

10. Executive Committee. The Committee shall consist of the Chairman, Vice Chairman, Secretary and the Chairman of every Standing Committee or the Vice Chairman in the absence of the Chairman and such other persons as may be appointed by the Chairman of the Board. The Vice Chairman of the Board shall serve as Chairman of the Committee. Four members shall constitute a quorum. The Executive Committee shall monitor all matters affecting the Institution, shall advise the Board on all appropriate matters, shall establish and carry out a procedure for evaluation of the President, shall set the compensation of the President, shall assess the Board's composition and annually recommend persons for nomination to the Board (taking into consideration recommendations from the Committee on Trustees), shall annually select outside financial auditors and may otherwise act pursuant to Article II, Section 2 of these Bylaws. The Committee shall meet on call of the Chairman of the Board or of any two members of the Committee. The President shall have seat and voice therein except during executive session. The Executive Committee shall meet in person or by telephone at least once during each calendar quarter.

11. Ad Hoc Committees. The Board may create, charge, receive reports from, and discharge additional committees from time to time as it sees fit. The Chairman shall appoint the membership and may appoint the Chairman of such committees. Such committees may establish their rules of procedure.

ARTICLE VI.

Employment

1. Employment of Administrative Officials and Staff. The President may appoint, assign duties to, and remove administrative officials and staff subject to the provisions of Article IV.

2. Employment of Faculty. Subject to the provisions of Article VI, Section 3, the Executive Vice Presidents with the approval of the President may issue letters of appointment on behalf of the Institution.

Employment of persons to serve on the Seminary Faculty shall be approved by the Board upon the joint recommendation of the President, Executive Vice President, and Dean of the Seminary. Between meetings of the Board, on the recommendation of the Seminary Committee, Board approval may be given by the Executive Committee. The President, in consultation with Executive Vice President, and the Dean may terminate or not rehire a member of the Seminary Faculty.

Nothing in this Section shall be interpreted as abridgement of tenure or due process related to tenure.



3. Collective Labor Relations. The board reserves to itself alone authority to either recognize, or bargain with, or contract with employees collectively.

4. Religious Qualifications. The President shall adhere to the published policy of the General Synod of the Associate Reformed Presbyterian Church regarding religious qualifications for employment by the Institution insofar as possible without violating civil law.

ARTICLE VII.

Faculties, Administrative Officials, and Staff

1. Duties and Responsibilities. The Board shall establish general policy regarding academic programs and admissions programs including the size and character of the student body, the number and type of degrees, the number and nature of schools or colleges through which the curriculum is administered and the extent to which the Institution will offer graduate work.

The specific duties and responsibilities of both the Faculties and Administrative Officials are under the charge of the President.

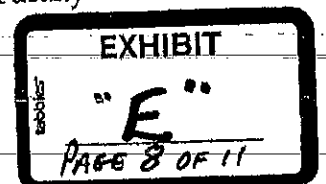
Administrative Officials shall have responsibility for student recruiting, financial aid, student life, finances, maintenance, facilities, fund-raising, and other areas of operation. The participation and advice of representatives of Faculties and student bodies shall be enlisted in the decision making processes.

The appropriate Dean and Faculty shall oversee the educational programs, curricula, and admission standards and procedures, and any recommendation of major changes in such areas shall be submitted to the President for Board action. Implementation of educational programs, instructional techniques and policies and specific objectives of courses are prerogatives of each Faculty. The participation and advice of Administrative Officials and students shall be sought in decision making processes.

Each Faculty shall recommend to the Board candidates for degrees and other distinctions.

In design and support of the student life program, Administrative Officials and Faculties should consider the welfare of the students. Where feasible, Administrative Officials, the Faculties and the student body shall participate on college committees which are concerned with the non-academic aspects of student life. Each student organization and publication shall have an advisor from among the faculties, administrative officials, staff personnel, or other qualified persons approved by the President.

The College committee appointed to recommend college policy for participation in intercollegiate athletics shall be chaired by a member of the College Faculty



elected by that Faculty. This committee shall include members of the College Faculty, Administrative Officials and students.

Administrative Officials, representatives of Faculties and student bodies serving as Advisors to the Board are expected to advise the Board in all matters related to the Institution. Recommendations or communications from a Faculty or student body to the Board should be introduced through a standing committee of the Board after informing appropriate Administrative Officials.

