

Article VIII Government

Section 1 Senior Leadership Team

- A. There shall be a Senior Pastor/President.
- B. There may be a Vice President.
- C. There shall be a Secretary.
- D. There shall be a Treasurer.
- E. Other individuals may be added as needed
- F. Prospects for Senior Leadership may be presented to the Senior Leadership Team in writing by any corporate member of the church.
- G. Of the Vice President, Secretary, Treasurer a minimum of one of these positions must be an ordained minister.

Section 2 Official Senior Leadership Team and Voting Power

- A. The Senior Leadership Team is that group of persons vested with the management of the business and affairs of the corporation.
- B. The official Senior Leadership Team shall consist of individuals listed above and those added by official action of the Senior Leadership Team.
- C. The majority of the Senior Leadership Team shall serve without remuneration. The majority shall also not be comprised of one group whose members are related by blood, business, or marriage.
- D. The Senior Pastor/President shall be chairman of the Senior Leadership Team.
- E. Each member of the Senior Leadership Team shall have equal voting power among all the other members.
- F. A decision by the Senior Leadership Team is considered valid with a two-thirds majority vote, including the approval of the Senior Pastor/President, unless otherwise specified in the Bylaws.

- G. The Senior Leadership Team shall adopt a Conflict of Interest Policy to prevent voting by disqualified individuals, as defined in IRC Section 4958(f)(1). All members who are disqualified with respect to a decision shall recuse themselves from the vote.
- H. The Senior Leadership Team shall be authorized to create any additional committees as may be deemed necessary for the management corporation.
- I. The Senior Pastor/President shall be an ex officio member of every committee and can at his discretion be the chair of such committee at the time of its creation.

Section 3 Succession

- A. The Senior Pastor/President may appoint a successor at any time. Should the Senior Pastor/President be legally removed or fail to appoint a successor or if the successor does not pass two-thirds majority vote. The ordained minister holding the highest office shall be the next in succession and this order shall serve as an order of succession.
 - a. Vice President
 - b. Secretary
 - c. Treasurer
- B. The successor will automatically and immediately become acting Senior Pastor/President should the Senior Pastor/President:
 - a. Resign
 - b. Pass away
 - c. Become incapable of holding office
- C. Within 60 days the members of the congregation must hold a special meeting to confirm the acting Senior Pastor/President or another ordained minister as presented by the Senior Leadership as interim Senior Pastor/President office by a two-thirds majority vote. The candidate for Interim Senior Pastor/President may not attend this meeting, no other items may be voted on during this meeting, and

no other meetings of the members of the congregation may take place prior to this meeting

D. Following approval, the interim Senior Pastor may serve 120-day terms as long as needed being reviewed by the Senior Leadership team at the end of each term.

H. Section 4 Removal from the Senior Leadership Team

A. Removal of Senior Leadership Team members is subject to Article V, Section 3

B. The following reasons are considered just cause for Senior Leadership Team member removal by the Senior Leadership Team:

- a. In absentia at three consecutive Senior Leadership Team meetings
- b. Violation of the mutual interest clause of Article XI
- c. Not acting in the best interests of the organization
- d. Willful nondisclosure of a conflict of interest as interpreted by a majority of the Senior Leadership Team.

Section 5 Vacancies

In the event of a Director vacancy, whether due to resignation or removal, the Senior Leadership Team shall be given a reasonable amount of time to nominate an individual they deem qualified in accordance with these Bylaws. The nomination must be approved by a simple majority vote of the Senior Leadership Team.

Section 6 Resignation

Any Director may resign at any time by giving written notice to the Senior Leadership Team. Such resignation shall take effect on the date of the receipt of such notice and, acceptance of such resignation shall not be necessary to make it effective.

Article IX Official Functions

The officers listed below are ultimately responsible to oversee that all listed duties are properly executed. The actual carrying out of necessary actions may be accomplished by any individual whom the Senior Leadership Team sees fit.

Section 1 Senior Pastor/President

A. Qualifications

- a. The Senior Pastor/President must have a clear testimony of salvation through Jesus Christ alone and a clear testimony of the call to pastor.
- b. He shall have wisdom in handling the corporation's affairs.
- c. He shall be of sound doctrine and good judgment.
- d. He shall exemplify 1 Tim. 3:1-7, Titus 1:5-9, 1 Peter 5:1-4

A. Duties

- a. The Senior Pastor/President shall be the leader of the church as provided by the Holy Scriptures
- b. The Senior Pastor/President shall be chairman of the official Senior Leadership Team and preside over all corporation meetings.
- c. The Senior Pastor/President shall hold the Ecclesiastical Authority and be responsible for the day-to-day decisions.

B. Manner of Appointment

- a. The Senior Pastor/President shall be appointed by a three-fourths majority vote of the corporate membership.

C. Term of Office

- a. The Senior Pastor/President is an open-ended term, which may be rescinded by either a corporate church or resignation of Senior Pastor following the provisions in Article V.

D. Removal

- a. Removal of the Senior Pastor/President is subject to the provisions of Article V.

Section 2 Vice President

A. Qualifications

- e. The Vice President must have a clear testimony of salvation through Jesus Christ alone and a clear testimony of the call to pastor.
- f. He shall have wisdom in handling the corporation's affairs.
- g. He shall be of sound doctrine and good judgment.
- a. He shall exemplify 1 Tim. 3:1-7, Titus 1:5-9, 1 Peter 5:1-

B. Duties

- a. He will serve as chief advisor to the Senior Pastor/President.
- b. He shall carry out the responsibilities that the Senior Pastor/President delegates to him.
- c. May serve as acting Senior Pastor/President in the event of an emergency or vacancy in accordance with Section 3.

