

**BYLAWS OF THE
FIRST EVANGELICAL COMMUNITY CHURCH**

ARTICLE I

LOCATION OF OFFICES

Section 1. Name and Principal Office.

The name of this corporation is First Evangelical Community Church, hereinafter referred to as “Church”

It is a California nonprofit corporation with its principal office in the County of Los Angeles, California.

ARTICLE II

PURPOSE

The purpose of the Church is to manifest the Kingdom of God in North America and around the world. The people, mission and ministry of the Church should incarnate the values and truth of the Kingdom of God through a biblically-based, balanced, and holistic approach. Evangelism, edification, equipping and expansion are crucial components of the Church’s function.

ARTICLE III

VISION

God has called us to become a loving family in Christ pursuing to extend His Kingdom by pervasively impacting communities in Southern California and beyond through transformed lifestyle, outreach, church planting, and worldwide ministry employing culturally-relevant, innovative, and holistic means.

ARTICLE IV

STATEMENT OF FAITH

The Church adopts the following as its Statement of Faith:

- A) We believe in the Scriptures of the Old and New Testaments as the inspired Word of God and completely inerrant in their original writings. They are the ultimate and final authority in faith and Christian living.

- B) We believe in one God, eternally existing in three persons: Father, Son, and Holy Spirit. And the Father is the Almighty God who created and sustains the whole universe.
- C) We believe that Jesus Christ is the Son of God. He was begotten of the Holy Spirit and was born of the Virgin Mary. He is true God and true man. He was crucified, died and buried for the atonement of sin. He rose again from the dead on the third day, and ascended bodily into heaven as our Priest and Advocate. He will return bodily to earth.
- D) We believe that the Holy Spirit is the third person of the triune Godhead. He is the Comforter who guides and inspires us to accept Jesus Christ as our Lord and Savior. He leads and enlightens us in understanding God's Word and He also guides and inspires our daily walk with God.
- E) We believe that man was created in the image of God. Man sinned and fell, thereby incurring not only physical death but also that spiritual death which is separation from God. All mankind is born with a sinful nature.
- F) We believe that all who repent of their sins and receive by faith Jesus Christ as Savior and Lord are born of the Holy Spirit and thereby become the children of God.
- G) We believe that the local church is the gathering of the redeemed believers on the earth in a certain locality and is a part of the universal church of God. We believe in the principle of separation of Church and State, guaranteeing an individual's freedom to choose one's own faith.
- H) We believe that every redeemed believer is commissioned to witness and make disciples both locally and world-wide.
- I) We believe that every redeemed believer is to be the light and salt of the earth. Thus, he/she should lead a life that demonstrate, uphold and aid the welfare and justice of society.
- J) We believe in the bodily resurrection of the believer and of the non-believer, and in the everlasting blessedness of the believer and the everlasting conscious punishment of the non-believer.
- K) We believe God has ordained and created marriage as a lifelong, exclusive, comprehensive, and conjugal "one flesh" union of one man and one woman. Mutual love, honor, respect, and responsibility are the fabric of this relationship, which is to reflect the love, sanctity, closeness, and permanence of the relationship between Christ and His church. All intimate sexual activities outside the marriage relationship, whether heterosexual, homosexual, or otherwise, is immoral and therefore sin.

We believe that God created the human race male and female, sexually different but with equal personal dignity. Consequently, any and all attempts to physically change, alter, or disagree with one's birth gender is immoral and therefore sin.

ARTICLE V

AFFILIATION

The Church shall be an independent evangelical church, and may be affiliated with the First Evangelical Churches Association.(hereinafter referred as "FECA")

ARTICLE VI

MEMBERSHIP

Section 1. Qualifications.

Qualifications for active membership of this church are as follows:

A member must:

- A) Be a Christian, be baptized and subscribe to the Purpose and Statement of Faith of this Church;
- B) Have, after being baptized, attended this Church on a regular basis for at least six months (this requirement may be waived by the Board of Directors.)
- C) Be 18 years of age or older;
- D) Not be a member of another church in the same local area;
- E) Apply for membership or reinstatement; and must complete a membership class;
- F) Be accepted by the Board of Directors.

Section 2. Voting Rights.

