissolution of the corporation, assets lawfully available for distribution shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2.2.d. Other Limitations: Notwithstanding any other provision of these bylaws, no Director, Officer, employee, or representative of this corporation shall take any action or carry on any other activities by or on behalf of the corporation not permitted to be taken or carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section.

ARTICLE 3: MEMBERS

3.1 Members

The corporation shall have no members.

ARTICLE 4: DIRECTORS

4.1 General Powers

The business and affairs of the corporation shall be directed, managed and controlled by the Board of Directors. The Board shall have the power to elect, appoint, or employ such officers, agents, and other representatives as it may deem necessary or prudent to carry out the purposes of the corporation.

4.2 Number of Directors

The Board of Directors shall consist of at least nine (9) but no more than fifteen (15) members until changed by amendment to these bylaws. The exact number of Directors shall be fixed, within those limits, by resolution as adopted by the Board of Directors at the annual meeting of the Board of Directors. The number of board members may be changed during a fiscal year if voting to fill vacancies of the Board of Directors up to the documented limit.

4.3 Qualifications of Directors

Each member of the Board of Directors shall be at least 18 years of age and a resident of Pennsylvania, with child abuse, criminal record and all other clearances required by Pennsylvania law to be current and on file at the LUMINA Center.

Also, each member of the Board of Directors shall be a professing Christian of sound character who affirms his/her full agreement with the corporation's Statement of Faith based on the Apostles' Creed.

Statement of Faith

We believe there is one God who eternally exists as three persons: Father, Son, and Holy Spirit.
We believe that all things were created by God and for God.
We affirm that a person is saved only by faith, through the atoning sacrifice of Jesus Christ on the cross.
We believe that God the Son became a human being in the person of Jesus Christ. That he was conceived of the Holy Spirit, born of the Virgin Mary, lived a sinless life (for He was without sin), died a substitutionary death for all mankind, was raised from the dead the third day, ascended into heaven, and is seated at the right hand of God.
We believe all people are sinners by nature and are in need of a Savior.
We believe that Jesus Christ is the one and only Savior of the world.
We believe that salvation is by grace alone through faith in Him alone.
We believe that all who call on the name of the Lord shall be saved eternally.
We believe the Bible is the inspired, infallible, inerrant, and authoritative Word of God.
We profess with the Christian Church throughout time and around the world the faith expressed in the Apostles' Creed.

4.4 Election and Terms of Office

Directors may be elected at any Board of Directors meeting by a majority vote of the Board of Directors in attendance.

The term of office for each member of the Board of Directors shall be three (3) years, at which time such member may be elected for a second term. After serving for two (2) consecutive terms, a person is eligible for service on the Board of Directors after one (1) year's absence from the Board. Exceptions to this policy can be made by a majority vote of the Board of Directors.

Directors may be elected for less than three (3) years if filling vacancies on the Board of Directors.

4.5 Attendance

Participation in and attendance at Board of Directors and committee meetings is expected. A Board member will be considered in attendance for a meeting if they can participate via telephone or other electronic device that provides for a free flow of communication, with both parties being able to fully hear each other and participate in discussions.

4.6 Removal

At any meeting of the Board of Directors called for such purpose, any member of the Board of Directors may, by a majority vote of the directors in attendance, be removed from office with or without cause. Good cause will exist for removing any director who is habitually absent from meetings.

4.7 Resignations

Any member of the Board of Directors may resign at any time by giving written notice to the Board of Directors. A resignation shall take effect on the date of the receipt of such written notice or at any later time specified therein. The acceptance of a resignation shall not be necessary to make it effective.

4.8 Vacancies

Any vacancy on the Board of Directors may be filled at any Board of Directors meeting by a majority vote of the Board of Directors in attendance.

4.9 Compensation

No member of the Board of Directors shall receive any compensation for their services as such but may, by resolution of the Board of Directors, be allowed reimbursement for their expenses actually and reasonably incurred on behalf of the corporation upon presentation of appropriate receipts or other proof of incurred debt.

4.10 Confidentiality

Members of the Board of Directors must maintain confidentiality regarding sensitive matters that affect the LUMINA Center and staff, volunteers or participants. No member of the Board of Directors shall purposely use information to benefit themselves or their interests. All decisions made by Board members must be for the benefit of the LUMINA Center.

4.11 Conflicts of Interest

Any member of the Board of Directors who has a potential conflict of interest with respect to any proposed transaction involving the corporation shall promptly disclose to the remaining members of the Board all material facts relating to the potential conflict of interest. The Board of Directors will not be precluded from approving any transaction in which a member of the Board may have a conflict of interest if the following conditions are met:

(a) the Board member in question refrains from participating in any decisions relating to the transaction, and

(b) a majority of the remaining members of the Board determines that entering into the transaction will be in the best interest of the LUMINA Center. Such determination shall be recorded in the minutes.