C. Manner of Appointment

- a. The Vice President shall be nominated by any member of the Senior Leadership Team and appointed by a two-thirds majority vote of the corporate membership.

D. Term of Office

- a. The term of office of the Vice President shall be reviewed every two years by the Senior Pastor or his representative/s. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article V.

Section 3 Secretary

A. Qualifications

- a. The Secretary must have a clear testimony of salvation through Jesus Christ alone and shall be a spiritually minded person and of sound judgment.
- b. He must be administratively gifted and minded with the ability to multi-task.

B. Duties

- a. By virtue of his office, the Secretary shall keep a true and accurate record of all meetings, including business meetings of the corporation.
- b. He shall perform clerical duties and shall be the custodian of all legal documents.
- c. May serve as acting Senior Pastor/President in the event of an emergency or vacancy in accordance with Section 3

C. Manner of Appointment

- a. The Secretary shall be nominated by any member of the Senior Leadership Team and appointed by a two-thirds majority vote of the corporate membership.

D. Term of Office

- a. The term of office of the Secretary shall be reviewed every two years by the Senior Pastor or his representative/s. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article V.

Section 4 Treasurer

A. Qualifications

- a. The Treasurer must have a clear testimony of salvation through Jesus Christ alone and shall be a spiritually minded person, and of sound business judgment.
- b. He shall be capable of doing the accounting required to maintain the corporation books.

B. Duties

- a. By virtue of his office, the Treasurer shall keep, in a business-like manner, an itemized account of all receipts and disbursements of moneys committed to his trust and shall make reports to be presented during the official Senior Leadership Team meetings.
- b. He shall deposit and make withdrawals in a manner prescribed in Article XVIII. May serve as acting Senior Pastor/President in the event of an emergency or vacancy in accordance with Section 3.

C. Manner of Appointment

- a. The Treasurer shall be nominated by any member of the Senior Leadership Team and appointed by a two-thirds majority vote of the corporate membership.

D. Term of Office

- a. The term of office of the Treasurer shall be reviewed every two years by the Senior Pastor or his representative/s. The number of consecutive terms that he may serve is unlimited. He is subject to removal at any time in accordance with Article V.

Section 5 Directors

A. Qualifications

- a. Directors must have a clear testimony of salvation through Jesus Christ alone and shall be spiritually minded persons, and of sound business judgment.

B. Duties

- a. By virtue of their office, Directors shall carry out the responsibilities that the Senior Pastor/ President or Senior Leadership Team delegate to them.

C. Manner of Appointment

- a. Directors shall be nominated by any member of the Senior Leadership Team and appointed by a two-thirds majority vote of the corporate membership.

D. Term of Office

- a. The term of office of the Directors shall be reviewed every two years by the Senior Pastor/ President or his representative. The number of consecutive terms that a Director may serve is unlimited. Directors are subject to removal at any time in accordance with Article V.

Article X Meetings

Section 1 Church Services

In any established place of worship, the appointed Pastor will be responsible for regular church services.

Section 2 Corporation Meetings

The corporation year shall coincide with the calendar year beginning on January 1st and running through December 31st.

- A. Proper notice of ten days shall be given to all Directors prior to any Corporation Meeting.
- B. The Senior Pastor/President will call the official Senior Leadership Team meeting to discuss the direction of the corporation. The Senior Pastor/President shall set dates and times for Senior Leadership Team meetings. The Senior Leadership Team may have invited guests present at any meeting so long as the Senior Pastor/President has approved it.

- C. The Secretary shall keep an accurate account of the minutes that were discussed at any Senior Leadership Team meeting. He then must submit them at the next Senior Leadership Team meeting for discussion approval by the official Senior Leadership Team.
- D. Senior Pastor/President. Upon approval by the majority of the Senior Leadership Team, the minutes shall be adopted, and all policy and procedure in them will continue to be enforced.

Section 3 Corporate Membership Meetings

Proper notice of fourteen (14) days shall be given to all members prior to any Corporate Membership Meeting.

- A. This is a limited voting membership church. Each corporate member shall be entitled to one vote as a member of this church on approved issues. Voting in this corporation is limited to those individuals that have been fully accepted into membership and whose status as a corporate member is active.
- B. Binding decisions made by this corporation shall be by a two-thirds majority vote of the corporate membership present at any corporate meeting.

Section 4 Waiver of Notice

Attendance of a Director at any meeting of the Senior Leadership Team will constitute a waiver of notice of such meeting except where such Director attends a meeting for the express purpose of objecting, at the beginning of the meeting, to the transaction of any business because the meeting is not lawfully called or convened.

Section 5 Meetings by Remote Communications Technology

Subject to the notice provision aforementioned in this Article, the Directors may also hold meetings by means of a remote electronic communications system, including video or telephone conferencing technology or the Internet, or any combination, only if each person entitled to participate in the meeting consents to the meeting being held by means of that

system, and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. Participation in such a meeting shall constitute presence in person at such meeting, except participation for the express purpose of objecting to the transaction of any business on the ground that the meeting is not lawfully called or convened.

Section 6 Action by Unanimous Written Consent Without Meeting

Any action required or permitted to be taken by the Senior Leadership Team under any provision of law may be taken without a meeting if all members of the Senior Leadership Team shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Senior Leadership Team. Such action by written consent shall have the same force and effect as the unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Senior Leadership Team without a meeting and that the Bylaws of this corporation authorize the Directors to so act and such statement shall be prima facie evidence of such authority.

Article XI Quorum

- A. Two-thirds of the Senior Leadership Team members (including the Senior Pastor/President) at an official Senior Leadership Team meeting constitutes a quorum.
- B. Twenty-five percent of the corporate membership (including the Senior Pastor/President) at an official corporate membership meeting constitutes a quorum.