Those members who have met the requirements of active membership are voting members. Annual review of the membership rolls shall be made by the Membership Committee to determine voting membership.

Section 3. Covenant

Members in good standing shall fulfill the following commitments by the grace and empowerment of the Holy Spirit:

1. To **sanctify** the Lord of my church, Jesus Christ
 - by exalting His greatness and attributes (Ps. 107:31-32)
 - by obeying His word and commands (1 John 2:5)
 - by proclaiming His love and power to save (Psalm 92:2; Rom. 1:16)
 - by acknowledging Him in everything I do and everywhere I go (Prov. 3:5-6)

2. To **safeguard** the unity of my church
 - by acting in love toward other members, (Rom. 15:19; 1 Peter 1:22)
 - by actively participating in a small group/fellowship, (Acts 2:42-47)
 - by speaking words of edification to one another, (Eph. 4:29)
 - by submitting to the spiritual leaders (Heb. 13:17)

3. To **share** the mission of my church
 - by praying for her growth (1 Thess. 1:2)
 - by inviting the unchurched to attend (Luke 14:23)
 - by warmly welcoming those who visit (Rom. 15:7)
 - by encouraging others to grow and make disciples (Matt. 28:18-20)

4. To **serve** the ministry of my church
 - by discovering my gifts and talents (1 Peter 4:10)
 - by developing them through education and training (1 Tim. 4:14)
 - by deploying them where God wants me to serve (Eph. 4:11-13)
 - by cultivating a servant's heart. (Phil. 2:3-4, 7)

5. To **support** the testimony of my church
 - by attending faithfully (Heb. 10:25)
 - by giving regularly (1 Cor. 16:2; Lev. 27:30)
 - by maintaining a strong Christian witness at home and at work (Phil. 1:27)
 - by keeping the peace within the church (Eph. 4:1-3)

Section 4. Other Rights and Responsibilities.

Members shall be entitled to the following rights and privileges of membership:

- A) To participate in all Church activities for members;
- B) To receive the publications of the Church; and

- C) To enjoy any and all other rights and privileges accorded to the members of the Church.

Members are responsible for:

- A) Regular attendance at and participation in the various worship services and activities of the Church;
- B) Financial support and maintenance of the church and her employees;
- C) Maintaining a high biblical standard of Christian living and a strong Christian witness in their daily lives at home and at work;
- D) Building the membership of the Church through winning others to Christ and introducing new members to the Church.

Section 5. Non-Voting Status/Withdrawal.

Any member who has not participated in Church activities (such as worship, fellowship, tithing, etc.) within twelve consecutive months or has not attended the annual meeting for two consecutive years shall, with the approval of the Board of Directors, be put on the inactive membership list. Each such person who has been placed on the inactive membership list shall be notified at his/her last known address as it appears on the membership roll of the Church. Inactive members shall have no voting privileges.

Any member may withdraw from membership in the Church by delivering to, in person or by mail, the Board of Directors, at the Church's principal office, a written request for withdrawal. The withdrawal becomes effective upon receipt of the request by the Board of Directors.

Section 6. Discipline and Dismissal.

Member(s) who conducts himself or herself in a manner contrary to Biblical standards and the Church's Statement of faith shall be subject to dismissal according to Matthew 18:15-18. If said erring member(s) refuses to heed the warning and correction of the Board of Directors and pastoral staff, he/she may be dismissed by a two-thirds majority vote of the Board of Directors. Written notice of dismissal shall be given to such member(s) of the Church by the Secretary of the Board of Directors.

Section 7. Reinstatement.

Members who have been placed on the inactive membership list may be reinstated to active status upon reaffirming active membership. Persons who have withdrawn or been dismissed from the Church may be restored to membership upon meeting the admission requirements for new members.

ARTICLE VII

DELEGATES

Delegates representing the church to the FECA shall be elected by the members. Qualifications, right and terms of the delegates shall be determined as that set by the FECA Bylaws.

ARTICLE VIII

BUSINESS MEETING OF MEMBERS

Section 1. General Membership Meetings.