2. College Faculty. The College Faculty shall consist of the President, the Executive Vice President and Dean of the College, and all persons employed at least half-time with academic rank. The College Faculty may grant and withdraw seat and voice to additional persons.

3. Seminary Faculty. The Seminary Faculty shall consist of the President, Executive Vice President, Dean, and all persons employed at least half-time with academic rank. The Faculty may grant and withdraw seat and voice to additional persons.

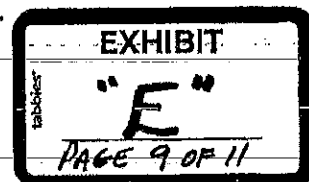
4. Administrative Officials. Administrative Officials are the President, all Vice Presidents, all Deans, and all Directors and their equivalents.

5. Meetings. The President or his designee shall call meetings of each Faculty at intervals no greater than five months. The President or his designee (normally the Executive Vice President of the Seminary or the Dean of the Seminary and the Dean of the College for their respective Faculties) shall preside at meetings of each Faculty. Each Faculty shall create and preserve a documentary record of its actions and may otherwise establish its rules of procedure and provide for such committees as may be appropriate.

6. Non-Delegation of Authority. In the interest of preserving the exceptional value and influence of the corporate Faculties, neither Faculty may delegate its full authority to a committee.

7. Staff. All employees other than corporate officers, Administrative Officials and members of a Faculty shall be known as Staff.

8. Handbook. The President, with the prior consent of the board, shall publish and revise from time to time an Employee Resource Handbook and Handbooks for Faculties. These Handbooks shall include policies such as academic freedom and responsibilities, job descriptions, College and Seminary committees, terms and conditions of employment, criteria for promotions, rank, tenure, retirement, professional demeanor, judicial process, *et cetera*, and any official statement of the Philosophy of Christian Higher Education by the Associate-Reformed Presbyterian Church. It may be published accompanied by appendices edited by the President without the prior consent of the Board.



ARTICLE VIII.
Student Organizations

1. Student Government Association. The Student Government Association shall consist of all undergraduate students of the College. The purposes of the Student Government Association are to promote interest and participation in student activities and student government; to provide the means for a clear expression of student opinion to the College Faculty, Administrative Officials and the Board; to foster activities which will build strong Christian character and sound citizenship among the students; and to function in accord with the established purposes of Erskine College.

While having the right of self-government, the Student Government Association has the responsibility to act in concert with the President, Administrative Officials, Faculty, and Board. The Student Government Association shall, with the prior consent of the President or his designee, publish annually a student handbook which will contain both College and Student Government Association regulations and policies affecting students.

2. Seminary Student Body. The Seminary Student Body consists of all Seminary students and exists for the purpose of coordinating and enriching student life under the direction of the Executive Vice President and Administrative Officials.

ARTICLE IX.

Fiscal

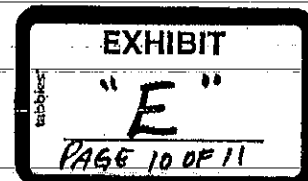
1. Fiscal Year. The fiscal year shall begin on July 1 and end on June 30 of each year.

2. Operating Budget. The Board shall annually approve the operating budget of the College and Seminary.

3. Funds. All financial accounting shall be divided into the following independent Funds: Operating, Student Loan, Plant, Endowment, Annuity and Trust, Capital Campaign, and Federal.

These Bylaws provide for a specific corporate officer to have custody of and the duty to report regularly the status of Funds to the Board. All things of value received by the Institution shall be placed into one of these Funds under the direction of the Board.

4. Inviolability of Endowment Fund. No portion of the principal of the Endowment Fund shall either be expended or hypothecated without specific



approval of the Board. No loan shall be made from the Endowment Fund without specific approval by the Board.

5. Outside Audit. The Board shall each fiscal year select and commission one or more Certified Public Accountants to audit the Funds of the Institution and other affairs at the close of the preceding year and report their findings and recommendations in writing directly to the Board.

6. Accounting Standards. Financial accounting at all levels shall be done in accordance with current standards published by the Financial Accounting Standards Board and other official accounting rule-making bodies.

ARTICLE X. Ancillary Organizations

1. Alumni. The President shall encourage, assist, and support the Erskine Alumni Association.
2. Counselors. The President shall encourage, assist, and support the Erskine Board of Counselors.
3. Parents. The President shall encourage, assist, and support the Erskine Parent Advisory Council.
4. Flying Fleet. The President shall encourage, assist, and support the Flying Fleet Club.