ARTICLE 5: MEETINGS

5.1 Regular Meetings

Regular meetings of the Board of Directors shall be held at least quarterly (January, April, July and October) at such time and place designated by the Board of Directors. Meetings may be held more frequently as necessary.

5.2 Special Meetings

Special meetings of the Board of Directors may be called by the President or at the request of any two (2) directors with notification to all directors.

5.3 Annual Meeting

An annual meeting of the Board of Directors shall be held in the month of June. This meeting will include:

- election of board members and board officers for the new fiscal year
- review and approval of departmental annual reports and financial budget
- strategic planning
- policy compliance

5.4 Notice of Meetings

Notice of all regular meetings of the Board of Directors shall be delivered at least five days prior to the scheduled meeting in writing or electronic emails or text messages. The notice shall specify the date, time, and place of the meeting together with any reports and special matters to be addressed.

Notice of all special meetings of the Board of Directors shall be delivered at least 24 hours prior to the scheduled meeting by written or electronic emails or text messages.

5.5 Quorum

A majority of the Directors then holding office shall constitute a quorum for transacting any business at any meeting of the Board of Directors. In the absence of a quorum, a majority of the directors present (meeting in person or through electronic means) and voting may adjourn the meeting until a quorum is present.

5.6 Manner of Acting

The act of a majority of the Board of Directors in attendance at a meeting at which a quorum is present shall be the act of the Board.

5.7 Informal Action

Any action of the Board of Directors may be taken without a meeting, if unofficially approved through electronic emails or text messages and then ratified at the next regularly scheduled meeting.

5.8 Electronic Meetings

Any annual, regular, or special meeting of the Board of Directors may be conducted using electronic means in which all persons participating can hear each other at the same time. Also, members of the Board of Directors may participate in meetings using electronic devices provided

all persons participating in the meeting can hear each other at the same time.

5.9 Parliamentary Authority

All meetings will be conducted using the current edition of Robert's Rules of Order.

ARTICLE 6: OFFICERS

6.1 In General

The officers of the corporation shall consist of a President, a Vice President, a Treasurer, a Secretary and an Executive Director. Such other officers as may be deemed necessary may be elected by the Board of Directors. The President, Vice President, Treasurer, and Secretary shall be elected at the first quarterly meeting of the new fiscal year by the Board of Directors to serve for the fiscal year, starting July 1 and continuing until June 30 of the following year or until their successors shall be elected. Officers may serve consecutive terms so long as they remain as members of the Board of Directors.

6.2 President

The President shall be elected from among the members of the Board of Directors and shall preside at all meetings of the Board and shall perform such other duties as the Board of Directors and these bylaws may prescribe. When requested or necessary, the president shall be the authorized signatory for major contracts and legal documents on behalf of the corporation and as approved by the Board of Directors.

6.3 Vice President

The Vice President shall be elected from among the members of the Board of Directors and shall perform the duties of the President in his or her absence. When so acting, the Vice President shall have all the powers and be subject to the same limitations as the President.

6.4 Treasurer

The Treasurer shall be elected by members of the Board of Directors and shall supervise the financial affairs of the corporation. The Treasurer shall be responsible for providing the Board of Directors with monthly reports concerning the financial condition of the corporation and assist the executive director with developing the annual budget to present to the Board of Directors for approval. The treasurer may but need not be a member of the Board of Directors. The treasurer may be a corporation.

6.5 Secretary

The Secretary shall be elected from among the members of the Board of Directors and shall be responsible for recording the minutes of all meetings and resolutions of the Board of Directors.

6.6 Executive Director

The Executive Director shall be the chief executive operating officer of the corporation and shall serve at the will and pleasure of the Board of Directors. The Executive Director shall be responsible for implementing the policies and decisions of the Board of Directors, for supervising the day-to-day operations of the corporation, and for internal communications with the Board of Directors. The Executive Director shall be a non-voting member of the Board of Directors.

6.7 Manual of Operational Policies and Procedures

Specific responsibilities of the President, Vice President, Treasurer, Secretary and Executive Director shall be approved by the Board of Directors and stated in the LUMINA Center's Manual of Operational Policies and Procedures.

6.8 Resignations

Any officer may resign at any time by giving written notice to the Board of Directors. Any such resignation shall take effect on the date of the receipt of such written notice or at any later time specified therein. The acceptance of a resignation shall not be necessary to make it effective.