- A) Annual Meetings. Annual meeting of the members, for the election of Directors and Deacons, for the adoption of the budget and for the transaction of other business, shall be held at such date, time and place as shall be designated by the Board of Directors.
- B) Special Meetings. Special meetings of members may be called at any time by the Board of Directors and/or shall be called upon receipt of the written petition of twenty (20) percent or more of the voting members filed with the Board of Directors. Meetings are to be held at such date, time and place as shall be designated by the Board of Directors.
- C) Notice of Meetings. Notice of each meeting, giving the time and place of the meeting and the specific business to be considered, shall be mailed to each member at his/her address as it appears on the membership roll of the Church at least ten (10) calendar days prior to the meeting.
- D) Voting. Voting shall be by ballot (or as otherwise determined by voice vote of the voting members at each meeting at which votes are taken), with eligibility of voters established by reference to the current active membership roll. A majority vote of those voting members present and voting at a meeting at which a quorum, as hereinafter defined, is present shall be required for official action, unless otherwise specified in these bylaws.
- E) Quorum. A quorum shall consist of fifty (50) percent or more of the active members of the Church shown in the current membership roll.
- F) Conduct of Meetings.
 - 1) Meetings of members shall be presided over by the Chairman of the Board of Directors, or in his/her absence, by the acting chairman of the Board of Directors.

- 2) The order of business for annual meetings shall be as follows:
 - a) Reading of the minutes of the previous meeting;
 - b) Report of the Chairman of the Board of Directors;
 - c) Report of the Senior Pastor;
 - d) Consideration and adoption of new budget for the next fiscal year;
 - e) Old Business;
 - f) New Business;
 - g) Election of Directors, Deacons and Delegates;
 - h) Adjournment.

- 3) Meeting of members shall otherwise be governed by Robert's Rules of Order as such rules may be revised from time to time, insofar as such rules are not inconsistent or in conflict with these bylaws, with the Articles of Incorporation of this corporation, or with the laws of the land.

ARTICLE IX

BOARD OF DIRECTORS

Section 1. Number and Title.

The Board of Directors shall have five or more members, with officers consisting of a Chairman, a Secretary, and a Treasurer, and any such other titles as may be required by the Board of Directors. An acting chairman may be appointed from among the Directors by the Chairman in his/her absence. It shall be an objective that each congregation has at least one member on this Board, but not mandatory.

Section 2. Qualifications. Election, and Term of Office.

Any person who has been an active member of the church for at least five years in good standing, is actively engaged in the ministry of the church, and is nominated as provided in Article XI, A), 1) of these bylaws, shall be eligible to be elected Director of this Church. In addition, he/she shall have the moral and spiritual qualities as described in I Tim. 3:1-7 and Titus 1:5-9, and shall have previously served in the Board of Deacons.

Members of the Board of Directors shall be elected by vote of the active members present at the annual general membership meeting at which a quorum is present. Voting by proxy and cumulative voting shall not be authorized. Candidates are elected for a four-year term. Not more than sixty percent (60%) of the total number of Directors shall be elected in any one election year. Election of Directors occurs every other calendar year.

Elected Directors shall take office at the first Board of Directors meeting of the calendar year following their election and serve until their successors are elected

and qualified. Directors may be re-elected once. After a one-year sabbatical, that member shall again be eligible for election to the Board. Directors shall serve without financial compensation.

Section 3. Duties and Powers.

The Board of Directors, on behalf of the Church, together with the Senior Pastor shall fulfill the mandate of the Church including spiritual, legal and financial matters, and shall have general charge of the following responsibilities:

- A) Make policies and regulations not inconsistent with these By-Laws, for the achievement of the objectives of the whole Church.
- B) Ensure the implementation of Church's policies and procedures; and enforce Church discipline;
- C) Recommend employment and removal of the Senior Pastor of the Church for membership approval; determine his compensation; prescribe his duties and responsibilities; and from time to time, devolve his powers or duties;
- D) Make annual evaluation of the performance of the Senior Pastor.
- E) Develop, review and execute the long term strategic plan of the Church.
- F) Safekeep all Church property and legal documents;
- G) Ensure that all Church documents are kept in accordance with Article XVIII;
- H) Ascertain that the Church is in compliance with all appropriate laws of the United States and the State of California; and
- I) Determine that the church operates on a sound financial basis.