ARTICLE XI. Miscellaneous

1. Rules of Procedure in Meetings of the Board. The Board when meeting shall abide by the spirit set forth in the latest edition of Robert's Rules of Order, Revised when not in conflict with these Bylaws. Robert's Rules may be suspended by the affirmative vote of two-thirds of the Members voting on the question.
2. Amending Procedure. These Bylaws may be amended by unanimous consent in any meeting other than a Special Meeting; by two-thirds of the members voting when notice was given in the notice of the meeting; or, by simple majority at two consecutive meetings voting on the same questions.
3. Pronouns. The male pronoun is used in these Bylaws for ease of reading and is intended to include both male and female.





The Association of Theological Schools
The Commission on Accrediting

Tisa Lewis • Director, Accreditation and Institutional Evaluation

FILED
STATE OF SOUTH CAROLINA
COUNTY OF ABBEVILLE
2010 MAR 9 PM 4 43
EMILY MCMAHAN
CLERK OF COURT

Dr. Randall Ruble
Erskine Theological Seminary
210 S. Main Street
PO Box 688
Due West, SC 29639

Dear Dr. Ruble:

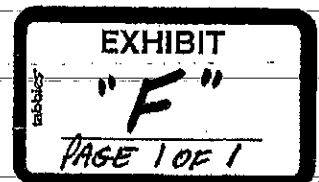
Based on the March 4, 2010, article in the *Chronicle of Higher Education*, the Commission on Accrediting of the Association of Theological Schools in the United States and Canada understands that on Wednesday, March 3, fourteen of the thirty trustees of Erskine Theological Seminary were dismissed in an action by the General Synod of the Associate Reformed Presbyterian Church.

The Commission is seeking to determine whether the unique governing action taken by the General Synod of the ARP Church has accrediting implications for Erskine Theological Seminary. Please identify by March 16 how the General Synod of the ARP Church has the authority by virtue of Erskine corporate bylaws to exercise an action such as this. In your response please include a copy of the institution's bylaws.

Sincerely,

Tisa Lewis

Cc: Dr. Neely Gaston



STATE OF SOUTH CAROLINA

COUNTY OF ABBEVILLE

IN THE COURT OF COMMON PLEAS

EIGHTH JUDICIAL CIRCUIT

C.A. No.: 2010-CP-01-

Dr. Richard Taylor, Dr. Parker Young, J. David Chesnut, and the Erskine Alumni Association,

Plaintiffs,

vs.

General Synod of the Associate Reformed Presbyterian Church, Inc..

Defendant.

AFFIDAVIT AND VERIFICATION OF COMPLAINT

Richard G. Taylor, Jr.
CLERK OF COURT

EMILY Y MCMAHAN
CLERK OF COURT

2010 MAR 15 PM 2 42

FILED
STATE OF SOUTH CAROLINA
COUNTY OF ABBEVILLE


PERSONALLY APPEARED BEFORE ME, Richard G. Taylor, Jr., who being duly sworn deposes and says as follows:

1. My name is Dr. Richard G. Taylor, Jr. I am a retired orthopedist living in Greenville, South Carolina.
2. I graduated from Erskine in 1969. I was elected to serve as a Trustee on the Erskine College Board of Trustees in 2008. My term as an elected Trustee has not expired.
3. The General Synod of the Associate Reformed Presbyterian Church, purported to remove me and thirteen other Trustees from the Erskine Board at a special called meeting of Synod which took place on March 3, 2010.
4. I have agreed to participate in this legal action because I am deeply concerned that the action of the Synod in purporting to remove Trustees was inconsistent with Erskine's Charter and Bylaws, and further that this action indicates an intent to exercise control and ownership of Erskine College and its assets to a degree far in excess of that allowed by the Bylaws of the College. In addition, the disruption in the governance of the College caused by the Synod's

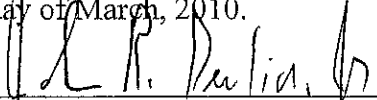
action creates a risk of confusion as to who may act for Erskine, is extremely harmful to Erskine's reputation, and could damage its standing as an accredited college.

5. I have reviewed the matters set forth in the attached Complaint and to the best of my knowledge and belief the allegations of the Complaint are true and accurate.

Further affiant sayeth not.


Dr. Richard G. Taylor, Jr.

Sworn to before me on this
1st day of March, 2010.


Notary Public for the State of South Carolina
My Commission Expires: 7/20/15