6.9 Removal

Any officer, committee member or employee of the corporation may be removed with just cause, by a majority of the Board of Directors in attendance, whenever, in the judgment of the Board of Directors, the best interests of the corporation will be served thereby. Such removal shall be without prejudice to the contract rights of any person so removed.

ARTICLE 7: COMMITTEES

7.1 Executive Committee

There shall be an Executive Committee consisting of the Officers of the Board of Directors and Executive Director.

This Executive Committee shall have and exercise the authority of the Board of Directors in the management of the corporation, except that such Executive Committee shall have no authority as to the following:

- Adopt, amend, alter or repeal the bylaws,
- Elect, appoint or remove any Board member or officer of the corporation,
- Amend or repeal any resolution of the Board,
- Approve any charter document or amendment thereto required to be filed with the Commonwealth of Pennsylvania.

Any actions taken by the Executive Committee shall be brought before the full Board of Directors for ratification at the next regularly scheduled meeting of the Board of Directors.

7.2 Standing and Special/Ad Hoc Committees

The Board of Directors may designate standing and special or ad hoc committees, each of which shall consist of one or more directors and may include the executive director, other staff and volunteers, to exercise such authority as may be delegated by the Board of Directors.

- Standing committees will be determined by the Board at the first quarterly meeting of the fiscal year. Any additional standing committees can be added at the Board's discretion during the fiscal year.
- Special/ad hoc committees will be created as necessary and will be in place only for the length of time sufficient to accomplish their assigned task or responsibility.
- Specific information about standing and special/ad hoc committees will be included in the LUMINA Center's Manual of Operational Policies and Procedures, including purposes and responsibilities.
- Each committee will keep minutes of its proceedings and report such proceedings to the Board of Directors.

7.3 Service on Committees

Members of the Board of Directors are expected to chair and/or serve on one or more standing or special/ad hoc committees and attend committee meetings.

ARTICLE 8: CONTRACTS, LOANS, CHECKS, DEPOSITS, AND GIFTS

8.1 Contracts

The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contracts or to execute and deliver any instrument on behalf of the corporation.

8.2 Loans

No loans shall be contracted on behalf of the corporation, and no evidence of indebtedness shall be issued in its name, unless authorized by resolution of the Board of Directors.

8.3 Checks, drafts, etc.

All checks, drafts, or other orders for payment of money, notes, or other evidence of indebtedness issued in the name of the corporation shall be signed by two officers or agents determined by the Board of Directors and in such manner as determined by the Board of Directors.

8.4 Deposits

All funds of the corporation shall be deposited to the credit of the corporation in such banks and/or other depositories as the Board of Directors may direct.

8.5 Gifts

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the general purposes or for any special purposes of the corporation.

ARTICLE 9: INDEMNIFICATION

9. 1 Insurance

Lewistown United Ministries in Neighborhood Action will purchase and maintain liability insurance on behalf of any and all persons who are or were a director, officer, leader, employee, committee member or volunteer of Lewistown United Ministries in Neighborhood Action (while serving in their capacity as such). Such insurance will be purchased for the purpose of protecting such persons from covered loss resulting in liability asserted against the above individuals in connection with their activities on behalf of Lewistown United Ministries in Neighborhood Action.

9.2 Indemnification Requests

Should any director, officer, leader, employee, committee member or volunteer of Lewistown United Ministries in Neighborhood Action incur any liability as a result of their affiliation with or service to Lewistown United Ministries in Neighborhood Action that is not covered by Lewistown United Ministries in Neighborhood Action's insurance policy, and should such liability result in any out-of-pocket cost to such individual, then such individual may request indemnification from Lewistown United Ministries in Neighborhood Action. The granting of full or partial indemnification shall be at the discretion of the governing board. of Lewistown United Ministries in Neighborhood Action as set forth in section 9.3 herein.

9.3 Indemnification Decisions

In relation to any indemnification request that is made pursuant to section 9.2 herein, if such request is made by an individual who is not currently serving on the governing board of Lewistown United Ministries in Neighborhood Action, then the indemnification decision (whether to indemnify the requesting individual, and the dollar amount of such indemnification), will be made by the governing board. Such decision of the governing board will be final. If the indemnification request is being made by a person who is currently serving on the governing board, then the indemnification decision (whether to indemnify the requesting party, and the dollar amount of such indemnification), will be made by the remaining disinterested members of the governing board. A decision on the indemnification request by a majority of disinterested members of the Board of Directors will be final.

Adopted by a unanimous vote of the Board of Directors on June 22, 2026.