The Board of Directors is vested with the power and authority to perform but not limited to the following:

- A) To execute on behalf of the Church documents of a legal and financial nature;
- B) To disburse Church funds;
- C) To review, and oversee the Church budget;
- D) To borrow money and to make and issue notes, bonds, and other negotiable and transferable instruments, mortgages, deeds of trust and trust instruments, and to do every act necessary to effect the same;

- E) To select and designate such bank or trust company as it may deem advisable as official depository for the funds of the Church, and to order and prescribe the manner in which such funds shall be deposited and/or withdrawn;
- F) To approve compensation and fringe benefits of all Church employees;

Section 4. Vacancies.

Vacancies on this Board shall be filled by appointment by the two-thirds majority vote of the remaining members of the Board of Directors with the concurrence of the Senior Pastor. Newly appointed members shall serve out the remaining term of his/her predecessor.

Section 5. Meetings.

The Board of Directors shall hold meetings as often as necessary to discharge its responsibilities, but at least six (6) times in each calendar year. A quorum shall consist of over sixty (60) percent of the Board members. Meetings shall be called by the Chairman of the Board of Directors, who shall notify all members no later than ten (10) days before the date of the meeting. Waiver of notice is permitted upon agreement by all members. A special meeting may be called at the request of the Senior Pastor or no less than one third of the Board members. Only members of the Board shall be voting members during these meetings.

Section 6. Termination.

Any Director may be removed for failing to meet the qualifications under which he/she was elected. This may be done by a two-thirds majority vote of the remaining Directors, with the concurrence of the Senior Pastor;

Any Director may be removed by a simple majority vote of the active Church members in a general meeting of its membership.

Section 7. Specific Duties of Chairman, Secretary, and Treasurer.

A) The Chairman, or in his/her absence, the acting chairman, shall:

- 1) Preside at all meetings of the Board of Directors; and
- 2) Be responsible for the execution of Directors' duties and responsibilities.

B) The Secretary shall:

- 1) Keep an accurate record of the transactions of all business meetings of the members of this Church and the Board of Directors;

- 2) Receive and keep all minutes of the meetings of the Board of Deacons and the Board of Directors;
- 3) Be responsible for posting of notices, notifying members by mail of all meetings and agenda calling for vote;
- 4) Maintain the membership roll of all members of the Church together with the names and addresses of all active members, and keep records of all members, active and inactive, together with the fact and date of termination, if any, of the membership of any such member; and
- 5) Perform such other duties as may be imposed by law, or the Articles of Incorporation or by these bylaws, or as may be prescribed from time to time by the Board of Directors.

C) The Treasurer shall:

- 1) Receive and safely keep all money and other property of the Church entrusted to his/her care, and shall disburse the same under the direction of the Board of Directors;
- 2) Render financial statement at the annual meeting of members and at such other times as may be requested by the Chairman of the Boards of Directors;
- 3) Keep a complete account of the finances of the Church on books which shall be and remain the property of the Church;
- 4) Perform such other duties as may be imposed by law, by the Articles of Incorporation, or by these bylaws, or as may from time to time be prescribed by the Boards of Directors;
- 6) Appoint an Assistant Treasurer at his discretion with approval of the Board of Directors. Such appointee shall not be an officer of the Church and may be paid; and
- 7) If the Board of Directors so require, be bonded at the expense of the Church. The Assistant Treasurer, if any, shall likewise be bonded at the expense of the Church.

ARTICLE X

BOARD OF DEACONS

Section 1. Number and Title.

The Church shall have seven or more Deacons and/or Deaconesses, hereinafter referred to as “Deacons” and collectively shall be known as the Board of Deacons. A Chairman shall be elected annually among the Deacons. An acting chairman may be appointed from among the Deacons in his/her absence.

Section 2. Qualification. Election and Term of Office.

Any Church member for at least one year in good standing, actively engaged in the ministry of the Church, possessing the qualities described in I Timothy 3:8-13 and Titus 1:5-9, shall be eligible to be elected as a Deacon. Deacons, other than those appointed according to Section 4 of Article IX, shall be elected by the vote of the active members of the Church present at its annual meetings at which a quorum is present. Voting by proxy and cumulative voting shall not be authorized. Candidates are elected for a two-year term. To meet the requirement stated below, for 1997, some of the deacons will be elected for a one-year term. The preceding and this sentence shall be stricken from these By-Laws, all without further vote of the membership. It is the objective to strive for proportionate representation according to the adult worshipers in each congregation. No more than sixty (60) percent of the Board shall be elected during each annual Church business meeting.

Elected Deacons shall take office at the first Board of Deacons meeting of the calendar year following their election and serve until their successors are elected and qualified. Deacons may be re-elected, but shall not serve more than three consecutive terms.

Deacons shall serve without financial compensation.

Section 3. Duties and Powers.

The Board of Deacons shall be under the direct supervision of the Senior Pastor. Deacons shall assist the Senior pastor in all spiritual affairs, and shall have general charge of the following responsibilities:

- A) Implement the policies and procedures set forth by the Board of Directors;
- B) Make rules and regulations not inconsistent with these bylaws and policies set by the Boards of Directors for the achievement of the Church’s objectives;
- C) Establish or approve the forming of Ad Hoc committees and fellowship groups;
- D) Formulate and recommend annual budget of the Church and request budget revisions as needed, and
- E) Recommend membership applications to the Board of Directors for approval;

F) Responsible for inter-congregational ministries.

Section 4. Vacancies.

Vacancies on the Board of Deacons shall be filled by two-thirds majority vote of the remaining members of the Board of Deacons for the unexpired term, upon approval of the Senior Pastor.

Section 5. Meetings.

The Board of Deacons shall hold no less than six (6) regular meetings per annum at such time and place as may from time to time be designated by resolution of the Board. A quorum shall consist of over sixty (60) percent of the Board members. A special meeting shall be called at the request of the Senior Pastor, the Board of Directors or no less than one third of the Board members.

Section 6. Termination.

Any Deacon may be removed for failing to meet the qualification under which he/she is elected. This may be done by a two-thirds majority vote of the remaining Deacons.

Any deacon may be dismissed with reasonable cause by the Senior Pastor with the concurrence of the Board of Directors.

Any Deacon may be removed from the Board of Deacons by a single majority vote of the active members in a Church annual meeting.

ARTICLE XI

CONGREGATIONAL COMMITTEE

A congregation is defined as a group of believers assembled for regularly scheduled celebration of the sacraments and weekly worship at a fixed location.

A Congregational committee shall be established by the Board of Directors when a church has established more than one congregation. Alternatively, a congregational committee may be established by the Board of Directors when starting a new branch church before the formal establishment of its Board of Deacons.

The congregational committee is to serve as liaison between the Board of Deacons (or the Board of Directors) and the particular congregation by implementing approved policies and attending to day-to-day operation involving fellowship groups, worship services and other people related activities.

The committee is chaired by the congregational pastor with assistance from the vice chairman appointed by the congregational pastor and approved by the Board of Deacons. The congregational committee shall not make decisions concerning budget and finance. Additional policy concerning the congregational committee shall be established and documented by the Board of Deacons (or the Board of Directors) responsible for that particular congregational committee.

ARTICLE XII

COMMITTEES

Standing committees shall be organized by the Board of Directors, and/or the Boards of Deacons, for the purpose of facilitating the business of the Church. In addition, Ad Hoc committees may be appointed by the Boards. Each committee is supervised by the Board which organizes it and by the Senior Pastor.

Unless otherwise specified, each committee shall consist of a Chairman, who is appointed by the Board responsible for the particular committee in conjunction with the Senior Pastor, from among the Directors, or Deacons (as applicable) and one or more members to be appointed by the committee Chairman from among the active members of the Church, with the approval of the supervising board(s). All committee members shall serve one year and may be re-appointed.

The standing committees of the Church shall include, but not be limited to, the following:

A) Independent Committee

1) Nominating Committee:

The Nominating Committee shall consist of the Senior Pastor, Congregational Pastors, respective chairman of the Board of Directors and Board of Deacons. It shall receive nominations from various boards, committees, fellowships, and/or Sunday School classes.

The Nominating Committee shall review and approve the slate of nominees for the Board of Directors, and the Board of Deacons and shall post the slate of nominees before the congregation two weeks prior to the date of election

B) Committee under the Board of Directors:

1) Membership Committee:

The Membership Committee, with the assistance of the Senior Pastor or his designate, shall review and approve membership applications submitted by the Board of Deacons and shall have charge of maintaining

the membership role under the direction of the Secretary of the Board of Directors, who shall be a member of this committee.

2) Personnel Committee:

The Chairman of the Board of Directors shall be the Chairman of this committee, which shall assist the Senior Pastor in handling personnel matters including, but not restricted to, conducting interviews of prospective pastoral staff candidates and making employment recommendations to the Senior Pastor.

C) Committee under the Board of Deacons:

1) Christian Education Committee:

The Christian Education Committee shall be responsible for all programs and activities related to Christian education including, but not limited to, Sunday School, library, counseling, leadership training, Christian formation and discipleship.

2) Missions Committee:

The Missions Committee shall be responsible in helping the Church fulfill the mandate of the Great Commission (Matthew 28:19-20), by means of, but not limited to the following: challenging and equipping the congregation to be an effective task force for missions, developing prayer concern, selecting and screening suitable missionary candidates, recommending missionaries for financial support, and channeling the news and activities of the missionaries to the congregation.

ARTICLE XIII

SENIOR PASTOR

Section 1. Appointment.

The Senior Pastor shall be appointed by the two-thirds majority vote of the Boards of Directors, and approved by a simple majority vote of the active members of the Church present at the meeting legally called for the purpose of selecting a Senior Pastor. Upon the resignation or dismissal of the Senior Pastor, an Acting Senior Pastor may be appointed by two-thirds majority votes of the Board of Directors.

Section 2. Resignation.

The Senior Pastor may resign by filing a written notice of resignation with the Chairman of the Board of Directors, either personally or by mail, postage prepaid,

addressed to such officer at the principal office of the Church. Such resignation shall become effective at a mutually agreeable date.

Section 3. Dismissal.

Forced dismissal is considered a very serious matter, and shall require a two-thirds majority vote of the Boards of Directors, and a simple majority vote of the active members present at the meeting legally called for the purpose and at which a quorum is present.

Notice of such meetings shall be given to each voting member personally or by mail at his/her address as shown on the membership roll of the Church not less than thirty (30) days prior to the date of such meetings, and said notice shall specify that the purpose of the meeting is to vote on the dismissal of the Senior Pastor. Such notice shall be given by the Secretary of the Board of Directors, or on his/her failure or refusal to do so, by such person as may be designated by the Chairman of the Board of Directors or by any active members signing the petition hereinafter provided for, whenever the Board of Directors by resolution directs that such notice be given and meeting held or whenever a petition is signed by not less than twenty percent of the active members and filed with the Board of Directors. The membership roll shall be made available to any active member for the purpose of giving the notice as herein provided.

Section 4. Duties and Responsibilities.

The Senior Pastor is vested with the power and authority to perform but not limited to the following:

- A) Shall lead, guide and impart vision to Church activities, including, but not limited to, the preaching of the Word of God, the administration of the ordinances and the promotion and advancement of the spiritual welfare of the Church and her members;
- B) Shall prepare an annual performance review of the Pastoral Staff He shall define and supervise their duties, and determine their appointment and termination. He shall recommend their compensation to the Board of Directors for approval;
- C) Shall oversee the administrative affairs of the Church;
- D) Shall be responsible for other matters delegated to him from time to time by the Board of Directors;
- E) Shall be an ex-officio member without voting privileges at various Committees and Boards, and may attend any of these meetings at his discretion;

- F) Shall recommend the establishment of various Committees to the Board of Directors and Board of Deacons as these needs arise;
- G) May request a special meeting of the Board of Directors and/or the Board of Deacons to reconsider, prayerfully, any decisions made by the Board(s) within thirty (30) days after such decisions have been made. The Board(s) then should reconvene and vote on such matters. A two-thirds majority vote by the board(s) may sustain these decisions;
- H) Shall work with the Boards of Directors in conducting the affairs of the Church; and
- I) To recruit and approve the employment, promotion and removal of the non-pastoral staff of the church;
- J) Shall maintain regular office hours.

ARTICLE XIV

PASTORAL STAFF COUNCIL

Section 1. Definition.

Pastoral staff are members of office of the Senior Pastor. They will oversee various congregations and other ministerial functions of the Church in areas such as Christian Education, Missions, Youth and others as delegated by the Senior Pastor.

Section 2. Authority and Responsibilities.

The pastoral staff shall assist the Senior Pastor in planning, administering and implementing the vision and activities of the church.

ARTICLE XV

CONGREGATIONAL PASTOR

Section 1. Appointment.

A Congregational Pastor shall be recruited and interviewed by the Personnel Committee. The Personnel Committee shall make their recommendation to the suitability of a candidate to the Senior Pastor for his final decision, with the concurrence of the Board of Directors.

Section 2. Resignation.

A Congregational Pastor may resign by filing a written notice of resignation with the Senior Pastor, either personally or by mail, postage prepaid, addressed to the principal office of the Church. Such resignation shall become effective at the date mutually agreed, but not to exceed a period of thirty (30) days from the day it is received.

Section 3. Dismissal

The Congregational Pastor may be dismissed by the Senior Pastor with the approval of the Board of Directors.

Section 4. Duties and Responsibilities.

The Congregational Pastor:

- A) Shall adhere to the policies of the Church;
- B) Shall be responsible to the Senior Pastor of the Church;
- C) Shall lead and coordinate congregational activities, including, but not limited to, the preaching of the Word of God, the administration of the ordinances and the promotion and advancement of the spiritual welfare of the Church and her members;
- D) Shall be an ex-officio member without voting privileges at all Church Committees and Boards, and may attend all meetings at his discretion;
- E) Shall recommend the establishment of various committees and fellowships to the Senior Pastor as these needs arise;
- F) Shall maintain regular office hours;
- G) Shall engage speakers for the pulpit;
- H) Shall coordinate the administrative affairs of the congregation;
- I) Shall be responsible for all other matters delegated to him from time to time by the Senior Pastor;
- J) Shall recruit and supervise additional staff needed for the proper function of the congregation with the approval of the Senior Pastor.

ARTICLE XVI

ADVISORY COUNCIL

At the discretion of the Senior Pastor, an advisory council may be formed to provide guidance and advice to the Senior Pastor.

ARTICLE XVII

ELDERS

Section 1. Appointment and Responsibility

The Church shall call and commission specific individuals to be elders. The Elders are to assist the Senior Pastor and Congregational Pastors in the pastoral ministry. Their responsibilities consist of but not limited to: attending to the needs of non-believers, those who are spiritually weak, and those who need to be instructed in the faith.

Section 2. Qualification

Candidates who are nominated to be elders shall meet the following requirements:

- A) Must exemplify the moral and spiritual qualities becoming Christian leaders as described in I Tim. 3:1-7 and Titus 1:5-9;
- B) Must be an active member of the Church for at least seven years in good standing and is actively engaged in the ministry of the Church;
- C) Has demonstrated gifts of pastoring and/or teaching in the context of building up the body of Christ;
- D) Has previously served in leadership roles in the church and possesses proven spiritual leadership qualities;
- E) Has a clear sense of calling to serve God and His Church.

Section 3. Nomination, Verification. & Recognition

Any active member of the church may nominate an individual meeting all the qualifications prescribed in Section 3 above for eldership. The candidate shall go through a verification and preparation process concluded with an examination interview. He/she shall then be presented at a public service for recognition.

Section 4. Revocation

A person credentialed as Elder by the Church who is guilty of conduct unbecoming a servant of Jesus Christ, or who teaches contrary to the doctrinal statements, principles or practices of the Church, as determined by the Pastoral Staff Council, shall have his or her credentials suspended or revoked or voluntarily surrendered.

Section 5. Restoration

An elder credentialed by the Church who has had his or her credentials revoked may seek a restoration of his/her credentials, after taking necessary repentant or corrective actions. Such requests shall be submitted to the Board of Directors for consideration. Restoration will be granted subject to the approval of the Senior Pastor.

ARTICLE XVIII

OTHER ACTIVITIES

The Church may conduct other activities as its business with the approval of the Board of Directors, such as school, campground, health clinics, counseling services, etc. consistent with our vision and mission.

ARTICLE XIX

CHURCH RECORDS, REPORTS, AND SEAL

Section 1. Minutes of Meetings.

The Church shall keep at its principal office, or at such other place as the Board of Directors may order, a minute book containing the records of all meetings of the Board of Deacons, and the Board of Directors, and of all annual and special business meetings of members, with the time and place of holding, whether regular or special, and if special, how authorized; the notice given; the names of those present at the Board of Directors and the Board of Deacons meeting; the numbers of members present at the members' meetings; and the proceedings thereof.

Section 2. Books of Accounts.

The Church shall keep and maintain adequate and correct accounts of its properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

Section 3. Inspection of Records.

The books of account shall at all reasonable times be open to inspection by any member of the Board of Directors, or Senior Pastor. Every member of the Board of Directors or Senior Pastor shall have the right at any reasonable time to inspect all books, records, documents of every kind, and the physical properties of the Church. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make extracts.

The books of account and the minutes of meetings of the Board of Directors, and the Board of Deacons shall be open to inspection on a written demand of any active member at any reasonable time, for a purpose reasonable related to the interests of the member, and shall be exhibited at any time when required by the demand of fifteen (15) percent of the active members. Such inspection may be made in person or by agent or attorney, and the right of inspection includes the right to make extracts.

Section 4. Annual Report and Financial Statement.

The Board of Directors and Senior Pastor shall cause to be prepared and submitted to the active members a written annual report including a financial statement. Such report shall summarize the Church's activities for the preceding year and activities projected for the forthcoming year; the financial statement shall consist of a balance sheet as of the close of business of the Church's preceding fiscal year and eight (8) months of the current fiscal year, containing a summary of receipts and disbursements, prepared in such manner and form as required by sound accounting practices, and approved by the Board of Directors.

Section 5. Corporate Seal.

The Board of Directors shall provide a corporate seal. Such seal shall be affixed to all corporate instruments, but failure to affix it shall not affect the validity of any such instrument.

ARTICLE XX

POLICIES AND PROCEDURES

The Church shall keep at its principal office or at such other place(s) as the Board of Directors may order, written policies and procedures in all major areas of operation, such as personnel, fiscal responsibilities and accountability, facilities and others. Each Board (Directors, Deacons) shall have the power to enunciate policies and procedures within their areas of responsibility that are to guide the activities of the Church, and must not be inconsistent with these By-Laws and the objectives of the Church.

ARTICLE XXI

FISCAL YEAR

The fiscal year of the Church shall be the calendar year.

ARTICLE XXII

BYLAWS

Section 1. Effective Date of the Bylaws.

These Bylaws shall become effective January 1, 1997. Amendments to these Bylaws shall become effective immediately on their adoption, unless the members in adopting them provide that they are to become effective at a later date.

Section 2. Amendments.

- A) Subject to the limitation contained in the Articles of Incorporation, and to any provisions of law applicable to the amendment to bylaws of nonprofit corporations, these Bylaws or any part of them, may be altered, amended, or repealed and new bylaws adopted at any annual or special business meeting of the members by a two-thirds majority vote of the active members present and voting, provided the amendment is first proposed in the manner set forth in Paragraph (B) hereof, and provided the notice of the meeting referred to in said paragraph mailed to the membership sets forth the proposed amendments in full;
- B) Amendments to these bylaws may be proposed by: 1) the Board of Directors on its own motion and with the approval of the Senior Pastor; or 2) the petition of at least twenty (20) percent of active members presented to the Board of Directors meeting not less than sixty (60) days before the membership meeting at which the proposed amendment is to be presented. The Board of Directors must submit the proposed amendment to the members at the next membership meeting at which a quorum is present, except that if such meeting is a special meeting, the Board may defer presentation to the following annual meeting. The proposed amendment must, however, be voted on at the meeting at which it is presented.

Section 3. Certification and Inspection.

The original, or a copy, of the Bylaws as amended or otherwise altered to update, certified by the Secretary of the Board of Directors, shall be recorded and kept in a book in the principal office of the Church, and such book shall be open to inspection by the active members during office hours.

ARTICLE XXIII

DISSOLUTION

Upon dissolution of this Church, the Board of Directors shall cause the assets herein to be distributed primarily to the First Evangelical Churches Association and secondarily to another church with purposes similar to those identified in Article II of these Bylaws.